

KINROSS CAMERA CLUB

CONSTITUTION

1. **Name** The Club shall be known as Kinross Camera Club, hereinafter referred to as the "Club".

2. **Objects** The Objects of the Club shall be to:

- a) Offer Membership ("Membership") to persons aged 18 or over interested in participating in activities relative to photography as conventionally defined on payment of such fees as may be agreed from time to time: the "Member(s)".
- b) Bring to the notice of or offer Members opportunities to participate in the widest reasonable range of photographic activities.
- c) Assist Members in improving their photographic skills in whatever way may be deemed most suitable to their level of ability within the powers of the Club and its Members.
- d) Maintain membership of the Scottish Photographic Federation or such other umbrella body for Scottish Clubs as may at any time take on its functions.
- e) Raise and spend funds in any way appropriate to further the aims of the Club.
- f) Make appropriate regulations for the management of any property-assets acquired by the Club.
- g) The Club shall have the power to do all things necessary for the fulfilment of its Objects.

Commented [D1]: Restricts the membership to adults and avoids issues of child protection.

3. **Governance** The Club is a member of the Scottish Photographic Federation and as such is bound by the regulations promulgated by that body or its successor. Subject thereto:

(i) A governing Committee shall be established to run the affairs of the Club, the "Committee". Led by the President, ~~The~~ Committee shall carry out all such day to day business as may be necessary for the smooth running of the Club as it, ~~directed by the President,~~ may require. The Committee shall consist of up to ten (10) Members including a President, Secretary and Treasurer, the "Office Bearers", a Syllabus Secretary and Secretaries to handle Internal, External and Inter-Club Competitions and such other posts as may be considered necessary including a Vice President and during the first year of office of the President the immediate Past President. (ii) The Office Bearers shall be elected by the Club ~~in at the Annual~~ General Meeting, or exceptionally at an Extraordinary General Meeting or a General Meeting, while the other posts shall be filled by the Committee from their membership as need may arise. (iii) Details-Names of Committee Members including email address or telephone number shall be posted in the Members' Section of on the Club Noticeboard and, in addition, the Secretary's name and contact details shall be posted on the Club Website. (iv) The Committee shall meet to administer the business of the Club at regular intervals. (v) The Office Bearers shall jointly and severally hold the property-assets of the Club in trust. (vi) Minutes shall be kept by the Club and the Secretary shall maintain a record of all proceedings and resolutions. (vii) Failure to attend three or more consecutive Committee Meetings without notification or reasonable excuse shall render a Member liable to expulsion from the Committee, but notwithstanding, such person, so long as he or she may remain a Member of the Club, may offer him or herself for re-election to the Committee at a subsequent Annual General Meeting (AGM), or may be co-opted by the Committee.

Commented [D2]: The role of Vice President is to assist the President and be the next President-elect, since that post must be fulfilled from within the committee. Many other clubs operate this way.

Commented [D3]: Updated to account for our Data Protection Policy.

4. **Power of the Committee** Unless otherwise agreed the powers of the Committee shall include, but shall not be limited to the following: (i) to co-opt such additional Members as may be deemed necessary for the efficient conduct of Club business; (ii) to set the proposed annual fees payable by Ordinary and Concessionary Members ("Concessionary" the unwaged and Members aged sixty (60) and above); (iii) to recommend the awarding of Honorary Membership to Club Members considered worthy of such honour; (iv) to empower the President in consultation with the

Committee Members to set the date and time of Committee Meetings and the venue or venues at which such shall be held. The powers set out in Clause (ii) shall not become binding on the Club until they have been approved by the Members at the AGM and those in Clause (iii) by the Members in General Meeting.

5. **Finance** (1) All monies collected, granted or in any way obtained will be devoted to the promotion of the objectives of the Club. No remuneration or other benefit in monies shall be given to the Committee except in reimbursement of expenses. (ii) The Treasurer shall keep proper accounts of money received, and shall pay all monies not immediately required into a bank account in the name of the Club. (iii) The Financial Statement shall be independently examined not more than twenty eight (28) days prior to the Annual General Meeting by an independent examiner or auditor if required. (iv) No member of the Club may commit the Club to expenditure without receiving the prior approval of the Committee, and this only if there are sufficient funds available to meet the expenditure in full. (v) All payments shall be made, ~~unless otherwise agreed,~~ by cheque drawn and signed by the Treasurer ~~and if the Committee deem it appropriate countersigned by a duly authorised member thereof, or by electronic bank transfer, as deemed appropriate.~~

Commented [D4]: Provides the option for cash transactions at the discretion of the Treasurer.

Commented [D5]: Our new account does not allow for this.

Commented [D6]: Tis the modern way!

6. **Meetings, Voting and Quorum** ~~An ordinary General Meeting of the Club shall be held at each regular meeting during the season. Notifications of routine business may be given at such meetings~~ (i) All questions arising at any meeting shall be decided by a majority of those present and entitled to vote thereat. In the case of equality of votes the ~~Chairman~~ Chairperson shall have a ~~second or~~ casting vote. (ii) The Quorum at an AGM and at an EGM (Extraordinary General Meeting — see 7. f. below) shall be two (2) Office Bearers, two (2) other Committee Members and five (5) ordinary Members; the Quorum for a Committee Meeting five (5) Committee Members including one Office Bearer or at an ordinary General Meeting shall be five (5) ordinary Members and one Office Bearer.

