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I, Robin Fallas, solicitor  
certify this a true copy,  
at Edinburgh, 14<sup>th</sup> December  
2021.

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CONSTITUTION OF WEST LOTHAN 50+ NETWORK (SCIO)

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## **CONSTITUTION**

### **GENERAL**

#### **1. TYPE OF ORGANISATION**

The Organisation will, upon registration, be a Scottish Charitable Incorporated Organisation (SCIO).

#### **2. SCOTTISH PRINCIPAL OFFICE**

The principal office of the Organisation will be in Scotland (and must remain in Scotland).

#### **3. NAME**

The name of the Organisation is West Lothian 50+ Network (SCIO).

#### **4. PURPOSES**

The Organisation's charitable purposes for the public benefit are:

- (i) To combat social isolation by providing activities to encourage companionship in people over the age of fifty in West Lothian;
- (ii) To promote and enhance the physical, emotional and mental well-being of this group of people by providing social, educational and recreational activities;
- (iii) To provide these activities in a way that facilitates wide-spread take-up in towns and villages across the West Lothian area;
- (iv) To co-operate with other relevant bodies, agencies and organisations for the advancement of social welfare of the 50 plus age group;
- (v) To encourage the development of links between relevant organisations to share best practice, learn from others and maximise take-up of local support for the elderly in West Lothian.

#### **5. POWERS**

- 5.1 The Organisation has power to do anything which is calculated to further its purposes or is conducive or incidental to doing so.
- 5.2 No part of the income or property of the Organisation may be paid or transferred (directly or indirectly) to the members, either in the course of the Organisation's existence or on dissolution, except where this is done in direct furtherance of the Organisation's charitable purposes.

#### **6. LIABILITY OF MEMBERS**

- 6.1 The members of the Organisation have no liability to pay any sums to help to meet the debts (or other liabilities) of the Organisation if it is wound up; accordingly, if the Organisation is unable to meet its debts, the members will not be held responsible.
- 6.2 The members and charity trustees have certain legal duties under the Charities and Trustee Investment (Scotland) Act 2005; and clause 6.1 does not exclude (or limit) any personal liabilities they might incur if they are in breach of those duties or in breach of other legal obligations or duties that apply to them personally.

#### **7. GENERAL STRUCTURE**

The structure of the Organisation consists of:-

- 7.1 the MEMBERS – who have the right to attend members' meetings (including any annual general meeting) and have important powers under the constitution; in particular, the members may appoint people to serve on the board and take a vote on changing the constitution itself;
- 7.2 the BOARD - who hold regular meetings, and generally control the activities of the Organisation; for example, the board is responsible for monitoring and controlling the financial position of the Organisation.
- 7.3 The people serving on the board are referred to in this constitution as CHARITY TRUSTEES.

## **MEMBERS**

### **8. QUALIFICATIONS FOR MEMBERSHIP**

- 8.1 Membership is open to any individual who has attained the age of 50 or over and is a resident within West Lothian.
- 8.2 In special circumstances the board has the discretion to Co-opt a member to the Organisation.

### **9. APPLICATION FOR MEMBERSHIP**

- 9.1 Any qualifying person who wishes to become a member must submit an application for membership and pay the annual membership fee.

### **10. REGISTER OF MEMBERS**

- 10.1 The board must keep a register of members, setting out the following:

10.1.1 for current members:

- (a) their full name, address and contact details; and
- (b) the date on which they were registered as a member of the Organisation;

10.1.2 for former members - for at least six years from the date on they ceased to be a member:

- (a) their name; and
- (b) the date on which they ceased to be a member.

- 10.2 The board must ensure that the register of members is updated within 28 days of any change:

10.2.1 which arises from a resolution passed by the members of the Organisation; or

10.2.2 which is notified to the Organisation.

- 10.3 If a member or charity trustee of the Organisation requests a copy of the register of members, the board must ensure that a copy is supplied to them within 28 days, providing the request is reasonable; if the request is made by a member (who is not a charity trustee), the board may provide a copy which has the addresses and any contact details blanked out.

### **11. SUBSCRIPTION**

All members shall pay such subscriptions, annual or otherwise, as the board shall from time to time determine.

### **12. TRANSFER OF MEMBERSHIP**

Membership of the Organisation may not be transferred by a member to anyone else.

