

KILWINNING HERITAGE CONSTITUTION

1. NAME:

The name of the organisation will be Kilwinning Heritage, hereinafter referred to as "The Society" or "KH".

2. OBJECTS:

1. The objects of Kilwinning Heritage will be to promote and encourage, by charitable means, the following:

a. To stimulate public interest in, and to encourage the conservation of the heritage, history and character of the area of the town and its surroundings.

b. To encourage the preservation, development and improvement of features of historic interest and general public amenity.

c. To pursue these ends by meetings, exhibitions, displays, lectures, research, visits, publications, conferences and publicity or other means in ways deemed appropriate and to support NAC in the operation of the Heritage Centre.

2. The Society will be non-party political, non-racial and non-sectarian and will not affiliate itself to, or promote, any such organisation.

3. In furtherance of the above objectives but not otherwise, to obtain, collect and receive money and funds by way of contributions, donations, legacies, grants and other lawful method; and to affiliate to, or accept affiliation from anybody having objects similar to those of the Society.

3. MEMBERSHIP:

a. The membership will consist of elected Office Bearers comprising Chair, Vice Chair, Secretary and Treasurer, elected Committee Members not exceeding 6 in number, and Ordinary Members.

b. Membership will be open to anyone interested in the objects of KH as set out in Item 2 above, regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs, and who is willing to abide by its rules and Constitution, and on completion and signing of an application form and the payment of the full amount of subscription applicable at the time.

c. KH will have due regard to the laws and current practices on Health & Safety matters, disability discrimination and child protection.

d. Members will receive a membership card, a copy of the Constitution, and from time to time newsletters, emails or written communications detailing KH information and activities.

e. Membership will lapse if the subscription is unpaid three calendar months after notification that it is due.

f. Persons under 18 years will not have voting rights until their 18th birthday.

4. SUBSCRIPTION:

The subscription will be decided annually at AGM. For existing members, subscription will be payable at AGM. For new applicants, subscription will be due at the time of submission of the application form.

5. MEETINGS:

- a. An Annual General Meeting will be held in November of each year. Its purpose shall be to approve the minutes of the previous year's AGM, to receive written reports from the Chair and Secretary, to receive a written report from the Treasurer and approve the Annual Accounts, to elect the Office Bearers and Committee members, to consider changes to the Constitution of which due notice has been given, and to deal with other relevant business.
- b. Committee will decide when meetings of KH will be held, and will give at least 14 days' notice of such meetings to all members.
- c. Special General Meetings of KH can be called at the written request of six members.
- d. Six members or one third of the membership personally present, whichever is the greater will constitute a quorum for an Annual or General meeting of KH.
- e. All registered members at the meeting who are aged 18 years or more shall have one vote. In the case of a tied vote, the Chair will have a second, casting, vote. Voting shall be by a show of hands except where the Chair decides voting shall be by ballot.

6. OFFICE BEARERS

- a. Nominations for the election of office bearers will be made at or before the Annual General Meeting.
- b. Such nominations will be supported by a seconder, and the consent of the proposed nominee must first be obtained. If a proposed nominee cannot be present, their consent must be available in writing at the AGM.
- c. The election of Office Bearers will be completed prior to the election of Committee members. The Office bearers of KH will consist of: Chair, Vice- Chair, Secretary and Treasurer, all of whom will be elected for a period of two years. All will be eligible for re-election.

7. COMMITTEE:

- a. The Committee will be responsible for running the affairs of KH, and may take decisions on its behalf. A quorum for meetings of the Committee will consist of 4 members, at least two of whom must be Office Bearers.
- b. The Chair will relinquish his/her position during discussion of any item in which he/she has a personal interest. In the absence of the Chair, the Committee

members will agree a temporary Chair for the duration of a meeting or item under discussion.

- c. The Committee will comprise the elected Office Bearers and no more than six Committee members as defined in item 3 above. It will have the power to co-opt when necessary, relevant persons for a limited time, who may attend in an advisory and non-voting capacity, if or when specific or specialist or technical knowledge is required.
- d. In the event of a vacancy occurring, Committee shall have the power to co-opt a replacement from the membership until the AGM.
- e. Committee members will be elected for one year, and will be eligible for re-election.
- f. Nominations for election will be made at or before the Annual General Meeting. They must be supported by a seconder, and the consent of the proposed nominee must first be obtained. If the nominations exceed the number of vacancies, a ballot will take place. If a proposed nominee cannot be present, their consent must first be available in writing at the AGM.

8. APPEALS:

The-Committee will have power to make appeals, solicit donations or grants and canvass monies for carrying out the projects of KH, assuring that doing so does not conflict with anything in Item 2, OBJECTS, above.

9. ACCOUNTS

- a. Any finances will be lodged in a bank account in the name of "Kilwinning Heritage". Withdrawals from the account will be by cheque only and will require any two of four signatories. The designated signatories will be the Chair, Vice Chair, Secretary and Treasurer.
- b. The financial year shall be from 1st October to 30th September to allow for the preparation of accounts. The accounts will be independently verified annually by a person or persons outwith the Committee and presented to the Society at the AGM.
- c. The Committee will, out of KH funds, pay all proper expenses of administration and management of the Society and will use the residue of such monies as it thinks fit for, or towards the objects of KH.

Any member incurring legitimate personal expense for, or on behalf of, KH, may be reimbursed from Society funds, on completion of the agreed claim form and the production of receipts. Where it is not possible to provide receipts, e.g. for mileage, an estimate and rate is to be agreed between the parties. Claims for mileage will only be considered for journeys outwith the traditional Irvine New Town/Three Towns boundaries.

10. AMENDMENTS TO THE CONSTITUTION :

The Constitution may be amended by a two-thirds majority of voting members present at an Annual or Special General Meeting, provided that fourteen days' notice of the proposed amendment has been sent to all members, and provided that such amendments do not conflict with anything in item 2 OBJECTS, paras 1,2 and 3 above.

11. ACQUISITIONS:

KH will keep an up-to-date written inventory of its existing artefacts and future acquisitions, in an agreed format, with as many details of provenance as possible. Any new acquisitions will not be accepted without first being proposed and agreed by Committee. Forms of Transfer of Title or Document of Loan must be completed by the donor.

12. DISSOLUTION

- a. KH can be dissolved at a Special General Meeting or an Annual General Meeting.
- b. The intention shall be publicised 14 days in advance.
- c. In the event of the winding up of the Society, the available funds will be transferred to one or more charitable bodies as may be chosen by the Committee.
- d. The acquisitions, display items and other property of KH will, in the first instance, be offered to historical societies having objects similar to those in item 2 above. Alternatively, they may be sold and the money raised transferred to KH accounts. Any items marked as 'on loan' will be returned wherever possible to the original owner. If, after 6 months, the owner is untraceable or no longer wishes to keep the item, it will revert to ownership of KH.
- e. Where none of the above is achievable, advice on disposal of artefacts will be sought from professional or official bodies such as North Ayrshire Council.
- f. The transfer of monies and property will be overseen by KH Committee.

This Constitution was adopted as the Constitution for Kilwinning Heritage at an Annual General Meeting held in Abbey Church Hall, Kilwinning on 14 November 2011 and replaces any previous versions.

Chair _____ **date**.....

Secretary _____ **date**

Treasurer _____ **date**