



Final Draft Copy

STROUD RAMBLING CLUB

CONSTITUTION

FOUNDED JULY 1953

1ST ANNUAL GENERAL MEETING 3RD SEPTEMBER 1954

**Revised incorporating all amendments approved at Annual General Meetings up to and including 19th
November 2004**

1 NAME, BADGE & COLOURS

- (i) The name of the club shall be STROUD RAMBLING CLUB hereinafter called “the Club”.
- (ii) The Club badge shall incorporate predominantly the Club colours.
- (iii) The Club colours shall be green and gold.

2 ~~OBJECTS~~ OBJECTIVES

- (i) The ~~objects~~ **objectives** of the Club shall be to arrange a programme of rambling, ~~youth hostelling, mountaineering, caving, and cycling, canoeing, pony trekking rock climbing & other similar outdoor pursuits;~~ to encourage a greater knowledge, love & care of nature & the countryside by lectures & travel; the preservation of the countryside; to arrange social & cultural activities; to promote good fellowship amongst its members and to further the objects of those national organisations to which it is affiliated.
- (ii) The Club shall be non-political & non-sectarian.

3 RELATIONSHIP WITH OTHER BODIES

- (i) The Club shall be affiliated to the Ramblers’ Association & to other bodies as the AGM may authorise

Affiliation which may benefit an organisation financially under the terms of Automatic Dissolution as outlined in Section 11 must be authorised by the AGM and explicitly named in under Section 3 (I).of the clubs Constitution

4 MEMBERSHIP

- (i) Full Membership of the Club shall be open to any individual of 18 years of age & over who accepts its Constitution & Rules.
- ~~(ii) Junior Membership shall be open to persons between 12 ~~16~~ & 18 years of age who accept the Constitution & Rules. Membership shall be free of charge. Junior Members shall have the right to vote at any Annual General or Extraordinary General meeting, but they shall not have the right to be nominated for, or be elected to, any Office, Committee or Sub-Committee of the Club. Children between 5 years & their 12th Birthday Children under 18 may be enrolled as Young Members. Membership shall be free of charge. Young Members shall not have the right to vote at any Annual General Meeting or Extraordinary General Meeting. They shall not have the right to be nominated for, or elected to, any Office, Committee or Sub-Committee of the Club. Children admitted to this class of Membership shall not be entitled to attend any meeting, ramble or other function of the Club unless accompanied by a parent or guardian, who must be an adult member of the Club. The parent or guardian shall accept full legal responsibility for the Young Member in his or her charge, & no responsibility whatsoever for injury to the child, or damage to property or person caused by the child shall be attached to the Club or its officers. Young Members shall not be deemed to be entitled to receive a programme or other documents.~~

All young people under the age of 18 shall have free membership. They will not have the right to be nominated for, or be elected to, any office, Committee or sub-committee of the Club, or to vote

Children under 12 shall not be entitled to attend any meeting.

- (iii) The General Committee shall have power to refuse Membership to, or suspend or cancel Membership of any person. The General Committee shall not be required to

give their reasons for refusing admittance to an applicant or for cancelling the Membership of any Member.

- (iv) Prospective Members shall be granted Temporary Membership without payment of the subscription for one meet. They shall not be entitled to attend further meets until an application has been made for Membership & the appropriate subscription paid. Temporary Membership may be extended to Prospective Members for more than one meet if a section committee requires this for probationary purposes. For the purpose of the clause a meet shall be deemed to be one day.
- (v) Guests of Members may attend meets on the same conditions as Prospective Members.
- ~~(vi) Temporary Members may be charged a registration fee equivalent to 10% of the full subscription. The imposition of this charge shall be decided by the General Committee from time to time.~~
- (vii) All officially invited Clubs/Organisations will be granted membership for the duration of their visit.

5 SUBSCRIPTION

- (i) The annual subscription shall be determined by the General Committee.
- (ii) The spouse/partner of a member shall pay at a rate of 75% of the full subscription. A full-time student shall pay at a rate of 50% of the full subscription; Members, 65 years and over, may receive a discount at a rate to be decided by the General committee.

If the full subscription should not be divisible by the above proportions to give multiples of 5p then the proportionate subscriptions shall be brought to the nearest multiple of 5p.

