

ISLAY COMMUNITY ACCESS GROUP

CONSTITUTION

1. **NAME:** The name of the organisation shall be called the Islay Community Access Group, hereinafter referred to as ICAG.
2. **OBJECTS:** the ICAG exists to
 - a. Improve the quality of life for those who live on Islay and those visiting Islay by creating a safe and accessible range of opportunities to access the countryside for recreation and enhanced health and well being;
 - b. Advance education about environmental and cultural aspects of the countryside;
 - c. Increase learning opportunities about safety and accessibility of the countryside for all;
 - d. Increase community benefit, involvement and interest in responsible access to the countryside.
3. **IN FURTHERANCE OF THESE OBJECTS THE ICAG MAY:-**
 - a. Employ and pay any person or persons to supervise, organise and carry on the work of the ICAG;
 - b. Make reasonable and necessary provision for the payment of pensions and superannuation to or on behalf of employees; Engage and pay fees to professional and technical advisers/consultants and contractors to assist in the work of the ICAG;
 - c. Develop partnerships with the community, key agencies and land managers in meeting the ICAG objects;
 - d. Improve attractiveness and access to the countryside that increases the number of people using the countryside by improving pathways and providing amenities for safe and responsible use.
 - e. In context of the Land Reform Bill and as part of Argyll & Bute Council's Core Path Network strategy make sensitive improvements in public access to land and to make the most of the benefits provided by Islay's natural beauty.
 - f. Work in partnership to manage any potential conflict with farming, deer management and nature conservation, and public access to routes and pathways;
 - g. Take out membership of such organisations as considered to be in the interests of and compatible with the objects of ICAG;
 - h. Promote and carry out or assist in promoting and carrying out research, surveys and investigations and where considered appropriate publish the results;
 - i. Arrange and provide for or join in arranging and providing for the holding of exhibitions, lectures, classes, seminars and training courses;
 - j. 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;

- k. Cause to be written and printed or otherwise reproduced and circulated, free of charge or for payment, such papers, books, periodicals, pamphlets or other documents or films or recorded tapes as shall further the objects;
- l. Purchase, take on lease or exchange, hire or otherwise acquire any property and any rights and privileges necessary for the promotion of ICAG objects, and construct, maintain and alter any buildings necessary for the work of the ICAG;
- m. Make regulations for the management of any property which may be so acquired;
- n. Subject to such consents as may be required by law, sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the ICAG;
- o. Subject to any consents as may be required by law, borrow or raise money for the objects and accept gifts on such terms and on such security as shall be deemed to be necessary;
- p. Raise funds and invite and receive contributions from any person or persons whatsoever by way of subscription and otherwise provided that the ICAG shall not undertake permanent trading activities in raising funds for the said objects except by means of a company established for that purpose;
- q. Invest the moneys of the ICAG not immediately required for the said objects in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) as may for the time being be imposed or required by law and
- r. Do all such other lawful things as re necessary for the attainment of the objects of ICAG.

4. **MEMBERSHIP OF ICAG –**

- a. membership of ICAG is open to (i) any individuals of 17 years and over who are interested in furthering the work of the ICAG and who have paid the annual subscription as determined by ICAG; and (ii) any local voluntary or other non-profit distributing organisations, whether corporate or unincorporated, which in the opinion of the management committee are interested in furthering the said work and have paid the annual subscription.
- b. Each member organisation is entitled to nominate a representative to vote on its behalf at general meetings of the ICAG
- c. Statutory agencies may participate as advisors to the ICAG management committee and will not have voting rights;
- d. Junior membership will be open to those under the age of 17 years who are interested in furthering the work of the ICAG. Junior members will not be entitled to vote.
- e. Honorary members may be elected at the discretion of the management committee but these members will not be entitled to vote at general meetings.
- f. The Management Committee shall have the right for good and sufficient reason to terminate the membership of any individual or organisation provided that the individual member concerned or the individual representing such organisation shall have the right to be heard by the management committee before a final decision is made.

5. **OFFICE BEARERS**

- a. At the first meeting following the AGM the ICAG shall elect a Chairperson, Vice Chair, Secretary, treasurer, and publicity officer, and such other officers as the ICAG shall from time to time decide.

- b. The chairperson and other officers shall hold office until the conclusion of the AGM next after their election but shall be eligible for re-election provided that no officer shall hold office for more than 3 consecutive years, with the exception of the Chairperson who will hold office for no longer than 2 years. On expiration of such period, 1 year must lapse before any former officer shall be eligible for re-election to the post from which he or she has demitted office.
- c. The ICAG shall appoint one or more auditors and determine their remuneration (if any).

