



THE EDINBURGH & LOTHIAN MINIATURE RAILWAY CLUB

CONSTITUTION

As amended at the Extraordinary General Meeting held March 2005

1. Name

The Club shall be called The Edinburgh and Lothians Miniature Railway Club.

2. Objects

The objects of the club shall be as follows: -

(A) To promote the Hobby or Craft of the construction and operation of Miniature and Model Railways substantially accurately to scale and realistically operated in whatever scale seems good to those engaged in the said Hobby or Craft.

(B) In furtherance of such promotion as aforesaid to:

(1) Arrange for and hold meetings for:

- I. The delivery of lectures.
- II. The showing of moving or static pictures by projection on a screen or by Television or by any other means whatsoever.
- III. The demonstration of methods of construction and operation as aforesaid.
- IV. The inspection of prototype railway or related installations or Museums or Exhibitions or work in the said Hobby or Craft by other persons or bodies.

Such meetings to be for all or any of such purposes and methods. Such meetings to be in Private or in Public as may on each case seem to the Club most conducive to the fulfilment of its objects.

(2) Promote or hold or to assist in the promotion or holding of Public Exhibitions or Displays (open to the Public either free of charge or on payment of a consideration) of the work and objects of the said Hobby or Craft in all its forms and branches either alone or in association with other persons or bodies or other Public Exhibitions or Displays.

(3) Conduct, promote and encourage experimental, research and demonstrational work in the said Hobby or Craft alike by work, meetings as aforesaid and discussion carried on by its members and others and by the granting of assistance in finance or in kind or in both to other persons or bodies.

(4) Obtain and hold as tenants or owners on whatever tenure seems good to the Club such premises as the Club deems requisite for the carrying on of its work in fulfilment of these Objects.

(5) Do all in its power to educate and instruct individuals - whether members of the Club or not - in the skilled practice of the said Hobby or Craft and to educate both such individuals and the public at large as to the true meaning of the said Hobby or Craft and as to the benefits accruing from the best possible practice and uses thereof.

(6) Grant supportation, aid and help to handicraftsmen engaged in the said Hobby or Craft whether members of the Club or not.

(7) Apply all its energies, funds and property of any kind whatsoever including inter alia members' or any other subscriptions or donations and any profits which may arise from the conduct of its operations, to the prosecution of its said several objects or any of them in such manner and at such times as to the Club shall seem best from time to time.

(C) In no circumstances shall any of the Club's funds or property be distributed in whole or in part among or to any one or more of the members of the Club (other than in satisfaction of any debts and then only for full market value) and in the event of the Club being wound up any surplus of assets over



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liabilities shall be passed over to such Charitable body or bodies as may seem most suitable to receive the same.

- (D) In no circumstances whatsoever shall the Objects of this Constitution be amended so as to diminish the purity charitable nature of the Club's objects.
- (E) Subject always to the terms of Clause 2 (D) aforesaid the Club in General Meeting may by resolution passed by a majority of at least two thirds of those present alter or amend this Constitution subject also to such alterations being either approved by resolution of a subsequent meeting of the Club Committee or by a resolution of a subsequent General meeting. Unless and until such alteration or amendment as aforesaid is so approved as aforesaid it shall be of no force or effect.

3. Membership

The Club shall consist of Ordinary Members (adults aged 18 or over), Junior Members (aged between 14 and 18), Associate Members and Honorary Members. The General Committee shall have discretionary power to fix the number of members in each class. Applicants for Junior membership must be at least fourteen years of age and not more than eighteen years at the date of the last General meeting. Junior members must be accompanied by a responsible adult. Younger children may attend the club as guests if accompanied by a responsible adult club member. Associate membership is for those who cannot attend club meetings more than six times per year but wish to be kept informed of the club's activities. In the event of an associate member being able to attend more regularly he shall be asked to transfer to ordinary membership.

4. Office Bearers

The Office Bearers shall be: -

Chairman,

Secretary and

Treasurer.

These shall be elected annually.

