

# **CONSTITUTION**

## **Of**

Forth Valley Sports Association for People with a Disability

**Adopted on 21<sup>st</sup> February 2011**

**Revised 24<sup>th</sup> February 2020**

### **Name**

1. The name of the association is Forth Valley Sports Association for People with a Disability; otherwise known as FVDS.

### **Objects**

To encourage, promote and support opportunities for sport and physical recreation for people with a disability in the Clackmannanshire, Falkirk and Stirling areas, and in furtherance thereof but not otherwise the Association shall undertake the following activities:-

Undertake an advocacy role for disability sport locally, regionally and nationally.

Actively seek and access funding and sponsorship.

Work in partnership with key agencies involved in disability sport and physical recreation, i.e. Scottish Disability Sport, sportscotland, Clackmannanshire, Falkirk and Stirling Councils.

### **Powers**

3. In pursuance of the objects set out in clause 2 (but not otherwise), the association shall have the following powers:-

(a) To coordinate, support and promote an annual events programme.

(b) To carry on any other activities which further any of the above objects.

(c) To purchase, take on lease, hire, or otherwise acquire, any property or rights which are suitable for the association's activities.

(d) To improve, manage, develop, or otherwise deal with, all or any part of the property and rights of the association.

(e) To sell, let, hire out, license, or otherwise dispose of, all or any part of the property and rights of the association.

(f) To borrow money, and to give security in support of any such borrowings by the association.

(g) To employ such staff as are considered appropriate for the proper conduct of the association's activities, and to make reasonable provision for the payment of pension and/or other benefits for members of staff, ex-members of staff and their dependants.

(h) To engage such consultants and advisers as are considered appropriate from time to time.

(i) To effect insurance of all kinds (which may include officers' liability insurance).

(j) To invest any funds which are not immediately required for the association's activities in such investments as may be considered appropriate (and to dispose of, and vary, such investments).

(k) To liaise with other voluntary sector bodies, local authorities, UK or Scottish government departments and agencies, and other bodies, all with a view to furthering the association's objects.

(l) To establish and/or support any other charitable body, and to make donations for any charitable purpose falling within the association's objects.

(m) To form any charitable company with similar objects to those of the association, and, if considered appropriate, to transfer to any such company (without any payment being required from the company) the whole or any part of the association's assets and undertaking.

(n) To take such steps as may be deemed appropriate for the purpose of raising funds for the association's activities.

(o) To accept grants, donations and legacies of all kinds (and to accept any reasonable conditions attaching to them).

(p) To do anything which may be incidental or conducive to the furtherance of any of the association's objects.

## **4 Membership**

4.1 Full membership shall be open to:

Any individual resident within the Forth Valley area with an interest in sport and physical recreation for people with a disability.

Clubs and disability organisations within the Forth Valley area that provide sport and recreation for people with a disability exclusively.

Clubs and organisations within the Forth Valley area that include people with a disability into membership.

*Membership is open to all and no application for membership will be refused on other than reasonable grounds. There will be no discrimination on grounds of age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race, religion or belief, sex; sexual orientation, political or other opinion*

4.2 In addition, associate membership shall be offered to statutory agencies and departments that have an interest in sports for people with disabilities.

4.3 The Trustees shall have the right to invite individuals to honorary membership from time to time. *Honorary Memberships must be ratified at an AGM.*

## **5 Application for membership**

5.1 Those people wishing to become a member of FVDS shall apply for membership in a form determined by the Trustees; and will agree to abide by any regulations in force.

5.2 The Trustees shall consider each application for membership at the first business meeting, [ or at a meeting specifically convened for the purpose] which is held after receipt of the application; and shall notify the applicant of their decision on the application within 7 days after the meeting.

5.3 The Trustees may, at their discretion, refuse to admit any person to membership.

*There is a right of appeal to the next AGM.*

5.4 There shall be no membership fee payable.

## **6 Rights of membership**

6.1 Full members within the scope of clause 4.1 have the right to attend and vote at the annual general meetings and special meetings of the Trust; and also be eligible for selection as a trustee at the annual general meeting.