6. MANAGEMENT COMMITTEE

- a. The policy and management of the affairs of the ICAG shall be directed by a management committee which shall meet as least 4 times per year and shall consist of not less than 5 or more than 15 members.
- b. The members of the management committee shall be elected at the AGM of ICAG in accordance with clause 7 hereof.
- c. Nominations for election to the management committee must be from eligible paid up members of the ICAG at the time of the AGM.
- d. Election of the management committee shall be for a period of three years but members are eligible for re-election to the management committee for a further period of 3 years.
- e. The management committee may co-opt up to a further 4 members with particular expertise or interest in the objects of ICAG. Co-opted members shall be entitled to serve on the management committee until the next AGM when they may be entitled to become full members elected to the management committee.
- f. Any casual vacancy on the management committee may be filled by the committee and any person appointed to fill such a casual vacancy shall hold office until the conclusion of the next AGM and shall be eligible for election at that meeting – all members appointed to fill a vacancy must be a paid up member of the ICAG.
- g. The proceedings of the management committee shall not be invalidated by any failure to elect or any defect in the election, appointment, co-option or qualification of any member.
- h. The management committee shall appoint and fix the remuneration of a secretary (where an honorary secretary is not elected) and of all such other staff as may in their opinion be necessary. Paid staff including a secretary where so employed, shall not be members of the management committee – (no voting rights).
- i. The management committee may appoint such special or standing committees or sub-committees as may be considered necessary and shall determine their terms of reference, powers, duration and composition. All acts and proceedings of such

special or standing committees or sub-committees shall be reported back to the management committee as soon as possible.

7. MEETINGS OF ICAG

- a. The first general meeting of ICAG shall be held not later than and once in each year thereafter an Annual General Meeting (AGM) shall be held at such time (not being more than 15 months after the holding of the preceding AGM), and at such place as the management committee shall determine. At least 21 clear days notice of the meeting shall be given in writing to all members of ICAG. A further public notice shall be given at the same time to ensure that the community is notified of the opportunity to attend the AGM. At such an AGM the business shall include the consideration of the annual report of work done by or under the auspices of the management committee, the approval of the audited accounts, the election of members of the management committee, the appointment of an auditor or auditors, motions submitted by the management committee or by members and the transaction of such other matters as may from time to time be necessary.
- b. The chairperson of the management committee may at any time at his/her discretion call a special general meeting of the ICAG. The secretary shall call a special general meeting within 21 days of receiving a written request so to do signed by not less than 5 fully subscribed members

8. RULES OF PROCEDURE AT ALL MEETINGS

- a. **QUORUM** – the quorum at a meeting of ICAG management committee shall be one half of the total voting membership of the committee.
- b. **VOTING** – unless it is otherwise specified in this constitution, all questions arising at any meeting shall be decided by a simple majority of those present and entitled to vote. There will be no arrangements for a proxy vote for management committee meetings.
- c. **MINUTES** – the minutes of meetings of the ICAG and all sub committees shall contain a record of all proceedings, resolutions and decisions.
- d. **STANDING ORDERS** - - the management committee shall have power to adopt standing orders for the ICAG and its committees. Such standing orders which will be consistent with and complementary to the terms of this constitution, shall come into operation immediately but, if considered necessary, shall be subject to review at a general or special meeting.

9. FINANCE

- a. All moneys raised by or on behalf of the ICAG shall be applied to further the objects of ICAG 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 ICAG and fees to professional and technical advisers or the

repayment to members of the management committee or of any sub-committees of reasonable out of pocket expenses.

- b. The treasurer shall keep proper accounts of the finances of ICAG.
 - c. The accounts shall be audited at least once a year by the auditor or auditors appointed at the AGM.
 - d. An audited statement of accounts for the last financial year shall be submitted by the management committee to the AGM.
 - e. A bank account shall be opened in the name of ICAG with a bank or building society as the management committee shall from time to time decide. The management committee shall authorise in writing three members of the committee one of whom shall be the treasurer to sign cheques on behalf of ICAG. All cheques must be signed by not less than two of the three authorised signatories.
10. **PROPERTY** - The title to all property which may be acquired by or on behalf of the ICAG shall be vested in the names of the office bearers or in the names of the trustees of a trust established for that purpose.
11. **EQUALITY OF OPPORTUNITY** - ICAG is committed to treat all members and service users equally regardless of sexual orientation, ethnic origin, age, religion, disability or political persuasion. ICAG will operate according to the Equal Opportunities Policy established by ICAG which is reviewed and monitored at least on an annual basis.
12. **ALTERATIONS TO THIS CONSTITUTION** - Any alteration of this constitution shall receive the assent of not less than two thirds of the members of ICAG present and voting at a general meeting whether annual or special provided that notice of any such alteration shall have been received by the secretary not less than 21 clear days before the meeting at which the alteration is to be proposed. Notice in writing of such a meeting, setting forth the terms of the alteration, shall be sent by the secretary to each member of ICAG provided that no alteration shall be made which would have the effect of causing the ICAG to cease to be recognised by the Inland Revenue as a charity.
13. **DISSOLUTION** – if the management committee by a simple majority decide at any time that on the ground of expense or otherwise it is necessary or advisable to dissolve the ICAG, it shall call a special general meeting giving at least 21 clear days’ notice (stating the terms of the resolution to be proposed). If such decision shall be confirmed by a two-thirds majority of those present and entitled to vote and voting at such meeting, the management committee shall have power to dispose of any assets held by or on behalf of the ICAG. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable organisation or organisations having objects similar to the objects of the ICAG, as the committee may determine. Notice of dissolution must be given to Inland Revenue or any other such body that has responsibility for regulation of charities.

**This constitution was adopted at a meeting of Islay Community Access Group held
on at(PLACE OF
MEETING).**

Signed by:

Chairman of the meeting:

NAME:

DATE:

Secretary of the meeting:

NAME:

DATE: