

# Constitution and Rules

June 2019





# Contents

Rule 1 Title and registered address of the Association of School and College Leaders (ASCL)	4	Bye-laws	
Rule 2 Objects and purpose of ASCL	4	Bye-law 1: The Governance of ASCL (approved by ASCL Council June 2018)	12
Rule 3 Interpretation	4	Bye-law 2: Procedures for election of General Secretary (Approved by ASCL Council March 2006)	14
Rule 4 Membership	4	Bye-law 3: Election of Officers of the Association and Chairs of Council Committees	16
Rule 5 Rights of Members	5	Bye-law 4: Operational arrangements for Regional, Branch or Section Groups	18
Rule 6 Obligations of membership	6	Bye-law 5: ASCL Cymru as a region of ASCL UK	19
Rule 7 Subscriptions and other monies due from members	6	Bye-law 6: ASCL Northern Ireland as a region of ASCL UK	19
Rule 8 Cessation of membership	6	Bye-law 7: Relationship with School Leaders Scotland (SLS)	19
Rule 9 Register of members	7	Appendices	
Rule 10 Officers	7	Appendix A: Membership eligibility	19
Rule 11 Council and Representation	7	Appendix B: Members in specific circumstances	20
Rule 12 Proceedings of Council	8	Appendix C: Membership of Council	20
Rule 13 Powers of Council	9	Appendix D: Affiliated organisations	20
Rule 14 Executive	9	Appendix E: Membership services and benefits	21
Rule 15 Powers of Executive	9	Appendix F: Election timetables and processes	21
Rule 16 General Meetings	10	Appendix G: Duties and responsibilities of Trustees	22
Rule 17 Officials of the Association	10	Appendix H: Complaints Policy	22
Rule 18 Trustees	11	Appendix I: Legal Policy and Member Support Policy	24
Rule 19 Accounts	11	Appendix J: Role of Local Representative	28
Rule 20 Audit and Membership Audit Certificate MAC assurance	11		
Rule 21 Alteration of Rules	12		
Rule 22 Dissolution	12		
Rule 23 Notices	12		

## **Rule 1 Title and registered address of the Association of School and College Leaders (ASCL)**

- 1 The title of the Association shall be “The Association of School and College Leaders”. The Association is a registered trade union with its registered office and head office at 130/132 Regent Road, Leicester, LE1 7PG or at such other place as the National Council decide.

## **Rule 2 Objects and purpose of ASCL**

- 2.1 Inspired by a vision of high quality education for all young people, ASCL aims to be the first choice professional body for all school, college and system leaders. We will realise this through:
- ascertaining, and giving expression to, the views of members and take action on their behalf
  - shaping and influencing government educational policy
  - offering advice, guidance and best practice
  - acting on behalf of members to secure appropriate terms and conditions of employment by representing their views and regulating their relationship with employers
  - providing members with legal support and full trade union representation in accordance with these rules and any associated policies
  - promoting equality of opportunity and treatment at work for all members of ASCL, irrespective of their age, gender, ethnicity, disability, sexual orientation, faith or belief and any protected characteristics in line with current legislation
  - delivering high quality professional development for the education sector
  - promoting the highest standards of professional conduct by members of ASCL
- 2.2 In order to fulfil its principal purposes, the Association shall:
- be authorised to borrow money for any of the purposes of the Association on such security and in such manner as may seem expedient
  - act as Trustees of any property, endowment, legacy, bequest or gift which may lawfully be vested in the Association, subject to the terms of any relevant policy as appropriate
  - establish or promote or concur in establishing or promoting any company or body whose objects shall be calculated to advance directly or indirectly the objectives or interests of the Association or its members and to acquire and hold, sell, deal with or dispose of shares, stocks, securities or interests in any such company or body
  - be authorised to assist or support any company or body established or promoted under this Rule 2.2 by means of lending money or providing other services on such terms and in such manner as may be expedient

## **Rule 3 Interpretation**

Unless there is something in the subject or context inconsistent therewith, the following expressions shall have the following meanings:

- 3.1 “Members” includes all individuals whose applications for membership to the Association have been accepted by the Association, who currently meet the eligibility criteria for their membership category, whose subscription fees are not in arrears and whose memberships have not been terminated under the conditions in this constitution. “Members” includes all individuals in the categories of full, associate, professional associate, international, honorary membership together with those given honorary fellowship, as provided for by Rule 4. A member who notifies the Association of his or her intention to resign ceases to be a member from the point at which their resignation takes effect.
- 3.2 “Chief Executive”, “Executive Head”, “Head”, “Deputy Head”, “Assistant Head” “Finance Director” and “Business Manager” include persons holding any position with equivalent responsibilities to those positions regardless of the titles employed.
- 3.3 “Council” means the Association’s decision making body which is made up of “Representative Members” who are elected, or co-opted Full Members, as defined in Rule 4.1, and other individuals as Council may from time to time determine.
- 3.4 “Officers” means the positions of “President”, “Immediate Past President”, “Vice President”, “Honorary Treasurer” and not more than seven other positions, whose titles and functions are determined by Council. “Presidential Trio” refers to the group consisting of the President, Vice President and Immediate Past President.
- 3.5 “Region”, “Branch” or “Section” refers to a subset of membership in a specified geographic area, or other grouping, as defined from time to time by the Council. Members are assigned to a Section, Branch and Region.
- 3.6 “General Meeting” means meetings, including Emergency General Meetings (EGMs) open to all members at which all Full Members are eligible to vote.
- 3.7 All words denoting one gender shall be deemed to include the other gender and all words denoting a singular number shall include the plural and vice versa.

## **Rule 4 Membership**

- 4.1 Full Membership
- 4.1.1 Subject to Rule 4.3, the category of Full Member of the Association shall be open to any person working in education who is a member of the senior leadership team of a school or college or whose responsibilities cover the whole school or college or across a group of schools or colleges. Full Members include individuals employed by approved education associations or organisations as agreed by ASCL Council but cannot be self-employed or the proprietors or directors of the school or organisation in which they are employed. “Full Member” means individuals who have been accepted into the Association who fulfil this criteria.

4.1.2 Any person ceasing to be eligible for full membership shall immediately notify the Association. They will cease being a Full Member and may if appropriate apply for a different class of membership under Rule 4.2 and Rule 4.3.

4.1.3 If a member has ceased to be eligible for full membership but has not informed the Association, the Association shall be entitled to cancel the membership automatically and to withhold legal support, advice and other benefits. The Association will not provide legal support for incidents that take place after a person ceases to be eligible for membership.

4.1.4 If a member fails to keep the Association informed of their employment details and their employment cannot be traced, the Association will terminate their membership after a period of six months.

## 4.2 Other Classes of Membership

4.2.1 International Membership: The category of International Member shall be available to any person working overseas in a role that would, were they in that role in the UK, enable them to be eligible for full membership of the Association. International Membership shall be upon such terms and conditions as the Council may from time to time determine, and subject to Rule 4.3. "International Member" means individuals who have been accepted into the Association who fulfil this criteria.

4.2.2 Professional Associate Membership: The category of Professional Associate Member shall be open to any person who has previously been a Full Member and who is continuing to work in the field of education but is no longer eligible for full membership. Professional Associate membership shall be upon such terms and conditions as Council may from time to time determine, and subject to Rule 4.3. "Professional Associate" means individuals who have been accepted into the Association who fulfil these criteria.

4.2.3 Associate Membership: This category of Associate Member shall be open to retired Full or Professional Associate Members upon such terms and conditions as Council may from time to time determine, subject to Rule 4.3. "Associate Member" means individuals who fulfil this criterion.

4.2.4 Honorary Membership: Council shall have the power to elect as Honorary Members any current or previous Full Members on the point of or following their retirement or posthumously. "Honorary Member" means individuals who fulfil this criteria.

4.2.5 Honorary Fellowship: Council shall have the power to elect as Honorary Fellows any individuals who have not held Association membership, in recognition of an outstanding contribution to education or the Association. "Honorary Fellow" means individuals who have been accepted into the Association who fulfil this criteria.

4.3 Any person who shall desire to be admitted to any class of membership of the Association (except Honorary Membership and Honorary Fellowship)

shall make application for that purpose to the Association and after confirmation of eligibility, may be admitted to such class of membership subject to approval by the Association and the payment of a subscription (if applicable). In case of dispute about eligibility for membership, the question shall be referred to the General Secretary or delegated officer, or the appropriate committee or sub-committee for a decision. The Association reserves the right to refuse membership to any individual. If membership is refused the applicant may appeal in writing to Council whose decision shall be final.

## Rule 5 Rights of Members

5.1 Full Members shall have the following rights:

5.1.1 To attend and vote at meetings of their own Branch, Region or Section in accordance with Branch, Region or Section rules and at General Meetings and to vote in elections of Representative Members of Council.

5.1.2 To vote in elections for the General Secretary in accordance with any bye-law in force at that time.

5.1.3 To stand for election to Council and serve as Officers of the Association in accordance with these Rules and with the requirements of legislation in force at that time.

5.1.4 To receive the publications of the Association and information, advice and guidance on educational and professional matters.

5.1.5 To receive legal advice and assistance in professional matters relating to the Full Member's employment and in relation only to issues which arise during the period of the person's membership, in accordance with the Association's current legal policy.

5.1.6 To receive such other benefits as Council may determine.

5.2 Council will determine other rights and benefits for Professional Associate Members of ASCL which will include, but not necessarily be restricted to, the following:

5.2.1 To attend meetings of their own Branch, Region or Section in accordance with Branch, Region or Section rules and at General Meetings. Professional Associate Members do not have voting rights.

5.2.2 To receive the publications of the Association and information, advice and guidance on educational and professional matters. This includes full mailings and publications, access to the website, access to the hotline and specialist support for general educational matters and pension advice but does not extend to any legal or HR support for their own employment.

5.2.3 To receive legal advice and assistance in professional matters relating to their time in full membership and in relation only to issues which arise during the period of the person's full membership, in accordance with the Association's current legal policy.

- 5.3 Council will determine other rights and benefits for International Members of ASCL which will include, but not necessarily be restricted to, the following:
- 5.3.1 To attend General Meetings. International Members do not have voting rights.
- 5.3.2 To receive the publications of the Association, information, advice and guidance on educational and professional matters. This includes access to the website, access to the hotline and specialist support for pension advice but does not extend to any legal or HR support for their own employment.
- 5.3.3 To receive legal advice and assistance in professional matters relating to their time in full membership and in relation only to issues which arise during the period of the person's full membership, in accordance with the Association's current legal policy.
- 5.4 Council will determine other rights and benefits for Associate Members of ASCL which will include, but not necessarily be restricted to, the following:
- 5.4.1 To receive Associates Newsletters and Leader magazine, access to the website including the member secure area, access to the hotline and specialist support for advice related to their time in full membership including legal, HR and pensions.
- 5.4.2 To receive legal advice and assistance in professional matters relating to their time in full membership and in relation only to issues which arise during the period of the person's full membership, in accordance with the Association's current legal policy.
- 5.4.3 To attend meetings of their own Branch, Region or Section in accordance with Branch, Region or Section rules and at General Meetings. Associate Members do not have voting rights.
- 5.5 Honorary Members and Honorary Fellows have the same membership rights as Associate Members and any other membership rights and benefits that Council determine.

#### **Rule 6 Obligations of membership**

- 6.1 Members are obliged to inform ASCL immediately on any change in their workplace or membership category eligibility. A failure to do so could invalidate the individual member's eligibility for support from ASCL.
- 6.2 All members are expected to protect the reputation of ASCL as an accepted authority on education in the wider society.
- 6.3 All members are expected to carry out their duties in a professional and ethical way.
- 6.4 A failure of a member to comply with 6.2 and 6.3 above may lead to the suspension of the member or the termination of their membership under Rule 8.