Commented [D7]: Definition of GM logically belongs at the start of this section.

~~Meetings An ordinary General Meeting of the Club shall be held at each regular meeting during the season. Notifications of routine business may be given at such meetings.~~

Commented [D8]: The Chairperson does not vote during the main election. In the event of a tie they use their casting vote.

7. **Annual General Meeting** An Annual General Meeting of the Club (“AGM”) shall be held at the first meeting in February in each year unless weather or other circumstances necessitate its postponement. In this case the Membership shall be advised of the change of date in the most appropriate way then available, and the AGM will be held at the first available meeting thereafter.
- Minutes of the previous AGM shall be presented to the Members for approval.
 - Reports from the Office Bearers will be presented to the Membership.
 - The Financial Statement shall be placed before the Membership.
 - Election of Office Bearers will be held: (i) The Office Bearers and other Committee Members (including co-opted Members) will retire at the AGM, but may present themselves for re-election (election), (ii) Any paid-up Member may offer him or herself for election to the Committee but no Office Bearer may be elected who has not served on the Committee for a minimum term of one year immediately prior to that AGM, (iii) Election will be on a majority vote of the Members present and voting with the President having a casting vote in the event of a tie, (iv) Votes may be made in writing ~~or by show of hands~~ and monitors ~~will may~~ be selected from the floor to count them, ~~(v) Notice of the new committee members shall be provided to the SPF.~~
 - Special Business: Any matters outwith the foregoing shall be deemed to be Special Business and specific notification will be given to all Club Members in appropriate form not less than fourteen (14) days prior to the AGM.
 - Extraordinary General Meeting (“EGM”) an EGM ~~may shall~~ be called ~~by the Committee~~ at the written request of no fewer than 40% of the Members and shall take place within twenty eight

Commented [D9]: This is a requirement of membership of the SPF.

(28) days of the date of receipt of such request by the Secretary. The Secretary shall notify all Members of the date time and venue for the EGM and give details in writing either by letter or email as appropriate of the business to be discussed not less than fourteen (14) days prior to the date of the intended meeting.

g) Only fully paid up Members of the Club or Honorary Members may speak and vote at an AGM and / or an EGM.

8. **Membership** Membership shall be at the sole discretion of the Committee and the Committee shall not be bound to give any reason for their decision. Anyone considering Membership shall be permitted to attend a maximum of three Club Meetings whereafter they must either pay the appropriate membership fee or cease to attend. Members may similarly bring a guest one or two guests to a maximum of three Meetings. This rule may be relaxed in respect of Members' partners at the sole discretion of the committee. The Committee may agree a concessionary fee for new members joining the Club in January or thereafter.

Commented [D10]: This has been how we have operated in recent years and should be in the Constitution.

9. **Termination** of Membership (i) Failure to pay the appropriate annual fee after the end of October in any year, whether the person has attended meetings during that season or not, shall result in the removal of a person from the Membership but reinstatement may be requested on payment of the full fee due for that year unless the Committee in their sole discretion shall determine otherwise; (ii) Conduct of a Member deemed by the Committee to be inappropriate shall be grounds for the termination of Membership, the termination shall be subject to a decision of Members at an EGM. The fee paid for the said year shall not be repayable.

10. **Constitution** (i) Proposed alterations to the Constitution must be made in writing to the Secretary, to reach the Secretary not less than twenty eight (28) days prior to the date of the meeting (whether AGM or EGM) at which their adoption is sought. (ii) Details of the proposed alterations shall be intimated to all Members in writing not less than fourteen (14) days prior to the date of the said meeting. (iii) Copies of such proposed alterations shall also be posted in on the Members' section of the Club Website the Club Noticeboard together with details of the date, time and venue of the meeting. (iv) A copy of the updated Constitution shall be provided to the SPF.

Commented [D11]: This is a requirement of membership of the SPF.

11. **Dissolution** If the Club by a majority decides at any time that, on the grounds of expense or otherwise it is necessary or advisable to dissolve the Club, the Committee shall call a meeting an EGM to which inviting all Members of the Club to will be invited to attend. Not less than twenty eight (28) days' notice in writing shall be given and shall state the terms of the proposed resolution. If such decision shall be confirmed by a two thirds majority of those present and entitled to vote and voting the Committee shall have power to dissolve the Club and dispose of any assets held by or in the name of the Club. Any assets remaining after the satisfaction of any proper debts or liabilities shall be disposed of as agreed by the Club at the meeting at which the decision on dissolution is made.

Signed at the General Meeting held on Thursday ~~4th April 2013~~ 5th December 2019 by the following: Jane Stewart Meacham (President), William Mitchell Turnbull (Treasurer) and Alison Margaret Bradley (Secretary) in the presence of the Members.

Commented [D12]: To be updated at the EGM.

<original version is signed by the above>