

This document is a model and reflects what the Management Board sees as good practice. Wording *in italics* indicates specific areas where Local Associations/Branches may wish to tailor the model to their own requirements. A Local Association/Branch may also wish to add new sections, or sub-sections, to any of the Articles to suit their specific situation, for example regarding the ownership of assets. Local Associations/Branches may adapt the model to suit their circumstances provided that they do not contravene their Licence Agreement with the Society.

This model constitution does not address specific issues with respect to charitable status. The RSCDS is a charity but individual branches should decide for themselves whether or not to become or remain a charity. Any Local Association/Branch within the United Kingdom which is or wishes to become a registered charitable organisation should consult the guidance issued by the Office of the Scottish Charities Regulator (OSCR), the Charity Commission for England & Wales or the Charity Commission for Northern Ireland as appropriate. Any Local Association/Branch outside the United Kingdom should seek guidance from the charity regulator (or otherwise titled) in the country in which it is based.

## **Model Constitution for a Local Association of Members of the Royal Scottish Country Dance Society**

### **Article 1. NAME**

The name of the Local Association shall be “The Royal Scottish Country Dance Society – [*Enter Name/Location here:*].....Branch”, (hereinafter called “the Local Association”).

### **Article 2. ASSOCIATION WITH THE ROYAL SCOTTISH COUNTRY DANCE SOCIETY**

1. The Local Association is an independently constituted organisation consisting of members of the Royal Scottish Country Dance Society (hereinafter called “the Society”).
2. While it has similar objects to and associates with the Society under a formal Licence Agreement, it operates and carries out its administration and management independently of the Society.

### **Article 3. OBJECTS**

The objects of the Local Association shall be to advance the education and engagement of the public in the district/area of [*Enter Name/Location*] and its neighbourhood (hereinafter called “the District”) in traditional Scottish country dancing and in furtherance thereof:-

- (a) preserve and further the practice of traditional Scottish country dancing;
- (b) provide or assist in providing education or instruction to Society standards in the practice of Scottish country dancing;
- (c) promote the enjoyment and appreciation of Scottish country dancing and music by any suitable means;
- (d) generally do such other things as are or may be considered by the Local Association to further the foregoing objects and those of the Society in the district or area to which it relates, including building working links with other local traditional dance and music initiatives.
- (e) conduct its business in line with the commitments it has given in its License Agreement with the Society

#### **Article 4. MEMBERSHIP AND SUBSCRIPTIONS**

1. Only members of the Society (hereinafter called "Society Members") may apply to become members of the Local Association. A range of Society membership subscriptions is available. Only such members as have attained the *age of 18* shall have the power to vote in matters concerned with the management of the Local Association.
2. Any Society member who pays the Society subscription through another Local Association may also become a member of the Local Association.
3. The rates of local subscription for all classes of members shall be determined from time to time by the Local Association in General Meeting.

#### **Article 5. OFFICE BEARERS**

1. The Office-Bearers of the Local Association, all of whom shall be members of the Local Association who have attained the age of 18, shall consist of the Chairman, *the Chairman Elect (when in office), the Vice-Chairman*, the Honorary Secretary and the Honorary Treasurer who shall all be elected at the Annual General Meeting of the Local Association in accordance with the Rules of the Local Association.
2. The Chairman shall hold office for *three* years, subject to re-election at the end of *each* year.
3. *The Chairman Elect (if required) shall be nominated and elected so that he/she shall hold office for one year before normally being elected Chairman at the next Annual General Meeting.*
4. *The Vice-Chairman shall hold office for one year and, on completion of that year of office, shall be eligible for re-election as Vice-Chairman. Upon relinquishing office, the Vice-Chairman shall be eligible for election to another office or to the Committee of Management.*
5. The Honorary Secretary and Honorary Treasurer shall each hold office for one year but shall be eligible for annual re-election *to serve a maximum term of five years.*
6. The Committee of Management shall have power to appoint an Interim Chairman, *Chairman Elect, Vice-Chairman*, Honorary Secretary and/or Honorary Treasurer to fill vacancies in any elected posts occurring between Annual General Meetings but any Office Bearer/officer so appointed shall serve only until the next Annual General Meeting when he/she shall be eligible for election.
7. *On completion of his/her term of office or in the case of early resignation, an Office Bearer shall not be eligible for re-election to the Committee in any capacity until at least one year has elapsed.*
8. *The Local Association may appoint an Honorary President and Honorary Vice-Presidents.*

