

## **Relative Hills Society Constitution (Revised April, 2022)**

**Participation statement: The Relative Hills Society endorses the Mountaineering Scotland Participation statement which states that that climbing, and mountaineering are activities with a danger of personal injury or death. Participants in these activities should be aware of and accept these risks and be responsible for their own actions and involvement.**

### **1. Name**

1.1 The Society shall be called the Relative Hills Society, referred to below as the 'Society'. The Society is also known as RHSoc and is an unincorporated association.

### **2. Objectives**

2.1 The Society is primarily interested in hills and lists of hills that are defined by relative height. However, it also respects and values the historical contribution to hill bagging made by earlier hill list compilers. The objectives of the Society include:

- To promote and introduce a wider audience to the ideas and merits of relative hill-bagging in Britain and the rest of the world.
- To compile, maintain and inform members of relative hill lists in Britain that are as accurate and up to date as possible.
- To share information and experiences about climbing relative hills.
- To nurture the companionship and benefits of associating with others who have a shared interest in relative hill-bagging.
- To maintain selected records of the hill-bagging activities of members.
- To promote respect for and responsible access to the hill and mountain environment, minimising our impact on the landscape and its inhabitants and wildlife.

2.2 The Society will not discriminate on the grounds of gender, race, colour, age, ethnic or national origin, sexuality, physical or mental disability, religious or political belief, marital status, or pregnancy.

### **3. Activities**

Members of the Society shall be responsible for their own activities, welfare, and safety in line with the Mountaineering Scotland Participation statement above. Members are expected to behave in a manner that does not jeopardise others or bring the Society into disrepute.

The activities of the Society may include:

- Issuing publications, in printed or electronic form or both.
- Organisation of social events, such as an annual dinner.
- Booking accommodation to support social events and the individual objectives of members.
- Coordinating communications to assist members to achieve their personal hill-bagging objectives.
- Arranging trips to hill-bagging objectives.

### **4. Affiliation**

The Society shall be affiliated to the recognised representative body for Scotland's mountaineering communities, Mountaineering Scotland. This body recognises membership of the British Mountaineering Council.

## 5. Membership

- 5.1** Membership is open to anyone over the age of 18 who supports the objectives of the Society. No application for membership will be refused on other than reasonable grounds.
- 5.2** Membership shall consist of the following categories:
- 5.2.1** **Ordinary member**- this is the most common membership form and offered to adults aged over 18 years of age with a UK address. An annual fee will be paid.
- 5.2.2** **Prospective member** - Prospective or temporary members must be over 18 years of age and have a UK address. Prospective members may not attend or vote at Annual or Extraordinary General meetings. No fee is payable for Prospective membership. See 5.6 below.
- 5.2.3.** **Overseas member**- Overseas members are adult members aged over 18 who do not have a UK registered address. The terms of the Society's liability insurance offer only restricted levels of cover to overseas members. An individual decision will be made by the Committee as to whether suitable arrangements can be put in place before membership is agreed and an individual membership fee agreed.
- 5.3** The Society does not accept members under the age of 18, even if they are supervised by a parent or guardian. Those applying for membership who are aged under 18 will be supported to find a Club whose purpose is more aligned to developing the skills and experience of young people.
- 5.4** Membership fees shall include an affiliation subscription to Mountaineering Scotland (MS), the representative body in Scotland for hillwalkers, climbers, and mountaineers.
- 5.5** Annual Membership fees shall be agreed at each Annual General Meeting. The fee will be divided into two parts: that which is retained by the Society for its local purposes and that which is paid on an annual basis to MS (including liability cover). Members who provide evidence of existing MS or British Mountaineering Council (BMC) membership or Mountaineering Ireland (MI) membership (typically their membership number) through another route will have their Society membership fee reduced accordingly. They will not need to pay twice for affiliation (including liability cover).
- 5.6** After attending a maximum of two trips/ meetings as a "prospective member", payment of an annual membership fee shall be required to participate in club activities, which shall thereafter be payable on demand. More detail on the definition of a trip and arrangements for liability for prospective members can be found on the section of MS website relating to liability insurance arrangements.
- 5.7** Members who join part way through the year will pay a reduced fee, determined by the Management Committee.
- 5.8** Any member who fails to pay their fees by the 28 February in any year shall forfeit their right to representation on the management committee and at general meetings, and shall be suspended from taking part in any event under the control of the Society until such fees are paid.
- 5.9** Members joining the Society shall be deemed to accept the terms of this Constitution and any Byelaws published from time to time by the Society. Such Byelaws might govern the arrangements of coordination of trips, untoward incident notification arrangements, editorial policy, the management of complaints and the handling of personal data in line with GDPR (General Data Protection Regulations 2016/679 and any subsequent similar legislation).

