

<p style="text-align: center;">The Royal Scottish Country Dance Society Aberdeen Branch Constitution</p>

1. Name

The name of the Branch shall be "The Royal Scottish Country Dance Society, Aberdeen Branch" (hereinafter called "the Branch").

2. Association with the Royal Scottish Country Dance Society

The Branch is an autonomous body consisting of members of the Royal Scottish Country Dance Society (hereinafter called "the Society")

- 2.1 While it has similar objects to and associates with the Society under a formal Licence Agreement dated 17 July 1996, the Branch operates and carries out its administration and management independently from the Society.

3. Objects

The objects of the Branch shall be to advance the education and engagement of the public in the City of Aberdeen and its neighbourhood in traditional Scottish country dancing; and in furtherance thereof:

- 3.1 to preserve and further the practice of traditional Scottish country dancing;
- 3.2 to provide or assist in providing to Society standards instruction in the dancing of Scottish country dances;
- 3.3 to promote the enjoyment and appreciation of Scottish country dancing and music by any suitable means; and
- 3.4 generally to do such other things as are now or may be considered by the Branch to further the foregoing objects in the City of Aberdeen and its neighbourhood

4. Membership and Subscriptions

- 4.1 Membership of the Branch shall be open only to members of the Society.
- 4.2 Only adult members (those aged 18 and over) shall be entitled to vote on matters concerned with the management of the Branch.
- 4.3 Members who are members of more than one branch shall intimate whether they will pay their subscription to the Society through the agency of the Branch or through the agency of another branch.
- 4.4 The rates of subscription for members of the Branch shall be such as may be determined from time to time by the Branch in General Meeting.

5. Office Bearers

- 5.1 The Office Bearers of the Branch shall consist of the Chair, Vice-Chair, Honorary Secretary and Honorary Treasurer, all of whom shall be adult members of the Branch and shall be elected at the Annual General Meeting of the Branch in the manner hereinafter provided.
- 5.2 The Chair and Vice-Chair shall hold office for one year and on completion of their year of office shall be eligible for re-election, but shall not hold that office for more than two consecutive years. No member shall be entitled to hold the office of Chair or Vice-Chair of more than one branch at any one time.
- 5.3 The Honorary Secretary and the Honorary Treasurer shall hold office for one year but shall be eligible for re-election.
- 5.4 The Committee of Management shall have the power to appoint an Interim Chair, Vice-Chair, Honorary Secretary or Honorary Treasurer to fill a vacancy occurring between Annual General Meetings, but any office bearer so appointed shall serve only until the next Annual General Meeting when they shall be eligible for election to the office in their own right under Clause 5.2 or 5.3 hereof.
- 5.5 Any office bearer shall, upon their completion of their term of office, or earlier resignation, be ineligible for election to the Committee of Management whether as ordinary member or as office bearer until the date of the second Annual General Meeting to occur after the date of such completion or resignation, save that the retiring Vice-Chair shall be eligible for election as Chair.

- 5.6 The Branch may appoint an Honorary President and Honorary Vice-Presidents, who may attend Meetings of the Committee of Management but shall not be entitled to vote.

6. Committee of Management

- 6.1 The affairs of the Branch shall be administered by a Committee of Management (hereinafter referred to as “the Committee”) consisting of the Chair, Vice-Chair, Honorary Secretary, Honorary Treasurer, and six ordinary members.
- 6.2 The ordinary members of the Committee shall be adult members of the Branch and shall be elected at the Annual General Meeting for a term of three years. Two of the ordinary members of the Committee shall retire annually by rotation and shall not be eligible for re-election as ordinary members for one year, but shall be eligible to be elected Chair, Vice-Chair, Honorary Secretary or Honorary Treasurer.
- 6.3 The Committee shall have the power to fill a vacancy among the ordinary members of Committee by co-option; any member so co-opted shall have the same right to vote at Committee meetings as elected members, but shall serve only until the next following Annual General Meeting, when they shall, along with any other ordinary member, be eligible for election to complete the remainder (if any) of the original three-year term.
- 6.4 In the event that a committee member resigns during their term of office, they shall not be eligible for re-election to the Committee in any capacity until the date of the second Annual General Meeting to occur after the date of such resignation.
- 6.5 In the event that a committee member fails to attend two consecutive meetings without sending apologies, they will be sent a letter by the Secretary to intimate that if they do not attend the next meeting or send an apology, the committee member will be deemed to have resigned; and in the event that the letter is not heeded, that member shall indeed be deemed to have resigned.
- 6.6 A quorum of the Committee shall be five members.
- 6.7 The Committee shall have power to constitute Sub-Committees on an *ad hoc* basis either from its own membership or by co-opting other members of the Branch, and to entrust them with such duties as it considers necessary for the efficient working of Branch affairs. Such co-opted members shall not have a vote at meetings of the Committee.
- 6.8 The Committee shall have the power to appoint a Minutes Secretary for a period of one year, either from their own number or from the ordinary membership, but such a person, if appointed from outwith the Committee, will have no voting power and may not take part in Committee discussions.
- 6.9 The full committee shall deal with the appointment of teachers and musicians. Where a teacher on committee had applied to teach (or a musician to play for) a class, they would be asked to leave the room whilst this class is being discussed. If it was felt relevant, other members could be co-opted onto this committee. Committee meetings shall be held at regular intervals for the efficient running of the Branch.
- 6.10 Virtual Meeting: a meeting of members of committee where arrangements have been made in advance to allow participants to attend the meeting by means of a conference video link (or similar means of electronic communication) at which all participants can be heard and can hear each other without the need for them to be physically present at the same location. A person participating in a meeting by such means shall be deemed to be attending virtually. Any person attending a meeting virtually shall have the same rights to receive notice, speak, vote and otherwise participate in the meeting as they would have if attending the meeting in person. Any virtual meeting arrangements notification to committee members shall state that fact and include details of the means by which a person may attend the meeting virtually.
- 6.11 Hybrid meeting: a meeting of members of committee at which some participants are attending the meeting in person and others are attending virtually. Any person attending a meeting virtually shall have the same rights to receive notice, speak, vote and otherwise participate in the meeting as they would have if attending the meeting in person.
- 6.12 The minutes of a meeting shall record the names of all persons present at the meeting without distinction between those who attended in person and those who attended virtually.

