

Friends of Calton Hill

Constitution

1. Name

The name of the Association shall be “FRIENDS OF CALTON HILL” referred to hereinafter to as “the Association”.

2. Objectives:

The objectives of the Association shall be:

2.1 To promote and encourage the conservation, preservation, protection and improvement of the area known as Calton Hill, Edinburgh, (hereinafter referred to as the ‘area’).

2.2 To inform the public of the significance of the hill, it’s history and environment, its future sustainability, with the intention of inculcating a responsible attitude towards the area’s amenity and attractions.

2.3 To promote and encourage enjoyment and a responsible use of the area by a wide range of people and organisations, including those who live and work in the locality.

Proviso:

2.4 Always providing that such activities will not absolve the local authority of its statutory responsibilities.

3. Membership and Subscription

Membership of the Association is first and foremost open to anyone who supports the objects of the Association. The subscription for membership shall be determined by the Association for each calendar year.

4 Committee

4.1 The Committee consists of a Chair, Vice-Chair, Secretary, Treasurer and Membership Secretary (the “Office Bearers”) plus up to 9 additional members.

4.2 The Committee members (and Office Bearers) shall be elected by the members at the Annual General Meeting.

4.3 All Committee Members and Office Bearers shall relinquish their positions every four years, but shall be eligible for re-election subject to serving for a maximum of nine consecutive years. Members reaching this maximum period can be considered for re-election after a further two years have elapsed.

The Committee shall have the power to appoint any of its members to undertake additional roles or to represent the Association in contacts with other bodies.

4.4 The Committee shall have the power to fill any vacancy occurring in the intervals between the AGMs, to appoint sub-committees and to co-opt members.

Co-opted members shall be entitled to vote at meetings of the Committee.

4.5 The Committee shall meet as often as is deemed necessary and meetings may be held by any means which permits those participating in the meeting to hear and contribute to discussions.

5. Funds

The funds of the Association shall be lodged in a bank account in the name of the Association. The Association financial year shall be the calendar year.

6. Finance

All monies raised by or on behalf of the Association shall be applied to further the objectives of the Association 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 Association and fees to professional and technical advisors.

7. Meetings

7.1 An Annual General Meeting of the Association shall be held each year to receive the Committee's Report and Accounts and elect Committee members and Office Bearers of the Committee, as necessary.

7.2 At least three weeks' notice of the date of such meetings will be given to all members, emailed and/or posted locally. Any member of the Association may propose resolutions for consideration at the Annual General Meeting by giving notice of them to the Secretary or Chair at least two weeks' before the date of the meeting.

7.3 A list of candidates for election as members of the Committee including as Office Bearers, plus any resolutions shall be distributed to members at least one week before the date of the meeting.

7.4 Each member shall be entitled to one vote. A simple majority of votes cast shall be sufficient for the motion to be carried. Voting shall normally be by show of hands and shall be minuted.

7.5 Other Special Meetings of the Association may be called by not less than 15 members or 15% of those entitled to vote, whichever is the greater. At least two weeks' notice shall be given of any such Special Meetings.

7.6 There shall be a quorum of five for meetings of the Committee, of which one must be an Office Bearer. The Secretary will keep a digital record of all Committee and general meetings, which will be available to all members on request.

8. Accounts and Audit

The accounts of the Association shall be audited annually. The auditor shall not be a member of the Committee and shall be elected for the coming year at the AGM.

9. Data Protection

The Association will comply with the requirements of all relevant data protection legislation.

10. Standing Orders

The Friends of Calton Hill may adopt standing orders for the conduct of its business. Any such standing orders may be approved, altered or deleted at any meeting of the Friends and subsequently put into effect by the Committee. At least one week's notice shall be given of any proposed changes.

11. Alterations to the Constitution

This constitution may be amended by two-thirds majority of members present and voting at an Annual General Meeting or Special Meeting provided that two weeks notice of the proposed Amendment has been given, and that not less than 25 members or 15% of those entitled to vote are present or have expressed their choice by letter or e-mail in advance of the meeting.

No alterations or amendments shall be made which will cause the Association to cease to be a charity at law.

12. Dissolution

In the event of the Association being dissolved, any assets or available funds remaining after the satisfaction of all debts and liabilities shall not be paid to or distributed among members of the Association but shall be given or transferred to a recognised charitable organisation(s) having objects similar to those of the Association as may be selected by the Committee.

(Constitution adopted by the Committee of the Friends of Calton Hill on 9 February 2023)