

SCOTTISH CAMPAIGN FOR NATIONAL PARKS

CONSTITUTION

1. TITLE

The name of the charitable body shall be THE SCOTTISH CAMPAIGN FOR NATIONAL PARKS, hereinafter referred to as 'SCNP'.

2. OBJECTS

The objects of SCNP, so far and so far only as the same are legally charitable, shall be:

- (a) to promote the protection, conservation and enhancement for the benefit of the nation of such valuable and nationally outstanding natural, cultural and scenic heritage areas as are, or are appropriate to be, designated as National Parks in terms of the National Parks (Scotland) Act 2000 {Sections 1 and 2(1) & (2)} or are of sufficient national note to warrant special protection and in furtherance thereof but not otherwise:-
- (b) to promote recreational and educational enjoyment and integrated long-term planning and management appropriate to the areas referred to in (a) above and thereby to help improve understanding among visitors and local people.
- (c) to promote the enhancement in ways appropriate to achieving the objects in (a) above of the economic and social well being of local people in the areas referred to in (a) above.
- (d) to stimulate, by educational process, public interest in the establishment and subsequent conservation management of areas described in (a) above by means of seminars, courses, lectures, meetings, exhibitions and other forms of educational promotion and publicity.
- (e) to make representations to the responsible Authorities on relevant aspects of land use presently outwith statutory planning control within the areas referred to in (a) above.
- (f) to promote and undertake studies into issues affecting the conservation, enjoyment and social and economic welfare of the areas referred to in (a) above and to make public relevant results of such studies.
- (g) to co-operate with other bodies to promote the foregoing objects and to do all such lawful things as shall further the said objects or any of them.

3. MEMBERSHIP

- (a) SCNP shall comprise the individuals who subscribe to SCNP's objectives, as set out in clause 2 above, and who have paid the membership fee as determined by the Committee from time to time, along with:
 - (i) representatives appointed by such national agencies, local authorities and kindred international, national and local voluntary organisations as SCNP may from time to time accept as members, each such organisation to appoint one representative and to have

power to have a substitute attend meetings of SCNP if the appointed representative is unable to attend and to speak and vote on the representative's behalf.

(ii) such interested individuals as SCNP may from time to time agree to appoint, not necessarily being representatives of any agency or organisation.

- (b) All those defined above shall be termed Members.
- (c) The elected Officers of SCNP shall be *ex officio* Members of SCNP.
- (d) The proportion of representatives shall at no time exceed two-thirds of the total number of Members.
- (e) The purpose of SCNP shall be to further the objects set out in Article 2 of the Constitution. It shall be responsible for determining all matters of policy concerned with the running of its affairs. For that or any other relevant purpose it may appoint sub-committees with such powers as it may deem appropriate to delegate to them.

4. OFFICERS

- (a) The Officers of SCNP shall comprise the Chairman, Vice-Chairman, Honorary Secretary, Honorary Assistant Secretary, Honorary Treasurer, Honorary Assistant Treasurer, Membership Secretary and such other appointments as SCNP may from time to time deem necessary for the efficient discharge of its responsibilities.
- (b) The Chairman shall be elected by SCNP at its Annual General Meeting to serve for a period of three years and shall be eligible for re-election for one further period of three years. Thereafter he or she shall become eligible again for election as Chairman only after the lapse of a further period of one year.
- (c) The Vice-Chairman shall be elected by SCNP at its Annual General Meeting in the same terms as the Chairman and shall act for the Chairman as required.
- (d) The Honorary Secretary shall be appointed by SCNP at its Annual General Meeting for a period of three years and shall be eligible for re-appointment. The Honorary Secretary shall be responsible for the day to day correspondence of SCNP, for keeping minutes and records, for ensuring the observation of the Constitution and for carrying out any other task appropriate to the office as required by SCNP.
- (e) The Honorary Assistant Secretary shall be appointed by SCNP at its Annual General Meeting for a period of three years and shall be eligible for re-appointment. The Honorary Assistant Secretary shall undertake such duties as the Executive Committee may from time to time determine and shall act for the Honorary Secretary as required.
- (f) The Honorary Treasurer shall be appointed by SCNP at its Annual General Meeting for a period of three years and shall be eligible for re-appointment. The Honorary Treasurer shall be responsible for the financial affairs of SCNP, for keeping accounts, collecting contributions and for presenting the annual accounts.

- (g) The Honorary Assistant Treasurer shall be appointed by SCNP at its Annual General Meeting for a period of three years and shall be eligible for re-appointment. The Honorary Assistant Treasurer shall undertake such duties as the Executive Committee may from time to time determine and shall act for the Honorary Treasurer as required.
- (h) The Membership Secretary shall be appointed by SCNP at its Annual General Meeting for a period of three years and shall be eligible for re-appointment. The Membership Secretary shall undertake such duties as the Executive Committee may from time to time determine.
- (i) All the Officers of SCNP shall be elected or appointed, as appropriate, by a simple majority of the Members of SCNP. Nominations for the election or appointment of Officers must be received in writing by the Honorary Secretary not less than 42 days before the Annual General Meeting and must be formally proposed and seconded, in each case by a Member, and be accompanied by the written consent of the nominee.

5. EXECUTIVE COMMITTEE

- (a) The Executive Committee shall consist of the elected Officers of SCNP along with six other members elected, from within SCNP at its Annual General Meeting. The Officers shall be members *ex officio*. The other members shall serve for three years with one-third retiring annually. They shall be eligible for re-election for one further period of three years and shall not be eligible thereafter for at least one further year.
- (b) The Committee shall meet not less than four times in a year. Its quorum shall be five. Executive Committee meetings may be held either in person, by video conferencing or by other electronic means.
- (c) The Committee shall have power to co-opt any other Member or Members of SCNP either to fill a mid-term vacancy or for a specific purpose related to the objects of SCNP.
- (d) The Committee shall be responsible for running the day to day affairs of SCNP. It shall report to each meeting of SCNP on the actions it has taken since the previous meeting, both in respect of specific tasks delegated to it and relevant matters arising out of the general business of SCNP.
- (e) The members of the Executive Committee shall be the trustees of the charity and are responsible for ensuring that it meets the requirements of the Scottish Charity Regulator.