#### **Rule 7 Subscriptions and other monies due from members**

- 7.1 The annual subscription of each class of membership shall be such sum as the Executive may from time to time prescribe in accordance

with Rule 15.2. Subscriptions shall be paid in advance to the Association on the first day of January in each year or on such dates as the Executive shall determine.

- 7.2 Any member who is indebted to the Association for any subscription or other moneys shall have their entitlement to ASCL services reduced or removed as stated in the ASCL Legal and Member Support Policy.
- 7.3 If any member's subscription or any part of it shall be in arrears for six months it shall be lawful, after special notice has been made in writing requiring payment, to remove that person with immediate effect from his or her membership of the Association by a further notice in writing to that effect served on that member.
- 7.4 After the removal of any member under Rule 7.3, that person may be re-admitted to their former class of membership (if otherwise eligible) provided that they shall before re-admittance pay all arrears, if any, of subscription due to the Association on such terms as the Executive thinks appropriate.
- 7.5 The Executive has the discretion to refuse re-admittance to any member who has been removed from membership under Rule 7.3.

#### **Rule 8 Cessation of membership**

- 8.1 Any Member has the right to resign at any time provided that their current subscription has been paid in full, including the month in which the Member resigns.
- 8.2 The Association has the right to terminate the membership of a member on the grounds that the member has acted to the detriment, or contrary to the interests, aims or objectives of the Association or behaves offensively to fellow members or members of the Association's staff.
- 8.2.1 Upon receipt of a complaint from the Council, Executive, Region, Branch, Section, member, or member of staff, the Presidential Trio, acting on behalf of Council, may temporarily suspend a member from membership of the Association, pending a disciplinary panel hearing in accordance with Rule 8.2.2.
- 8.2.2 The decision to terminate or suspend membership will be taken by a disciplinary panel appointed by the President, consisting of three Representative Members of Council, at which the member in question shall be entitled to appear, accompanied by a professional colleague. Expulsion or suspension for a fixed period shall be the only penalties available to the disciplinary panel.
- 8.2.3 A member that is suspended, or has their membership terminated, has a right of appeal. This appeal should be lodged within ten working days. The appeal will be heard by an appeal panel appointed by the President consisting of three members of Executive chaired by an elected officer of the association. The panel can either uphold or dismiss the appeal.

## Rule 9 Register of members

- 9.1 The Association will hold a register in which shall be entered the name, address, school or college or workplace, description and class of every member of the Association. The address of any member entered in the register is in these Rules referred to as “the Registered Address” of the member. This information may be held in an electronic format.

## Rule 10 Officers

- 10.1 All Officers shall be elected members of Council. The President will be elected as in 11.10 and all other Officers shall be elected annually at such times and in such manner as the Council shall determine and given in bye-law 3 and Appendix F.
- 10.2 The office of Immediate Past President is not directly elected and is an automatic transition for the year immediately following the presidential year.
- 10.3 The President shall preside at meetings of the Council, Executive and at General Meetings. The Immediate Past President and Vice President may deputise for the President as required.
- 10.4 The Honorary Treasurer shall have oversight of the funds of the Association and general supervision of the accounts and shall make reports to the Executive and Council when required by and in any event at such intervals as Council may determine. The Honorary Treasurer shall also make provision for the investment by the Trustees of moneys and other property held by the Association and advise the Executive as to any change in the rate or rates of subscription which may be desirable or necessary.
- 10.5 The terms of office for all elected Officers, chairs of committees and other elected representatives shall be from 1 September until 31 August the following year.

## Rule 11 Council and Representation

- 11.1 Regions, Branches and Sections
- 11.1.1 Where a Region, Branch or Section determines to have a formally constituted group each group will conduct its business and elect its officers, having regard to the interests of the needs of all members, and according to the arrangements set out in the model agreement given in bye-law 4. Any variation from these model rules proposed by a Region, Branch or Section is subject to the approval of the Executive.
- 11.1.2 To aid the efficient organisation of Association business, Branches, Regions and Sections can have Local Representatives appointed under the rules set out in bye-law 3
- 11.2 Special categories
- 11.2.1 Council shall from time to time prescribe special categories of members or of schools and colleges, and Full Members serving in such schools or colleges or roles shall be entitled to be nominated and vote in an election for Representative Members of Council for their special category.

- 11.3 Representation on ASCL Council
- 11.3.1 Each Region shall elect to Council such number of Representative Members as Council shall decide with only Full Members entitled to vote. The current numbers of Regional Representatives to Council will be recorded in Appendix C.
- 11.3.2 Nominations of members working within the Region, will be called for and an election held when the number of candidates exceeds the number of vacancies. The rules for regional elections are given in bye-law 3
- 11.3.3 The term of office for Regional and Special Category Representatives will be four years.
- 11.3.4 Nominations of members by role or by special category of school or college will be called for and an election held when the number of candidates exceeds the number of vacancies. The rules for special category elections are given in bye-law 3
- 11.4 Affiliated Organisations
- 11.4.1 There are two types of Affiliated Organisations. In Type 1 Affiliated Organisations ASCL is the registered Trade Union for all of the Affiliated Organisation’s members and members of these associations are consequential automatically members of ASCL and will be recorded as such in the ASCL return to the Certification Officer. Type 2 Affiliated Organisations are organisations of specific types of schools or colleges that recommend membership of ASCL to those in the leadership teams of their institutions.
- 11.4.2 Each Affiliated organisation will nominate one voting representative who is a Full Member of ASCL to Council.
- 11.4.3 The General Secretary (or equivalent postholder) of each affiliated organisation has a non-voting seat on Council.
- 11.4.4 In order for an organisation to be affiliated to ASCL an application must be made to ASCL Council and approved by that body.
- 11.5 ASCL Cymru and ASCL NI
- 11.5.1 ASCL Cymru and ASCL NI are integral parts of ASCL UK but have their own council structures. The relationship between ASCL UK and ASCL Cymru is given in bye-law 5 and with ASCL NI in bye-law 6. The ASCL Cymru President and Vice President and the ASCL NI President are their organisation’s representatives on ASCL Council.
- 11.5.2 The Director of ASCL Cymru and the Regional Officer for ASCL NI attend Council as staff.
- 11.6 Regional and Special Category Representative Members shall take up their position on Council on the 1st day of September following their election and shall conclude their period of service on 31 August of the summer term following the expiry of the number of years for which they were elected.
- 11.7 Other Persons Eligible to Attend Council
- 11.7.1 The General Secretary.

- 11.7.2 Other persons to provide Council with factual information or with technical or professional advice.
- 11.8 Cessation of membership of the Council
- 11.8.1 An Officer or other member of the Council shall have power to resign.
- 11.8.2 A Member of the Council shall cease to be a member thereof if they have not attended any Council meeting for a period of 12 months or if they cease to be eligible for Full Membership of the Association. If such a member is an Officer he or she shall also automatically relinquish the office held.
- 11.8.3 The Association may, by Council resolution, remove any Officer or member of Council before the expiration of their period of service or term of representation.
- 11.9 Vacancies
- 11.9.1 Vacancies on Council howsoever caused shall be filled:
- (a) In the case of an Officer by such existing member of Council as Council may determine, or
- (b) In the case of a Region or Special Category Representative Member by the Region or special category responsible for and in the same manner as the original election.
- 11.9.2 A regional Representative Member vacancy shall be filled for the remainder of the academic year by the person next on the list from the previous election. If there is no candidate from the previous election to fill the vacancy the post of Representative Member will be left in abeyance until the normal annual national elections.
- 11.10 Election of President
- 11.10.1 Council will nominate the Vice President as their preferred candidate for president.
- 11.10.2 The President shall be elected by national ballot for a term of one year as President followed by a second year as Immediate Past President and two subsequent years on Council. The rules for the election of the President are given in bye-law 3
- 11.11 Co-options to Council
- 11.11.1 Selection Committee may co-opt people to Council to add to the skills and expertise of Council.
- 11.11.2 A maximum of six additional members may be co-opted to Council. The term of office of individual co-opted members will be determined by Selection Committee.
- meeting the President shall not be present, the Vice President or Immediate Past President shall chair the meeting. In the absence of all of the Presidential Trio, Council shall nominate one of their number to be Chair of that meeting.
- 12.2 14 days' notice in writing of a meeting of the Council shall be given in accordance with Rule 23 but it shall not be necessary to give notice of a meeting of Council to a member whose Registered Address is not within the United Kingdom. Motions, resolutions, policy and positions statements arising at any meeting of Council shall be decided by a majority of votes and in the case of equality of votes, the Chair shall have a second or casting vote.
- 12.3 The President may in case of urgent necessity, with the sanction of nine members of Council, or upon a requisition made in writing, or electronically, and signed by any ten or more members of Council, convene a special meeting of Council by giving five working days' notice thereof.
- 12.4 A meeting of Council for the time being at which a quorum is present shall be competent to exercise all or any of the authorities, powers, and discretions by or under these Rules for the time being vested in or exercisable by Council generally.
- 12.5 Council may delegate any of its powers except those arising under Rule 18 to committees and sub-committees consisting of such of its members as it may think fit. Any committee or sub-committee so formed shall, in the exercise of the powers so delegated, conform to any Regulations that may from time to time be imposed on it by Council.
- 12.6 The meetings and proceedings of any such committee or sub-committee shall be governed by the provisions herein contained for regulating the meetings and proceedings of Council so far as the same are applicable thereto and are not superseded by any regulations made by Council under the last preceding rule.
- 12.7 Alternates
- 12.7.1 Council members should make every effort to attend every Council meeting. However, in exceptional circumstances, if a Council member is unable to attend a particular meeting, they may invite someone else to attend in their place as an alternate.
- 12.7.2 Council members should inform ASCL (using the CouncilAdmin@ascl.org.uk email address) at least a week before Council that they cannot attend, and who their alternate will be. The Council member should brief the alternate on what to expect from the Council meeting.
- 12.7.3 Alternates must be full ASCL members. They will not have voting rights, but will be encouraged to contribute to discussions and to report back on proceedings to the Council member who they are representing.

## Rule 12 Proceedings of Council

- 12.1 The Council may meet for the dispatch of business, adjourn and otherwise regulate its meetings and proceedings as it thinks fit, and may determine the quorum necessary for the transaction of business. Until otherwise determined to be quorate more than 50% of the current membership of Council including Officers, must be present. The President shall preside as Chair of every meeting of Council. If at any



### Rule 13 Powers of Council

- 13.1 The management of the affairs of the Association shall be vested in Council which in addition to the powers and authorities expressly conferred upon it by these Rules may exercise all such powers and do all such acts and things as may be exercised or done by the Association in general meeting, but subject, nevertheless, to all provisions of any statute or of these Rules, and to any resolution from time to time passed by the Association in general meeting, provided that no resolution so made shall invalidate any prior act of Council which would have been valid if such resolution had not been passed.
- 13.2 Without prejudice to the general powers conferred by the last preceding clause, and the other powers conferred by these Rules, it is hereby expressly declared that Council shall have the following powers:
- 13.2.1 To initiate, promote and carry out all or any of the objects of the Association.
- 13.2.2 To appoint in accordance with Rule 18 a person or persons to accept and hold in trust for the Association any property belonging to the Association or in which it is interested; and to execute and do all such deeds and things as may be requisite in relation to any such trust.
- 13.2.3 To institute, conduct, defend, compromise, or abandon any legal proceedings by or against the Association, or its Officers, or otherwise concerning the affairs of the Association, and also to compromise and allow time for payment or satisfaction of any debts due, and of any claims or demands by or against the Association.
- 13.2.4 To refer to arbitration any claims or demands by or against the Association and to abide by and satisfy awards so made.
- 13.2.5 From time to time to make, vary, and repeal bye-laws and Regulations for the regulation of the business of the Association, its Officers, or the members of the Association and for the conduct of any elections, but so that such bye-laws and Regulations shall not amount to an addition to or alteration of these rules which could only be effected in accordance with Rule 21.
- 13.2.6 To call General Meetings of the Association at least annually and otherwise as it thinks fit from time to time in accordance with Rule 16.
- 13.2.7 To hear any complaint or complaints made in writing by a member to the General Secretary that action ultra vires to these Rules or contrary to any resolution of the Association or to any bye-law or Regulation made by Council has been taken by Council or any of its Officers or officials. Council shall then make, or cause to be made, such enquiries as it may consider necessary and take such action as it shall determine. The complainant shall be notified in writing of the results of Council's enquiries and its determination thereon.
- 13.2.8 To decide, following legal advice where prudent, any question that may arise as to the interpretation of these Rules which decision shall be binding on members.