### **13. WITHDRAWAL FROM MEMBERSHIP**

Any person who does not renew their membership, is deemed to be withdrawn and shall be removed from membership if payment is not received within 3 months of the date on which payment was due. To be able to vote at a members' meeting, members must have paid their annual membership.

### **14. RE-REGISTRATION OF MEMBERS**

14.1 The board may, at any time, issue notices to the members requiring them to confirm that they wish to remain as members of the Organisation and allowing them a period of 28 days (running from the date of issue of the notice) to provide that confirmation to the board.

14.2 If a member fails to provide confirmation to the board (in writing or by e-mail) that they wish to remain as a member of the Organisation before the expiry of the 28-day period referred to in clause 14.1, the board may remove them from membership.

14.3 A notice under clause 14.1 will not be valid unless it refers specifically to the consequences (under clause 14.2) of failing to provide confirmation within the 28-day period.

### **15. REMOVAL FROM MEMBERSHIP**

15.1 Any person may be removed by the board from membership, providing the following procedures have been observed:-

15.1.1 at least 14 days' notice of a board meeting at which the members removal from membership is to be considered must be given to the member concerned, specifying the grounds for the proposed removal;

15.1.2 the member concerned will be entitled to be heard at the board meeting.

## **DECISION-MAKING BY THE MEMBERS**

### **16. MEMBERS' MEETINGS**

16.1 The board must arrange an annual general meeting of members (an "AGM") in each calendar year.

16.2 The gap between one AGM and the next must not be longer than 15 months.

16.3 Notwithstanding clause 16.1, an AGM does not need to be held during the calendar year in which the Organisation is formed; but the first AGM must still be held within 15 months of the date on which the Organisation is formed.

16.4 The business of each AGM must include:-

16.4.1 a report by the chair on the activities of the Organisation

16.4.2 consideration of the annual accounts of the Organisation;

16.4.3 election of charity trustees.

16.5 The board may arrange a special members' meeting at any time.

16.6 If at any point the number of members falls below the quorum set out at Clause 19.2, the remaining member(s), failing whom the charity trustees, shall be entitled to appoint/co-opt new members.

### **17. POWER TO REQUEST THE BOARD TO ARRANGE A SPECIAL MEMBERS' MEETING**

17.1 The board must arrange a special members' meeting if they are requested to do so by a notice. Such notice may take the form of two or more documents in the same terms, each

signed by one or more members. A notice will be valid if it is signed by members amounting to 10% or more of the total membership of the Organisation at the time, providing:

17.1.1 the notice states the purposes for which the meeting is to be held; and

17.1.2 those purposes are not inconsistent with the terms of this constitution, the Charities and Trustee (Investment) Scotland Act 2005 or any other statutory provision.

17.2 If the board receive a notice under clause 17.1, they shall issue a notice for a special members' meeting within 28 days of the date on which they received the notice.

## **18. NOTICE OF MEMBERS' MEETINGS**

18.1 The AGM and special members' meeting shall be held at such a place and time, as the board shall appoint. All members shall be informed in writing by the Secretary, one month in advance of the meeting.

18.2 The notice calling a members' meeting must specify in general terms what business is to be dealt with at the meeting; and

18.2.1 in the case of a resolution to alter the constitution, must set out the exact terms of the proposed alteration(s); and/or

18.2.2 if there has been a resolution under clause 20.3 (requirement for two-third majority) then the exact terms of the resolution must be set out.

18.3 Notice of every member's meeting must be given to all the members of the Organisation and to all the charity trustees; but the accidental omission to give notice to one or more members will not invalidate the proceedings at the meeting.

18.4 Any notice which requires to be given to a member under this constitution must be: -

18.4.1 sent by post to the member, at the address last notified by them to the Organisation;  
*or*

18.4.2 sent by e-mail to the member, at the e-mail address last notified by them to the Organisation.

## **19. PROCEDURE AT MEMBERS' MEETINGS**

19.1 No valid decisions can be taken at any members' meeting unless a quorum is present.

19.2 The quorum for a members' meeting shall be the lower of ten percent of members or 40 members out of the total members, one of whom shall be an office bearer.

19.3 A members' meeting may be held in person, virtually or by conference call or similar means, provided members can communicate with one another and vote.

