

LADIES SCOTTISH CLIMBING CLUB

Constitution

Amended at AGM November 2024

1. Name

The Club shall be called the Ladies Scottish Climbing Club (hereinafter referred to as the “Club”).

2. Objects

The aim of the Club shall be to bring together women who are committed to mountaineering in Scotland and to encourage an interest in all aspects of mountaineering at home and abroad.

3. Management and Committees

- 3.1 The overall management of the affairs and property of the Club shall be vested in a Main Committee (hereinafter referred to as the “Committee”) elected by the Members at the Annual General Meeting.
- 3.2 The Committee may delegate any part of its duties to such individuals or sub-committees as it may from time to time appoint.
- 3.3 A permanent Huts Sub-Committee (hereinafter referred to as the “HSC”), elected by Members at the Annual General Meeting, shall be responsible for the day to day management of the Club’s huts, in accordance with the Huts Sub-Committee Guidelines which will be reviewed every three years commencing 2019 and put to the Annual General Meeting of the Club for approval.

4. Main Committee

- 4.1 The Committee shall consist of:
 - 4.1.1. A **President**, who shall be a Full Member and shall serve for three years after which she shall not be eligible for re-election to the Committee or for election to the Huts Sub-Committee for a further three years. She shall take office on the day following that on which she is confirmed as President. She shall be nominated one year before she takes office and during her year as President Elect she shall be invited to attend Committee meetings as an observer.
 - 4.1.2 Five Office Bearers: **Honorary Secretary, Honorary Treasurer, Honorary Meets Secretary, Honorary Membership Secretary and Honorary Huts Sub-Committee Convenor**, who shall be Full Members and shall be elected for a term of three years. They shall be eligible for re-election (in any capacity) for one further term of up to three years (subject to 4.2).
 - 4.1.3. Three **Ordinary Committee Members**, up to two of whom may be Graduating Members, shall be elected for three years and shall not then be eligible for re-election as Ordinary Committee Members until two years have elapsed.
- 4.2 No member, except for the President, shall serve for more than six consecutive years on the Committee and/or the HSC, irrespective of the capacity in which she serves, nor shall be eligible for re-election to the Committee or the HSC until two years have elapsed.

5. Huts Sub-Committee

- 5.1 The HSC shall consist of:-
 - 5.1.1 a **Huts Sub-Committee Convenor**, who shall be an Office Bearer of the Committee of Management;
 - 5.1.2 a **Hut Custodian for Blackrock, a Hut Custodian for Milehouse, and a Hut Custodian for Ronnan Cottage**, all of whom shall be Full Members;

- 5.1.3 a **Bookings & Finance Secretary for Blackrock**, a **Bookings & Finance Secretary for Milehouse** and a **Bookings & Finance Secretary for Ronnan Cottage**, all of whom shall be Full Members.
- 5.2 All members of the HSC shall be elected for a term of three years. They shall be eligible for re-election (in any capacity) for one further term of up to three years (subject to 4.2).
- 5.3 With the exception of the Huts Sub-Committee Convenor, members of the Huts Sub-Committee shall not also be members of the Main Committee.

6. Conduct of Main Committee

- 6.1 A quorum of the Committee shall be five members including either the President or the Secretary.
- 6.2 Committee meetings shall be held at least twice a year. Agendas and papers shall be sent to all Committee members not less than 7 days before the date of the meeting.
- 6.3 The President or the Secretary or two Committee Members shall have power to call additional Committee meetings.
- 6.4 The Committee shall have power to fill any vacancies which may occur during the year among Office Bearers, Ordinary Committee Members or HSC Members. Any such appointment of Office Bearers, Ordinary Committee Members or HSC Members shall hold until the next Annual General Meeting.

7. Conduct of Huts Sub-Committee

- 7.1 A quorum of the HSC shall be four members.
- 7.2 The HSC shall meet at least twice a year, within two months prior to the Committee.
- 7.3 The Huts Sub-Committee Convenor shall report the HSC's business to the Committee and put forward recommendations for approval, where necessary.
- 7.4 The Huts Sub-Committee Convenor or two HSC Members shall have the power to call additional meetings of the HSC.