6. HONORARY PRESIDENT AND HONORARY VICE-PRESIDENTS

SCNP may from time to time invite an Honorary President and/or up to 6 Honorary Vice-Presidents to support its objects. Such persons shall be nominated by the Executive Committee and appointed by the Council at the Annual General Meeting. The Honorary President and Honorary Vice-Presidents shall serve for a period of three years and shall be eligible for re-appointment.

7. MEETINGS

- (a) The Annual General Meeting of SCNP shall be held before the end of April each year to adopt the Minutes of the previous AGM, to receive the Executive Committee's report, to approve the Honorary Treasurer's report and accounts, to elect or appoint, as appropriate, Officers to SCNP and members to the Executive Committee for the forthcoming year, to appoint Members to SCNP as required, to appoint or re-confirm an Independent Examiner, and to deal with any other competent business. The Annual General Meeting may be held either in person, by video conferencing or by other electronic means.
- (b) Notice of the AGM shall be given to Members of SCNP at least 60 days before the date of the meeting to enable nominations for the election or appointment, as appropriate, of Officers to be submitted in accordance with Article 4(i) along with any other motions or resolutions (*cf Article 7(c) below*).
- (c) The text of any motions or resolutions to be put to the AGM must be received in writing by the Hon. Secretary not less than 42 days before the Annual General Meeting and must be formally proposed and seconded, in each case by a Member. Motions of urgency received after the due date may be accepted at the discretion of the Chairman.
- (d) The agenda shall be sent to members at least 28 days before the date of the meeting together with all relevant papers.
- (e) General meetings of SCNP (other than the AGM) may be held at times deemed necessary by the Executive Committee or as requested in writing by not less than 20 SCNP Members. General meetings shall deal with matters of policy, receive reports from the Executive Committee and consider such matters as may be referred to it by the Committee or as may be generated by SCNP itself. General Meetings may be held either in person, by video conferencing or by other electronic means.
- (f) A quorum for any general meeting of SCNP shall be 25 per cent of the number of current Members of SCNP.
- (g) Voting at general meetings of SCNP shall be by a simple majority of those Members (or in the case of representative Members, their substitutes) attending the meeting in person. There shall be no provision for voting by proxy.
- (h) At general meetings of SCNP in the event of an equality of votes on any motion or resolution the Chairman shall have a casting as well as a deliberative vote.

8. FINANCE, STAFF AND PREMISES

- (a) The financial and business year of SCNP shall be from First January to Thirty-first December.
- (b) SCNP or the Executive Committee as agreed by SCNP, shall be empowered to:
 - (i) from time to time fix such annual contributions as shall be deemed appropriate to be paid by Members of SCNP or by such organisations as have appointed them as representatives, or by Friends.

(ii) authorise such expenditure of its funds, within the limits of a charitable organisation, as it may deem necessary to ensure the efficient management of its affairs and the promotion of its objects.

(iii) make appeals, solicit donations and canvass monies for the purpose of carrying out the objects declared under Article 2 of the Constitution and borrow such monies as may be necessary for this purpose on such terms as SCNP may deem proper and in its best interests. Only SCNP shall have power to borrow.

(iv) contribute to the reasonable out of pocket expenses of members of the Executive Committee and of any Member of SCNP acting on the instructions of SCNP or Executive Committee in attending meetings or undertaking business on behalf of SCNP.

(v) appoint such paid staff as it considers essential to the efficient promotion of its objects as set out in Article 2. The appointment or appointments shall be for such period and in such terms of financial remuneration as may be decided.

(vi) take premises on lease or otherwise arrange for suitable accommodation on such terms and conditions as it may deem appropriate for the purpose of carrying out its objects.

(vii) invest its funds as it may decide and in the names of its Officers for the time being, as trustees of SCNP, or in the name of any Bank or Bank nominee company.

9. SUSPENSIONS

- (a) If SCNP considers that the action of one of its Members is injurious to its interests it may suspend that person's or organisation's membership, subject to the right of the Member concerned to attend the next meeting of SCNP to reply to the allegations.
- (b) After hearing the reply the decision either to reinstate the membership of the person or organisation concerned or to rescind it for such period as may be agreed shall be taken by the Members of SCNP present and voting at the meeting.

10. INTERPRETATION

Any questions arising on the interpretation of the foregoing Articles of Constitution or their application in any particular circumstances shall be decided by SCNP at that time in office and any such decision shall thereafter be binding on SCNP.

11. ALTERATIONS AND ADDITIONS

- (a) The Constitution of SCNP shall not be amended by alteration or addition except at an Annual General Meeting or an Extraordinary General Meeting called specifically for that purpose at which not less than 25 per cent of the Members (or in the case of representative Members, their substitutes) are present. A majority of two-thirds of those voting shall be necessary to achieve an amendment to the Constitution.

- (b) At least 28 days' notice calling the meeting shall be given and the notification shall state the terms of the proposed amendment.

12. DISSOLUTION

In the event of SCNP being wound up it shall, after the payment of all its outstanding bills and other debts, transfer any remaining assets or funds to one or more charitable bodies having objects approximate to those contained in Article 2 of the Constitution or objects which include the conservation of the countryside of Scotland.

As amended May 2021