



## Scottish Power Kite Association CONSTITUTION

(Second Revision September 2013)

### 1. Name

- 1.1 The Association shall be called the Scottish Power Kite Association (Hereinafter referred to as the SPKA)
- 1.2 The name Scottish Power Kite Association and its logo shall be the reference and property of the Association.

### 2. Objects

- 2.1 The objects of the SPKA shall be to encourage the promotion of the sport of power kiting in Scotland, the United Kingdom and Worldwide and undertake other activities as incidental or conducive to the furtherance of these objects.
- 2.2 The committee is committed to encouraging the highest ethical standards. All individuals involved in the SPKA should conduct themselves with integrity, transparency, accountability and in a fair and equitable manner.

### 3. Membership

- 3.1 The membership shall consist of the following categories
  - i) Full
  - ii) Family
  - iii) Junior
- 3.2 Members in each category shall pay membership fees as fixed at each Annual General Meeting. The SPKA in general meeting may also require members to contribute to the funds of the SPKA by way of a special levy.
- 3.3 All members joining the SPKA shall be deemed to accept the terms of this Constitution and any Bye-laws from time to time adopted by the SPKA, in particular, without prejudice to the foregoing generality, the requirement to conduct themselves in accordance with the SPKA's ethical framework and the bye-laws as to discipline set out therein.
- 3.4 Any person seeking to join the SPKA shall submit an application to the executive committee. Members shall be admitted by the Executive Committee. Membership is open to all UK residents and no application for membership will be refused on other than reasonable grounds. There will be no discrimination on grounds of race, occupation, sex or religious, political or other opinion.

#### 4. Management

- 4.1 The affairs of the SPKA shall be conducted by an Executive Committee which shall consist of the Officers of the SPKA plus a maximum of eleven ordinary members, all of whom shall be elected at the Annual General Meeting.
- 4.2 The officers of the SPKA, who shall be honorary, shall be the Chairperson, Vice-Chairperson, Treasurer/Membership Secretary and General Secretary. Officers may only be re-elected up to a maximum of three consecutive years. If the post of any officer or ordinary committee members should fall vacant after such an election, the Executive Committee shall have the power to fill the vacancy until the succeeding Annual General Meeting.
- 4.3 All Executive Committee Members must be members of the SPKA.
- 4.4 The said Officers shall also be the trustees ex officii of the SPKA who shall hold any property belonging to the SPKA in their name and shall further be entitled to sue and be sued on behalf of the SPKA as trustees ex officii. They shall be entitled to personal indemnity out of the funds of the SPKA where they are acting bona fide in their capacity as Officers of the SPKA.
- 4.5 The Executive Committee shall have full power to deal with all matters relating to the SPKA not reserved to a general meeting in terms of this Constitution, including power to make public and enforce such bye-laws as the Committee feel necessary to govern the activities of the SPKA (including bye-laws relating to discipline).

#### 5. General Meetings

##### 5.1 Annual General Meeting

The SPKA shall hold an Annual General Meeting within 18 months of the previous Annual General Meeting but no more than 8 months after the end of the SPKA's financial year.

Purpose:

- Approve the minutes of the previous year's AGM
- Receive reports from the Chairperson and General Secretary
- Receive a report from the Treasurer and approve the annual accounts
- Elect the Executive Committee
- Appoint someone reasonable for certifying the SPKA's accounts
- Fix the subscription for the ensuing year
- Consider changes to the Constitution
- Review and consider any Bye-laws
- Deal with other relevant business

- 5.2 Extraordinary General Meeting - Shall be called by an application in writing to the Secretary supported by at least 15 of the members of the SPKA. The Executive Committee shall also have the power to call an Extraordinary General Meeting by decision of a simple majority of its members.
- 5.3 Notices - At least 14 days' notice and the Agenda shall be given to all voting members of any general meeting. No business shall be conducted unless fair notice thereof is contained in the Agenda.

- 5.4 Voting – With the exception of changes to the Constitution, decisions put to a vote shall be resolved by simple majority at General Meetings. All members are entitled to one vote.
- 5.5 Quora – The quorum at General Meetings shall be 2/3 of the Committee members and the quorum for Committee meetings shall be 2/3 of the Committee members.
- 5.6 Changes to the Constitution – Any change to the Constitution shall require a 2/3 majority of those present, eligible to vote and voting at a general meeting. A proposal to change the Constitution must be submitted in writing to the Secretary who shall circulate the proposal to all members and allow seven days for submission of any amendments before calling a meeting in accordance with Rule 5.3 above. All proposals for changes to the Constitution shall be signed by two members eligible to vote at a general meeting.

## 6. Finance and Accounts

- 6.1 The financial year shall run from 1<sup>st</sup> September to 31<sup>st</sup> August each year.
- 6.2 The Treasurer shall be responsible for the preparation of Annual Accounts of the SPKA.
- 6.3 The accounts shall be certified by an appropriate independent person elected annually at the Annual General Meeting.
- 6.4 All members of the SPKA shall be jointly and severally responsible for the financial liabilities of the SPKA.

## 7. Dissolution

- 7.1 The SPKA is a non-profit making organisation. All profits and surpluses will be used to carry out the objects of the Association. No profit or surplus will be distributed other than to another non-profit making body on a winding-up or dissolution of the SPKA.
- 7.2 If, upon winding up or dissolution of the SPKA, there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall be transferred to some other organisation or organisations having objects similar to the objects of the SPKA, such organisation or organisations to be determined by the members of the SPKA by resolution (or that the extent to which it cannot be given effect) to the Association to which the SPKA is affiliated.