THE
CONSTITUTION
OF THE
PARENTS–TEACHERS ASSOCIATION
PAMPERS PRIVATE SCHOOL
Plot 99, Owukori Crescent Alaka Estate, Surulere, Lagos.
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PAMPERS PRIVATE SCHOOL
Plot 99, Owukori Crescent Alaka Estate, Surulere, Lagos.

“ONWARD TOGETHER WE NURTURE”
The challenge of providing qualitative and functional education to our children demand a joint responsibility of both the home and the school. Little wonder then, the mutual and interdependent relationship that must exist between the two agencies of education.

Pampers Private School PTA is a product of this belief. The Association’s constitution therefore provides the legal framework and outline of the goals, processes and means of positively enhancing the quality of education provided for our dear children in the school.

I strongly believe that the future of the nation rests solely on our children who should be given the best educational foundation in life. Therefore, we should all cooperate to make this association the best as we contribute our quota in bringing up children who love God and humanity and are always ready to serve to the best of their abilities.

Thank you

TOBI N. ODUYALE
PTA CHAIRMAN
(PAMPERS PRIVATE SCHOOL)
We, the parents, guardians and teachers of children in ‘Pampers Private School, Surulere, Lagos State, Nigeria (hereinafter referred to as ‘The School’) in the interest of our children, wards and pupils have firmly resolved to establish a mutual association to afford a forum where parents, guardian and teachers can meet to discuss and decide on issues that touch on the general progress of our children particularly in areas of academics, psychological, and physical welfare and the general development of the school, and to this end, we hereby make, subscribe to and give unto ourselves this constitution whereby it is agreed that:

**ARTICLE 1**

**NAME:**

1.1 The association shall be known and called, “**THE PARENTS TEACHERS ASSOCIATION OF PAMPERS PRIVATE SCHOOL, SURULERE, LAGOS**” (hereinafter referred to in this constitution as ‘**The Association**’)

1.2 Motto: The motto for The Association is “**ONWARD TOGETHER WE NURTURE**”.

**ARTICLE 2**

**ADDRESS**

2.1 The registered address and Secretariat of The Association shall be at the premises of:

PAMPERS PRIVATE SCHOOL  
PLOT 99, OWUKORI CRESCENT  
ALAKA ESTATE, SURULERE  
LAGOS STATE, NIGERIA

2.2 And any other postal and/or electronic address as may be determined by a resolution of The Association from time to time or any other future registered address of the school.
ARTICLE 3

AIMS AND OBJECTIVES

The Association shall be a non-governmental, non-political, non-religious, non-ethnic and non-profit sharing social gathering of persons to:

3.1 Facilitate a forum where parents guardians and teachers of pupils in the School can meet to dialogue and take decisions on issues concerning the general well being and interest of the pupils.

3.2 Promote all-round thorough education generally and the advancement of academic standards in particular.

3.3 Harness efforts to ensure the positive mental and psychological development of pupils.

3.4 Co-operate with one another to ensure the general progressive development of the school.

3.5 Foster, promote and ensure the good welfare of the children in the school.

3.6 Harness efforts and ideas to ensure that pupils are tutored in a good, safe, morally, socially and technically satisfactory environment for the formal and informal instruction of the children.

3.7 Monitor, evaluate and research the developmental progress of the pupils generally and/or individually.

3.8 Facilitate such interaction whereby the parent/guardian on the one hand and the teachers on the other hand can meet to discuss pupils individually or generally and co-operate with each other in the interest of the pupils’ advancement and for the purpose of complementing each other’s efforts in the pupils’ development.

3.9 To expend The Association’s monies for the purpose of the administration of the Association and in the furtherance of its aims and objectives.
3.10 Promote and pursue development activities that will be beneficial to the Association and the pupils in particular.

3.11 Raise funds to cater for the execution of useful projects (as may be determined by the Association) within the School, concerning the School, or concerning the interest of the pupils in general.

3.12 Prevent all forms of discrimination, injustice, and/or oppression whether aimed at individual member or the Association in general.

3.13 Assist any recognised authority, whether private, local, state or national in ensuring stability, justice, fair play, honesty and a cordial relationship in the School and amongst members.

3.14 Do all things that are incidental or conducive to the attainment of any or all of the above objectives.

3.15 Enter into any agreement with private persons and/or public authorities, whether local, state or national for the achievement of the aims and objectives of The Association and obtain from such person and/or authority all rights, concessions and privileges as may advance the aims and objectives of The Association.