### Rule 14 Executive

- 14.1 ASCL Executive consists of the elected officers of the Association, the chairs of all committees and other sector representatives as determined by Council. Members of the ASCL Leadership Group attend as non-voting members. Executive is chaired by the President.
- 14.2 The quorum of Executive is set as more than 50% of voting members being present.

### Rule 15 Powers of Executive

- 15.1 Executive committee oversees matters related to ASCL's strategic planning and the internal organisation of the Association. It also hosts preliminary discussions on complex matters before these matters are referred to Council.
- 15.2 Executive has specific responsibilities for:
- approving the ASCL annual financial plan and budget
  - approving the level of membership subscriptions
  - determining who shall be entitled to sign bills, notes, receipts, acceptances, endorsements, cheques, releases, contracts, and documents on behalf of the Association
  - making and giving receipts, releases and other discharges for money payable to the Association, and for the claims and demands of the Association
  - controlling the investment of the moneys or other property of the Association held by the Trustees of the Association upon trust, and not immediately required for the purposes respectively of the Association or to which the various trusts are devoted, in such securities and in such manner as the Executive may think fit and from time to time to vary or realize such investments; but as regards any monies or other property held on or for any specific trust or object or otherwise forming a charitable endowment, subject to the trusts and law affecting the same respectively.
  - entering into all such negotiations and contracts, and rescinding and varying all such contracts, and executing and doing all such acts, deeds, and things in the name and on behalf of the Association as it may consider expedient for or in relation to the exercise of the powers of the Executive herein conferred or otherwise delegated by Council for the purposes of the Association.
  - determining any annual cost of living increases to salary scales.
  - having oversight of the internal organisation of the Association including the structure of Council and its committees
  - reviewing and agreeing the Association's strategic plans
  - taking an overview of the work of member support
- 15.3 Executive takes delegated responsibility on behalf of ASCL Council for other matters delegated to it within the terms of reference set by ASCL Council.
- 15.4 Whilst retaining its executive powers Executive can require committees of Executive to carry

out some of the detailed work and report the outcomes to Executive.

- 15.5 Executive will act on behalf of the Association with the authority of the Executive on any matters, provided that there is good reason to do so, and that in its judgement the Council will agree that there was a need for such action and will in due course approve its actions.

## **Rule 16 General Meetings**

### **16.1 Types of General Meetings**

16.1.1 An Ordinary General Meeting shall be held annually at such time and place as may be prescribed by Council.

16.1.2 Council may, whenever it may think fit, and shall upon requisition made in writing or electronically, and signed by members of the Association representing not less than one-tenth of the total voting rights of all members having at that date the right to vote at General Meetings of the Association, convene an Extraordinary General Meeting of the Association.

16.1.3 Any requisition made under Rule 16.1.2 shall set out the purpose or purposes of the proposed Meeting and will be delivered to the General Secretary of the Association.

16.1.4 Upon receipt by the General Secretary of such requisition the General Secretary shall proceed to convene a General Meeting at the earliest available opportunity. If the General Secretary does not proceed to convene the same within 21 days from the date of receipt of the requisition, the requisitionists, or any of them representing more than one-half of the total voting rights of all of them, may themselves convene a General Meeting, but any meeting so convened shall not be held after the expiration of three months from the date of receipt of the requisition by the General Secretary pursuant to Rule 16.1.3.

### **16.2 Notice of General Meetings**

16.2.1 An Ordinary General Meeting shall be convened by at least 21 days' notice given to members entitled to attend such meeting, but the non-receipt of such notice by any member shall not invalidate the proceedings at the General Meeting.

16.2.2 Any Extraordinary General Meeting shall be convened on not less than 14 days' notice.

16.2.3 The notice of a General Meeting shall specify the place, the day and the time of meeting and the nature of the business to be transacted.

### **16.3 Proceedings at General Meetings**

16.3.1 The President of the Association shall be entitled to preside as Chair at every general meeting of the Association, but if at any such meeting the president is not present, or shall decline to act as Chair, another member of the Presidential Trio shall chair the meeting. Should no member of the Presidential Trio be present the members present shall choose one of their number to be Chair of the general meeting.

16.3.2 The Chair may, with the consent of the General Meeting, adjourn any meeting from time to time

and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

16.3.3 Every question submitted to a General Meeting shall be decided by a show of hands or by ballot (electronic or paper) and in the case of equality of votes the Chair shall have a second or casting vote in addition to his or her own vote. In the event of a paper ballot the Chair shall appoint two members to scrutinize and count the votes and the Chair shall declare the results of the voting.

16.3.4 At any General Meeting a declaration by the Chair that a resolution has been carried, and an entry in the record of proceedings of the Association, shall be sufficient evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.

16.3.5 Prior to every Annual General Meeting, Council shall make an Annual Report which shall be considered by such meeting.

16.3.6 No business shall be transacted at any meeting unless a quorum is present at the commencement of such business. Such quorum shall, unless and until otherwise determined by a General Meeting, be thirty members personally present.

16.3.7 If within one hour from the time appointed for a meeting requisitioned by members in accordance with Rule 16.1 a quorum of members is not present, the meeting shall be dissolved. In any other case it shall stand adjourned until a time and place for the meeting is rescheduled by Executive. If the meeting is further adjourned for any other reason it shall be adjourned sine die.

16.3.8 Subject to the provisions of Rule 5 and of Rule 16.3.3 as to the Chair's right to vote, every member present and entitled to vote shall have one vote and no more.

## **Rule 17 Officials of the Association**

17.1 Council shall appoint a General Secretary on terms and conditions of employment approved by Council and subject to the General Secretary being elected by Full Members under the provisions of current legislation and in accordance with bye-laws made by Council.

17.2 Subject to the terms and conditions of his or her contract of employment and notwithstanding Rule 17.1, a person holding the position of General Secretary shall be entitled to continue as the holder of that position until retirement age without standing for re-election on the conditions provided for by Section 58 of the Trade Union and Labour Relations (Consolidation) Act 1992 or any statutory re-enactment or modification thereof subject to the Equality Act 2010, the retirement age of the General Secretary being 65.

17.3 Other Officials may be appointed by the Executive, or its representatives, in accordance with procedures and on conditions of employment approved by Executive.

## Rule 18 Trustees

- 8.1 Trustees shall be appointed by Council in accordance with Rule 13.2.2 to exercise trusteeship over all the properties and funds of the Association.
- 18.2 There shall be five Trustees all of whom shall be elected by Council. Each of the elected Trustees must have been a Member of the Association for at least seven consecutive years immediately preceding the date of his or her appointment. No paid official or staff of the Association may be a Trustee. The Trustees shall appoint from their number a Chair for their meetings and general conduct of their business, to be appointed on an annual basis.
- 18.3 If and when the number of the trustees is reduced to four by death, resignation or other cause, it shall be the duty of Council to fill the vacancy forthwith.
- 18.4 The trusteeship of any person shall be ipso facto terminated if he or she is declared of unsound mind or becomes bankrupt or insolvent, is convicted of a criminal offence and sentenced to a term of imprisonment, or has allowed his or her membership of the Association to lapse or otherwise cease to be a Member of the Association in accordance with these Rules.
- 18.5 It shall be within the power of the Council to terminate the trusteeship of any person by a resolution, which shall not be declared and carried unless at least two-thirds of the members present vote in its favour.
- 18.6 The funds and properties invested in the names of the Trustees shall be under the control and at the disposal of the Executive in accordance with Rule 15.2.
- 18.7 The Trustees of ASCL are authorized to take such professional advice in pursuit of their obligations under these rules as they see fit.
- 18.8 Trustees of ASCL are members of the ASCL Audit and Risk Committee and may attend meetings of ASCL's Audit and Risk and Finance and General Purposes Committee at the invitation of the Honorary Treasurer.
- 18.9 Trustees of ASCL in the legitimate pursuance of their role will not have any personal financial liability for decisions made.
- 18.10 The duties and responsibilities of Trustees are given in Appendix G.

## Rule 19 Accounts

- 19.1 The Executive shall cause proper books of account to be kept of:
- all sums of money received and expended by the Association and the matters in respect of which such receipts and expenditure take place
  - the assets and liabilities of the Association
  - all sales and purchases of goods by the Association

Proper books shall not be deemed to be kept unless they give a true and fair view of the state

of the affairs of the Association and explain its transactions.

- 19.2 The books of account shall be kept by the General Secretary, or such other person as Council shall think fit, and, subject to such reasonable restriction as may be imposed by the Association in a General Meeting, the same shall be open to the inspection of the members of the Association by prior arrangement made with the General Secretary.
- 19.3 At the General Meeting in every year, Council shall lay before the Association a proper Income and Expenditure Account for the period since the last preceding account. This meeting shall take place not more than seven months following the end of the Association's financial year.

## Rule 20 Audit and Membership Audit Certificate (MAC) assurance

- 20.1 An auditor or auditors shall be appointed annually at the Ordinary General Meeting of the Association. The auditor or auditors shall be qualified in accordance with Section 34 of the Trade Union and Labour Relations (Consolidation) Act 1992. The re-appointment and removal of the auditor or auditors shall be subject to the provisions of that schedule.
- 20.2 It shall be the duty of the auditor or auditors to examine the income and expenditure account and the balance sheet in conjunction with the accounts relating thereto.
- 20.3 The auditor or auditors shall at all reasonable times have access to the books and accounts of the Association together with all supporting documentation, and they may, at the expense of the Association, employ persons to assist them in investigating the accounts, and they may in relation to such accounts examine Officers, Council or any member thereof, or Officials or staff of the Association.
- 20.4 The auditor or auditors shall make a report to the Members upon the income and expenditure account and balance sheet and in every such report they shall state whether, in their opinion, the balance sheet is a full and fair balance sheet properly drawn up so as to exhibit a true and correct view of the state of the Association's affairs, and, in the event that they have called for explanation or information from Officers, Council or any member thereof, or any Officials or staff of the Association, whether such explanation or information has been given and whether it has been satisfactory, and such report shall be available together with the annual report of Council at the Ordinary General Meeting.
- 20.5 An assurer shall be appointed annually at the Ordinary General Meeting of the Association. The assurer shall be qualified in accordance with the Membership Audit Certificate (Qualified Independent Person) (Specified Conditions) Order 2015 and appointed in accordance with the Transparency of Lobbying, Non-Party Campaigning and Trade Union Administration Act 2014 and associated guidance. The re-appointment and removal of the assurer shall be subject to the provisions of those schedules.

- 20.6 It shall be the duty of the assurer to provide a Membership Audit Certificate (MAC) which must state whether, in the assurer's opinion, the union's system for compiling and maintaining its register of members was satisfactory for the purposes of complying with the section 24 duty throughout the reporting period.
- 20.7 The assurer shall at all reasonable times have access to the membership records of the Association together with all supporting documentation, and they may, at the expense of the Association, employ persons to assist them in investigating the records and processes, and they may in relation to such accounts examine Officers, Council or any member thereof, or Officials or staff of the Association.
- 20.8 The assurer shall provide a Membership Audit Certificate (MAC) to the Association that will be submitted to the Certification Officer with its annual return.