19.4 If a quorum in terms of clause 19.2 is not achieved within 15 minutes after the time at which a members' meeting was due to start, or if a quorum ceases to be present during a members' meeting, the meeting cannot proceed unless the quorum is re-established; and fresh notices of the meeting will require to be sent out, to deal with the business (or remaining business) which was intended to be conducted.

19.5 The chair of the Organisation should act as chairperson of each members' meeting.

19.6 If the chair is not present the appointed deputy will conduct the meeting. If both chair and appointed deputy are not present within 15 minutes after the time at which the meeting was due to start (or is not willing to act as chairperson), the charity trustees present at the meeting must elect (from among themselves) the person who will act as chairperson of that meeting.

## **20. VOTING AT MEMBERS' MEETINGS**

- 20.1 Every member has one vote.
- 20.2 All decisions at the members' meeting will be made by majority vote - with the exception of the types of resolution listed in clause 20.3. If there is an equal number of votes for and against any resolution, other than resolutions under clause 20.3, the chair of the meeting will be entitled to a second (casting) vote.
- 20.3 The following resolutions will be valid only if passed by not less than two thirds of those voting on the resolution at a members' meeting (or if passed by way of a written resolution under clause 21):
  - 20.3.1 a resolution amending the constitution;
  - 20.3.2 a resolution which directs the board to either take or not to take any particular step;
  - 20.3.3 a resolution approving the amalgamation of the Organisation with another SCIO (or approving the constitution of the new SCIO to be constituted as the successor pursuant to that amalgamation);
  - 20.3.4 a resolution to the effect that all of the Organisation's property, rights and liabilities should be transferred to another SCIO (or agreeing to the transfer from another SCIO of all of its property, rights and liabilities);
  - 20.3.5 a resolution for the winding up or dissolution of the Organisation.
- 20.4 A resolution put to the vote at a members' meeting will be decided openly, by members voting for or against the resolution, unless two members present at the meeting ask for a secret ballot.
- 20.5 The chairperson will decide how any secret ballot is to be conducted, and they will declare the result of the ballot at the meeting.

**21. WRITTEN RESOLUTIONS BY MEMBERS**

A resolution agreed to in writing (or by e-mail) by all the members will be as valid as if it had been passed at a members' meeting; the date of the resolution will be taken to be the date on which the last member agreed to it.

**22. MINUTES**

- 22.1 The board must ensure that proper minutes are kept in relation to all members' meetings. A charity trustee will record the members' meetings and a typed copy will be circulated in advance of future members' meetings.
- 22.2 Registers of members' meetings should be signed by the chairperson of the meeting.

**BOARD**

**23. NUMBER OF CHARITY TRUSTEES**

- 23.1 Unless otherwise determined by resolution, the number of charity trustees shall be limited to 12.
- 23.2 The minimum number of charity trustees is 5.

**24. ELIGIBILITY**

- 24.1 A person will not be eligible for election or appointment to the board if they are disqualified, an employee of the charity or prevented from being a charity trustee under the Charities and Trustee Investment (Scotland) Act 2005.

## **25. ELECTION, RETIRAL, RE-ELECTION**

- 25.1 The board shall maintain a document known as the "Board Skills Matrix" setting out the skills considered to be needed for the board to take forward the best interests of the Organisation.
- 25.2 The members may elect charity trustees at an AGM or Special Members' Meeting. In addition, subject to the limits under clause 23, the charity trustees shall be entitled to appoint any individual as a charity trustee at any point. All appointment/election processes shall have regard to the Board Skills Matrix and the suitability of candidates to meet any gaps in the skillset of the board.
- 25.3 At each AGM, subject to clause 25.4, all of the serving charity trustees previously appointed/elected under clause 25.1 shall retire from office – unless re-elected by the members.
- 25.4 In order to ensure some rotation of the charity trustees, one charity trustee must retire from the board each year, this will be decided between the charity trustees and bearing in mind the Board Skills Matrix, in advance of the AGM . Any retiring trustee will be eligible to be part of the board at the next occurring AGM.

