16 Charity Status

Parley Community Pre School is proud of its Charity Status. It ensures we are able to offer a competitive price to parents who wish to send their child to the Pre School. We are also keen to promote our work within the community. It is crucial for the running or the Pre School that we have a Committee who oversee the responsibility and decision making for the Pre School. Family members are encouraged to volunteer to be on the committee and/or to attend meetings.

Parley Community Pre School Charity Number: 1185798

Parley Community Pre School is governed by:
**Pre-school Learning Alliance Model CIO Constitution for Childcare Providers 2013**

**Aims**

The aims set out the charitable purposes for which the organisation exists and give direction to the charity’s activities. Once a charity has adopted the Constitution, it is committed to achieving the objectives outlined under 2.1 (a), (b) and (c). The charity’s funds cannot be used for activities that do not support those objectives. Changing the aims of the charity, changes its whole purpose. Only certain purposes are considered charitable by law, so amendments to this clause require prior approval from the Charity Commission and the Pre-school Learning Alliance (clause 7.7).

**3.0 Powers**

3.1 The powers list what the charity is allowed to do in order to achieve the aims.

The charity does not have to do all the activities listed, but including them in the Constitution means that the option is available to the charity. Most are self explanatory; further information is provided on certain powers below: (d) For the childcare services the charity provides, fees may be charged in order to ensure the charity is sustainable and does not operate at a loss. However, charities must ensure that people are not disadvantaged from using their services because of their financial circumstances. The charity may fundraise (clause 3.1(b)) to provide free or subsidised places to families that have financial difficulties.

Many early years providers will also be registered to receive Government funding to enable three and four year old children, and in some areas disadvantaged two year olds, to access free part-time childcare places. (e) The charity must ensure it has a clear, fair and non-discriminatory admissions policy for the childcare provision that complies with the Equality Act 2011. Withdrawing a child from the setting can be unsettling for them, so should only be considered in cases where it is thought to be in their best interests. (g) The charity may borrow money where necessary to support its activities. The Committee should consider this carefully and only following professional financial advice, as it will create a liability for successive Committee members of the charity. (k) The charity should hold funds in reserve for specific purposes or to cover expenses when they become due. The charity must have a written reserves policy to explain the level of reserves held (clause 9.7). (n) The charity may take out insurance to indemnify the Committee members of the charity for wrongful acts committed unintentionally in their capacity as a Committee member of the charity. (Trustee’s and Directors’/Officers’ Indemnity insurance cover is available through the Alliance with RSA Insurance. For further information, contact the Insurance and Membership Team: T. 020 7697 2585 E. membership@pre-school.org.uk.)

**4.0 Membership**

Charities that adopt the Constitution are Membership organisations. The Members of the charity are those who are entitled to: influence the charity’s direction and have a say in how it is run; appoint a Committee to manage the charity and propose items for discussion; and attend and take part in decision-making at General Meetings (clause 7.0) of the charity. 4.1

**There are two types of Membership:**

(a) Family Membership Parents or guardians automatically hold a Family Membership with the charity while their children are attending any of the sessions that are run by the provision; offering them the opportunity to participate and influence the care being provided for their child. Each family counts as one member of the charity, regardless of how many children they have attending the setting. The parents or guardians from the family are entitled to one vote between them at General Meetings; and one parent or guardian from the family can use their Family Membership to stand for election onto the Committee. If others from the family also wish to stand for election onto the Committee, they must apply for Affiliate Membership with the charity in order to be eligible (clause 4.1 (b)). Families should be informed of their Membership and what it entails on registration of their child (see 4.0 above). If they do not wish to be Members, they should put their resignation in writing to the Committee (clause 4.2(a)).

(b) Affiliate Membership Affiliate Membership is available to anyone who would like to support or become involved with the work of the charity, but does not necessarily have a child attending the Pre-school. This might include parents whose children have moved onto school or have not yet started attending the setting, grandparents or other relations of the children that attend the setting, or simply a local resident that wishes to give their time to supporting voluntary organisations in their community. Alternatively, organisations that work with the setting, such as the local Primary School, may become Affiliate Members of the charity. Affiliate Members have the same voting rights as Family Members (they are entitled to one vote at general meetings of the charity) and are also eligible to stand for election onto the Committee of the charity. Where an Affiliate Member is an organisation, a representative may be appointed on the organisation’s behalf to vote and/or stand for election. An Affiliate Membership is valid for one year and can be granted at any time by a resolution of the Committee (clause 6.2). If the Committee finds it appropriate, they can request a subscription fee for Affiliate Membership with the charity. 4.2 Membership with the charity ends or expires: (c) This clause refers solely to ceasing an Affiliate Membership, if a set subscription is unpaid, or Family Membership, if the childcare fees are unpaid, after the stated time period has lapsed. For family members, the terms and conditions of their childcare place with the setting is not affected by this clause or any other within the Constitution.

