



CONSTITUTION: Hill of Fiddes Community Fund



NAME of the Fund:

HILL of FIDDES COMMUNITY FUND

The Hill of Fiddes Community Fund is a sub-committee of Foveran Community Council and incorporates various local groups from within the area to disburse funds received by Vention Energy Ltd. To causes beneficial to the local community.

1. Purpose of the Fund:

- 1.1. To receive funds from Vention Energy Group Ltd (Vention Energy) generated by the Hill of Fiddes wind turbines;
- 1.2. To disburse these funds to groups or projects located normally within the area bounded by the A90 to the east, B9000 to the north, B999 to the west and the Foveran Community Council boundary to the south;
- 1.3. To disburse these funds for purposes of community benefit.

2. Management Committee:

- 2.1. The Management Committee will be appointed by the following bodies to coincide with the Foveran Community Council AGM;
- 2.2. The Management Committee shall consist of up to 12 members made up of:
 - 2.2.1. Three nominated members of Foveran Community Council appointed by that Council (normally the elected members for Udney Station, Cultercullen and Foveran village);
 - 2.2.2. Two nominated members from Udney Community Council;
 - 2.2.3. One nominated member from each of Cultercullen Parent School Council, Foveran Parent School Council, Udney Station Community Centre, Foveran Hall;
 - 2.2.4. Up to three other members decided by the Management Committee;
- 2.3. Each member will stand down after two years but may be reappointed;
- 2.4. The Management Committee will elect from its members a Chair, Vice-Chair, Treasurer and Secretary.

3. Powers:

- 3.1. To open and administer bank accounts;
- 3.2. To establish a scheme, its procedures and criteria for disbursement of these funds for community benefit. The scheme must have the approval of the Community Councils;
- 3.3. To consider applications and disburse funding in line with the scheme established at 3.2 above;
- 3.3. Decisions will be at the discretion of the Management Committee on a simple majority vote at a quorate meeting.

4. Meetings:

4.1. Management Committee meetings:

- 4.1.1. Normally there will be four meetings per annum;
- 4.1.2. These meetings will be open to the public, including Vention Energy, to observe;



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- 4.1.3. The notice for the meeting must be on notice boards and with Committee Members and Ventient Energy at least 2 weeks prior to the meeting;
- 4.1.4. The business will be to receive financial reports from the treasurer, progress reports on grants already disbursed and consider new applications to the Fund for funding;
- 4.1.5. A quorum will be 50% of actual members at the time of the meeting;
- 4.1.6. In the event of a tied vote the Chair has a casting vote;
- 4.1.7. The minutes of the Management Committee Meeting should be presented to and considered by Foveran and Udney Community Councils at its meetings;
- 4.1.8. Minutes of the Management Committee Meetings shall be displayed on Foveran CC and Udney CC websites (when developed), notice boards in Pitmedden, Udney Green, Cultercullen and Foveran Schools, Foveran Village Hall and Udney Station Community Centre, and in Foveran and Udney Community Councils' newsletters and provided to Ventient Energy.

4.2. Annual Report:

- 4.2.1. Foveran Community Council's Annual General Meeting will receive the Fund's Annual Report from the Chair and the annual independent examination of accounts where they will be open to public scrutiny and a copy will be provided to Ventient Energy;
- 4.2.2. Notice of Foveran Community Council's AGM shall be provided in writing to Ventient Energy at least two weeks prior to the date of the AGM;
- 4.2.3. It will appoint an independent examiner of the accounts for the coming year;
- 4.2.4. The Annual Report should be displayed as per 4.1.8 and in Foveran and Udney Community newsletters and a copy provided to Ventient Energy;

5. Finances:

- 5.1. The Management Committee of the Fund is empowered to open and administer bank accounts;
- 5.2. All money received by Fund shall be paid into Fund's bank accounts. All sums received from Ventient Energy shall be expended for the purposes of the Fund within two years of receipt, unless otherwise agreed with Ventient Energy;
- 5.3. Official accounts will be maintained by the Treasurer and must be made fully open to the appointed examiner;
- 5.4. Funds cannot be used to pay Committee members except for legitimate expenses as agreed by the Management Committee in advance;
- 5.5. The Treasurer, Chair and one other Management Committee member will be signatories;
- 5.6. Each cheque to have a minimum of two unrelated signatories;
- 5.7. The accounting year shall run from 1 April-31 March.

6. Conduct, complaint and resolution:

- 6.1. Every member of the Management Committee must behave according to the guidelines laid down in the Handbook for Community Councils;
- 6.2. All complaints about a decision or conduct of a member must be referred to the Chair of the Management Committee at least 2 weeks prior to the next Management Meeting. Any complaints



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about a member of the Management Committee must be referred to the Chair of the Foveran Community Council who will appoint an independent person(s) to investigate and determine the complaint;

- 6.3. If the complaint is upheld, the outcome can be that the member is removed from the Management Committee and/or the decision is re-determined.
- 6.4. The Chair of the Community Council (or the substitute nominated from the Community Council if the Chair is an interested party) will determine any further appeal or complaint arising from any determination. The Chair's decision is final.

7. Procedures for altering the Constitution:

- 7.1. The Constitution can only be altered at the Foveran Community Council's AGM or at an Extraordinary General Meeting called by Foveran Community Council specifically to change the Constitution;
- 7.2. In advance of the AGM or EGM at which the proposed changes are to be considered, Ventient Energy must be informed of the proposed changes and given a minimum of [four] weeks in which to make representations concerning the proposed changes;
- 7.3. In considering the proposed changes, the AGM and the EGM shall only take into account the Purpose of the Trust and any representatives received from Ventient Energy under clause 7.2;
- 7.4. Any decision to alter this Constitution needs a majority of 2/3 of the Management Committee present.

8. Dissolution:

- 8.1. If there are no appointees for the Management Committee and/or its meetings are fail to meet its quorum three times in a row, an Extraordinary General Meeting will be called, stating the reason, and according to the notice procedure as for an AGM (including notifying Ventient Energy in accordance with clause 4.2.2 of this constitution). It may decide to dissolve the Fund but needs approval to do so by 2/3 of the Actual Management Committee;
- 8.2. If the EGM decides to dissolve the Fund, any residual funds in the bank accounts of the Fund shall be returned to Ventient Energy prior to the dissolution occurring;
- 8.3. In the event of a Community Council not functioning, the matter falls to its successor.