5. General Committee

The management of the Club shall be vested in the General Committee consisting of the Chairman, the Hon. Secretary, the Hon. Treasurer and not less than three but not more than six ordinary members. These ordinary members shall be elected to the Committee on the basis of one member for every twelve fully paid up members of the Club at the end of the previous financial year, subject always to the above mentioned limitations. (Where the residue of the total membership after division by twelve exceeds a total of six members but does not exceed twelve members, one additional Ordinary member of the Committee may be elected if so desired). Ordinary members of the Committee shall retire annually in a rotation of two after three terms of office and shall not be eligible for re-election for a period of one year. The retiring members shall be replaced by such other ordinary members as may be required to fulfil the terms of this clause.

The Committee shall have the management of the Club Funds, Property and Ground and shall decide any question that may arise upon the interpretation of the Constitution or anything relative to the Club not otherwise provided herein. The Committee shall have power to frame by-laws for the general conduct of the Club, subject to them being approved at the next Annual Meeting and with full force meantime. At all meetings five shall constitute a quorum. The Committee shall have power to add to its numbers and to fill any vacancy which may arise during the year. The Committee shall have power to appoint Sub-Committees for any purpose, and to delegate powers to such Sub-Committees.



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6. Duties of Honorary Secretary

The Honorary Secretary shall be responsible for the conduct and management of the affairs of the Club, subject to the direction of the General Committee. He shall keep minutes of the proceedings at all Meetings of the Club and of the General Committee, call the meetings of the Club and of the General Committee, take charge of all papers, books and other records, (other than such as pertain to the Office of Treasurer), keep a record of the names and addresses of members and shall issue all notices.

7. Duties of Honorary Treasurer

The Honorary Treasurer shall receive and disburse all monies due to and by the Club, collect the Entry Fees and Subscriptions of Members, keep correct accounts and books showing the financial affairs and intromissions of the Club, shall submit an account thereof down to thirty-first March annually, duly audited, together with an abstract of the Club's financial affairs at the Annual Meeting of the Club.

8. General meetings

- (A) The Annual Meeting of the Club shall be held in April or May annually. At that meeting the Committee's report and the Accounts for the year ending 31st March preceding, with the Auditor's Report thereon, shall be submitted. Office Bearers, Members of the General Committee and an Auditor for the ensuing year shall be elected, and any other competent business transacted.
- (B) An Extraordinary Meeting of the Club shall be called by the Honorary Secretary at the request of the General Committee or on the requisition, in writing, of not less than twelve Ordinary Members of the Club, or 50% of the voting membership, whichever is smaller. The object of calling an Extraordinary Meeting shall be specified in the requisition and in the Notice calling the Meeting. No other business shall be transacted at the Meeting.
- (C) All General Meetings of the Club shall be called by circular Agenda issued at least ten days previous to date of the meeting.
- (D) Junior and Associate members are entitled to attend General Meetings and raise points at the chairman's discretion, but have no power to vote.

9. Chairmanship of Meetings.

All meetings shall be presided over by the Chairman, whom failing, by a Chairman to be elected by the Meeting. The Chairman of any meeting shall have only a casting vote.

10. Entry Fees

The Entry Fees shall be such amounts as are decided upon annually by the Annual General Meeting.

11. Subscriptions

The Subscriptions to the Club for all categories of membership shall be such amounts as are decided upon annually by the Annual General Meeting. Subscriptions shall be due immediately following the AGM. All Members shall be held liable for their subscriptions for the ensuing season if they have not sent to the Honorary Secretary their resignation in writing, before the Annual General Meeting.

12. Application for Membership

Every candidate for admission to the Club must be proposed by a Member and seconded by another Member on the prescribed Application Form. Applications shall be considered by the Committee, after the names have been posted on the Notice Board for one week, at their next meeting and the result conveyed to the Applicant.



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13. Misconduct of Members

If the conduct of any member is, in the opinion of the Committee, injurious to the welfare and interest of the Club, such Member may be disciplined by the Committee as appropriate up to possible expulsion.

14. Storage of Members' Records

- (A) Each applicant for membership accepts that basic personal data about each member may be stored and accessed by office bearers only, as necessary. Such records may be held electronically.
- (B) Each member has the right to access to data held about him.
- (C) A retiring office bearer must ensure that all data is handed to his successor, and deleted from his computer facilities.

Edinburgh & Lothians Miniature Railway Club, March 2005

E. & O. E.