



## CONSTITUTION

### 1. NAME

The name of the Association shall be the HIGHLANDS AND ISLANDS SQUASH ASSOCIATION (abbreviated to HISA and hereinafter called the Association) formed in 1976 as the Moray Firth Squash Rackets Association and later renamed as HISA in 2008.

### 2. OBJECTS

#### 2.1 The Objects of the Association shall be:

- a) To advance the public participation in sport by:
- Encouraging and developing an interest in the sport of squash and racketball (the sport) for all in the Highlands and Islands, without distinction of age, sex, sexual orientation, race, or political, religious or other opinion.
  - Promoting the benefit and the advantages of participation in the sport
  - Promoting the sport amongst young people, provide or arrange facilities for the coaching and health education of young people and encourage participation in the sport by said young people
  - Training, or arrange training, of coaches in the said sport so that they may engage in coaching with member Clubs, Associations and Organisations in the Highlands and Islands area
  - Arranging matches and tournaments with member Clubs, Associations and Organisations to encourage participation, team spirit, social interaction and competition

and,

- b) To provide recreational facilities, or the organisation of recreational activities, with the object of improving the conditions of life for the persons for whom the facilities or activities are primarily intended by
- Liaising with and supporting existing member Clubs, Associations and Organisations in the provision of squash and racketball facilities in the Highlands and Islands so that they may improve or increase their existing facilities
  - Promoting the provision of new squash and racketball facilities by the formation or creation of new Clubs Associations or Organisations within the Highlands and Islands thereby increasing the number of facilities available for the sport



## 2.2 In furtherance of the above Objects the Association will:

- a) Raise funds and invite and receive contributions from any person or persons by way of subscription and otherwise. The Association shall not undertake permanent trading activities in raising funds for the said Objects except by means of a company established for that purpose.
- b) Subject to such 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.
- c) Employ and pay any person to supervise, organise and carry on the work of the Association.
- d) Engage and pay fees to coaches, professional and technical advisers / consultants to assist with the work of the Association.
- e) Effect insurance of all kinds (which may include officer's liability insurance).
- f) Liaise as deemed appropriate with the voluntary sector and other bodies, local authorities and government departments, all with a view to furthering the Association's Objects.
- g) Invest the monies of the Association, 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 do all such other lawful things as are necessary for the attainment of the Objects.
- h) Take out membership of such organisations whose Objects are considered to be compatible with the Objects of the Association.
- i) Promote and carry out or assist therewith in research, surveys and investigations and, where considered appropriate, publish the results locally.
- j) Initiate or assist with arrangements for the holding of exhibitions, meetings, lectures, classes, seminars and training courses.
- k) 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.
- l) 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, films or recorded tapes (whether audio or visual or both) as shall further the Objects of the Association.
- m) Do anything which may be incidental to or conducive to the furtherance of any of the Association's Objects.



## **3. MEMBERSHIP**

Membership shall be open to all Clubs, Associations or Organisations who either play, promote or coach the sport of squash or racketball in the Highlands and Islands area, subject to the payment of the appropriate membership subscription.

## **4. MEMBERSHIP SUBSCRIPTIONS**

- a) Membership subscriptions shall be determined at the Annual General Meeting.
- b) All other charges shall be determined at the Annual General Meeting.
- c) Subscriptions shall be payable in full each year.
- d) Any member club, association or organisation which, after notification that their subscription is due, has not paid the subscription by the due date, shall lose all rights and privileges of membership.



## 5. MANAGEMENT COMMITTEE

The policy and management of the affairs of the Association shall be directed by a Management Committee (hereinafter called the Committee).