For parents having genuine difficulties paying their fees, the Committee are expected to explore options to ensure they are not excluded from the charity and its services, by for example, agreeing a plan for paying in instalments, undertaking fundraising in order for the charity to offer subsidised places for families in hardship. (d) Family Members will need to apply for Affiliate Membership if they wish to continue their Membership after their child leaves the provision (clause 4.4).

**5.0 The Committee**

5.1 Committee member is the name that is commonly used for a Charity Trustee of a membership charity. Every committee member is a charity trustee, not just those in the Officer roles. Together the committee have joint responsibility for ensuring that the group operates legally and according to the Constitution. Further guidance on the roles and responsibilities of the Committee is available in the Alliance leaflet, the Introductory Trustee Guide.

5.2 The minimum and maximum number of Committee members stipulated allows flexibility for the needs of charities of different sizes. There are two ways to appoint Committee members under the Constitution - election by the Members and co-option by the Committee.

The information below outlines the differences between the two processes:

Election by the Members Co-option Between 5 and 12 Members may be elected (5.2 (a)-(b)). Up to 3 Members may be co-opted (clause 5.2 (c)). Elections take place at the AGM (clause 5.10). Co-options are not made at the AGM, but at any committee meeting (clause 5.2 (c)). Elections are determined by the Members of the charity (clause 4.1). Co-options are determined by the Committee only (clause 5.2 (c)). Those with the highest number of Member votes are elected (clause 5.10). The Committee passes a resolution to agree the co-option (clause 6.2). Elected and co-opted Committee members have the same responsibilities and voting rights. Co-opted Committee members are usually appointed for the relevant expertise, skills or support they can contribute to the Committee.

All Committee members are equally responsible for the good governance of the charity. However, some Committee members, the ‘Officers’, are allocated certain important tasks to ensure they are carried out. As a guideline the key roles of the Officers are:

1. **Chair:** To act as a representative for the Committee and facilitate meetings of the charity.
2. **Treasurer:** To oversee the financial management of the charity.
3. **Secretary:** To manage the correspondence and organise meetings of the charity. Otherwise the Committee must agree amongst themselves the allocation of work, ensuring a fair distribution of tasks and that no one is overburdened.

5.3 Parental involvement has a positive effect on children’s development. When parents participate in the management of the charity, they have the opportunity to shape the services it provides to best meet the needs of the children. For this reason, the Constitution requires that at least 60% of the individuals appointed to the Committee are Family Members at the time of their election or co-option. There may be times when a setting may have difficulty achieving this. To be flexible to these circumstances, the Constitution allows the Pre-school Learning Alliance to grant approval for a smaller proportion of Family Members to be appointed to the Committee, until the next Annual General Meeting when a new Committee will be elected. To request approval, please contact the Information Service Team at info@pre-school.org.uk.

5.5 The Constitution aims to allow people to remain on the Committee for long enough to be able to use the expertise and knowledge they have built up, but also limits the length of service to ensure the charity benefits from the fresh ideas and perspectives that new Committee members may bring to the management of the charity. All Committee members automatically retire at the following Annual General Meeting, unless they stand for re-election and are re-appointed by the Members. However, it is important to note that if the election of the minimum of 5 Committee members required under clause 5.2 cannot be achieved at the Annual General Meeting, the elections will be void and must be recalled at another meeting. In these circumstances the retiring Committee members will remain in place and legally responsible for the charity until a new Committee can be properly elected to replace them. (a) To clarify, no elected Committee member shall serve for more than 10 consecutive years. (b) The length of service allowed is less for co-opted Committee Members to ensure that the Members of the charity have the foremost say in who they wish to appoint to manage the affairs of the charity. (c) As the charity must have a minimum of five Committee members (clause 5.2), in the event of the death or resignation of a Committee member prior to the end of their term of office, the remaining Committee members may pass a resolution (clause 6.2) to appoint another Family or Affiliate Member to replace them on the Committee until the elections at the following Annual General Meeting. Please note the option to replace a retiring Committee member is separate and additional to the option to co-opt Members on to the Committee (clause 5.2 (c)).

