



Welcome to Fife
Tourism St Andrews Association Constitution

1. NAME

The Association shall be known as Tourism St Andrews (hereinafter referred to as the Association), and will cover the geographical area of Fife designated by Welcome to Fife.

2. OBJECTIVES

The Objectives for which the association is established are to

2.1 Promote and develop the Tourism St Andrews as a quality visitor destination to the benefit of visitors, inhabitants, businesses, and the local environs.

2.2 To increase the number of visitors and tourism spend in the Tourism St Andrews and to encourage the delivery of good quality visitor experiences.

In furtherance of these objects the association shall:

2.3 Provide information services to visitors and businesses

2.4 Liaise with third parties to achieve agreed objectives including Welcome to Fife and Visit Scotland

2.5 Undertake promotional activities through strategic delivery

2.6 Increase communication between key stakeholders

2.7 Encourage and develop increased membership and participation in the association

2.8 To establish a monitoring framework

2.9 To increase the number of HLT jobs and opportunities in the area including voluntary roles where required

2.10 Work with Welcome to Fife to provide training opportunities for HLT businesses to ensure they are up to date with new technology, marketing techniques, legal qualifications, and industry recognised qualifications

2.9 Provide any other service within its means in furtherance of the Objects.

3. POWERS

In furtherance of the objects, the Association may:

3.1 Develop services relevant to the needs of its members

3.2 Facilitate access to a range of services for people with tourism businesses and encourage their involvement in planning and developing services.

3.3 Work with appropriate agencies to highlight needs and ensure that these needs are brought to the attention of the Welcome to Fife Leadership group



3.4 Engage the services of professional advisers and consultants to assist in the work of the Association, and to provide payment where necessary and appropriate.

3.5 Collaborate with statutory and voluntary agencies in pursuit of the Association's aims, and promote the Association to the general public.

3.6 Engage the services of volunteers to assist in the work of the Association and reimburse agreed approved out-of-pocket expenses.

3.7 Promote and carry out, or assist in promoting and carrying out research, surveys and investigations and publish the results, where appropriate.

3.8 Arrange and hold (or assist in arranging and holding) exhibitions, meetings, seminars and training courses.

3.9 With due regard to confidentiality, collect and disseminate information on all matters affecting the objects and exchange such information with other bodies having similar objects whether in this country or overseas.

3.10 Write, print or otherwise reproduce and circulate, free of charge or for payment such papers, books, pamphlets, periodicals or other documents which shall raise awareness and further the objects.

3.11 Purchase, take on lease or exchange, hire or otherwise acquire any property and any rights and privileges necessary for the promotion of the said objects and maintain and alter any buildings necessary for the work of the Association.

3.12 To receive contributions by way or subscription or donation and to raise funds, to further the aims of the Association.

3.13 Purchase insurance for the group and its volunteers

3.14 Invest group funds in training, equipment, materials and anything else which is deemed to be required to develop the group or further its objectives.

3.15 To hold a bank account in the name of the Association.

3.16 Does all such other lawful things as are necessary for the attainment of the objects.

4. EQUAL OPPORTUNITIES

4.1 In relation to these aims and objectives the Association will strive to avoid intentional and unintentional discrimination against any group or individual on any grounds.

4.2 The Association will work to ensure that its services are accessible to people who are disadvantaged or discriminated against in society by virtue of their sex, race, ethnic origin, disability, marital status, age, sexual orientation, religious belief or by reason of their geography.

4.3 In doing this, the Association acknowledges that services may need to be changed in order to ensure the above.

5. ASSET LOCK

5.1 For the avoidance of doubt any income and property of the Association shall be applied solely towards promoting the objects as stated.



5.2 In addition any interest or payments received from funds of the Association, or its Bank Account(s) shall be for the good of the Association and will not be paid out proportionately to individual members.

6. MEMBERSHIP

The Association membership shall consist of:

6.1 Full membership shall be open to any organisation or individual over the age of 16 in the aforementioned area which engages in business and /or activity that promotes, or is conducive to, hospitality leisure or tourism to that area. Each full member shall have one vote at General Meetings.

