

# Constitution and Rules 2023

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

- 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 Peat House,1 Waterloo Way, Leicester LE1 6LP or at such other place as the National Council decide.

## Rule 2: Objects and purpose of the Association

- 2.1 Inspired by a vision of high quality education for all young people, the Association 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 taking action on their behalf
- shaping and influencing government educational policy
- offering advice, guidance and best practice
- negotiating recognition agreements in order to secure appropriate terms and conditions of employment by representing the views of members and regulating their relationship with employers through collective bargaining
- 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 the Association, irrespective of their age, gender, ethnicity, disability, sexual orientation, faith or belief and any protected characteristics in line with current legislation including any positive action measures to improve diversity and equality of opportunities in line with the Equality Act 2010 as amended and any other current legislation
- delivering high quality professional development for the education sector
- promoting the highest standards of professional conduct by members of the Association

The Association operates across the United Kingdom of Great Britain and Northern Ireland; in Scotland, the Association works closely with an affiliated organisation, School Leaders Scotland.

- 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 “ASCL UK” refers to the Association in the context of its work across the United Kingdom except Scotland.
- 3.2 “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 or as permitted by law. “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.
- 3.3 “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.
- 3.4 “Executive” means the Association’s Executive Committee, which oversees matters related to the Association’s strategic planning and the internal organisation of the Association.
- 3.5 “Council” means the Association’s decision making body, constituted as set out in Rule 11.2.
- 3.6 “Role” refers to the position held by a member in their employment. “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.
- 3.7 “Region” refers to a subset of membership in a specified geographic area, as defined from time to time by the Council. All members are assigned to a Region. A member may not be assigned to more than one Region.
- 3.8 “Sector” refers to a subset of membership what work in a particular type of setting, as defined from time to time by Council. Members may be assigned to more than one Sector, or to none at all.

3.9 "General Meeting" means meetings, including Ordinary General Meetings (OGMs), Emergency General Meetings (EGMs), Special General Meetings (SGMs) and Annual General Meetings (AGMs) open to all members at which all Full Members are eligible to vote.

#### 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 in any part of the United Kingdom who is a member of the senior leadership team of a school or college or whose responsibilities cover the whole school or college or a group of schools or colleges and otherwise fulfils the criteria set out in the Rules, Bye-laws and appendices. Persons working in such capacities in Scotland can only achieve full membership of the Association by joining School Leaders Scotland, an organisation affiliated to ASCL (see Rule 11.5). Full Members include individuals employed by approved education associations or organisations as agreed by the Association's Council but cannot be self-employed or the proprietors 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 or other benefits 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/or their current address and contact details, the Association may review and terminate their continued membership after a period of six months.

4.1.5 If a member joins the Association and fails to make any subscription payment (by either monthly or annual payment) within three months of the joining date, the Association will advise them that their membership is void and they will not be entitled to any of the benefits of the membership of the Association.

##### 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 the 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 general power to elect as Honorary Members any current or previous Full Members, including Full Members on the point of or following their retirement, leaving service of Council or posthumously. "Honorary Member" means individuals who fulfil the criteria as determined by the Council from time to time.

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 in the Council's opinion should and have been accepted into the Association on 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 the Presidential Trio 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 General Meetings and to vote in elections for membership 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 from time to time other rights and benefits for Professional Associate Members of the Association which will include, but not necessarily be restricted to, the following:
  - 5.2.1 To attend 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 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 from time to time other rights and benefits for International Members of the Association 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 from time to time other rights and benefits for Associate Members of the Association which will include, but not necessarily be restricted to, the following:
  - 5.4.1 To attend General Meetings. Associate Members do not have voting rights.
  - 5.4.2 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.

- 5.4.3 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.

- 5.5 Honorary Members and Honorary Fellows have the same membership rights as Associate Members and any other membership rights and benefits that Council determine from time to time.

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

- 6.1 Members are obliged to inform the Association 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 the Association.
- 6.2 All members are expected at all times to act in accordance with values and objectives of the Association, not to act in a way that brings the Association into disrepute and to protect and act in a way that does not undermine the reputation of the Association 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 as Council shall determine from time to time.
- 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 Subject to Rule 4.1.5, any member who is indebted to the Association for any subscription or other moneys shall have their entitlement to the Association's services reduced or removed as stated in the Association's Legal and Member Support Policy.
- 7.3 In any case not covered by Rule 4.1.5, 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 (and all associated benefits) 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, subject to Rule 7.5 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 Presidential Trio thinks appropriate.

- 7.5 The Presidential Trio 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 or removal from elected position**

- 8.1 Any Member has the right to resign at any time in which case their current subscription has to be paid in full, including the month in which the Member resigns.
- 8.2 Subject to the provisions of the Trade Union and Labour Relations (Consolidation) Act 1992 as amended, the Association has the right to terminate the membership of a member or debar a member from holding any elected position for whatever period it deems appropriate 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, the Executive, a Region, a member, or a member of staff, the Presidential Trio, acting on behalf of Council, may temporarily suspend a member from their elected position or 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. Should a member of the Presidential Trio be the subject of the complaint, the Honorary Treasurer will carry out the duties of the President set out in this rule 8.2.2 and the following rule 8.2.3. The disciplinary panel shall consist of three Representative Members of Council, at which the member in question shall be entitled to appear, accompanied by a professional colleague. The only penalties available to a disciplinary panel shall be:
- expulsion
  - suspension from membership for a fixed period,
  - suspension from an elected position (including acting in a representative capacity), or
  - debarring the member from holding any elected position for whatever period the panel deems appropriate.
- 8.2.3 A member who is subject to any of these penalties, has a right of appeal. This appeal should be lodged within ten working days of the sanction being appealed. 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 must be members of Council.
- 10.2 Election of President
- 10.2.1 Council will nominate the Vice President as their preferred candidate for president.
- 10.2.2 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.
- 10.3 The office of Immediate Past President is not directly elected and is an automatic transition for the year immediately following the presidential year. Should the outgoing President be for any reason unwilling or unable to serve as Immediate Past President, Executive shall have the power to appoint another Council member to serve in that capacity in their stead.
- 10.4 All other Officers shall be elected from 1 September for a two year term at such times and in such manner as the Council shall determine and given in Bye-law 3 and Appendix F.
- 10.5 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.
- 10.6 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.
- 10.7 The Executive shall have the power to appoint temporary officers.
- 10.8 Should the office of Vice-President or the office of President fall vacant for whatever reason, the position 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 a fresh election shall take place. The Executive shall have the power to appoint a temporary officer to fill either position until such an election is concluded.
- 10.9 Any other Officer vacancy shall be filled by such existing member of Council as Executive may determine until a fresh election can take place.

### **Rule 11: Council and Representation**

- 11.1 Regions



11.1.1 To aid the efficient organisation of Association business, Regions can have Local Representatives appointed under the rules set out in Bye-law 3.

11.2 Membership of Council

11.2.1 Council shall comprise:

- Ex officio, the Presidential Trio
- Ex officio, Representatives from ASCL Cymru, from ASCL Northern Ireland, and from School Leaders Scotland
- Elected Regional Representatives
- Elected Sector Representatives
- Elected Role-based Representatives
- Nominated Representatives from Affiliated Organisations
- Co-opted members

Subject to any further rules within this document, Council shall from time to time determine the number of representatives of each type outlined above. All members of Council shall be Full Members of the Association.

11.3 ASCL Cymru and ASCL NI

11.3.1 ASCL Cymru and ASCL NI are integral parts of ASCL UK but have their own council structures. In the case of conflict between those council structures with the Rules (or any provision which is silent) the terms of these Rules shall prevail. The relationship between ASCL UK and ASCL Cymru is given in Bye-law 4 and with ASCL NI in Bye-law 5. The ASCL Cymru President and Vice President and an elected representative from NI are their organisation's representatives on ASCL's Council.

