

# **The Junior Mountaineering Club of Scotland [Edinburgh Section]**

## **CONSTITUTION**

[11th Revision, November 2008]

### **1. Objectives**

1.1 The objectives of the Club shall be to foster the love of mountains, to afford opportunities to its members of acquiring knowledge of all aspects of climbing and mountaineering technique and, in general, to promote the interests of mountaineering in Scotland.

1.2 The spirit of the Club is such that members will wish to share their experience/abilities with others but they do so as amateurs. The Club is not a professional training organisation. No member may offer professional training under the auspices of the Club.

### **2. Membership**

2.1 Membership shall be open to anyone aged eighteen and over.

2.2 New members may join by sending an application form and payment of the annual subscription to the Membership Secretary.

2.3 The annual subscription rate shall be approved by the Annual General Meeting (AGM) of the Club, and the subscription shall fall due on the date of the AGM. It is a condition of membership that a member's annual subscription is fully paid.

2.4 Any member whose subscription is six months in arrears shall be deemed to have resigned. A member who has resigned may be reinstated on payment of the annual subscription.

### **3. Club Meets**

3.1 So far as possible, club meets shall be held at least monthly.

3.2 Members are entitled to bring a guest to a club meet. A guest may only attend one meet, after which the individual must become a member before attending any further meets. Members should ensure that their guests are aware that the club's liability insurance does not extend to guests, so guests should make their own arrangements for such insurance.

### **4. Personal Responsibilities and Insurance**

4.1 All members are responsible for their own personal safety. Each member is also personally responsible for making a judgement as to whether or not to climb with another member.

4.2 The Club shall affiliate to the Mountaineering Council for Scotland and will avail of such insurance arrangements as are afforded by this affiliation.

### **5. General Meetings**

5.1 The chair at a General Meeting shall be taken by the President or, if absent, by the Vice-President. In the absence of both, the meeting shall elect a chair from the committee members present.

5.2 All members present may vote at a General Meeting. All votes shall be determined by a simple

majority, except a constitutional amendment or a motion to dissolve the club, the rules for which are described in Sections 10 and 11. In the case of an equality of votes the chairman shall have a second or casting vote.

5.3 An Extraordinary General Meeting (EGM) shall be called by the Secretary on the instruction of the Committee or in pursuance of a motion to that effect signed by at least ten members and specifying the reason for which the EGM is to be called. The EGM shall take place within six weeks of the receipt of such motion by the Secretary. Notice of an EGM, and the reason for which it is being called, shall be given to all members at least two weeks before the meeting (throughout this constitution, "notice" may be by email to those members having an email address).

## **6. Annual General Meeting**

6.1 The AGM shall be held in November or December, at a time and place determined by the Committee. Members shall be given at least six weeks notice of the date of the AGM and at least two weeks notice of the agenda.

6.2 At the AGM the following business shall be conducted:

- (a) the minutes of the previous AGM shall be approved;
- (b) the President shall present an annual report;
- (c) the Treasurer shall present the audited club accounts;
- (d) the Committee shall be elected for the following year;
- (e) the annual subscription for the following year shall be approved;
- (f) any other business, either submitted to the secretary at least four weeks prior to the AGM, or deemed relevant by the chair at the AGM.

## **7. Committee**

7.1 The Club shall be administered by a Committee consisting of at least six and at most nine members, elected by the AGM to hold office as President, Vice-President, Secretary, Treasurer, Meets Secretary or Ordinary Member of the Committee (the offices of Secretary and Treasurer may be combined), together with two members of the Scottish Mountaineering Club, appointed by the committee as Honorary President and Vice-President. Five shall constitute a quorum.

7.3 Election of non-honorary members of the committee at the club AGM:

- (a) the retiring Committee shall propose candidates for election to the committee;
- (b) any two members may propose another member as a candidate for election (with the member's consent) by giving notice to the Secretary at least four weeks before the AGM;
- (c) members shall be notified of all the candidates at least two weeks before the AGM;
- (d) candidates shall be elected by a majority of those members present at the AGM, and shall hold office thereafter until the next AGM;
- (e) during the club year the Committee may fill any vacancy, pending election of a replacement at the next AGM;
- (f) all members of the committee shall be eligible for re-election.

7.4 The Committee shall have the power to take steps not herein specified which are deemed necessary to further the objectives of the Club.

## **8. Finance**

8.1 The Club financial year shall begin on 1 November and end on the following 31 October.

8.2 Club funds shall be applied in the furtherance of the club's objectives as the committee shall

decide. All surplus income or profits shall be re-invested in the Club. No surpluses or assets shall be distributed to members or third parties.

8.3 The Committee shall appoint an auditor to audit the Club accounts, in time to be presented by the Treasurer to the AGM following the end of the financial year.

8.4 In the event of the dissolution of the Club a liquidator shall be appointed by the committee.

## **9. Property**

9.1 In furtherance of its objectives, the Club may acquire and hold heritable property by purchase, lease or otherwise, and may sell, let or otherwise dispose of such property. Arrangements for the use and management of such property shall be made by the Committee. In the event of Dissolution of the Club and the disposal of its property, the proceeds of such disposal, if any, shall be dealt with in the terms of Rule 11.2.

9.2 The Trustees for the Club in property transactions shall be: the President, Vice-President, Secretary, and Treasurer, and their successors, during their terms of office. The holders of these offices shall administer all deeds and documents necessary in any subsequent transactions regarding the property. A majority of such Trustees shall constitute a quorum.

## **10. Amendment to Rules**

10.1 An EGM shall have the power to amend these Rules by a majority of two thirds of the votes cast. Notice of such an EGM shall be sent to all members at least two weeks before the EGM.

10.2 Minor amendments to the rules may be proposed by the Committee and voted on by email (any members without an email address shall be informed by post, and may vote by post).

## **11. Dissolution of the Club**

11.1 An EGM shall have the power to dissolve the Club. A proposal to dissolve shall be made only upon a motion submitted by the Committee, or by a motion submitted to the secretary, signed by at least ten members or by two thirds of the existing members, whichever is the lesser. Voting on such a proposal shall require a majority of not less than five sixths of the votes recorded, with a minimum recorded votes of at least two thirds of all the members on the roll of the Club at the time of the vote. Members not present may vote by letter or email to the Secretary. Notice of the proposal to dissolve the Club shall be sent to all members at least six weeks before the date of the meeting.

11.2 In the event of dissolution of the Club any assets remaining after settlement of all debts and liabilities shall not be paid or distributed amongst members but shall be given or transferred to a registered charity or CASC having similar objectives to those of the Club.

## **12. Commencement**

12.1 These Rules cancel all previous Rules and amendments thereof and take effect from 22 November 2008.