- (iii) A subscription shall be valid from 1 October to 30 September. Payment of the subscription shall be made by ~~31st October~~ **30th September** after which period, if the subscription has not been paid, membership shall be deemed to have lapsed.
- (iv) A new Member who applies for Membership of the Club & pays a subscription after 1 August shall have that subscription allocated to the following year commencing 1 October.
- ~~(v) A Joining Fee, at a rate to be determined by the General Committee, shall be applied to all new membership applications. The fee may be waived at the Committee's discretion.~~
- (vi) Honorary Life Membership may be offered to Members or past Members of the Club who have made a significant contribution to the activities of the Club. Such Honorary Membership must be approved of at a General Meeting of the Club & must have prior endorsement of the General Committee. An Honorary Life Member shall have full voting rights.

6 MANAGEMENT

- (i) The Club shall be managed by a General Committee consisting of a Chairman, Vice-Chairman, General Secretary, Treasurer, Membership Secretary, Access & Rights of Way Secretary, Booking Secretary, the Section Organising Secretaries, including a Social Organising Secretary & 5 other Members, all of whom shall be elected by **a show of hands or, if contested, by a** secret ballot at the Annual General meeting when they shall be eligible for re-election.
- (ii) A Member may not be elected Chairman for more than 5 consecutive years. The Member shall be eligible for re-election as the Chairman when 12 months have lapsed since the expiry of the maximum term.

- (iii) All members of the General Committee shall have a single vote which shall be cast by show of hand. The chairman shall have a casting vote only to be used in the event of a tie. A motion shall be adopted where the votes cast in favour are greater than one half of the number of those present who are eligible to vote.
- (iv) 5 Members shall form a quorum.
- (v) The General Committee shall have power to co-opt not more than 2 additional voting Members & any number of non-voting Members.
- (iv) The Chairman shall preside at all General Meetings & General Committee Meetings. In his absence the Chair shall be taken by the Vice-Chairman. In the absence of both Chairman & Vice-Chairman a Meeting shall elect one of the number to preside & the Member so elected shall be vested with the full power of the Chairman for the duration of the Meeting.
- (v) Any office holder or Member of the General Committee elected to represent the general Membership may also hold the office of Membership Secretary, Access & Rights of Way Secretary, Booking Secretary or Section Organising Secretary, including Social organising Secretary. The offices of Chairman, Vice-Chairman, General Secretary & Treasurer may not be jointly held.
- (vi) ~~An Auditor~~ **An Independent Examiner** shall be elected but shall not be a Member of the General Committee. The Auditor/ **Independent Examiner** shall have the right of access to the Minutes & Account Books of the Club at all reasonable times.
- (vii) The General Committee shall be empowered to appoint Sub-Committees for specific purposes & to determine their remit.
- (viii) The Chairman of Sub-Committees to be appointed by the General Committee.
- (ix) **At the Committee's/Sub-Committee's discretion voting on the items contained in the Agenda for any meeting may be carried out electronically and the resulting decision for each item will have the same force as if it had been made by members attending in person.**

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~~7~~ OFFICERS' RESPONSIBILITIES

- (i) ~~Whenever an Officer is present on a meet he/she shall be responsible for welcoming new Members.~~
- (ii) ~~It shall be the responsibility of the Chairman to make whatever arrangements are possible if any of the other Officers, a leader or a host should be unable to fulfil his or her obligations to the Club.~~

8 CLUB ACTIVITIES

(A) SECTIONS

- (i) The activities of the Club may be carried out by the establishment of Sections for each of the pursuits listed in the Club's objects, including social activities.
- (ii) An Organising Secretary & Sub-Committee of 4 Members may be elected at the Annual General Meeting.
- (iii) Should it not be possible to elect an Organising Secretary or full Sub-Committee at the Annual General Meeting the General Committee shall have the power to appoint Members to fill vacancies.
- (iv) A Section or Sub-Committee shall be a Sub-Committee of the General Committee & shall confine itself to organising a programme of activities & any other relevant business as may from time to time be delegated to it by the General Committee. All programmes & the expenditure of any money shall require the ratification of the General Committee.