## **26. TERMINATION OF OFFICE**

- 26.1 A charity trustee will automatically cease to hold office if: -
- 26.1.1 they become disqualified from being a charity trustee under the Charities and Trustee Investment (Scotland) Act 2005;
  - 26.1.2 they become incapable for medical reasons of carrying out their duties as a charity trustee - but only if that has continued (or is expected to continue) for a period of more than six months;
  - 26.1.3 they give the Organisation a notice of resignation, signed by them;
  - 26.1.4 they are absent (without good reason, in the opinion of the board) from more than three consecutive meetings of the board - but only if the board resolves to remove them from office;
  - 26.1.5 they are removed from office by resolution of the board on the grounds that they are considered to have committed a material breach of the code of conduct for charity trustees (as referred to in clause 31);
  - 26.1.6 they are removed from office by resolution of the board on the grounds that they are considered to have been in serious or persistent breach of his/her duties under section 66(1) or (2) of the Charities and Trustee Investment (Scotland) Act 2005;
  - 26.1.7 they are removed from office by a resolution of the members passed at a members' meeting; or
  - 26.1.8 they retire in accordance with clause 25.3 without deemed re-election or re-appointment.
- 26.2 A resolution under paragraph 26.1.5, 26.1.6 or 26.1.7 shall be valid only if: -
- 26.2.1 the charity trustee who is the subject of the resolution is given reasonable prior written notice of the grounds upon which the resolution for their removal is to be proposed;
  - 26.2.2 the charity trustee concerned is given the opportunity to address the meeting at which the resolution is proposed, prior to the resolution being put to the vote; and
  - 26.2.3 (in the case of a resolution under paragraphs 26.1.5, 26.1.6 or 26.1.7) the vote in favour of the resolution is carried by at least two thirds (to the nearest round number



and excluding the charity trustee subject to the resolution) of those present and eligible to vote.

## **27. REGISTER OF CHARITY TRUSTEES**

27.1 The board must keep a register of charity trustees, setting out the following:

27.1.1 for current charity trustees:

- (a) their full name and address;
- (b) the date on which they were appointed as a charity trustee; and
- (c) any office held by them in the Organisation;

27.1.2 for former charity trustees - for at least 6 years from the date on which they ceased to be a charity trustee:

- (a) the name of the charity trustee;
- (b) any office held by them in the Organisation; and
- (c) the date on which they ceased to be a charity trustee.

27.2 The board must ensure that the register of charity trustees is updated within 28 days of any change:

27.2.1 which arises from a resolution of the board or a resolution passed by the members of the Organisation; or

27.2.2 which is notified to the Organisation.

27.3 If any person requests a copy of the register of charity trustees, the board must ensure that a copy is supplied to them within 28 days, providing the request is reasonable; if the request is made by a person who is not a charity trustee of the Organisation, the board may provide a copy which has the addresses blanked out - if the board is satisfied that including that information is likely to jeopardise the safety or security of any person or premises.

## **28. OFFICE-BEARERS**

28.1 The members appoint people to the board and the board appoint the office bearers. The office bearers consist of a chair, treasurer, and secretary from amongst their number.

28.2 In addition to the chair required under clause 28.1, the charity trustees may elect (from among themselves) further office-bearers if they consider that appropriate.

28.3 All of the office-bearers will cease to hold office at the conclusion of each AGM, but may then be re-elected under clause 28.1 or 28.2.

28.4 A person elected to any office will automatically cease to hold that office: -

28.4.1 if they cease to be a charity trustee; or

28.4.2 if they give to the Organisation a notice of resignation from that office, signed by them.

## **29. POWERS OF BOARD**

29.1 Except where this constitution states otherwise, the Organisation (and its assets and operations) will be managed by the board; and the board may exercise all the powers of the Organisation.

29.2 A meeting of the board at which a quorum is present may exercise all powers exercisable by

the board.

- 29.3 If a resolution is passed in accordance with clause 20.3.3, and the members may direct the board to take or not take any particular step; the board shall accordingly give effect to any such direction.

### **30. CHARITY TRUSTEES - GENERAL DUTIES**

- 30.1 Each of the charity trustees has a duty, in exercising functions as a charity trustee, to act in the interests of the Organisation; and, in particular, must:-

30.1.1 seek, in good faith, to ensure that the Organisation acts in a manner which is in accordance with its purposes;

30.1.2 act with the care and diligence which it is reasonable to expect of a person who is managing the affairs of another person;

30.1.3 in circumstances giving rise to the possibility of a conflict of interest between the Organisation and any other party:

- (a) put the interests of the Organisation before that of the other party;
- (b) where any other duty prevents them from doing so, disclose the conflicting interest to the Organisation and refrain from participating in any deliberation or decision of the other charity trustees with regard to the matter in question; and

30.1.4 ensure that the Organisation complies with any direction, requirement, notice or duty imposed under or by virtue of the Charities and Trustee Investment (Scotland) Act 2005.