6.1.1 Each association shall notify the secretary of one individual who shall be that organisations designated representative to the group. Where an organisation wish to change the designated representative, they shall do so by giving notice in writing to the secretary

6.2 Associate members, being Associations sharing the objects of the Association but not qualifying as full or individual members in terms of the above. The number of Associate Members shall not be more than one-quarter of the total membership. Such members shall **not** have voting rights. (Welcome to Fife, Visit Scotland HES, NTS, other local associations)

6.2.1 Each organisation shall notify the secretary of one individual who shall be that organisations designated representative to the group. Where a organisation wish to change the designated representative, they shall do so by giving notice in writing to the secretary

6.3 Names of members, business names and contact details, will be maintained in a register by the Secretary and by Welcome to Fife (or as designated) in line with GDPR rules and regulations.



6.4 Rules of Membership

6.4.1 By applying to become a member, each organisation or individual agrees to abide by the contents of this constitution and of any other rules of the group

6.4.2 Any member who repeatedly fails to comply with the rules of the group, or who commits a serious breach of the rules, may have their membership suspended or revoked by the management committee.

6.4.2 When a complaint of breach is received the Management Committee shall determine at their next committee meeting whether a suspension or termination of membership is warranted, provided that

- i. The member whose conduct is in question has been given at least 21 days notice of the meeting, with full details of the complaint made against the member organisation or individual and that member is afforded the opportunity to be heard at the meeting

6.4.3 The Management Committee shall, upon hearing from all parties, vote on the matter of suspension or expulsion. The vote must be taken outside the presence of the complainer and of the member concerned. The vote shall be determined by the simple majority of those present and entitled to vote at the Management Committee meeting.

6.4.4 The Secretary shall communicate the decision of the Management Committee in writing to the complainant and the organisation or individual complained against, no later than 7 days after the decision has been reached. If a member is to be suspended, rather than expelled, the length of suspension must be stated.

6.4.6 A decision to suspend or expel is final, and any organisation or individual expelled from the membership shall be ineligible to be a member of the group for a minimum of one year from the date of expulsion. Readmission as a member after this time shall be subject to the normal process for approval or rejection of membership.



7. MANAGEMENT COMMITTEE

7.1 The Management Committee shall be responsible for carrying out the policy of the Association and, subject to any conditions imposed from time to time by the Association, for the administration, management and control of its affairs and property.

7.2 There shall be a Management Committee consisting of no less than 4 and not more than 8 voting members of the Association, including the Office Bearers to be appointed at the Annual General Meeting. The committee shall be made of regular members of the group.

7.3 The Management Committee shall, at the yearly AGM or the first meeting after, appoint the following Office Bearers (see separate job descriptions document for full descriptions):

- Chairman
- Vice-Chairman
- Treasurer
- Secretary

and other such Office Bearers as the Association may from time to time require. The Office Bearers shall hold office until the conclusion of the next AGM following their appointment and shall be eligible for re-election.

7.4 Office Bearers can be re-elected for a maximum period of 4 years of continuous service in office

7.5 Retired Office Bearers can be re-elected into another position but cannot be re-elected into their original position for a 2 year period. Eg Chair may stand down and become vice chair or secretary

7.6 The Management Committee shall be drawn from its membership list. Paid workers who are representing Statutory Authorities and Voluntary Organisations' shall be advisers to the Association and shall have **no voting** rights.

7.7 The Management Committee will have the power to fill any casual vacancy and any person appointed shall hold office until the conclusion of the next Annual General Meeting.

7.8 The Management Committee shall have the power to co-opt up to two additional committee members.

7.9 The Management Committee shall have the power to declare vacant the seat of any member who is absent from three consecutive meetings without reasonable cause.

7.10 Any organisation or individual wishing to resign their position on the Management Committee must do so in writing to the Secretary or, when it is the Secretary who wished to resign, to the Chair.



8. MEETINGS

8.1 Procedures

8.1.1 Eligibility

To avoid all doubt, members eligible to vote refers to those members who have been registered as a member for not less than 1 month. Members who are in receipt of payment from the Association, other than out-of-pocket expenses, for services which they provide will be expected to declare their interest before participating at any meeting (*see 8.3*).

8.1.2 Voting

Any resolution presented for debate by those eligible to vote, shall be passed only if a majority decision is recorded. In the case of equality of votes, the Chairperson shall have a second, or casting, vote.

Voting at meetings shall be by simple majority (i.e. 50% plus one) of those present and entitled to vote. This shall normally be by a show of hands. A closed ballot can be requested by any one member entitled to vote and subject to a simple majority of those present and entitled to vote, following a show of hands. Arrangements for proxy voting at general meetings may be made by the Management Committee, but not for matters relating to the dissolution of the Association or alterations to the Constitution.

