

CONSTITUTION
of the
ARCHIESTOWN VILLAGE COUNCIL
Scottish Charity Registration Number SCOOI 696

1. NAME

The name of the Association shall be the **ARCHIESTOWN VILLAGE COUNCIL** (hereinafter called “the Association”).

2. PURPOSE AND OBJECTS

The Objects of the Association shall be:

To promote the well being of the Community resident in the Archiestown and District (hereinafter called “the neighbourhood” as outlined in map of area) without distinction of sex or political, religious or other opinions, by associating the Government Departments, Local Authorities, any other public bodies, Voluntary Organisations and Residents in a common effort to further health, to advance education, to provide a meeting place and facilities for physical and mental training and recreation and social, moral and intellectual development and to foster a community spirit for the achievement of these and other such objects as may by law be deemed to be charitable.

- To secure the maintenance and management of a Village Hall and Playing field (hereinafter called “the Centre and Playing Field”) for activities promoted by the Association and its constituent bodies in furtherance of the above objects or any of them.

Or

Where premises provided or grant aided by an Authority

- To secure the maintenance and management of a Community Centre and Playing Field and to co-operate with the Local Statutory Authority in the maintenance and management of the Centre and Playing Field for the activities in furtherance of the above objects or any of them.

The Association shall be non-party in politics and non-sectarian in religion.

The foregoing purpose and objects are hereinafter referred to as “the objects.”

3. POWERS

In furtherance of said objects, the Association may: .

- a) employ and pay any person or persons to supervise, organise and carry on the work of the Association:
- b) make all reasonable and necessary provision for the payment of pensions and superannuation to or on behalf of employees and their widows and other dependants:
- c) engage and pay fees to professional and technical advisers/consultants to assist in the work of the Association:
- d) bring together in conference and work in liaison with representatives of Government departments, local and other statutory authorities and individuals:
- e) take out membership of such organisations as are considered to be in the interests of and compatible with the objects of the Association:
- f) promote and carry out or assist in promoting and carrying out research, surveys and investigations and, where considered appropriate, publish the results:

- g) arrange and provide for or join in arranging and providing for holding of exhibitions, meetings, lectures, classes, seminars and training courses:
- h) collect and disseminate information on all matters affecting the objects and exchange such information with other bodies having similar objects:
- i) cause to be written and printed or otherwise reproduced and circulated, free of charge or for payment, such papers, books, periodicals, pamphlets or other documents or films or recorded tapes (whether audio or visual or both) as shall further the objects:
- j) purchase, take on lease or exchange, hire or otherwise acquire any property and any rights and privileges necessary for the work of the Association:
- k) make regulations for the management of any property which may be acquired:
- l) subject to such consents as may be required by law, sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Association:
- m) subject to such consents as may be required by law, borrow or raise money for the objects and accept gifts on such terms and on such security as shall be deemed to be necessary:
- n) raise funds and invite and receive contributions from any person or persons whatsoever by way of subscription and otherwise, provided that the Association shall not undertake permanent trading activities in raising funds for the said objects except by means of a company established for that purpose. Contributions may be raised in cash or otherwise and may be for general or specific purposes. For specific purposes the Association has the right to maintain accounting procedures separate from general funds.

4. MEMBERSHIP

- a) Full membership of the Association shall be open to individuals of 18 years and over who live within the boundary of the area and who are interested in furthering the work of the Association. The membership roll for each year shall consist of individuals who have attended, or sent apologies for, the last Annual General Meeting, or who have indicated in writing to the secretary that they wish to become members.
- b) Junior membership shall be open to those under 18 years of age who live within the boundary of the area and who are interested in furthering the work of the Association. Junior members shall not be entitled to vote.
- c) Honorary members (those people out with the Association boundary) may be elected at the discretion of the executive committee and entitled to vote at general meetings. The executive committee shall have the right for good and sufficient reason to terminate the membership of any individual provided that the individual member concerned shall have the right to be heard by the executive committee before a final decision is made.

5. HONORARY OFFICERS

- a) At the Annual General Meeting, the Association shall elect a Chairman, Vice- chairman, Secretary and Treasurer and Honorary Officers as the Association shall from time-to-time decide.
- b) The Chairman and the other Honorary Officers of the Association shall hold office until the conclusion of the Annual General Meeting next after their election but shall be eligible for re-election.
- c) The Chairman and other Honorary Officers shall be ex-officio members of the executive committee and of any other committee.
- d) The Association shall appoint one or more independent examiners of accounts and determine their remuneration (if any).

6. EXECUTIVE COMMITTEE

- 1) The policy and management of the affairs of the Association shall be directed by an executive committee, which shall meet not less than six times a year and shall consist of a minimum of 7 members of the public of 18 years of age or over.
- 2) The members of the executive committee shall be elected by vote, at the Annual General

Meeting of the Association in accordance with section 7 hereof.

3) Members of the executive committee so elected shall hold office until the conclusion of the Annual General Meeting of the Association next after their election but shall be eligible for re-election.

4) In addition to the members so elected and to those serving by virtue of clause 5 (c) hereof, the executive committee may co-opt up to 3 further members being full members of the Association who, after co-option, shall serve until the conclusion of the next Annual General Meeting, provided that the number of co-opted members shall not exceed one-third of the total membership of the executive committee at the time of co-option. Co-opted members shall be entitled to vote at meetings of the committee.

5) Any casual vacancy on the executive committee may be filled by the committee and any person appointed to fill such a vacancy shall hold office until the conclusion of the next Annual General Meeting and shall be eligible for election at that meeting.