## **7 Register of members**

7.1 The Trustees shall maintain a register of members, setting out the full name and address of each member, the date on which he/she was admitted to membership, and the date on which any person ceased to be a member.

## **8 Withdrawal from membership**

8.1 Any person who wishes to withdraw from membership shall sign, and lodge with FVDS, a written notice to that effect; on receipt of the notice, he/she shall cease to be a member.

## **9 Expulsion from membership**

9.1 Trustees may remove any person from membership, if there is good and sufficient reason for doing so.

*There is a right of appeal to the next AGM.*

## **10 Ineligibility for membership**

10.1 Employees of the FVDS shall not be eligible for membership; a person who becomes an employee after admission to membership shall automatically cease to be a member

## **11 General meetings**

11.1 The management committee shall convene an annual general meeting in each year (but excluding the year in which the association is formed); not more than 15 months shall elapse between one annual general meeting and the next.

11.2 The business of each annual general meeting shall include:-

(a) a report by the chair on the activities of the association

(b) consideration of the annual accounts of the association

(c) the selection/re-selection of members of the management committee, as referred to in clause 14.

11.3 The management committee may convene a special general meeting at any time.

## **12 Notice of general meetings**

- 12.1 At least 14 clear days' notice must be given of any annual general meeting or special general meeting; the notice must indicate the general nature of any business to be dealt with at the meeting and, in the case of a resolution to alter the constitution, must set out the terms of the proposed alteration.
- 12.2 The reference to "clear days" in clause 12.1 shall be taken to mean that, in calculating the period of notice, the day after the notice is posted, and also the day of the meeting, should be excluded.
- 12.3 Notice of every general meeting shall be given to all the members of the association, and to all the members of the management committee.

### **13 Procedure at general meetings**

- 13.1 No business shall be dealt with at any general meeting unless a quorum is present; the quorum for a general meeting shall be 30% of full members, present and in person.
- 13.2 If a quorum is not present within 15 minutes after the time at which a general meeting was due to commence - or if, during a meeting, a quorum ceases to be present - the meeting shall stand adjourned to such time and place as may be fixed by the chairperson of the meeting.

### **14 Management committee**

- 14.1 The management committee shall consist of not less than 7 and no more than 15 Trustees.
- 14.2 A quorum shall be 50% of the current total of Trustees: rounded up to the nearest whole number.

### **15 Eligibility**

- 15.1 No person shall be eligible for election/appointment to the management committee unless he/she is a member of the association.

### **16 Election, retiral, re-election**

- 16.1 At each annual general meeting, the members may (subject to clause 15.1, select any member to be a member of the management committee.
- 16.2 The management committee may at any time appoint any member to be a member of the management committee (subject to clause 15.1).
- 16.3 At each annual general meeting, all of the members of the management committee shall retire from office - but shall then be eligible for re-selection.

### **17 Register of management committee members**

- 17.1 The management committee shall maintain a register of management committee members, setting out the full name and address of each member of the management committee, the date on which each such person became a management committee member, and the date on which any person ceased to hold office as a management committee member.

### **18 Office bearers**

- 18.1 At the first meeting following the AGM, the management committee members shall elect from among themselves a chair, a treasurer and a secretary, and such other office bearers (if any) as they consider appropriate.
- 18.2 All of the office bearers shall cease to hold office at the conclusion of each annual general meeting, but shall then be eligible for re-election.

18.3 A person elected to any office shall cease to hold that office if he/she ceases to be a member of the management committee or if he/she resigns from that office by written notice to that effect.

## **19 Powers of management committee**

19.1 Except as otherwise provided in this constitution, the association and its assets and undertaking shall be managed by the management committee, who may exercise all the powers of the association.

19.2 A meeting of the management committee at which a quorum is present may exercise all powers exercisable by the management committee.

## **20 Delegation to sub-committees**

20.1 The management committee may delegate any of their powers to any sub-committee consisting of one or more management committee members and such other persons (if any) as the management committee may determine; they may also delegate to the chair of the association (or the holder of any other post) such of their powers as they may consider appropriate.

