CONSTITUTION Updated May 2025

The Royal Scottish Country Dance Society, Oxfordshire Branch

Reg charity number 106 9883

1. Name
The name of the Local Association shall be "the Royal Scottish Country Dance Society, Oxfordshire Branch " (hereinafter called "the Local Association").

2. Association with the Royal Scottish Country Dance Society

(a) The Local Association is an independently constituted body consisting of members of the Royal Scottish Country Dance Society (hereinafter called "the Society").

(b) While it has similar objects to and associates with the Society under a formal Licence Agreement, it operates and carries out its administration and management independently of the Society.

3. Objects

The objects of the Local Association shall be to advance the education and engagement of the public in the area of Oxfordshire and its neighbourhood, hereinafter called "the district", in traditional Scottish country dancing, in particular by:-
(a) preserving and furthering the practice of traditional Scottish country dances
(b) providing or assisting in providing instruction to Society standards in the practice of Scottish country dancing
(c) promoting the enjoyment and appreciation of Scottish country dancing and music by any suitable means
(d) generally doing such other things as are or may be considered by the Local Association to further the foregoing objects and those of the Society in the district or area to which it relates, including building working links with other local traditional dance and music initiatives.

The Local Association will conduct its business in line with the commitments it has given in its Licence Agreement with the Society.

4. Membership and subscriptions

(a) Only members of the Society (hereinafter called “Society Members”) may apply to become members of the Local Association. A range of Society membership subscriptions is available. Only such members as have attained the age of 18 shall have the power to vote in matters concerned with the management of the Local Association.

(b) Any Society member who pays the Society subscription through another Local Association may also become a member of the Local Association.

(c) The rates of local subscription for all classes of members shall be determined from time to time by the Local Association in General Meeting.

5. Office bearers

(a) The office bearers of the Local Association, all of whom shall be members of the Local Association who have attained the age of 18, shall consist of the Chair, the Vice-Chair, the Honorary Secretary, and the Honorary Treasurer, who shall all be elected at the Annual General Meeting of the Local Association in the manner hereinafter provided.

(b) The Chair shall hold office for one year and on completion of the year should be eligible for re-election up to a maximum consecutive period of three years.

(c) The Vice-Chair, Honorary Secretary and Honorary Treasurer shall hold office for one year but shall be eligible for re-election up to a maximum consecutive period of five years.

(d) The Committee of management shall have power to appoint an interim Chair, Vice-Chair, Honorary Secretary and/or Honorary Treasurer to fill these vacancies occurring between Annual General Meetings. Any office bearers so appointed shall serve only until the next Annual General Meeting and shall then be eligible for election.

(e) The Local Association may appoint an Honorary President and Honorary Vice-Presidents.

6. Committee of management

(a) The affairs of the Local Association shall be administered by a Committee of management, (hereinafter referred to as "the Committee"), who will be charity trustees, composed of the Chair, Vice-Chair, Honorary Secretary, Honorary Treasurer, two representatives of class teachers and up to four ordinary members. All members of the Committee must be at least 18 years old and members of the Local Association.

(b) The officers and ordinary members of the Committee shall be elected annually at the Annual General Meeting of the Local Association.

(c) On completion of one year of office, ordinary members shall be eligible for re-election to the Committee up to a maximum consecutive period of five years.

(c) The two representatives of class teachers serving on the Committee shall be appointed by the Committee and may also be members of the Committee in another capacity.

(d) A quorum of the Committee shall be five members.

(e) The Committee shall have the power to constitute sub-committees on an ad hoc basis, either from its own membership or by co-opting other members of the Local Association, and entrust them with such duties as it considers necessary for the efficient working of Local Association affairs, provided that at least two sub-committee members are also members of the Committee of management, and that all actions and proceedings of any such sub-committee shall be fully and promptly reported to the Committee of management. Such co-opted members shall not have voting powers.

(f) Subject to the provisions of clause 6 (g) and except with the prior written approval of the charity commissioners no trustee may:

(i) receive any benefit in money or in kind from the charity; or
(ii) have a financial interest in the supply of goods or services to the charity; or
(iii) acquire or hold any interest in the property of the charity (except in order to hold it as a trustee of the charity).

(g) The trustees may make reasonable remuneration to any class teacher for teaching carried out, notwithstanding that the teacher is a trustee of the charity, provided that any trustee withdraws from a meeting of the trustees while such remuneration is being discussed.

7. Duties of office bearers

(a) Chair: the Chair is the executive officer of the Local Association and shall preside at Local Association meetings and meetings of the Committee. In the absence of the Chair, the Vice-Chair shall preside in their place. The chair of any meeting, whether a Local Association or Committee meeting, shall have a casting as well as a deliberative vote.

(b) Vice-Chair: the Vice-Chair shall deputise for the Local Association Chair in their absence.

(c) Honorary Secretary: it shall be the duty of the Honorary Secretary to see that regular meetings are held and properly recorded and to conduct the correspondence of the Local Association. Additionally, the Honorary Secretary shall:

(i) prepare an annual report of the activities of the Local Association during the preceding year

(ii) ensure that a register of Society members of the Local Association is maintained and communicated to the Society as required.

