

# HEREFORDSHIRE WALKING

## GROUP CONSTITUTION

### 1. Adoption of the Constitution

1.1. The group and its property will be administered and managed in accordance with the provision in this constitution.

### 2. Name and Area of Benefit

2.1 The name of the group shall be 'Herefordshire Walking' and hereafter referred as 'The Group'

2.2. The area of benefit shall be Herefordshire and adjoining counties.

### 3. Aims & Objectives

3.1. To organise and manage the annual Herefordshire Walking Festival

3.2 To increase the awareness of Offa's Dyke country in Herefordshire and its relationship to the Path along its entire length and on both sides of the border

3.3 To increase the awareness of the history & heritage of the county through walks focussing on the archaeology, geology, ornithology, heritage, estate management, photography, local heroes, literature & landscape

3.4 To increase awareness of the diversity and excellence of Herefordshire produce

3.5 To provide a pilot for the local walking festivals based on the Herefordshire market towns.

3.6 To work in partnership with the community, business, relevant groups and local authorities to achieve these aims.

3.7 To enable a website and other marketing provision which support the objects of the Group.

### 4. Powers

In order to carry out the aims and objectives, the Group will have the power to:

4.1 raise funds, receive grants and donations

4.2 apply funds to carry out the work of the Group

4.3 co-operate with and support other groups with similar purposes

4.4 do anything which is lawful and necessary to achieve the purposes

4.5 co-opt other members to the Steering Committee as appropriate

## **5. Steering Committee**

5.1 In order to carry out the aims & objectives of the Group, it shall be managed by a Steering Committee, who will serve as the committee until election at the Annual General Meeting (AGM), thereafter it is The Committee. The Committee shall be elected at the Annual General Meeting.

5.2 The Committee shall be from within the Group and shall be free from any pecuniary interest. The committee must declare any (or likely) interest (financial or otherwise) in the business of the meetings and will be excused from voting on the said subject.

5.3 The Committee shall retire with effect from the Annual General Meeting following their election and shall be eligible for re-election at that Annual General Meeting. Nominations for the committee must be proposed and seconded prior to the AGM and must be with the Secretary at least 48 hours prior to the meeting.

5.4 The Committee shall consist of a Chair, Secretary and Treasurer and any other officers as the Committee may decide upon.

5.5 The Committee shall decide where and when it should meet but no less than three times in a year. Minutes of the meeting shall be kept.

5.6 Three members of the Committee shall constitute a quorum for a meeting.

5.7 In the event of any question arising on any matter upon which the constitution is silent, the Committee shall have the power to decide the issue and the decision will stand until it is put to the next AGM.

## **6. Special or Standing Committees**

6.1 The Committee may appoint any special or subcommittee from time to time, as it deems necessary.

6.2 The Committee shall decide the terms of reference for any special or standing committee.

6.3 No committee appointed under this clause shall spend or commit the assets of the Group without the prior approval of the Committee.

## **7. Membership**

7.1 Membership shall be open to all people who support the aims & objectives of the Group, are aged 18 or over and who apply in writing to, and are approved by, the Committee become a member. Once accepted, membership lasts for 1 year and may be renewed on an on-going basis.

7.2 Membership is automatic for walk leaders and backmarkers in that year's Walking Festival.

7.3 An annual membership fee may be agreed at the Annual General Meeting (AGM) and will be payable by all members.

7.4 A member of The Committee will keep an up-to-date membership list.

7.5 Membership shall be terminated if the member resigns, ceases to offer service, dies or if the Group ceases to exist.

7.6 The Committee may remove a person's membership if they believe it is in the best interests of the group. The member has the right to be heard by the before the decision is made and can be accompanied by a friend.

## **8. Organisations**

8.1 Any organisation which supports the aims & objectives of the Group may apply to the Committee for membership.

## **9. Finance**

9.1 All monies received shall be paid into a bank account in the name of the Group. All cheques shall be signed by the Treasurer and any one of three named signatories approved by the committee

9.2 The Treasurer shall keep proper financial records and shall report regularly to the Committee. The Treasurer shall also be responsible for the preparation annually of Group income and expenditure accounts for the preceding financial year and a balance sheet showing the assets and liabilities at the end of that year.

9.3 The Group's financial year shall commence on 1<sup>st</sup> October and run to 30<sup>th</sup> September.

9.4 Money and property must only be used for the Group's purposes.

9.5 Members of The Group cannot receive any money or property from the Group, except to refund reasonable out of pocket expenses at the discretion of the Committee.

## **10. Annual General Meeting – AGM**

10.1 An AGM must be held each year, within five weeks of the end of the Group's financial year. At least 14 days notice of the date, time, place and agenda for the meeting must be given to all members. Minutes shall be kept.

10.2 The business of the AGM shall include but not be limited to; consideration of the Group's financial status, Officer's reports, the election of the Group's officers and Committee.

10.3 No business shall be transacted unless there are at least 7 members present.

10.4 Every member has one vote

10.5 The Committee shall present the annual report and accounts.

10.6 The meeting shall be conducted by the Chair of the Committee or by another member nominated by the Committee.

10.7 The Chair shall have a casting vote when the numbers voting for or against a resolution are equal.

## **11. Extraordinary General Meetings - EGM**

11.1 An Extraordinary General Meeting (EGM) maybe called at any time by the Committee or by any Group member by petition to the Secretary. The petition must be signed by at least six members of the Group.

11.2 If a meeting is called by petition, the Secretary must give seven days notice to members with an agenda for the meeting.

11.3 If a vote is taken on any proposition submitted to the EGM the proposition shall be approved by a simple majority of voters present. In the event of equal votes for and against any proposition, the chairman shall have the casting vote.

11.4 No amendments may be made to Clause 9.4 (Finance).

## **12. Alterations to the Constitution**

12.1 Resolutions to alter the constitution may be made at any AGM or EGM convened as detailed above and must be approved by a two thirds majority of the members present and voting

12.2 In the event of a proposal to change the Constitution 14 days notice must be given to the membership with an agenda for the meeting. Minutes shall be kept.

## **13. Dissolution**

13.1 A resolution to dissolve the Group may be passed at any AGM or EGM.

13.2 In the event of dissolution, the assets shall be applied to purposes in keeping with the objects of the Group.

13.3 All books and documents of the Group shall be placed with such a person or organisation for safe keeping as the Special General Meeting shall decide.

## **14. Adoption of the Constitution**

14.1 This constitution was adopted on ..... by the members of the Group attending the AGM on Wednesday, 10<sup>th</sup> September, 2014

Chair

Secretary