

Introduction

Dear Members,

Background to the Proposal

We are pleased to present the new Constitution that we propose to adopt as the official rules for our organisation as it had been noted that our current constitution is rather outdated. The process of preparing this document has been extensive, taking us over two years to ensure it meets all necessary requirements.

Reason for amending the articles

The work to amend the articles commenced after the 2023 AGM which highlighted some short comings in our articles.

Development Process

Initially, we followed the guidance following the advice provided by a government agency regarding the amendment of our constitution. Despite considerable effort as we were almost complete, we presented it to official organisations for approval and then discovered that the constitution developed by one side of the Scottish agencies did not satisfy a key requirement set by the Scottish government. This necessitated a significant revision of our work.

Community Buy-Out Provision

As a community development company, it was important for us to have the ability or the option to express interest in potential community buy-out opportunities. In order to do so, we were required to use a specific constitution template commonly adopted by other Scottish community development companies. This template ensures compliance with government expectations in this area.

Adaptations for Local Needs

While we have adopted this standard template, we have also made certain modifications to address the unique needs of our community in Morvern. For example, we have included provisions allowing for representation from Morvern Community Council (MCC).

Material Changes from original articles

The material changes made to the original articles are listed below with reference to the paragraphs in the new proposed constitution.

1. Clarification that membership will cease if a member no longer lives up to the requirements to be a member

2. Junior members have been changed to reflect the change that ordinary members can become members from age 16. So a Junior member is now age 12-15
3. In the case of a tie at a vote during AGM the chair will have the casting vote
4. Further clarification around the public registration of directors
5. A director will cease to be a director if he/she is not in compliance with the Directors code of conduct
6. Board meetings can be called with 7 days, previously that was set to 14
7. Clarification as to directors indemnity, this article does not authorise any indemnity which would be prohibited or rendered void by any provision of the Companies Acts or by any other rule of law.
8. The requirement to notify the Office of the Scottish Charity Regulator (and its successors) of any other changes to the Articles not covered under Article 75.2 (i.e. not related to Purposes) in terms of Section 17 of the 2005 Act; and notify the Scottish Ministers of any alterations to the Articles.

Next Steps

The board is now presenting this revised constitution to the community. We hope that members will support this proposal with a strong majority vote, enabling us to move forward together under these updated rules.