

# Dundee Model Railway Club

## Constitution

1. The name of the association of members is:

**Dundee Model Railway Club (Dundee MRC).**

2. Address:

The Secretary  
Dundee Model Railway Club  
32, Brown Street  
Carnoustie  
DD7 7HB

3. Objectives:

To advance education, heritage and science and provide recreational facilities and activities with the object of improving the conditions of life for the public benefit.

This will be achieved by:

- a) Promoting model railways and its relationship to rail transport by encouraging participation in, and enjoyment of, railway modelling and to display model railways amongst members of the public.
- b) Providing an environment where developing and expanding the understanding, application and knowledge of the skills required to build and operate model railways can be fostered.
- c) Offering our members the opportunity to enjoy the exchange of ideas and knowledge of model building in a social, constructive and enjoyable environment.
- d) Applying the use of historical research, photographic evidence, ordnance survey mapping, topographical and building structures to enhance the building of layouts.

4. Powers:

- a) To operate a bank account.
- b) To sign a lease on behalf of the Club, for the rental of property that will be used solely for the benefit of the Club and its members.
- c) To take such steps as may be deemed appropriate for the purpose of raising funds for the Club's activities.

- d) To accept donations, grants and legacies of all kinds and to accept any reasonable conditions attached to them.
- e) To liaise with other voluntary and community bodies with similar interests.

5. Membership:

- a) Membership of the Club shall be open to the general public. The club consists of like minded individuals who have formed as association of members who enjoy the designing, building and displaying of various scale model railways and other models.
- b) Junior membership will be permitted, however they are required to be accompanied by someone who is already a member, parent or guardian, who will oversee and mentor the junior member at all times when at the Club, or at exhibitions. Junior membership can be held up to and including the 16th birthday.
- c) Resignation of Membership from the Club must be advised to the Chairman and/or Secretary of the Management Committee, in writing. It would also be helpful to the Club if it were advised of the reasons for the resignation. The membership of the individual will be removed from the Membership Register as soon as is practicable.

Note: There may be occasion when a current member of the club, as a result of changes to their personal circumstances (moving, redundancy, illness, financial difficulties, non-residency, etc.) is unable to support the full costs of membership. Similar criteria may apply to a prospective member. The Management Committee has the discretion to adjust the subscription charges to suit the current or prospective member so as to alleviate the financial burden that a full subscription places upon them. However, the Management Committee has to notify the Members of the Club within three calendar months (without having to name the individual/s) that it has conferred special membership conditions to a Member or potential Member and as to what those conditions are; such as level of subscription charged and the review date of the special conditions, by the Management Committee.

The purpose of the notification to the Membership is to avoid the potential of abuse of Membership and to permit the Membership to express their opinion on the actions of their Management Committee.

6. Subscription

- a) The Management Committee of the Club reserve the right to establish an annual subscription for membership of the Club. The Management Committee also have the right to review the level of the annual subscription payable to be a member of the Club.

7. Voting

- a) All members of the Club shall have the right to receive notice of, to attend, and speak and vote at General Meetings, or any meeting where a decision is required that could have material impact upon the Membership, Conduct of Members, Subscriptions, etc. However no member shall have the right to vote if subscription monies have not been paid in full by the date of the meeting.

- b) Junior membership status excludes voting rights.

8. Register of Members:

The Management Committee of the Club shall keep a full register of members. The register is to include the full names and address of each member, including, if possible, the email address, telephone contact number and also the details of a person to contact in case of emergency.

9. Management Committee:

- a) The affairs of the Club shall be administered by a Management Committee comprising the following:

Chairperson, Secretary (Deputy Chairperson), Treasurer, Exhibition Manager and no fewer than two additional Club Members.

- b) The Management Committee have the option to co-opt additional members of the Club to serve as members of sub-committees or to act in a particular function for and on behalf of the Management Committee. Co-opted members of the Management Committee are voting members of the Management Committee, however they have to stand for election at the first AGM after their co-option.
- c) At each Annual General Meeting (AGM) each member of the Management Committee should stand down from office and face re-election. There is no limit to the number of times that a member of the Club can be re-elected to serve on the Management Committee. However, it is recommended that the duties of the Management Committee members should be rotated.
- d) The notice of an Annual General Meeting shall be accompanied by an invitation to all (excluding junior) members of the Club to nominate themselves or other members as candidates for election as a member of the Management Committee.

10. Meetings:

- a) Committee Meetings of the Club shall take place at least once a quarter.
- b) An Annual General Meeting shall take place in each calendar year and that no more than 15 (fifteen) months shall elapse between an Annual General Meeting and the next.
- c) At least 21 (twenty-one) days notice of an Annual General Meeting shall be given to all members (junior members can attend to gain experience of the functioning of the Club. However they can neither actively participate nor vote).  
The business of the meeting shall include:-

Reports by each of the Management Committee members concerning area of responsibility, such as:

- Chairman's Report
- Secretary's Report
- Treasurer's Report

- Exhibition Manager's Report
  - Adoption of the Annual Accounts of the Club.
  - The appointment of an independent examiner for external scrutiny of the accounts, in line with the relevant requirements of legislation.
  - Discussion of all relevant matters that have arisen at the request of the members.
  - Election of a Management Committee for the upcoming year.
- d) The Management Committee may, or at the request of no fewer than half of the membership, excluding junior members, convene a Special General Meeting for the purpose of conducting any business relevant to the Club's affairs. At least 14 (fourteen) days notice of a SGM shall be given to all members (excluding junior).
11. Procedure at all meetings:
- a) Quorum: No business shall be conducted at any meeting unless a quorum is present of both the Management Committee and of the fully paid up members. The quorum of the Management Committee is half of the Committee and of the members the quorum is half of the fully paid up members (excluding junior). No decisions can be taken at a meeting unless that meeting is quorate
- b) Voting: All questions arising at meetings shall be decided upon by a simple majority of the votes cast. In the situation of a tied vote then the Chairman or in his/her absence, the Deputy Chairman of the Management Committee has a casting vote. However, where decisions are required concerning major issues, such as changes to the constitution or major financial commitments or dissolution of the club then a majority of two thirds of the voters at a quorate meeting are required to adopt the proposed motion being voted upon.
- c) Minutes: These are to be kept of all meetings, Management Committee as well as general meetings or SGM. These are to include a record of all present, a record of the proceedings and of resolutions and decisions adopted. The Management Committee reserve the right to keep as 'a record apart' any details of discussions that are of a personal or disciplinary nature.
12. Finance:
- a) The financial year shall run 1<sup>st</sup> April to 31<sup>st</sup> March.
- b) The Club shall operate a Bank Account in the name of the Club. Three members of the Management Committee members shall be authorised to sign cheques. These should be The Chairman, Secretary and Treasurer. Two signatures of the previously mentioned Management Committee will suffice to issue a cheque.
- c) In the case of a lease, such as for premises or equipment (in excess of £2,500.00 pa) a resolution passed at the AGM or SGM will be required. For purchases of

equipment for Club use or for purchases of fixtures and fittings for a layout, then a maximum of £500.00 can be spent without specific AGM or SGM authorisation; however, such purchases must be approved by a quorate Management Committee meeting BEFORE expenditure takes place.

- d) Special circumstances apply to the Annual Exhibition. Estimated costs and expenses relating to the Annual Exhibition have to be approved at the AGM. The Exhibition Manager of the Management Committee has to have adequate authorisation to commit the Club to expenditure levels that permits his/her position to be flexible to manoeuvre to hire facilities and services that will make the annual exhibition a success, without undue bureaucratic complication. Currently that limit is £2,500.00. Any excess to this amount requires approval by a quorate Management Committee meeting – the Treasurer must be one of the three authorising the excess expenditure and an explanation must be entered in the minutes for the next general meeting.
- e) General Expenses. Those related to the attendance at exhibitions and general costs of the Club. An overall budget should be approved at the AGM to cover the projected costs for the upcoming year for the various known expense categories. The budget should be reviewed at the quarterly Management Committee meetings and adjusted to reflect the then current or anticipated environment. However, should the expenses show a marked overall upward trend, then the Management Committee should advise the membership of the category where the budget inadequacy is, and propose remedial action.
- f) The Management Committee is charged to maintain a very strict overview of the commitments and expenditure of the Club and to maintain accurate records of receipts and expenditure.

13. Amendments to the Constitution:

The Constitution may be amended by a resolution that has been passed by at least two thirds of the quorate general meeting (excluding Junior). These votes have to be cast at a properly convened meeting of the Club. The notice calling the meeting shall include notice of the resolution setting out the terms of the amendment proposal.

14. Dissolution and disposal of Assets:

The Club may be wound up and dissolved by a resolution passed in favour by at least two thirds the quorate general meeting. The votes have to be cast at a properly convened meeting of the Club. The notice of the meeting shall outline the proposal and action to be taken. In the event that a resolution is passed then any remaining assets, once all creditors have been paid and all outstanding debts collected, will be passed to a Club, Organisation or Group that has similar charitable purposes to those of the Club.

The Club is not established to make or pay a dividend to any one member or group of members. The Club's primary objective is to permit the membership to enjoy the social as well as the technical and learning aspects of designing, construction and running of model railways and related hobbies.

For the avoidance of doubt, no part of the income or property of the Club (otherwise than in pursuance of the Club's charitable purposes) may be paid or transferred (directly or indirectly) to the Members, either in the course of the Club's existence or on dissolution.

Policy Statement:

It is a consideration of Membership that the behaviour of individuals must be serious, and that they must respect other members as well as the assets of the Club. This applies especially to the machines that are used in modelling: these machines, if handled incorrectly or without due consideration, could lead to physical/material damage.

Members of the Club are expected to conduct themselves in a manner that would not be detrimental to the good name and reputation of the Club; should a member behave in such a manner as to have a negative impact on the Club, be it reputational or otherwise then that/those member/s will be called upon to explain their behaviour in front of the Management Committee. If the impact is considered to be serious enough then the membership status of the member/s might be withdrawn.

Chairperson of the Management Committee / Trustees

Mr. Paul Smith  
32, Brown Street  
Carnoustie DD7 7HB

Secretary (Deputy Chairperson)

Mrs. Tracy Smith  
32, Brown Street  
Carnoustie  
DD7 7HB

Treasurer

Mr. Malcolm Pakes  


Exhibition Manager

Mr. Paul Smith  
32, Brown Street  
Carnoustie DD7 7HB

Small Events Organiser

Mr. Neil Westlake  

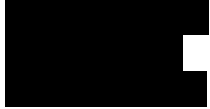

Committee Member

Mr. Eric Boland



Committee Member

Mr. John Milligan



Certified as a true copy of the Constitution of Dundee Model Railway Club – SC046333.

Signed

\_\_\_\_\_

Date

3<sup>rd</sup> May 2019

Paul Smith  
Chairperson  
Dundee Model Railway Club