



## Draft Constitution

### Council of Scottish Armigerous Clans and Families

Version 13

Edinburgh

March 2010

#### Definitions

**“Scottish Armigerous Clan or Family”** - A social group consisting of an aggregate of armigerous families who are actually descended, or accepting themselves as descendants of a common ancestor but where the group is not received by the Sovereign through the Lord Lyon as an honourable community, as for whatever reason, no living member has been confirmed by Lyon as possessing the undifferenced chiefly arms as head of the chief family of the entire group, and until such time as the undifferenced arms are confirmed on a member by Lyon, on establishing rights to, or receiving fresh grants of arms, all members will only be awarded new or cadenced arms, as collaterals to or cadets of, the heads of the individual armigerous families of the group.

**“Armigerous Family”** - In Scotland, an Armigerous family consists of those who descend from an Armiger and by virtue of their descent are entitled to bear either undifferenced or differenced versions of those arms, either by inheritance, through re-matriculation with the Lyon Court or by courtesy right.

#### I. Aims and Objectives

The Council of Scottish Armigerous Clans and Families (“the Council”), formed on [insert date], is a non-political and non sectarian body with the following objectives:-

- (a) To unite and represent Scots Armigers of Scottish Armigerous Clans which do not have a Chief recognised by the Lord Lyon, King of Arms of Scotland for whatever reason;
- (b) To set standards of best practice amongst Council Members to achieve the objectives of this constitution, in particular adherence to the Law of Arms of Scotland, clan customs and traditions and the promotion of active and well organised clan and family organisations;
- (c) To initiate and support educational, cultural or charitable projects likely to further the objectives of the Council;
- (d) To provide guidance to Council Members actively seeking to elect and appoint a Chief, through due legal process set down by the Lyon Court, or by identifying a proven successor to the last known Chief through genealogical research;
- (e) To enter into dialogue with bodies, such as the Court of the Lord Lyon and the Standing Council of Scottish Chiefs, to obtain clarification on the process relating to the recognition of clans where required;

- (f) To consult and lobby on all matters affecting the official recognition of Scottish Clans through the processes set down by Lyon Court and the confirmation of undifferenced Chiefly armorial bearings by the Lord Lyon, and to be aware of and, where appropriate, to contribute to, oppose, or to seek modification of, the activities of any individuals and organisations (public or private) and legislation, from whatever source, likely to have an impact on the rights and traditions of Scots Armigers, together with their respective Armigerous Clans and Families and to take appropriate action;
- (g) To promote awareness amongst the general public and other relevant bodies of the rights, functions, laws and historical position of Scots Armigers together with their respective Armigerous Clans and Families;
- (h) To take such steps as may seem expedient to protect the titles, honours, territorial designations, armorial bearings or other insignia of council members from misuse and to control the commercial exploitation of the same and to ensure proper standards of accuracy and quality of design; and
- (i) To take such steps as are appropriate, including the formation of other subsidiary or associated bodies, incorporated or otherwise, to generate financial resources and income of all kinds in furtherance of the objectives of the Council, provided that such steps shall not conflict with any of those objectives;

## **II Council Membership**

### *(i) Armigerous Candidate Requirements*

Full membership of the Council is open to the following persons over the age of 18 years who are: -

(a) Scots Armigers, who have been proposed for membership of the Council by the known living armigers of their Armigerous Clan; and

(b) Who are eligible to represent their Armigerous Clan, by virtue of the surname they bear and the armorial bearings they lawfully possess, either by grant or re-matriculation of the Lord Lyon, King of Arms of Scotland under the Lord Lyon Act of 1672; or

(c) In exceptional circumstances and at the discretion of the Council, non armigers may be admitted as full members of the Council; or

(d) Where the Lord Lyon has appointed a Commander to head an Armigerous Clan, whether they are Armigerous or otherwise, they alone shall be eligible for Council membership, as if they had been proposed for membership by the known living Armigers of their Armigerous Clan. This provision shall not prevent a Commander from delegating their responsibilities to a depute member.

### *(ii) Depute Council Membership*

A full Council member may submit a request to the Committee in writing that membership be granted to their tanist (nominated heir) or alternatively, to a person they designate as their representative either temporarily or permanently. Such persons shall be known as depute members and must act only within the terms of their commission from the full member. The Committee must approve all requests for and amendments to depute membership, including the selection of any depute members. Depute members shall have no right to vote by postal or electronic ballot or at a meeting where the full member is present, but unless the full member has provided otherwise in his or her request, may vote at a meeting where the full member is absent.

