

THE RAMBLERS ASSOCIATION – NOTTS, DERBY & STAFFORDSHIRE 40’s WALKING GROUP CONSTITUTION

1. NAME AND DEFINITION

The organisation is a local Group of the Nottinghamshire Area of the Ramblers' Association and its name is the Ramblers' Association Notts, Derby & Staffordshire 40’s Walking Group. The above bodies are hereafter referred to as 'the Area', 'the Association' and 'the Group'.

***2. OBJECTS**

The objects of the Group are to further within the territory specified in the succeeding clause the objects of the Association in such ways as the Area governing body may from time to time decide and subject to the overriding control of the General Council of the Association.

3. TERRITORY

The Group shall function in Nottinghamshire, Derbyshire and Staffordshire or such other territory as may be agreed with the governing body of the Area from time to time.

***4. MEMBERSHIP**

Membership of the Group shall consist of all individual members of the Area as are allocated to the group by the Executive Committee in accordance with the RA’s Memorandum and Articles of Association and standing orders.

***5. RELATIONS WITH THE AREA AND THE ASSOCIATION**

The Group shall act in agreement with the Area governing body and the Executive Committee of the Association, as laid down in Clause 5 of the RA’s Articles of Association.

6. MANAGEMENT

- (i) Subject to the directions of any Annual or Special General Meeting as to the exercise of its powers, the management and control of the Group shall be vested in a Committee which shall consist of the Honorary Officers and as many members of the Group as the Annual Meeting shall from time to time decide, with a minimum of three. All members shall retire annually, but shall be eligible for re-election.
- (ii) The Committee shall decide when and where it shall meet.
- (iii) Five members shall form a quorum.
- (iv) It shall have power to co-opt two additional members.

- (v) It shall have power to fill casual vacancies.
- (vi) It shall report regularly to the governing body of the Area.
- (vii) A special meeting of the Committee shall be called by the Secretary as soon as may be on the request of the Chairman or no less than three members of the Committee.

7. **OFFICERS**

- (i) The Honorary Officers of the Group shall be a Chairman, a Treasurer, a Secretary and such other officers as the Group in General Meeting may determine, to be elected at the Annual Meeting.
- (ii) They shall retire at the Annual Meeting following their election, but shall be eligible for re-election.
- (iii) The Committee shall have power to fill vacancies.

8. **SUB-COMMITTEES**

The Committee shall have power to appoint sub-committees and to determine their powers and terms of reference.

9. **RESIGNATION OR RETIREMENT**

Any member of a Committee shall vacate his office if:

- (i) he gives notice of his intention to resign and his resignation is accepted.
- (ii) he fails to attend three consecutive meetings of the Committee as may be convened unless the failure to attend was due to some reason approved by the Committee.

10. **ANNUAL GENERAL MEETING**

In the first quarter of each financial year the Committee shall convene an Annual General Meeting of the Group, of which not less than fourteen days' notice shall be given in writing to each member of the Group, and which all members of the Group shall be entitled to attend, to:

- (i) Consider the Annual Report of the Committee and the Group income and expenditure accounts for the preceding financial year, a balance sheet showing the assets and liabilities at the end of that year and the auditor's certificate.
- (ii) Appoint the Honorary Officers.
- (iii) Elect the Committee.
- (iv) Appoint an auditor or auditors.
- (v) Discuss and consider motions, notice of which shall have been given in writing to the Secretary.
- (vi) Vote on any proposals to amend this constitution in accordance with clause 14 hereof.
- (vii) Appoint representatives to the governing body of the Area.

11. **SPECIAL GENERAL MEETING**

The Chairman or the Secretary may at any time, and shall within 21 days of receiving a request to do so, signed by not less than one twentieth of the members of the Group with a minimum of ten members, and giving reasons for the request, call a Special General Meeting, of which fourteen days' notice shall be given. The notice of the meeting shall contain notice of the matters to be discussed and the terms of any motions which it is intended to move.

12. **FINANCE**

The Hon Treasurer shall keep proper financial records, shall report regularly to the Committee, and shall be responsible for the preparation annually of Group income and expenditure accounts for the preceding financial year, a balance sheet showing the assets and liabilities at the end of that year, and for their submission to the Group's auditor.

*13. **DISSOLUTION**

If, in the event of the dissolution of the Group, confirmed by a majority of those present and voting at a General Meeting of the Group, there remains after the satisfaction of its debts and liabilities any property whatever, it shall be transferred to the Area.

*14. **ALTERATIONS TO THE CONSTITUTION**

- (i) Insofar as any alteration or amendment is not inconsistent with the RA's Memorandum and Articles of Association and standing orders, this Constitution may be amended subject to approval by the Area governing body at any General Meeting, in accordance with the approval of a two-thirds majority of members present and voting, but those clauses marked with an asterisk may not be altered without the permission of the Executive Committee of the Association.
- (ii) Any proposal for such alteration must be delivered in writing to the Secretary of the Group not less than twenty-eight days before the meeting of the Group at which it is to be discussed and not less than fourteen days' notice of this meeting, giving the terms of the proposed alteration, shall be given to the members of the Group.

15. **NOTICE**

The accidental omission to give notice of a meeting or the non-receipt of a notice of meeting by any member shall not invalidate any proceedings or resolutions at any meeting of the Group or any committee.