- ~~(v) The Officers of the Club shall be ex-officio Members of all Section Sub-Committees & shall have a vote.~~
- (vi) The Chairman shall have a casting vote only to be used in the event of a tie. All Members of the Sub-Committee shall have a single vote which shall be cast by show of hand. A motion shall be adopted where the votes cast in favour are greater than one half of the number of those present who are eligible to vote.
- (vii) 4 Sub-Committee members shall form a quorum.
- (viii) The Section Sub-Committee shall have power to co-opt additional non-voting Members, but such co-option shall be subject to the ratification of the General Committee.
- (ix) The Section Organising Secretary shall keep a proper record of all Section Sub-Committee proceedings & record all decisions ~~in a Minute Book.~~
- (x) The Section Organising Secretary shall be entitled to determine regulations for the safe & efficient conduct of the activity for which it is responsible, provided they are not inconsistent with the Constitution of the Club.
- (xi) A Section Sub-Committee shall be entitled to restrict participation in the activity it organises to those Members it believes are competent to take part.
- (xii) A Section Sub-Committee shall not raise any subscriptions of its own, or hold any funds or administer any separate account.
- ~~(xiii) Each Section Sub-Committee may adopt a separate title & badge. These must have the approval of the General Committee.~~
- (xiv) If it is not possible to form a Sub-Committee under (ii), (iii) or (viii) of this section the Organising Secretary appointed at the Annual General Meeting or by the General Committee under Section 8(A)(iii) may form an ad-hoc Sub-Committee for the purpose of producing the programme of events relating to the activities of that section. The Organising Secretary will then report direct to the General Committee.

(B) GENERAL

- (i) Members taking part in any activities shall act in accordance with the directions of the leader & shall not leave the party without his knowledge & consent.
- (ii) Neither the Club nor any individual Member thereof shall be held responsible for any loss or injury sustained by members or their guests arising from their participation in Club activities.
- (iii) Transport & other travel costs incurred by members attending Club functions may be pooled at the discretion of the General Committee.
- (iv) The Meet Leader shall have the authority to refuse participation in a meet to any Member on the grounds of safety or unsuitability.
- (v) A Member may not bring animals to any Club Meets or functions unless the Member concerned has obtained the express permission of the Leader by telephoning at least 24 hours before the date of the Meet. Should a Leader give his (or her) permission, the animal must be kept under control & not cause a nuisance in any way. The animal must be kept on a lead at all times. This rule shall not apply to registered blind persons who shall be entitled to be accompanied by a guide dog at all times providing that the Leader has been consulted regarding the suitability of the Meet.

(C) LEADERS

- (i) It shall be the responsibility of the Leader to start off on time.
- (ii) Leaders are to be responsible for administering the mileage pool collections & disbursements ~~in the absence of the Treasurer.~~

(D) GRADING OF ACTIVITIES

- (i) All Meets shall be graded by a numerical system where possible.
- (ii) Grading shall determine severity rather than length.

- (iii) The General Committee shall determine the grading system except for activities covered by the various Sections, when the Sectional Committee concerned shall determine the system. All grading systems must have the approval of the General Committee.
- (iv) Grading of Meets shall be shown on the programme.
- (v) Members shall be given a copy of the system of grading.

(E) BOOKINGS FOR WEEKENDS

- (i) The Booking Secretary shall have authority to use discretion over requests from Members wishing to vary bookings for Club Weekends.

(F) DEPOSITS & CANCELLATIONS

- (i) In the event of cancellation by a Member of a booking for a meet for which a pre-payment or deposit has been made by a Member, the Club shall refund as much as possible provided no loss is incurred by the Club in so doing.
- (ii) No refund shall be made unless application is made to the ~~Treasurer~~ **Bookings Secretary** in writing within 7 days of the Meet having taken place.
- (iii) The ~~Treasurer~~ **Bookings Secretary** shall have discretion in determining the amount to be refunded & in the case of any doubt shall consult the 3 Club Officers. If they cannot agree the matter shall be referred to the next General Committee Meeting.
- ~~(iv) In every case a cancellation fee plus the meet booking levy shall be forfeited. The amount of the cancellation fee shall be determined by the General Committee from time to time.~~
- (v) In the event that the General Committee or the meet leader finds it necessary to curtail or amend the activities of a specific meet, this shall not in itself be deemed reason for a member to cancel any booking or receive refund of any deposit or prepayment.

