

THE LIVERPOOL BLUE COAT OLD BLUES' ASSOCIATION
Registered Charity No. 1072458

CONSTITUTION AND RULES

The Rules of the charity are hereby rescinded and the following Rules shall be substituted therefor.

1. NAME

The name of the organisation shall be The Liverpool Blue Coat Old Blues' Association (hereinafter called "the Association").

2. DEFINITION

The expression "the School" where used in this Constitution and Rules shall mean the Liverpool Blue Coat Hospital and the Liverpool Blue Coat School.

The expression "The Liverpool Blue Coat Hospital" means the foundation called the Blue Coat Hospital in Liverpool founded in or about the year 1708 as now administered by the Incorporated Governors of the Foundation (under the provisions of a scheme approved by His Majesty in Council on 31st May 1951).

3. OBJECTS

The objects of the Association shall be:

- a) To promote friendship amongst those who have been educated at the School;
- b) To foster the interests and social activities of past, present and future students of the School;
- c) To provide such assistance as the Association may in its discretion consider necessary or desirable for the benefit of any student or former student of the School in cases of need or to further any educational pursuit, career or apprenticeship;
- d) To support by way of subscription or otherwise the Liverpool Blue Coat School and any public or private charitable object, institution, society or club, from which the Association or its members or the students at the School or former students may derive benefit;
- e) To raise and provide funds in such manner as the Association shall think fit for the purpose of any of the objects herein stated;
- f) To do such other lawful things as are incidental or conducive to the attainment of the above objects or any of them.

4. MEMBERSHIP

The Association shall consist of all former pupils of the School who register a wish to join. The Headteacher and members or former members of the Staff of the School shall also be eligible for election as members of the Association.

5. OFFICERS

The Officers of the Association shall consist of a President, Vice-President, Hon. Treasurer and Hon. Secretary to be elected annually by the subscribing members at the Annual General Meeting and, if elected at the said Meeting, an Hon. Deputy Treasurer and Hon. Deputy Secretary.

6. HONORARY MEMBERS

The Association at its Annual General Meeting shall have power to confer the title of honorary member upon any person, being a member of the Association, whom it may desire to honour provided that such person shall first be nominated by resolution of the Committee at a meeting of the Committee duly held, and any person so honoured shall become ex-officio a member of the Committee but so that there shall not at any one time be more than eighteen such honorary members.

7. COMMITTEE

The Committee shall consist of the Officers and Honorary Members, together with such other members of the Association (not exceeding thirty) as shall be elected by the subscribing members present at the Association's Annual General Meeting.

8. CONTROL

- a) The control and management of the business of the Association shall be vested in the Committee which shall meet as necessary at the Liverpool Blue Coat School or at such other place as they may determine, and may adjourn and regulate their meetings as they think fit. Four members present at a meeting shall constitute a quorum.
- b) Any four members of the Committee together may by written request to the Secretary convene a special meeting of the Committee and such meeting shall be convened by the Secretary within fourteen days of receipt of the said request.

- c) Notices of meetings of the Committee shall be despatched by the Secretary by post or electronic means (e-mail) to the last known postal or e-mail addresses of the respective members within the United Kingdom.
- d) Questions arising at any meeting of the Committee shall be decided by a majority of votes; provided always that in any case of equality of votes the resolution or proposal which is the subject of such equality of voting shall be deemed not to have been carried.
- e) The Committee shall cause proper Minutes to be kept of the proceedings at their meetings, which minutes shall be signed by the Chairman of the meeting to which they refer or of the next succeeding meeting and any such minutes purporting to be so signed as aforesaid shall be accepted as evidence of the matters stated therein.
- f) The Committee may at their discretion appoint a sub-committee or sub-committees from amongst their members constituted in such a manner and for such purposes and with such powers and limitations as the Committee may deem fit. The provisions of this clause relating to the conduct of meetings and the voting thereat and the keeping of minutes shall so far as applicable and unless otherwise decided by the Committee apply to any such sub-committee.
- g) The Committee may whenever they think desirable or necessary for the proper execution of their duties employ or consult lawyers, accountants, brokers, bankers and others, and any fees paid under this sub-clause shall be chargeable to the Association.

9. PATRONS

The Association at their Annual General Meeting in each year may elect any person to be a patron of the Association for the ensuing year.

10. TRUSTEES

- a) The Association at any General or Annual General Meeting shall have power to appoint Trustees (being not less than three in number) who shall not be officers of the Association, to hold buildings, premises or other property or investments, real or personal, of which the Association may become possessed upon trust for the purposes of the Association and the Trustees shall be responsible for the safe custody and preservation of all deeds, documents of title and securities for money and shall produce them for inspection when required by the Association's Auditors, or by a resolution of a General Meeting or of the Committee.
- b) The Association at any General or Annual General Meeting shall have power to appoint Trustees (who shall be not more than ten and not less than three in number).
- c) Investments of the Association may, with the authority of the Committee instead of being held in the name of the Trustees, be held in nominee names of a bank, stockbroker or similar institution upon terms to be approved by the Committee and if so held shall be available for verification by the Association's auditors.
- d) Subject as mentioned above all freehold and leasehold property and investments of the Association shall be held in the names of the Trustees who shall be responsible for arranging for the safe custody of the Deeds and the preservation of documents.
- e) If the number of Trustees falls below three, the officers shall call a meeting of the Association to elect one or more additional Trustees.

11. CHAIRPERSON OF THE MEETING

The President or, in his/her absence, the Vice-President, shall preside as Chairperson at every General Meeting of the Association or at any meeting of the Committee. In the absence of the President and Vice-President, the members present shall choose someone from their number to chair that meeting.

12. REMOVAL OF OFFICERS ETC.

Any officer, member of Committee or Trustee may be removed by resolution of a General or Special General Meeting of the Association, passed by a majority of at least two thirds of the members being subscribers present and voting thereat.

13. CASUAL VACANCIES TO BE APPOINTED BY COMMITTEE

In case any officer shall die, resign or be removed or become unfit or incapable to act, the Committee may at any time appoint a person to fill the vacancy until the next Annual General Meeting, unless the vacancy is previously filled at a General or Special Meeting.

14. CASUAL VACANCIES TO BE APPOINTED BY THE ASSOCIATION

In the event of any Trustee dying, resigning or being removed from office, another may be elected by a resolution of a majority of the members present and voting at the Annual General Meeting or at a Special Meeting.

15. DISQUALIFICATION AND RESIGNATION

An officer, member of the Committee or Trustee shall vacate their office, membership of the Committee or trusteeship as the case may be if they:

- a) cease to be a member of the Association
- b) become of unsound mind
- c) resign their office by notice in writing to the Association.

16. POWER TO PURCHASE PROPERTY ETC

The Committee may with the sanction of the Association in General Meeting purchase property and give directions for sale or mortgage of any property for the time being of the Association.

17. FINANCE

All the uninvested funds of the Association shall be paid into a bank or banks nominated by the Committee in the name of the Association, and all cheques and other orders shall be signed by any two of five persons duly authorised so to do by resolution of the Trustees.

18. PAYMENTS

No payments shall be made or liabilities incurred on behalf of the Association unless ordered by the Committee.

19. ACCOUNTS

The accounts of the Association shall be independently examined once in each year by one or more persons appointed for the purpose at a General Meeting, and the Hon Treasurer shall present the accounts at the ensuing Annual General Meeting of the Association together with the report of the independent examiner or examiners.

20. GENERAL MEETINGS

The Annual General Meeting of members of the Association shall be held in the month of March in each year and General Meetings of members shall be held in the months of June, September and December each year, or as the members may otherwise direct when the business to be conducted shall be in accordance with the Agenda to be circulated with the notice convening the meeting.

21. NOTICES OF GENERAL MEETINGS

A meeting of the Association shall be called by at least seven days' notice, in writing or by e-mail, to each subscribing member at their last place of residence or e-mail address, except that notice shall be of twenty-one days at least for any meeting called to consider an alteration of the Constitution and Rules. The accidental omission to give notice of a meeting, or the non-receipt of notice of a meeting by any member entitled to receive notice shall not invalidate the proceedings of that meeting.

22. SPECIAL GENERAL MEETINGS OF THE ASSOCIATION

The President or, if he or she is not available, the Vice-President, may at any time on his or her own authority, and shall on the requisition of not less than eight subscribing members of the Association, duly signed by them and deposited with the Hon Secretary, summon a Special General Meeting of the Association when the business to be conducted shall be restricted to the business referred to in the notice convening the meeting and shall be stated in the form of a resolution to be placed before the meeting. If the President or Vice-President do not within fourteen days from the date of the deposit of the requisition proceed duly to convene a meeting the requisitionists may themselves convene a meeting in the same manner, as nearly as possible as that in which meetings of the Association are to be convened under these Rules, and any reasonable expense incurred by the requisitionists by reason of the failure of the President or Vice-President duly to convene a meeting shall be repaid to the requisitionists from the funds of the Association.

23. SUBSCRIPTIONS

Each member of the Association shall be required to pay an annual subscription to the funds of the Association except that a member under the age of twenty-one years shall be entitled to the benefits of membership without payment of any subscription.

24. RESIGNATION OF MEMBERSHIP

Any member wishing to resign his or her membership of the Association shall give notice thereof in writing addressed to the Secretary.

25. AMENDMENT OF CONSTITUTION

The Constitution of the Association shall not be altered, amended or otherwise unless with the consent of two thirds of the members present and being subscribers voting at a Special General Meeting convened for that purpose, not less than twenty-one days' notice of the proposed alteration, amendment or variation being sent to each subscribing member of the Association with the notice convening the meeting.

26. NOTWITHSTANDING anything herein contained, any acts or things done or permitted to be done by the Association through its officers or members shall not be prejudiced by the Rules hereby made.

The foregoing Constitution and Rules were adopted at a Special General Meeting of the Association held at The Blue Coat School on the 10th day of March 2016.
