



SC036411

## Constitution

### **1. Name**

Biggar Little Festival. (BLF)

### **2. Charitable Objects**

To promote the advancement of **the arts, education and community development** within Biggar and its surrounding communities, without distinction of race, religion, gender, political or other opinions, by:

- developing Biggar and its surrounds as a community where the arts are encouraged and promoted
- encouraging links between local arts groups
- promoting exhibitions and performances
- developing opportunities for local, national and international artists to demonstrate their talents in Biggar and its surrounds
- encouraging artistic understanding and participation.

### **3. Powers**

In pursuance of the objects set out in 2 above the charity shall have the power to do anything lawful subject to any applicable requirement of the Charities and Trustee Investment (Scotland) Act 2005 and associated regulations from OSCR.

### **4. The Management Committee**

The Management Committee (MC) (Trustees)

- shall manage the affairs of BLF and may exercise all the powers of the charity.
- shall make such rules to deal with the affairs of the charity as they deem appropriate. These rules will apply to Trustees and Members.
- shall consist of a Chairperson, Treasurer and Secretary (Office Bearers) together with additional elected members. Office Bearers shall be selected by the MC from among its members.
- may co-opt additional Trustees onto the MC during the year until the next AGM.

1. Term of Office for Trustees shall be 3 years. At the conclusion of a term of office a Trustee may apply for re-election.

2. Quorum: A minimum of 4 Trustees must be present or otherwise in contact for a MC meeting to be quorate. The MC shall develop Rules for decision making outside a MC meeting.
3. Remuneration: No member of the MC may serve as an employee of BLF nor be given any remuneration by BLF for carrying out his or her duties as a member of the MC.
4. Eligibility: A person shall not be eligible for election/appointment to the Management Committee unless he/she is a Member of BLF
5. Conflicts of Interest: Where a Trustee has, or may reasonably be perceived to have, a conflict of interest this shall be made known to the other Trustees prior to the relevant issue being discussed at Committee meetings. The Trustee may be barred from participating in the discussion where this is considered appropriate by a majority of the others present
6. Removal from the MC: Trustees may remove any Trustee who, in the view of the majority, fails to make sufficient contribution to the Committee or fails to attend or participate appropriately as a Trustee or fails to act in the interests of the Charity.

## **5. Members**

- 5.1. Members have the right to attend the Annual General Meeting (and any Extraordinary General Meeting). They have the power to elect people to serve on the Management Committee and to take decisions in relation to changes to the constitution itself.
- 5.2. Sponsors, Event Organisers, Patrons and Volunteers will automatically become Members of BLF unless and until they indicate that they do not wish to be Members or they cease to contribute as a Sponsor, Event Organiser, Patron or Volunteer.
- 5.3. Membership shall be open to those who expressly support the charitable objects of BLF and who wish to become Members; they should complete and submit a membership form. BLF may, at its discretion, refuse to admit any person to Membership.
- 5.4. A Register of Members will be maintained by BLF

## **6. Annual General Meeting**

- 6.1. The Annual General Meeting (AGM) of BLF shall be held within three months of the end of the financial year in order to:
  - approve the minutes of the previous year's AGM
  - receive reports from the Trustees
  - receive the certified accounts for the previous year
  - elect Trustees
  - consider and vote on recommended changes to the Constitution. These must be identified in the notice of the AGM.
  - deal with any other competent business.
- 6.2. Not less than 14 days notice of the AGM shall be given.
- 6.3. Accidental failure to give notice to any Member shall not invalidate the proceedings of the AGM
- 6.4. Only Members of BLF may vote
- 6.5. The Members present shall constitute a quorum. Decisions put to a vote shall be resolved by a simple majority of Members present. The Chair of the meeting will, in the event of an equality of votes, have a second or casting vote.

## **7. Extraordinary General Meeting**

An Extraordinary General Meeting (EGM) shall be called:

- in pursuance of a resolution of the Trustees
- at any time within 28 days of the receipt by the Chairperson or Secretary of a requisition in writing by at least 10 Members, stating fully the reasons for such a meeting.
- The agenda for the meeting will focus on the reasons for the meeting
- In all other respects the procedures at 6.2, 6.3, 6.4, and 6.5 relating to the AGM will apply.

## **8. Finance**

- 8.1. The financial arrangements of the Group shall be managed in accordance with the requirements of appropriate legislation, regulations and OSCR guidance.
3. The Financial year shall run from 1st April to 31st of March.
4. The Treasurer shall be responsible for the preparation of the annual accounts for submission to a meeting of the Trustees, whose approval must be obtained; presentation to the AGM and submission to OSCR.

## **2. Dissolution**

If the management committee determines that it is necessary or appropriate that the charity be dissolved, it shall 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.

If the proposal by the MC is accepted by a majority of Members the management committee shall have power to dispose of any assets held by or on behalf of BLF.

Any assets remaining after satisfaction of the debts and liabilities of the BLF shall be transferred to some other charity or charities having objects similar to those of BLF

The identity of the body or bodies to which such assets are transferred shall be determined by the Members at, or prior to, the time of dissolution.