8. Income and finances

The income and all monies and funds of the club shall be used solely for furthering the objects of the Club and for no other purpose. The finances and accounts of the Club shall be managed by the Committee (or HSC, where appropriate) in accordance with the Financial Guidelines of the Club which will be reviewed every three years commencing 2013 and put to the Annual General Meeting of the Club for approval.

9. Property

Without prejudice to, and with no requirement to change, any existing title deeds or Leases held on behalf of the Club, the President, Honorary Secretary and Honorary Treasurer shall be Trustees *ex officio* of the Club and any heritable property or invested funds shall be held by them as such Trustees. The Trustees shall act in conformity with the instructions of the Committee and when and in so far as they do so shall be indemnified against claims or expenses out of the property or funds of the Club. All other property shall be vested in the Committee.

10. Club Officials

- 10.1 Club Officials shall not be *ex-officio* members of the Committee.
- 10.2 Two Full Members, who are not members of the Committee, shall be elected annually at the AGM as a scrutinising panel to assess Candidates' applications for membership. They shall not serve for more than three consecutive years.
- 10.3 An Editor, a Librarian, an Auditor, an Archivist, a Website Manager and Representatives on outside bodies shall be elected annually at the AGM and shall be eligible for re-election.

11. Membership

- 11.1 Membership of the Club is open to all women who meet the criteria and follow the process set out in 11.3 to 11.13
- 11.2 The Club believes that everyone has the right to be treated with dignity and respect. Diversity Equality and inclusion are vital to these objectives, as indicated in our Equality Policy.
- 11.3 To be considered for Full Membership, the Candidate must be over 18 years of age and competent on the Scottish hills in mist and in moderate snow conditions and have some experience of rock climbing in Scotland.
- 11.4 Those who are less experienced may apply for Graduating Membership.
- 11.5 Any Candidate for Membership must have attended a minimum of 8 days with the Club which must include two multi-day meets, over a minimum period of six months and a maximum period of two years. No single multi-day meet will count for more than 2 days towards the 8 day minimum requirement.
- 11.6 Every Candidate for admittance as a Member of the Club shall be proposed by a Full Member and seconded by two other members, one of whom may be graduating. The Proposer and Seconders must all have personal knowledge of her on the Scottish hills of which they shall testify in writing to the Committee.
- 11.7 A Candidate shall supply, on a special form, particulars of Club Meets which she has attended and a list of her Scottish and other ascents.
- 11.8 The application signed by the Candidate and her Proposer and Seconders must be submitted to the Membership Secretary at least six weeks before the date of the next Committee meeting at which it is to be considered.
- 11.9 The name of each Candidate, together with the names of her Proposer and Seconders, shall be sent to all Members at least two weeks before the date of the Committee meeting and written comments on applications shall be invited. Any such comments should be sent to the Membership Secretary and passed to the Committee for consideration.
- 11.10 Candidates who are approved by the Committee, by a majority of not less than two thirds of those present at the meeting and voting, shall be admitted to the Club.
- 11.11 Candidates whose application is turned down will be informed, in writing, of the reasons for this decision.
- 11.12 Graduating Members who have belonged to the Club for at least two years and who satisfy the requirements of (11.3) may apply for Full Membership (sections 11.6 – 11.11 apply).
- 11.13 Graduating members are expected to satisfy the requirements and apply for full membership within six years of joining the Club. If they do not do so their membership will be deemed to have lapsed. There is no bar to them subsequently applying for full membership thereafter.
- 11.14 On the recommendation of the Committee the AGM may elect a Member to be an Honorary Life Member.

12. Annual General Meeting (AGM)

- 12.1 The AGM shall be held in November. The agenda shall be sent to all Members not less than 21 days beforehand.
- 12.2 The format of an Annual General Meeting (or Extraordinary General Meeting) may be an event with all participating Members physically present, or a virtual event with Members attending online, or a hybrid event with some members physically present and others attending online (at the same time). The format of an AGM (or EGM) will be notified to Members in advance, and no later than when the agenda is sent out.
- 12.3 A quorum for a General Meeting shall be 20 per cent of the Members including those present in person or attending online.
- 12.4 The AGM shall:
 - a. receive a statement of accounts (which shall have been audited by the Auditor) and reports from the Office Bearers and other Club Officials.

