

# HALKIRK HERITAGE AND VINTAGE MOTOR SOCIETY

## CONSTITUTION - Issue 2, April 2006

### 1. NAME

The Organisation shall be known as the Halkirk Heritage and Vintage Motor Society, hereinafter referred to as "The Society".

### 2. OBJECTIVES

The Society shall be established for charitable purposes only and shall have the following objective viz:

- 1. To preserve the character, history and traditions of the Village of Halkirk and the Parish of Halkirk.*
- 2. To preserve the character and history of vintage motors and associated memorabilia.*

In furtherance thereof, the Society may exercise the following powers;

- 2.1 To promote and maintain public interest and participation in such matters.
- 2.2 To liaise and co-operate with and assist all bodies with similar interests and pursuits and to affiliate to such national and local bodies where it would be in the interests of the Society to do so.
- 2.3 To provide assistance and facilities for research and education in cultural pursuits connected with the objectives whenever possible.
- 2.4 To encourage the publication and dissemination of papers on the objectives and provide and opportunity and outlet for members to participate actively in such matters.
- 2.5 To raise funds and to invite and receive contributions.
- 2.6 To acquire, alter, improve and (subject to such consents as may be required by law) to charge or otherwise dispose of property of any description.
- 2.7 To obtain, collect and receive gifts and loans of property of any description, whether subject to any special trusts or not, for or towards the above purposes of any of them. A receipt will be issued against all items loaned to the Society which will show the date, description, an agreed estimated value for insurance purposes when relevant and catalogue number of all items concerned. Where items are loaned, all or any of the items listed on individual receipts may be redeemed at any time by the lender or his legal successor against their signature for the return of the items in question.
- 2.8 To procure written, printed, published, issued and circulated, gratuitously or otherwise, any report or other document in furtherance of the above objectives in any of them.

2.9 To arrange and provide for or to join in arranging and providing for the holding of exhibitions, meetings, lectures, classes, film shows, displays, discussions or public meetings to further the above purposes of any of them.

2.10 To promote, encourage and undertake experimental work in furtherance of the above objectives.

### 3. **MEMBERSHIP**

Membership of the Society is divided up into the following categories;

1. Full
2. Honorary life
3. Associate
4. Family
5. Junior

Any subscription, as may be decided at the Annual General Meeting, will be paid annually on the 1<sup>st</sup> January and membership will be deemed to be automatically lapsed, if not paid within 2 months. No person shall be admitted as a member of the Society unless the completed membership application form is accepted by the Membership Secretary. A copy of the Society's constitution shall be given to all members on acceptance of membership. Any member may at any time retire from membership, on giving written notice to the Secretary.

#### 3.1 **Full Membership**

Full membership shall be available to all persons eighteen years or over domiciled in the Village of Halkirk or the Parish of Halkirk and other interested persons outwith the Parish and on application to, and accepted by, the Membership Secretary. Full membership confers full rights and participation in the affairs and activities of the Society.

#### 3.2 **Family Membership**

Family membership will be available to families domiciled in the village of Halkirk and Parish of Halkirk and other interested families outwith the Parish, on application to and accepted by, the Membership Secretary. Family membership provides full member's rights to the applicant and spouse/partner and associate member's rights to all family members below the age of eighteen years. Other members of the family over eighteen years shall not be eligible for family membership.

#### 3.3 **Associate Membership**

Associate Membership is available to all natives, residents, former residents of the County of Caithness, other interested persons domiciled outwith the Parish of Halkirk, their descendants and to members of bodies with similar aims and pursuits on application to, and accepted by, the Membership Secretary. Associate membership shall not provide any rights or say in the management of the Society, but shall provide all other rights and privileges of full membership.

#### 3.4 **Honorary Life Membership**

Honorary Life membership may be conferred on persons who have made a significant contribution to the preservation of the local heritage. The recommendation shall be made by the Management

Committee and approved by the majority of the membership present at the Annual General Meeting of the Society. Honorary members do not require to pay any subscription. Honorary members shall have the same rights as full members.

### **3.5 Junior Membership**

Persons under eighteen years of age may be accepted for Junior membership only and shall not have any of the rights of full membership.

## **4. MEETINGS**

The quorum for the Annual General Meeting, Extraordinary General Meetings and Ordinary General Meetings shall be 10 members with voting rights, if membership is equal to or greater than forty persons, or 25% of membership numbers (rounded up), if membership is less than forty persons.

### **4.1 Annual General Meeting**

An Annual General Meeting shall be held in April of each year to receive the Management Committee's report and audited accounts and to elect Officers and a Management Committee. The Society shall give at least seven days notice of such meetings to all members, via letter, e-mail or a local press notice.

### **4.2 Extraordinary General Meetings**

An Extraordinary General Meeting may be called at any time at the written request of twenty paid-up members on twenty-one days notice being given to the Secretary, specifying the business for which an Extraordinary General Meeting is being called. In the event of the membership falling below twenty, such an Extraordinary General Meeting may be called on the written request of a majority of the members. Fourteen days notice of such meetings shall be given to all members via letter, e-mail or a local press notice.

### **4.3 Ordinary General Meetings**

The Management Committee shall decide when Ordinary General Meetings of the Society shall be held and shall give at least seven days notice of such meetings to all members, via letter, e-mail or a local press notice.

