

## FRIENDS OF THE OCHILS

### CONSTITUTION

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#### NAME

- 1 The name of the Association governed by this Constitution is the Friends of the Ochils, hereinafter called "the Association".

#### OBJECTS

- 2 The objects of the Association are:
  - a) To promote and conserve the landscape, natural beauty and wildlife of the Ochils, and to protect the historical and social character of the surrounding communities.
  - b) To encourage consistent implementation of good planning policies appropriate to the other objects of the Association.
  - c) To support responsible and well behaved public access to the Ochils consistent with the Scottish Outdoor Access Code.
  - d) To promote appropriate study of and research into relevant fields of interest pertaining to the Ochils and its local communities, and to promote dissemination of the results of such study and research.

- 3 In order to achieve these objects the Association will:

- a) Co-operate with other bodies having similar objects or interests, and will muster and articulate public opinion on relevant matters.
- b) Co-operate wherever possible with landowners, farmers, shepherds, foresters and other people who earn their living on and from the hills, but always within the above objects of the Association.
- c) Include in its area of activity any community or site felt to have a distinct Ochils connection.

#### AREA OF ACTIVITY

- 4 The Association's area of activity will cover the range of the Ochils, bounded by Dunblane and Bridge of Allan on the west; by the Hillfoots and Muckhart, Carnbo, Milnathort and Southern Glen Farg and its fringes on the south; by Greenloaning, Blackford, Auchterarder, Aberuthven, Dunning, Forteviot, Forgandenny and Bridge of Earn on the north; and by Glen Farg and its environs on the east.
- 5 Nevertheless, the Association may from time to time take action in areas outside the boundaries stated above, if it considers such action to be necessary for the furtherance of its objects.

## **MEMBERSHIP**

- 6 Membership shall be open to all who express an interest in supporting the objects of the Association. This membership shall be deemed to imply a formal acceptance of the objects of the Association.
- 7 Classes of membership
- a] single
  - b] family
  - c] concessionary (students, pensioners, unemployed people)
  - d] life
  - e] community/voluntary association.
- 8 Annual subscription rates shall be as approved at an Annual General Meeting.
- 9 The Executive Committee can suspend membership of any member considered to be acting contrary to the objects of the Association.
- 10 In such an event, the suspended member must be notified in writing of the decision, and be given 14 days notice of the Association's next general meeting at which he or she can state his or her case for the members to hear and vote on termination or reinstatement. Failure to attend the said meeting, without reasonable cause, shall lead to automatic termination of membership.

## **CORPORATE SUPPORTER STATUS**

- 11 Corporate Supporter status is open to those bodies that endorse the aims of the Association, subject to:
- a] acceptance of their application by the Executive Committee, and
  - b] payment of the relevant annual fee, as determined under clause 8.
- 12 Acceptance of an organisation as a Corporate Supporter does not imply any endorsement of that organisation by the Association.
- 13 Corporate Supporters shall have no voting rights and shall not be eligible to stand for election to any office in the Association.

## **HONORARY OFFICERS**

- 14 An Honorary President, Honorary Vice Presidents and patrons may be appointed at a General Meeting of the Association and shall hold office for such time as the Association may decide.

## **EXECUTIVE COMMITTEE**

- 15 The general management of the affairs of the Association shall be directed by an Executive Committee which shall meet not less than two times a year, and shall consist of not more than 10 elected members, among whom shall be the following Office Bearers: Chairperson, Vice-Chairperson, Secretary, Treasurer, Membership Secretary and Publicity Officer. Any of these offices may be combined at the discretion of the Association. The allocation of offices amongst Executive Committee members shall be determined by the Executive Committee.