ARTICLE 4

MEMBERSHIP

4.1 Admission to Membership

Membership of the association is free and shall consist of the following:

(a) All parents or guardians of pupils whilst such pupils are attending the School, shall be members of the Association.

(b) The Proprietress, administrator, head teachers and all other teachers in the School.
(c) Parents/guardians who are holding any office of the executive committee but whose children/wards have left the school. If such person is still willing to continue in that office in the interest of The Association subject however to such person’s successful reeletion.

(d) Other bodies or persons, subject to a resolution of the general meeting as may be decided upon from time to time.

4.2 Rights and Duties

Membership of ‘The Association’ shall confer the following:-

(a) The right to vote and/or be voted for at any meeting of The Association provided that such member is a financial member.

(b) The right to enquire about and/or inspect all records of The Association whether financial or otherwise.

(c) The right to summon a general or an extra ordinary general meeting in conjunction with other members.

(d) The duty to attend meetings of The Association punctually and regularly.

(e) The duty to pay all dues, levies and fees as may be agreed upon or determined by The Association from time to time.

4.3.1 Discipline of Members

All members are expected to maintain a high sense of responsibility and decorum and shall not commit any act or omission nor engage in any activity or association which is prejudicial to the interest, aims and objectives of The Association or which may bring The Association into disrepute.

4.3.2 The Association shall take disciplinary actions such as suspension, removal from office or the imposition of a fine on any member who:-
a. Repeatedly flouts the constitution of The Association.

b. Embezzles the funds of The Association (particularly an executive committee member).

4.3.3 A disciplinary committee shall be constituted by the General Meeting when found necessary to do so, to investigate the case of an erring member. Such Committee shall make its recommendation to the General Meeting.

4.4 Resignation of Membership

Any parent or guardian who ceases to have a registered pupil in attendance at The School or any teacher or officer or board member who ceases to hold such relevant office or ceases to be in the employment of the school shall automatically cease to be a member of The Association subject however to the provision of Article 4.1 (c and d).

ARTICLE 5

THE EXECUTIVE COMMITTEE

The management and the day to day administration of The Association shall be conducted by an Executive Committee which shall implement the decision/s of a General Meeting of The Association and shall take all such steps that may be necessary in the interest of The Association.

The Executive Committee shall be constituted by the following officers:

a. The Chairperson
b. The Vice Chairperson
c. The School Administrator/School Representative
d. The General Secretary
e. The Financial Secretary
f. The Treasurer
g. The Welfare Officer
h. The Legal Adviser/Officer
i. Two Ex-Officio Members
Sub-Committees

In furtherance of its duties, the Executive Committee may appoint sub-committees for specific purposes and may delegate to any such sub-committee, any of the powers of the Executive Committee except those of electing and terminating Executive Committee Members and the making, altering or revocation of rules and regulations made pursuant to this constitution.

Other Offices

(a) The Association may create additional office/s as deemed necessary. Such added office/s may or may not constitute part of the executive committee.

(b) The status of the office/s so created shall be at the discretion of The Association as decided upon at the General Meeting where the office/s was so created.

Duties/Functions of Officers of the Executive Committee

a. The Chairperson:- This office shall be held by a parent or guardian who shall:

i. head the executive committee of The Association.

ii. be registered as one of the trustees of The Association if he/she in not already a trustee.

iii. preside at all meetings of The Association at which he/she is present.

iv. maintain orderly procedure and decorum at all meetings.

v. direct the day to day affairs of The Association with the assistance of other members of The Executive Committee.

vi. have a casting vote in the event of equality of votes in the determination of a resolution.

vii. deliver a written report at the annual general meeting of every academic year on the activities, progress and financial position of The Association in the
preceding academic year.

viii. assign duties as may be necessary from time to time to any other member of The Association.

ix. have the power to initiate the convening of meeting of either the Executive Committee General Meeting or an Extra-Ordinary General Meeting of The Association in accordance with this Constitution.

x. perform any other duty assigned to him/her by members at the General Meeting or by officers of the Executive Committee.

b. The Vice-Chairperson:- This office shall be held by a parent or guardian who shall:-

i. in the absence or inability of the Chairperson, exercise all the powers and duties of the Chairperson.

ii. generally assist the Chairperson.