- 5.10** Each fully paid-up member shall be entitled to attend and vote at General or Annual General Meetings (AGM) and may be elected and serve on the Management Committee.
- 5.11 Each member is required to report by e-mail or phone any untoward incident or near miss (as defined by the member) to a member of the Management Committee as soon as the member is aware of it. This particularly applies to any incident that might lead/ has led to an injury to any person or a claim against the Society. They may then be required to make a written statement.
- 5.12** The Management Committee shall be entitled to:
- 5.12.1** Refuse any application for membership on the grounds that such membership would be prejudicial to the objectives of the Society as set out in part 2 of this constitution.
- 5.12.2** For good and sufficient reason to refuse renewal of any existing membership or terminate or suspend any membership. They shall operate a fair system for deciding upon the expulsion of a Member as laid down by the 'Law of Natural Justice':  
[www.mountaineering.scot/assets/contentfiles/media-upload/Club\\_advice\\_-\\_Natural\\_Justice.docx.pdf](http://www.mountaineering.scot/assets/contentfiles/media-upload/Club_advice_-_Natural_Justice.docx.pdf)
- 5.12.3** If anyone wishes to make a complaint about the offer or renewal of membership, they should write to the Secretary who will arrange an investigation.

## **6. Management Committee**

- 6.1** The affairs of the Society shall be conducted by a Management Committee, which shall consist of the Officers of the Society.
- 6.2** The Officers of the Society, who shall be honorary, shall consist of:
- 6.2.1** The Chairperson
- 6.2.2** The Deputy Chairperson
- 6.2.3** Treasurer
- 6.2.4** Secretary, who shall also act as complaints officer
- 6.2.5** between three and five other Officers. These individuals might be training to take on other roles on the committee in the future. Alternatively, they may lead specific initiatives or chair sub committees covering such areas as editorial group, publicity, trip/ events coordination, webmaster, online content editor, membership etc. as agreed by the Management Committee.
- 6.3** Members of the Management Committee shall be drawn from the membership and candidates shall be elected at the AGM for a two-year period. Uncontested posts may be filled by nomination. If the post of any officer or other committee member should fall vacant (either for a permanent or short-term reason, such as illness) after such an election, the Management Committee shall have the power to fill the vacancy until the next AGM.
- 6.4** After two years, members of the Management Committee may apply for re-election for a further two years either in the same position or in another position on the Committee. Generally, no member may serve on the Management Committee for more than four consecutive years. However, with the approval of the members at an AGM, this period can be extended by a further two years to a total of six consecutive years.
- 6.5** Care will need to be taken by the Management Committee to ensure that the 'Society memory' and the Committee's competence is not undermined by the avoidable turnover of a large number of members at the same time. If the Management Committee considers there is a risk that this may

happen, it must propose alternative arrangements to the membership at the AGM. This might include, for example, extending or shortening the term of some officers.

