



**(1) Name**

The name of the Association shall be Clan MacAulay Association (hereinafter referred to as the Association), a not-for-profit organization.

**(2) Objects**

- (A) The promotion of kinship, harmony and unity within the Clan.
- (B) Fostering an interest in Scotland, the land, our origins and our history in a multi-cultural world.
- (C) To promote the Clan and its place in history both in Scotland and overseas.
- (D) To use promotional initiatives as a means to foster a cultural and historical interest in Scotland.
- (E) To form partnerships and develop such initiatives to encourage interested parties to visit Scotland.
- (F) To have an open Clan Gathering every two years attracting interested parties from around the world to share in the spirit of Clan unity and harmony.
- (G) To research the history of the Clan and to print and publish such works and to promote the Clan through all practical means including through the internet and social media. To make freely available such works to Clan members and educational establishments.
- (H) To offer genealogical and historical assistance to members and non-members.
- (I) To identify, purchase and maintain any buildings and / or lands originally owned by the Clan and where possible to make open to the public.
- (J) To raise adequate funds for the foregoing purposes.
- (K) To be strictly apolitical and non-sectarian.

**(3) Membership**

- (A) Eligibility to become a **Member** of the Clan association shall include:
  - a. Persons bearing by birthright or descent the surname MacAulay or its variants.
  - b. Persons whose forebears bore the name MacAulay or its variants.
  - c. Persons who are married or partnered to a person who bears the name MacAulay or whose forebears bore the name MacAulay or its variants.
- (B) Members of septs of the clan have the right to membership.
- (C) Persons in any way connected with, or interested in, the activities of the Association, may apply to be an **Associate Member** or be elected as such by majority vote of the Executive Committee. Such



members, once accepted by a simple majority of the Executive Committee, in a regularly scheduled meeting or via electronic means (i.e. e-mail response), shall enjoy the same rights and privileges as a full Member and be subject to the same dues and requirements.

- (D) At the discretion of the Executive Committee, **Honorary Memberships** may be awarded to individuals who merit this distinction. Such memberships are not subject to dues and the designation is lifetime. Such memberships can only be revoked, with cause, by a majority vote of the entire Executive Committee.
- (E) Persons who meet the previous requirements of membership shall agree to the following as a condition of membership:
- a) To endorse the aims of the Association.
  - b) Agree to abide by the policy and direction of the Association.
  - c) Accept the constitution and rules of the Association.
  - d) Pay the required annual or lifetime membership subscription (waived for Honorary Members).

#### **(4) Acceptance of Members**

The names of all applicants for membership who meet the above membership requirement shall be read out at the first Executive Committee following the application and, subject to the provisions of the Constitution and rules of the Association, their names shall be entered in the Associations membership roll.

#### **(5) Membership Subscriptions**

- (A) All members, with the exception of Honorary Members, shall pay to the Association the required
- i. Annual membership, or
  - ii. Lifetime membership
- subscription which shall be proposed by the Executive Committee for approval at the AGM.

#### **(6) Deletions from Membership Roll**

- (A) A member of the Association whose annual membership subscription is three months overdue may have their name removed from the membership roll on the instructions of the Executive Committee.
- (B) Resignations from membership of the Association shall be reported to the Executive Committee with reason for resignation, where possible.



**(7) Rights of Membership**

The rights, privileges and liabilities of membership are not transmissible under any circumstances.

**(8) Nomination and Election Procedures**

(A) Eligible Candidates must be Members in good standing.

**(B) Nominations Committee**

- i) As a minimum, the Nominations Committee shall be composed of the Chief, one Commissioner and one Member, one of whom shall be appointed presiding officer. The Commissioner and Member shall be appointed by the Chief.
- ii) It shall be the duty of this committee to receive and review nominations and identify other candidates as Office Bearers and Committee Members. The Nominations Committee shall be appointed and commence service no later than May of each year.
- iii) Office Bearers may nominate themselves.
- iv) The Nominations Committee will provide the list of nominees to the Executive Committee no later than one month before the Annual General Meeting.
- v) The Administration Secretary will include the list of nominees in the notice of Annual General Meeting, which will be distributed to the Members at least two weeks ahead of the Annual General Meeting.
- vi) Late nominations may be brought to the Nominations Committee at any time prior to the start of the Annual General Meeting, which will be asked to vote by simple majority on whether to accept the late nominations.

**(C) Voting**

- i) Members may vote in person or remotely via technology connected to the Annual General Meeting.
- ii) Members who are unable to attend the Annual General Meeting may provide their votes for candidates to the Nominations Committee at any time prior to the start of the Annual General Meeting. These members will have no vote on late nominees.
- iii) Members will have one vote per Officer Bearer in the event that a position is contested.



**(D) Elections**

- i) The Chief or chairperson will announce the names of the candidates for Office Bearers and Committee members; then ask for nominators for each candidate. Nominations can also be added from the floor.
- ii) In the event of an Office Bearer position being contested, the candidates will be given the opportunity to address the meeting on their own behalf for up to two minutes. The winning candidate will be decided by a simple majority. The losing candidates will be eligible for election as Committee Members subject to the number of Executive Committee vacancies available and will be treated as late nominees.