### *(iii) Armigerous Clan Requirements*

(a) The Scots Armiger proposed for Council membership above must represent an Armigerous Clan Surname or Surnames (where the Armigerous Clan or Family consists of persons of more than one Surname) of which there is evidence that numerous persons bearing the name or names of the Armigerous Clan have a long and well established presence in Scotland over several centuries; and

(b) An active Clan or Family Society or Association exists to support the Armigerous Clan.

## **III Associate Membership**

Associate membership of the Council is open to the following persons over the age of 18 years who are:

(a) Scots Armigers who are in possession of armorial bearings granted, re-matriculated by the Lord Lyon, King of Arms of Scotland under the Lord Lyon Act of 1672, or are borne by courtesy right and who are not full Council members; and

(b) Advisers appointed to the Council whether Armigerous or otherwise.

## **IV Supporting Membership**

Supporting membership is open to the following individuals and corporations who support the work of the Council:-

(a) Members of Clan and Family Societies;

(b) Scottish Interest and Cultural Groups;

(c) Private and public corporations, academic institutions and heraldic bodies.

(d) Any other individuals or groups who support the aims and objectives of the Council.

## **V Admission Procedure**

### *(i) Admission under Clause II – Council Membership*

(a) In the first instance applications for membership should be submitted to the Committee from Clan or Family Societies of Armigerous Clans who wish to nominate an armigerous member of their Armigerous Clan for full Council Membership under Clause II. Adequate proofs should be submitted to the Council to demonstrate that they have taken all reasonable efforts to trace and contact all living armigers of their Armigerous Clan to notify them of their eligibility for Council membership, along with a completed membership application form available from the secretary.

(b) In circumstances where there are armigers of Armigerous Clans who are eligible for Council membership, but for whatever reason the Clan Society is not in a position to trace the known living armigers of the Armigerous Clan and submit an application for membership on their behalf, or to submit an application within a reasonable period of time, the Committee may accept applications directly from an Armiger or Armigers of an Armigerous Clan, providing sufficient proofs are submitted to the Committee to demonstrate that all reasonable efforts have been taken to trace and contact all living armigers of their Armigerous Clan to notify them of their eligibility for Council membership and that no armigers have been unreasonably excluded from this process.

(c) In exceptional circumstances, where armigers cannot reach agreement on which from amongst them should be proposed for Council membership, the Committee may impose additional requirements on the Clan Society or the armigers of the Armigerous Clan as they consider appropriate to aid the selection of a Candidate for Council membership.

(d) Following receipt by the Committee of all required proofs and a completed membership application form, the Committee must review all relevant information provided within 60 days of their receipt to confirm the applicant armiger and their Armigerous Clan meet the criteria in Clause II above. If the applicant is found to meet the criteria above, the Committee must submit a report on the merits of the application to all Council members, no later than 30 days after receipt of the application form, either by post or electronically.

(e) The Council shall vote on each application following the circulation of the Committee's report to Council Members and a majority in favour of election shall be necessary to elect a candidate. If following a majority vote by the Council, in favour of accepting the application, the proposed armiger will be duly elected as a member and both the Clan Society of the applicant Armigerous Clan and the armigerous Council member will be duly notified in writing within 30 days of the election. Council members may submit their votes by post or electronically or in any manner approved by the Committee.

(f) If the application is found by the Committee not to meet the membership criteria in II above, the applicant armiger and the Scottish Armigerous Clan Society will be notified within

30 days of the decision and the reasons of the Committee for refusal along with any guidance for re-submittal of their application.

(g) If either the applicant armiger or Armigerous Clan are found to be ineligible for Council membership, a fresh application form may not be re-submitted for membership within five years following the decision of the Committee to refuse the original application. The above time bar will not, however, apply where an application for Council membership is rejected due to reasons which can be easily rectified to the satisfaction of the Committee within 60 days of the decision to refuse the original application. In such cases the Committee will advise on any amendments to the application form or proofs which may be made to allow the application to be re-submitted successfully.

***(ii) Admission under Clause III – Associate Member***

(a) Candidates for Associate member should complete an Associate membership application form available from the Secretary along with the necessary proofs of their armigerous status and submit these to the Secretary. The Committee will review the application to confirm that the applicant meets the membership criteria for an Associate member in III above and if approved, the applicant will be admitted as an Associate Member on full payment of the current membership subscriptions.

(b) Advisers appointed by the Council are required to join the Council as Associate members. Advisers must follow the same procedure for the admission of Associate members, except that they are not required to obtain the approval of the Council as Associate members following their appointment as Advisers. This requirement does not apply to professionals, such as Solicitors, Barristers and Accountants consulted from time to time by the Committee.