11.4 Elected representation on the Association's Council

11.4.1 Each Region shall elect to Council such number of Regional Representatives as Council shall decide with only Full Members entitled to vote.

11.4.2 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.

11.4.3 Council shall determine the number of Sector and Role-based Representatives on Council. Nominations of members by Sector or Role will be called for and an election held when the number of candidates exceeds the number of vacancies. The rules for such elections are given in Bye-law 3.

11.4.4 The term of office for all elected Representatives will be four years.

11.4.5 Regional, Sector and Role-based 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 the 31st day of August four years later, or upon their resignation from Council, or upon their ceasing to be a Full Member of the Association, whichever is the soonest.

11.5 Affiliated Organisations

11.5.1 There are two types of Affiliated Organisations.

- In Type 1 Affiliated Organisations the Association is the registered Trade Union for all of the Affiliated Organisation's members and members of these organisations are consequential automatically members of the Association and will be recorded as such in the Association's annual return to the Certification Officer.
- Type 2 Affiliated Organisations are organisations that recommend membership of the Association to those who are eligible to join.

11.5.2 Each Affiliated Organisation will nominate one representative who is a Full Member of the Association to Council.

11.5.3 The General Secretary (or equivalent postholder) of each Affiliated Organisation has a non-voting seat on Council.

11.5.4 In order for an organisation to be affiliated to the Association an application must be made to the Association's Council and approved by that body.

11.6 Co-options to Council

11.6.1 Executive shall appoint a Selection Committee with Terms of Reference that it shall from time to time prescribe.

11.6.2 Selection Committee may co-opt a maximum of six additional members to add to the skills and expertise of Council. The term of office for co-opted members shall expire on the first 31 August after the second anniversary of the Selection Committee meeting that determined their co-option. Co-opted members shall cease to be members of Council upon the expiry of term of office, or upon their resignation from Council, or upon their ceasing to be a Full Member of the Association, whichever is the soonest.

11.7 Other Persons Eligible to Attend Council in a non-voting capacity

11.7.1 The General Secretary.

11.7.2 All members of the Association's Leadership Group

11.7.3 The Director of the ASCL Cymru and the Regional Officer for ASCL Northern Ireland

11.7.4 Other persons as Council may require to provide Council with factual information or with technical or professional advice.

11.8 Cessation of membership of Council

11.8.1 An Officer or other member of Council shall have power to resign.

11.8.2 A Member of the Council may cease to be a member thereof if they have not attended any Council meeting for a period of 12 months and shall cease to be eligible if they no longer fulfil Full Membership criteria of the Association. If such a member is an Officer he or she shall also automatically relinquish the office held.



- 11.9 Vacancies
- 11.9.1 A Regional, Sector or Role-based vacancy shall be filled for the remainder of the academic year by the person next on the list from the previous election. A person attending Council in this capacity shall have full voting rights. If there is no candidate from the previous election to fill the vacancy the vacancy shall be left in abeyance until the next scheduled election.
- 11.9.2 A co-opted vacancy shall remain vacant until the next meeting of the Selection Committee.

## 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. Unless otherwise determined to be quorate more than 50% of the current membership of Council, must be present, in person or attendance by electronic means, as Council shall determine from time to time. The President shall preside as Chair of every meeting of Council. If at any 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. 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 (whether in person and/or attendance by electronic means) 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. Council shall be empowered to interpret the Rules, appendices and bye-laws or to decide upon any issue in respect of which the Rules, appendices and bye-laws are silent. The decision of Council on any such matter shall be final.
- 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 Alternates

- 12.6.1 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, the person next on the list from the previous election in the relevant region or sector or role will be entitled to attend as an alternate. If there is no candidate from the previous election to act as an alternate, no other alternate shall be called.
- 12.6.2 Council members should inform the Association (using the CouncilAdmin@ascl.org.uk email address) at least a week before Council that they cannot attend.
- 12.6.3 Alternates must be Full Members of the Association. They will not have voting rights.

## 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, and to determine whether a General or other meeting shall be conducted in person and/or by electronic means.
- 13.2.7 To hear any complaint or complaints made in writing by a member in line with the Complaints Policy in Appendix H 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 or by electronic means 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, Appendices and any Bye-laws, including, but not limited to, matters on which the Rules, Appendices and Bye-laws and/or council structures are silent. The Council's decision under this rule shall be binding on members.
- 13.2.9 To decide upon any consequential issues or decisions where the Rules, Appendices and Bye-laws are silent. The decision of Council on any such matter shall be final and binding on members.

#### Rule 14: Executive

- 14.1 The Association's 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, or by the Vice President if the President is unable or unwilling to act in this capacity, or by the Immediate Past President if neither the President nor the Vice President is able and willing to act in this capacity.
- 14.2 The quorum of Executive is set as more than 50% of voting members being present in person and/or by electronic means.

#### Rule 15: Powers of Executive

- 15.1 Executive committee oversees matters related to the Association's strategic planning and the internal organisation and day-to-day running of the Association. It also hosts preliminary discussions on complex matters before these matters within the Executive's remit including the matters set out at Rule 15.2 before these matters are referred to Council.
- 15.2 Executive has specific responsibilities for:
- reviewing and agreeing the Association's strategic plans
  - having oversight of the internal organisation of the Association including the structure of Council and its committees

- reviewing the effectiveness of Council, its structure and committees
  - approving the permanent staffing structure of the Association
  - taking an overview of the work of member support
  - approving the Association's annual financial plan and budget
  - approving the level of membership subscriptions
  - the general financial and other management 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
- 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 Council 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, manner 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 present, in person and/or by electronic means.
- 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 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**
- 18.1 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 and in accordance with the Trade Union and Labour Relations (Consolidation) Act 1992 as amended.
- 18.2 There shall be five Trustees all of whom shall be elected by Council for a five year term, with a maximum of two terms. 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 any number below five by whatever 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 the Association are authorised, at reasonable cost, to take such professional advice in pursuit of their obligations under these rules as they see fit.
- 18.8 Trustees of the Association are members of the Association's Audit and Risk Committee and may, at the invitation of the appropriate chair, attend any of meeting of the Association, its Executive, its Council or any other committee or group that may meet.
- 18.9 Trustees of the Association 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 reasonable 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 reasonable 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.

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## 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 The Association can be dissolved in the event of Council organising a ballot of all Full Members who then vote in a secret postal ballot with at least 90% of all Full Members voting to dissolve the Association.
- 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 the Association

## Bye-law 2: Procedures for election of General Secretary

## Bye-law 3: Election of Officers, Committee Chairs and Representatives

## Bye-law 4: ASCL Cymru as a region of ASCL UK

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

## Bye-law 6: Relationship with School Leaders Scotland (SLS)

### Bye-law 1: The Governance of the Association

- 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 the Association's public identity, but not the single face of the Association. 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 the Association's 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. 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 may not be practical or cost-efficient for it to meet more than three times a year, either in person or virtually, 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 below:

<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 Leadership Group effectively discharge policy decisions made by Council and Executive.	Line manage staff employed by the Association.
	Influence the national agenda.	Influence the national agenda.
	Act as leading elected officers of the Association.	Lead employed officers of the Association and advise elected Officers.
	Act as key spokespeople for the Association.	Act as key spokespeople for the Association.
	Act as significant public faces of the Association.	Act as significant public faces of the Association.
		Provide advice and support to Members through the team that they lead.
		Leading the work of headquarters.