**(9) Clan Commissioners & Local Chieftains**

It shall be the responsibility of the Chief to appoint, following the majority vote of the Executive Committee, Clan Commissioners and Local Chieftains for the purpose of promoting the "Objects of the Association" outside Scotland. Any such appointment shall continue until the appointee resigns or whose deselection is notified by the Chief following the majority vote of the Executive Committee. The Chief will not be required to call a formal meeting of the Executive Committee but may request their votes via any suitable means. Appointed Commissioners and Local Chieftains must be or become members of the Association and remain an active member.

**(10) Executive Committee**

- (A) The Executive Committee includes the Office Bearers and Committee Members of the Association and shall be the
- i. Chief
  - ii. Administration Secretary
  - iii. Treasurer
  - iv. Membership Secretary
  - v. Organiser
  - vi. Heritage Secretary
  - vii. Standard Bearer
  - viii. Committee Members



- (B) If the Chief is not available to fulfill the duties of their office, the Executive Committee will meet, as soon as reasonably possible, to designate an Acting Chief. This meeting can be in person and / or via electronic means. This person shall assume the duties until the Chief is able to resume their duties or, if need be, a new Chief has been elected. Should a new Chief have to be selected, this would be done subject to the approval of a simple majority of all Executive Committee members. The selected new Chief would be in office for the remainder of the previous Chief's term.
- (C) The Office Bearers and Committee Members must be members in good standing of the Association and with the exception of the Chief, shall be elected at the Annual General Meeting.
- (D) Subject to the maximum number of Executive Committee Members, between Annual General Meetings the Executive Committee may also co-opt Members of the Association onto the Committee by a majority vote at any of its meetings. Co-opted Members will be treated as Committee Members until the next Annual General Meeting.
- (E) **Clan Chief**
- (1) The Clan Chief shall be elected every four years at the biennial Clan Gathering and, where practical, be domiciled in Scotland.
  - (2) Ideally Applicants should, but are not required, to have the name MacAulay, or a variant thereof as a surname.
  - (3) Any Clan Member is entitled to propose or second candidates for Chief.
  - (4) All paid-up members of the Clan MacAulay Association are entitled to vote.
- (F) The Executive Committee shall consist of up to 12 members, including the Office Bearers and Committee Members.
- (G) In the event of a full committee not being elected at the Annual General Meeting, the Executive Committee shall have powers to co-opt additional members.
- (H) The quorum for meetings of the Executive Committee shall be four.
- (I) Meetings of the Executive Committee shall be held as required to conduct the business of the Association. Such meetings shall be held at least three times annually.
- (J) A minimum of 14 days' notice shall be given prior to a meeting of the Executive Committee.
- (K) Executive Committee Meetings may take place in person or via any suitable media as decided by a majority of the Executive Committee Members participating in the meeting.



- (L) In the event of “Special Business” requiring consideration at a meeting of the Executive Committee, Written Notice must be provided to the Chief or Administration Secretary at least 7 days prior to the date of the scheduled meeting and detailed in the notice calling for the meeting.
- i. “Special Business” may include, but not limited to the following:
    - a. Any proposal to alter this constitution.
    - b. To rescind decisions taken at previous meetings.
    - c. A proposal to suspend Office Bearers or Committee Members of the Association.
  - ii. All proposals dealt with as “Special Business” shall require a majority vote of two-thirds of the Executive Committee members present to be passed. Any decisions taken regarding the constitution or with regard to the suspension of Office Bearers or Committee Members will be brought to the next Annual General Meeting.
- (M) The Executive Committee will decide on the location of future biennial Clan Gatherings.
- (N) Members of the Executive Committee are expected to participate in a minimum of half the Executive Committee Meetings held between Annual General Meetings. Those not meeting this requirement may be removed from the Executive Committee by a simple majority vote of the other members. Personal circumstances will be taken into consideration before any actions are taken.

## **(11) Finance and Property**

- a. Any heritable property owned by the Association shall be in the names of three office-bearers, one of whom shall be the Treasurer, and their successors in office. The Treasurer shall be responsible for the safe keeping of any title deeds to property which shall normally be lodged with the Association’s Solicitor.
- b. The funds of the Association shall be lodged in a Scottish Bank and all withdrawals shall require two signatories, one of whom shall be the Treasurer. The Treasurer shall be responsible for keeping proper books of account, settling all necessary expenses and outlays due by the Association.
- c. The funds of the Association shall be used only for the “Objects” as detailed in this constitution. Annual accounts shall be submitted at the Annual General Meeting of the Association. A financial report will be given by the Treasurer at each regular meeting of the Executive Committee.
- d. The financial and administrative year shall be 1<sup>st</sup> April to 31<sup>st</sup> March