- 30.2 In addition to the duties outlined in clause 30.1, all of the charity trustees must take such steps as are reasonably practicable for the purpose of ensuring: -

30.2.1 that any breach of any of those duties by a charity trustee is corrected by the charity trustee concerned and not repeated; and

30.2.2 that any trustee who has been in serious and persistent breach of those duties is removed as a trustee.

- 30.3 Provided they have declared their interest, and has not voted on the question of whether or not the Organisation should enter into the arrangement, a charity trustee will not be debarred from entering into an arrangement with the Organisation in which they have a personal interest; and subject to compliance with the provisions of this constitution and those relating to remuneration for services contained in the Charities and Trustee Investment (Scotland) Act 2005, they may retain any personal benefit which arises from that arrangement.

### **31. CODE OF CONDUCT FOR CHARITY TRUSTEES**

- 31.1 Each of the charity trustees shall comply with the code of conduct (incorporating detailed rules on conflict of interest) prescribed by the board from time to time.

- 31.2 The code of conduct referred to in clause 31.1 shall be supplemental to the provisions relating to the conduct of charity trustees contained in this constitution and the duties imposed on charity trustees under the Charities and Trustee Investment (Scotland) Act 2005 (and shall, *inter alia*, contain express provision that charity trustees and members use social media appropriately, including in such a way that their personal activities on social media do not in any way cause harm or damage to the reputation of the charity); and all relevant provisions of this constitution shall be interpreted and applied in accordance with the provisions of the code of conduct in force from time to time.

## **DECISION-MAKING BY THE CHARITY TRUSTEES**

### **32. NOTICE OF BOARD MEETINGS**

- 32.1 The chair or appointed deputy can call a meeting of the board.
- 32.2 At least 7 days' notice must be given of each board meeting, unless (in the opinion of the person calling the meeting) there is a degree of urgency which makes that inappropriate.

### **33. PROCEDURE AT BOARD MEETINGS**

- 33.1 No valid decisions can be taken at a board meeting unless a quorum is participating. The quorum for board meetings shall be 3 including an office bearer.
- 33.2 Charity trustees shall be deemed to be participating in a board meeting, or part of a board meeting when:
  - 33.2.1 the meeting has been called and takes place in accordance with this constitution, and
  - 33.2.2 the charity trustees can each communicate to the others any information or opinions they have on any particular items of the business of the meeting.
- 33.3 In determining whether charity trustees are participating in a meeting, it is irrelevant where any trustee is or how they communicate with each other.
- 33.4 If all the charity trustees in a meeting are not in the same place they may decide that the meeting is to be treated as taking place wherever any of them is.
- 33.5 If at any time the number of charity trustees in office falls below the number stated as the quorum in clause 33.1, the remaining charity trustee(s) will have power to fill the vacancies or call a members' meeting but will not be able to take any other valid decisions.
- 33.6 The chair of the Organisation should act as chairperson of each board meeting.
- 33.7 If the chair is not present the appointed deputy will conduct the meeting. If both chair and appointed deputy are not present within 15 minutes after the time at which the meeting was due to start (or is not willing to act as chairperson), the charity trustees present at the meeting must elect (from among themselves) the person who will act as chairperson of that meeting.
- 33.8 Every charity trustee has one vote, which must be given personally.
- 33.9 All decisions at board meetings will be made by majority vote.
- 33.10 If there is an equal number of votes for and against any resolution, the chair of the meeting will be entitled to a second (casting) vote.
- 33.11 The board may, at its discretion, allow any person to attend and speak at a board meeting notwithstanding that they are not a charity trustee - but on the basis that they must not participate in decision-making.
- 33.12 A charity trustee must not vote at a board meeting (or at a meeting of a sub-committee) on any resolution which relates to a matter in which they have a personal interest or duty which conflicts (or may conflict) with the interests of the Organisation; they must withdraw from the meeting while an item of that nature is being dealt with.
- 33.13 For the purposes of clause 33.12: -
  - 33.13.1 an interest held by an individual who is "connected" with the charity trustee under section 68(2) of the Charities and Trustee Investment (Scotland) Act 2005 (husband/wife, partner, child, parent, brother/sister etc) shall be deemed to be held by that charity trustee;
  - 33.13.2 a charity trustee will be deemed to have a personal interest in relation to a particular

matter if a body in relation to which they are an employee, director, member of the management board, officer or elected representative has an interest in that matter.