iii. perform an other duty/ies which the Chairperson, the Executive Committee and/or the Members at General Meeting may assign to him/her.

c. The School Administrator/School Representative:- This office shall be held by The School’s Administrator, a head teacher, or any other management staff of the school which the school authority shall determine to hold this office and the officer so designated shall:-

i. be in a position to take decisions at The Association’s meetings which shall be binding on The School.

ii. confer regularly with the other members of the Executive Committee in order to ensure the effective execution of the objectives and administration of The Association.

iii. in conjunction with the General Secretary he/she shall:

- ensure that all correspondence on behalf of The Association or to The Association are duly communicated.
- cause to issue and circulate all notices and minutes of the meetings.

iv. on behalf of The Association, collect or cause to be collected from parents and guardians all The Association’s dues and levies (hereinafter referred to as PTA Dues) as shall be imposed from time to time by The Association. Such PTA Dues collected, shall be handed over to the Treasurer together with the analysis of payments received which shall be prepared by him/her and he/she shall give the General Secretary, The Financial Secretary and The Treasurer a copy each of same.

v. present a written report on the activities and developments which took place in The School and a summary of income received on behalf of The Association at every Annual General Meeting of The Association.

vi. perform such other roles and duties assigned to him/her by members at General Meeting or by officers of the Executive Committee as may be deemed necessary to facilitate the attainment of the objectives and the smooth administration of The Association.

d. **The General Secretary:** This office shall be held by a teacher in The School who shall perform all duties usually performed by a Secretary and these shall include the following:

i. conduct and co-ordinate all correspondences on behalf of the Association.

ii. issue or cause to issue all notices of meetings and agenda thereof. However, it is herein further provided that the duty to issue and circulate notices of meetings and other forms of correspondence relating to The Association shall be that of The School Administrator in conjunction with the general secretary.

iii. have custody of all documents of The Association and keep a proper file and record of same.

iv. record and keep full and accurate minutes of all meetings.

v. read minutes of a preceding meeting at a meeting.

vi. keep a comprehensive and up to date register of members which shall contain other particulars relating thereto.
vii. confer with other officers of the Executive Committee regularly with a view to updating his/her records on information and activities of those officers and ensure the effective execution of the administration of The Association.

viii. any monies received by the General Secretary on behalf of The Association, shall be handed over to the Financial Secretary after the General Secretary shall have recorded same.

ix. present a written report on The Association and the office of the General Secretary at every Annual General Meeting.

x. after any election has occurred at an Annual General Meeting and such election has the effect of altering the names of the members of the Executive Committee to the extent of changing the signatories to The Association’s bank account, the General Secretary shall promptly formally notify The Association’s bankers of the change so made and furnish them with the particulars of the new signatories.

xi. perform any other duty/ies which the Chairperson, Executive Committee and/or members at the General Meeting may assign to him/her.

e. **The Financial Secretary:** This office shall be held by a parent or guardian who is a financial member and who shall:

i. perform all the duties usually performed by a financial secretary.

ii. keep detailed records of all sums due to the Association from the payments made to The School’s account.

iii. maintain a record of subscriptions, donation, gifts and may other income and expenditure made to or by The Association.

iv. collect all dues, levies and any other monies (decided upon by The Association) from members at the general meeting or otherwise.

v. before the close of a general meeting, present a detailed financial status report including information on monies received and expenses approved at the meeting.

vi. present an annual written report concerning his/her office to the members at Annual General Meeting. This report shall state amongst other information,
vii. perform any other duty/ies which the Chairperson, Executive Committee and/or members at the General Meeting may assign to him/her.

f. **The Treasurer:** This office shall be held by a parent or guardian who is a financial member and who shall:

i. perform all the duties usually performed by a Treasurer.

ii. be responsible for the safe-keeping and accountability of all monies he/she shall receive on behalf of The Association or which may be handed over him/her by the Financial Secretary, the School Administrator/representative or may otherwise come into his/her hands on behalf of The Association.

iii. keep detailed records of all sums due to The Association from the payments made into The School’s account.

iv. keep detailed records of all payments made to The Association’s accounts and all expenses paid therefrom.

v. upon the approval of the Executive Committee or the General Meeting, disburse all monies for and on account of The Association.

vi. have power to make an emergency and prudent disbursement of up to a maximum of N5,000.00k (Five Thousand Naira Only) provided that he/she shall inform the Chairperson, The Financial Secretary and the General Secretary in writing within 48 hours therefore of his/her exercise of this power, and he/she shall report same to the General Meeting immediately next after the event.