- 6.6** The Chairperson shall chair Management Committee meetings, or in his/her absence, a nominee from the committee. In general decisions will be reached by consensus but in exceptional circumstances any officer may request that a vote is held. Each Officer will have one vote. The vote may be conducted by a show of hands or a ballot. After the vote all Officers will be informed as to how each Officer voted. All votes shall be determined by a simple majority of those in attendance. In the event of a tied vote, the Chairperson may exercise a casting vote.
- 6.7** The Management Committee may appoint any sub-committees it may deem necessary to deal with the matters of the Society. The proceedings of all such committees shall report to the Management Committee by a representative appointed by that sub-committee.
- 6.8** The Management Committee may co-opt committee members for a specific purpose and limited timescale. This might include the provision of specific expertise or to investigate or hear a complaint or be involved in an appeal against the outcome of a complaint hearing. Co-opted members may not vote at Management Committee meetings and do not have to be Society members.
- 6.9** The Management Committee shall have the power to agree, publish and enforce such byelaws as the membership feels necessary to govern the activities of the Society.
- 6.10** The Management Committee has the discretion to create honorary roles as the need arises.
- 6.11** Management Committee meetings shall be convened at the discretion of the Officers. Meetings may be held virtually. There shall be at least two Management Committee meetings during the Society's year. A quorum for the Management Committee meetings shall be no less than a simple majority of the Officers, subject to the requirement that at least two of the following officers are present: Chairperson, Deputy Chairperson, Treasurer, Secretary.
- 6.12** The Society takes members' privacy seriously. Personal data will be stored securely and used in accordance with the General Data Protection Regulation (GDPR) and subsequent related legislation as outlined in the Society's Privacy Notice. This will set out how, why and for how long personal data is used and any third parties it may be shared with, including Mountaineering Scotland. The Management Committee will also ensure that members are made aware of Mountaineering Scotland's data protection policy.
- 6.13** The Secretary or their nominee shall distribute an agenda and supporting papers by email at least one week before each Committee Meeting. The minutes of each meeting shall be distributed by e mail within two weeks of the Meeting. Committee Members should advise the Chairperson within two weeks of receipt if there are any material issues of accuracy relating to the minutes. If there is an unresolved debate about the accuracy of the minutes after a further two weeks, the Secretary must call an extraordinary management committee meeting within a reasonable time period (no longer than one month) to resolve the issue relating to the accuracy of the minutes. The minutes should be formally approved at the next meeting of the Management Committee. Approved minutes will be available to members on request.

## **7. General Meetings**

- 7.1** The Society shall hold an Annual General Meeting (AGM) within 18 months of the previous AGM, or as determined by the Management Committee, to:

- 7.1.1** Approve the minutes of the previous year's AGM.

**7.1.2** Receive reports from the Officers of the Management Committee.

**7.1.3** Receive a presentation of the Society's financial accounts for the year, the Society's projected financial situation for the forthcoming year, and the settling of all fees.

**7.1.4** Receive a report that the Annual Accounts have been checked by an independent examiner.

**7.1.5** Elect the Management Committee and consider any appropriate changes to the structure of the Committee. Nominations may be made to the Secretary before the meeting or at the meeting.

**7.1.6** Consider changes to the Constitution.

**7.1.7** Deal with other relevant business.

**7.2** The Chairperson, or in his/her absence a member selected by the meeting, will take the Chair.

### **7.3 Extraordinary General Meeting (EGM)**

**7.3.1** An Extraordinary General Meeting shall be called by an application in writing by e mail to the Secretary supported by at least 30% of the membership of the Society. The Management Committee shall also have the power to call an Extraordinary General Meeting by decision of a simple majority of its members.

### **7.4 Notices, Voting & Quora**

**7.4.1** At least 6 weeks' notice shall be given to all voting members of any General Meeting by email.

**7.4.2** General Meeting motions, including proposed changes to the Constitution, must be supported by two members, and be submitted to the Secretary in writing four weeks before the meeting.

**7.4.3** Amendments to the constitution may only be made at an AGM or EGM. Any amendment to the constitution will require the assent of 65% of those present and entitled to vote.

**7.4.2** With the exception of changes to the Constitution, decisions put to a vote shall be resolved by simple majority at General Meetings.

**7.4.3** The Chairperson of the Society shall hold a deliberative as well as a casting vote.

**7.4.4** The quorum at General Meetings shall be either 25 ordinary members or 10% of the total Membership at the date of the Meeting, whichever is the greater.

**7.4.5** The Secretary, or a deputy nominated by the Management Committee, shall keep the minutes of the meetings and record all proceedings and resolutions. Draft minutes will be distributed by email to members within six weeks of any AGM and EGM. Members should advise the Chairperson within two weeks of receipt if there are any material issues of accuracy relating to the minutes. If there is an unresolved debate about the accuracy of the minutes after a further two weeks, the Secretary must call an extraordinary Management Committee meeting within a reasonable time period of no longer than one month to resolve the issue relating to the accuracy of the minutes. General Meeting minutes should be formally approved at the next AGM or EGM.