<b>Executive</b>	<b>The Leadership Group</b>
Is chaired by the President and is composed of elected Officers (including committee chairs) with Leadership Group members in attendance.	Is chaired by the General Secretary and is composed of the Directors of the directorates of the Association and General Secretary.
Establishes the Association's strategic direction and aims and approving strategic plans (which may come from the Presidential Trio or the Senior Leadership Group).	Prepares and operationalises the Association's strategic plans where appropriate. The groups 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.
Establishes and approves policy between Councils.	Implementing policy.
Approves the Association's annual budget.	Prepares the Association's annual budget.
Approves the level of membership subscriptions.	Advises Executive Committee on the level of membership subscriptions.
Monitors organisation and performance and offers scrutiny and constructive challenge.	Monitors the performance of staff through robust performance management arrangements.
Reviews and approves the work of the Association's Executive committees.	Supports the work of the Association's Executive Committees.
Oversees of the work of Member Support.	Leads and manages the work of member support and delivering it.
Faciliates general decisions too urgent to wait for a meeting of Council.	Advises on decisions which are too urgent to wait for Council.
Discusses, and decides 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.	Advises on and takes forward decisions made by Executive and Council.
Oversees and approves the Association's risk register and risk management process.	Leads and manages the Association's risk register and risk management process.
Where necessary, forges strategic partnerships with other organisations.	Advises on and taking forward decisions made by Executive on strategic partnerships.



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

### Scope

- 1 As required by the Trade Union and Labour Relations (Consolidation) Act 1992 as amended 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 The election of General Secretary shall take place not less than every fifth year unless otherwise required by law.

### 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 The Association's 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 permanent elected officers of the Association 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 Save as required by law, the 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 the Association's 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 Association 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, Role and Sector 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 a meeting of Council in a hustings meeting for five minutes.
- 1.4 Ballot papers will be circulated by post from the Association's 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 the Association's 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 the Association's 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 Civica or any successor organisation.
- 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 Civica (or successor organisation) 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 who shall be members of Council.
- 3.3 Should an election be required voting will be conducted by the Association's headquarters team. Candidates shall be entitled to produce an election statement of no more than 150 words.
- 3.4 Voting papers will be prepared and every Council Member entitled to vote shall have a voting paper, and the candidates' election statements, 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 Representatives on Council

- 4.1 Each Region, Sector and Role 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 the Association's website for all such representatives. Each nomination requires a proposer and seconder who shall be Full Members of the Association.
- 4.3 Should the number of nominations exceed the number of vacancies and election will be called. Candidates shall be entitled to produce an election statement of no more than 150 words. Voting for Representatives will be conducted by Civica (or successor organisation).
- 4.4 Every Full Member within the Region, Sector or Role 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 Civica (or successor organisation) 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/Appointment of Local Representatives

- 5.1 Local Representatives are not Association employees, but are appointed or elected for a specified local constituency. The term of appointment, constituency, the process for any contested election, the accreditation process and other terms for Local Representatives shall be determined by Council. All Local Representatives will be expected to complete accreditation within a reasonable time of being elected or appointed. The accreditation of Local Representative will cover a period of four years after which the Local Representative will be expected to go through a re-accreditation process
- 5.2 In cases where there are no nominations for the post of Local Representative and other areas where the Association needs local representation the Association will operate a system by which prospective Local Representatives are self-nominated and seconded by at least one other Association member. In cases where there is more than one nomination, consideration will be given to the possibility of sharing the role, or alternatively, of holding an election.

- 5.3 Should an election be required voting will be conducted by the Association's headquarters team. Candidates shall be entitled to produce an election statement of no more than 150 words.
- 5.4 The role and responsibilities of Local Representatives is given in appendix J.

## Bye-law 4: ASCL Cymru as a region of ASCL UK

In the event of any conflict with or matter on which any council structures made pursuant to this bye-law is silent, the terms of this Association's Constitution and Rules shall prevail.

### ASCL Cymru – General

- 1 The District (Region 10 as defined by ASCL Council) shall be known as ASCL Cymru.
- 2 Membership shall be open to all Full and Associate Members of ASCL whose school, college or place of employment lies within the geographical limits of the region as defined by ASCL Council, and to other classes of members who reside within those limits.
- 3 The object of ASCL Cymru shall be to support, protect and promote the interests of its members in accordance with the spirit of Rule 2 (Objects and Purpose of the Association) of the ASCL Constitution which is updated and agreed at the ASCL AGM in June of each year.
- 4 An Annual General Meeting of ASCL Cymru will be held in June or July of each year at ASCL Cymru Council.
- 5 A Special General Meeting of ASCL Cymru will be convened upon the receipt, by the President or the Director of ASCL Cymru, of a request endorsed by greater than 10% of the full members of ASCL Cymru, or at the direction of the General Secretary of ASCL.
- 6 Changes in this constitution may be agreed only by a simple majority vote at an ASCL Cymru Annual General Meeting, or at a Special General Meeting called for the purpose. This is in accordance with Rule 21 of the ASCL Constitution.
- 7 ASCL Cymru rules are also subject to the approval of ASCL Council and shall be contained within the ASCL Constitution as a bye-law.
- 8 Co-optees to both Cymru Executive and Council, will ensure all membership groups (including Business Leaders) are represented and/or particular expertise is available.

### 2 ASCL Cymru Executive

- 2.1 Purposes
- a) Strategically define and develop the Public Policy Agenda.
  - b) Strategically define and develop policy for ASCL Cymru members on devolved legislative and educational matters.
  - c) Providing guidance papers for members in Wales.

- d) Guiding, as appropriate, responses to consultations being conducted by the Welsh Assembly Government or other Bodies within Wales
  - e) Working closely with key staff and elected officers of ASCL in order to shape and develop the above.
- 2.2 The conduct of the affairs of ASCL Cymru shall be vested in an ASCL Cymru Executive Committee Group consisting of:
- a) President
  - b) Two Vice Presidents
  - c) Immediate Past President
  - d) ASCL Cymru Director (employee)
  - e) ASCL Cymru National Officer (employee)
  - f) ASCL Cymru Regional Officer (employee)
  - g) The General Secretary or her/his representative
  - h) A minimum of three co-optees up to a maximum of five
- 2.3 The ASCL Cymru Vice Presidents are elected annually at the AGM following a nomination from ASCL Cymru Council.
- 2.4 The ASCL Cymru Vice Presidents may fulfil a two-year term in this post as agreed by ASCL Cymru Executive/Council
- 2.5 The ASCL Cymru President will be elected by ASCL Cymru Executive/Council following completion of the Vice President term. Where there are two Vice Presidents who wish to be considered for President, the President shall be decided through an election at the AGM.
- 2.6 The ASCL Cymru Director, National Officer and Regional Officer will be appointed by ASCL nationally, but with appropriate consultation with elected officers of ASCL Cymru Executive.
- 2.7 The Cymru Executive shall meet at least three times a year, and at least once per term, with all meetings having agendas and minutes.
- 2.8 Effective from September 2020, the presidential terms of the respective appointed persons shall commence from September 1 each year through to 31 August of the following year.
- 2.9 While the ASCL Cymru Director is expected to attend all UK Council meetings, with at least one member of the ASCL Executive, attendance by the National and Regional Officers is not mandatory.

### 3 ASCL Cymru Council

#### 3.1 Purposes

- a) Developing the Public Policy Agenda
- b) Approving policy for ASCL Cymru members on devolved legislative and educational matters

- c) Approving guidance papers for members in Wales
- d) Guiding, as appropriate, responses to consultations being conducted by the Welsh Government or other Bodies within Wales
- e) Working closely with key staff and elected officers of ASCL in order to shape and develop the above

#### 3.2 Membership

The Council should, as far as possible, comprise elected members representing the full diversity of geographic areas, linguistic variations and the membership categories of ASCL within Wales. An elected representative of a membership group will be established where a membership category is at least 5% of the membership and is not represented in categories a, b, c, or d below.

