



Constitution

Name

The name of the Group shall be **Orkneycommunities.co.uk** (hereinafter referred to as “the Group”). The “Group” encompasses the **Orkneycommunities.co.uk** main website and the websites of member organisations.

Objects

The aims and objectives of the group shall be to encourage and enable community groups in Orkney to use the internet to share information, attract and inform members, and organise and publicise events (to members and the general public), in a straightforward, useful and attractive manner. In furtherance of which the Group shall seek to:

- ◆ support high quality and easily managed websites provided at a set fee
- ◆ support site administrators by providing initial training
- ◆ promote and ensure the continuous development of the portal
- ◆ regularly consult with members regarding the on-going development
- ◆ secure external income streams to remove reliance on public sector assistance
- ◆ make available additional pages and features at reasonable cost
- ◆ develop and issue to all members an Acceptable Use Policy and a formal Agreement which sets out the responsibilities of all parties involved in the Group.

Powers

In furtherance of the above objects the Group will have the power to:-

- a. receive funds and invite contributions from any person or persons by way of subscription, grants, fundraising, fees, or otherwise
- b. employ, or contract with for the provision of services, any person or persons, whether paid or unpaid, to supervise, organise or assist the work of the Group
- c. take out membership of such organisations or affiliate to such organisations as are considered to be in the interests of, and compatible with, the objects of the Group

- d. bring together in conferences, seminars, workshops or meetings, and work in liaison with, representatives of voluntary organisations, government departments, local and other statutory agencies, members and individuals
- e. arrange and provide for, or join in arranging and providing for, the holding of any event that will further the objects of the Group
- f. collect and disseminate information on all matters affecting the objects and exchange such information with other bodies having similar objects, whether in this country or overseas
- g. cause to be prepared or printed or produced, free of charge or for payment, such leaflets, books, newsletters, pamphlets, web-based materials, films or recorded tapes(audio or visual) as shall further the objects
- h. engage and pay fees to professional or technical experts/consultants to assist in the work of the Group
- i. borrow or raise money for the objects and accept gifts on such terms and on such securities as shall be deemed to be appropriate
- j. invest funds of the Group not immediately required for the objects in or upon such investments, securities or property as may be thought fit, subject to any such conditions as may at the time be imposed or required by law
- k. purchase, take on lease or exchange, hire or otherwise acquire any property or goods and any rights and privileges considered appropriate for the promotion of the objects and construct, maintain and alter such property felt appropriate for the work of the group.
- l. make regulations for the management of any property so acquired.
- m. sell, let, grant securities over, dispose of or turn to account all or any of the properties or assets of the Groups.
- n. do all other lawful things as are incidental or conducive to the attainment of the objects.

Membership

Any community group that has a website on the Orkney Communities Portal and has paid a fee for that website will automatically be a member of the Group. All community groups listed in the community directory database, owned by Voluntary Action Orkney, will be eligible to take out a website on the Orkney Communities Portal. A group not listed in the community directory database that wishes to obtain membership shall apply to the committee who shall have the right to refuse membership and a website to the organisation, for good and proper reason.

The annual membership fee for a basic website will be determined at the Inaugural Meeting and at each Annual General Meeting thereafter. The fees for the purchase of additional pages or features shall also be determined at the **Inaugural Meeting** an Annual General Meeting.

Property

The title of all property, heritable or moveable, which may be acquired by the Group shall on behalf of the Group be vested in the name of the Chairperson, Secretary and Treasurer for the time being ex officio.

Management

The business of the Group shall be managed by a Committee of members consisting of between six and twelve members, comprising a Chairperson, Vice Chairperson, Secretary, Treasurer, and between two and eight ordinary committee members. Two places on the Committee will be reserved for representatives from both Orkney Enterprise and Voluntary Action Orkney. Additional officers may be appointed from among the remaining committee members whenever it is felt necessary.

The Committee shall be able to invite any individual to attend and speak, but not vote, at Committee meetings.

The committee shall meet not less than three times per year

All office bearers and committee members shall be elected at the Inaugural Meeting and subsequent Annual General Meetings and shall serve until the end of the following Annual General Meeting.

One third of committee members shall stand down at each Annual General Meeting but shall be eligible for re-election.

A quorum for committee meetings shall be three members, including at least one office bearer.

If no quorum is present the meeting will not take any decisions other than to set the date for another meeting or, if the number of members on the committee falls below six members, to co-opt a member onto the committee.

In the event of an officer resigning between one Annual General Meeting and the next, the committee will be able to elect one of their number to take over the office. An officer so elected shall hold office until the end of the following Annual General Meeting.

The committee, at an ordinary committee meeting, shall be able to co-opt any member to fill a vacancy on the committee and the co-opted member shall serve on the committee until the end of the Annual General Meeting following their appointment.