~~(G) LIBRARY~~

- ~~(i) Items in the Library shall not be loaned to Non-Members.~~

9 FINANCE

(A) GENERAL

- (i) The Club shall be non-profit earning, any available funds being used for the promotion of the objects of the Club.
- ~~(ii) The General Committee shall direct & control all income & expenditure except for the disposal of surplus funds on dissolution.~~
- (iii) It is to be deemed a term of every contract or engagement entered into under the terms of this Constitution that the funds of the Club alone are to be liable for any debts, obligations or engagements incurred or entered into on behalf of the Club & that no Member or Officer of the Club is to be under any personal liability in respect thereof.
- (iv) The Treasurer shall collect & disburse all money & issue all receipts & invoices connected with Club events. If he/she is unable to be present he/she shall make arrangements for this to be done on his/her behalf by either the Leader, the Host, or one of the other Officers.
- (v) An account or accounts shall be opened with a bank or banks.
- (vi) The Chairman, the Bookings Secretary, the Treasurer and one other shall be signatories and the cheques shall be signed by any 2 of these. It shall be the duty of the Treasurer to notify the bank or banks of any change in the signatories.

- (vii) The Booking Secretary & the Membership Secretary shall have delegated powers from the Treasurer to collect, dispense & bank funds but shall always act in the full knowledge of the Treasurer
- (viii) In the event that any club member other than the Treasurer, Booking Secretary or Membership Secretary should receive funds from another member or third party on behalf of the club, such funds shall be transferred as soon as practicable to the Treasurer with a note of the source & reason for the funds. Where such funds are in cash, the Treasurer or officer with delegated Power, will instruct how such funds are to be deposited into the Club's accounts. Such funds shall not be passed through a member's personal account without approval of the Treasurer or officer with delegated powers

(B) COMMITTEE TRUSTEES

- (i) ~~The property & investments of the Club shall be vested in 2 trustees~~ **Two Committee Trustees, who shall be members of the Club, shall be elected at the Annual General Meeting. Their role will be to see that the constitution is adhered to.** They shall hold office while they continue to discharge their duties to the satisfaction of the Members or signify in writing their intention to resign.
- ~~(ii) The Club shall hold appropriate insurance to indemnify the trustees and the Club members to the extent of any reasonable liability resulting from the Club's activities~~
- (iii) It is the collective duty of the General Committee to ensure that any organised activity of the Club is reasonably within the scope of applicable insurance safeguarding the interests of the Club's members
- ~~(iv) Trustees may attend General Committee meetings but have no voting rights unless they are also officers on the General Committee.~~

(C) ACCOUNTS

- (i) The financial year of the Club shall be from 1 October to 30 September.
- (ii) The audited accounts shall be presented at the Annual General meeting.

(D) AUDIT

- (i) The accounts of the Club shall be audited by a person or persons appointed each year for this purpose at the Annual General Meeting.

(E) PAYMENT OF EXPENSES

- (i) Members who incur travelling or other reasonable out-of-pocket expenses in the service of the Club shall be entitled to reimbursement from the funds of the Club. Members who use their own motor transport shall be entitled to claim an allowance per mile, the rate of which shall be determined from time to time by the General Committee. The General Committee's approval must be obtained before the expenses are incurred.

(F) MEET BOOKING LEVY

- (i) The amount of the levy shall be determined by the General Committee.
- (ii) The levy shall be paid by all participants whether they make their own arrangements for accommodation or not.

(G) CHARGES

- (i) There shall be a standard charge for indoor Meets which shall be determined by the General Committee. Where food is provided the charge may be increased. These charges shall be paid by all Members & their Guests.

(H) SECTIONAL MEET LEVIES

- (i) Sections shall have authority to charge a Meet Levy which shall be charged on a daily basis. The amount of the Meet Levy must be approved by the General Committee.

(I) MILEAGE POOL

- ~~(i) A travel account shall be created. Surplus contributions shall be retained in this travel account & shall be used to pay drivers who are not conveying their full quota of passengers so that the cost to them shall be no greater than for the drivers with a full passenger quota.~~
- (ii) In the case of weekends the mileage pool shall only apply to members travelling on the official starting day & their accommodation booked by the club.
- (iii) Mileage shall be based on the journey from Stroud & all Meets shall be deemed to start from the customary meeting place or at such other place as was stated in the programme. Members living outside Stroud are expected to make their own arrangements with their driver for a place to be picked up & any settlement of any additional expense shall be the private responsibility of driver & passenger.
- ~~(iv) The travel account shall apply to all Meets at the discretion of the General Committee.~~
- ~~(v) Drivers shall only come into the pool if they make all seats in their car available to the Club from the start of the meet.~~
- (vi) All Members shall pay for the full journey from the point of departure. Children under 16 years of age & students in full-time education with an age limit of 21 participating in a Meet shall be charged half the full rate.
- (vii) The charge for participants shall be determined from time to time by the General Committee.
- (viii) Drivers will only be paid for the number of seats that they offer.**