The Council will consist of:

- a) Eight Regional Representatives or their Alternates, with two members, elected for a period of three years, from each of the four regions as defined by the boundaries of the regional consortia. Elections or co-options will be organised in such a way as to ensure smooth transition and continuity (see note ii below)

Notes:

- i) Members of the Presidential Group are not expected also to serve as Regional Representatives.
- ii) The elections will be organised by ASCL HQ. Should a vacancy occur before elections are due, the vacancy, at the discretion of the Presidential Group, may be filled by one of the following means:
  - inviting the runner(s) up in the elections;
  - co-opting a member.
- b) Members of ASCL Cymru Executive who are not Regional Representative.
- c) Up to six members who have been co-opted by ASCL Cymru Council to ensure all membership groups are represented and/or particular expertise is available to Council.

Full membership of Council shall comprise full-time members, as detailed above, with a maximum of a further six co-opted members as required.

#### 3.3 Organisation and Operation

- a) The ASCL Cymru Council will meet at least three times a year; and additional meetings may be convened at the discretion of the ASCL Cymru Executive.
- b) ASCL Cymru Council will identify national policy areas and will periodically review and amend these as necessary.
- c) All ASCL Cymru Council members will serve as members of Policy Teams and will be available to support the ASCL Cymru Director on any relevant meetings, statements or consultations to which ASCL is invited to contribute.



- d) ASCL Cymru Council will receive regular reports and draft guidance and policy papers from its respective Policy Teams.
- e) Members of ASCL Cymru Council should attend (or send 'alternates' to) at least two of the three meetings per academic year. ASCL Cymru Council may determine on an annual basis to remove and replace, by co-option, a member whose attendance does not meet this minimum level.

#### 4 Finance

- a) ASCL HQ will finance the resources of ASCL Cymru in accordance with arrangements approved through ASCL Council and an annual Cymru budget to run to 31 December each year shall be agreed in advance with the ASCL Cymru Director on an annual basis.
- b) Accounts of expenditure and a Cymru income and expenditure account will be maintained by ASCL HQ and reported to Cymru Council at least annually by the ASCL Cymru Director, who will liaise with ASCL's Director of Finance and Operations to ensure due diligence. These will be reported to members at the AGM.

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

In the event of any conflict with or matter on which any council structures made pursuant to this bye-law is silent, the terms of this Association's Constitution and Rules shall prevail.

##### 1 ASCL Northern Ireland – General

- 1.1 The District (Region 11 as defined by ASCL Council) shall be known as ASCL Northern Ireland (NI).
- 1.2 Membership shall be open to all Full and Associate Members of ASCL based in Northern Ireland whose school, college or place of employment lies within the geographical limits of the region as defined by ASCL Council.
- 1.3 The object of ASCL Northern Ireland shall be to support, protect and promote the interests of its members in accordance with the spirit of Rule 2 (Objects and Purpose of the Association) of the ASCL Constitution which is updated and agreed at the ASCL AGM in June of each year.
- 1.4 An Annual General Meeting of ASCL Northern Ireland will be held each year at ASCL NI Conference.
- 1.5 A Special General Meeting of ASCL NI will be convened upon the receipt, by the President of ASCL NI, of a request endorsed by greater than 10% of the full members of ASCL NI, or at the direction of the General Secretary of ASCL.
- 1.6 Changes in ASCL NI constitution may be agreed only by a simple majority vote at an ASCL NI Annual General Meeting, or at a Special General Meeting called for the purpose. This is in accordance with Rule 21 of the ASCL Constitution.

- 1.7 ASCL NI rules are also subject to the approval of ASCL Council and shall be contained within the ASCL Constitution as a Bye-law (Number 6).

##### 2 ASCL Northern Ireland (NI) Executive

- 2.1 The conduct of the affairs of ASCL NI shall be vested in an ASCL NI Executive Committee Group which should, as far as possible, comprise members representing the geography, sectoral interests and membership categories of ASCLNI. The Executive group will consist of:
  - a) President
  - b) Vice President
  - c) Immediate Past President
  - d) ASCL NI Regional Officer (employee)
  - e) ASCL NI Honorary Secretary
  - f) ASCL NI Honorary Treasurer
  - g) National Representative
  - h) eight Regional Reps
- 2.2 The NI Regional (National) Officer is an ex-officio member of the NI Executive Committee and will act as Clerk to the Committee.
- 2.3 The ASCL NI Vice President is elected annually at the AGM following a nomination from ASCL NI members.
- 2.4 The ASCL NI Vice President may fulfil a two-year term in this post as agreed by ASCL NI Executive.
- 2.5 The ASCL NI President will be elected and ratified by ASCL NI membership at ASCL NI Executive following completion of the Vice President term.
- 2.6 The ASCL NI Executive shall meet at least three times a year, with all meetings being duly minuted.
- 2.7 Effective from September 2020, the presidential terms of the respective appointed persons shall commence from the 1 January each year through to 31 December of the same year.
- 2.8 With the exception of the National Council Representative who is elected to serve for four academic years, all other members of the NI Executive Committee shall serve for one year, being the calendar year following the AGM at which they were elected.
- 2.9 Should any member of the NI Executive Committee resign or leave during his/her term of office, a replacement may be appointed or co-opted by the remaining members of the NI Executive Committee to fill the vacancy until the next AGM when an election shall be held. Similarly if a member of the NI Executive Committee fails to attend for three consecutive meetings, without due reason, his/her membership of the NI Executive may be terminated and the remaining members of the NI Executive Committee will fill the vacancy by co-option of another ASCL member until the next AGM when an election shall be held.

### 3 Role of the NI Executive Committee

- Developing the Public Policy Agenda
- Developing policy for ASCL NI members on devolved legislative and educational matters
- Developing guidance papers for members in Northern Ireland
- Guiding as appropriate, responses to consultations being conducted by the Northern Ireland Assembly and other bodies within Northern Ireland
- Representing ASCL alongside the Regional Officer, at events and meetings with relevant interest groups (eg IRFU, UCAS), or nominating a member of ASCL NI to do so
- Such other purposes as the membership shall determine from time to time

### 4 Organisation and Operations

- 4.1 An Annual General Meeting of ASCL NI will be held once in each academic year.
- 4.2 Council Representatives unable to attend meetings of the National Council shall be entitled to nominate alternates if they so wish.
- 4.3 The National Representative shall provide a report to each meeting of the Executive Committee.
- 4.4 The Executive Committee shall set up working parties and sub-committees to deal with specific issues as necessary.

### 5 Finance

- 5.1 The annual subscription is determined by ASCL Executive and subs are collected by ASCL HQ.
- 5.2 ASCL HQ will finance the conduct of ASCL NI in accordance with arrangements approved from time to time by ASCL Executive.
- 5.3 Accounts for income and expenditure will be maintained by ASCL HQ Finance department and shared with the NI Regional Officer and reported to the NI Executive Committee by the NI Honorary Treasurer.

### 6 Proceedings at an AGM

The business of the Annual General Meeting shall be:

- to receive reports from the elected officers of the Association
- to receive reports from members delegated to represent the Association on bodies of interest to the Association
- to conduct any other business that the President may determine
- to elect officers of the Association
- to nominate representatives to bodies of interest to the Association

### 7 Nominations for office

Nominations for office must have the consent of the nominee and should be submitted to the Regional Officer at least 14 days in advance of the AGM. Voting for office shall be secret ballot.

### Bye-law 6: Relationship with School Leaders Scotland (SLS)

In the event of any conflict with or matter on which any council structures made pursuant to this bye-law is silent, the terms of this Association's Constitution and Rules shall prevail.

#### 1 Title

The title of the Association shall be "School Leaders Scotland" (SLS).

#### 2 Definitions

In this constitution, unless the subject or context otherwise requires: The Association means School Leaders Scotland.

A Local Group means the members of the Association working within a local authority area or grouping of two or more local authority areas.

A Local Group Area means the geographical area cover by a local group.