7. Duties of Office Bearers

- 7.1 **Chair and Vice-Chair:** The Chair is the executive officer of the Branch. They shall preside at Branch meetings and at meetings of the Committee. In the absence of the Chair from a meeting, the Vice-Chair shall preside, whom failing a Chair shall be appointed from among those present. The Chair of any meeting, whether a Branch or Committee meeting, shall have a casting as well as a deliberative vote.

- 7.2 **Honorary Secretary:** It shall be the duty of the Honorary Secretary to see that regular meetings are held and to conduct the correspondence of the Branch. Proper minutes of such meetings must be kept by either the Honorary Secretary or the Minutes Secretary, if appointed. In addition the Honorary Secretary shall:
- 7.2.1 prepare an annual report of the activities of the Branch during the preceding year; and
 - 7.2.2 keep a register of members of the Branch, and intimate any changes therein to the Secretary of the Society as required
- 7.3 **Honorary Treasurer:** It shall be the duty of the Honorary Treasurer to receive, bank and account for all monies collected by whatever agency from members of the Branch or from other sources. Additionally the Honorary Treasurer shall:
- 7.3.1 cause proper account books to be kept and ensure that the annual accounts of the Branch are properly examined or audited as required by law;
 - 7.3.2 make the annual Branch accounts available for inspection by members at a General Meeting and present the accounts for adoption by the Branch at the Annual General Meeting;
 - 7.3.3 Arrange and operate current and deposit bank accounts, including online operation, for the Branch. All cheques issued on behalf of the Branch are to be signed by two Committee members, one of whom must be an office bearer. Payments by bank transfer are to be authorised digitally by 2 committee members one of whom must be an office bearer;
 - 7.3.4 Collect and forward to the Society all subscriptions paid through the agency of the Branch
 - 7.3.5 Familiarise themselves with OSCR's Financial Reporting and annual monitoring requirements.

8. General Meetings

- 8.1 The Annual General Meeting of the members of the Branch shall be held within six months after the end of the financial year at such place and at such time as may be determined by the Committee.
- 8.2 Nominations, duly proposed and seconded, for the offices of Chair, Vice Chair, Honorary Secretary, Honorary Treasurer, and for the vacancies on the Committee, shall be submitted in writing to the Honorary Secretary 28 clear days before the Annual General Meeting, the consent of the nominee to serve having been previously obtained.
- 8.3 In the event that there are competing nominations for the four office bearers, or for the Committee places, voting shall be by ballot.
- 8.4 In the event that there are competing nominations for the office of Chair of whom one is the current chair, the current Chair shall surrender the chair immediately before the point in the Agenda dealing with the election of Office Bearers, and the Chair shall be temporarily assumed by such senior member of the Branch (for example, a Past Chair or other former Office Bearer) as may be agreed by the meeting by general acclaim or by a show of hands. That person shall chair the section of the meeting dealing with the election of Office Bearers. After the election for the position of the chair, the Chair from the beginning of the meeting shall resume the chair until the end of the meeting.
- 8.5 In the event that there are no or too few nominations for the office bearers, nominations shall be accepted from the floor, and election shall be by a show of hands. In the event that there are too few nominations for the Committee members, those members nominated prior to the meeting shall be declared duly elected and nominations shall be accepted from the floor only in respect of the remaining vacancy or vacancies, and election shall again be by a show of hands.
- 8.6 Motions to be considered at the Annual General Meeting, other than those proposed by the Committee, must be proposed and seconded and submitted in writing to the Honorary Secretary 28 clear days before the date of the meeting.
- 8.7 All members shall be given 14 days' written notice of the Annual General Meeting. Every notice shall contain a statement of the business to be discussed at the meeting.
- 8.8 The order of business at such meeting shall, as nearly as may be, be the following:
 - 8.8.1 Minutes of the last Annual General Meeting and of any Special General Meetings held in the course of the year;
 - 8.8.2 Honorary Secretary's Report on the year's working of the Branch;
 - 8.8.3 Honorary Treasurer's Report and Accounts, and ratification of the children's fund;
 - 8.8.4 Election of Office Bearers and Committee, and appointment of auditor or independent examiner;
 - 8.8.5 Motions; and
 - 8.8.6 Any other competent business.
- 8.9 A Special General Meeting may be called at any time by the Chair, or shall be called on a requisition signed by not less than one-tenth of the adult members of the Branch, in either case on giving to

