

Moving the SOA to Limited Company Status



Draft Bye-Laws – version 0.3

DRAFT BYE-LAWS	NOTES
<p>Bye-Law 1 <u>PUBLICATION OF SOA CONSTITUTION AND RULES</u></p> <p>The Secretary shall ensure that at all times copies of the SOA’s</p> <ul style="list-style-type: none"> (i) Memorandum and Articles, (ii) Bye-Laws (iii) policies (including any child protection policy and drugs control policy), and (iv) Rules <p>are made available on the SOA website, and are promptly updated following any change.</p>	<p>Compare 11(b) in existing Constitution.</p>
<p>Bye-Law 2 <u>INCORPORATION OF BOF CODES OF CONDUCT AND DISCIPLINE.</u></p> <p>Any Bye-Laws made under any Code of Conduct or Discipline promulgated by the British Orienteering Federation shall apply to members of the Scottish Orienteering Association with the substitution throughout of:</p> <ul style="list-style-type: none"> “Scottish Orienteering Association” for “British Orienteering Federation”, “President” for “Chairman”, “Board” for “Council”, “Association” for “Federation” and otherwise mutatis mutandis. 	<p>Compare Current Constitution – Clause 10</p> <p>“Board” has been substituted for “Executive” compared to current wording.</p> <p>BOF have been asked to confirm what this captures.</p>

<p>Bye-Law 3 <u>DRUG TESTING</u></p> <p>The BOF Drug Control rules (Appendix 5) shall apply at all competitions and activities held under the auspices of the SOA, with the substitution throughout of SOA for BOF, President for Chairman, Board for Council, and sportsScotland for Sports Council.</p>	<p>Compare Current Bye-Law 1</p> <p>This may need updated.</p>
<p>Bye-Law 4 <u>DISCIPLINE</u></p> <p><i><u>To be developed.</u></i></p>	
<p>Bye-Law 5 <u>MEMBERSHIP</u></p> <p>Membership shall be open to individuals, families, groups or clubs actively interested in promoting and developing orienteering as a sport subject to the conditions in the Memorandum and Articles and this Bye-Law.</p> <p><u>General Conditions</u></p> <p>Members shall</p> <ul style="list-style-type: none"> • comply with the Memorandum and Articles, the Bye-Laws, the Rules and policies of the Scottish Orienteering Association (SOA), and • shall pay the annual membership fee prescribed by the (SOA) <p><u>Categories of Membership</u></p>	

The categories of membership are

(i) as defined in the Memorandum and Articles

- Individual Members,
- Youth Members
- Family Members,
- Honorary Members,
- Patrons and

(ii) as specified by this Bye-Law

- Groups, and
- Clubs

Specific Conditions

Individual Membership is available to persons who have attained their sixteenth birthday, are a member of a Club affiliated to the SOA, and are a member of the British Orienteering Federation

Youth Membership is available to persons under the age of sixteen, are a member of a Club affiliated to the SOA, and are a member of the British Orienteering Federation

Family Membership is available to members of a family all residing at the same address, and comprising up to two adults living together with any children up to the age of 25 for whom either of the first two adults are parents or guardians, who are a member of a Club affiliated to the SOA, and are a member of the British Orienteering Federation

Honorary Membership may be accorded to persons who have given outstanding achievement in the Sport as shall have Honorary Membership conferred on them by a General Meeting of the SOA on the recommendation of the Board

Patrons: It shall be up to the Board to appoint Patrons to the SOA on such terms as it may determine

Groups membership: Group membership is available young people under 21 years of age who are at school or university or belong to a youth group.

Clubs who have applied to be affiliated to the SOA, and have been recognized as so affiliated by the Board

Honorary Presidents and Vice Presidents

An Honorary President and Vice-presidents of the Association may be elected at the Annual General Meeting from among the Individual and Family Members. For the avoidance of doubt,

- such Honorary Presidents and Vice-presidents do not form a new category of members
- such Honorary Presidents and Vice presidents do not have any role in governing the SOA by virtue of their office.
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Subscriptions

Subscriptions are due on a calendar year basis.

The subscriptions to be paid shall be agreed at each AGM for the following calendar year (though may be modified by a subsequent General Meeting) and shall be published in the Statement of Charges.

Individual Members and Youth Members are classified as either Seniors or Juniors for the payment of subscriptions.

Persons under the age of 20 on the 31st December of the year of membership, or are bona-fide students in a full time course of further education are classified as Juniors for the payment of subscriptions. Other persons are classified as Seniors.

Notwithstanding any decision on subscriptions at the AGM or a subsequent General Meeting, the Board is authorised to offer discounts to classes of members on a non-discriminatory basis to encourage new membership including any discounts given to those joining part way through a calendar year.

<p><u>Voting</u></p> <p>The voting rights are</p> <p>(i) as defined in the Memorandum and Articles</p> <ul style="list-style-type: none"> • Individual Members shall each have one vote, • Youth members shall have no voting rights, • Families shall have one vote for each member of the family over the age of sixteen and present at any Meeting, • Honorary members shall have no voting rights, and <p>(ii) as specified in this Bye-law</p> <ul style="list-style-type: none"> • Groups are allowed up to two votes per member of the group present at any Meeting who are over the age of sixteen years, and • Club shall have no voting rights. <p>No proxy votes are allowed.</p>	
<p>Bye-law 6 <u>ELECTIONS OF PRESIDENT AND DIRECTORS</u></p> <p>Where, in terms of Articles 5.6, and 5.7, there is a requirement imposed on a meeting to elect a President, or Directors, the arrangements for such elections shall be as set out in this Bye-law.</p> <p>In each case, whether for the President or any Director, nominations for all of these posts shall be lodged with the Company Secretary before at least six weeks before the AGM.</p> <p>Each nominee must be either an Individual Member or a Family Member, and must be over the age of 18.</p> <p>There must be lodged by or on behalf of each nominee: a completed nomination form signed by the proposer and seconder or by the secretary of the club</p>	<p>A possible more formal procedure for the election of office bearers.</p>

<p>making said nomination and including a statement to confirm the nominee's willingness to act in the relevant post if successful; and a curriculum vitae asserting the nominee's experience, skills and fitness for the post nominated; and</p> <p>All of the nominations together with the curriculum vitae of the nominee shall be circulated with the intimation of the Agenda in terms of Article 5.3, unless there is only one candidate for that particular post, when only the nomination shall be circulated.</p>	
<p><u>NOT INCLUDED (YET?)</u></p> <p><u>Current Bye-Law 2</u> Which defines Areas.</p>	<p>Is this still relevant?</p>