

CONSTITUTION

Lochwinnoch Community Local Area Network Society (CLAN)

1. Name

The Society shall be known as the:-

Lochwinnoch Community Local Area Network Society (Lochwinnoch CLAN)

2. Aims

The aims of the Society shall be to further the interests of its members in all aspects of amateur radio WLANs and directly associated activities.

The society is a non-profit community organisation with a primary objective to provide Internet access to the community by means of shared facilities designed, acquired, housed and maintained by the members of the Society acting as unpaid volunteers for all members' mutual benefit.

3. Membership

Membership shall be open, subject to the discretion of the Committee, to all persons interested in the aims of the Society.

- (a) **Full members.** Full members must be 18 years of age or over or must be eligible to install and operate an amateur wireless LAN node.
- (b) **Business Members.** Full members who conduct a commercial enterprise from the premises served by the CLAN network and have 4 or more PCs connected to the network.
- (c) **Honorary members.** Honorary Life Membership may be granted to any person, who, in the opinion of the Committee, has rendered outstanding service to the Society, either directly or indirectly. Such membership shall carry the rights of full membership but shall be free from subscriptions.
- (d) **Guests.** shall abide by the constitution of the Society.
- (e) **Expulsion.** The Committee shall have power to expel any member whose conduct, in the opinion of at least three-quarters of the full Committee, renders that person unfit to be a member of the Society. No Member shall be expelled without first having been given an opportunity to appear before the Committee.

4. Subscriptions

- (a) The monthly subscriptions for membership shall be set by the Committee.
- (b) All subscriptions shall be due and payable at the beginning of the month. Members in arrears have no voting rights.

(c) The financial year shall run from 1 May to 30 April.

(d) A member shall be deemed to have resigned from the Society, if, by the end of the month, the subscription has not been paid.

(e) The Committee shall have the power to waive or reduce subscriptions.

5. Finance

All money received by the Society shall be promptly deposited in the Society's bank account. Withdrawals require the signature of the Society's Treasurer and one other nominated officer of the Society.

6. Membership of the Society's Committee

The Society's affairs shall be administered by a Committee elected at the Annual General Meeting. The Committee, in whom the Society's property shall be vested, shall consist of:

1. A Chair who will preside at all meetings at which s/he is present.
2. A Secretary who will be responsible for:
 - (i) keeping the minutes of all meetings of the Society.
 - (ii) ensuring that all correspondence is correctly handled.
 - (iii) maintaining a master roll of members and honorary members.
 - (iv) maintaining a register of Society equipment.
3. A Treasurer, who will be responsible for:
 - (i) keeping the Society's accounts.
 - (ii) advising the Committee on all financial matters.
 - (iii) preparing the accounts for audit and presenting them at the AGM.
4. A project manager, who will be responsible for liaising with funding organisations and other community groups as appropriate.
5. A technical manager, who will be responsible for:
 - (i) Defining technical architecture of system
 - (ii) Specifying compliant equipment
 - (iii) Defining technical support and maintenance agreements.
6. 5 or more Ordinary Committee Members.

7. Committee standing orders

- (a) The quorum for the Committee shall be 5. In the absence of a quorum, business may be dealt with but any decisions taken only become valid after ratification at the next meeting at which a quorum exists.
- (b) Committee meetings may be called by the Chair, the Secretary or any vote.

8. Annual General Meeting

(a) The Annual General Meeting shall normally be held on the first Thursday of May each year. At least 21 days notice shall be given to each member in writing.

(b) The quorum for the meeting shall be 10.

(c) The agenda for the Annual General Meeting shall be:

- (i) Apologies for absence
- (ii) Minutes of the previous AGM
- (iii) Chair's report
- (iv) Secretary's report
- (v) Treasurer's report
- (vi) Election of the new Committee
- (vii) Election of auditors
- (viii) Other business

(c) Items (i) to (v) shall be chaired by the out-going Chair, item (vi) by an acting Chair who is not standing for election to office, and the remaining business by the newly elected Chair.

(e) Nominations for Committee members will only be valid if confirmed by the nominee at the meeting or previously in writing.

(f) Items for AGM – additional items can be addressed as AOB on the day.

Agenda should be agreed by a quorum 14 days in advance of the AGM. Therefore notice of articles for discussion at the AGM should be received by the secretary 30-days in advance.

9. Extraordinary General Meeting

(a) Extraordinary General Meetings may be called by the Committee or not less than 10 members of the Society, the date of the meeting being the earliest convenient as decided by the Committee. At least 28 days notice in writing must be given to the Secretary, who in turn shall give members at least 14 days notice in writing of the agenda.

No other business may be transacted at the EGM.

(b) The quorum for the EGM shall be 10.

10. Amendments to the constitution

The constitution may be amended only at the AGM or an EGM called for that purpose.

11. Winding up of the Society

(a) The decision to wind up the Society may be taken only at an EGM.

(b) The funds of the Society shall, after the sale of all assets and the payment of all outstanding debts, be disposed of as directed by members at the final EGM.

12 Disputes

In the event of a dispute Scots law will be applicable.