5.6 Decision-making at Committee meetings is determined by a majority vote of the Committee members present at the meeting (clause 6.2). Each Committee member has one vote; no other individuals that have been invited by the Committee to attend the meeting are entitled to a vote. If the vote is tied, the Chair has a second, casting vote to determine the outcome.

5.7 The quorum is the minimum number of people, from those who are entitled to attend the meeting, that must be present before decision-making and voting can take place. For Committee meetings, only Committee members are entitled to attend and vote on discussions, and therefore only they count towards the quorum.

5.8 Paid employees of the charity may stand for election onto the Committee only if they have Family or Affiliate Membership and: (a) they are not paid for any work that forms part of their role as a Committee member (only the work involved in the post they are employed to carry out for the charity); and (b) the Committee judge that it is in the best interest of the charity, and a signed written agreement, outlining the services provided by the employee to the charity, is agreed by a resolution of the Committee. A template for a written agreement is provided within the Alliance publication Charity Essentials; and (c) they do not receive a higher wage for their employed post, or in any other way receive additional benefits, because they are also a Committee member; and (d) they do not sit in or vote on any matters at Committee meetings that could affect their terms and conditions of employment. Committee members have a duty to act in the best interests of the charity and this could be called into question if they are involved in any decisions that they have a personal interest in, such as their employment with the charity (clause 6.3). Employees who are elected onto the Committee must be in the minority at all times to ensure it is possible to reach a quorum (clause 5.7) for Committee meetings. It is also recommended that employees are not appointed as Officers; as it is difficult to fulfill these roles effectively as they will be unable to take part in discussions, and contribute to decisions, on employment and staffing matters, and therefore the quorum for Committee meetings will be harder to achieve. Any charities considering electing a paid employee as a charity trustee must be able to demonstrate that they have taken into account the Charity Commission guidance Trustee Expenses and Payments and A Guide to Conflicts of Interest for Charity Trustees, available at [www.charity-commission.gov.uk](http://www.charity-commission.gov.uk).

5.9 Encouraging Members to return a self-nomination form in advance of the Annual General Meeting will help the Committee to anticipate that there are sufficient candidates to fill all required posts at the election. This will allow the Committee, if necessary, to encourage further Members to nominate themselves for election. However, self-nomination forms can also be submitted at the meeting. 5.10 The name of the Members who have returned self-nomination forms to indicate their willingness to act as Committee members should be read out at the Annual General Meeting and their election decided by a vote (usually a show of hands) of the Members. The nominees can be asked to leave the room during the vote. To ensure that Members can make an educated choice about who they wish to elect to represent them on the Committee, open and honest discussion of any potential conflicts of interest that nominees may have should take place prior to the vote. Between 5 and 12 candidates (clause 5.2) may be elected onto the Committee, from those with the highest number of votes. 5.11 The newly elected Committee members decide who will take on the roles of Chair, Treasurer and Secretary at their first Committee meeting following the Annual General Meeting; which can be straight after the AGM once other Members have left. 5.12 (b) A list of the criteria which disqualify an individual from being a Committee member of a charity is provided in the Charity Commission guide Finding new trustees – What you need to know, available at www.charity-commission.gov.uk. (d) A Committee member may only resign if there will be 5 Committee members still remaining in office. This is to prevent the charity being left with too few, or even no remaining Committee members to manage its affairs. (e) The Committee may pass a resolution to remove a Member from the Committee if they have acted in a way that has caused detriment to the charity or have not complied with the rules of the Constitution. This clause ensures a fair process is followed that gives the Committee member the opportunity to justify their actions and the Committee must take the response into account when making the decision on whether or not to remove the individual from the Committee.

**6.0 Proceedings of the Committee**

6.1 The Committee must meet at least twice each year to discuss the management of the charity and its affairs; although, further meetings are likely to be required for the Committee to effectively fulfil all their responsibilities and duties.

6.2 Any decisions relating to the management of the charity must be made collectively by the Committee. In order for a decision to be made and properly approved, the Committee must pass a resolution.

A resolution may be passed:

1. At a Committee meeting: if the majority of the Committee members present vote in favour (clause 5.6);
2. By written resolution: if the resolution is signed by every Committee member of the charity. (Committee members may sign separate pieces of paper, as long as these are kept together as a record that all Committee members were in agreement.) Resolutions proposed during discussions via email must be ratified as above by a vote at a Committee meeting or written resolution.

