



Latin American Community Association of Edinburgh. (L.A.C.A.E)

Rules and Constitution



Dated: 21st November 2018



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Rules of the Association

1. Definitions

These definitions apply unless the context requires a different interpretation:

"Accounting Year"	means the year beginning on 1st April, the date to which the accounts of the association will continue to be prepared.
"AGM"	means the Annual General Meeting of the association
"Committee"	means the committee or board consisting of Officers and Members elected/nominated to operate and manage the association.
"Confidential Information"	means all information about the association, members, their personal contact information and businesses, association's future plans and policies.
"General Meeting"	means any meeting of the association other than an AGM.
"Member"	means any person who has paid for Membership of the Association
"Membership"	means membership of the association as set out in the Rules.
"Officer(s)"	means the holder of any titled office of the association.
"Rules"	means the conditions of continuing membership of the association as set out in this constitution document as amended from time to time.



2. Name of the association

The name of the association is Latin American Community Association of Edinburgh.

3. Main Objectives

Our aim is to share and preserve all aspects of the culture of the Latin American community in Edinburgh and across Scotland - such as gastronomy, music, dance and language.

In order to achieve our aims, the association will carry on the following activities:

- 3.1. to promote relevant cultural activities that our members May choose;
- 3.2. to strengthen the bonds between the association and other associations working for similar purposes;
- 3.3. to support and organise various musical events from time to time,
- 3.4. to apply any profits of the association in furthering the aims of the association.
- 3.5. To teach about the Latin American culture, cuisine and language.

4. Membership

- 4.1. Any person who is at least eighteen years of age and is interested in getting to know Latin American culture is eligible for Membership.
- 4.2. Membership shall be open to men and women, who are resident in Scotland.
- 4.3. It is a condition of Membership that a Member shall at all times comply with the Rules of the association and promote the interests and objectives of the association.
- 4.4. A Member cannot transfer Membership to any other person.



5. Application procedure

- 1.1. An application by a person for Membership must be made in writing; and submitted to the Committee, either by post to the address of one of the committee members listed above or by email to: edinburghlatincommunity@gmail.com
- 1.2. The Committee shall decide whether to approve or to reject it.
- 1.3. The Committee reserves the right to reject or accept the application for membership of the association.
- 1.4. After the Committee makes final determination, the Secretary shall:
 - 1.4.1 notify the applicant in writing about the decision of the Committee; and
 - 1.4.2 if the Committee has approved the application, request the applicant to pay the applicable subscription fee within ten days of receiving the notification. The notification shall include the acceptable method(s) of payment.
- 1.5. After receipt of payment, the Secretary shall enter the applicant's name in the register of members, whereupon the applicant becomes a Member of the association.

6. Subscriptions

- 6.1. Payment for Membership is for one year.
- 6.2. A Member's annual subscription shall be such as the Members determine at the AGM or from time to time. Current subscription prices are set out in the Schedule.
- 6.3. Subscriptions are due on 1st January in every year for the period of twelve months following that date.
- 6.4. On joining, a subscription is payable in full, for the period from the joining date to the next subscription date.



7. Resignation, suspension and expulsion

- 7.1. A Member may resign from the association by informing the Secretary in writing of his-/her intention to do so. His/Her resignation will take effect immediately.
- 7.2. The Committee has the power to:
 - 7.2.1 suspend (for a period not exceeding twelve months); or
 - 7.2.2 expel any Member who infringes any of these Rules or whose conduct, (in the Committee's opinion) is harmful to the good name of the association or renders him-/her unfit for Membership.
- 7.3. No Member shall be suspended or expelled unless the Committee gives him/her notice in writing and he/she fails to remedy the breach (if capable of remedy) within thirty days after being given notice.
- 7.4. Any notice given to a Member in breach shall be without prejudice to any other claim or action against the defaulting Member
- 7.5. A suspended member shall not be elected as an Officer nor be entitled to vote at any meeting.
- 7.6. If a Member chooses to resign or is suspended or expelled in accordance with this paragraph, no part of his subscription shall be refundable.
- 7.7. Expulsion shall be permanent.

8. Confidentiality

- 8.1. Each Member agrees and undertakes that he/she will:
 - 8.1.1 not remove from association's premises or copy or allow anyone else to copy from any document, computer disk, tape or other tangible item which contains any Confidential Information except as may be necessary in the course of his-/her work for the association;



8.1.2 in respect of any part of the Confidential Information of the association, from today until the expiry of five years from the termination of Membership, keep it secret and not divulge or make it known to anyone nor use it for the benefit of himself or any other person.

8.2. This paragraph does not apply to disclosure:

8.2.1 made with the consent of the Officers of the association or under the authority of the Committee or by order of the court.

8.2.2 of information or knowledge which comes into the public domain otherwise than as a result of his default.

9. Appointment and removal of Officers

9.1. The Officers shall be:

9.1.1 President

9.1.2 Vice President

9.1.3 Secretary

9.1.4 Treasurer

9.2. The President may not hold any other Office at the same time. A single person may hold any number of other Offices concurrently.