10 MEETINGS

(A) ANNUAL GENERAL MEETING

- (i) An Annual General meeting shall be held within 2 months after the end of the Club's financial year. The business of the Annual General meeting shall be, inter alia:
- (a) to receive from ~~the General Secretary~~ **Chairman** a report on the year's activities;
 - (b) to receive from the Treasurer an audited income & expenditure account & the balance sheet.
 - (c) to receive from the Sectional Organising Secretaries a report on the year's activities;
 - (d) to receive from the Booking Secretary a report on the year's activities;
 - (e) to elect the Chairman, Vice Chairman, General Secretary, Treasurer, Membership Secretary, Access & Rights of Way Secretary, Booking Secretary, and Section Organising Secretaries including a Social Organising Secretary, **a Programme Secretary** & the General Committee of 5 Members for the ensuing year;
 - (f) to elect 2 **committee** trustees or confirm their continuing tenure;
 - (g) to elect an auditor or **Independent Examiner** ;
 - (h) to elect Section Sub-Committees including a Social Sub-Committee;
 - (i) to elect or appoint such Members to carry out such specific duties as the Annual General Meeting shall from time to time see fit;
 - (j) to authorise the payment of affiliation fees & subscriptions;
 - (k) to authorise the General Committee to appoint representatives or delegates to other bodies to which the Club may from time to time be affiliated & to pay their expenses under Clause 9(E);
 - (l) to conduct any other business of which due notice has been given to the Members.

- (ii) Nominations for Officers & Members of the General Committee shall be made to the General Secretary in writing prior to the Meeting but such nomination must be signed by 2 Members of the Club & have the consent of the nominees. The Chairman has the discretion to accept nominations during the AGM but a nomination form must be duly completed.
- (iii) Any other items for inclusion in the Agenda must be in the hands of the General Secretary at least 56 days before the date of the meeting.
- (iv) Notice of the meeting and agenda shall be sent to every Member at least 14 days before the date of the Meeting.
- (v) ~~The Chairman shall have a casting vote only to be used in the event of a tie.~~ All other Members shall have a single vote which shall be cast by either ballot or by show of hand. **The Chairman shall have a casting vote only to be used in the event of a tie.** A motion shall be adopted where the votes cast in favour are greater than one half of the number of those present who are eligible to vote.
- (vi) 8 Members shall form a quorum.

(B) EXTRAORDINARY GENERAL MEETING

- (i) An Extraordinary General Meeting shall be called at any time by the General Secretary within 30 days of being requested either by the General Committee or in writing by one-sixth of the Members who shall sign the requisition & state the purpose of the meeting.
- (ii) The notice convening the meeting shall state that it is an Extraordinary General meeting & specify the purpose for which it is being held.
- (iii) Members shall receive 14 days' notice of such a Meeting.
- (iv) ~~The Chairman shall have a casting vote only to be used in the event of a tie.~~ All other Members shall have a single vote, which shall be cast by either ballot or by show of hand. **The Chairman shall have a casting vote only to be used in the event of a tie.** A motion shall be adopted where the votes cast in favour are greater than one half of the number of those present who are eligible to vote.
- (v) 8 members shall form a quorum.

11 DISSOLUTION

- (i) The Club shall be dissolved if two-thirds of the Members present & eligible to vote at a General Meeting shall be in favour thereof.
~~Any surplus funds shall not be distributed but used as directed by the Members at a General Meeting providing such direction is not contrary to the aims & objects of the Club.~~
- (ii) The Club shall be deemed to be automatically dissolved should the Membership at any time fall below that necessary to form a quorum at the Annual General Meeting. In the event of automatic dissolution it shall be the duty of the General Secretary to notify the organisations to which the Club is affiliated. Any unallocated surplus funds after the settlements of all debts shall not be distributed but shall be donated equally to those bodies to whom affiliation has been authorised.

12 CONSTITUTION & RULES

- (i) Any additions or alterations to the Constitution & Rules shall be made only at an Annual General Meeting or Extraordinary General Meeting of which proper notice has been given to the Members.
- (ii) Any addition or alteration shall be effective only if approved by at least two-thirds of the Members present and eligible to vote.
- (iii) Each Member shall be given a copy of the Constitution & Rules upon joining.