### **Rule 21 Alteration of Rules**

- 21.1 No addition, modification or alteration shall be made to these Rules or to any Rules for the time being in force without the sanction of a two-thirds majority of those Full Members present and voting at a General Meeting of the Association.

### **Rule 22 Dissolution**

- 22.1 ASCL can be dissolved in the event of Council organising a ballot of all Full Members who then vote in a secret postal ballot by a majority of at least 90% to dissolve ASCL.
- 22.2 If upon the dissolution of the Association there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association. This to be determined by the members of the Association at or before the time of dissolution, or in default thereof by such judge of the High Court of Justice as may have or acquire jurisdiction in the matter.

### **Rule 23 Notices**

- 23.1 A notice may be served by the Association upon any member either personally or by sending it through the post in a prepaid letter addressed to such member at his or her Registered Address, or by electronic mail to the email address specified in the register of members.
- 23.2 Any notice, if served by post, shall be deemed to have been served at the time when the envelope would have been delivered in the ordinary course of the post, and in proving such service it shall be sufficient to prove that the envelope containing the notice was properly addressed and put into the post as a prepaid letter. Any notice served by electronic mail shall be deemed to have been served at the time when the email would have been delivered in ordinary course, and in proving such service it shall be sufficient to prove that the email was properly addressed and not returned as undelivered.

### **Bye-laws**

- Bye-law 1: The Governance of ASCL (approved by ASCL Council June 2015)
- Bye-law 2: Procedures for election of General Secretary (approved by ASCL Council March 2006)
- Bye-law 3: Election of Officers of the Association and Chairs of Council Committees
- Bye-law 4: Operational arrangements for Regional, Branch or Section Groups
- Bye-law 5: ASCL Cymru as a region of ASCL UK
- Bye-law 6: ASCL Northern Ireland as a region of ASCL UK
- Bye-law 7: Relationship with School Leaders Scotland (SLS)

### **Appendices**

- Appendix A: Membership eligibility
- Appendix B: Members in specific circumstances
- Appendix C: Membership of Council
- Appendix D: Affiliated organisations
- Appendix E: Membership services and benefits
- Appendix F: Election timetables and processes
- Appendix G: Duties and responsibilities of Trustees
- Appendix H: Complaints Policy
- Appendix I: Legal Policy and Member Support Policy
- Appendix J: Role of Local Representative

### **Bye-law 1: The Governance of ASCL (approved by ASCL Council June 2015)**

- 1 The President supported by the Vice President and Immediate Past President (called the Presidential Trio) have been elected to oversee the work of the Association between Council meetings.
- 2 As elected Officers, the Presidential Trio act as a ministerial team, reporting to Council and by extension to Executive. Hence whilst discharging the crucial function of leading the process of shaping the work of the Association, the work of the Presidential Trio is directed by the decisions made by Council and Executive, to whom they are accountable.
- 3 The Presidential Trio carry out the performance management of the General Secretary as a group under the leadership of the President.
- 4 The President works with the Presidential Trio to ensure that decisions made by elected members are effectively operationalised by the Leadership Group and others. In this way the Presidential Trio act as the agents of elected members in ensuring that the decisions they make are effectively put into practice.
- 5 As well as ensuring the efficient functioning of the Association, the General Secretary provides continuity amidst the necessary cycle of changes in the identity of the Presidential Trio

- and Executive. Together their role is to establish relationships with policy makers, media and other significant figures within the education world in order to shape and influence national policy and to develop a strong team of employed officers who support the work of the Association.
- 6 The General Secretary is a significant part of ASCL's public identity, but not the single face of ASCL. The Presidential Trio and other Officers elected by Council also take a significant and high profile role in public affairs engagement.
- 7 A key part of the role of General Secretary and other senior Officers is to act as an enabler who facilitates the voice of members to be heard.
- 8 The General Secretary has a high public profile and the reputation of the Association with politicians, policy makers and press is dependent on the General Secretary's ongoing relationship with these groups. The General Secretary also looks inward to lead the workings of the paid staff to ensure that ASCL staff deliver the best possible service to members.
- 9 Acting as an enabler is central to the role of General Secretary, since it involves helping others to communicate policy clearly and creating opportunities for elected and employed Officers. By operating in this way the General Secretary and other Officers model the principles of ASCL's blueprint for a self-improving system. Whilst taking a leading role themselves they also create the environment that enables school and college leaders to be at the heart of system-wide transformation.
- 10 The respective roles of Council and Executive, the Presidential Trio and Elected Officers and the General Secretary and other senior staff are outlined below.
- 11 Council is the decision making body of the Association but as it is not practical or cost-efficient for it to meet more than three times a year, it is necessary for Executive and the Presidential Trio to play a significant role in developing and shaping decisions before they come to Council.
- 12 Agendas for Council and Executive will be rigorously scrutinised to ensure the meetings focus sharply on their core functions. Written reports will be used to provide information to these groups and will normally be received by exception to provide the space needed to discharge Council and Executive's key functions. Both Council and Executive have accountability functions to fulfil that will be discharged within this structure.
- 13 The Leadership Group use their expertise to advise Executive and Council in the process of policy formation, ensuring that it is robust and capable of effective implementation. Senior officers also have an important leadership role to play in communicating policy and influencing policy-makers. The Leadership Group acts at all times under the strategic direction of elected members and cannot as such delay or veto their decisions.
- 14 The functions of the Leadership Group and how they should support the work of Executive, who in turn operate under delegated powers from Council are set out overleaf:

<b>Council and Executive</b>	<b>Presidential Trio, supported by other elected Officers</b>	<b>General Secretary, supported by other senior staff</b>
Establish the strategic direction of the Association	Advise and contribute to decision making	Advise and contribute to debate
Establish policy	Advise and contribute to decision making	Advise and contribute to debate
	Line manage the General Secretary and ensure that the SLT effectively discharge policy decisions made by Council and Executive	Line manage staff employed by the Association
	Influence the national agenda	Influence the national agenda
	Leading elected officers of the Association	Leading employed officers of the Association and advise elected Officers.
	Key spokespeople for the Association	Key spokespeople for the Association.
	Significant public faces of the Association	Significant public faces of the Association
		Providing advice and support to Members through the team that they lead
		Leading the work of headquarters.

<b>Executive</b>	<b>The Leadership Group</b>
Chaired by the President and composed of elected Officers (including committee chairs) with SLT members in attendance	Chaired by the General Secretary and composed of the Directors of the sections of ASCL and General Secretary
Establishing the Association's strategic direction and aims and approving strategic plans (which may come from the Presidential Trio or the Senior Leadership Team).	Preparing and operationalising the Association's strategic plans where appropriate. Their role includes establishing links with policy makers, media and other significant figures within the education world and developing a strong staff team who support the work of the association.
Establishing and approving policy between Councils	Implementing policy
Approving the Association's annual budget	Preparing the Association's annual budget
Approving the level of membership subscriptions	Advising Executive Committee on the level of membership subscriptions
Monitoring organisation and performance and offering scrutiny and constructive challenge	Monitoring the performance of staff through robust performance management arrangements
Reviewing and approving the work of ASCL Executive committees	Supporting the work of ASCL executive committees
Overview of the work of member support	Leading and managing the work of member support and delivering it
General decisions too urgent to wait for a meeting of Council	Advising on decisions which are too urgent to wait for Council
Discussion, and decisions as necessary, on matters that are deemed insufficiently weighty to be taken to Council, and of those that will later be taken to full Council.	Advising on and taking forward decisions made by Executive and Council
Overseeing and approving the risk management process	Leading and managing the risk management process
Where necessary, forging strategic partnerships with other organisations	Advising on and taking forward decisions made by Executive on strategic partnerships

## **Bye-law 2: Procedures for election of General Secretary (GS)**

### **Scope**

- 1 The procedures set out in these bye-laws shall apply to elections of the Association's General Secretary.
- 2 Save as expressly provided in the Rules or in these bye-laws it shall be for Executive to determine the arrangements for such elections.

### **Timing of elections**

- 3 Save when Rule 17.2 shall apply the election of General Secretary shall take place not less than every fifth year.

### **Initial steps**

- 4 ASCL Executive will meet to determine the details of the process including:
  - a) Agreeing the steps in the election process including a timeline for the process, endeavouring to keep the timescale as short as can be reasonably be expected
  - b) Drafting a job description and person specification for the role
  - c) Drawing up a detailed communications plan to inform members of the process, this would include sharing the job description and person

specification with the membership at an early stage

- d) Agree a set of rules for the conduct of an election, should one be needed, including the number and nature of all ways of communicating with members beyond the initial election address (specified in paragraph 23 below). These rules should be determined in such a way as to ensure that no one candidate is neither advantaged nor disadvantaged by these rules and include a code of conduct for candidates and their supporters.
- e) To determine whether an Executive Search company is to be involved in the selection process.
- 5 ASCL Council members will be consulted by Executive on the job description and person specification for the role with the final documents being agreed by Executive.

### **General Secretary Selection Committee**

- 6 The General Secretary Selection Committee will comprise of the elected officers of ASCL and three further members of ASCL Council, chosen by Council through a nominations and election process.

### **Nomination of candidates**

- 7 Candidates may be nominated for General Secretary only by the General Secretary Selection

Committee appointed by Council (“the GS Selection Committee”) which shall act on behalf of Council or by not less than 75 Full Members in accordance with paragraph 10 of this bye-law.

8 The GS Selection Committee, chaired by the President, shall carry out a full selection process for the post of General Secretary after which it will nominate only one candidate, but shall be entitled from time to time to nominate a further candidate in the event of the withdrawal or disqualification of such candidate for any reason.

9 The candidate nominated by GS Selection Committee (the ‘Council nominated’ candidate) shall be put forward as the formal Council nominee for General Secretary and the invitation to nominate by Full Members shall inform them of the identity of the Council’s nominee and will be accompanied by a statement from the GS Selection Committee setting out reasons for its nomination. An invitation to nominate by Full Members shall be given by such means as Executive shall determine and shall specify a closing date for such nominations, allowing at least 15 working days for nominations to be made.

10 Candidates who are nominated otherwise than by the GS Selection Committee must receive the support of not less than a total of 75 full Members drawn from ten different local authority areas who shall signify their nomination in a document or documents containing their names and signatures to be received at the Association’s headquarters no later than the closing date for nominations by Full Members as specified by the Executive. No Full Member may nominate more than one candidate.

11 All candidates who are nominated other than by the GS Selection Committee are expected to attend a briefing session with members of the GS Selection Committee to receive the same information as the Council nominated candidate to ensure they are fully aware of all aspects of the role.

12 All candidates must no later than 14 working days after the closing date for nominations by Full Members sign an undertaking to accept such terms and conditions of employment as the Executive may reasonably specify and the objects of the Association as stated in its Rules.

#### Notice of election

13 Notice of election of General Secretary shall be given by such means as Executive shall determine.

14 No notice of election shall be required to be given and no election shall be required to be held if the election of General Secretary is uncontested.

15 Council may at its sole discretion withdraw a notice of election at any time.

#### Sitting General Secretary

16 In the event of a ‘sitting’ General Secretary indicating they wish to continue in the role GS Selection Committee will be selected as in paragraph 6 above and determine whether to

proceed to a full selection process or to put forward the ‘sitting’ General Secretary as the Council nominee.

17 In the event of the GS Selection Committee determining to put forward the ‘sitting’ General Secretary as the Council nominee the process will move directly to inviting nominations from Full members and an election if one is required.

18 In the event of Selection Committee determining not to put forward the ‘sitting’ General Secretary but to start a full selection and election process Executive will be recalled to start the process as indicated in paragraph 4.

#### Returning officer and scrutineer

19 Council shall appoint a qualified independent person to act as the scrutineer in accordance with section 49 of the Trade Union and Labour Relations (Consolidation) Act 1992, and such person shall be the “Returning Officer” in the election. Before s/he begins to carry out his functions the Council shall notify Members of their name as required by section 49 TULR(C)A 1992.