9.3. Office holders shall hold office for two years once voted in.

9.4. No office holder shall hold office for longer than five years without a break of at least one year.

9.5. Each office holder shall be appointed and removed by a vote of the Committee.

10. Management of the association.

10.1. The Committee shall manage the association.



- 10.2. The Committee shall be made up of two to five members, including all of the Officers.
- 10.3. The initial members of the Committee and their principal duties will be:
Mercedes Cohen, will be responsible for organising events and workshops.
Tatiana, will be responsible for the administration and operations of the association.
- 10.4. At each AGM one third of the members of the Committee shall retire and new members shall be appointed. A retiring member may immediately apply for re-election.
- 10.5. Any Member may be a Committee member, nominate a member (including himself/herself) to the Committee and may vote to appoint a Committee member.
- 10.6. To nominate a Committee member, a Member shall write to the Secretary [and to each other Officer] to give the name of the Member he / she nominates. He / she must do so at least twenty eight days before a General Meeting. The Committee shall present that nomination at the General Meeting.
- 10.7. A decision of the Committee on any of the following matters must be ratified by a vote of at least 75% of the Members in General Meeting to:
- 10.7.1 change the Rules of the association,
 - 10.7.2 change the constitution of the association;
 - 10.7.3 buy any real property for the use of the Association;
 - 10.7.4 dissolve the association;

11. Quorum for Committee meetings

- 11.1. The quorum for Committee meetings may be fixed from time to time by a decision of the Committee, but it must never be fewer than [five], and unless otherwise fixed it is five.



- 11.2. If the total number of members for the time being is less than the quorum required, the Committee must not take any decision other than a decision to adjourn the meeting.

12. Powers of Committee

The Committee's powers shall include, but not be limited to:

- 12.1. filling any vacancy on the Committee from among Members until the next AGM;
- 12.2. appointing such sub-committees as they believe necessary. Any sub-committee so appointed shall be accountable to the Committee.
- 12.3. employing or contracting staff to carry out activities of the association;
- 12.4. opening and operating a bank account in the name of the association;
- 12.5. managing the financial affairs of the association;
- 12.6. taking any action to promote the objects of the association.

13. Annual General Meeting

- 13.1. The AGM of the association shall be held in April of each year for the purpose of:
 - 13.1.1 receiving the reports of the Committee and any sub-committees in relation to the association's activities;
 - 13.1.2 receiving and if thought fit approving the accounts in respect of the preceding financial year;
 - 13.1.3 electing the Officers of the Association,
 - 13.1.4 fixing the subscription charges for Membership, and
 - 13.1.5 dealing with any other general business of the association.
- 13.2. Each Member shall be entitled to receive twenty one days notice of an AGM.



- 13.3. The notice shall state the date, time and place of the meeting, and proposals to resolve the matters set out in this rule.
- 13.4. A Member may raise any matter at the AGM, provided that he/she has given thirty days notice to the Committee to that effect.

14. General Meetings

- 14.1. A General Meeting shall be convened by the Committee within twenty eight days of receipt by it of a direction by the majority of Officers or of a requisition signed by at least one fifth of the total Members of the association.
- 14.2. No General Meeting shall take place without giving fourteen days' notice of the meeting to the Members.
- 14.3. The notice shall state the date, time and place as well as the purpose of the meeting.

15. Voting at meetings

- 15.1. A Member who has paid a subscription for the current year may vote at an AGM or a General Meeting.
- 15.2. In the event of equality of votes for and against a matter, the chairman shall / not have a casting vote.

16. Finance

- 16.1. The Accounting Year of the association shall be from 1st April of each year.
- 16.2. The association shall open a bank account in the name of the association.
- 16.3. All membership fees and other money received shall be deposited in the association bank account.



- 16.4. Every cheque drawn from the association's bank account shall be signed by the President and the Treasurer, or by such other Officers as may be authorised by the Committee.
- 16.5. The Treasurer shall keep proper accounts of the association.
- 16.6. An independent auditor appointed by the Committee shall audit the accounts of the association annually. This person shall not be disqualified as auditor because he also provides other accounting services to the association.

17. Dissolution

- 17.1. The association may be dissolved by a resolution passed by no less than 80 % of Members present and voting at a General Meeting convened for that purpose.
- 17.2. If the Members vote to dissolve the association, any surplus funds on the winding-up shall be distributed equally among the Members at the date of the vote to dissolve.

18. Miscellaneous matters

- 18.1. Each Member undertakes to provide to the association his/her current land address, e-mail address, telephone as often as they are changed together with all information that may be required to communicate with him/her.
- 18.2. Association privacy policy is strong and precise. It complies fully with the Data Protection Act 2018 which is at <http://www.legislation.gov.uk/ukpga/2018/12/contents/enacted>.
- 18.3. In any case where any part or provision of these Rules is held to be unlawful, void or unenforceable, then that part or provision shall be deemed to be removed from these Rules so as to leave valid and enforceable the remainder of the Rules.
- 18.4. Any communication to be served on the association or to the Members shall be delivered by hand or sent by first class post or recorded delivery or by e-mail.



It shall be deemed to have been delivered:

if delivered by hand: on the day of delivery;

if sent by post to the correct address: within seventy two hours of posting;

if sent by email to the address from which the receiving party has last sent email within twenty four hours if no notice of non-receipt has been received by the sender.

- 18.5. In the event of a dispute between the Members, then they undertake to attempt to settle the dispute by engaging in good faith with the other in a process of mediation before commencing arbitration or litigation.



19. Schedule: Annual Subscription charges

Annual Membership: £6 per person.

Signed by Mercedes Cohen

Signed by Tatiana Barros

Signed by Albina Mendoza

Signed by David Cohen

Dated: 21st November 2018