vii. be a signatory to any expenses paid, bank transaction and/or any other negotiable instrument.

viii. present an annual statement of account and balance sheet to members at the Annual General Meeting.

ix. whenever required by the General Meeting or any member, the Treasurer shall deliver to such person, a statement of all monies disbursed by him/her and/or the account of The Association for such person’s inspection.

x. shall perform any other duty/ies which the Chairperson, the Executive Committee and/or members at the General Meeting may assign to him/her.
CONSTITUTION OF THE PARENT-TEACHER ASSOCIATION
OF PAMPERS PRIVATE SCHOOL
SURULERE, LAGOS

The Welfare officer:- This office shall be held by a parent or guardian who shall:

i. represent The Association in overseeing and ensuring a conducive environment and good health conditions in the School.

ii. make reports to The Association at every General Meeting.

iii. The Association may make arrangements concerning the welfare of the pupils generally on the recommendation of the Welfare Officer.

iv. may make proposals to the General Meeting on activities or programmes that may be suitable and/or beneficial to The Association, The School or the pupils generally.

v. be responsible for the co-ordination, arrangements, logistics and successful implementation of any social programmes/activities so decided upon by The Association.

vi. present a written report on his/her office at the Annual General Meeting.

vii. perform any other duty/ies which the Chairperson, Executive Committee and/or members at the General Meeting may assign to him/her.

The Legal Adviser/Officer:- This office shall be held by a parent or guardian who shall:

i. render legal advise to The Association as may be required from time to time.

ii. perform such other duties as may be incidental or ancillary to the role of Legal Adviser or Solicitor or as may be required by the Executive Committee or members at General Meeting.

The Ex-Officio Members:- These shall be elected from amongst willing members of an immediate out-going Executive Committee. They shall:

i. lend their wealth of experience and or advise to the Association.

ii. perform any other duty/ies which the Chairperson, Executive Committee and/or members at the General Meeting may assign to them either jointly or individually in order to facilitate the attainment of the objectives and smooth administration of The Association.
5.6 **Election of Officers of the Executive Committee**

With the exception of the office of the School Administrator/Representative;

a. any financial member who has been a member for at least one academic year may be nominated for an office by another financial member who has also been a member of The Association for at least one academic year.

b. in the event of the occurrence of a tie in the number of votes cast for any two or more candidates for a particular office, the Chairperson shall have a casting vote.

c. a member shall not hold two or more offices in this association at the same time.

5.7 **Election**

The officer/s elected to a particular office shall be decided by a simple majority of votes of members present.

5.8 **Tenure of Office**

a. With the exception of The School Administrator/Representative, other members of the Executive Committee shall hold their respective office for an initial term of 2 consecutive years in the first instance and may be eligible for re-election annually thereafter subject to good conduct and accountability.

b. No officer shall be eligible for re-election into the same office if he/she has held that office for a total of 4 years.

5.9 **Vacancy on the Executive Committee**

a. The General Meeting is empowered to elect any member of The Association to fill any casual vacancy that may occur in the Executive Committee between Annual General Meeting as a result of death, resignation or by reason of any member of the Executive Committee ceasing to be a member of that committee or of The Association.

b. Such election shall be by way of a by-election and shall be conducted at the general meeting of which due notice of such by-election has been given.
c. The tenure of an office held by way of this by-election shall be for the period up to the next Annual General Meeting only.

5.10 **Removal of an Executive Committee Member from office**

Members of The Association at a General Meeting can remove a member of the Executive Committee from office for the following reasons:

a. if he/she becomes a person of unsound mind or otherwise has mental infirmity.

b. where physical infirmity has affected the resourceful contributions (other than monetary contribution) of such an officer.

c. if he/she becomes an undischarged bankrupt or suffers any financial embarrassment which (in the opinion of 50% of members at general meeting), may bring The Association to ridicule.

d. if he/she is convicted of any offence involving fraud, financial impropriety or dishonesty.

e. if he/she is engaged in any act or association which (in the opinion of 50% of members at the General Meeting), may embarrass or ridicule The Association.

**ARTICLE 6**

**TRUSTEES**

6.1 The legal personality, rights, duties, privileges, property and funds of The Association, shall be vested in the Trustees.

6.2 The number of Trustees shall not be less than three and not more than seven elected from The Association’s members. All the funds and property of The Association shall be vested in them.