Sub-committees:

The Committee shall have the power to establish Sub-committees on such terms of reference as they think fit. Such sub-committee shall be chaired by a member of the Committee but other members of the Sub-committee need not be members of the Committee or members of the Group. All decisions made by Sub-committees shall be ratified by the Committee before being acted upon. The terms of reference of any Sub-committee may be altered or revoked by the Committee at any time.

Office Bearers

The office bearers of the committee shall be elected at the Inaugural Meeting and subsequent Annual General Meetings and serve until the end of the following Annual General Meeting.

The office bearers shall be -

- ◆ Chairperson
- ◆ Vice Chairperson
- ◆ Secretary
- ◆ Treasurer
- ◆ plus any additional officers, as required from time to time.

The Chairperson shall chair all meetings of the Group, or in his/her absence, the meeting shall appoint the Vice Chairperson or another committee member to chair the meeting.

Members appointed to office shall not serve any longer than three years in any one office.

Annual General Meetings

Once a year, the Group will hold an Annual General Meeting to take place no longer than three months after the end of the financial year. Other special general meetings may be called at any time by the Chairperson or by a request from at least three other members.

On receipt of such a request the committee shall call a special general meeting within six weeks.

Notice of all general meetings, including the Annual General Meeting, shall be conveyed to all members in writing and advertised in the local press giving not less than 21 clear day's notice and stating the business to be considered.

A quorum for general meetings shall be one third of membership or five members whichever is the least.

The business to be transacted at the Annual General Meeting shall include

- ◆ the Group's annual report
- ◆ the treasurer's report
- ◆ the appointment of an independent examiner of accounts
- ◆ election of the committee and office bearers
- ◆ setting of annual membership fee and charges for addition to sites.

Voting

Each committee member shall have one vote at committee meetings.

At general meetings all member groups shall have one vote. Each member group will be issued with a voting card which will confirm their representative's right to vote.

In the event that member groups are participating in the general meeting by means of video conference links, they too shall be eligible for one vote per member group.

In the event of a vote, and the numbers of votes are equal, the Chairperson of the meeting shall have a second or casting vote.

Voting at all meetings shall be by a show of hands (holding voting cards) but the Chairperson may, at his/her discretion, direct a ballot to be taken if approved by one third of those voting at the meeting, the result of which shall be announced at the meeting.

Voting for the appointment of office bearers or committee members at the Annual General Meeting shall, if necessary, be carried out by secret ballot, the result of which shall be announced at the meeting.

Minutes

The Secretary shall record minutes of each committee meeting in a special book or folder kept for the purpose. The minutes should contain the names of all those present and decisions taken at the meeting.

Finance

The **financial year** shall be April to March.

All funds raised by, or on behalf of, the Group shall be applied to further the objects of the Group and for no other purpose whatsoever; the preceding provision shall not prevent the payment to members of the Group of reasonable out of pocket expenses incurred in connection with the Group's business.

The Treasurer shall keep proper accounting records of all income received and expenditure incurred by the Group and will provide financial reports to the committee in such form, and at such intervals, as they may require from time to time.

The accounts shall be examined once a year by an independent examiner and a financial report presented at the Annual General Meeting by the Treasurer.

A bank account shall be opened in the name of the Group at a bank chosen by the committee; all cheques drawn on the account shall be signed by any two of the three signatories authorised by the committee.

Alteration

A resolution to alter this constitution may be considered at a general meeting of the Group. Any proposed amendment must be stated in full with the notice for the general meeting and must be supported by a two thirds majority of those voting at the meeting.

Dissolution

If the committee decides by a simple majority that it is necessary or advisable to dissolve the Group it shall call a special general meeting of which no less than 21 day's notice shall have been given stating the proposed resolution.

The resolution will require to be passed by a two thirds majority at a general meeting. In the event of the dissolution of the Group, any assets remaining after the satisfaction of all debts and liabilities shall not be paid to or distributed among the members of the Group, but shall be given or transferred to a recognised charitable organisation(s) having objects similar to those of the Group if possible. Such institution or institutions to be decided by the members of the Group at or before the time of dissolution and, in so far as effect cannot be given to the foresaid provision, then to some other charitable object.

This constitution was adopted at the Inaugural Meeting of **Orkneycommunities.co.uk** held on xxxxxxxxxxxxxxxxx

Signed by the Chairperson.....

Print Name (Chairperson).....

Address (Chairperson).....

.....Date.....

Signed by the Secretary.....

Print Name (Secretary).....

Address (Secretary).....

.....Date.....

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(Certified as a true copy)

.....
(Chairperson)

.....
(Secretary)