6) The proceedings of the executive committee shall not be invalidated by any failure to elect or any defect in the election, appointment, co-option or qualification of any member.

7) The executive committee shall appoint and fix the remuneration of a secretary (where an honorary secretary is not elected) and of all such other staff as may, in their opinion, be necessary. Paid staff, including a secretary where so employed, shall not be members of the executive committee.

8) The executive committee may appoint such special or standing committees or sub-committees as may be considered necessary and shall determine their terms of reference, powers, duration and composition. All acts and proceedings of such special or standing committees or sub-committees shall be reported back to the executive committee as soon as possible.

7. MEETINGS OF THE ASSOCIATION

(1) During a 12 month period an Annual General Meeting of the Association shall be held not later than the 30th November at such time and at such place, as the executive committee shall determine. At least 14 days clear notice of the meeting shall be given by the secretary by public notice. At such Annual General Meeting the business shall include the consideration of the annual report of the work done by or under the auspices of the executive committee, the approval of the examined accounts, the election of honorary officers, the election of members to serve on the executive committee, the appointment of an independent examiner or independent examiners of accounts, the determination, where appropriate, of the annual subscription, motions submitted by the executive committee or by members and the transaction of such other matters as may from time to time be necessary.

(2) The Chairman of the executive committee may at any time at his/her discretion, call a Special General Meeting of the Association. The Secretary shall call a Special General Meeting of the Association within 21 days of receiving a written request so to do signed by not less than 12 members of the community, giving reasons for the request.

8. NOMINATIONS OF HONORARY MEMBERS AND EXECUTIVE COMMITTEE MEMBERS

Only full members of the Association shall be eligible to serve as honorary officers or members of the executive committee. Nominations for honorary officers or members of the executive committee must be made, and seconded, by full members of the Association at the meeting. Should nominations exceed vacancies, election shall be by ballot.

9. RULES OF PROCEDURE AT ALL MEETINGS

I. Quorum The quorum shall be 9 at a general meeting of the Association. The quorum of the executive committee or any committee appointed under paragraph 6 (8) hereof shall be seven of the membership of the executive committee or such other number as the Association may from time to time determine.

II. Voting Unless it is otherwise specified in this constitution, all questions arising at any

meeting shall be decided by a simple majority of those present and entitled to vote. In case of equality of votes the person taking the chair at the meeting shall have a second or casting vote.

III. Minutes Minutes shall be kept of the meetings of the Association, the executive committee and committees, and sub-committees referred to in paragraph 6 (8) and shall contain a record of all proceedings, resolutions and decisions. Minutes of the previous Executive Committee Meeting and agenda of the pending meeting to be distributed to members four days before the pending meeting.

IV. Standing Orders The executive committee shall have power to adopt standing orders for the Association and its committees. Such standing orders, which will be consistent, shall come into operation immediately but, if considered necessary, shall be subject to review by the Association in general meeting.

10. FINANCE

1) All moneys raised by or on behalf of the Association shall be applied to further the objects of the Association and for no other purpose provided that nothing herein contained shall prevent the payment in good faith of reasonable and proper remuneration to any employee of the Association and fees to professional and technical advisers or the repayment to members of the executive committee

or of any committee or sub-committee under paragraph 6 (8) hereof of reasonable out-of-pocket expenses.

2) The honorary treasurer shall keep proper accounts of the finances of the Association.

3) The accounts shall be examined/audited at least once a year by the independent examiner or independent examiners appointed at the Annual General Meeting.

4) An examined statement of the accounts for the last financial year ending on the last business day of August shall be submitted by the executive committee to the Annual General Meeting.

5) A bank account shall be held in the name of the Association with a bank or building society, as the executive committee shall from time-to-time decide.

11. PROPERTY

The title to all property, heritable and moveable, which may be acquired by or on behalf of the Association, shall be vested in the names of the Chairman, Vice- chairman (where appointed), the Secretary and the Treasurer for the time being officiis or in the names of trustees of a trust established for that purpose.

A properly detailed inventory of assets will be maintained under the control of the Secretary. Insurance cover shall be in place over assets whether for fire, theft, third party liability or otherwise as determined in conjunction with other interested parties.

12. ALTERATIONS TO THE CONSTITUTION

Any alteration of this constitution shall receive the assent of two-thirds of members of the Association present and voting or nine members present and voting, whichever is the greater, provided that notice of any such alteration shall be received by the secretary, in writing, not less than 21 clear days before the meeting at which the alteration is to be proposed. Public Notice of such a meeting, setting forth the terms of the alteration, shall be made by the secretary provided that no alteration shall be made which would have the effect of causing the Association to cease to be recognised by the 05CR as a charity.

13 DISSOLUTION If the executive committee, by a simple majority, decide at any time that on the ground of expense or otherwise, it is necessary or advisable to dissolve the Association, it shall call a Special General Meeting of the Association, of which meeting not less than 21 days' notice (stating the terms of the resolution to be proposed thereat) shall be given. If such decision shall be confirmed by a two-thirds majority of those present and entitled to vote and voting at such meeting, the executive committee shall have power to dispose of any

assets held by or on behalf of the Association. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable organisation or organisations having objects similar to that of the association, as the committee may determine.

This Constitution was adopted as the Constitution of the **Archiestown Village Council** at a Public Meeting duly convened in Archiestown Hall on Monday 20th September 2010.

Original signed byAlister Laing Chairman . 20 September
2010

.....Anne Oliver Secretary 20 September 2010