20 The appointment of the Returning Officer shall require them to carry out their functions so as to minimise the risk of any contravention of requirements imposed by or under any enactment or the occurrence of any unfairness or malpractice.

21 The Association shall not publish the results of the election until the Returning Officer’s report with respect to the election has been received by the Association.

22 Within the period of three months after receipt by the Association of the Returning Officer’s report with respect to the election, the Association shall cause the contents of the report to be notified to Members by publishing them in such manner as is the practice of the Association to take when matters of general interest to all its Members need to be brought to their attention.

#### Election address

23 Every candidate shall be entitled to prepare a written election address in his or her own words and submit it to the Returning Officer to be copied and distributed to Full Members with voting papers. This written election address should be no more than 600 words. No candidate shall be required to bear any of the expense of producing copies of any election address.

24 Every such election address shall be submitted to the Returning Officer no later than 14 days after the closing date for submission of nominations by Full Members has expired.

25 In the event that the Returning Officer adjudges an election address to exceed the permitted number of words, the Returning Officer shall allow only the number of words to be printed which, starting from the beginning, reach the **maximum number**.

26 In the election address candidates must make clear whether they put themselves forward and went through the selection process as completed by the Selection Committee.

## Canvassing

- 27 Candidates must give an undertaking that they and their supporters, and in so far as they can guide them, abide by the code of conduct and follow the rules that are set out by ASCL Executive in terms of canvassing for support.
- 28 Members of the GS Selection Committee are fully entitled to canvas for the Council nominated candidate and would not be expected to canvas for any other candidate. Council members similarly are fully entitled to canvas for the Council nominated candidate.

## Voting

- 29 The election of General Secretary shall be conducted by postal vote carried out by an independent organisation as specified in trade union legislation.
- 30 Voting papers shall be sent to all Full Members of the Association at their Registered Address appearing in the register of Members. For the purpose of voting in the election of General Secretary Full members includes those ASCL members who are in affiliated Associations so will include, for example, full members of SLS and PPC.
- 31 Every voting paper shall:
- have printed on it the names of all the candidates at the election or shall be accompanied by a separate list of those candidates
  - have printed on it the name and address of the Returning Officer
  - clearly specify the address to which, and the date by which, it is to be returned, and
  - be marked with one of the series of consecutive whole numbers, every one of which is used in giving a different number in that series to each voting paper
- 32 The voting papers shall be returned to the address specified on them no later than 12 noon 21 days after their dispatch.
- 33 The result of the election shall be determined solely by counting the number of votes cast directly for each candidate by those voting (nothing in this paragraph being taken to prevent the system of voting used for the election being the single transferable vote).
- 34 The votes given at the election shall be fairly and accurately counted (any inaccuracy in counting being disregarded for the purpose of this bye-law if it is accidental and on a scale which could not affect the result of the election).
- 35 The outcome of the election shall be first given to the candidates and then as soon as is reasonably possible to first the GS Selection Committee and then ASCL Council and membership.

## Bye-law 3: Election of President, Vice President, Officers of the Association and Chairs of Council Committees, Regional and Special Group Representatives and Local Representatives

- 1 Election of Vice President
- 1.1 The Vice President is elected by Council from within its membership. All members of Council, including co-opted members are entitled to vote.
- 1.2 Candidates for Vice President require to be nominated and seconded by Full Members of Council.
- 1.3 When there is more than one nomination all candidates are entitled to produce an election statement of no more than 500 words and address February Council in a hustings meeting for five minutes.
- 1.4 Ballot papers will be circulated by post from ASCL headquarters with a pre-paid return envelope. A minimum period of ten working days is allowed for the return of ballot papers.
- 1.5 Counting of ballot papers will take place in ASCL headquarters and observed by at least three members of the ASCL Leadership Group. Candidates are entitled to attend the count or to nominate a representative to attend in their place.
- 1.6 Candidates will be informed of the outcome of the election by the General Secretary, who will subsequently inform Council and then the membership.
- 2 Election of President
- 2.1 Council will put forward the Vice President as their nominated candidate to be ASCL President
- 2.2 In the event of the Vice President being unable to fulfil the role of President, Council shall elect another Council member to put forward as their nominated candidate. The election for the nominated candidate will take place following the procedure in section 1 above for the election of Vice President.
- 2.3 All Full Members of the Association will be invited to submit nominations of candidates willing to stand as President, proposed and seconded and supported by a further five Full Members.
- 2.4 Candidates for election to be president must be Full Members of the Association.
- 2.5 Should an election be required voting will be conducted by the Electoral Reform Society.
- 2.6 Voting papers will be prepared and every Full Member entitled to vote shall have a voting paper sent to him/her at his/her registered address. The voting paper will either list the candidates at the election or be accompanied by a separate list of those candidates willing to stand.
- 2.7 The ballot shall be conducted so as to secure that so far as is reasonably practicable the members voting do so in secret.
- 2.8 The result of the election shall be determined solely by counting the number of votes cast directly for each candidate by those voting (nothing in this paragraph being taken to prevent



- the system of voting used for the election being the single transferable vote).
- 2.9 The votes given at the election shall be fairly and accurately counted (any inaccuracy in counting being disregarded for the purpose of this paragraph if it is accidental and on a scale which could not affect the result of the election).
- 2.10 The Electoral Reform Society will inform the General Secretary, or their representative, of the outcome of the election and it will be their responsibility to inform first the candidates and then Council and the membership.
- 3 Election of Officers of the Association and Chairs of Council Committees
- 3.1 Officers and Chairs of Council committees are elected from within the membership of Council with all Council Members being eligible to vote in elections for all these posts.
- 3.2 Candidates for these posts should be put forward with a proposer and seconder.
- 3.3 Should an election be required voting will be conducted by the ASCL headquarters team.
- 3.4 Voting papers will be prepared and every Council Member entitled to vote shall have a voting paper sent to them at their registered address. The voting paper will either list the candidates at the election or be accompanied by a separate list of those candidates willing to stand. A minimum of ten working days will be allowed for the return of voting papers.
- 3.5 The ballot shall be conducted so as to secure that so far as is reasonably practicable the members voting do so in secret.
- 3.6 The result of the election shall be determined solely by counting the number of votes cast directly for each candidate by those voting (nothing in this paragraph being taken to prevent the system of voting used for the election being the single transferable vote).
- 3.7 The votes given at the election shall be fairly and accurately counted in the presence of at least three members of the ASCL Leadership Group (any inaccuracy in counting being disregarded for the purpose of this paragraph if it is accidental and on a scale which could not affect the result of the election).
- 3.8 The General Secretary will inform candidates of the outcome before informing Council.
- 4 Election of Regional Representatives
- 4.1 Each Region shall elect to Council such number of representative members as the Council shall decide.
- 4.2 Nominations will be called through the email newsletter and ASCL website for regional representatives. Each nomination requires a proposer and seconder.
- 4.3 Should the number of nominations exceed the number of vacancies and election will be called. Voting for Regional Representatives will be conducted by the Electoral Reform Society.
- 4.4 Every Full Member within the Region entitled to vote shall have sent to their Registered Address appearing in the register of members a voting paper which either lists the candidates at the election or is accompanied by a separate list of those candidates and shall be given a convenient opportunity to vote by post with a minimum of ten working days being allowed for the return of voting papers.
- 4.5 The ballot shall be conducted so as to ensure that, so far as is reasonably practicable, the members voting do so in secret.
- 4.6 The result of these elections shall be determined solely by counting the number of votes cast directly for each candidate at the election by those voting (nothing in this paragraph being taken to prevent the system of voting used for the election being the single transferable vote).
- 4.7 The Electoral Reform Society will inform the General Secretary, or their representative, of the outcome of the election and it will be their responsibility to inform first the candidates and then Council and the membership.
- 5 Election of Special Group Representatives
- 5.1 5.1 Each Special Group shall elect to Council such number of representative members as the Council shall decide.
- 5.2 Nominations will be called through the email newsletter and ASCL website for Special Group Representatives. Each nomination requires a proposer and seconder.
- 5.3 Should the number of nominations exceed the number of vacancies and election will be called. Voting for Special Group Representatives will be conducted by the Electoral Reform Society.
- 5.4 Every Full Member within the Special Category entitled to vote shall have sent to their Registered Address appearing in the register of members a voting paper which either lists the candidates at the election or is accompanied by a separate list of those candidates and shall be given a convenient opportunity to vote by post with a minimum of ten working days being allowed for the return of voting papers.
- 5.5 The ballot shall be conducted so as to ensure that, so far as is reasonably practicable, the members voting do so in secret.
- 5.6 The result of these elections shall be determined solely by counting the number of votes cast directly for each candidate at the election by those voting (nothing in this paragraph being taken to prevent the system of voting used for the election being the single transferable vote).
- 5.7 The Electoral Reform Society will inform the General Secretary, or their representative, of the outcome of the election and it will be their responsibility to inform first the candidates and then Council and the membership.
- 6 Election/Appointment of Local Representatives
- 6.1 As local branches no longer always exist and the Association now needs representation in other ways eg MATs ASCL has stopped using the term

Branch Secretary and replaced it by the term Local Representative.

6.2 Where the local branch is still operational a Branch Secretary is elected by the branch following a nomination process.

6.3 In branches where there are no nominations for the post of Local Representative and other areas where the Association needs local representation ASCL will operate a system by which prospective Local Representatives are self-nominated and seconded by at least one other ASCL member. Only when there is more than one nomination within the area will there be a requirement for an election.

6.4 All Local Representatives will be expected to complete an accreditation training day within a reasonable time of being elected or appointed.

6.5 The accreditation of Local Representative will cover a period of three years after which the Local Representative will be expected to go through a re-accreditation process.

6.6 The role of Local Representatives is given in appendix J.

#### **Bye-law 4: Operational arrangements for Regional, Branch or Section Groups**

##### **Title**

1 That this branch/region/section of ASCL be known as the XYZ branch/region/section. The following constitution for the branch/region/section is in accordance with the normal policies and working practices of ASCL.

##### **Boundaries**

2 The boundaries for the recruitment and representation of members in this branch/region/section shall be as defined by Executive from time to time.

##### **Objects of the branch/region/section**

3 The objects and purposes of the branch/region/section shall in all respects follow the national objects and purposes of ASCL as laid out in Rule 2 of the Association's Constitution and Rules. In addition, nothing in this constitution shall contradict the requirements for branches/regions/sections to conform to the procedures set out in the Association's Constitution and Rules.

4 The branch/region/section will work towards taking into membership all those education leaders whose eligibility for membership is defined in Rule 4 of the Association's Constitution and Rules.

5 The branch/region/section will regularly advise members of ASCL activity, policy and other benefits of membership.

6 At the request of an individual member, the branch/region/section will assist any member, in conformity with the national Rules, in connection with their professional work.

7 At the request of Executive, Council or the National Officers of ASCL, the branch/region/

section is expected to further the aims and objects of ASCL and its members.

8 The branch/region/section will secure representation on education bodies within the boundaries of the branch in order to negotiate with education providers on the terms and conditions of employment of ASCL members and to represent them on wider education policy issues.

9 In deciding branch/region/section education policy, the branch will be expected to reflect the decisions of ASCL Council and Executive.

##### **Management of the branch/region/section**

10 The management of the branch/region/section shall be governed by the requirements of Rule 11.1 of the Association's Constitution and Rules.

11 The branch/region/section shall elect a coordinating committee and a convener whose responsibilities include chairing their meetings and liaising with the appropriate ASCL staff.

12 After submitting their constitution or operational arrangements to ASCL headquarters and with the Association's approval, the branch/region/section may also elect to the branch/region/section coordinating committee such other officers of the branch/region/section as it requires to meet its specific circumstances.

