

# Outer Hebrides Tourism Industry Association Constitution

Approved at AGM – 14<sup>th</sup> March 2012

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## 1. Name and Date of Commencement

The association shall be called **Outer Hebrides Tourism Industry Association** (hereinafter referred to as the Association) and shall be constituted from 23 March 2005.

## 2. Areas and Regions and Sectors

Regional Area Committees shall be established for the following areas or as determined from time to time by the Executive Committee of the Association.

For the purpose of electing representatives on to the Executive Committee, 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

Regional Area Committees shall meet a minimum of twice per annum in their own area or more frequently if required. These meetings shall be organised and arranged by the Regional Area Representative in each area.

In each area, a support team should be identified to provide support to the elected Regional Area Representative. In the event that the elected representative is unable to attend meetings, then he/she should arrange a substitute nominee from this support team to attend on his/her behalf.

Sector committees shall be established to provide an input from key tourism sectors across the whole of the Outer Hebrides, as follows:

Hotels Sector: Open to any business operating a Hotel / Small Hotel in the Outer Hebrides

## 3. Aims & Objectives

The Association is a non-profit making 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 Area Strategic Tourism 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 attract additional tourists to the Outer Hebrides area.
- Be a vehicle for the tourism industry to apply for funding 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.
- Provide industry support to the local VisitScotland network office.
- 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 a 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 the Association.

#### **5. Executive Committee**

- 5.1 The business of the Association shall be managed by an Executive Committee and shall comprise up to five representatives from each of the five regional areas and two from each sector outlined in section 2 above
- 5.2 Each member of the Executive Committee will be appointed for a period of one year, and will be eligible for re-appointment in subsequent years. The membership of the Executive Committee will be decided at the AGM. If there are more nominees than vacancies, then an election will be held.

- 5.3 The Executive Committee can co-opt additional members to the Executive committee 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 elected as office bearers.
- 5.4 The Executive Committee shall elect four office-bearers from among its members – a Chairman, Vice Chairman, Treasurer and Secretary. These posts will be elected on an annual basis.
- 5.5 The Executive Committee 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 the Association. Executive Committee members shall be given not less than seven days prior written notice of each meeting of the Executive Committee.
- 5.6 The Executive Committee shall report all of its activities to the Annual General Meeting and shall present financial accounts to the Annual General Meeting.
- 5.7 Elected Executive Committee members are required to attend a minimum of 50% of the required minimum two meetings each year.
- 5.8 An elected Executive Committee Member may not absent his/her self for three consecutive meetings.
- 5.9 An elected Executive Committee Member who fails to comply with 5.8 and 5.9 and who fails to convince the Executive Committee of the justification of these absences may, at the discretion of the Executive Committee members, be required to resign from the Executive Committee.
- 5.10 The Executive Committee 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 Committee. The Executive Committee can also create ad hoc working groups to carry out specific tasks as required.
- 5.11 Any member of the Executive Committee may resign by giving notice in writing to the Secretary.
- 5.12 In order for the Association to undertake and deliver projects and other contracts, Executive Committee members may be appointed to fulfill the role of project director and other roles as determined by the Executive Committee. The Executive Committee 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 the Association. The remit will be agreed by the Executive Committee 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, two members of the Executive Committee and external members as appropriate. The external members could include, for example, project funders.
- 5.14 The Executive Committee can authorise any necessary financial transactions that may be required to manage the activities of the Association. These can include providing short term loans to projects managed by the Association, or seeking loans from banks or other bodies to provide funds to support activities.

5.15 Voting at the Executive Committee 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.

## **6. Rules of Procedure at Meetings**

### **6.1 Annual General Meeting**

6.1.1 General Meetings of the Association 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 elected regional representatives to the Executive Committee.
- 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 Association membership.

The Executive Committee 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 the Association. For Executive Committee Members, the quorum shall be three Executive Committee 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 April 1 to 31 March, and members shall pay an annual subscription to the Association by 30 April each year. The amount shall be decided by a majority vote at the Annual General Meeting. In the event of the AGM being held after 31 March, then paid up members of the previous membership year are eligible to vote.

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

7.3 All cheques made out on behalf of the Association shall be signed by one of the four Executive Committee Office-Bearers. Online banking may be used where appropriate, with a single authorisation for transactions.

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

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

## **8. Bye-laws**

The Executive Committee shall have the power to publish and enforce such bye-laws as the Membership feels necessary to govern the activities of the Association.

**9. Dissolution**

The Association 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 Association.

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)

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