20.2 Any delegation of powers under clause 20.1 may be made subject to such conditions as the management committee may impose and may be revoked or altered.

20.3 The rules of procedure for any sub-committee shall be as prescribed by the management committee: and laid down in the Code of Conduct.

## **21 Termination of office**

21.1 A member of the management committee shall automatically vacate office if: -

(a) he/she becomes debarred under any statutory provision from being a charity trustee

(b) he/she becomes incapable for medical reasons of fulfilling the duties of his/her office and such incapacity is expected to continue for a period of more than six months

(c) he/she ceases to be a member of the association

(d) he/she becomes an employee of the association

(e) he/she resigns office by notice to the association

(f) he/she is absent (without permission of the management committee) from more than three consecutive meetings of the management committee, and the management committee resolve to remove him/her from office.

## **22 Operation of accounts and holding of property**

22.1 The signatures of two out of three signatories appointed by the management committee shall be required in relation to all operations (other than lodgement of funds) on the bank and building society accounts held by the association; at least one out of the two signatures must be the signature of a member of the management committee.

22.2 The title to all property (including any land or buildings, the tenant's interest under any lease and (so far as appropriate) any investments) shall be held either in the names of the chair, treasurer and secretary of the association (and their successors in office) or in name of a nominee company holding such property in trust for the association; any person or body in whose name the association's property is held shall act in accordance with the directions issued from time to time by the management committee.

## **23 Minutes**

- 23.1 The management committee shall ensure that minutes are made of all proceedings at general meetings, management committee meetings and meetings of committees; a minute of any meeting shall include the names of those present, and (as far as possible) shall be signed by the chairperson of the meeting.

## **24 Accounting records and annual accounts**

- 24.1 The management committee shall ensure that proper accounting records are maintained in accordance with all applicable statutory requirements.
- 24.2 The management committee shall prepare annual accounts, complying with all relevant statutory requirements; if an audit is required under any statutory provisions or if they otherwise think fit, they shall ensure that an audit of such accounts is carried out by a qualified auditor.

## **25 Notices**

- 25.1 Any notice which requires to be given to a member under this constitution shall be in writing; and such a notice may either be given personally to the member or be sent by post in a pre-paid envelope addressed to the member at the address last intimated by him/her to the association: or sent via electronic means ie email.

## **26 Dissolution**

- 26.1 If the management committee determines that it is necessary or appropriate that the association be dissolved, it shall seek consent from the Office of the Scottish Charities Regulator, and thereafter convene a meeting of the members; not less than 21 days' notice of the meeting (stating the terms of the proposed resolution) shall be given.
- 26.2 If a proposal by the management committee to dissolve the association is confirmed by a two-thirds majority of those present and voting at the general meeting, the management committee shall have power to dispose of any assets held by or on behalf of the association - in line with consent given by the Office of the Scottish Charities Regulator - and any assets remaining after satisfaction of the debts and liabilities of the association shall be transferred to some other charitable body or bodies having objects similar to those of the association; the identity of the body or bodies to which such assets are transferred shall be determined by the members of the management committee.
- 26.3 For the avoidance of doubt, no part of the income or property of the association shall (otherwise than in pursuance of the association's charitable objects) be paid or transferred (directly or indirectly) to the members, either in the course of the association's existence or on dissolution.

## **27 Alterations to the constitution**

- 27.1 Subject to the Consents and Notification requirements laid down by the Office of the Scottish Charities Regulator, the constitution may be altered by a resolution passed by not less than two-thirds of those present and voting at a general meeting, providing due notice of the meeting, and of the resolution, is given in accordance with the relevant clauses.
- 27.2 No amendment to any clauses of the constitution may be made if the effect would be that the association would cease to be a charity. The constitution may be altered by a resolution passed by not less than two-thirds of those present and voting at a general

meeting, providing due notice of the meeting, and of the resolution, is given in accordance with clauses 17, 18 and 19.