13 The quorum for a branch/region/section coordinating committee meeting shall be at least three members of the branch/region/section coordinating committee.

14 The branch/region/section shall hold an annual general meeting (AGM).

15 The coordinating committee and convener shall be elected by members present and voting at the branch AGM. If a majority of members request it, such ballots shall be secret.

##### **Branch/region/section meetings**

16 Meetings of the branch/region/section will be held as and when required and usually no less than three times a year, one of which may be the AGM.

17 A special meeting of the branch/region/section may be arranged by the convener, notifying all members of the date and place of such a meeting. Such a meeting may be convened at the written request of either ten branch/region/section members, a written, or electronic communication, request from the Regional Representative of ASCL Council, or the General Secretary.

##### **Branch/region/section finances**

18 Branches/regions/sections may not hold their own funds and not administer their own bank accounts without the agreement of ASCL Executive.

19 When a branch/region/section is authorised to hold its own bank account, the account must have at least three authorised signatories with two signatures required for all financial transactions. Accounts must be submitted annually to the Association's Director of Finance and Operations.

- 20 Branches/regions that do not hold their own funds can request financial support for activities from their Regional Officer.
- 21 Sections that do not hold their own funds can request financial support for activities from the Director of Finance and Operations.

### Alteration of operational arrangements

- 22 In the event of the branch/region/section wanting to alter any of these operational arrangements, they can only do so with the authority of ASCL Executive.

### Bye-law 5: ASCL Cymru as a region of ASCL UK

To be added after Consultation with ASCL Cymru Officers

### Bye-law 6: ASCL Northern Ireland as a region of ASCL UK

To be added after consultation with ASCL NI Officers

### Bye-law 7: Relationship with School Leaders Scotland (SLS)

To be added after consultation with School Leaders Scotland

## Appendix A: Membership eligibility

The rules for membership eligibility are given in Rule 4. This appendix seek to clarify these rules and give some exemplars.

Details of how to apply for ASCL membership are available on the ASCL website. In cases where an applicant is unsure about their eligibility they should speak with, or email, the ASCL Membership Department (0116 299 1122, membership@ascl.org.uk ) in the first instance.

### Full membership

Full Membership of the Association is open to any person working in education who is a member of the senior leadership team of a school or college or whose responsibilities cover the whole school or college or across a group of schools or colleges. Full Members include individuals employed by approved education associations or organisations as agreed by ASCL Council but cannot be self-employed or the proprietors or directors of the school or organisation in which they are employed.

Given the wide range of job titles/responsibilities currently in use in schools and colleges it is not possible to list them all, however, some examples are given below:

- Headteacher/Principal
- Deputy Headteacher/Vice Principal
- Assistant Headteacher/assistant principals
- Business Manager/Bursar/Finance Director
- Chief Executives (of MATs or approved educational organisations/associations)
- Interim Headteacher
- Executive Headteacher
- Associate Headteacher
- Virtual Headteachers

- Teacher paid on the Leadership pay spine
- Member of the institution's leadership or extended leadership team
- Teacher with a significant leadership responsibility across a whole school or a group of schools (eg responsibility for a subject across a MAT, responsible for assessment across the school)
- Teaching School or SCITT Coordinator
- Consultant/adviser for local authority or approved educational organisation/association (with employed status)
- HMI
- Children's Centre leaders and managers
- Those in acting leadership positions

There are also a broad range of descriptive titles now in use for the types of educational establishments where ASCL members are employed. These include:

- Maintained schools
- Non-maintained schools
- Independent schools
- Federations
- Academies
- Multi-academy trusts (MATs)
- Sixth Form Colleges
- FE colleges
- UTCs
- CTCs
- Free schools
- Children's centres and extended schools
- Pupil referral units (PRUs)
- Special schools
- Local authority advisory or support service
- Hospital schools
- Sure Start centres
- Playing for Success
- Outdoor education centres

There is also a significant number of approved educational organisations/associations from which senior staff are eligible for full membership. These include:

- Local Authorities
- SSAT
- YST
- CEC
- PiXI
- FASNA
- Ofsted
- Ofqual

### Professional Associate Membership

The category of Professional Associate Member shall be open to any person who has previously been a Full Member and who is continuing to work in the field of education but is no longer eligible for full membership.

### International Membership:

The category of International Member shall be available to any person working overseas in a role that would, were they in that role in the UK, enable them to be eligible for full membership of the Association.

The Association does not have rigid rules on eligibility for this category of membership related to the countries or types of institution in which people are working as no legal cover is provided. The majority of International Members come from the following types of schools:

- An educational establishment which is a member of the European Council of International Schools (ECIS)
- An educational establishment which is a member of the Council of British Independent Schools (COBIS)
- An educational establishment which is a member of the Headmasters' and Headmistresses' Conference (HMC)

### Appendix B: Members in specific circumstances

- 1 Members on a phased retirement can stay on as Full Members for up to three years during their stepping down role.
- 2 Members in-between posts/ unemployed can stay on as Full Members for up to two years while they look for another role, provided they do not have self-employed status or work for a company owned by themselves.
- 3 Members who take on a non-SLT post but are on a protected salary can remain as Full Members for up to three years.

### Appendix C: Membership of Council

- 1 Council will normally consist of up to 58 members:
  - The President, Vice President and Immediate Past President
  - Past Presidents (2)
  - 37 regional representatives
  - Two ASCL Cymru (President and Vice President)
  - One ASCL NI (President)
  - One SLS (President)
  - Three from Type 2 affiliated organisations (currently three organisations are affiliated)
  - One SEN representative
  - Two FE (one from PPC and one from Sixth Form Colleges)
  - One Attendance Provision Representative
  - Two Primary Representatives
  - Maximum of six co-opted members

- 2 Council will normally meet three times a year, once in each term.
- 3 The allocation of the number of regional representatives per region is determined periodically by Council. The allocation at July 2017 is given below

Region	Area	Number of regional representatives
1	North West	5
2	North East	2
3	Yorkshire and the Humber	4
4	East Midlands	3
5	West Midlands	4
6	East of England	4
7	South East	6
8	South West	4
9	London	5

### Appendix D: Affiliated Organisations

- 1 The current Type 1 affiliated organisations are:
  - School Leaders Scotland (SLS)
  - Principals' Professional Council (PPC)
- 2 The current Type 2 affiliated organisations are:
  - Headmasters' and Headmistresses' Conference (HMC)
  - Girls' Schools Association (GSA)
  - Society of Heads (SoH)

## Appendix E: Membership Services and Benefits

To be added following a review.

## Appendix F: Election timetables and processes

### Election of the Vice President - Timeline

Task	Date
Notification and nomination form sent out to Council electronically	Mid November
Late November - reminder	
Deadline for receipt of nomination form	Mid December
<b>In the event that there is more than one candidate</b>	
Candidates sent full nomination form and advised of deadline for full nomination (to include 500 word electoral address).	First week January –allow ten working days for the return of information
Deadline for full nomination form	Late January
Candidates address Council	February Council
Voting papers distributed by post	Immediately after February Council – allow ten working days for return
Voting closes	Early March
Results announced	March - whenever possible prior to Annual Conference

### Election of the President – Timeline

Task	Date
Council determines its nominated candidate (the Vice President)	October Council
Notification of Council's nominated candidate and nomination form sent out via EMN and Twitter also posted on website	Early November
Mid November – reminder	
Minimum of ten working days allowed for nominations	
Deadline for receipt of nomination form	Early December
In the event that there is more than one candidate	

Candidates sent full nomination form and advised of deadline for full nomination (to include 500 word electoral address).	First week in January
Deadline for full nomination form	Mid-January
Voting papers/data to reach ERS	Late January
ERS to distribute voting papers	Early February Allow a minimum of ten working days for responses
Voting papers to reach ERS	Late February
ERS to inform results to General Secretary	Late February
Announce election results to candidates, Council and membership	Early March – ideally before Annual Conference

### Election of Officers, Chairs of Committee, DASH representative and Business Managers' representatives -Timeline

Task	Date
Send out calling papers and include committee choice forms	Early May – allow ten working days for response
Deadline for calling papers	Late May
If more than one nomination, a postal ballot will be conducted and voting papers to be sent out	Early June - allow ten working days for reply
Deadline for voting papers	Late June
Results announced	Before end of June

## Regional and Sectional Representatives - Election Timeline

Task	Date
Write to those on Council whose term is due to end at end of current academic year	Early February
Nominations forms to be put onto website, EMN, Twitter	Late February – allow a minimum of ten working days for response
Deadline for nomination forms	Late March
Voting papers/data to reach ERS	Early April
ERS to distribute voting papers	Mid-April
Voting papers to reach ERS	Mid May
ERS to announce results to Ruth	Mid May
Announce election results to candidates and Council	Mid/Late May

## Appendix G: Duties and Responsibilities of Trustees

Trustees are appointed by Council in accordance with Rule 13.2.2 to exercise trusteeship over all the properties and funds of the Association. Rule 18 of the Constitution covers the appointment and termination of the Association's Trustees as well as their broad responsibilities as Trustees.

The funds and properties invested in the names of the Trustees are under the control and at the disposal of the Executive in accordance with Rule 15.2. Individual Trustees of ASCL in pursuance of their role will not have any personal financial liability for decisions made and are indemnified by ASCL.

To assist them in their duties the Trustees of ASCL are authorised to take such professional advice in pursuit of their obligations under these rules as they see fit.

The trustees are members of the ASCL Audit and Risk Committee and may attend meetings of ASCL's F&GP Committee at the invitation of the Honorary Treasurer or on their request.

The trustees may at any time request specific information from the General Secretary or Director of Finance and Operations to assist them in their duties and obligations as Trustees.

Trustees must not accept personal benefits - a trustee cannot accept or direct any benefit from being a trustee.

The Association's Trustees are the people who have a general oversight of the operation of the Association and specifically its finances, ensuring that it is run in a professional manner so that it remains financially sound. Trustees have a duty to act collectively as decisions and responsibilities are shared. The Trustees can however act on a majority decision and will appoint a Chair for their meetings and general business.

The key duties of a Trustee can be set out as follows:

- Acting within the objects and powers of the ASCL constitution.
- Ensuring that the Association's assets and resources are used only for the purposes of the Association.
- Ensuring that ASCL adheres to the rules as laid out in the Association's constitution, trade union law and other applicable laws and regulations.
- Contributing to ASCL's ongoing consideration about the vision, mission and management of the Association, whilst recognising ASCL Council as the policy making and decision making body of the Association.
- Ensuring ASCL's compliance with its regulatory requirements and overseeing in conjunction with the Honorary Treasurer and Director of Finance and Operations the prudent management of ASCL's finances.
- To be consulted by the President/Honorary Treasurer/Director of Finance and Operations about any decisions significantly affecting ASCL's finances
- Safeguarding and protecting the assets of the Association.
- Acting in the best interests of the Association. Trustees must ensure that they do not allow their personal views or interests to override the interests of the Association and must avoid any conflict between their personal interests and that of the Association. Any conflict of interest must be disclosed to the Association.
- Ensuring that the Association is run for the benefit of members.
- Ensuring that the legal requirements for reporting, auditing and accounting are carried out.

Advising on the risks to the Association through the Association's risk register.

## Appendix H: Complaints Policy

ASCL is fully committed to providing the highest quality of service and support possible to all members. ASCL is also eager to ensure that members' needs are met appropriately and ASCL's services are always improving.

This documents sets out ASCL's policy that ensures that:

- members are fully aware of their right to make a complaint where appropriate and necessary
- members are aware of the procedures to be followed when furthering a complaint
- all complaints are addressed and resolved in a fair, prompt and efficient manner.

### Section A: Time limit for making a complaint

- 1 ASCL urges members who have a concern or wish to make a complaint to contact ASCL as soon as possible.
- 2 Formal complaints (see Section C) must be made within three months of the:
  - incident giving rise to the complaint; or
  - member becoming aware of the incident.