8.1.3 Declaration of Interest

No individual may take part in the decision-making process at Committee meetings, or vote, on matters in which they have a financial or other personal interest. Individuals will be expected to declare any such financial or other personal interests prior to the discussions taking place. Failure to declare an interest may result in the individual's membership being suspended or terminated, and the decision being declared invalid.

(Sub-committees may be convened to allow such individuals to take part in the discussions - *see Section 8.2.2*)

8.2 Management Committee Meetings

8.2.1 The Management Committee shall hold a minimum of 4 meetings per year including an AGM.

8.2.2 Any Management Committee member may call a meeting of the Meeting Committee, or direct the Secretary to do so

8.2.3 A Minimum of 7 days' notice must be given of each Management Committee meeting, unless (in the opinion of the person calling the meeting) there is a degree of urgency which makes that inappropriate, or all members of the Management Committee agree to hold the meeting at shorter notice.

8.2.4 The Chair of the group shall ordinarily act as the chairperson for each meeting. Where the Chair is 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 Vice-Chair shall preside, whom failing the committee members present at the meeting must elect (from among themselves) the person who will act as chairperson for that meeting.

8.2.5 The quorum at meetings of the Association shall be one third of members of the Management Committee.

8.2.6 Voting on all elections and motions, except for motions to amend the Constitution or to dissolve the group, shall be by simple majority and show of hands, except where any member, prior to the show of hands being requested, calls for a secret ballot. The process for any secret ballot shall

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be determined by the chairperson, and the result must be announced immediately. Each full member is entitled to one vote. Where there is a tied vote, the chairperson shall have the casting vote.

8.2.7 Members may attend and speak at Management Committee meetings, but shall not have a vote.

8.3 Sub Groups and Committees

8.3.1 The Management Committee may appoint sub-committees or working groups as necessary.

8.3.2 Each sub-committee must be chaired by a member of the Management Committee, but the remaining member of the sub-committee need not be Management Committee members.

8.3.3. when delegating powers to a sub-committee, the Management Committee must set out the following:

8.2.3 The Chairman/Vice Chairman shall be an *ex officio* member of all sub-committees.

- i. The nature of the business that the sub-committee is entitled to consider
- ii. The composition of the sub-committee, and the process for the appointment of or election of the sub-committee members
- iii. The full extent of, and restrictions on, the powers that have been delegated, including, where appropriate, the maximum level of expenditure that the sub-committee is permitted to incur
- iv. The period for which any powers are delegated, and the process for the recission of powers

8.3 Annual General Meetings (AGM)

8.3.1 An Annual General Meeting of the Association may be convened by the Management Committee each year, no more than 15 months apart and no more than two months after examined Accounts have been received, for the purpose of:

- i. Receiving and approving the Annual Report and accounts of the Committee.
- ii. Electing the Management Committee and Office Bearers. The Office Bearers shall be a Chairman, Vice-Chairman, Secretary and Treasurer and other such Office Bearers as the Association may from time to time required. The Office Bearers shall hold office until the conclusion of the next AGM following their appointment, and shall be eligible for re-election (See 7.4 and 7.5)
- iii. Appointing a President, one or more Vice-Presidents and such other Office Bearers as the membership of the Association may decide after appropriate consultation.
- iv. The appointment of one or more independent financial examiners.
- v. Considering any notices of motion.

8.3.2 The Convener of the Management Committee may request the Secretary at any time to call a Special General Meeting of the Association. A Special General Meeting of the Association will also be called on the written demand, to the Secretary, of ten members, or one-third whichever is less. The Secretary shall require to be given ten days notice of this request.

8.3.3 Formal notice of General Meetings will be given in writing to members at least 21 days prior to the meeting.

8.3.4 The quorum at General Meetings shall be one quarter of the registered members of the Association or such number as the Association may from time to time determine at an Annual General Meeting.



8.3.5 The proceedings of the Association shall not be invalidated by any failure to appoint, or any defect in the appointment, election, or qualification, of any member, *e.g., if a Treasurer or other Office Bearer is not appointed the Committee can still meet and may co-opt someone to fill that post.*

8.3.6 The AGM shall consist of the following business:

- i. The minutes of the previous AGM and any Extraordinary General Meetings held since then
- ii. An annual report of the activities of the group prepared by the Management Committee
- iii. The independently examined accounts of the group
- iv. The election of the Management Committee
- v. Any motions proposed by the Management Committee or by any member

8.3.7 Any member may raise a motion to be considered at the AGM provided they give a minimum of 14 days' notice, such notification to contain the precise wording of the motion being proposed

8.3.8 The Secretary shall circulate a full agenda, containing copies of the Annual Report, the independently examined accounts, and the precise wording of any motions to be considered, by email, no later than 7 days prior to the date of the AGM. Where an email address has not been provided by a member, it is for that member to make separate arrangements for the receipt of a copy of the agenda.