6.3 **Appointment of Trustees:**

a. With the exception of the Chairperson, other Trustees shall be elected at a General Meeting of The Association.

b. The election of each Trustee (with the exception of the Chairperson) shall be determined by two-thirds (2/3rd) majority of votes of members present and entitled to vote upon a motion for such appointment.
Where a trustee has been appointed, the resolution appointing such a trustee shall be entered in the minutes of the meeting at which that trustee was appointed.

6.4 **Conditions for Appointment as a Trustee**

With the exception of the Chairperson, no member shall be proposed as a candidate for election for the post of a trustee unless such person’s consent for the office has first been previously obtained and both the candidate and proposer are financial members.

6.5 **Binding Powers of the Trustees**

The acts or decision of a minimum of two (2) trustees acting in accord and in good faith, in the interest of The Association shall bind The Association and where the trustees are more than three (3), the act of the majority will so bind.

6.6 **Borrowing Powers of Trustees**

The trustees, with the consent of a General Meeting, may borrow money for the purpose of The Association upon the security of any assets of The Association and shall have power to execute all deeds or other documents which may be required for the purpose.

6.7 **Indemnity**

The trustees and members of the Executive Committee acting in their official capacity in good faith, shall not be liable for any loss suffered by The Association as a result of the discharge of their respective duties on its behalf.

6.8 **Duration of the office of a Trustee**

Subject to removal under the provisions of this constitution, a trustee may hold office for two(2) consecutive years in the first instance and may be eligible for re-election thereafter bi-annually or until he/she resigns voluntary, or ceases to be member of The Association and does not desire to continue in office as a trustee.
6.9 **Removal of a Trustee from Office**

Members of The Association at a General Meeting can remove a member of the Executive Committee from office for the following reasons:-

a. if he/she becomes a person of unsound mind or otherwise has mental infirmity.

b. where physical infirmity has affected the resourceful contributions (other than monetary contribution) of such an officer.

c. if he/she becomes an undischarged bankrupt or suffers any financial embarrassment which (in the opinion of 50% of members at general meeting), may bring The Association to ridicule.

d. if he/she is convicted of any offence involving fraud, financial impropriety or dishonesty.

e. if he/she is engaged in any act or association which (in the opinion of 50% of members at the General Meeting), may embarrass or ridicule The Association.

**ARTICLE 7**

**THE COMMON SEAL**

7.1 The picture /impression/drawing of the common seal of the trustees of The Association shall be as shown in the first schedule to this constitution, subject however, to any alteration and/or change of same by The Association by way of a resolution duly made at an Annual General Meeting and in compliance with Part ‘C’ of the Companies and Allied Matters Act 1990.

7.2 The Secretary shall provide for the safe custody of the common seal and shall produce it when required for use by the trustees. The Common Seal shall be used only on the authority of the trustees of The Association.

7.3 Any instrument to which the said common seal is affixed, embossed or impressed shall at the same time be signed by the Chairperson and two(2) other trustees and shall be prima facie evidence that such document has the authority of The Association.
ARTICLE 8

MEETINGS

8.1 The Annual General Meeting:

a. This shall hold annually in the first term of every academic year.

b. The business to be discussed at an Annual General Meeting shall include:
   - the circulated reports and statement of accounts for the preceding year.
   - the election of respective members of the Executive Committee where such elections falls due in a particular year or where a vacancy has occurred.
   - the consideration of any proposals or motions of which notice has been duly given.
   - the consideration or transaction of any other business which has been duly brought to the meeting.

c. **Quorum:**

   25 (Twenty-five) members of whom eighteen must be parents/guardians (who are not in the employment of The School), together with both the Chairperson and the School Administrator/Representatives shall constitute a quorum at an Annual General Meeting.

8.2 General Meeting:

a. This shall be held at least once in the 2nd and 3rd terms of the academic year. Notwithstanding, the Executive Committee, the School Administrator/Representative or 15 members (who shall not be in employment of The School) may at their discretion and requisition, call any other general meeting by instructing the Secretary to do so.

b. **Quorum:**

   20 (Twenty) members of whom 15 must be parents/guardians (who are not in the employment of The School) shall constitute a quorum at a General Meeting.
8.3 **Extra-Ordinary General Meeting:**

a. This shall be summoned as and when the need arises to decide upon any urgent matter.

b. Either of the Executive Committee, the School Administrator/Representative or 10 members (who shall not be in the employment of the school) may request for and call an extra-ordinary general meeting.