#### **34. MINUTES**

- 34.1 The board must ensure that proper minutes are kept in relation to all board meetings and meetings of sub-committees.
- 34.2 The minutes to be kept under clause 34.1 must include the names of those present; and (so far as possible) should be signed by the chairperson of the meeting.

#### **ADMINISTRATION**

##### **35. DELEGATION TO SUB-COMMITTEES**

- 35.1 The board may delegate any of their powers to board sub-committees; a board sub-committee must include at least one charity trustee, but other members of a board sub-committee need not be charity trustees.
- 35.2 The board may also delegate to the chair of the Organisation (or the holder of any other post) such of their powers as they may consider appropriate.
- 35.3 When delegating powers under clause 35.1 or 35.2, the board must set out appropriate conditions (which must include an obligation to report regularly to the board).
- 35.4 Any delegation of powers under clause 35.1 or 35.2 may be revoked or altered by the board at any time.
- 35.5 The rules of procedure for each board sub-committee, and the provisions relating to membership of each board sub-committee, shall be set by the board.
- 35.6 Separate to board sub-committees, the board may establish such other non-board committees, including committees consisting of supporters who wish to assist in fundraising, provided that the charity trustees put in place appropriate procedures to assure sufficient oversight of the activities of that committee.

##### **36. OPERATION OF ACCOUNTS**

- 36.1 Subject to clause 36.2, the signatures of two out of three signatories appointed by the board will be required in relation to all operations (other than the lodging of funds) on the bank and building society accounts held by the Organisation; at least one out of the two signatures must be the signature of a charity trustee.
- 36.2 Where the Organisation uses electronic facilities for the operation of any bank or building society account, the charity trustees shall ensure authorisation processes consistent with the approach reflected in clause 36.1.

##### **37. ACCOUNTING RECORDS AND ANNUAL ACCOUNTS**

- 37.1 The board must ensure that proper accounting records are kept, in accordance with all applicable statutory requirements.
- 37.2 The board must prepare annual accounts, complying with all relevant statutory requirements; if an audit is required under any statutory provisions (or if the board consider that an audit would be appropriate for some other reason), the board should ensure that an audit of the accounts is carried out by a qualified auditor.

#### **MISCELLANEOUS**

##### **38. WINDING-UP**

- 38.1 If the Organisation is to be wound up or dissolved, the winding-up or dissolution process will be carried out in accordance with the procedures set out under the Charities and Trustee

Investment (Scotland) Act 2005.

38.1.1 If the Organisation has any surplus assets available to it before it is wound up or dissolved, these must be used for charitable purposes that are either the same or similar to those set out in the Organisation's constitution.

### **39. ALTERATIONS TO THE CONSTITUTION**

39.1 This constitution may (subject to clause 39.2) be altered by resolution of the members passed at a members' meeting (subject to achieving the two thirds majority referred to in clause 20.3.1) or by way of a written resolution of the members.

39.2 The Charities and Trustee Investment (Scotland) Act 2005 prohibits taking certain steps (eg change of name, an alteration to the purposes, amalgamation, winding-up) without the consent of the Office of the Scottish Charity Regulator (OSCR).

### **40. INTERPRETATION**

40.1 References in this constitution to the Charities and Trustee Investment (Scotland) Act 2005 should be taken to include: -

40.1.1 any statutory provision which adds to, modifies or replaces that Act; and

40.1.2 any statutory instrument issued in pursuance of that Act or in pursuance of any statutory provision falling under paragraph 40.1.1 above.

40.2 In this constitution: -

40.2.1 "charity" means a body which is either a "Scottish charity" within the meaning of section 13 of the Charities and Trustee Investment (Scotland) Act 2005 or a "charity" within the meaning of section 1 of the Charities Act 2006, providing (in either case) that its objects are limited to charitable purposes;

40.2.2 "charitable purpose" means a charitable purpose under section 7 of the Charities and Trustee Investment (Scotland) Act 2005 which is also regarded as a charitable purpose in relation to the application of the Taxes Acts.