

FRIENDS OF LOCH LOMOND & THE TROSSACHS

CONSTITUTION

1. NAME

The name of the Society shall be "Friends of Loch Lomond & The Trossachs" hereinafter referred to as "the Society".

2. OBJECTS

The objects of the Society are, by charitable means only:-

- (a) to cherish, protect and enhance the natural beauty, amenity and character of the Loch Lomond and Trossachs National Park.
- (b) to promote and encourage the preservation, conservation and improvement of features of public amenity or historic interest within the above area.
- (c) to promote and encourage an energetic and consistent implementation of good planning policies appropriate to the above area and consistent with these objects.
- (d) to stimulate public interest in these objects by means of publications, meetings, exhibitions, appeals and other forms of publicity.
- (e) to co-operate with other bodies to promote the foregoing objects.

3. MEMBERSHIP

- (a) membership shall be open to all who are interested in the objects of the Society on payment of the appropriate subscription.
- (b) individuals may become annual or life members and shall be entitled to vote at general meetings of the Society.
- (c) family members shall include all children under 18 years of age but only adult members of the family shall be entitled to vote at general meetings of the Society.
- (d) clubs, societies and other voluntary or charitable organisations may become Associate Members and shall be entitled to appoint one representative to vote on their behalf at general meetings of the Society.
- (e) registered companies, professional practices or other businesses may become Corporate Members and shall be entitled to appoint one representative to vote on their behalf at general meetings of the Society.

4. SUBSCRIPTIONS

- (a) the financial year shall be the calendar year.
- (b) annual subscriptions shall be due on the 1st January and should be paid by the 31st May of that year.
- (c) members who join the Society during the last four months of the financial year shall be deemed to have paid their subscriptions in full up to the end of the following year.
- (d) the rate of annual or other subscription shall be such as may be recommended by the Executive Council and approved by members at the Annual General Meeting of the Society.
- (e) membership of the Society shall lapse if a member's subscription remains unpaid for two consecutive years.

5. EXECUTIVE COUNCIL

- (a) the Executive Council shall consist of the elected officers of the Society and eight other individual members elected annually. It shall be responsible for running the affairs of the Society and for that purpose may appoint sub-committees with such powers as it may deem appropriate to delegate.
- (b) nominations for the election of members to the Executive Council must be in writing and must reach the Hon. Secretary not less than 28 days before the date of the Annual General Meeting. Such nominations must be supported by a seconder and be accompanied by the written consent of the nominee.
- (c) six members present shall constitute a quorum for any meeting of the Executive Council.
- (d) the executive Council shall be empowered to:-
 - (i) co-opt other members of the Society to fill mid-term vacancies arising from resignations, and not more than three additional members for other reasons.
 - (ii) appoint one of their number other than a co-opted member to fill any officer vacancy arising mid-term with the exception of the office of the President.
 - (iii) authorise such expenditure of Society funds as it may deem necessary to ensure the efficient management of the Society's affairs and the promotion of the objects of the Society.
 - (iv) make appeals, solicit donations and canvas monies for the purpose of carrying out the objects of the Society and borrow such monies as may be necessary for this purpose on such terms as it may deem proper and in the best interests of the Society.
 - (v) take premises on lease on such terms and conditions as it may deem appropriate for the purpose of carrying out the objects of the Society.
 - (vi) call Special General Meetings of the Society whenever necessary on giving at least 28 days notice of such meetings to all members of the Society together with an agenda of the business to be transacted.

6. OFFICERS

- (a) the officers of the Society, who shall be ex-officio members of the Executive Council, shall comprise a President, Vice President, Chairman, Vice Chairman, Hon. Secretary, Hon. Treasurer, and Hon. Membership Secretary, all of whom shall be elected annually.
- (b) nominations for the election of Officers must be in writing and must reach the Hon. Secretary not less than 28 days before the date of the Annual General Meeting. Such nominations must be supported by a seconder and be accompanied by the written consent of the nominee.
- (c) An Hon. President and such number of Hon Vice - Presidents as the Executive Council may deem fit and proper may be invited by the Executive Council to serve the Society in this capacity in recognition of their outstanding contribution to

the affairs of the Society, or their support for its objects. The decision to issue such an invitation shall require a two-thirds majority of the members of the Executive Council present and voting.

