

**THE ROYAL SCOTTISH COUNTRY DANCE SOCIETY
MONTRÉAL BRANCH
CONSTITUTION**

I. NAME

The name of this organization shall be "The Royal Scottish Country Dance Society Montréal Branch", hereinafter called "the Branch".

II. ASSOCIATION WITH THE ROYAL SCOTTISH COUNTRY DANCE SOCIETY

The Branch is an autonomous body holding a License Agreement with the Royal Scottish Country Dance Society and consisting of:

- (a) members of the Royal Scottish Country Dance Society (hereinafter called "the Society")
- (b) other members as set out and defined hereinafter, providing such definitions do not conflict with the Constitution and Rules of the Society or the terms of the License Agreement.

III. OBJECTIVES

The objectives of the Branch shall be to advance the education of the Public in the general vicinity of the city of Montréal, Québec, Canada, as well as south-eastern Ontario and northern Vermont, in traditional Scottish country dancing and in furtherance thereof:

- (a) to preserve and further the practice of Scottish country dancing;
- (b) to provide or assist in providing instruction in the dancing of Scottish Country Dances;
- (c) to promote the enjoyment and appreciation of Scottish Country Dancing and Music by any suitable means;
- (d) generally to do such other things as are or may be considered by the Branch to further the foregoing objectives of the Society in the district or area to which it relates.

IV. MEMBERSHIP AND SUBSCRIPTIONS

1. Membership in the Branch shall be open to all persons interested in the objectives of the Branch.
2. All members of the Branch over the age of 18 must be members of the Society. Membership in the Society will be managed by the Branch, and Society membership fees shall be collected by the Branch on behalf of the Society.
3. Voting rights and rights to hold office within the Branch are restricted to members over the age of 18.
4. In keeping with the Society rules of membership, members over the age of 16 who have not yet attained the age of 18 may apply to become a member of the Society through the Branch.
5. The Branch will grant associate membership to all persons over the age of 18 who are interested in the objectives of the Branch and who can demonstrate that they already hold a current Society membership either individually or through another Local Association/ Branch of the Society.
6. Associate members over the age of 18 may vote or hold office in the Branch; however, voting rights of associate members are restricted as follows:
 - (a) Associate members may not vote on matters pertaining to the Society or the relationship of the Branch to the Society.
7. The Committee of Management shall have the power to refuse membership to any person whom it reasonably believes is joining fraudulently or will act prejudicially to the interests of the Branch.
8. The Committee of Management shall have the power to terminate the membership of any person if, in its opinion, that person's conduct is prejudicial to the interests of the Branch.

- (a) In such circumstances, the Committee of Management shall first notify in writing the person concerned stating the reasons for the proposed termination and giving that person the opportunity of replying and of appearing before the Committee, if the member so wishes, to appeal the termination.
 - (b) The person whose membership has been terminated shall have the right of appeal at a Branch General Meeting, when a two-thirds majority of those present and entitled to vote shall be necessary to confirm the termination.
 - (c) The Committee of Management shall inform the Society in writing of any revocation of Branch membership. Termination of membership by the Committee of Management is limited to membership in the Branch and shall not affect membership status in the Society.
9. The rates of subscription for all categories of members shall be such as may be determined from time to time by the Branch in General Meeting. In general, the fees for the following subscription year shall be reviewed at the Annual General Meeting.
10. The membership year shall be from September 1st to August 31st. A member shall not be in default for non-payment of fees until the 31st of October of the current membership year.

V. OFFICE BEARERS

1. The Office-Bearers of the Branch shall be the Chair, the Honorary Secretary and the Honorary Treasurer who shall be elected in the manner hereinafter provided.
2. The Chair, Honorary Secretary and Honorary Treasurer shall be elected annually at the Annual General Meeting of the Branch.
3. The Honorary Secretary and the Honorary Treasurer shall hold office until the next Annual General Meeting, and on completion of this term shall be eligible for re-election.
4. The Chair shall hold office until the next Annual General Meeting, and on completion of this term shall be eligible for re-election for a maximum of two further terms if served consecutively.
5. The Committee of Management shall have the power to appoint an Interim Chair, Honorary Secretary and/or Honorary Treasurer to fill vacancies in any of these offices occurring between Annual General Meetings, but any office bearers so appointed shall serve only until the next Annual General Meeting when he/she shall be eligible for election.

