

Outer Hebrides Tourism Community Interest Company & Outer Hebrides Tourism Trading Community Interest Company

Constitution

Approved at AGM – 14th March 2012

Reviewed and Updated November 2024 – Draft awaiting approval

1. Name and Date of Commencement

The association shall be called Outer Hebrides Tourism CIC and Outer Hebrides Tourism Trading CIC (hereinafter referred to as OHT or Visit Outer Hebrides) and shall be constituted from 23 March 2005.

2. Areas and Regions and Sectors

Regional representation shall be established for the following areas or as determined from time to time by the Executive Board of OHT. For the purpose of appointing representatives on to the Executive Board, the five geographic areas defined below shall be regionalised as follows:-

- Region 1 Isle of Lewis
- Region 2 Isle of Harris
- Region 3 Isle of North Uist
- Region 4 Isle of South Uist; Isle of Benbecula
- Region 5 Isle of Barra

Sector representation and regional representation on the Executive Board shall be established to provide an input from all tourism sectors across the whole of the Outer Hebrides, where at all possible.

3. Aims & Objectives

OHT is a non-profit making community interest organisation whose overall aim is to promote, support and assist tourism businesses and interests in the Outer Hebrides. The Association's main objectives shall be to :-

- Represent the tourism industry in the Outer Hebrides on the Tourism Leadership Partnership Group, with the aim of developing the tourism economy.
- Represent tourism businesses on forums, conferences, and development projects addressing tourism and wider economic activity in the Outer Hebrides, and on other appropriate local, regional and national forums.
- Be a representative voice for the tourism industry in local and national media.
- Organise and support events that support OHT members in the Outer Hebrides area.

- Secure resources to undertake marketing activities and projects that promote the Outer Hebrides area as a tourist destination.
- Encourage and facilitate joint working between tourism businesses and organisations in the Outer Hebrides area.
- Promote quality standards and training throughout the tourism sector in the Outer Hebrides area.
- Highlight and promote the needs of tourism businesses and visitors to the appropriate agencies for action.
- Raise the profile of the importance of the local tourism industry to the local economy.
- Be a channel for VisitScotland and other organisations to disseminate information to the local tourism industry.
- Be a consultation forum for organisations seeking the views of the local tourism industry.
- Be the main organisation to 'champion' the cause of the local tourism industry in the Outer Hebrides.

4. Membership

Membership shall be open to any business, organisation or individual interested in furthering the aims and objectives of OHT.

5. Executive Committee

5.1 The business of the OHT shall be managed by an Executive Board and shall comprise up to five representatives from each of the five regional areas and two from each sector outlined in section 2 above, where at all possible.

5.2 Each member of the Executive Board will be appointed for a period of one year and will be eligible for re-appointment in subsequent years. The membership of the Executive Board will be decided at the AGM. If there are more nominees than vacancies, then an election will be held.

5.3 The Executive Board can co-opt additional members to the Executive Board to provide expert support and assistance for various tasks and initiatives. Co-opted members will serve for a finite time period, and do not have voting rights. Co-opted members are eligible to be office bearers, if required.

5.4 The Executive Board shall appoint four office-bearers from among its members – a Chairman, Vice Chairman, Treasurer and Secretary. These posts will be appointed on an annual basis.

5.5 The Executive Board shall meet a minimum of two times annually or more frequently as required, to make and execute such decisions as are necessary to implement the aims and objectives of OHT. Executive Board members shall be given not less than seven days prior written notice of each meeting of the Executive Board.

5.6 The Executive Board shall report all of its activities to the Annual General Meeting and shall present financial accounts to the Annual General Meeting.

5.7 Executive Board members are required to attend a minimum of 50% of the required minimum two meetings each year.

5.8 An Executive Board Member may not absent his/herself for three consecutive meetings.

5.9 An Executive Board Member who fails to comply with 5.8 and 5.9 and who fails to convince the Executive Board of the justification of these absences may, at the discretion of the Executive Board members, be required to resign from the Executive Board.

5.10 The Executive Board shall have the power to delegate any part of its duties, with such powers as it deems necessary to one or more of the members of the Board. The Executive Board can also create ad hoc working groups to carry out specific tasks as required.