#### **Article 6. COMMITTEE OF MANAGEMENT**

##### **1. Membership/Meetings**

- a. The affairs of the Local Association shall be administered by a Committee of Management, (hereinafter called "the Committee") composed of the Chairman, *Chairman Elect (if in office), Vice-Chairman (if in office)*, Honorary Secretary, Honorary Treasurer, and [enter an appropriate number, depending on the Local Association's size/needs] ..... ordinary members.
- b. The officers and ordinary members of the Committee shall be elected annually at the Annual General Meeting of the Local Association.
- c. The Committee shall have the power to fill a vacancy among the ordinary members of Committee by co-option but any member so co-opted will serve only until the next following Annual General Meeting when he/she may stand for election.

- d. All members of the Committee must be Society members, be members of the Local Association and be at least 18 years old.

## **2. Powers and Duties of Committee**

- a. A Quorum of the Committee shall be [*enter an appropriate number*]..... members.
- b. The Committee shall have the power to constitute Sub-Committees on an ad hoc basis either from its own membership or by co-opting other Society members of the Local Association and to entrust them with such duties as it considers necessary for the efficient working of Local Association affairs. Such co-opted members shall not have voting powers.
- c. Committee meetings shall be held at regular intervals for the efficient running of the Local Association.

## **Article 7. DUTIES OF OFFICE-BEARERS**

1. Chairman - The Local Association Chairman is the executive officer of the Local Association. The Chairman shall preside at Local Association Meetings and at meetings of the Committee. In the absence of the Chairman from a meeting *the Chairman Elect or Vice-Chairman (if in post) shall take the chair, failing whom* a chairman shall be appointed from among those present. The chairman of any meeting, whether a Local Association or Committee meeting, shall have a casting as well as a deliberative vote.
2. Honorary Secretary - The Honorary Secretary shall see that regular meetings are held and properly recorded and conduct the correspondence of the Local Association. Additionally the Honorary Secretary shall:
  - (a) prepare an annual report of the activities of the Local Association during the preceding year;
  - (b) ensure that a register of Society members of the Local Association is maintained and communicated to the Office Manager of the Society as required.
3. Honorary Treasurer - It shall be the duty of the Honorary Treasurer to receive, bank in the Local Association account, and account for all monies collected by whatever agency from members of the Local Association or from other sources. Additionally the Honorary Treasurer shall:
  - (a) cause proper account books to be kept and ensure that the annual accounts of the Local Association are properly examined or audited as required by law;
  - (b) make the annual Local Association accounts available for inspection at reasonable times and present the accounts for adoption by the Local Association at the Annual General Meeting.

## **Article 8. LOCAL ASSOCIATION MEETINGS**

1.
  - (a) The Annual General Meeting of the members of the Local Association shall be held within six months after the end of its financial year at such place and at such time and by whatever method (in person, via the internet or a combination of both), as determined by the Committee.
  - (b) All such members shall be given 14 days written notice of a General Meeting. Every notice shall contain a statement of the business to be discussed at the meeting.
  - (c) Members under the *age of 18* years may attend and, with the permission of the Chairman, speak at a General Meeting but may not vote.
2. The order of business at an Annual General Meeting shall, as nearly as may be, be the following:

- (a) Minutes of the last Annual General Meeting and of Special General Meetings, if any, held in the course of the year;
  - (b) Honorary Secretary's Report on the year's working of the Local Association;
  - (c) Honorary Treasurer's Report and Accounts;
  - (d) Appointment of Auditor/Examiner;
  - (e) Motions already advised to the Honorary Secretary;
  - (f) Appointment of Office-Bearers and Committee;
  - (g) Any other competent business.
3. A Special General Meeting may be called at any time by the Chairman or shall be called on a requisition signed by Society members of the Local Association entitled to vote. *[For smaller Branches of fewer than 50 members 20% of members may be a suitable figure to sign such a requisition. For larger Branches a figure of 15% may be more appropriate].*
  4. *One-quarter* of the members entitled to vote or *[five]* members of the Local Association entitled to vote, whichever is the greater, shall constitute a quorum.
  5. The Local Association in General Meeting may enact such rules as it may determine for the proper working of the Local Association.