8.3.9 The Chair of the group shall ordinarily act as chairperson of the AGM. Where the Chair is 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 Vice-Chair shall preside, whom failing the committee members present at the meeting must elect (from among themselves) the person who will act as chairperson for that meeting.

8.3.11 Voting on all elections and motions, except for motions to amend the Constitution or to dissolve the group, shall be by simple majority and show of hands, except where any member, prior to the show of hands being requested, calls for a secret ballot. The process for any secret ballot shall be determined by the chairperson, and the result must be announced immediately. Each full member is entitled to one vote. Where there is a tied vote, the chairperson shall have the casting vote.

8.4 Extraordinary General Meetings

8.4.1 An Extraordinary General Meeting (EGM) shall be convened at the request of the Management Committee or on receipt by the Secretary of a written request from 40% of full members

8.4.2 The Secretary shall circulate, by email, the notice of an EGM, together with an agenda stating the business to be heard, no later than 7 days prior to the meeting. The business for an EGM shall be restricted solely to the business stated on the request by the membership. No further business shall be competent.

8.4.3 The Chair of the group shall ordinarily act as the chairperson for any EGM. If the Chair is 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 Vice-Chair shall preside, whom failing the committee members present at the meeting must elect (from among themselves) the person who will act as chairperson of that meeting.

8.4.4 The quorum at EGM shall be one quarter of the registered members of the Association or such number as the Association may from time to time determine at an Annual General Meeting.



8.4.5 Voting on all elections and motions, except for motions to amend the Constitution or to dissolve the group, shall be by simple majority and show of hands, except where any member, prior to the show of hands being requested, calls for a secret ballot. The process for any secret ballot shall be determined by the chairperson, and the result must be announced immediately. Each full member is entitled to one vote. Where there is a tied vote, the chairperson shall have the casting vote.

9. Minutes

9.1 The Management Committee must ensure that proper minutes are kept in relation to all meetings and meetings of sub-committees. These minutes must include the names of those present and should be agreed by the chairperson of that meeting.

9.2 The management Committee shall circulate minutes of all AGM's EGM's and Management Committee meetings to all members by email no later than four weeks after the date on which the meeting was held. These should also be passed to the partnership to be added to Welcome to Fife for industry website for public viewing.

10. FINANCE Procedures

10.1 The Associations financial year shall run from 1st April to 31st March.

10.2 A bank or building society account shall be opened in the name of the Association and all monies received by the association must be deposited timeously in this account. The Management Committee shall be permitted to register the group for electronic and telephone banking facilities associated with the bank account.

10.3 The Chair, Vice-Chair, Secretary and Treasurer shall be authorised, in writing by the Management Committee to operate the bank account and to make payments on behalf of the group. The Management Committee may, in addition, approve other committee members to operate the bank account

10.3.1 Payment by cheque shall only be valid if the cheque is signed by two unrelated members of the management committee who are authorised to operate the bank account, one of who must normally be the Treasurer. Where a payment is being made to the Treasurer, the Chair and any other signatory should sign the cheque.

10.3.2 Payments may through electronic and telephone banking should only be made by the Treasurer, upon having received written approval from another, unrelated committee member authorised to operate the bank account. Where the payment being made is the Treasurer, the chair and any other authorised signatory should undertake the transaction.

10.4 The Treasurer shall ensure that proper, up-to-date accounting records are kept

10.5 The Treasurer shall submit written financial reports at each Committee Meeting outlining the income, expenditure and balances for the period and year to date.

10.6 All monies raised by or on behalf of the Group shall be applied to further the objects of the Association and for no other purpose provided that nothing herein contained shall prevent the payment in good faith or reasonable and proper remuneration to any employee of the Association and fees to professional and technical advisors.

10.7 The Management Committee shall not incur expenditure in excess of the cleared funds in the Organisation account and shall be responsible for meeting any resulting shortfall.



10.8 The accounts shall be examined at least once a year by one or more independent financial examiners appointed at the Annual General Meeting.

11. STAFF

11.1 No paid staff may be a member of the Association or vote on its deliberations.

11.2 No member of the Management Committee shall be appointed to any salaried office of the Association but may receive reimbursement of such out-of-pocket expenses deemed as necessary while carrying out their duties as agreed by the Committee.