## **8. Finance and Accounts**

**8.1** The income and property of the Society, however derived, shall be applied solely towards the objectives of the Society as set out in section 2 of this Constitution.

**8.2** The financial year shall run from June to the following May of each year. The Management Committee may change this in order to facilitate the production and independent examination of accounts in time for the AGM.

**8.3** All members of the Society shall be considered to be jointly responsible for the financial liabilities of the Society.

**8.4** Use of Society funds shall be restricted to members of the Management Committee with purchases being made either by debit card or via online banking. The Treasurer must be consulted before any financial commitments are made.

**8.5** The Treasurer shall be responsible for the preparation of annual accounts of the Society.

**8.6** The accounts shall be checked by an independent person elected annually by the Annual General meeting.

## **9. Dissolution**

**9.1** Any resolution to dissolve the Society may be passed at any General Meeting provided that such a resolution shall receive the assent of 65% of those present and entitled to vote.

**9.2** In the event of the winding up or dissolution of the Society, any assets that remain after the satisfaction of the Society's debts and liabilities, shall not be distributed amongst the members of the Society in any way whatsoever, but will be distributed to groups with similar objectives or to further some charitable objectives. This shall be determined by the members of the Society by resolution at a General meeting at or before the time of dissolution.

## **10. The arrangement of trips to hill or mountain objectives**

**10.1** The Society endorses the Mountaineering Scotland document, 'Guidance for safety and liability in clubs', the latest revision of which is available on the MS website. All members are recommended to familiarise themselves with this document and the Society will promote best practice in the safe arrangement of trips.

**10.2** The Society will arrange UK events with hill-bagging, social or promotional objectives.

**10.3** The following applies to hill bagging trips:

**10.3.1** In line with the MS and BMC participation statement at the top of this document, the Trip Coordinator must make it clear to all participants that they are responsible for their own welfare and they must behave in a manner that does not jeopardise the safety of others.

**10.3.2** The Trip Coordinator should make no assurance or offer that the party will be led or guided or that the Trip Coordinator or any member is a technical expert in any way.

**10.3.3** The Trip Coordinator must disseminate any relevant information in advance that covers, for example, possible difficulty, distance, weather hazards and any special equipment needed. It is suggested that this includes a risk assessment. This will enable each participant to make their own

decision as to whether the trip is suitable for their level of competence and seek additional information if necessary. If participants are in doubt they should be advised not to attend.

**10.3.4.** All participants must be over the age of 18 and be Society members (including prospective members) as set out in 5.2.2 above.

**10.3.5** The Trip Coordinator must maintain a log of all those who attend.

## **11 Publications**

**11.1** Publication via paper or digital means is an important way by which the Society achieves its objectives. The Management Committee will therefore develop an Editorial Policy, which will be periodically reviewed, which ensures that scarce resources are deployed in the most effective way.

**11.2** The Editorial Policy will include:

**11.2.1** Advice to members who are able to promote the concept of Relative Hills and the role of the Society.

**11.2.2** Guidance to support the moderators of mailing lists, social media pages, and similar initiatives.

**11.2.3** Editorial guidance for all Society publications and online content.

**11.3** An Editorial Group, which is a subcommittee of the Management Committee, will oversee the development and implementation of the Editorial Policy.

**11.4** The Editorial Group will be chaired by a Management Committee Officer.

**11.5** The Editorial Group will review and approve Society publications before printing or distribution. The Group will agree with the Treasurer any fees to be charged.

**11.6** Members are required to consider the Society Editorial Policy when publishing any material that might be linked with the Society. Where the Editorial Group cannot, exceptionally, reach agreement with a member in relation to publication, the arrangements set out at 5.12 above may apply.

## **12. Declaration**

**12.1** It is hereby certified that this document represents a true and up to date version of the Constitution of Relative Hills Society.

	Name	Date	Signature
Chairperson	Rick Salter	23/4/2022	<i>Rick Salter</i>
Secretary	Jill Robertson	23/4/2022	<i>Jill Robertson</i>