### 5.1 This Committee shall consist of:

- The Chairman
  - Secretary
  - Treasurer
  - Tournament Secretary
  - League Secretary
  - Coaching Secretary
  - Up to Four other members
- a) The Committee shall be elected at the Annual General Meeting and, although retiring annually, shall be eligible for re-election. The Committee shall meet at least four times a year and at other times as shall be deemed necessary. In the event of a vacancy in the Committee occurring between Annual General Meetings, the Committee shall have the power to co-opt another member.
  - b) The Chairman, Secretary, Treasurer, Tournament Secretary, League Secretary and Coaching Secretary shall be the Charity Trustees of the Association and shall be referred to, hereinafter, as the Charity Trustees.
  - c) The Committee shall have the authority to borrow on behalf of the Association, subject to the agreement, by a simple majority, of an Annual General Meeting or Special General Meeting.
  - d) The proceedings of the Committee shall not be invalidated by any failure to elect or any defect in the election, appointment, co-option or qualification of any member.
  - e) The Committee shall appoint and fix the remuneration of any staff as may in their opinion be necessary. Paid staff shall not be members of the Committee.
  - f) The 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 Committee as soon as practicable.
  - g) The Committee shall have the right, for good and sufficient reason, to terminate the membership of any individual Club, Association or Organisation, provided that the individual member concerned or the individual representing such organisation (as



the case may be) shall have the right to be heard by the Committee before a final decision is made.

- h) The Committee shall maintain a register of members, setting out the full name and address of each member, the date on which it was admitted to membership, and the date on which membership ceased.

## 6. GENERAL MEETINGS

### 6.1 Annual General Meeting

The Annual General Meeting of the Association shall be held in August of each year. At least 21 clear days notice of the meeting shall be given by newspaper or other public advertisement. At such Annual General Meeting the business shall include the consideration of the Annual Report activities, the approval of the accounts, the election of office bearers, the election of members to serve on the Management Committee, the appointment of an independent examiner or auditor, motions submitted by the Committee or by members and the transaction of such matters as may be from time to time necessary.

### 6.2 Special General Meeting

A Special General Meeting of the Association may be called by the Secretary of the Association by resolution of the Committee or on a requisition signed by at least five current members. Similar notice to that required for an Annual General Meeting shall be given in respect of such Special General Meeting and of the business for which such Special General Meeting is called.

## 7. RULES OF PROCEDURE AT ALL MEETINGS

### 7.1 Quorum – General Meeting

The quorum at a General Meeting of the Association shall be four members

### 7.2 Quorum – Committee Meeting

The quorum for a Committee Meeting shall be four Committee members.

## 8. VOTING

### 8.1 General Meeting

All members (Club, Association or Organisation) who have paid the current subscription shall be entitled to have a nominated representatives attending and voting at a General Meeting of the Association. Each representative shall have one vote, subject to a maximum of two, per member. The Chairperson of such meeting shall have a casting as well as a deliberative vote.

### 8.2 Committee Meeting

Each member of the Committee shall be entitled to vote at meetings of the Committee. The Chairperson of such meetings shall have a casting as well as a deliberative vote. In the event of any offices being combined, such office bearer shall be entitled to only one vote.



## 8.3 The Chairperson

The Chairperson shall generally be the Chairman of the Association or his/her nominated replacement.

## 9. MINUTES

Minutes of the meetings of the Association, the Management Committee and Committees and sub-committees shall contain a record of all proceedings, resolutions and decisions. Such minutes shall be available to all persons on request to the Association's Chairman or Secretary and shall be distributed to all members of the Association by the Secretary.

## 10. COMMUNICATION

Communication between the Committee and member Clubs, Associations or Organisations shall be by either e-mail or printed letter. The Chairman, via the Secretary, shall be responsible for ensuring that all members are informed of Association meetings and Committee decisions and actions.

