

- 11.2 If the Extraordinary General Meeting referred to in paragraph 11.1 decides by a two thirds majority of the Members present and voting that the Pre-school should be wound up the Committee in consultation with the Pre-school Learning Alliance shall transfer all of the assets of the Pre-school (subject to the satisfaction of all debts and liabilities of the Pre-school) in accordance with paragraph 11.4.
- 11.3 If at the Extraordinary General Meeting a quorum is not present within 1 hour of the time appointed for the meeting then the meeting will be adjourned to the same day of the next following week at the same time and place. If at the adjourned meeting a quorum is again not present within 1 hour of the time appointed for the meeting then the Members present shall constitute a quorum
- 11.4 If the Pre-school is wound up or dissolved and after all of its debts and liabilities have been satisfied there remains any property or assets these shall not be paid or distributed amongst the Members of the Pre-school but shall be applied in one or more of the following ways:
- (a) transferred to the Pre-school Learning Alliance or, with the agreement of the Pre-school Learning Alliance, to another pre-school established as a charity whose governing instrument prohibits the distribution of income and property to an extent at least as great as is imposed on the Pre-school and whose objects are similar to those of the Pre-school; or
 - (b) in such other manner consistent with the charitable status of the Pre-school as the Pre-school Learning Alliance and the Charity Commission have approved in writing in advance.

12.0 Indemnity

- 12.1 Subject to the provisions of the Charities Acts, every member of the Committee shall be indemnified out of the assets of the Pre-school against any liability incurred by him/her in defending any proceedings, whether civil or criminal, in which judgement is given in his/her favour or in which he/she is acquitted or in connection with any application in which relief is granted to him/her by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Pre-school.

Pre-school Learning Alliance Membership Number 50522

This constitution was approved by the members of (pre-school name):

Worlingham Pre-School

at a General meeting held on _____

Signed (Chair) _____

Signed (Secretary) _____

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