the members 14 days' written notice. Such notice shall contain a statement of the business to be discussed at the meeting.

- 8.10 An adult member of the Society who is not a member of the Branch shall be entitled to attend any General Meeting of the Branch, and at the invitation of the Chair shall be entitled to speak but shall have no vote.
- 8.11 At any General Meeting twenty adult members, or one-quarter of the total adult membership, whichever shall be the lesser, shall constitute a quorum.
- 8.12 Virtual Meeting: a meeting of members annually may be conducted virtually. Such meetings may be entirely virtual or hybrid meetings as the circumstances allow. A person attending a meeting virtually shall have the same rights to receive notice, speak, vote and otherwise participate in the meeting as they would have if attending the meeting in person. Where arrangements have been made for a meeting to be held virtually or as a hybrid meeting, the notice calling the meeting shall state that fact and include details of the means by which a person may attend the meeting virtually. A person shall be deemed to be present by attending either in person or virtually where arrangements for virtual attendance have been made.
- 8.13 The minutes of a meeting shall record the names of all persons present at the meeting without distinction between those who attended in person and those who attending virtually.

9. Finance

- 9.1 All monies raised by or on behalf of the Branch shall normally be applied to further the objects of the Branch 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 Branch, and fees to professional and technical advisers; or the repayment to members of the Committee of reasonable out-of-pocket expenses.
- 9.2 The foregoing Clause shall not apply to the holding of a profit-making function or activity to raise funds for a specific charity or other good cause, provided always that it was approved by the Management Committee and clearly advertised as such.

10. Suspension or Termination of Member

- 10.1 The Committee may suspend temporarily, or terminate, the membership of any person whose conduct is, in their opinion, prejudicial to the interests of the Branch. Suspension or termination shall not alter the rights or status of the person concerned as a member of the Society.
- 10.2 Before suspending or terminating any person's membership, the Committee shall notify in writing the person concerned stating the reasons for the proposed suspension or termination, and giving that person the opportunity of replying and of appearing before the Committee to submit reasons why that suspension or termination should not be imposed.
- 10.3 The person whose membership has been suspended or terminated shall have the right of appeal at a Branch General Meeting, when a two-thirds majority of those present and entitled to vote shall be necessary to confirm the suspension or termination, failing which it shall be revoked.
- 10.4 Where suspension or termination has been imposed or where applicable confirmed in General Meeting, it shall with the reasons therefore be notified to the Secretary of the Society on a confidential basis.

11. Disbandment

- 11.1 The Committee may, on cause shown, propose to any General Meeting that the Branch be disbanded with effect from a date not less than three months after the date of that General Meeting, and such proposal shall require the approval of two-thirds of those present and entitled to vote.
- 11.2 Notice of such proposal once carried shall be given to the Secretary of the Society at least two months before the date proposed for such disbandment.
- 11.3 In the event of disbandment the balance of the funds of the Branch, after all liabilities have been met, and all property belonging to the Branch shall be transferred to a recognised charitable body or bodies having objects similar to those of the Branch (excluding geographical limitations) as the members in General Meeting, whom failing, the Committee, shall decide.

12. Representation in the Society

Subject to any restrictions on numbers and any procedures contained in the Society's constitution, the delegates representing the Branch at the Society's Annual General Meeting shall be the Chair, Vice-Chair and Honorary Secretary, and such further delegates as may be appointed by the Branch in general meeting

or failing which by the Committee from their own number or from the ordinary membership of the Branch; and in the event that any delegate is unable to attend, the Committee may appoint an accredited substitute to attend in their place.

13. Alteration of Constitution

Any amendment to the Constitution or the Rules of the Branch shall require the approval of not less than two-thirds of the adult members present at a General Meeting to which due notice has been given. No alteration shall be made which would have the effect of causing the Branch to cease to be recognised by HMRC and/or OSCR as a charity.

14. General

The Branch shall be governed in accordance with this Constitution.

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