## 11. CHARITY TRUSTEES

- a) The Charity Trustees shall be the Chairman, Secretary, Treasurer, League Secretary, Tournament Secretary and Coaching Secretary.
- b) Other Charity Trustees may be appointed at the Annual General Meeting of the Association.
- c) The minimum number of Charity Trustees shall be 4 and the maximum shall be 10.
- d) A person shall not be eligible for election to the Management Committee if he/she is:
  - Not a member of a member Club, Association or Organisation
  - Disqualified from being a Charity Trustee under the Charities and Trustee Investment (Scotland) Act 2005.
  - An employee of the Association
- e) Charity Trustees shall not be permitted to receive remuneration from the Association but may receive compensation for eligible expenses incurred on behalf of the Association. This will be at the discretion of the Management Committee.
- f) At each AGM all the Charity Trustees must retire from office, but may stand then for re-election.
- g) The Association (through the Secretary) shall keep a register of Charity Trustees recording for each one their:
  - Full name, date of birth and address
  - Date on which they were appointed as a Charity Trustee, and
  - Any office held by that person

These records shall be kept for a minimum of six years after the person ceased to be a Charity Trustee.



## 12. FINANCE

- a) All monies raised by or on behalf of the Association shall be applied to further the Objects of the Association and for no other purposes. Nothing shall prevent the payment in good faith of reasonable and proper remuneration to any employee of the Association and fees to professional and technical advisers. Members of the Committee or any of its Sub-committee may be appointed reasonable out-of-pocket expenses but shall receive no other payments.
- b) The Treasurer shall keep proper accounts of the finances of the Association. A Financial Statement and (if appropriate) a Balance Sheet shall be prepared and submitted annually.
- c) The financial year shall be from 1<sup>st</sup> July to last day of June.
- d) The Treasurer will present an independently examined statement of annual accounts at the Annual General Meeting.
- e) A bank account shall be opened in the name of the Association with a bank which the Committee shall from time to time decide. The Committee shall authorise in writing four members of the Committee, one of whom shall be the Treasurer, to sign cheques on behalf of the Association. All cheques must be signed by no less than two of the four authorised signatories.

## 13. HERITABLE AND LEASEHOLD PROPERTY

Any heritable or leasehold property of the Association shall be vested in the Charity Trustees for the Association.

## 14. ALTERATIONS TO THE CONSTITUTION

- a) Any alteration of this Constitution shall require the assent of not less than three quarters of the members of the Association present and voting whether at a General or Special meeting provided that notice of such alteration shall have been received by the Secretary in writing not less than 14 clear days before the meeting at which the alteration is to be proposed. No alteration may be made if the effect would be that the Association would cease to be a charity.
- b) Notice in writing of such a meeting, setting forth the terms of the alteration, shall be posted and publicised by the Secretary, and shall be inserted by the Secretary in the circular calling the meeting.

## 15. DISSOLUTION

- a) If the Management committee, by a simple majority, decide at any time that on the grounds of expense or otherwise it is necessary or advisable to dissolve the Association it shall call a Special General Meeting of the Association, giving not less than 21 days notice, and stating the terms of the resolution to be proposed thereat. If such decision shall be confirmed by not less than three quarters of those present and titled to vote the Management Committee shall have the power to settle any debts and to dispose of any assets held by or on behalf of the Association.



- b) The property, effects and funds of the Association shall be applied solely towards the promotion of the objects of the Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise to the members of the Association. If upon the winding up or dissolution of the Association, there remains after the transaction of all its debts and liabilities any property whatsoever the same shall be given or transferred to some other charitable organisation or organisations having objects similar to the objects of the Association. Such organisations to be determined by the members of the Association by resolution passed at a General Meeting at or before the time of dissolution, or if this cannot be effected then to some other charitable object.
  
- c) The expression 'charitable purpose' shall mean a charitable purposes under section 7 of the Charities and Trustee Investment (Scotland) Act 2005 which is also regarded as a charitable purpose in relation to the application of the Taxes Acts. "Charitable organisation" shall mean a body on the Scottish Charity Register which is also regarded as a charity to the application of the Taxes Acts.



# HIGHLANDS AND ISLANDS SQUASH ASSOCIATION (HISA)



This amended Constitution was passed at a Special General Meeting, duly convened and held at Inverness on 25<sup>th</sup> January 2014

CHAIRMAN _____	SECRETARY _____
Signature _____	Signature _____
Address _____	Address _____
_____	_____
_____	_____