#### 3 Aims of the Association

- 3.1 To promote and safeguard the interests of School Leaders in Scottish secondary schools and colleges of further education.
- 3.2 To promote education, particularly that of secondary age children, in Scotland.
- 3.3 To secure for members of the Association an appropriate part in making and implementing policies which affect secondary education at local and national levels.
- 3.4 To provide members of the Association with advice on and assistance in professional matters.
- 3.5 To encourage the highest standards of professional conduct.
- 3.6 To provide to members of the Association, information pertaining to education and to encourage discussion of these matters and the widest possible participation in decision making at all levels.
- 3.7 To place the policies and the views of the Association at the heart of Scottish Education, before parents, the wider public, central and local government and before such other bodies as may be considered appropriate.
- 3.8 To endeavour to ensure that central and local Government provide the resources necessary for carrying out national and local policies in education.
- To address the foregoing purposes the work of the Association shall be carried out by General Meetings of



- members, a Council, an Executive and other Committees and bodies as the membership may decide.
- 4 Membership**
- 4.1 Full Membership
- Any person working in a Secondary School and college of further education who has school leadership responsibility shall be eligible to apply to be a full member.
- 4.1.1 If a full member is seconded to an educational organisation, such a person shall be eligible to retain full membership during the period of secondment. Any other individual member whose circumstances change and who wishes to retain membership will have the situation considered by Council.
- 4.1.2 Any person who previously held a substantive leadership post within a secondary school may also apply for full membership and have it considered by Council.
- 4.1.3 School Leaders Scotland is fully affiliated to the Association of School and College Leaders (ASCL). ASCL is a listed trade union. Full membership of SLS entitles members to the rights and privileges of ASCL as per 'professional associate members' in clause 5.2 of the ASCL Constitution. In exercising these rights members of SLS are bound by and subject to the provisions of the ASCL constitution. In the event of any conflict of ambiguity regarding SLS members' benefits, the terms of the ASCL constitution will prevail.
- 4.2 Honorary Membership
- Council shall have the power to grant Honorary membership of the Association on account of valuable service to the Association or to Secondary education in Scotland. Honorary membership of SLS will not confer Honorary membership of ASCL.
- 4.3 Any person who wishes to become a Member of the Association shall make application to the General Secretary. Once eligibility is confirmed, the applicant may be admitted to membership on payment of the subscription. If membership is refused, the applicant may appeal in writing to the Council whose decision is final.
- 4.3.1 In the case of grant-aided or independent schools the contract of service will be examined before admission to membership.
- 4.4 When a member retires, full membership may continue until the paid-up period has expired.
- 5 Rights of Members**
- Full members have the following rights:
- 5.1 To attend and vote at Local group meetings, General meetings and Conferences.
- 5.2 To stand for election to Council and serve as Officers of the Association in accordance with this Constitution and current legislation.
- 5.3 To vote at General meetings and in all elections of the Association.
- 5.4 To receive all publications and papers relating to General meetings.
- 5.5 To receive appropriate legal advice, guidance and support on professional matters.
- 5.6 To receive such other benefits as the Council may determine.
- 5.7 Honorary members shall be entitled to the rights and services which the Council may determine.
- 5.8 To have first right of access to Professional Learning programmes provided by the Association.
- 5.9 Full membership of SLS entitles members to some of the rights of members of ASCL but excludes voting rights for ASCL as Professional Associate members as provided for at Clause 5.2 of the ASCL Constitution, or as otherwise provided for by ASCL. In exercising these rights members of SLS are bound by and subject to the provisions of the ASCL constitution. <http://www.ascl.org.uk/about-us/constitution-and-policies/>
- 6 Annual Conference and General Meetings**
- 6.1 The Annual Conference and the Annual General Meeting will be held within each calendar year. Council shall determine dates which fall not less than six months and not more than eighteen months after the previous comparable events.
- 6.2 Office bearers and members of Council shall take office immediately after the Annual General Meeting.
- 6.3 Final responsibility for policy shall lie with a General Meeting of the Association of which not less than one shall be held each year.
- 6.4 A Special General Meeting of the Association may be called by Council or by a requisition to the General Secretary signed by not fewer than 1/6th of the total membership.
- 6.5 The General Secretary shall give not less than 21 days' notice of any General Meeting of the Association.
- 6.6 Issues to be raised at an Annual/Special General Meeting must be with the General Secretary no later than five days prior to any meeting.
- 7 Council and Officers**
- 7.1 The Council shall consist of the Officers, representatives elected by members of Local Groups and co-opted members.
- 7.2 Local Group representatives shall be elected on a scale determined from time to time by Council and based on the total Association membership in each Local Group Area.
- 7.2.1 Each local group representative shall serve for a period of four years except that Council may prescribe that vacancies be filled for shorter periods. Local group representatives may stand for re- election.

- 7.2.2 The General Secretary shall inform each Local Group of any vacancy(ies) on Council before each Annual General Meeting. Where necessary, Local Groups will invite nominations and proceed to an election, if required, by a postal ballot of members in the Local Group Area. The cost of the ballot will be borne by the Association. The name(s) of the successful candidate(s) shall be forwarded to the General Secretary.
- 7.2.3 Should SLS have representation in the Secondary Headteachers' category on GTCS, a place on Council will be filled by one of the SLS representatives from GTCS.
- 7.2.4 Vacancies occurring between Annual General Meetings of the Association shall be filled by election or by co-option after consultation between the General Secretary and the Local Group affected. The new representative shall serve until the date on which the vacancy would have occurred in the normal course of events.
- 7.3 The Officers of the Association shall be the following:
- President: who shall hold office for one year followed by a second year as Immediate Past President and thereafter one further year on Council and Executive.
  - Two Vice Presidents: who shall hold office for a maximum of two years.
  - Honorary Treasurer, Honorary Minutes Secretary, Immediate Past President and Past President.
- 7.3.1 Officers shall be elected annually, by postal/electronic ballot if required.
- 7.3.2 The Treasurer and the Minutes Secretary may be re-elected annually for a further four years and thus serve a maximum of five years.
- 7.3.3 Nominations for office bearers shall be made by a date prior to each Annual General Meeting determined by Council, from among members serving or who have served on Council. Such nominations may be submitted either by Council or by members of the Association. Nominations must be submitted to the General Secretary by the due date by the proposer and must bear the names of six assentors and be signed by the nominee.
- 7.3.4 Election of a Council member as an Officer of the Association automatically causes a vacancy among representatives elected by members which shall be filled in the usual way.
- 7.3.5 The General Secretary shall send to all members a list of nominations for officer posts and where necessary, arrange for a postal/electronic ballot of members in sufficient time for the list of successful candidates to be published at the Annual General Meeting.
- 7.3.6 Where there are no nominations for an officer post by the date of the Annual General Meeting, Council shall have the right to fill such vacancy and thereafter ask for approval at the next General Meeting of the Association.
- 7.3.7 Where an officer post becomes vacant between Annual Meetings Council may make an appointment for the remainder of the period.
- 7.4 The General Secretary shall give not less than 7 days' notice of any meeting of Council.
- 7.5 In the absence of the President from a meeting of Council, the Vice President shall conduct the meeting. In the absence of the Vice President Council shall elect a Chair from among its members.
- 7.6 Council shall transact business on behalf of the Association.
- 7.7 Council may co-opt members to meet special concerns or to ensure that the interests of certain groups within the Association are fairly represented. Co-opted members should serve for a maximum of two years. Thereafter it is open to Council to consider co-option for a further period of up to two years. The number of co-opted members would be decided by Council as appropriate.
- ## 8 Executive and Committees of the Association
- 8.1 The President, Vice Presidents, Immediate Past President, Past President, Honorary Treasurer, Honorary Minutes Secretary, GTCS Representative, Strategic Planning Manager and one Headteacher, Depute, Principal Teacher and Business Manager from Council will form the Executive of the Association. Council representatives will serve for a maximum of two years but may be re-appointed at the discretion of Council.
- Nominations to Executive will come from Council membership and must be submitted to the General Secretary by the due date by a proposer and seconder who must also be members of Council, and be signed by the nominee.
- Executive will also be attended by General Secretary, Finance and Administration Manager, Field Officer, Professional Development Manager, Higher Education Specialist and any convener of Committee as has been appointed by Council.
- 8.2 Between meetings of Council, the management of the affairs of the Association shall be the responsibility of the Executive and/or the Presidential Team.
- 8.3 Strategic planning and financial oversight will be the responsibility of the Strategic Planning Group (which includes the Presidential Team plus any such other key personnel approved by the Executive). This group will meet not more than 5 days in advance of meetings of Executive to prepare position statement and a statement of forward plans to be delivered to Executive by President.
- 8.4 The General Secretary shall give at least 7 days' notice of a meeting of the Executive.
- 8.5 Three members, one of whom must be the President or Vice President shall form a quorum of the Executive.