## (12) Annual General Meeting

- a. The Association shall hold Annual General Meetings (AGM). For the years in which a Clan Gathering is being held, the AGM shall take place during the Clan Gathering. At each Annual General Meeting the office bearers shall submit their reports for the preceding financial and administrative year. At least four weeks notice of the date, time and venue of the Annual General Meeting shall be given in writing to all members of the Association. The detailed agenda for the Annual General Meeting shall be sent to all members of the Association at least fourteen days before the date of the Annual General meeting.
- b. The agenda for the Annual General Meeting shall contain a list of all resolutions on Association affairs and policy matters for consideration at the Annual General Meeting. The agenda will also include nominations for Office Bearers and Committee Members as described in Section 9.
- c. Where practical, a Parliamentarian shall be appointed for the Annual General Meeting from those members present. This person shall assist in drafting and interpreting this Constitution and Rules of Order in the planning and conducting of meetings.

## (13) Purpose of Annual General Meeting

The purpose of the Annual General Meeting shall be:

- (A) To receive the reports of Office-Bearers and Commissioners. With the exception of the Chief, verbal reports shall be limited to two minutes and written version of the report submitted the Administration Secretary.
- (B) To consider items of business and resolutions proposed by members and submitted in accordance with the Association procedures.
- (C) To elect Executive Committee members as provided in this constitution.
- (D) To agree on annual members' subscription.
- (E) To review and approve the financial accounts of the Association.

## (14) Purpose of Clan Gatherings

The purpose of Clan Gatherings shall be:

- a. To meet with the Chief, to promote harmony and socialise with kinsfolk.
- b. To hear an overview of association affairs from the Chief, Office Bearers, and Commissioners as appropriate.



- c. To advance the objectives of the association.

### **(15) Conduct of Meetings**

- a. The Chief shall act as chair of Executive Committee Meetings and shall be the deciding authority on points of order.
- b. If necessary, the Chief may delegate the role of chair to another member of the Executive Committee, subject to acceptance by that member. In the absence of the aforementioned, another available Executive Committee member shall be selected chair to the meeting.
- c. Except where otherwise specified, all issues involving voting at an Executive Committee Meeting or Annual General Meeting will become effective by a simple majority and unless otherwise agreed at the meeting, voting will usually be carried out by a show of hands.
- d. Each member will be entitled to one vote per proposal at the Annual General Meeting, and in the event of an equality of votes, the chair of the meeting shall have the deciding vote.
- e. Members whose subscriptions are in arrears without just cause shall not be entitled to vote or have any voice in the affairs of the Association.

### **(16) Branches**

- a. The Executive Committee of the Association may establish branches of the Association outside of Scotland.
- b. All branches and / or local Associations must accept the constitution and act in accordance with it.
- c. Only paid-up Members of the Association shall be given authority to run branches / local Associations.
- d. The Association shall have jurisdiction over all its branches / local Associations.

### **(17) Clan Property**

- a. All relics, historical documents, books, work of art or other property relevant to the Association which come into the possession of the Association, shall be kept under the care of the Chief or other place as decided by the Chief and the Executive Committee.
- b. An inventory of all such property should be maintained and this inventory should be shared annually with Executive Committee members.
- c. All books or works published by the Association shall be the responsibility of the Executive Committee. Copyrights to be retained by the Association.





## (18) Respect Policy

- (A) The Association is committed to ensuring a positive environment in which all people are treated with respect and dignity.
- (B) We are committed to equality and avoiding discrimination relating to disability, religion or belief, ethnicity, age, gender and sexual orientation.
- (C) The Association prohibits all forms of bullying, harassment and violence (hereinafter, referred to as a violation of “respect”) by the executive committee, commissioners or members.
- (D) Violations of respect will be investigated by the Executive Committee and if substantiated, will be dealt with expeditiously, and serve as cause for terminating membership.
- (E) Definitions
  - i) Bullying is interpersonal hostility that is deliberate, repeated and sufficiently severe as to harm the targeted person’s health, safety or economic status.
  - ii) Harassment occurs when a member is subjected to unwelcome verbal or physical conduct.
  - iii) Violence means the threatened, attempted or actual conduct of a person that causes or is likely to cause injury.
- (F) Members are encouraged to seek resolution of the incident. Investigations will be conducted with as much confidentiality as possible. Investigators will advise members involved or consulted through the course of the investigation that discretion is essential.
- (G) Violation of respect should be reported to the Chief at [clanchief@clanmacaulay.org.uk](mailto:clanchief@clanmacaulay.org.uk) and/or the Administration Secretary at [clansecretary@clanmacaulay.org.uk](mailto:clansecretary@clanmacaulay.org.uk).

## (19) Privacy Policy

The Association will comply with applicable privacy laws. The Clan MacAulay Association privacy policy is available at [www.clanmacaulay.org.uk](http://www.clanmacaulay.org.uk).

## (20) Press and Public Communication

Only Members of the Association authorised in writing by the Executive Committee may make statements on behalf of the Association in public or to the press.

