

**CONSTITUTION**

**OF**

**Crieff Succeeds Business Improvement District**

**ADOPTED ON THE**

**17<sup>th</sup> June 2014**

## CONSTITUTION

The Constitution was adopted on the 17<sup>th</sup> June 2014.

### 1. **NAME**

The name of the Steering Group shall be the Crieff Succeeds Steering Group.

### 2. **OBJECTS**

- 2.1 To deliver the Business Improvement Districts development programme to ballot and prepare to hand over the approved Business Improvement District to the newly created BID Company and Board of Directors with a view to encouraging economic development, commerce and tourism, preservation, development, improvement of character and general amenity and utility of Crieff To promote and to encourage physical improvements within the area with all powers necessary to achieve these objects, for the benefit of the local businesses and the community.

In furtherance of the above objects but not further or otherwise the Steering Group shall have the following powers.

- 2.2 To raise, manage, operate and disperse funds to any charity, association, society or other body, corporate or unincorporate and to provide, promote and procure the provision of such other fund-raising services and assistance for the benefit of such charity, association or society as the Group may, from time to time, think fit. To provide services of all kinds which may be required, directly or indirectly, in connection with the foregoing; to act as advertising, promotional, publicity and media agents and contractors, printers, publishers and to undertake, perform and carry out all functions necessary or useful for the purposes of the aforementioned businesses, or any of them, or which may seem capable of being profitably dealt with in connection with any of such businesses or likely to be required by customers of or persons having dealings with the Group.
- 2.3 To comply with the Conditions of Grant as detailed in the Offer Letter from the Scottish Government in relation to the acceptance of the Business Improvement District Seed Corn Grant and such other directions and reasonable requests made by the Project Director of Business Improvement Districts Scotland.

### 3. **POWERS**

In furtherance of the objects but not otherwise the Crieff Succeeds Steering Group may exercise the following powers:

- a) Power to raise funds and invite and receive contributions
- b) Power to organise activities, events, lectures, discussions and to produce leaflets and other publicity material.
- c) Power to consult businesses and the public by arranging meetings and surveys.

- d) Power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects and to exchange information and advice with them.
- e) Powers to undertake all such other lawful things as are necessary for the achievement of the objects.
- f) Any task in furtherance of the objects as agreed by the members of the Group.

#### 4. **MEMBERSHIP**

- a) Full membership of the Steering Group shall be open to businesses interested in furthering the objects and within the proposed Business Improvement District area. Full membership and voting rights will be limited to one representative of the member business.
- b) The Crieff Succeeds Steering Group following a vote by the membership may for the good and having sufficient reason to terminate the membership of any individual and/or business, provided that the individual and/or business concerned shall have the right to appeal, accompanied by another party to the Group. A secret ballot of the Group will be taken before a final decision is made. Non attendance of Steering Group meetings on three occasions will be grounds for terminating membership, without reasonable grounds being presented.

#### 5 **THE STEERING GROUP**

- a) The Steering Group will have a maximum term of 2 years and will be wound up within three months of a successful ballot.
- b) The Steering Group shall consist of a Chairperson and Vice Chairperson, Secretary, Treasurer (“the Officers”) and not less than 8 other members.
- c) The Steering Group will include a Council Liaison Officer, Elected Member (s) (where locally agreed) and representation from Statutory Bodies (such as Police Scotland) where this is also locally agreed.
- d) Should there be a vacancy on The Steering Group the Group can invite local business people to join the Steering Group or consider requests from local business people.
- e) If vacancies occur among the Officers, the Group shall have the power to fill them from the Steering Group Members.
- f) The Group may co-opt up to 3 full members from the area to serve on the Steering Group until three months after a successful ballot. Or/
- g) The Group may co-opt up to 3 non-voting members from the area to serve on the Steering Group until three months after a successful ballot. These non-voting members may not necessarily be from a business in the area and will serve to enhance the work of the Crieff Succeeds Steering Group.
- h) Co-opted members may, if the Crieff Succeeds Steering Group wish, act as Office Bearers with the exception of the post of Chairperson.
- i) All members of the Steering Group shall stand down from office at the end of the BID programme, which will be not later than three months after a successful ballot.
- j) Voting at Steering Group Meetings will be on the basis of one business member one vote. The Chair will have a casting vote.