- 8.6 At its first meeting after taking office, the Council shall appoint such Standing Committees as it considers necessary.
- 8.7 Council shall appoint a Convener to committees.
- 8.8 Conveners of committees shall submit Reports to Council Meetings and General Meetings of the Association.
- 8.9 The President and Vice Presidents shall be members of all committees 'ex officio'.

## 9 Appointed Officials and Employees

A General Secretary shall and other officials may be appointed by the Council in accordance with procedures and on conditions of employment approved by it.

## 10 Interests of Members

- 10.1 Any member in good standing will be entitled to advice, protection and support from the Association provided that the member acts in accordance with the advice given by the Association or its accredited representative.
- 10.2 Any member who wishes the advice, support or protection of the Association must follow the appropriate procedure.
- 10.2.1 Where the advice or instruction given to a member by the Association conflicts with or varies from that given by another professional association to which he or she belongs, the member must decide which to accept and thereafter inform the General Secretary of SLS of his or her decision. Should the member opt for the other Association then School Leaders Scotland will withdraw from the matter and cease to have any responsibility therein.
- 10.2.2 Legal support of and advice to members will operate through the General Secretary in the first instance. Thereafter, with the approval of the General Secretary and the terms of the ASCL Constitution, the member may correspond directly with the Association's Field Officer and/or legal advisers as appropriate.
- 10.2.3 The scope and range of legal support and protection from the Association shall be in accordance with the agreements entered into between the Association, and the ASCL Constitution.
- 10.2.4 Members are free to seek independent legal advice but should a member seek to follow such advice School Leaders Scotland will not involve itself in the matter, or if already involved will withdraw from the matter and cease to have any responsibility therein.
- 10.3 Any member in good standing is free to make use of the service of the Association's insurers in arranging personal and property insurance on the understanding that such arrangement lies between the member and the insurers, the Association having no responsibility therein.
- 10.3.1 It will lie with the Association's insurers to decide whether the advantage accorded to members should continue when a member retires or leaves the Association for any other reason.

## 11 Industrial Action

- 11.1 While it is the aim of the Association to resolve all disputes by discussion and negotiation the Association reserves the right to recommend industrial action should it be deemed necessary. Any arrangement for industrial action shall comply with relevant legislation and be pursued through ASCL. Such action, whether of a limited nature or involving complete withdrawal of labour by members may only take place provided that:
- 11.1.1 Council considers all alternative methods of resolving the dispute to have been exhausted.
- 11.1.2 The nature and effects of the proposed industrial action have been fully discussed by Council and thereafter made clear to members.
- 11.1.3 Members have been given the opportunity to express views on the proposed action either through local correspondents or in Council prior to the referral of the dispute to ASCL.
- 11.1.4 At least 50% of Ordinary members of the Association have in a postal/electronic ballot agreed to the proposed action.
- 11.1.5 Such action is a recommendation, not an instruction, to members.
- 11.2 Where industrial action involves loss of salary by members, it shall be open to Council to recommend whether action be taken to recompense members for such loss and to propose the means of doing so.

## 12 Local Groups

- 12.1 Meetings of Local Groups shall be held to discuss Association Policy and other relevant matters. Such meetings shall be conducted by a member of the Association and non-members may be invited to attend. If deemed appropriate by the member(s) calling the meeting or by the members present at the meeting non-members may not be invited or may be asked to leave the meeting. Only members will have voting rights.
- 12.2 Members of the Association within a Local Group Area shall make suitable arrangements for communicating with the Council and/or the General Secretary either by appointing or electing local officials on an annual basis, or by appointing a correspondent who will be responsible for all communication between the Council and local members and for disseminating information from or about the Association to local members. The names of such officials or correspondents shall be sent to the General Secretary prior to the Annual General Meeting of the Association. Notwithstanding this arrangement the General Secretary, Council representative or another official may correspond directly with every member.
- 12.3 Members of the Association within a Local Group Area shall be responsible through the local officials or correspondent, for electing to Council representative or representatives in accordance with the scheme of election laid down by Council. Where necessary, such an election shall be carried out by means of a postal ballot of all

- members in the Local Area, the cost of such a ballot to be borne by the Association.
- 12.4 Any vacancy in Council which occurs subsequent to an Annual General Meeting shall be filled either in accordance with para 12.3 or by co-option after consultation between the General Secretary and the Local Group. The person elected shall continue in office until the vacancy would have occurred in the normal way.
- 12.5 It shall be open to any meeting of local members held in accordance with para 12.1 to make representation to Council on any matter pertinent to the Association and to propose resolutions for discussion at General Meetings or meetings of Council, provided such resolutions are notified to the General Secretary 28 days before such meetings.
- 12.6 Local meetings of members held in accordance with para 12.1 may not claim to be acting or speaking on any issue, local or national, in the name of the Association unless such action or statement has been approved by Council or Officers of the Association.
- 12.7 Members within a Local Group Area may not undertake any action or adopt any policy which may require the support of the Association without the approval of Council or Officers of the Association.
- 12.8 It shall be open to Local Groups to negotiate on or discuss with their immediate employers matters of immediate interest to members in the Local Group Area and to act in the name of the Association, always provided that the Council or Officers are kept fully aware of proceedings and that no undertakings are given or agreements entered into in the name of the Association without prior approval of Council or officers of the Association.
- 12.9 At any meeting between Local Groups and employers, the Local group representative(s) to Council shall normally be a member or members of the Association's delegation.
- 12.10 It shall be open to Council to require that the General Secretary, a member of Executive or a nominated representative be included in the meeting with employers.
- 12.11 It shall be incumbent on Local Groups to adhere to the policy of the Association in any discussions, negotiations with employers. Failure to do so may prejudice support from the Association for any agreement reached.
- 13 Financial Arrangements**
- 13.1 Subscription
- 13.1.1 Members shall pay an annual subscription to be proposed by Council and approved by a General Meeting of the Association.
- 13.1.2 The Annual Subscription shall become payable on the first day of January each year and may be settled by a single payment or by monthly Direct Debit payments or by any other means agreed by Council or Executive.
- 13.1.3 Any member who fails to renew a subscription by 31st March shall cease to enjoy the rights and privileges of membership until such subscription is paid. Any member paying by monthly Direct Debit who fails to make payments for a period of three consecutive months shall cease to enjoy the rights and privileges of membership until such payments are reinstated.
- 13.1.4 An Honorary Member will not be required to pay an Annual Subscription.
- 13.1.5 A new member joining the Association in the course of a school session shall pay a subscription at a rate determined by Council.
- 13.2 Control of Funds
- 13.2.1 All monies belonging to the Association shall be under the control of the Honorary Treasurer who shall be an Officer of the Association, member of the Executive and also of the Presidential Team.
- 13.2.2 All monies shall be lodged in an Account or Accounts as approved by the Executive and ratified by Council.
- 13.2.3 All cheques drawn on the funds of the Association shall be signed by the Honorary Treasurer and/or any other Officer/ Official appointed by the Council.
- 13.2.4 The Strategic Planning Group will prepare an Annual Financial Plan which will be agreed by Executive and ratified by Council.
- 13.2.5 The Honorary Treasurer shall submit to a General Meeting of the Association a financial statement of all Association Funds which has been independently audited.
- 13.2.6 The Honorary Treasurer is required by Council to make interim financial reports at each Council and Executive Meeting, giving a clear indication of comparative financial trends.
- 13.2.7 The profits or other income of the Association shall be applied in promoting its objectives.
- 13.2.8 No distribution shall be made by way of dividend to the members of the Association.
- 13.3 Expenses and Remuneration
- 13.3.1 Members of the Association shall be entitled to reimbursement of all reasonable expenses incurred on Association business and authorised by Council of the Association or the appropriate officer.
- 13.3.2 The rate of reimbursement of travel and other expenses shall be reviewed every two years by Executive and ratified by Council. Travelling expenses will be paid on mileage which exceeds normal daily travel to work.
- 13.3.3 All claims for expenses shall be submitted to the Admin Finance Manager timeously on the appropriate form and accompanied, where necessary, by receipts and other documents. The Admin Finance Manager will approve claims with any queries referred to the Treasurer.
- 13.3.4 The Executive shall determine the level of any occasional or casual remuneration or honorarium which should be clearly identified in the Accounts.