11.3 The Committee shall ensure that each member of staff is issued with Terms and Conditions of Employment and that established support and grievance and disciplinary procedures are in place.

12. VOLUNTEERS

12.1 Volunteers shall not be entitled to vote on the proceedings of the Association, unless they are *bona fide* committee members.

12.2 The Committee shall ensure that each volunteer is offered a refund of authorized out-of-pocket expenses which are incurred on behalf of the Association.

12.3 Volunteers who provide services on behalf of the Association, for which they receive remuneration, other than out-of-pocket expenses, should refer to section 8.1.3 *Declaration of Interest*

12.4 The Committee shall ensure that each volunteer is issued with a Volunteer Agreement outlining their duties, and that established support, induction, and grievance and disciplinary procedures are in place.

13. GDPR – Data Protection

13.1 Definitions

13.1.1 Personal data is information about a person which is identifiable as being about them. It can be stored electronically or on paper, and includes images and audio recordings as well as written information.

13.1.2 Data protection is about how we, as an organisation, ensure we protect the rights and privacy of individuals, and comply with the law, when collecting, storing, using, amending, sharing, destroying or deleting personal data.

13.2 Responsibility

13.2.1 Overall and final responsibility for data protection lies with the management committee, who are responsible for overseeing activities and ensuring this policy is upheld.

13.2.2 All volunteers are responsible for observing this policy, and related procedures, in all areas of their work for the group.



13.3 Overall policy statement

13.3.1 The Association \ Welcome to Fife need to keep personal data about its committee, members, volunteers and supporters in order to carry out group activities.

13.3.2 We will collect, store, use, amend, share, destroy or delete personal data only in ways which protect people's privacy and comply with the UK General Data Protection Regulation (GDPR) and other relevant legislation.

13.3.3 We will only collect, store and use the minimum amount of data that we need for clear purposes, and will not collect, store or use data we do not need.

13.3.4 We will only collect, store and use data for:

- purposes for which the individual has given explicit consent, or
- purposes that are in our our group's legitimate interests, or
- contracts with the individual whose data it is, or
- to comply with legal obligations, or
- to protect someone's life, or
- to perform public tasks.

13.3.5 We will provide individuals with details of the data we have about them when requested by the relevant individual.

13.3.6 We will delete data if requested by the relevant individual, unless we need to keep it for legal reasons.

13.3.7 We will endeavor to keep personal data up-to-date and accurate.

13.3.8 We will store personal data securely.

13.3.9 We will keep clear records of the purposes of collecting and holding specific data, to ensure it is only used for these purposes.

13.3.10 We will not share personal data with third parties without the explicit consent of the relevant individual, unless legally required to do so.

13.3.11 We will endeavor not to have data breaches. In the event of a data breach, we will endeavor to rectify the breach by getting any lost or shared data back. We will evaluate our processes and understand how to avoid it happening again. Serious data breaches which may risk someone's personal rights or freedoms will be reported to the Information Commissioner's Office within 72 hours, and to the individual concerned.

13.3.12 To uphold this policy, we will maintain a set of data protection procedures for our committee and volunteers to follow.

13.4 Review

13.4.1 This policy will be reviewed yearly at the AGM

14. ALTERATIONS TO THE CONSTITUTION

The Constitution may be altered at the AGM or at a Special General Meeting called for that purpose, and will require to be passed by not less than **two-thirds** of the members of the Association present at that meeting and **eligible to vote**. A resolution for the alteration of the Constitution shall be lodged in writing with the Secretary of the Association at least thirty clear days before the meeting at which the resolution is to be considered. At least **twenty-one** clear days' notice in writing of such meeting shall be given by the Secretary to the members and shall include notice of the alteration proposed.

15. DISSOLUTION



15.1 The Association may at any time be dissolved by a resolution passed by **two-thirds** majority of those present and eligible to vote. At least twenty-one clear days' notice shall have been sent to all members of the Association regarding this meeting.

15.2 Such resolution may give instructions for the disposal of any assets held by or in the name of the Association, provided that if any property remains after the satisfaction of all debts and liabilities, such property shall not be paid to or distributed among the members of the Association but shall be given or transferred to such other institutions within Fife having objects similar to some or all of the objects of the Association as the Association may determine.

Adopted at the Annual Meeting of the Association on

Signed.....

Position: Chairperson

Date:.....

Signed.....

Position: Treasurer

Date:.....