5.11 Any member of the Executive Board may resign by giving notice in writing to the Secretary.

5.12 In order for OHT to undertake and deliver projects and other contracts, Executive Board members may be appointed to fulfil the role of project director and other roles as determined by the Executive Board. The Executive Board has the authority to compensate any members appointed to such roles where funding is available within the project budget. The project director will be responsible for the delivery of the project on behalf of OHT. The remit will be agreed by the Executive Board prior to commencement of the project.

5.13 The recruitment process for advertised posts will be managed by the Project Director in accordance with agreed policies. Interviews with applicants for advertised posts will be undertaken by a Recruitment sub-committee. The sub-committee will comprise the Project Director, members of the Executive Board and external members as appropriate. The external members could include, for example, project funders.

5.14 The Executive Board can authorise any necessary financial transactions that may be required to manage the activities of OHT & OHTT. These can include providing short term loans to projects managed by OHT / OHTT, or seeking grants / loans from other bodies to provide funds to support activities.

5.15 Voting at the Executive Board is on the basis of one vote per region or sector. Decisions are made by simple majority, and in the event of a tie, then the Chairman has a casting vote.

5.16 The Chairman will oversee the activities and support the delivery team, as required, acting as a line manager when required and reporting back to the Executive Board. The Chief Executive will report directly to the Chairman.

6. Rules of Procedure at Meetings

6.1 Annual General Meeting

6.1.1 General Meetings of OHT shall be held annually. Not more than fifteen months shall elapse between the date of one Annual General Meeting and the next.

6.1.2 Each Annual General Meeting shall conduct the following business:–

- Approve the minutes of the previous year's AGM. - Receive reports from the Chairman and the Secretary.
- Receive a report from the Treasurer and approve the annual accounts.
- Confirm the regional representatives to the Executive Board.
- Consider changes to the Constitution.
- Deal with relevant business as notified in advance by members.
- Deal with any other competent business raised at the meeting.

6.2 Extraordinary General Meetings

An Extraordinary General Meeting shall be called by an application in writing to the Secretary supported by at least one quarter of the OHT membership. The Executive Board shall also have the power to call an Extraordinary General Meeting by decision of a simple majority of its members.

6.3 Notices

At least fifteen days' notice shall be given in writing to all members of any General Meeting.

6.4 Voting

6.4.1 At Annual General Meetings, each fully paid-up member shall have one vote. Voting by proxy shall also be permitted.

6.4.2 With the exception of changes to the Constitution, decisions put to the vote shall be resolved by a simple majority of Members at General Meetings.

6.4.3 The Chairman as well as his/her vote shall have a casting vote in cases of equality.

6.5 Quora

The quorum at General Meetings shall be the presence of at least ten Members of OHT. For Executive Board Members, the quorum shall be three Executive Board members.

6.6 Changes to the Constitution

6.6.1 Any change to the Constitution shall require a two-thirds majority of all those present, together with those voting by proxy, and eligible to vote at a General Meeting.

6.6.2 Notice shall be given to all members of any General Meeting as specified in section 6.3 and then any proposal to change the constitution shall be submitted in writing to the Secretary at least seven days prior to the meeting.

6.6.3 All proposals for changes to the Constitution shall be signed by at least three members eligible to vote at a General Meeting.

7. Finance

7.1 The membership year is from 1st January – 31st December, and members shall pay an annual subscription to OHTT by 31st January each year. The amount shall be decided by the Executive Board.

7.2 All money raised on behalf of OHT shall be paid into a deposit account or current account at any such other bank as shall be agreed by the Executive Board.

7.3 Online banking may be used where appropriate, with a single authorisation for payments and two signatures for other transactions. Signatures can be from the Executive Board and / or the delivery team.

7.4 The Treasurer will be responsible for the preparation of the annual accounts of the Association, which shall be presented by the Executive Board, at the Annual General Meeting.

7.5 The accounts shall be scrutinised by a suitably experienced independent person.

8. Bye-laws

The Executive Board shall have the power to publish and enforce such bye-laws as the Membership feels necessary to govern the activities of OHT / OHTT.

9. Dissolution

OHT may be dissolved if two-thirds or more of the Members so desire, by their giving three months' notice in writing to the Chairman of the Executive Board. In this event, the liabilities of the Association shall be discharged and the residuary assets distributed to a body with tourism interests to be agreed by a majority vote of the membership.

Signed (Chairperson)

Date