**Quorum:**

16 members (who shall not be in anyway in the employment of The School) together with at least 3 members of the Executive Committee shall constitute a quorum at an Extra-Ordinary General Meeting.

8.4 **Executive Committee Meeting:**

a. The Executive Committee shall meet at such time and place they may at their discretion decide to meet, or upon the direction of the General Meeting.

b. **Quorum:**

The Chairperson, Vice-Chairperson, the School Administrator/Representative and 2 other members of the Executive Committee shall form a quorum.

8.5 **Notice of Meetings:**

The General Secretary shall give at least seven (7) days notice of an Annual General Meeting and at least three (3) days notice of a general or an Extra-Ordinary Meeting.

8.6 **Venue of Meetings:**

All General Meetings shall hold on the School premises unless otherwise decided at a preceding General Meeting.

8.7 **Resolutions:**

Except for the adoption and amendment of this constitution and any rules and regulations made in relation thereto, and the appointment of Trustees which shall be decided by at least 2/3rds (two-thirds) majority votes of members present at that meeting, any other matter deliberated upon by
The Association or the Executive Committee at any meeting, shall be decided by a simple majority of votes of members present at that meeting.

8.8 Voting:

a. Parents/guardians of children attending The School shall be entitled to one vote per family at any meeting irrespective of the number of children in a particular family.

b. Persons or other bodies who are members of The Association by virtue of Article 4.4 (b, c and d) shall also be entitled to one vote each.

ARTICLE 9

STATUS OF DECISIONS

All decisions made by The Association at General Meeting shall be binding on all parents, guardians, The School Authorities, teachers and other persons in the employment of The School whether or not such persons were present at the meeting at which such decision was taken.

ARTICLE 10

FINANCE

10.1 The Association shall derive its income from dues and levies subscribed by members and voluntary donations whether personal or corporate.

10.2 Members shall pay dues per child, the amount of which shall be determined from time to time by members at General Meetings. Provided however that the School officers and teachers are exempted from the payment of dues.

10.3 Members shall also pay other forms of levies and/or charges for any cause or project as decided upon by a general meeting of The Association. Payment here may include parents/guardians who are in the employment of The School.
ARTICLE 11

INVESTMENT

So much of the funds of The Association as may not be wanted for immediate use, or not needed to meet the usual current liabilities of The Association shall, with the consent of the Executive Committee or by an ordinary resolution of the Annual General Meeting, be invested by the trustees in any manner they deem prudent.

ARTICLE 12

BANK ACCOUNT

12.1 The Association shall keep and operate such accounts with any bank/s in Lagos as may be decided upon by the members at a General Meeting.

12.2 All monies received by The Association shall be paid into such account/s opened by The Association in The Association’s name.

12.3 The Chairperson, General Secretary and the Treasurer shall be the three (3) authorised signatories to any bank account or other negotiable instruments drawn or order to the banker/s. Provided that, the Chairperson and either of the Treasurer or General Secretary shall sign jointly at any material time.

ARTICLE 13

AUDIT

13.1 The Association’s statement of account and balance sheet shall be presented to an auditor appointed at the Annual General Meeting of a preceding year and copies of the statement of accounts and balance sheet shall not be sent to members without it being first audited and the auditor’s report made thereto.

13.2 An independent professional accountant shall be appointed at the Annual General Meeting commencing an academic year to audit the financial reports of that academic year. Provided that such auditor hereby appointed, shall not be a member of The Association nor hold an other office of The Association nor office related to The School.
ARTICLE 14

RULES AND REGULATIONS

14.1 The Executive Committee shall recommend to the General Meeting such rules and regulations as are necessary or expedient for giving full effects to the provision of this constitution and particularly with regards to its Management and Administrative Functions. Such rules and regulations when made shall be deemed to form a schedule to this constitution.

14.2 The members at General Meeting may adopt, amend or reject any such rules or regulations recommended to it.

14.3 All rules and regulations adopted shall be subject to this constitution and if there is a conflict in the provisions of any of the documents, the provisions of this constitution shall prevail and the rule and/or regulation shall to the extent of its inconsistency be a nullity.