6.3 Committee members have a legal responsibility to avoid any situations where there may be a conflict between the best interests of the charity and their own personal interests. Where such a situation arises, they must declare the interest and remove themselves from discussion and voting on the matter. Further information is available in the Charity Commission guidance A Guide to Conflicts of Interest for Charity Trustees, available at [www.charity-commission.gov.uk](http://www.charity-commission.gov.uk).

**7.0 General Meetings**

7.1 General Meetings are meetings in which all Family and Affiliate Members of the charity are invited to attend to discuss and vote on important matters that affect the charity. The charity must hold one General Meeting each year, called the Annual General Meeting (AGM) to provide Members with an update on the progress of the charity and to elect a Committee for the upcoming year (clause 7.2). The Committee decide the most appropriate date on which to hold the Annual General Meeting, which can take place at any point in the calendar year. Where further General Meetings are needed to consider issues that need to be discussed and/or voted on by the Members, these are referred to as Extraordinary General Meetings (EGM) within the Constitution for the purpose of distinguishing them from the Annual General Meeting (clause 7.3).

7.2 Certain items must be discussed at the Annual General Meeting of the charity, including:

(a) the accounts of the charity from the last financial year to update the Members on the financial health of the charity;

(b) an Annual Report prepared by the Committee to update Members on the charity’s activities over the past year and any ongoing or future plans;

(c) the election of a Committee to govern the charity for the upcoming year (clauses 5.9 and 5.10); (d) other items may also be proposed by the Committee or the Members (clause 7.5) for discussion; for example a resolution to amend the Constitution.

7.3 Extraordinary General Meetings can be held at any time of year to discuss important matters that need to be notified to, or approved by, the Members of the charity between Annual General Meetings.

They may be called by the Committee, or a request signed by at least one quarter of the Members of the charity. (a) Members must be given at least two weeks’ notice of all General Meetings; and the date, time and place of the meeting must be provided on the notice, along with an agenda of items to be discussed. (b) If the Committee do not call a meeting within two months of a request by at least one quarter of the Members of the charity, the Members may call the meeting themselves by putting up the notice (as described above) in an obvious place on the charity premises.

7.4 The quorum (or minimum number of Family/Affiliate Members that must be present) for both Annual General Meetings and Extraordinary General Meetings, is 10% of the Members; or 5 Members, where the charity has 50 Members or less. The quorum for General Meetings is calculated on the basis that each Family and Affiliate Member counts as one Member of the group and has one vote on any matters for discussion (clause 4.1 (a)); even if more than one parent/carer from a family attends the meeting. The meeting (and any voting or decision-making that takes place at the meeting) will be void if there are not enough Members present to achieve the quorum. Therefore, if attendance is lower than the quorum, the meeting must be adjourned and the Committee must recall it for another time. At the second meeting, if there are still not enough people to satisfy the quorum within 1 hour of the time the meeting was called, then the meeting will begin and whoever is present will form a valid quorum. A note to this effect should be recorded in the minutes of the meeting.

7.6 Usually, decisions at General Meetings will be determined by whether a greater number of the Members who are present vote in favour or against the proposal (e.g. if the majority of Members at the meeting vote in favour, then a proposal is agreed and will go ahead). However, as a proposal to amend the Constitution or dissolve the charity has a significant impact on the future operations of the charity, a larger majority of votes in agreement is required for these resolutions to be passed; two thirds of the Members who are present at the meeting must vote in favour. Only votes cast by the Members that are present at the General Meeting are counted; the Constitution does not contain a provision for proxy i.e. for someone to vote on your behalf or postal voting.

7.7 The benefit to adopting this Constitution is that it has already been approved and registered with the Charity Commission. Therefore if it is adopted in its entirety, you can start following it immediately. However, if the Members of the charity wish to make any amendments to the Constitution, the process is more timely as you will need to seek approval in advance for the changes. As the Model Pre-school Constitution is copyright of the Pre-school Learning Alliance, any proposed amendments to the document must have the prior approval of the Pre-school Learning Alliance before being adopted by the Members and submitted to the Charity Commission. To request approval, please email the proposed changes to info@preschool.org.uk, stating your preferred wording for any amended sections. In addition, prior written consent is required from the Charity Commission for any changes to the aims of the charity (clause 2.1), the dissolution process (clause 11), the process for making and seeking approval for amendments to the Constitution (clause 7.7), or that would authorise a Committee member to receive any form of financial benefit from the charity, as there are strict requirements that all charities must comply with in relation to these clauses. Please note that only minor amendments that would not dramatically alter the Constitution will usually be approved by the Alliance. Where substantial changes are required to make the Constitution suitable for the needs of a particular charity, we may recommend that the charity develops their own Constitution and submits it to the Charity Commission for approval and registration.