3 ASCL shall be unable to consider any complaint made outside of this period unless there are exceptionally compelling grounds as to why the complaint could not have been made within the specified time period eg illness, mental capacity. This is a matter for ASCL's sole discretion.

#### **Section B: Informal concerns**

- 4 In order to seek to resolve any complaint at the earliest stage possible, members are asked to raise their concerns locally in the first instance.
- 5 Informal concerns should be raised directly with the staff member involved at a local level.
- 6 Informal concerns should be raised either verbally or in writing and it should be made clear by members that an informal complaint is being raised at the time.

#### **Section C: Formal complaints**

- 7 If the outcome in response to any concern is not acceptable, members should lodge a formal complaint.
- 8 A formal complaint must be made in writing by completing the "ASCL Complaint Form"; a copy of which is available here [www.ascl.org.uk/complaints-form](http://www.ascl.org.uk/complaints-form) Complaints are to be sent to:
- [complaints@ascl.org.uk](mailto:complaints@ascl.org.uk) or
  - The Director of Finance and Operations, The Association of School and College Leaders, 130 Regent Road, Leicester LE1 7PG
- 9 Members should provide as much information as possible when setting out their complaint, in addition to supporting evidence. This enables ASCL to adopt a focused approach when addressing concerns which are raised.
- 10 Upon receipt of a completed complaint form submitted within the time limit specified in Section A, ASCL shall appoint an appropriate senior member of staff to investigate the complaint.
- 11 ASCL shall acknowledge receipt of the complaint within five working days of receipt.
- 12 ASCL shall then consider and investigate the complaint. During this period, the investigating officer may contact the complainant to discuss the complaint further.
- 13 Subject to Sections E and F, within twenty working days from the date of the acknowledgment ASCL shall provide a written response to the complainant setting out:
- a) the outcome of the investigation; and
  - b) any solutions proposed, if appropriate.
- 14 ASCL reserves the right to extend the period of investigation referred to in paragraph 13 depending on the complexity of issues being considered. This is a matter for ASCL's sole discretion. ASCL shall keep complainants notified duly of any delay to a response if anticipated.

#### **Section D: Right of Appeal**

- 15 Complainants have a right to appeal the outcome of the formal complaint.

- 16 Any appeal request should be made within five working days of receipt of the outcome.
- 17 Subject to Section E, the appeal should be made in writing and should be marked for the attention of the General Secretary of ASCL. The General Secretary will appoint a person of appropriate seniority to conduct the appeal process.
- 18 Complainants shall receive the outcome of any appeal review within ten working days of ASCL's receipt. The appeal outcome shall be final.

#### **Section E: Complaints against the General Secretary**

- 19 Complaints about the General Secretary shall be referred on to the Presidential Trio for resolution.
- 20 The complaint shall be reviewed by two members of the Presidential Trio who will respond directly to the complainant.
- 21 The acknowledgement and response to a formal complaint directed against the General Secretary shall be in accordance with the deadlines referred to in Section C.
- 22 Any appeal against the outcome of a formal complaint against the General Secretary shall be reviewed by the third member of the Presidential Trio and either ASCL's honorary treasurer or honorary secretary.
- 23 A written response to the appeal shall be sent within 20 working days.
- 24 Complaints arising from the General Secretary's decision in connection with an Appeal hearing under Section D of this document shall not be deemed a valid ground to lodge a complaint under this section.
- 25 Given professional commitments of the Presidential Trio, ASCL reserves the right to extend the periods within which a response to either a complaint or an appeal is provided. ASCL shall keep complainants notified duly of any delay to a response if anticipated.

#### **Section F: Complaints against a solicitor**

- 26 If the original complaint is about one of ASCL's in-house solicitors, the procedures to be followed are set out in Sections C and D above.
- 27 Once procedures in Section C and D have been exhausted, members have recourse to further pursue their complaint through the Legal Ombudsman within six months of receiving the outcome of their formal complaint.

#### **Section G: Unreasonable behaviour when making complaints**

- 28 ASCL staff have a right to be respected and to feel safe at work. ASCL will not tolerate aggressive, abusive, or unreasonable behaviour towards its staff. ASCL require that members refrain from unreasonable behaviour when making complaints.
- 29 ASCL retains the right, where it considers the actions of members to be unreasonable or unacceptable, to withdraw, restrict or change access to ASCL's services.

## Appendix I Legal Policy and Member Support Policy

This document explains how ASCL offers legal and member support to its members. Members rightly expect that their Association will support them when they find themselves facing threats to their employment or conditions.

This document sets out ASCL's policy which:

- ensures that members receive the best and most appropriate support and advice with regard to employment matters
- ensures consistency and impartiality of service for all members
- ensures that the legal support budget is well managed
- ensures the proper use of Association funds
- ensures all stakeholders are aware of the policy and procedures
- ensures all stakeholders are aware of ASCL's complaints policy and how to access it

This policy is in accordance with, and must be read in conjunction with ASCL's *Constitution and Rules* July 2015.

### Policy

#### Section A: Eligibility for support

- 1 Requests from members for advice and legal assistance are handled directly by the member support directorate. The following categories of membership are entitled to hotline advice, member support and legal assistance, subject to the remaining provisions of this policy:
  - Full Members working in the UK
- 2 The following categories of membership are entitled to hotline advice only but shall not be entitled to member support or legal assistance, subject to the remaining provisions of this policy:
  - Professional Associate Members
- 3 ASCL may offer advice and support to members regarding professional issues that arise during the course of their employment, provided that the member was in ASCL membership and that the membership department of ASCL are satisfied that his/her subscription was properly paid before the difficulty arose. Advice and support is offered within the terms of this policy.
- 4 Members who have received a first reminder of non-payment of their subscription renewal (60 days after it was due) will have access to ASCL's hotline but not to member support, legal assistance or referrals to ASCL's specialists in accordance with paragraph 5. If a second reminder is sent (30 days after the first reminder) no access to hotline will be possible until the subscription has been received.
- 5 In the event of a member being in arrears with the payment of his/her subscription, ASCL will be unable to continue to offer member support and legal assistance. If these have been withdrawn in such circumstances, ASCL will not normally be able to resume advice and support with regard

to the issue when the subscription has been received, although this is a matter for ASCL's sole discretion.

#### Section B: Coverage

##### General

- 6 ASCL may institute, conduct, defend, settle or abandon any legal proceedings and such decisions will be taken with due care and diligence having sought advice where appropriate.
- 7 ASCL is committed to the proper use of its funds and to the support and protection of its members by providing them with appropriate legal advice and assistance with matters that concern their employment. This means that ASCL must use its funds prudently in order to avoid incurring disproportionate expenditure. In all cases, when determining whether to offer member support and legal assistance to a member, ASCL will have due regard to proportionality and the likelihood of success of any actual or contemplated proceedings.
- 8 Expenditure will not be made to establish a point of law unless ASCL considers that to do so will be of advantage to the membership as a whole.
- 9 Funds will not be used in order to achieve a very limited financial advantage for an individual member.
- 10 ASCL will not normally provide member support or legal assistance where the member has already instructed a solicitor, representative or other third party in connection with their case.

##### Period of membership

- 11 ASCL will only offer member support and legal assistance for issues originating from the period of ASCL membership, provided that the issue arises from the member's employment which is the subject of their ASCL membership. Member support and legal assistance will not be available in respect of those working in a self-employed or non-employee capacity, where members are expected to take out their own professional indemnity insurance instead.
- 12 ASCL will not be able to offer support with any legal or employment matters arising from events which took place or are alleged to have taken place prior to the member's having joined ASCL. In such a situation, ASCL may however offer pastoral support at the discretion of the Director of Member Support and/or the General Secretary.
- 13 ASCL may be able to offer advice and support to a retired member only if the issue is one that arose during the course of his/her membership or if an issue arises that originated during the course of his/her membership, subject to paragraph 12 above.

##### Nature of case

- 14 ASCL will only offer members support and assistance with matters relating to the member's personal contract of employment. ASCL will not provide advice or assistance in connection with the discharge of management duties.



- 15 It is not possible for ASCL to offer support to governors, schools or colleges as ASCL's function is to support its members in connection with their own employment.
- 16 In respect of management issues, ASCL's hotline, member support and legal assistance services are not a substitute for independent professional advice and members should obtain, and/or advise their employers to obtain, appropriate independent advice from suitably qualified and experienced professionals in such circumstances.

### Conflicts of interest

- 17 Conflict between ASCL members in the same team sometimes occurs. Such situations will be carefully considered by ASCL. If a member's employment is potentially threatened by such a conflict, ASCL will offer support to him/her in order to try to resolve the issues. Each ASCL member in this situation, whatever his or her post, will receive the same high level of professional support. Should there be any conflict of interest between members, ASCL will, wherever possible, assign separate field or regional officers to advise and/or represent each party.
- 18 At all times, ASCL's staff will ensure that they have no conflicts of interest. ASCL's in-house solicitors will act in accordance with the Solicitors Regulation Authority handbook with regard to conflicts of interest.

## Section C: Claims

### Claims covered and exclusions

- 19 Subject to the remainder of this policy, ASCL may offer member support and legal assistance with matters arising with regard to:
- employment disputes
  - employment tribunal claims
  - representation before the National College for Teaching and Leadership (NCTL), Education Workforce Council (EWC), General Teaching Council for Scotland (GTCS), the Disclosure and Barring Service (DBS) and such other regulatory body which ASCL determines appropriate
  - work-related breach of contract claims which arise from the member's employment
  - contracts of employment
  - criminal defence arising from the member's employment (subject to paragraphs 24 - 29 and, where appropriate, further to advice from specialist advisers that a viable defence is available to the alleged criminal act(s))
  - litigation against the member connected with their work, subject to there being sufficient prospects of success in ASCL's reasonable opinion
- 20 ASCL is not able to offer member support or legal assistance with regard to:
- any legal matters or claims not arising in relation to the member's employment
  - proceedings for judicial review (whether such proceedings are actual or contemplated)

- proceedings for defamation (whether such proceedings are actual or contemplated)
- civil proceedings for protection from harassment, whether the member is either a prospective/named claimant or respondent to those proceedings
- with any other matter which ASCL does not consider to be an appropriate use of ASCL's funds

### Employment tribunal and civil claims

- 21 ASCL will only offer member support and legal assistance in relation to any claims to, or defence of, employment tribunal or civil proceedings relating to a member's employment where ASCL considers such claims have reasonable prospects of success.
- 22 In the event that a member is a prospective or named respondent to employment tribunal proceedings, ASCL will only offer member support and legal assistance where the member's employer declines to provide the member with representation in relation to the same proceedings due to the operation of a statutory defence, or alternatively where the member's employer no longer exists and no policy of insurance or other indemnity exists to provide cover and representation for that member in the circumstances.
- 23 The provision of support under paragraphs 21 and 22 above is subject always to the expressly excluded claims set out in paragraph 20.

### Criminal cases

- 24 Subject to paragraphs 25 - 29, ASCL may offer member support and legal assistance to members wishing to defend criminal allegations, charges or prosecution, provided that the alleged criminal conduct arises from and is connected to the member's employment which is, or was, the subject of their ASCL membership.
- 25 In relation to defence of criminal allegations, charges, prosecution or appeals against convictions/sentences, ASCL will not be able to offer member support or legal assistance where any of the following provisions are met:
- The member has admitted to criminal or other unlawful behaviour or
  - In the reasonable opinion of ASCL, the member has no viable defence to such an allegation/charge or
  - In the reasonable opinion of ASCL, the member has behaved with recklessness or with a wilful neglect of his/her duty
- 26 When considering whether ASCL can provide member support and legal assistance under paragraph 25 above, the case will be reviewed at the outset and at appropriate intervals during the tenure of any support provided to ensure continued compliance with the conditions of paragraph 25. Where matters come to light during the progress of a case which affect the viability of the member's defence or which demonstrate recklessness or wilful neglect on the part of the member, ASCL will inform the member and

ASCL must withdraw member support and legal assistance. In the event that a member pleads guilty to an offence/offences during the course of their criminal representation, ASCL will immediately cease member support and legal assistance in the member's case.

