

Charities and Trustee Investment (Scotland) Act 2005

Scottish Charitable Incorporated Organisation

DIRLETON COMMUNITY ASSOCIATION

SC053699

**Proposed Changes to Constitution at AGM-2025**



## Dirleton Community Association Proposed Changes to Constitution



### **Synopsis**

Following the incorporation of the Dirleton Community Association (DCA) in November 2024, the DCA has become involved with several property related projects.

The Office of the Scottish Charity Regulator (OSCR) and the Community Land Team (CLT) have made changes to the overall Constitution template for an SCIO group to reflect changes in the law and to enable SCIO groups to register interests in Community properties.

The DCA constitution was built using a template from 2023 which, while current at the time of incorporation, is no longer suitable for the aims of the DCA.

Work has been undertaken, starting with the latest template, to develop it into an appropriate DCA constitution.

This document outlines the main changes from the current constitution and should be read in conjunction with the proposed DCA Constitution (V2-02 of 3rd November 2025).

The Proposed constitution may be obtained from the Village Website at

**<https://dirletonvillage.org/dca-agm-2025>**



# Dirleton Community Association

## Proposed Changes to Constitution



### Version Control

This and all subsequent documents are subject to version control. Please ensure you are viewing the latest version of this document.

Documents published on the Dirleton Village Website will show their version and highlight the latest/current version.

Please note that versions become uncontrolled once printed, and therefore reference to the latest online version is to be encouraged.

Version Numbering follows the format:

**VN-nn of ddmmyyyy**

Where:

N is replaced by the major version (largescale document changes)

nn is replaced by the minor version (standard changes of the document)

dd, mmm, yyyy are replaced by the date, month and year respectively.

e.g. **V1-23 of 01Sep2024**

This format allows for multiple changes in a single day.

### **Version Changelog**

Version	Date	Changes made	Author
V1-01	31Oct2025	Initial Document	MJH
V1-02	02Nov2025	Amendments in structure	MJH
V1-03	03Nov2025	Published Version	MJH



# Dirleton Community Association

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# Dirleton Community Association

## Proposed Changes to Constitution



### Executive Summary

Changes required can be classified as:

- Minor Changes
- Specific Changes

### Minor Changes Summary

- Cross Referencing issues from old clauses
- Updating of general Definitions
- Ensuring timescales match over clauses

### Specific Changes Summary

Definition of Community	The OSCR require a more rigid definition of community area. Following their recommendation using of Postcode Units is proposed. See Appendix A for a list of Postcode Units to be used.
Numbers of Trustees	The Number of Elected Trustees and ratio of Elected to Co-Opted needed to be amended to suit the DCA purposes.
Appointment of Trustees	The current constitution records names in the appointment clause. These must be removed to avoid problems with future appointments.
General Meeting Quoracy	Amended in line with SCIO recommendations
Chairperson of Meetings	Amended to allow for any of the Elected trustees to chair meetings on a rota basis.
Communication Media	Definitions introduced to allow for electronic means such as Email and web-based communications.
Young Persons Representation	Redefined to allow for suitable representation when required.
Operational Running of the DCA	The Trustee Board structure does not lend well to a co-operative committee structure for day-to-day operations. In order to have a wider ranging DCA Committee the Trustee Board can delegate powers to a newly formed Operations Sub-Committee with a makeup very similar to the current DCA Committee.

A fuller explanation of each of the specific items is detailed below.



## Explanation of Specific Items

### Definition of Community

#### Issue(s)

The existing definition of "... *benefit of the Community of Dirleton as defined by the village of Dirleton along with the settlements of Archerfield village, Fenton Barns, Ferrygate farm and cottages ("the Community")* ..." is deemed by the OSCR as being imprecise.

#### Resolution(s)

Use one of the approved definition methods. After some research the most expedient is to use postcode units i.e. those postcodes that cover the community area.

#### Change(s)

" ... benefit of the Community of **Dirleton, Archerfield, Ferrygate and Fenton Barns** as defined by the postcode units in **Schedule 2** annexed below ("**the Community**") ..."