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13.3.5 Nothing herein shall prevent any payment in good faith by the Association of reasonable and proper remuneration to any employee of the Association for any services rendered to the Association and to Council members for reasonable out of pocket expenses.

13.4 If upon winding up or dissolution of the Association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall be transferred to a charitable institution or institutions having objects similar to the objects of the Association, and which shall prohibit the distribution of its or their income and property amongst its or their members to an extent at least as great as is imposed upon the Association, such charitable institution or institutions to be determined by the Council of the Association at or before the time of dissolution, or, in default thereof, by the Court of Session, and if and so far as effect cannot be given to the foregoing provisions then to some other charitable object.

#### **14 Amendment of Constitution**

14.1 The constitution shall be amended only at an Annual General Meeting. Notice of proposed constitutional changes will be given to members 21 days prior to the meeting at which they will be discussed. Proposed constitutional changes require that at least two thirds of those present at the meeting vote in favour.

# 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

### 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 Association membership are available on the Association's website. In cases where an applicant is unsure about their eligibility they should speak with, or email, the Association's Membership Department (0116 299 1122, [membership@ascl.org.uk](mailto: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 the Association's 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
- YST
- CEC
- PiXI
- CST
- 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: Full 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.
- 4 Members taking parental leave will be eligible for a 50% reduction in fees for the period of leave, providing they inform membership in advance they will be taking such leave.

- 5 Members who are working on a 0.6 FTE or less contract will be eligible for a 50% reduction in fees. Members must notify membership in advance of any change to their contract.
- 6 Members taking a sabbatical will be eligible for a 50% reduction in fees for the period of leave, providing they inform membership in advance they will be taking such leave and do not have self-employed status or work for a company owned by themselves.

#### Appendix C: Membership of Council

- 1 Council membership will continue for the term of the relevant office or co-option and 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 ASCL FE and one from Sixth Form Colleges)
  - One Alternative 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 2019 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)
- 2 The current Type 2 affiliated organisations are:
  - Headmasters' and Headmistresses' Conference (HMC)
  - Girls' Schools Association (GSA)

## 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
<b>In the event that there is more than one candidate</b>	
Candidates sent full nomination form and advised for 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 Civica	Late January
Civica to distribute voting papers	Early February - allow a minimum of ten working days for responses
Voting papers to reach Civica	Late February
Civica 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 will 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
Nomination forms to be put onto website, EMN and Twitter	Late February - allow a minimum of ten working days for response
Deadline for nomination forms	Late March
Voting papers/data to Civica	Early April
Civica to distribute voting papers	Mid April
Voting papers to reach Civica	Mid May
Civica to announce results to ASCL	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 the Association in pursuance of their role will not have any personal financial liability for decisions made and are indemnified by the Association.

To assist them in their duties the Trustees of the Association 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 Association’s Audit and Risk Committee and may attend meetings of the 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 Association’s constitution.
- Ensuring that the Association’s assets and resources are used only for the purposes of the Association.
- Ensuring that the Association adheres to the rules as laid out in the Association’s constitution, trade union law and other applicable laws and regulations.
- Contributing to the Association’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 the Association’s compliance with its regulatory requirements and overseeing in conjunction with the Honorary Treasurer and Director of Finance and Operations the prudent management of the Association’s finances.
- To be consulted by the President/Honorary Treasurer/ Director of Finance and Operations about any decisions significantly affecting the Association’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

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

This documents sets out the Association'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 The Association urges members who have a concern or wish to make a complaint to contact the Association 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 The Association 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 the Association'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 "Association 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, Second Floor, Peat House, 1 Waterloo Way, Leicester LE1 6LP

- 9 Members should provide as much information as possible when setting out their complaint, in addition to supporting evidence. This enables the Association 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, the Association shall appoint an appropriate senior member of staff to investigate the complaint.
- 11 The Association shall acknowledge receipt of the complaint within five working days of receipt.
- 12 The Association 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 the Association shall provide a written response to the complainant setting out:
  - a) the outcome of the investigation and
  - b) any solutions proposed, if appropriate.
- 14 The Association 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 the Association's sole discretion. The Association 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 the Association. 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 the Association'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 the Association'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, the Association reserves the right to extend the periods within which a response to either a complaint or an appeal is provided. The Association 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 the Association's in-house solicitors, the procedures to be followed are set out in Sections C and D.
- 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 The Association staff have a right to be respected and to feel safe at work. The Association will not tolerate aggressive, abusive, or unreasonable behaviour towards its staff. The Association require that members refrain from unreasonable behaviour when making complaints.
- 29 The Association retains the right, where it considers the actions of members to be unreasonable or unacceptable, to withdraw, restrict or change access to the Association's services.

### Appendix I: Legal Policy and Member Support Policy

This document explains how the Association 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 the Association'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 the Association's complaints policy and how to access it. This policy is in accordance with, and must be read in conjunction with ASCL's current Constitution and Rules.

#### 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 The Association may offer advice and support to members regarding professional issues that arise during the course of their employment, provided that the member was in the Association's membership and that the membership department of the Association 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 the Association's hotline but not to member support, legal assistance or referrals to the Association'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, the Association will be unable to continue to offer member support and legal assistance. If these have been withdrawn in such circumstances, the Association 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 the Association's sole discretion.

##### Section B: Coverage General

- 6 The Association may at its sole discretion 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 The Association is committed to the proper use of its funds to further its objectives 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 the Association 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, the Association will have due regard to proportionality, any wider membership benefit and the likelihood of success of any actual or contemplated proceedings and its objectives.

- 8 Expenditure will not be made to establish a point of law unless the Association considers that to do so will be of advantage to and/or in the interests of the wider membership.
- 9 Funds will not be used in order to achieve a very limited financial advantage for an individual member.
- 10 The Association 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 The Association will only offer member support and legal assistance for issues originating from the period of Association membership, provided that the issue arises from the member’s employment which is the subject of their Association 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 The Association 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 the Association. In such a situation, the Association may however offer pastoral support at the discretion of the Director of Member Support and/or the General Secretary.
- 13 The Association 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.