- 16 Membership of the Executive Committee shall be for a period of three years from the date of election. Retiring members are eligible for re-election. In addition to members so elected, the Executive Committee may co-opt up to three further members for a period of up to one year, renewable, for such purposes as it may desire. The Executive Committee shall have power to form Sub-Committees for such purposes and periods as it may desire. Sub-Committees may be formed from members of the Executive Committee and from others co-opted at the discretion of the Executive Committee.
- 17 The quorum at any meeting of the Executive Committee shall be fixed at three members, one of whom must be the Chairperson or Treasurer.
- 18 Any member of the Executive Committee who is found to be ineligible to act as a charity trustee or who acts in a manner contrary to the duties of a trustee as set out by the Office of the Scottish Charity Regulator can be removed from office by a majority vote of all Committee members. The Chair shall not vote in the first instance but shall have a casting vote in the event of a tie.

### **MEETINGS**

- 19 The Annual General Meeting shall be held in such month as the Executive Committee may determine, but no more than 15 months may elapse between one Annual General Meeting and the next.
- 20 At such an Annual General Meeting, the business shall include election of Executive Committee members and appointment of an independent financial examiner, adoption of an annual report and independently examined accounts and the transaction of any competent business.
- 21 An Extraordinary General Meeting may be convened at any time (subject to 14 days written notice) by the Chairperson, by the Executive Committee, or by 25% of the members of the Association.
- 22 All members, including community/voluntary associations, shall have one vote at any General Meeting. Family members shall have one vote each to a maximum of two votes.

### **NOMINATION TO EXECUTIVE COMMITTEE**

- 23 Only fully subscribed members of the Association in membership classes (a) to (d) as set out in clause 7 shall be eligible to serve as members of the Executive Committee.
- 24 Nominations for members of the Executive Committee must be made by a proposer and seconder who must be members of the Association.
- 25 Nominations must be in writing and in the hands of the Secretary at least 7 days in advance of the meeting. Should nominations exceed vacancies, elections shall be by ballot, the arrangements for which shall be by a straight majority, with the Chairperson having the casting vote. Should vacancies exceed nominations, nominations for any remaining vacancies can be made at the meeting.

## **FINANCE**

- 26 All funds of the Association shall be lodged at such bank or any other financial institution as the Association may select. Cheques, drafts, etc, drawn on the account below an amount agreed and minuted by the Committee shall be signed by any one of the Treasurer, Chairperson or Vice-Chairperson; and cheques above the agreed amount shall be signed by any two of these office-bearers. Any account shall not have an overdraft facility and the Association shall not incur debts beyond the level of its free assets. Any debts of the Association shall be borne equally by the Trustees in office at the time of the debt being incurred.
- 27 An independently examined statement of the accounts of the previous financial year shall be submitted by the Treasurer to the Annual General Meeting.

## **MOTIONS AND RESOLUTIONS**

- 28 Any fully subscribed member of the Association shall be entitled to put forward a motion or resolution for inclusion in the business of an Annual General Meeting. Such motions or resolutions must be in writing and must reach the Secretary not less than 14 days before the date of the meeting.
- 29 Notice of motions or resolutions forming the business of an Extraordinary General Meeting must also be in writing, and must reach the Secretary not less than 14 days before the meeting.
- 30 Motions or resolutions failing to meet the above submission requirements, or those raised under any other business at an Annual General Meeting, may be discussed and voted upon by members present but the decision reached shall not be binding on the Association, and shall be deemed only a recommendation for the Executive Committee to consider at its next meeting.
- 31 Motions and Resolutions which:
- a] Propose amendments to this Constitution, or:
  - b] Commit the Association to major policy decisions, or:
  - c] Involve extraordinary expenditure of the Association's funds, or
  - d] Require the Association to be wound up, and its assets disposed of:
- shall require a three-quarters majority of the members present and voting.
- 32 Other motions and resolutions shall be carried by simple majority voting.
- 33 Nothing contained in clauses 29 and 30 or any other part of this Constitution shall authorise a motion or resolution permitting expenditure of the Association's funds or disposal of its assets for or to any object or organisation which is not charitable at law.

## **INTERPRETATION**

- 34 Any questions arising on interpretation of this Constitution, or its application in any circumstances, shall be decided by the Executive Committee, whose decision shall be binding on the Association. The Executive Committee shall seek ratification of such a decision from the members present at the next Annual or Extraordinary General Meeting.