27 ASCL will not normally provide member support or legal assistance where the member has already instructed a solicitor in connection with the alleged offence.

28 In circumstances where ASCL decline to support, or withdraw its support, in criminal cases pursuant to paragraphs 25 - 27 above, ASCL may at its absolute discretion offer member support and legal assistance in relation to internal school employment processes against the member and any regulatory proceedings before the NCTL, EWC or GTC where they are connected with the incidents concerned. In such cases ASCL also retain the discretion to offer members pastoral support.

29 In the event of a member being arrested or called to a police station to be interviewed under caution, ASCL will endeavour to arrange for a duty solicitor or other legal representation which ASCL considers appropriate to be made available as soon as possible.

#### **Personal injury**

30 The basis of support set out in this policy will not apply to support given in relation to personal injury claims, in which case different arrangements will apply. In such cases, the procedures to be followed will be discussed with the member, ASCL and any external legal advisers that ASCL may advise to be appointed.

#### **Authorisation to offer representation and bring/defend proceedings**

31 In any civil claims (excluding employment tribunal and regulatory proceedings before the NCTL, EWC and GTCS) and in all criminal cases, decisions regarding whether ASCL will offer legal assistance or any decision to withdraw such assistance will be made at first instance by the Director of Member Support and/or General Secretary. Any appeal against this decision will be considered by ASCL's Legal Committee whose decision will be final and there will be no further right of appeal or complaint regarding the decision of the Legal Committee.

### **Section D: Conditions of support**

#### **Members' obligations**

32 Members are obliged to promptly disclose all relevant information and documents/evidence relating to their case to ASCL as soon as reasonably practicable and must cooperate fully with ASCL in respect of any preparation and/or presentation of their case. The requirement to disclose all relevant information to ASCL exists both at the outset of the member's case and in respect of any further relevant information which becomes known to the member during the tenure of their case.

33 Where a member is represented by ASCL in connection with legal proceedings, either before proceedings have been issued/commenced or in respect of active proceedings, the member must not communicate or correspond with any other party about those contemplated or active proceedings unless and until they have sought ASCL's prior consent.

34 Any member seeking member support or legal assistance from ASCL must notify ASCL immediately upon becoming aware that they have a potential claim or dispute with their employer, face possible criminal investigation or prosecution, or where they have been referred to a regulatory body including the DBS, NCTL, EWC or GTC. ASCL may decline to support, or withdraw support, in relation to any case where ASCL considers the member has unreasonably delayed in informing ASCL of the circumstances or existence of that case.

35 Where employment tribunals feel it is appropriate, judicial mediation may be offered to the parties involved in a dispute. ASCL policy is to advise members to agree to judicial mediation whenever it is offered by the tribunals. If such advice is not accepted, ASCL may withdraw support at its discretion.

36 ASCL will be unable to continue to support any member who becomes threatening or abusive either orally or in writing towards staff (including ASCL staff and any external advisers) or who appears to be under the influence of alcohol or drugs, save for medications prescribed by a healthcare professional. ASCL's staff and any external advisers instructed by ASCL are entitled to be treated with dignity and respect; abusive and threatening conduct by a member will not be tolerated.

37 Members must cooperate with ASCL's requests for medical records and/or confirmation of the member's fitness to instruct ASCL, where ASCL consider appropriate.

#### **External Advice**

38 Advice will usually be given by ASCL employees including field and regional officers, telephone advisers, in-house solicitors and specialists. On occasion ASCL may, at its absolute discretion, feel it is appropriate to engage external professional or legal advisers, including external legal advisers or counsel. In such instances any external adviser will be instructed by and act under the direction of ASCL, who will consult with the member where ASCL determines appropriate. All papers, briefs, opinions and documents connected with such cases will remain the property of ASCL. Should it be necessary for papers or other information to be passed to external advisers, the member will be duly consulted and informed.

39 At meetings with external advisers, the member will be accompanied by either their field or regional officer and/or one of ASCL's in-house solicitors who will give the briefing to the external adviser and conduct all communication with them.

40 ASCL funds will not be used to pay the costs of any external advisers or other third parties for any consultations, instructions or proceedings undertaken without ASCL's specific prior consent.

41 Where ASCL decides at its absolute discretion to engage an external adviser, the selection of an appropriate external adviser will be a matter solely determined by ASCL. Legal representation will always be provided at first instance by ASCL's in-house solicitors, save where there is a conflict of interest requiring otherwise in accordance with this paragraph.

42 If a member decides to seek advice from, or to instruct, external solicitors/legal advisers, professional advisers or other third parties (whether or not such advice is paid for), the member must inform ASCL immediately. It is not acceptable for members to have advice coming from more than one source. In such an instance, ASCL may discontinue offering member support and legal assistance to the member. If member support or legal assistance have been withdrawn in these circumstances, ASCL will not normally be able to resume legal support of the case, although it is a matter for ASCL's sole discretion.

43 If a member wishes to pay for a second external legal opinion regarding his/her situation, and yet retain the option of accessing ASCL's legal support, he or she should immediately contact their ASCL regional or field officer or solicitor (as the case may be) before doing so. If a member's consultation with an external adviser or other third party results in a delay with adverse consequences, ASCL will not be liable for those consequences and in such circumstances ASCL reserve the right to discontinue legal support.

44 ASCL will consider very carefully a written second legal opinion obtained by a member but ASCL's in-house solicitors may not share the views expressed therein and if so shall not be obliged to act in accordance with them. In such a case the member may decide to dispense with ASCL's services or to accept ASCL's advice and to reject that given in the second opinion. ASCL will not reimburse members for the cost of obtaining a second opinion.

### Costs

45 Subject to paragraphs 46 - 48, members will not normally be expected to contribute anything to the costs and expenses of any legal assistance provided by ASCL staff or external professional advisers commissioned on their behalf by ASCL. ASCL will normally settle all legal and professional bills for costs arising from ASCL's instruction of external advisers and any disbursements arising in connection with any proceedings brought by ASCL, subject to the same having been approved in advance by ASCL and arising from the period of ASCL's member support and legal assistance in relation to the member's case.

46 The prime concern of ASCL will always be to offer members appropriate legal assistance and member support and this will be in the context of the reasonable management of ASCL funds which are derived from members' subscriptions.

ASCL will be entitled to recover from the member all or any part of its expenditure on external legal and professional advice or fees (including issue fees and court fees) incurred on the member's behalf, in the event that the member recovers such expenditure as a result of action taken or supported by ASCL on the member's behalf.

47 Where ASCL offer support or legal assistance to a member in relation to any claim in the Employment Tribunals (including any appeals) or civil courts, ASCL will indemnify members' legal costs in the unlikely event that a costs order is made against the member. However, the member will remain liable to pay any award of compensation/damages which are either ordered against the member by a court in such proceedings or where the same form part of any settlement of the proceedings against the member agreed by the member.

48 ASCL's member support and legal staff spend a very significant part of their time negotiating and checking termination settlements (Settlement Agreements/Compromise Agreements) on behalf of a very small proportion of members. Frequently this involves very substantial sums of money. ASCL therefore makes a small charge to members for this service, such charge to be determined from time to time. ASCL will always seek to recover this charge from the member's employer, in which case it is possible that it may give rise to a small tax liability on the member. If a member wishes to seek legal advice from another source, paragraphs 42 - 44 will apply.

### Section E: Refusal / withdrawal of support

49 At all times the member may decide whether or not to accept and follow advice given by ASCL and/or any external advisers instructed by ASCL. ASCL will discontinue member support and legal assistance, and is not obliged to re-offer the same at a later stage, where:

- A member decides not to follow ASCL's advice or that provided by an external adviser instructed by ASCL as the case may be or
- Declines the advice, support or representation of ASCL (where offered) in relation to any part or all of their case or proceedings.

50 In the event that the member fails to disclose relevant information to ASCL during their membership, furnishes incorrect or misleading information to ASCL, or on their application for membership fails to disclose any relevant information within the member's knowledge, ASCL will not provide member support and legal assistance or will withdraw such support and assistance.

51 A member shall cease to become entitled to receive member support and legal assistance if the member's interests are in conflict with those of ASCL or ASCL reasonably believes there is such a conflict.

52 No decision to refuse or withdraw member support and legal assistance will be taken without informing the member. Any decision to refuse or discontinue member support and legal assistance will be made at first instance by the Director of

Member Support and/or General Secretary. Any appeal by the member against this decision will be considered by ASCL's Legal Committee whose decision will be final and there will be no further right of appeal or complaint regarding the decision of the Legal Committee. The member will be informed of the decision.

- 53 Upon the decision to refuse or withdraw member support and legal assistance being communicated to the member, the member will become liable to meet any costs, expenses or disbursements connected with their case and/or the instruction of external advisers or other third parties by the member incurred following the termination of ASCL's support and ASCL shall not be liable for meeting the same. ASCL shall not be liable for meeting any costs, expenses or disbursements arising in connection with a member's case, following the communication of the Director of Member Support and/or General Secretary's decision, during any period where an appeal is made by the member against that decision and that appeal is being considered by the Legal Committee, save where it is the decision of the Legal Committee to reinstate member support and legal assistance.

alike: this may include representing ASCL on a local authority, school or Trust Joint Negotiating Committee (JNC).

- When appropriate, they arrange local meetings to communicate with members and Council representatives about policies, issues, and concerns.
- They help to recruit to ASCL those newly appointed to senior responsibilities and to welcome new members.
- They may occasionally present ASCL's views on current issues to the media.

ASCL appreciates that those who volunteer to serve as local representatives are taking on additional responsibility and the Association will endeavour to keep their administration tasks to a minimum, and those required to ensure a consistent approach across the Association.

## Section F: Complaints about support

- 54 If a member wishes to complain about the member support or legal assistance that she or he has been given by ASCL at any stage, the member must follow ASCL's complaints policy, a copy of which is available from ASCL upon request. Complaints regarding the refusal to, or withdrawal of, member support and legal assistance will be dealt with in accordance with paragraph 52 and no separate right of complaint in relation to these matters exists under ASCL's complaints policy.

## Appendix J: Role of the Local Representative

### Introduction

Historically ASCL determined its branches in line with local authority boundaries however going forward several of those fulfilling this local role will not be working in a single local authority area. As a consequence we are now using the generic term Local Representative as this will recognise those working as our representative in MATs or across a number of MATs as well as those working with a local authority. This does not preclude those still working in mainly LA school areas and working directly with the local authority form using the term Branch Secretary if that is the accepted local usage but ASCL will move to use the term local representative.

### Overview of the Role

The local representative's role can be divided into five main areas.

- They communicate with regional officers and ASCL headquarters on matters arising locally, help to update members about ASCL policy and action nationally, and inform regional officers about individual local cases of concern.
- They serve as communicators/negotiators between ASCL members and other organisations on certain non-national policies and problems



The constitution was implemented on 1 January 1978.

It was subsequently amended on:

19 November 1983  
20 September 1985  
26 March 1988  
15 April 1989  
7 April 1990  
19 March 1994  
26 April 1997  
8 June 2001  
8 June 2006  
7 June 2007  
May 2009  
June 2010  
June 2013  
July 2015  
June 2016  
June 2017  
June 2018  
June 2019

**Contact us**

Association of School and College Leaders  
130 Regent Road, Leicester LE1 7GP

T: 0116 299 1122

E: [jointheleaders@ascl.org.uk](mailto:jointheleaders@ascl.org.uk)

W: [www.ascl.org.uk](http://www.ascl.org.uk)