#### 6 **STEERING GROUP MEETINGS**

- a) The Steering Group shall hold as many meetings as necessary but not less than one a month throughout the development and delivery of the BID Development Programme.
- b) There shall be quorum when at least one third of the members of the Steering Group or four members of the Steering Group, whichever is the greater, are present at a meeting.
- c) Every matter shall be determined by a majority of the members of the Steering Group present at voting.
- d) Minutes shall be kept as a record of the proceedings of the meetings of the Steering Group and any of its sub-committees and these will be publicly displayed or circulated to the businesses within the proposed Business Improvement District area.
- e) The Steering Group may appoint one or more sub-committees providing that all acts and proceedings of the sub-committees shall be fully recorded and promptly reported to the Steering Group. Any sub-committee shall have at least 2 members of the Steering Group and may in addition co-opt up to 2 further people who are full members of the Group.

## **7. GENERAL AND SPECIAL GENERAL MEETINGS**

- a) The Steering Group may at any time call a general or special general meeting stating the business to be discussed. A special meeting may also be called by the Secretary if a written request is received from at least 8 members. At least 14 days notice shall be given for special general meetings.

## **8. FINANCE**

- a) All monies raised by or on behalf of the Group shall be applied to further the objects of the Group and for no other purpose.
- b) The funds of the Group including all donations, contributions and bequests shall be paid in to an account operated by the Steering Group in the name of the Group at such bank as the Steering Group shall from time to time decide.
- c) All cheques drawn on the account must be signed by 2 unrelated officers and must be approved by the Steering Group.
- d) The Steering Group shall comply with the obligations for trustees under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to:
  - i) The keeping of accounting records
  - ii) The preparation of annual statements of accounts
  - iii) The auditing or independent examination of the statements of account.
  - iv) The auditing of the accounts by Audit Scotland.
- e) The Steering Group will comply with all conditions of grant as detailed in the Offer Letter and Acceptance of Grant from the Scottish Government in relation to the Business Improvement District Seed Corn Grant.

## **9. AMENDMENTS**

All amendments to the constitution shall require the approval of a two thirds majority of those present in voting at the Steering Group Meeting at which it is discussed.

Any resolution for the amendment of the constitution must be received by the Secretary at least 21 days before the meeting at which resolution is to be brought forward.

Any amendment or resolution of amendment must be sent to the Project Director of Business Improvement Districts Scotland prior to submission for approval. Conditions of the Business Improvement District Seed Corn Grant detailed in the Offer Letter and Acceptance Letter cannot be amended.

## **10. DISSOLUTION**

- a) The Crieff Succeeds Steering Group may be dissolved in accordance with the legislation or as a result of a successful ballot will be wound up within three months of that successful ballot. A Special General Meeting will be called of the Crieff Succeeds Steering Group to advise of the dissolution of the Crieff Succeeds Steering Group and to facilitate the handover of all documents, agreements, guides and intellectual property to the incoming Board of Directors.
- b) Surplus funds of the Crieff Succeeds Steering Group if it is dissolved, shall be payable to the Scottish Government where this money relates to the Business Improvement Seed Corn Grant.

Proposed by:

Seconded by:

## Nomination Form for **Crieff Succeeds** Steering Group

Business Member:

Business Representative:

I wish my name to be put forward for the following vacant position(s)

Position	Name or Vacant	Business	Seconder (Business Member)
Chairperson	Stephen Leckie	Crieff Hydro Hotel	
Vice Chair			
Secretary			
Treasurer	Graham Donaldson	Gordon and Durward	
Member 1	David Agnew	Valentines	
Member 2	Ian Aikman	Snip Tack and Sew	
Member 3	Greame Bingham	CPMC	
Member 4	Ailsa Campbell	Campbell's Bakery	
Member 5	Jane Coulson	Ancaster House	
Member 6	Steuart Cuthbert	J L Gill	
Member 8	Richard Gibson	CharedGreenHouse IT	
Member 9	Lorraine Davey	Blue Flax Tea Room	
Member 10	Michael Morgan	PKC	
Member 11	Vacant		
Co-optee 1	Chris Macintosh		
Co-optee 2	Jean Ann Scott Miller		
Co-optee 3	Vacant		

You may put your name forward for a number of positions if you wish, If you are not successful, your name will automatically be put forward to the next vacancy and so on. (It will be taken from the Chairperson down).

In the event of a tie each person will be invited to give a two minute talk on why he/she wants the job.

All Nominations to be sent to **Crieff Succeeds Steering Group** Secretary.