Each of the sub clauses also require the wording changing to refer to the correctly defined community

#### Clauses affected

Clauses 4, 5.1, 5.2, 5.3

**Appendix A contains the proposed Postcode unit definition for the DCA.**



## Dirleton Community Association Proposed Changes to Constitution



### **Numbers of Trustees**

#### Issue(s)

In order to allow for co-opted trustees and have a majority elected trustee board the numbers need changing.

#### Resolution(s)

SCIO recommendations are:

- Total Trustees = 13 of which
  - Elected Trustees minimum of 3, maximum of 10
  - Co-opted Trustees maximum of 3

Note - Elected trustees must be in a majority over co-opted trustees at all times.

#### Change(s)

#### Clauses affected

Clauses 43, 44.1, 44.2, 48



## Dirleton Community Association Proposed Changes to Constitution



### **Appointment of Trustees**

#### Issue(s)

There must not be any named individuals - otherwise this can override elected trustees.

#### Resolution(s)

SCIO recommendations are to revert to approved wording.

#### Change(s)

Wording to change to "From and after the first General Meeting (GM) of the organisation, the Board shall comprise of the following individuals (a majority of whom shall always be Elected Charity Trustees) elected by the Ordinary Members through the voting procedure set out in the Constitution. It is then the responsibility of the elected Board to determine whether to appoint any Co-opted Trustees"

#### Clauses affected

Clause 44 and subsections.





## Dirleton Community Association Proposed Changes to Constitution



### **General Meeting Quoracy**

#### Issue(s)

SCIO rejected the original minimum quorum figures of "8 or 2%"

#### Resolution(s)

Update to minimum of "8 or 10%"

#### Change(s)

#### Clauses affected

Clause 32



## Dirleton Community Association Proposed Changes to Constitution



### **Chairperson of meetings**

#### Issue(s)

SCIO will not accept anything other than elected trustees as chairpersons at meetings.

DCA wants to be a little flexible about the chairperson at meetings.

#### Resolution(s)

Change clause to have rotating chairperson only from elected trustees.

#### Change(s)

Added "*The board may decide to have the chair of meetings set on a rota basis of all the Elected Trustees.*"

#### Clauses affected

Clause 31



## Dirleton Community Association Proposed Changes to Constitution



### Communication Media

#### Issue(s)

Written form is specified as communication media in many clauses. This implies traditional written form. The DCA wishes to use other forms such as email.

#### Resolution(s)

Add a definition to indicate the use of electronic means in addition to written forms.

#### Change(s)

Add definition of:

**"Written Communication"** means traditional paper or electronic means such as email and web-based communication.

#### Clause(s) affected

Clauses 10 ,11, 12, 13, 19, 36, 38, 61, 95, 97



## Young Persons Representation

### Issue(s)

The template is slightly rigid in definition of representation for Younger persons.

The DCA wishes to allow for a better definition of Young Persons representation should it be needed.

### Resolution(s)

Change Clause to allow a more flexible definition.

### Change(s)

Changed Clause reads:

*Should there be an interest or request for youth representation on the Board, the Board shall have the authority, following each Annual General Meeting, to co-opt a Youth Representative. This individual may either be:*

- a person nominated by the Junior Members from among their number (aged 12-15), or*
- a young person identified by the Board to represent the views and interests of the younger community (aged 16-24).*

*The Youth Representative may be co-opted as a co-opted Charity Trustee, subject to eligibility and Board approval. Where the Youth Representative is not appointed as a co-opted Charity Trustee, they shall nonetheless be entitled to attend all meetings of the Board in a non-voting capacity and shall have the right to contribute to discussions, particularly on matters affecting young people in the Community.*

### Clause(s) affected

Clauses 49.1



## Operational Running of the DCA

The SCIO constitution has the Trustee Board as the controlling body for the DCA. There are strict limits on the number who may sit on the board and whether they are elected/co-opted (see Above - Numbers of Trustees).

The DCA has a reasonably large and varied committee that does not easily fit into the Trustee Board profile (numbers / ratio).