VI. COMMITTEE OF MANAGEMENT

(a) Membership

1. The affairs of the Branch shall be administered by a Committee of Management (hereinafter referred to as "the Committee") composed of the Chair, Honorary Secretary, Honorary Treasurer, and four (4) elected ordinary members.
2. The ordinary members of the Committee shall be elected annually at the Annual General Meeting of the Branch.
3. An ordinary member of the committee shall hold office until the next Annual General Meeting, and on completion of this term shall be eligible for re-election.
4. The Committee shall have the power to fill a vacancy among ordinary members of the Committee by co-option. Members co-opted to fill a vacancy in an elected position shall have a vote on the Committee, but any member so co-opted will serve only until the next Annual General Meeting when he/she may stand for election.

- (a) The Committee of Management shall first seek to appoint the person polling the most votes of the unsuccessful nominees for Committee at the immediately preceding Annual General Meeting, providing that the person is still willing to accept the position.
5. A retiring Chair having served a minimum of two (2) consecutive years on the Committee shall be an ex-officio member of the Committee, without voting rights, during the year following retirement.
6. All members of the Committee, both elected and co-opted, must be members or associate members of the Branch, must be at least 18 years old, and must have held membership in the Society for at least three (3) years.
 - (a) A member shall be eligible for election as Chair only after having served at least two (2) previous terms on the Committee. It is not required that such terms be served consecutively, nor that they be served immediately prior to standing for election as Chair.
7. Election shall be by ballot, if required, else acclamation shall be approved by simple show of hands. A simple majority of votes shall determine election to office.

(b) Powers and Duties of the Committee

1. The Committee shall meet a minimum of six (6) times from the time it is elected until the next Annual General Meeting to review and execute the affairs of the Branch.
 2. Additional meetings of the Committee may be called by the Honorary Secretary on notice by the Chair, or on request in writing by any three members to the Chair.
 3. Notice of meetings shall be given at least seven (7) days in advance.
 4. A quorum of the Committee shall be five (5) voting members.
 5. The Committee shall develop, maintain, and execute through its conferred powers a Strategic Plan designed to further the objectives of the Branch.
 - (a) The Strategic Plan, or any changes to it, shall be reported to the Branch membership in a timely manner.
 - (b) Any member of the Branch shall have the power to put a motion before a General Meeting of the Branch that proposes changes to the Strategic Plan.
 6. The Committee shall be responsible for, and if necessary shall form sub-committees to manage, the following in furtherance of the objectives of the Branch:
 - (a) General Purposes and Finance;
 - (b) Training and Education (including coordination and administration, as required, of classes and workshops, as well as support for teachers and classes);
 - (c) Membership (including internal and external publicity, communications within the Branch, and membership services);
 - (d) Social (including coordination of social activities and events, whether organized and administered by or on behalf of the Committee, or by affiliated dance groups or classes).
- Any sub-committee so formed shall be chaired by an elected member of the Committee.
7. The Committee shall have the power to constitute Roles and Sub-Committees on an ad-hoc basis to perform such duties as it considers necessary for the efficient working of the Branch affairs. Persons filling such Roles and the Convenors of these Sub-Committees shall be drawn from the elected Committee or may be co-opted from the Branch membership at the discretion of the Committee. Such co-opted members shall have voting powers when present at Committee meetings.