- b. elect the President, Office Bearers, Committee Members, Huts Sub-Committee Members and Club Officials as detailed in the Constitution. Candidates for such election must be proposed and seconded by Full members.
 - c. receive a list of Meets for the coming year.
 - d. conduct any other business of the Club.
- 12.5 Voting at General Meeting shall be open to all club members who are present at the meeting (both physically present or attending online). In case of a hung vote the Chair will have the casting vote.

13. Extraordinary General Meeting (EGM)

The President and either the Secretary or the Treasurer, or ten Full Members of the Club shall have power to call an Extraordinary General Meeting, the agenda for which shall be sent to all Members not less than seven days beforehand. Meeting arrangements as for Annual General Meetings apply (see 12.2, 12.3, 12.5).

14. Meets

- 14.1 The Meets Secretary shall present a programme for the following year at the AGM.
- 14.2 At the AGM the Meets Secretary will invite suggestions for venues for (long) weekends for the next again year (and for longer expeditions).
- 14.3 A Member may invite up to two guests to any one Meet. She must accompany them on the hill or make arrangements for another Member to do so.
- 14.4 Club members shall take responsibility for their own actions and decisions, whilst maintaining a duty of care to their companions on the hill.

15. Subscriptions

- 15.1 Every Member shall, on admittance to the Club, pay an annual subscription. Membership shall be annulled unless this fee has been paid within three months of admittance.
- 15.2 The annual subscription shall be due and payable on 15th January. Members admitted at the autumn Committee Meeting, who pay their annual subscription, shall not be required to pay any further subscription for the ensuing year.
- 15.3 Members resident overseas may pay a reduced subscription. They shall be sent the Annual Record and notice of the AGM.
- 15.4 Members of 40 years standing and over may pay a reduced subscription. Members of 60 years standing and over and Honorary Members shall be exempt from payment of subscription.
- 15.5 Every Member shall be held liable for her subscription for the current year unless she has sent written notice of her resignation to the Secretary before the AGM. A Member whose subscription is two years in arrears shall be deemed to have resigned.

16. Expulsion of Members.

- 16.1 A General Meeting shall have the power, by a majority of not less than two thirds of those present and voting, to expel from the Club any Member for any cause which the Meeting shall deem sufficient. Any motion for such expulsion must be supported by the Committee or signed by at least six Full Members.
- 16.2 A Member so expelled shall forfeit all right to the use of, or claim upon, the property of the Club

17. Dissolution of the Club

- 17.1 Any General Meeting at which the possible dissolution of the Club is to be decided must be notified to members at least 6 weeks in advance.
- 17.2 A General Meeting shall have power, by a majority of five-sixths of those voting and with minimum number of two-thirds of all Members recording a vote, to dissolve the Club.

- 17.3 Any motion of dissolution must be submitted by the Committee or signed by not less than two-thirds of the Full Members of the Club. Members not present at the meeting may vote by letter or e-mail, provided this reaches the Secretary before the opening of the Meeting. A motion of dissolution must include a statement on the intended destination of assets (17.4) and surplus (17.5).
- 17.4 Should the Club be dissolved, and after all debts, claims, obligations and expenses have been paid and met, club huts, library, archives and any material assets shall be donated to appropriate bodies (as decided by the Members) in order to maintain their intended use.
- 17.5 Should the Club be dissolved, and after all debts, claims, obligations and expenses have been paid and met and any assets donated to other bodies (as in 17.4), any surplus shall be donated to charities connected with mountaineering as decided by the Members. Any deficit shall be borne equally by the Members.

18. Alteration of Constitution

- 18.1 The Constitution may only be altered on a resolution of a General Meeting, by a majority of not less than two-thirds of all Members recording a vote either at the meeting or by letter/e-mail before the meeting.
- 18.2 Notice of any proposed alteration to the Constitution shall be given, in writing, to the Secretary not less than one week before the period of notice ordinarily required for such a General Meeting (see 12.1 and 13).