***(iii) Admission under Clause IV - Supporting Member***

Individuals and bodies who meet the criteria in clause IV above, should complete a Supporting Membership Application form available from the secretary and submit their completed form to the Secretary. The Committee will review the application form and if approved, the applicant will be admitted as a Supporting Member on payment of the current membership subscriptions.

**V Duration of Membership**

(a) Council membership under clause II shall be for 5 years;

(b) Depute Council membership under Clause II shall continue until the full member's term of membership who initially requested it ends, the period of the commission is valid expires, or they revoke their consent in writing either personally or, in the event of incapacity, by a duly appointed attorney;

(c) Where the member is a Clan Commander appointed by Lyon, their membership shall continue for the duration stipulated in their Commission from the Lord Lyon. If no duration is stipulated, their membership term shall be 5 years.

(d) Associate membership under Clause III shall be renewable annually;

(e) Supporting Membership under Clause IV shall be renewable annually.

## **VI Suspension and Expulsion**

### *(i) Grounds for Suspension or Expulsion*

(a) Any member (Full, Associate and Supporting members) may, following investigation by the Committee, be suspended or expelled for any of the following reasons:-

(b) Failure to conform with the provisions of this Constitution;

(c) Any unethical, unlawful or immoral conduct unbecoming a Full, Associate or Supporting member and calculated to bring the Council into disrepute;

(d) Failure to continue to meet membership, eligibility or financial requirements or obligations;

(e) In the case of Council and Associate Members, any acts or omissions which are contrary to the objectives of the Council and which, in the opinion of the Committee, are incompatible or conflict with Full, Associate or Supporting membership.

(f) Any representations made to the Council by a Full, Associate or Supporting member, which are in the opinion of the Committee misleading or fraudulent;

*(ii) Suspension and Expulsion Procedure*

(a) Upon credible and sufficient information being laid before the Committee that an event has occurred that would constitute grounds for suspension or expulsion of any member, it may suspend such a member by a simple majority vote.

(b) Any person who is alleged to have so acted shall be requested to attend a meeting of the Committee of the Council to answer the complaints. In the event that the Committee upholds any such complaint they shall submit a report, in writing to all members of the Council and a motion tabled to approve expulsion at the next Annual General Meeting or an Extra-ordinary General Meeting which may be called specifically, but not necessarily exclusively, for this purpose. A simple majority in favour of expulsion shall be required but a postal or electronic ballot may be conducted. The postal or electronic ballot will be conducted in the same manner as for the election of members.

**VII The Committee And Office Bearers**

The Office Bearers of the Council shall be the Convenor, the Vice-Convenor, both of whom must be full members of the Council, the Secretary, membership Secretary and the Treasurer, who may be Full or Associate members, along with three regular Committee members of the Council who must be full Council members. The functions of the Committee shall be as follows:-

(a) The Convenor shall act as Chairman of all Council meetings and of the Committee.

(b) The Vice-Convenor shall act as Convenor in his or her absence.

(c) The Secretary shall carry out all normal secretarial duties and shall prepare reports to the Council and Committee on all activities of the Council. He shall advise the Council on legal and heraldic matters as necessary, and shall pursue the objects of the Council using due professional skill and judgement. The Secretary does not have to be a Council member to qualify for office.

(d) The Honorary Treasurer shall be responsible for the collection of all monies due to the Council and for the operation of its bank accounts. He or she shall maintain full financial records of the Council's affairs and, at the end of its financial year, shall present those records to the Independent Examiner for scrutiny. An Income & Expenditure account shall be drawn up and a Balance Sheet constructed for presentation to the members at the Annual General Meeting. Two Office Bearers must sign these accounts and a signed statement by the Independent Examiner must be appended. The Treasurer shall, after consulting the Council's Stockbrokers or Bankers, make recommendations to the Committee about the investment of any surplus funds. The Treasurer does not have to be a Council member to qualify for office.

(e) The Membership Secretary is responsible for the collection of membership subscriptions and the processing and recording membership application forms and supporting documentation. The membership secretary does not have to be a full Council member to qualify for office.

(f) The Treasurer, the Convenor, the Vice-Convenor and the Secretary shall be authorised signatories as regards the Council's bank accounts. Any two of these must sign all cheques issued on the bank accounts. The Treasurer shall not be remunerated but may be reimbursed for any expenses incurred in the course of carrying out the Treasurer's duties.

(g) The Secretary and Treasurer shall be entitled to seek the approval of the Committee to retain the assistance of professionals such as Solicitors, Barristers and Financial Advisors they require to better enable them to perform any duties or tasks required by the administration or promotion of the Council's objects. For the purposes of this Constitution, professional advisers will not be deemed to have been appointed to the Council and do not require to join as Associate members.