(c) Duties of the Office Bearers

1. Chair – The Branch Chair is the executive officer of the Branch. He/She shall preside at Branch Meetings and at meetings of the Committee. In the absence of the Chair from a meeting, a chair shall be appointed from among those present. The chair of any meeting, whether a Branch or Committee meeting, shall have a casting as well as a deliberative vote.
2. Honorary Secretary – It shall be the duty of the Honorary Secretary to see that regular meetings are held, to keep proper minutes of such meetings, and to conduct the correspondence of the Branch. Additionally the Honorary Secretary shall:
 - (a) Prepare an annual report of the activities of the Branch during the preceding year.
 - (b) Keep a register of the members of the Branch.
3. Honorary Treasurer – It shall be the duty of the Honorary Treasurer to receive, bank and account for all monies collected by whatever agency from members of the Branch or from other sources as well as all approved expenses and monies disbursed by members in execution of the affairs of the Branch. Additionally the Honorary Treasurer shall:
 - (a) Cause proper account books to be kept and ensure that the annual accounts of the Branch are properly examined or audited as required by law.
 - (b) Make the annual branch accounts available for inspection at reasonable times and present the accounts for adoption by the Branch at the Annual General Meeting.
 - (c) Submit a financial statement to the Committee of Management at least once every two (2) months.
 - (d) Operate a bank account as shall be approved by the Committee of Management. The account shall be operated upon the signatures of any two (2) of the Chair, Honorary Secretary, or Honorary Treasurer.

VII. BRANCH MEETINGS

1. The Branch shall hold an Annual General Meeting normally within one month of the end of the financial year but in any case within five months of the end of the financial year.
2. All members shall be given written notice of all General Meetings fourteen (14) days in advance of the meeting. Every notice shall contain a statement of the business to be discussed at the meeting.
 - (a) In addition, for Annual General Meetings, such notice shall include the minutes of the previous Annual General Meeting and any other Branch General Meetings of the previous year, the Secretary's Report, and the Treasurer's Report, if at all possible.
3. The order of business at an Annual General Meeting shall, as nearly as may be, be the following:
 - (a) Minutes of the last Annual General Meeting and of Special General Meetings, if any, held in the course of the year.
 - (b) Honorary Secretary's Report on the year's working of the Branch.
 - (c) Honorary Treasurer's Report and Accounts.
 - (d) Approval of any changes to Branch membership fees for the following membership year.
 - (e) Motions.
 - (f) Appointment of Office-Bearers and Committee.
 - (g) Any other competent business.
4. A Special General Meeting may be called at any time by the Chair or shall be called on a requisition signed by not less than 15% of the Branch members entitled to vote.
5. At any General Meeting, the quorum shall be twenty-five (25) members or one-quarter of the eligible voting membership, whichever is the lesser. Only members entitled to vote will count towards the quorum.
 - (a) For motions pertaining to the Society or to the relationship of the Branch to the Society, the quorum shall be counted only among members holding full voting rights and shall not include associate members who are not entitled to vote on these matters. However, a failure to

reach quorum for such motions shall not entitle any person present to challenge the quorum of the meeting as a whole.

6. Members under the age of 18 may attend and, with the permission of the Chair, may speak at a General Meeting but may not vote.
7. The Branch in General Meeting may enact such rules (hereinafter referred to as the Rules) as it may determine are required for the proper working of the Branch.
8. Procedure at all Branch General Meetings shall be governed by:
 - (a) The Constitution and Rules of the Branch; and
 - (b) Robert's "Rules of Order" where (a) is not applicable.

VIII. CLASSES

1. The Committee of Management shall set up classes and shall endeavour to coordinate the activities of all Scottish Country Dance groups in the Montréal Branch area in order to further the interests and objectives of the Society.
2. All persons enrolled in Branch classes shall be Branch members in good standing.
3. The Committee of Management shall appoint class instructors and shall delegate authority to them as is considered necessary for the efficient running of the class.
4. A local advisory committee may assist the instructor where this is desirable.

IX. TEACHERS' REPRESENTATIVE

1. The Branch shall support a Teaching Committee made up of all instructors of Branch classes and of affiliated dance groups as well as any and all Branch members who have attained a recognized level of teaching certification from the Society, whether actively teaching or not. The Teaching Committee shall supervise and direct the dancing procedures and forms as prescribed by the Manual of Scottish Country Dance published by the Society.
2. The Teaching Committee shall appoint from among its members a Teachers' Representative to be an ex-officio member of the Committee of Management. The Teachers' Representative shall have no voting powers on the Committee of Management and shall attend Committee meetings and be available to Committee members on a consultative basis, serving as a link between the Committee of Management and the teachers.
3. The Teaching Committee shall notify the Committee of Management, at its first meeting, of its selection of Teachers' Representative for the current term of office.

