

DORNOCH RAIL LINK ACTION GROUP

Constitution

as amended 26th May 2010

1. NAME

The organisation shall be known as the Dornoch Rail Link Action Group, hereinafter referred to as the Group.

2. OBJECT

The objects of the Group shall be:

- a) The introduction of a new railway line directly connecting the towns of Tain, Dornoch and Golspie by means of such constructions and installations as are deemed appropriate, along with other strategic upgrades to the existing railway line between Inverness – Thurso/ Wick;
- b) At the same time retaining the whole of the said existing railway line and pursuing its greater usage, improvement and development for passengers and freight alike, subject to sub-article a);
- c) Liaison with governments and their departments, MPs and MSPs, non-departmental public bodies, local authorities and councillors thereof, railway and other industrial concerns, private companies, community councils, voluntary groups and such other organisations as deemed appropriate by the Executive Committee as detailed in Article 3 in the pursuit of the objectives stated in sub-articles a) and b) above.

3. EXECUTIVE COMMITTEE

- a) The members of the Group shall elect, in a General Meeting of the membership called in accordance with Article 6, a Convener, Vice-Convener, Secretary, Treasurer and three other committee members, who shall all form the Executive Committee;
- b) This Committee shall have the powers to conduct the day to day running and management of the Group, subject to any determination or directive agreed in General Meeting.

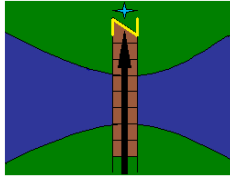
4. POWERS

The Executive Committee, as appointed in accordance with Article 3, will be empowered to:

- a) Engage and pay fees to professional and technical advisers/ consultants to assist in the work of the Group;
- b) Raise funds and invite/ receive contributions from any person or persons by way of subscription or otherwise;
- c) Promote and carry out, or assist in promoting and carrying out research, surveys and investigations, publish results and make and/or hold presentations and arrange meetings as appropriate in furtherance of Article 2;
- d) Carry out all such other lawful actions as are conducive to the attainment of the objectives stated in Article 2;

5. MEMBERSHIP

- a) Full membership of the Group is open to individuals and representatives from organisations, companies, councils or voluntary groups who support the objectives of the Group stated in Article 2 and the terms of this constitution and who receive the approval of the Executive Committee;
- b) All members will be issued with a membership card, renewable annually. Attendance at any General Meeting will require the production of an up-to-date membership card, failing which, suitable ID will be required to permit admittance at any Meeting.



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- c) Membership of any individual shall be terminated by the Executive Committee if the Committee is satisfied beyond reasonable doubt that the Member concerned has acted against the interests of the Group or has brought the Group into serious disrepute. The member will be informed in person by the Committee and shall have the right of appeal.

6. GENERAL MEETINGS

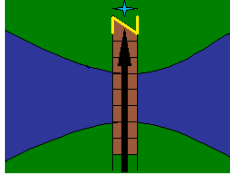
- a) The Annual General Meeting of the Group will be held in the second quarter of every calendar year. Twenty-one days' written notice will be given by the Secretary to the membership before the date of the AGM.
- b) At Annual General Meetings, the business shall include the consideration of the annual report, approval of the audited accounts, election of office bearers, appointment of an auditor, motions submitted by individual members and any other business deemed competent;
- c) Special General Meetings of the Group may be called by the Convener at his/her discretion, the Committee or by not less than eight members of the Group collectively submitting a written request to the Secretary no less than twenty-eight days in advance of the date of the meeting, clearly stating the reasons why such a meeting is required.

7. PROCEDURE AT MEETINGS

- a) The quorum at a General Meeting shall consist of not less than ten percent of the current Group membership. The quorum for an Executive Committee meeting shall be no less than four members of said Committee;
- b) Only current members may attend a General Meeting, in accordance with Article 5b, with non-members only admissible on invitation by the Group in advance or by agreement with at least two members of the Executive Committee;
- c) All decisions and elections put to a vote in either General or Committee meetings shall be resolved by a simple majority. In case of an equality of votes, the person chairing the meeting will cast the deciding vote. Proxy votes may be submitted to the Secretary in writing up to the time of the commencement of the meeting. Exceptional circumstances may be permitted at the discretion of the meeting;
- d) Any Executive Committee member unable to attend a Committee meeting may appoint another member to represent him or her, by notifying the Convener, Vice-Convener or Secretary in advance. This person will be allowed to participate with full voting rights subject to Committee agreement;
- e) Members may attend Executive Committee meetings as observers, but may only participate if asked to do so and shall have no voting rights.

8. FINANCE

- a) All funds raised by, or on behalf of, the Group shall be applied to further the objectives of the Group and for no other purpose.
- b) Subscriptions to the Group will be decided by the membership at a General Meeting. Membership shall be in the following categories:
 - i. Adult (any person aged 18 or over)
 - ii. Concession (anyone under 18, unemployed or pensioner)
 - iii. Household
 - iv. Corporations, firms, councils or other organisations.
- c) The treasurer shall maintain proper accounting records and shall prepare accounts annually and at such other intervals as the Executive Committee may direct;



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- d) The accounts shall be audited at least once a year by the auditor or auditors, and an audited statement of the accounts for the last financial year shall be presented by the Treasurer to the Annual General Meeting;
- e) If the auditor appointed at the Annual General Meeting ceases to hold appointment for whatever reason during the period between general meetings, the Executive Committee shall have the power to appoint a replacement auditor to hold office until the next Annual General Meeting;
- f) Accounts shall be opened in the name of the Group with such banks or building societies as the Group shall from time to time decide. Three Executive Committee members (one being the Treasurer) shall be authorised in writing by the said Committee to sign cheques on behalf of the Group and all cheques must be signed by not less than two of these authorised signatories. Authority shall be granted at a General Meeting or by the Committee to arrange overdraft facilities as required from time to time.
- g) The financial year shall run from January to December of each calendar year.

9. APPOINTMENT OF PRESIDENT

The Group may appoint at a General Meeting and at their discretion a President and up to two Vice-Presidents for a period of three years, at the end of which they shall be eligible for re-appointment

10. AMENDMENTS TO THE CONSTITUTION

This Constitution can only be altered if approved by two thirds of the current membership in attendance at a General Meeting in accordance with Article 7. Such notice of amendments shall be given in writing by the secretary not less than twenty-one days before the date of the meeting at which the amendment is proposed.

11. DISSOLUTION

If the Executive Committee or the membership decides to dissolve the Group, it shall do so at a Special General Meeting, called in accordance with the terms set out in Article 6c.

We the undersigned certify this document to be the true and accurate record of the Constitution of the Dornoch Rail Link Action Group.

Signatory 1. Mark W. Norton, Convener, June 2010

Signatory 2. John Deighan, Treasurer, June 2010

Signatory 3. Derrick Milnes, Vice-Convener, June 2010

Signatory 1

Signatory 2

Signatory 3