(d) Honorary Treasurer: it shall be the duty of the Honorary Treasurer to receive, bank in the Local Association's account, and account for all monies collected by whatever agency from members of the Local Association or from other sources. Additionally, the Honorary Treasurer shall:

(i) cause proper account books to be kept and ensure that the annual accounts of the Local Association are properly examined or audited as required by law

(ii) make the annual Local Association accounts available for inspection by members in general meeting and present the accounts for adoption by the Local Association at the Annual General Meeting.

8. Local Association meetings

(a) The Annual General Meeting of the members of the Local Association shall be held during the last fortnight in May at such place and at such time and by whatever method (for example, in person or online) as may be determined by the Committee. All members should be given 14 days written notice of a General Meeting. Every notice shall contain a statement of the business to be discussed at the meeting.

(b) The order of business at such a meeting shall be as nearly as possible the following:

(i) minutes of the last Annual General Meeting and any Special General Meeting held in the course of the year

(ii) Honorary Secretary's report on the year's working of the Local Association

(iii) Honorary Treasurer's report and accounts

(iv) appointment of office bearers and Committee

(v) motions

(vi) any other competent business

(c) A Special General Meeting may be called at any time by the Chair or shall be called on a requisition signed by not less than one 10th of the members of the Local Association entitled to vote. On receipt of such a requisition the Chair must call a Special General Meeting within one month at a time and a place to be decided by the Committee. Notice of the Special General Meeting shall set out the business to be discussed.

(d) One quarter of the members entitled to vote, or twenty-five members of the Local Association entitled to vote, whichever is the greater, shall constitute a quorum.

(e) The Local Association in general meeting may enact such rules as it may determine for the proper working of the Local Association.

9. Finance

(a) All monies raised by, or on behalf of, the Local Association shall normally be applied to further the objects of the Local 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 Local Association and fees to professional and technical advisers; or the repayment to members of reasonable out-of-pocket expenses.

(b) The only exception would be in the case of a profit-making function/activity for a specific charity/good cause approved by the Management Committee and clearly advertised as such.

10. Suspension or termination of membership

(a) The Committee may suspend temporarily or terminate the membership of any person whose conduct is in its reasonable opinion prejudicial to the interests of the Local Association. Suspension or termination shall not alter other rights or status of the person concerned as a member of the Society.

(b) Before suspending or terminating any person's membership, the Committee shall notify in writing the person concerned, stating the reasons for the proposed suspension or termination and giving that person the opportunity of replying and appearing before the Committee, if the member so wishes, to seek revocation of the suspension or termination.

(c) The person whose membership has been suspended or terminated shall have the right of appeal within two months at a Local Association General Meeting, when a two-thirds majority of those present and entitled to vote shall be necessary to confirm the suspension or termination.

(d) Where suspension or termination has occurred or, where appropriate, has been confirmed as in (c) above, the matter, with reasons, shall be notified to the Chief Operating Officer (or equivalent) of the Society without delay under 'Confidential - Addressee Only' cover.

11. Disbandment

(a) A decision by the Committee of the Local Association to disband must be ratified by a two thirds majority of those members present and voting in a General Meeting. At least 21 days' notice shall be given of such a meeting, including the terms of the proposed resolution.

(b) Notice of intention to disband the Local Association shall be given to the Chief Operating Officer (or equivalent) of the Society at least two months before the date proposed for such disbandment.

(c) In the case of disbandment, the Committee shall have the power to realise any assets held by or on behalf of the Local Association.

(d) The balance of the funds, after all liabilities have been met, may be transferred to the Society to be held in a Local Association suspense account.

(e) Alternatively, the balance of funds and any other property belonging to the Local Association shall be transferred to such other charity having objects similar to those of the Local Association (excluding geographical limitations) as the members in general meeting, whom failing, the Committee, shall decide.

12. Representation in the Society

(a) The Committee of the Local Association shall appoint a number of the members of the Local Association to be delegates in accordance with Articles 6, 13 and 63 of the Society's Articles of Association.

(b) The number of delegates to be appointed must be in accordance with the Articles of Association of the Society.

(c) A delegate shall attend a General Meeting of the Society and vote on motions or appoint a proxy to attend and vote in their place.

13. Alteration of constitution

(a) The constitution of the Local Association shall only be altered by resolution passed by the Local Association in general meeting and only after receiving the vote of not less than two-thirds of the members present and entitled to vote. No alteration shall be made which would have the effect of causing the Local Association to cease to be recognised as a charity.

(b) Under the Licence Agreement, the Local Association agrees to notify the Society in writing of any proposed changes to the Constitution of the Local Association prior to any such change being approved by the Local Association.

(c) No alteration may be made to this Constitution which would result in a contravention of the Licence Agreement, unless approved by the Society through the re-negotiation of the Licence Agreement.

14. General

The Local Association shall be governed in accordance with the laws of England and Wales, this constitution and with rules made by the Local Association in General Meeting.

May 2025