X. FINANCE

(a) Collection and Disbursement of Funds

1. All monies raised by, or on behalf of, the Branch shall be applied to further the objectives of the Branch and for no other purpose; provided that nothing herein contained shall prevent:
 - (a) the payment in good faith of reasonable and proper remuneration to any employee of the Branch;
 - (b) fees to professional and technical advisers;
 - (c) the repayment to members of the Committee or its Sub-Committees of reasonable out of pocket expenses;
 - (d) such gifts or charitable donations as may be made by the Committee as a goodwill gesture in the name of the Branch.

2. Reasonable expenses of those participating in Branch activities to further the objectives of the Branch, for example, in demonstrations of Scottish Country Dancing, may be repaid as authorized by the Committee of Management. Such authorization is to occur before the expense is incurred.
3. The Committee of Management is authorized to make grants to classes and affiliated dance groups to finance the purchase of equipment, recordings, and other class materials or class operating expenses. Amounts are to be decided by the Committee at the time of the grant.

(b) Financial Year

1. The financial year shall be May 1st to April 30th.

(c) Auditor

1. At the Annual General Meeting of the Branch, an Auditor shall be appointed for the purpose of auditing and verifying the accounts of the Branch for the following year.
2. The Auditor's annual report shall be read to the meeting following presentation, but before acceptance, of the annual accounts of the Branch by the meeting.
3. The Auditor appointed at General Meeting shall not be a member of the Committee of Management in office during the subject period of the audit and may be a non-member of the Branch.

XI. REPRESENTATION IN THE SOCIETY

1. The Branch, in General Meeting, shall appoint one of its members or other member of the Society, who, in either event, shall have attained the age of 18, to represent the Branch on the Executive Council of the Society. Notification of such appointment shall be in the hands of the Secretary of the Society at least eight weeks in advance of the first Executive Council meeting to be attended by the representative. In the event of the nominated representative being unable to attend any meeting of the Executive Council of the Society, an accredited substitute, who shall also have attained the age of 18, shall be allowed. In such case, the substitute will be appointed by the Committee of Management.
2. The Branch, in General Meeting, may nominate one of its members, who shall have attained the age of 18, for election as one of the six Members of the Executive Council of the Society who are elected annually by the Society in general meeting. Any such nomination shall comply with the requirements for nomination contained in the constitution of the Society and shall be submitted to the Secretary of the Society at least eight weeks in advance of the Society's General Meeting.
3. Subject to any restrictions on numbers and any procedures contained in the Society's constitution, the Branch in General Meeting (which failing, the Committee) may appoint a delegate or delegates, all of whom shall have attained the age of 18 years, to attend a general meeting of the Society and represent the Branch at such meeting. In the event of an appointed delegate being unable to attend such meeting, an accredited substitute, who shall also have attained the age of 18, shall be allowed.

XII. ALTERATION OF CONSTITUTION

1. The Constitution of the Branch shall only be altered by Resolution passed by the Branch in General Meeting and only after receiving the vote of not less than two-thirds of the members present and entitled to vote.
2. Notice of proposed amendments or additions shall be included in the notice of the General Meeting sent to members.
3. No alteration shall be made which would have the effect of causing the Branch to cease to be recognized by the Québec and Canadian governments as a not-for-profit organization.

XIII. DISBANDMENT

1. A decision to disband the Branch can be exercised only by a Resolution passed by the Branch in General Meeting and only after receiving the vote of not less than two-thirds of the members present and entitled to vote.
2. Notice of intention to disband the Branch shall be given to the Secretary of the Society at least two months before the date proposed for such disbandment.
3. On disbandment, the balance of funds, after all liabilities have been met, and all property belonging to the Branch shall be transferred to a recognized body or bodies having objectives similar to those of the Branch (excluding geographical limitations) as the members in General Meeting, whom failing, the Committee, shall decide.

XIV. GENERAL

The Branch shall be governed in accordance with this Constitution and with Rules made by the Branch in General Meeting.

This Constitution replaces, in their entirety, the RSCDS Montréal Branch By-Laws dated May 2002.