7.8 Once clauses 7.6 and 7.7 have been followed, a copy of the resolution to amend the Model Pre-school Constitution must be sent to the Charity Commission within 21 days, along with a copy of the written approval provided by the Pre-school Learning Alliance (and the Charity Commission, where applicable) for the charity to make the amendment. The resolution should detail the specific wording of any amended sections and confirm that it was passed by a two thirds majority vote of the Members at a General Meeting of the charity. Please note that if the Charity Commission considers that any of the amended sections do not comply with the Charities Acts, they may require changes to be made before they will register the amended Constitution. Until full approval has been received the charity must continue to follow this constitution in its entirety.

**8.0 Property**

8.1 A charity that is set up as an unincorporated association exists in law as a collection of Members. The charity itself does not have its own separate legal identity. For this reason, freeholds, leases and licenses for buildings or land cannot be held directly by the charity. Instead between 2 and 4 individuals, called Holding Trustees, must hold the title to the property in trust on the charity’s behalf. Their role is different to the role of the Committee members and involves keeping the Committee fully informed of all matters that arise in relation to the property and any necessary actions required for its management or under the terms of the lease, licence or mortgage. Their responsibilities are therefore determined by the terms of the freehold, lease or license for the property that they are holding. Legal advice should always be sought before entering into such an agreement so that the responsibilities, and any liabilities connected with it, are fully understood. The Holding Trustees are not directly involved in the management of the charity and must act only on the directions of the Committee; unless it is unlawful or in breach of the purposes or the terms on which the property is being held. Provided they do this, the Holding Trustees will not be responsible for the actions or inactions of the Committee. The same criteria that disqualify individuals from acting as Committee members, apply to Holding Trustees (clause 5.12 (b)). Otherwise, the Constitution is flexible as to who may be appointed as a Holding Trustee.

8.2 Please note that any agreements for property must be updated when holding trustees change, which is likely to incur a cost. (c) Where the Committee wish to pass a resolution to remove a Holding Trustee, they should ensure a fair process is followed; as with the removal of a Committee member (clause 5.12 (e)) or Member of the charity (clause 4.2 (e)).

8.3 The charity will reimburse Holding Trustees any expenses they incur as part of their duties, unless they have acted unlawfully or in breach of their contractual obligations e.g. under the terms of the property agreement or the Constitution.

**9.0 Finance and** **Accounts**

9.1 The Charities Acts require that accurate financial records are kept to evidence all of the charity’s transactions (see clauses 9.2 (a) and (b) for details of what the records must contain).

9.2 From these records, charities must produce (a) an annual report and (c) a statement of accounts at the end of each financial year, which provides an update on the progress of the charity over that period. For charities with an income over £25,000, the accounts must be scrutinized by an independent person to ensure they are accurate. Where income exceeds £500,000 a full professional audit is required. All registered charities are also required to complete (b) an annual return for the Charity Commission within 10 months of their financial year-end, which provides a summary of essential information about the charity. If the charity’s income exceeds £25,000, a copy of the annual report and accounts must be filed with the Charity Commission as well. Further information is provided in the Charity Commission guidance Charity Reporting and Accounting: The Essentials, available at [www.charity-commission.gov.uk](http://www.charity-commission.gov.uk).

9.3 The Committee are all equally responsible for the effective planning and administration of the charity’s finances; although the Treasurer (sometimes with the help of a bookkeeper or administrator) will oversee the management of the finances. To ensure that the Committee are kept fully aware of the financial situation of the charity and can plan accordingly, the Treasurer must provide an up to date statement of the charity’s accounts at each Committee meeting.