#### **Article 9. FINANCE**

1. All monies raised by, or on behalf of, the Local Association shall *normally* be applied to further the objects of the Local 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 Local Association and fees to professional and technical advisers; or the repayment to members of reasonable out-of-pocket expenses.
2. *The only exception would be in the case of a profit-making function/activity for a specific charity/good cause approved by the Management Committee and clearly advertised as such.*

#### **Article 10. SUSPENSION OR TERMINATION OF MEMBERSHIP**

1. The Committee may suspend temporarily or terminate the membership of any person whose conduct is in their opinion prejudicial to the interests of the Local Association. Suspension or termination shall not alter other rights or status of the person concerned as a member of the Society.
2. Before suspending or terminating any person's membership, the Committee shall notify in writing the person concerned stating the reasons for the proposed suspension or termination and giving that person the opportunity of replying and of appearing before the Committee, if the member so wishes, to seek revocation of the suspension or termination.
3. The person whose membership has been suspended or terminated shall have the right of appeal at a Local Association General Meeting when a *two-thirds* majority of those present and entitled to vote shall be necessary to confirm the suspension or termination.
4. Where suspension or termination has occurred or, where appropriate, has been confirmed as in 3 above, the matter, with reasons, shall be notified to the Office Manager of the Society without delay under 'Confidential - Addressee Only' cover.

#### **Article 11. DISBANDMENT**

1. If the Committee of a Local Association vote to disband, this decision must be ratified by the membership in General Meeting. Such a meeting requires at least 14 days notice.

2. Notice of intention to disband the Local Association shall be given to the Office Manager of the Society at least two months before the date proposed for such disbandment.
3. The balance of the funds, after all liabilities have been met, *may be transferred to the Society to be held in a Local Association suspense account. (This is a designated account for future re-development should there be a demand to form a new Local Association. This has a time limitation of 10 years, thereafter the funds would be utilised at the discretion of the Management Board.)*
4. *Alternatively the balance* shall be transferred to a recognised charitable body or bodies having objects similar to those of the Local Association (excluding geographical limitations) as the members in General Meeting, whom failing, the Committee, shall decide.
5. All property belonging to the Local Association shall be treated in the same way as the balance of funds in Article 11.2 and Article 11.3. *Depending on the form of the property its value should be realised and added to the balance or it should be offered to an appropriate archive repository.*

#### **Article 12. REPRESENTATION IN THE SOCIETY**

1. The Committee of the Local Association shall appoint a number of the members of the Local Association to be delegates in accordance with Articles 6, 12 and 62 of the Society's Articles of Association.
2. The number of delegates to be appointed must be in accordance with the Articles of Association of the Society.
3. A delegate may attend a General Meeting of the Society and vote on motions, or may appoint a proxy to attend and vote in his/her place.

#### **Article 13. ALTERATION OF CONSTITUTION**

1. The Constitution of the Local Association shall only be altered by Resolution passed by the Local Association in General Meeting and only after receiving the vote of not less than *two-thirds* of the members present and entitled to vote.
2. Under the Licence Agreement, the Local Association agrees to notify the Society in writing of any proposed changes to the Constitution of the Local Association two months prior to any such change being approved by the Local Association.
3. No alteration may be made to this Constitution which would result in a contravention of the Licence Agreement, unless approved by the Society through the re-negotiation of the Licence Agreement.

#### **Article 14. GENERAL**

The Local Association shall be governed in accordance with the laws of the jurisdiction within which it is situated, this Constitution and with rules made by the Local Association in General Meeting.