**Nature of case**

- 14 The Association will only offer members support and assistance with matters relating to the member’s personal contract of employment. The Association will not provide advice or assistance in connection with the discharge of management duties.
- 15 It is not possible for the Association to offer support to governors, schools or colleges as the Association’s function is to support its members in connection with their own employment.
- 16 In respect of 5 management issues, the Association’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 Association members in the same team sometimes occurs. Such situations will be carefully considered by the Association. If a member’s employment is potentially threatened by such a conflict, the Association will offer support to him/her in order to try to resolve the issues. Each Association member in this situation, whatever his or her post, will receive the same high level of professional support insofar as permitted by any conflict.  
  
Should there be any conflict of interest between members, the Association will, wherever possible, assign separate field or regional officers to advise and/or represent each party.
- 18 At all times, the Association’s staff will ensure that they have no conflicts of interest and will take appropriate steps to protect members’ interests when such a conflict becomes apparent. The Association’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, the Association 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 the Association 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 the Association’s reasonable opinion
- 20 The Association 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 defendant to those proceedings
- with any other matter which the Association does not consider to be an appropriate use of the Association's funds

#### Employment tribunal and civil claims

- 21 The Association 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 the Association 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, the Association 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, the Association 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 Association membership.
- 25 In relation to defence of criminal allegations, charges, prosecution or appeals against convictions/sentences, the Association 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 the Association, the member has no viable defence to such an allegation/ charge or
  - In the reasonable opinion of the Association, the member has behaved with recklessness or with a wilful neglect of his/her duty
- 26 When considering whether the Association can provide member support and legal assistance under Paragraph 25, 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, the Association will inform the member and

The Association 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, the Association will immediately cease member support and legal assistance in the member's case.

- 27 The Association 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 the Association decline to support, or withdraw its support, in criminal cases pursuant to Paragraphs 25 - 27, 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 the Association 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, the Association will endeavour to arrange for a duty solicitor or other legal representation which the Association 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, the Association and any external legal advisers that the Association 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 the Association 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 the Association'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 the Association as soon as reasonably practicable



- and must cooperate fully with the Association in respect of any preparation and/or presentation of their case. The requirement to disclose all relevant information to the Association 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 the Association 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 the Association's prior consent.
- 34 Any member seeking member support or legal assistance from the Association must notify the Association 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. The Association may decline to support, or withdraw support, in relation to any case where the Association considers the member has unreasonably delayed in informing the Association 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. The Association policy is to advise members to agree to judicial mediation whenever it is offered by the tribunals. If such advice is not accepted, the Association may withdraw support at its discretion.
- 36 The Association will be unable to continue to support any member who becomes threatening or abusive either orally or in writing towards staff (including Association 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. The Association's staff and any external advisers instructed by the Association 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 the Association's requests for medical records and/or confirmation of the member's fitness to instruct the Association, where the Association consider appropriate.
- documents connected with such cases will remain the property of the Association. 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 the Association's in-house solicitors who will give the briefing to the external adviser and conduct all communication with them.
- 40 The Association 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 the Association's specific prior consent.
- 41 Where the Association decides at its absolute discretion to engage an external adviser, the selection of an appropriate external adviser will be a matter solely determined by the Association. Legal representation will always be provided at first instance by the Association'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 the Association immediately. It is not acceptable for members to have advice coming from more than one source. In such an instance, the Association may discontinue offering member support and legal assistance to the member. If member support or legal assistance have been withdrawn in these circumstances, the Association will not normally be able to resume legal support of the case, although it is a matter for the Association'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 the Association's legal support, he or she should immediately contact their Association 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, the Association will not be liable for those consequences and in such circumstances the Association reserve the right to discontinue legal support.
- 44 The Association will consider very carefully a written second legal opinion obtained by a member but the Association'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 the Association's services or to accept the Association's advice and to reject that given in the second opinion. The Association will not reimburse members for the cost of obtaining a second opinion.

#### External Advice

- 38 Advice will usually be given by Association employees including field and regional officers, telephone advisers, in-house solicitors and specialists. On occasion the Association 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 the Association, who will consult with the member where the Association determines appropriate. All papers, briefs, opinions and

#### 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 Association

staff or external professional advisers commissioned on their behalf by the Association. The Association will normally settle all legal and professional bills for costs arising from the Association's instruction of external advisers and any disbursements arising in connection with any proceedings brought by the Association, subject to the same having been approved in advance by the Association and arising from the period of the Association's member support and legal assistance in relation to the member's case.

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

The Association 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 the Association on the member's behalf.

- 47 Where the Association offer support or legal assistance to a member in relation to any claim in the Employment Tribunals (including any appeals) or civil courts, the Association will indemnify members' legal costs in the unlikely event that a costs order is made against the member, save where the costs are incurred due to the member's conduct of the claim. 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 The Association'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. The Association therefore makes a small charge to members for this service, such charge to be determined from time to time. The Association 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 the Association and/or any external advisers instructed by the Association. The Association 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 the Association's advice or that provided by an external adviser instructed by the Association as the case may be or

- declines the advice, support or representation of the Association (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 the Association during their membership, furnishes incorrect or misleading information to the Association, or on their application for membership fails to disclose any relevant information within the member's knowledge, the Association 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 the Association or the Association 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 the Association'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 the Association's support and the Association shall not be liable for meeting the same. The Association 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.

#### 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 the Association at any stage, the member must follow the Association's complaints policy, a copy of which is available from the Association 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 the Association's complaints policy.

## Section G: Confidentiality and Data Protection

- 55 ASCL employees and officers will maintain professional confidentiality at all times and matters will be handled with the utmost discretion. They will refrain from using any member's information for any personal or business gain and will offer only those services which they are experienced and equipped to offer. They will avoid conflicts of interest and inform the member immediately of any such potential conflicts. When data is provided to ASCL (including data held on its database) it is used solely in accordance with the provisions of the Data Protection Act 1998.
- 56 Any information, products and services requested from ASCL member support or legal staff, not specifically in respect of the member's own employment, by telephone, fax or email are provided without any representation or endorsement made and without warranty of any kind whether express or implied, including but not limited to the implied warranties of satisfactory quality, fitness for a particular purpose, non-infringement, compatibility, security, completeness and accuracy. ASCL, its employees and officers will not be liable for any expense, loss or damage, including without limitation loss of data or profits arising out of or in connection with information requested from ASCL member support or legal staff unrelated to the member's own contract of employment and conditions of service.
- 57 No transmission of data over the internet can be guaranteed as totally secure. Whilst ASCL strive to protect members' information, ASCL offer no warranty as to the security of information transmitted over the internet and ASCL cannot ensure the security of any information its members' transmit to ASCL over the internet. Accordingly, any information which members transmit to ASCL over the internet is transmitted at the member's own risk.
- 58 This policy is owned by ASCL's Director of Member Support.

- They serve as communicators/negotiators between Association members and other organisations on certain non-national policies and problems alike: primarily this includes representing the Association on an employer group's Joint Negotiating Committee (JNC).
- When appropriate, they arrange local meetings to communicate with members, Regional and Field Officers, and Council representatives about policies, issues, and concerns.
- They help to recruit to the Association those newly appointed to senior responsibilities and to welcome new members.
- They may occasionally present the Association's views on current issues to the media and will generally promote the Association's objectives and seek to promote the Association members' interests.

## Appendix J: Role of the Local Representative

### Introduction

Local Representatives are ASCL members who are normally serving school or college leaders who volunteer to represent members within an employer group or groups through collective bargaining, reflecting the views of Council.

The role of a Local Representative is governed by Bye Law 3, paragraph 6.1 and the Local Representative Guidance in force from time to time.

### Overview of the Role

The Local Representative's role can be divided into five main areas.

- They communicate with the Association headquarters on matters arising locally, and about individual local cases of concern.

The constitution was implemented on 1 January 1978.

It was subsequently amended on:

November 1983

September 1985

March 1988

April 1989

April 1990

March 1994

April 1997

June 2001

June 2006

June 2007

May 2009

June 2010

June 2013

July 2015

June 2016

June 2017

June 2018

June 2019

June 2020

June 2021

February 2023