ARTICLE 15

AMENDMENT

15.1 This constitution and the rules and regulations made in furtherance thereof may be amended by a 2/3rd (two-thirds) majority of votes of members present at a General Meeting of which due notice has been given of such proposed amendment. Provided that any amendment shall be subject to the provisions of Part ‘C’ of the Companies and Allied Matters Act 1990.

15.2 Proposal for any amendment shall be brought to the notice of members at least one calendar month before the date of the General Meeting at which the proposed amendment is to be moved.

15.3 For the purposes of amendments under this section, the Chairperson, the Vice Chairperson, the General Secretary and 24 financial members shall constitute a quorum.

ARTICLE 16

DISSOLUTION

16.1 The Association may be dissolved by an ordinary resolution passed to that effect and the dissolution shall take effect on the day that resolution is passed.
16.2 The Executive Committee together with the registered trustees of the erstwhile Association shall be responsible for the winding-up of the assets and liabilities of The Association in the spirit of Section 691 (4 and 5) Part ‘C’ Companies and Allied Matters Act 1990.

**ARTICLE 17**

**THE SPECIAL CLAUSE**

17.1 In compliance with the Companies and Allied Matters Act 1990, Part ‘C’, the members and Trustees of **THE PARENTS TEACHERS ASSOCIATION OF PAMPERS PRIVATE SCHOOL, SURULERE, LAGOS** hereby adopt the SPECIAL CLAUSE prescribed by the Corporate Affairs Commission, as follows:-

i. **THE INCOME AND PROPERTY OF THE PARENTS TEACHERS ASSOCIATION OF PAMPERS PRIVATE SCHOOL, SURULERE, LAGOS** (hereinafter referred to as “THE ASSOCIATION”) whenever derived, shall be applied solely towards the promotion of the objects of THE ASSOCIATION as set forth in this constitution and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus, or otherwise however by way of profit, to any of the members of The Association.

ii. PROVIDED that nothing herein shall prevent the payment, in good faith, of reasonable and proper remuneration to any officer or servant of The Association in return for any service actually rendered to The Association. Other that this, no member of the Executive Committee shall be paid by fees, and no remuneration or other benefit in money or money’s worth shall be given by The Association to any Executive Committee except the repayment of out-of-pocket expenses or reasonable and proper rent for premises demised, or let to The Association, provided, that the provision last aforesaid shall not apply to any payment made to any company of a member of The Association where it be a company in which such member shall not hold more than one hundredth part of the capital, and such member shall not be bound to account for any share of profits he may receive in respect of any such payment.
iii. NO ADDITION, alteration or amendment shall be made to the constitution of The Association for the time being in force, unless the same shall have been previously submitted to and approved by the Registrar General of the Corporate Affairs Commission.

iv. In the event of a Winding-Up or dissolution of The Association; where there remains after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed amongst the members of The Association, but shall be given or transferred to some other institution/s having objects similar to that of The Association and such other institution is prohibited from distributing its income and property amongst its members to an extent at least as same is imposed on The Association under or by virtue of THIS SPECIAL CLAUSE hereof, and such institution/s shall be determined by the members of The Association. Provided that, if effect cannot be given to the aforesaid transfer to institution/s with similar objects, then, same shall be transferred to some charitable objects.

The Special Clause is ADOPTED this.....................day of ................. 2005.

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CHAIRPERSON GENERAL SECRETARY

ARTICLE 18

INTERPRETATION

18 In this constitution the following expressions have the meanings hereby assigned to them respectively, that is to say:-

“FINANCIAL MEMBER” means a member of The Association who is not in arrears of his/her subscription dues for up to an aggregate of 6 (six) months and who does not have any special levy or charges outstanding against him/her in the immediately preceding 6 (six) months.
“ACADEMIC YEAR” shall have the same meaning ascribed to it by the Ministry of Education.

“TEACHER-PARENTS” – teachers and other persons in the employment of The School who are also parents of pupils in the School shall be classified as teachers and shall be entitled to only one vote.

ARTICLE 19
COMMENCEMENT

This constitution shall come into effect after it shall have been approved and adopted by at least 2/3rd (two-third) majority of members present at a General Meeting of The Association of which notice of its proposal and adoption has been duly given.

THIS CONSTITUTION OF THE PARENTS’ – TEACHERS’ ASSOCIATION PAMPERS PRIVATE SCHOOL, SURULERE, LAGOS IS ADOPTED

THIS 25TH DAY OF NOVEMBER, 2005

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CHAIRPERSON  GENERAL SECRETARY