9.4 In order to protect against error or fraud, payments will normally need to be authorised by two designated signatories, one of them being an Officer on the Committee, to ensure that a member of the Committee is always fully aware of any transactions being made. This also assists charities when applying for grant funding, as many funding providers will stipulate within their terms and conditions that they will only accept applications from charities that are able to demonstrate adequate financial control over their funds through dual authorisation of all payments. However, if the designated signatories are not regularly available this may lead to a delay in the payment and receipt of goods. Therefore, where the charity is not subject to any conditions of a grant which require dual authorisation of payments, the Committee can decide to allow payments for small amounts (up to a limit agreed by the Committee) to be authorised by a single signatory. The Committee must decide who will be designated as signatories to authorise payments. It is sensible to have a few signatories to ensure that payments can be authorised on a regular basis; including the Treasurer who will usually be responsible for opening and maintaining the bank account. The Constitution does not specify that the signatories must be Committee members, so employees of the charity may also be chosen (e.g. an administrator or bookkeeper). Bank statements for the charity accounts will usually be addressed to the Treasurer. Ensuring duplicate bank statements are sent to the Chair increases the chance of noticing any errors and/or fraudulent payments on the accounts and therefore being able to resolve them quickly.

9.5 It is advisable and sensible for charities to have an agreed amount of reserves set aside for potential future expenditure. This may cover, for instance, redundancies and payments to debtors if the charity were to wind-up. However, the Committee needs to balance this with their duty to spend income on charitable activities to further the charity’s aims (clause 2.0). The Committee should therefore have a written reserves policy, which explains what reserves are necessary based on an assessment of the charities needs.

It is recommended that the policy covers:

1. why the charity needs the reserves;
2. what level of reserves are needed;
3. what steps the Committee are taking to maintain the reserves at the agreed level; and
4. procedures for regularly monitoring and reviewing the policy to ensure that it is continues to meet the charity’s needs. Further information on calculating the level of reserves required for a reserves policy can be found in the Alliance publication Financial Management (2010).

**10.0 Minutes**

Keeping accurate minutes is important as they provide the only official record of the discussions and decisions made at meetings. Minutes of General Meetings should be available to all Members and Committee members of the charity. Minutes of Committee meetings must be available to all Committee members. At the Committee’s discretion, they may circulate them more widely (e.g. to staff and other contacts), however all confidential or irrelevant information must be removed.

**11.0 Dissolution**

11.1 Dissolution is the term used for when a charity is wound-up and ceases to operate because it can no longer fulfil its aims; for example, this might be because the charity is not financially sustainable, a proper Committee cannot be appointed to govern the charity, or there is a high number of childcare providers in the area leading to a low demand for the charity’s services. As a Membership organisation, the Members of the charity must make the final decision over whether to dissolve the charity (it cannot be decided solely by the Committee). Therefore, if the Committee decides that the charity can no longer continue, they must call an Extraordinary General Meeting (clause 7.3) to discuss and vote on a proposed resolution to dissolve and terminate the existence of the charity (with effect from a certain date). If no suitable alternatives can be found at the meeting, the Members should be asked to vote in favour of passing the resolution.

11.2 As the decision is fundamental to the future of the charity, at least two thirds of the Members present and voting at the meeting must vote in favour to pass the resolution to dissolve the charity for the Committee to proceed with winding-up the charity.

11.3 We recommend that legal and financial advice is sought when winding-up the operations of the charity to ensure that all debts and liabilities, such as contracts and leases, are properly settled. The Committee may contact Lawcall, the 24hour legal helpline, for advice using the details provided on their Pre-school Learning Alliance membership card. The equipment, resources and property of the charity may be sold in order to raise funds to cover all the payments that need to be made. The Charities Acts requires that any assets (e.g. funds, equipment or property) owned by the charity that are left over once all the debts and liabilities are settled must continue to be used for the same charitable purposes. This generally means that they must be transferred to another charitable organisation, whose aims are similar to those outlined in the Constitution (clause 2.0). (a) The Committee can satisfy this requirement by transferring the remaining assets to the Preschool Learning Alliance to use to offer support to childcare providers within the local area, or to one or more local pre-schools, which are also registered charities (with prior consent from Pre-school Learning Alliance). (b) However, the Constitution recognises that there will be alternative ways in which the assets can be applied that still meet the requirements, so enables the Committee to obtain approval from the Pre-school Learning Alliance and the Charity Commission on a case by case basis. Please email the Pre-school Learning Alliance at info@pre-school.org.uk with further details of your request. Once the dissolution of the charity is finalised, the Committee must inform the Charity Commission via their online form at www.charitycommission.gov.uk/dissolution/dissolution.aspx. The Alliance leaflet Sustainability Concerns provides further guidance on the procedures for winding-up and dissolving a charity following the Pre-school Learning Alliance Model Preschool Constitution.

**12.0 Indemnity**

12.1 Committee members will be compensated by the charity for any costs they incur in defending legal proceedings, which arise as a result of their role as a Committee member, where the court finds they are not liable.