Byelaws relating to
Education Swanage Limited

1. Byelaws will be made by the Governing Body. The adoption, revocation and amendment of byelaws will be made by the Members at a General Meeting.

2. It is a condition of Membership to support the Company's commitment to its co-operative values and principles whereby the Company:

   - is open to all who support its Values, Principles, Vision and Ethos,
   - is organised on the principle of one member, one vote,
   - hold its assets for charitable purposes for the benefit of present and future pupils and to develop and maintain an effective and successful school,
   - is an autonomous organisation,
   - provides education, training and information to its pupils, employees, governors and members so they can develop effective co-operative behaviour and contribute successfully to the development of the school, the company and the wider community,
   - seeks to develop and strengthen co-operation with local organisations, co-operatives and other mutual organisations and
   - seeks to develop and improve the social and economic wellbeing of the community both locally and internationally.

3. It is a condition of Membership to support the Vision and Ethos of The School as summarised in the Swanage School Charter: The School will be a 'human scale' school with an innovative, intellectually challenging curriculum where:

   - excellence is encouraged
   - it is a pleasure to teach and learn
   - every student's needs are understood and catered for
   - young people are known as individuals
   - students are able to take responsibility
   - all aspects of development are encouraged:
     - Intellectual
     - Physical

    - Creative
    - Emotional
    - Moral
    - Spiritual
- all students engage in The Swanage School Challenge curriculum extension programme
- young people's experiences of their school community extend into their adult lives
- behaviour is characterised by mutual respect for people and the environment
- the staff are supported through extensive continuing professional development
- parents and local people are welcomed as partners in learning
- horizons and global awareness are broadened through national and international partnerships.

4. Members will support all applications for membership that are consistent with these byelaws and the Company's Articles of Association.

5. There will be an annual membership fee of £1. The annual membership year runs from 1st September to 31st August. The membership fee becomes due on the 1st August which in any event must be paid no later than 1st March in the following year.

6. All prospective Members must sign a copy of the Education Swanage Membership Declaration Form prior to admission.

7. Membership will terminate automatically if the Governors reasonably determine that a Member is in breach of any of these byelaws.

8. In addition to the existing provisions of Article 6.2 of the Articles of Education Swanage Limited, the Governors may only rely upon the authority provided by Article 6.2 to allow a benefit to a Member if each of the following conditions is satisfied:

    a) the remuneration or other sums paid to the Member does not exceed an amount that is reasonable in all the circumstances;

    b) the Governors are satisfied that it is in the interests of the Academy Trust to contract with that Member rather than with someone who is not a Member. In reaching that decision the Governors must balance the advantage of contracting with a Member against the disadvantages of doing so; and

    c) the reason for their decision is recorded by the Governors in the minute book.

9. In addition to the existing provisions of Article 15 of the Articles of Education Swanage Limited, a Member shall cease to be a Member if:

   a) that Member has been convicted of a Serious Criminal Offence;

   b) that Member has not provided to the Chair a criminal records certificate at an enhanced disclosure level under section 113B of the Police Act 1997 or if such a certificate discloses information which the Chair considers would make that Member unsuitable for their role. If a dispute arises as to whether the Member should be disqualified, a referral shall be made to the Secretary of State to determine the matter. The determination of the Secretary of State shall be final;

   c) that Member refuses to consent to any checks required by the Secretary of State under the provisions of the Funding Agreement or otherwise;

   d) that Member is found to be unsuitable to be a Member by the Secretary of State under the provisions of the Funding Agreement;

   e) that Member would be disqualified from being a Trustee of this Academy Trust for any other reason, regardless of whether they are also a Trustee.

10. At any properly convened General Meeting of the Company at which a membership resolution is considered under Article 16, any member who is not present at the meeting in person or by signed proxy shall be deemed to have appointed the Chair of that meeting as their proxy for any vote under Article 16.

11. In addition to the existing provisions of Article 23 of the Articles of Education Swanage Limited:

   a) a person may attend a General Meeting by telephone or by any suitable electronic means by which all those participating in the meeting are able to communicate with all other participants.

   b) a person so participating by telephone or other communication shall be deemed to be present in person at the meeting and shall be counted in a quorum and entitled to vote. A meeting shall be deemed to take place where the largest group of those participating is assembled or, if there is no group which is larger than any other group, where the chair of the meeting is located at that time.

12. In relation to the existing provisions of Article 35 of the Articles of Education Swanage Limited, references to "a resolution in writing" shall include a resolution in electronic form.

13. In addition to the exiting provisions of Articles 65 and 67 of the Articles of Education Swanage Limited:

    Using the powers of Article 67, at the time of appointment of a co-opted Governor under Article 59, the Governors may, if they so wish, determine and announce a date no more than 4 years in the future on which that Governor will be removed from office.

14. In addition to the existing provisions of Articles 76, 79 and 81 of the Articles of Education Swanage Limited, a person (including the Chair) shall be disqualified from holding or continuing to hold office as a Governor if that person:

    a) refuses to consent to any checks required by the Secretary of State under the provisions of the Funding Agreement, the Education (Independent School Standards) Regulations 2014 or otherwise; or

    b) is found to be unsuitable to be a Trustee by the Secretary of State under the provisions of the Funding Agreement or the Education (Independent School Standards) Regulations 2014.

    This byelaw also applies to any member of any committee of the Governors who is not a Governor.

15. In relation to the existing provisions of Article 120 of the Articles of Education Swanage Limited, references to "a resolution in writing" shall include a resolution in electronic form.

16. In addition to the existing provisions of Article 123 of the Articles of Education Swanage Limited

    a) any Governor shall be able to participate in meetings of the Governors by telephone or by any suitable electronic means agreed by the Governors and by which all those participating in the meeting are able to communicate with all other participants.

    b) a person so participating by telephone or other communication shall be deemed to be present in person at the meeting and shall be counted in a quorum and entitled to vote. Such a meeting shall be deemed to take place where the largest group of those participating is assembled or, if there is no group which is larger than any other group, where the chair of the meeting is located at that time.

[These byelaws were last updated January 2022]