7. MEETINGS

- (a) Annual General Meetings of the Society:-
- (i) shall be held before the end of May each year to adopt the Minutes of the previous AGM; to receive the Executive Council's report; to approve the Treasurer's Report and Accounts; to elect Officers and members of the Executive Council for the forthcoming year; to appoint Auditors if the Members so desire; and to deal with any other competent business.
 - (ii) notice of the Annual General Meeting shall be posted to all Members not less than 28 days prior to the date of Meeting together with the Agenda for the meeting; the Minutes of the previous A.G.M.; the Treasurer's Report and Accounts; and any other relevant documents.
 - (iii) a reminder shall be given to Members at least 3 months prior to the A.G.M. that, in accordance with the Constitution, any motion or resolution for inclusion in the Agenda for the A.G.M. must reach the Hon. Secretary not less than 56 days before the date of the meeting. The aforesaid reminder may be given by publication in the Autumn Newsletter, or in such other manner as the Executive Council may decide.
- (b) Special General Meetings of the Society may be held:-
- (i) when called by the Executive Council under Article 5 (d) (vi).
 - (ii) when requested by at least 10 fully subscribed members of the Society. Such requests should be sent to the Hon. Secretary and must include the names and signatures of the members requesting the meeting and the wording of the motion or resolution which they wish to be considered.
- (c) Meetings convened under Article 7 (b) (ii) shall be held within 42 days of the receipt by the Hon. Secretary of a valid request, always providing that notice of the meeting, together with details of the motion or resolution to be considered, shall be given to all members of the Society at least 14 days before the date of the meeting.
- (d) business at meetings convened under Article 7 (b) shall be confined to the motion or resolution notified to members when giving notice of the meeting and no other business may be transacted.
- (e) twenty members present shall constitute a quorum for any general meeting of the Society.
- (f) voting at general meetings of the Society shall be confined to individual, family, associate and corporate members present at such meetings subject to the provision of Article 3 paras, (c) (d) and (e) and of Article 8 (c)

8. MOTIONS & RESOLUTIONS

- (a) (i) except as provided for in Article 8 (c) any fully subscribed member of the Society shall be entitled to put forward a motion or resolution for inclusion in the business to be transacted at any Ordinary General Meeting of the Society.
- (ii) such motions or resolutions must be in writing, signed by both proposer and seconder, and must reach the Hon Secretary not less than 56 days before the date of the meeting.
- (b) motions or resolutions proposed at an ordinary general meeting of the Society which have not been submitted in accordance with Article 8 (a) (ii) may be discussed and voted upon by the members present but a decision so reached shall not be binding on the Society and shall be deemed to be a recommendation for consideration by the Executive Council at its next meeting.
- (c) motions or resolutions which:-
- (i) propose amendments to the Society's Constitution OR
 - (ii) commit the Society to a major decision policy decision OR
 - (iii) involve expenditure of Society funds other than as provided for under Article 5 (d) (iii) OR
 - (iv) would result in the disposal of Society assets other than for the purpose of promoting the objects of the Society OR
 - (v) propose that the Society be wound up

shall be regarded as special business (whether dealt with at an Annual General Meeting or a Special General Meeting) and the following provisions shall apply:-

- (d) motions or resolutions as described at Article 8 (c) sub-paragraphs (i) to (v) inclusive can only be competently moved either:-
- (i) by the Executive Council OR
 - (ii) by at least 10 fully subscribed members of the Society in accordance with Article 7 (b) (ii).

and a two thirds majority of the members present and voting in person or by proxy shall be required to pass such motion or resolution.

- (e) forms of proxy for the meeting shall be issued to all Members with the notice calling the meeting and in order to be valid, duly completed forms of proxy must reach the Hon. Secretary not later than 48 hours prior to the time of the meeting.
- (f) motions or resolutions other than those defined in Article 8 (c) may be carried by a simple majority
- (g) nothing contained in this Article or in any other part of this Constitution shall authorise a motion or resolution permitting, or allowing to be permitted, the expenditure of Society funds or the disposal of Society assets of whatever kind on, for or to any object or organisation which is not charitable at law.

9. SUSPENSIONS

- (a) if the Executive Council consider that the action of any Member is injurious to the interests of the Society and that his or her continued membership would be in any way detrimental to the Society's interest they may immediately suspend that person's membership pending consideration of the matter by members at the next Ordinary General Meeting of the Society.
- (b) any person whose membership is suspended under the provision of Article 9 (a) shall be notified in writing of the decision of the Executive Council within 28 days of the decision being taken and shall be given at least 14 days notice of the general meeting of the Society at which the matter is to be considered by the members to enable him or her to attend the meeting to reply to the allegations.
- (c) in considering a suspension imposed by the Executive Council under the provision of Article 9 (a) the members may, at the general meeting of the Society at which the suspension is considered, decide either to reinstate the membership of the person concerned or to rescind that person's membership for such period as may be decided by the members present and voting.

10. INTERPRETATION

- (a) any questions arising on the interpretation of the foregoing Articles of Constitution or their application in any particular circumstances shall be decided by the Executive Council at the time being in office and any such decision shall be binding on the Society and its members subject to the provision of Article 10 (b) following.
- (b) any decision taken by the Executive Council under Article 10 (a) shall be notified to the members at the next ordinary general meeting of the Society on which occasion the Executive Council shall seek ratification of such decision from the members present and voting under the terms of Article 8 (d)

11. WINDING UP

- (a) in the event of the Society being wound up the Executive Council at the time being in office shall be responsible for winding up the Society's affairs in accordance with the provision of Article 11 (b) following.
- (b) the Executive Council shall, after payment of all the Society's outstanding bills or other debts, transfer any remaining assets or funds of the Society to one or more charitable bodies having objects similar to those herebefore declared under Article 2 of this Constitution.

First Adopted 1978
1st Revision 1982 (in entirety)
2nd Revision 1986 (Article 4)
3rd Revision 1991 (Articles 3 & 6)
4th Revision 1992 (Article 6)
5th Revision 1994 (Articles 5,7 & 8)
6th Revision 2008 (Article 1)