(h) The Committee may seek the Council's consent, to appoint any advisers it requires to further the objects of the Council for any required duration, for example, heraldic or genealogical advisers. Where the Council appoints an adviser by voting on a simple majority in favour of an appointment, advisers must join as an Associate member. The appointment and removal of an adviser shall be at the discretion of the Council.

(i) Three full Council members shall be called to serve on the Committee to undertake any duties allocated by the Committee.

### **XIII Accounts**

The Financial year of the Council will end on 30th April. The audited accounts will be presented at the next available Annual General Meeting for approval. The Independent Examiner (who may be a full, Associate or Supporting member of the Council, if duly qualified) shall be appointed by the Annual General Meeting each year.

### **X Administration**

(a) The Council shall meet in general session at least once each calendar year. A meeting, which shall be the Annual General Meeting, shall be held between May and August and which be mainly but exclusively held in Scotland. In the absence of the Convenor and Vice Convenor any member of the Committee shall be entitled to the chair or such other person as the meeting may approve. The quorum of any general meeting shall be six and if a quorum is not present at the commencement of any general meeting, the Convenor shall adjourn the meeting for a period not exceeding one hour. At the expiry of that adjourned period if there is still no quorum, the general meeting shall stand adjourned to a date to be intimated to all

members of the Council in writing and which shall be no less than twenty eight days hence. At any such adjourned meeting, the members attending shall be deemed to be a quorum. No business shall be transacted at such adjourned meeting except as tabled on the agenda of the earlier meeting.

(b) The Annual General Meeting shall receive and approve the Annual Accounts of the Council and the Reports of the Office Bearers. It shall also appoint the Office Bearers for the ensuing year, elect new members, other than when a postal ballot has been requisitioned, appoint the Independent Examiner of Accounts and fix any subscription, levy or financial contribution to be paid by members to enable the administration of the Council to be carried out and its constitutional objects attained.

(c) The Committee of the Council shall consist of the Office Bearers *ex officio* and no more than fourteen members elected each year by the Annual General Meeting. The quorum of the Committee shall be three. The Committee shall have the power to co-opt any full member to fill Committee vacancies until the following Annual General Meeting. The Committee shall have no specific functions or powers, save as specifically especially provided by the Constitution, and shall meet as and where required at the direction of the Convenor or their absence the Vice Convenor. The Committee shall consider such business as has been delegated to it by the Council from time to time or matters arising there from including reimbursement of any necessary expenses incurred. The Committee shall also assist in directing the Secretary with advice on matters raised by him through the Convenor.

(d) The Committee shall be entitled to form additional sub-committees or working parties to research and report on any specified topic and to co-opt any person to such bodies, as they think fit. Each sub-committee shall consist of a Chairman who shall be a member of Committee together with such other committee members or co-opted persons as shall be necessary up to a maximum of four persons in total.

(e) The Committee is authorised under this constitution to publish guidelines, discussion, consultation and information documents to aid the interpretation of this Constitution and to further the objectives of the Council.

## **XI Extraordinary General Meeting**

Full members of the Council shall be entitled to requisition a General Meeting of the Council by lodging with the Secretary a written requisition together with a note of the matters to be discussed or proposed at the said meeting. The requisition shall be signed by at least two thirds of full members of the Council. The Secretary shall thereafter summon a meeting, giving at least sixty days clear notice of the date and place of the same and a copy of the requisition and proposed agenda or motions. The Convenor shall chair the meeting or, in his absence, the Vice-Convenor or a member of the Committee. In the event that no such persons are present, the meeting may elect any other full member to preside. The above procedure

must be followed if it is decided that the affairs of the Council should be wound up. In such an event all assets held by the council should be used to settle any outstanding financial obligations and the remaining balance should be gifted to the Heraldry Society of Scotland.

## **XII Amendments to the Constitution**

Any amendment to the Constitution shall require to be agreed by the Committee and passed by an Annual General Meeting or Extraordinary General Meeting by majority of two thirds of full members attending and eligible to vote. Any motion to amend the Constitution must have been intimated to the Secretary at least sixty days prior to the date of the meeting at which it is to be tabled. The Secretary shall intimate the motion or motions to amend to all members of the Council at least thirty days prior to the meeting. At any meeting where amendments to the Constitution are proposed, on a motion supported by no less than ten full members eligible to vote, the amendments shall be referred to a postal ballot of all members. Any such postal ballot will be held in the same manner as a ballot for the election of members.