There is a provision under clause 89 to allow for delegation of tasks to sub-committees (within specific guidelines).

The proposal is that the Board shall form and delegate day to day operational matters to a "**DCA Operations Sub-Committee**" which shall consist of the mandatory Board Trustee and a number of DCA members with specific expertises for the running of the Organisation.

This group can be supplemented as required for specific reasons.

The group will report regularly to the main Trustee Board, who will have final approval on actions required.

The normal makeup of the Ops Committee shall be:

- Treasurer
- Membership Secretary
- Minutes Secretary
- Planning Matters
- Conservation Matters
- Fete & Games Liaison (and Christmas Lights)
- Archerfield Representative
- Dirleton Castle Liaison
- Education Advisor
- Website & IT Responsibility
- Community Council Representative (Ex-officio)

In a similar way the Trustee board may form specific project sub-groups which will only focus on their particular remit.

## Appendix A - Proposed Postcode Unit Definition

The following Postcode units represent the DCA Community Area.

Postcode	Street / Area	Postcode	Street / Area
EH39 5AD	The Paddock	EH39 5EL	Manse Road - West and North to Boundary
EH39 5AF	Fenton Steading	EH39 5EN	Radar Station
EH39 5AG	Queenston Bank	EH39 5EP	Manse Road from E Lodge to Main Road (West)
EH39 5AH	East Fenton Farm and Cottages	EH39 5EQ	Main Road Water Tower etc
EH39 5AJ	West Fenton	EH39 5ER	Castle, Bowling Club
EH39 5AN	Fenton Barns Farms Cottages	EH39 5ES	Castle Park inc Village Hall
EH39 5AQ	Fenton Barns Dairy Cottages	EH39 5ET	Main Road west - Manse Road to Haliburton Terrace
EH39 5AW	Fenton New Mains	EH39 5EU	Castlemains Gardens
EH39 5BW	Central Fenton Barns	EH39 5EW	East Lodge
EH39 5DD	West End Abbotsford Road	EH39 5EX	King's Cairn area
EH39 5DH	Inverail House	EH39 5EY	Maxwell Road
EH39 5DJ	Ferrygate Farm	EH39 5EZ	Gylers Road - East
EH39 5DL	Ferrygate Cottages	EH39 5FB	The Glebe
EH39 5DN	Main Road, East End	EH39 5HA	Gylers Road - West
EH39 5DP	Harpenside Crescent - West	EH39 5HB	Ruthven Road
EH39 5DR	Ware Road	EH39 5HD	Haliburton Terrace
EH39 5DS	Yellow Craig, Caravan site, East Links	EH39 5HE	Dirleton Primary School
EH39 5DT	Foreshot Terrace - East	EH39 5HF	Chapelhill - North East sector
EH39 5DU	Castlemains Place	EH39 5HG	Chapelhill - From Main Road to The Laws inc North side
EH39 5DW	Harpenside Crescent - East	EH39 5HH	Archerfield - West Lodge
EH39 5DX	Foreshot Terrace - West	EH39 5HJ	Westerdunes Park
EH39 5DY	Fidra Avenue	EH39 5HL	Archerfield - Renaissance View
EH39 5DZ	Main Road	EH39 5HP	Ware Road From Orchard Ctg to Jcn at Lysander House
EH39 5EA	Main Road	EH39 5HQ	Archerfield - Walled Garden, Airstrip
EH39 5EB	Main Road	EH39 5HR	Archerfield - Muirfield View
EH39 5ED	Castlemains	EH39 5HS	Archerfield - The Renaissance Club
EH39 5EE	Castlemains	EH39 5HT	Archerfield - The Village
EH39 5EF	Castlemains Farm	EH39 5HU	Archerfield - Golf Club
EH39 5EG	Open Arms, Castlemains Farm Cottages	EH39 5HX	Archerfield - Pheasant Walk
EH39 5EH	Village Green Road - the Gardens	EH39 5HY	The Laws
EH39 5EJ	Manse Road - East inc Kirk and Hall	EH39 5LS	Station Road from Harpenside Cresc