## **5. OFFICE BEARERS**

The officers of the Society shall consist of a Chairman, Vice-Chairman, Honorary Treasurer, Honorary Secretary and Membership Secretary. Nominations for the election of officers shall be made at, or before, the Annual General Meeting. All office bearers shall relinquish their office every year but shall be eligible for re-election at the Annual General Meeting. All officers must be paid up members of the Society.

## **6. MANAGEMENT COMMITTEE**

The Management Committee shall consist of the five officer bearers and up to six full members. The Management Committee shall have power to co-opt further members who shall attend in an advisory

and non-voting capacity. Nominations for the Management Committee shall be made at, or before, the Annual General Meeting.

The Management Committee shall be responsible for running the affairs of the Society and may take decisions on its behalf. The Society shall give at least seven days notice of such meetings to members of the Management Committee, via letter, e-mail or a local press notice. A quorum for meetings of the Management Committee shall be 6 six members or by a majority of the total members, if less than eleven have been elected. The Management Committee must be paid up members of the Society.

The Management Committee may appoint one or more sub-committees, which must refer back to the Management Committee for approval of any decisions or recommendations. Members of all sub-committees shall hold office until the following Annual General Meeting.

## **7. RULES OF PROCEDURE AT MEETINGS AND VOTING**

### **7.1 Voting**

When nominations for posts exceed vacancies and when questions arising at any meeting require a decision, they shall be decided by a majority of those present, using a show of hands, unless before or on the declaration of the result, a ballot is duly demanded. A ballot may be demanded by the Chairman or by at least five members having the right to vote at the meeting. In cases of equality, the Chairman shall have a casting vote only.

No member shall be entitled to a vote at any general meeting, unless all monies owed to the Society have been paid. The following members will have the right to vote at a general meeting; full members, adult family members and Honorary life members. Every member shall be entitled to one vote.

### **7.2 Minutes**

A record of the meeting minutes shall be kept by the Society. The Committee and all Sub-Committees proceedings and all proceedings and resolutions of the various meetings shall be recorded by the appropriate secretary.

## **8. FINANCE**

Proper accounts shall be kept by the Honorary Treasurer, and these shall be submitted to the Annual General Meeting. The accounts shall be formally reviewed and checked by a suitable person who shall not be a member of the Society. That person shall be appointed annually by the Society at the Annual General Meeting.

All monies raised by or on behalf of the Society shall be applied to further the object of the Society 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 Society and fees to professional and technical advisers or the repayment to members of the Management Committee of reasonable out of pocket expenses.

**9. CONTROL OF ASSETS AND FUNDS**

Control of assets and funds shall be vested in the Management Committee and administered under their control by the Honorary Treasurer. Authority to draw cheques on behalf of the Society shall be vested in the Chairman, Secretary and Treasurer, all cheques to be endorsed by any two of them.

**10. EXPENSES OF ADMINISTRATION**

The Management Committee shall, out of the monies received by the Society, pay all proper expenses of administration and management of the Society and shall use the balance of such monies for or towards the objects of the Society.

**11. INVESTMENT**

All monies, at any time, belonging to the Society and not required for immediate application for its objects shall be invested by the Management Committee upon such investment or securities or property as it may think fit.

**12. VESTING OF PROPERTY**

All property of the Society shall be vested in the Management Committee and, where necessary, shall be covered by insurance against such risks as shall be determined from time to time by the Management Committee. Heritable property shall be vested in the Management Committee for the time being, as Trustees for the Society, and their respective successors in office. Leases shall be held or granted also by the Management Committee and their successors as aforesaid.

**13. PAPERS**

All Full members and Honorary Life members shall, upon request, be entitled to a copy of papers given to the Society or produced in the name of the Society. An appropriate fee shall be paid to the Society, at the discretion of the Management Committee.

**14. RESEARCH**

No research shall be undertaken in the name of the Society nor shall any member commit the Society to any course of action without the prior approval of the Management Committee.

**15. LECTURES, FILM SHOWS, ETC**

No lectures, film shows, etc, discussion or public meetings may be given or held in the name of the Society and no documents or possessions of the Society used for such purposes without the express approval of the Management Committee.

**16. COPYRIGHTS**

Copyright of all papers produced in the name of the Society shall be vested in the Society. Copyright of papers given to the Society shall remain with the author.

## 17. **AMENDMENTS TO THE CONSTITUTION**

The constitution of the Society may be amended at the Annual General Meeting or an Extraordinary General Meeting, by a two-thirds majority of those present. Notice of motion of any suggested amendment to the constitution, must be communicated to the Honorary Secretary at least 21 days before any AGM or EGM, supported by the signatures of at least eight members of the Society.

## 18. **DISSOLUTION**

The Society shall be deemed to have dissolved in the event of no Annual General Meeting having been held for three years or in the event of the Society, by a two thirds majority of its membership, so deciding. In this event, ownership of buildings and materials held by the Society shall be transferred to Halkirk Village Council or their successors, who shall be required to ensure that the collections remain intact in Halkirk and that all special bequests are adhered to with regard to all items in the collection, including lands and buildings and all items donated, loaned or bequeathed or obtained by any means by the Society.

All funds held by the Society shall similarly be transferred to Halkirk Village Council or their successors and held in trust irrevocably and applied for any purpose which is charitable in law for the benefit of the inhabitants of the Village of Halkirk and Parish of Halkirk.

## 19. **ARBITRATION**

In the event of any dispute arising in connection with the administration of the Society or its collection, the Scottish Museums Council shall be appointed as arbiter and the Council's decision in the matter shall be final and binding on all parties.