

THE PHOENIX WALKING CLUB

CONSTITUTION

This Constitution is the latest issue agreed at the Annual General Meeting (AGM) held on 31st October 2019

1. Name. The name of the club will be 'The Phoenix Walking Club'.

2. Objects of the club.

- To produce walking programmes and arrange walks for the Members.
- To encourage members to improve their map-reading and navigational skills.
- To make donations not exceeding 1/3 of members annual subscription to search & rescue organisations.
- The club may also arrange social events.

3. Management.

- 3.1 The Club shall be managed by an Executive Committee which shall consist of not more than 13 members and include the following officers:- Chairperson, Deputy Chairperson, General Treasurer, General Secretary, Membership Secretary, Walks' Secretary, Booking Secretary, Social Secretary, IT Co-ordinator.
- 3.2 The Executive Committee shall have the power of co-option to fill any vacancy in the above positions. If necessary, the number of Executive Committee Members may exceed 13 until the following AGM.
- 3.3 The Executive Committee shall maintain and review annually, Insurance Cover for Walks' Leaders and Members to cover Trustee Liability, Third Party and Public Liability Claims.
- 3.4 Policy details must be available for inspection by Members at all times.

4. Election of Chairperson and Executive Committee.

- 4.1 The Chairperson shall be elected annually at the AGM.
- 4.2 Executive Committee Members are to be elected at the AGM and shall serve for three years. Retiring Members are eligible for re-election.
- 4.3 No Club Officer may hold more than two positions at the same time.
- 4.4 All other Officers of the Club shall be appointed from the Executive Committee by the Committee.
- 4.5 Nominations for election as Chairperson and to the Executive Committee must be in writing, proposed and seconded and in the hands of the Secretary at least 42 days before the AGM.

5. Membership.

- 5.1 Members must comply with the Constitution and Rules of the Club.

6. Subscriptions and Fees.

- 6.1 Each Member shall pay an Annual Subscription to the Club.
- 6.2 The Annual Subscription shall be proposed by the Executive Committee and be determined by the AGM.
- 6.3 The Annual Subscription is due on 1st of January and must be paid by the 31st of January each year.
- 6.4 Members not paying the Annual Subscription before the 1st February will be considered to have terminated their Membership.

7. Meetings

7.1 AGM

7.1.1 The A.G.M. shall be held in October of each year to transact the following:

- (a) receive and, if approved, adopt the Chairperson's Report. The Chairperson may answer questions arising from the Report.
- (b) receive and, if approved, adopt a Statement of the Club's Accounts to the end of the preceding Phoenix financial year.
- (c) determine the Annual Subscription for the following year.
- (d) appoint an Auditor, or Auditors.
- (e) Elect a Chairperson and then elect members to the Executive Committee as per clause 4.
- (f) Any Other Business. Consider written proposals from Members submitted as per 7.1.3.

7.1.2 Members are to be informed of the date of the A.G.M. not fewer than 56 days before the A.G.M. and will include the agenda as in 7.1.1 (a) – (f)

7.1.3 Any member wishing to make a proposal must ensure the proposal is seconded, and submit the written proposal to the secretary at least 42 days before the AGM.

7.1.4 The meeting papers (including reports, nominations and proposals) to be distributed to members at least 14 days before the AGM.

7.1.5 At the AGM, every member attending is to be handed voting papers as they enter. There should be one paper for the position of Chairperson and one for candidates for the Executive Committee.

7.1.6 In the event of there being only one candidate for Chairperson or the number of candidates for the Executive Committee being equal to or less than the number required (see 3.1) then voting papers will not be required in these instances.

7.1.7 The voting papers will contain the names of all candidates and a space where a cross is placed against the person(s) voted for. Instructions for completion of the voting paper to be included on the voting paper itself.

7.2 Executive Committee

7.2.1 The Executive Committee shall meet not fewer than four times a year.

7.3 Extraordinary General Meeting

7.3.1 An Extraordinary General Meeting may be convened at any time by the Chairperson and be held within 21 days from the receipt of a written request, specifying the purpose of the meeting and signed by no less than 10% of Club Members.

7.3.2 An Extraordinary General Meeting is required to dissolve the Club, which then needs a 2/3 majority of those present to be passed, or a majority if conducted by a postal vote of all members.

8. Meetings Procedure.

8.1 At all Meetings, the Chairperson or, if absent, the Deputy Chairperson, shall preside and have the casting vote in the case of a tied vote.

8.2 All proposals, correctly proposed and seconded, made at any meeting, are to be decided by a majority vote with a show of hands.

8.3 The Executive Committee will recruit scrutineers to count the votes.

8.4 At Executive Committee Meetings, 5 Members shall form a quorum. In cases of dire Emergency, the Chairperson or Deputy Chairperson and two other Committee Members can make a decision on the problem, which must then be brought before a full Executive Committee Meeting as soon as possible.

8.5 When an Executive Committee Member is unable to attend 3 successive Executive Committee meetings, the Executive Committee may decide on replacing that member.

8.6 At AGM and Extraordinary General Meetings, 10% of the Club Members shall form a quorum.

8.7 A Minute Book recording the Club's business at all meetings shall be kept by the Secretary.

8.8 Copies of all Minutes, without alteration, will be made available to all Members on a notice board at the Booking Venue

9 Finance

9.1 The Club will endeavour to maintain financial solvency, with a level of reserves equivalent to a minimum of 3 months walks programme costs, without the intent of making a profit.

9.2 All funds belonging to or raised for the Phoenix Walking club shall be applied solely to the promotion of the objects of the club.

9.3 There shall be one or more bank or building society accounts in the name of the club.
Three committee members who are not related shall be designated as authorised signatories.

9.4 The treasurer will keep an account of all income and expenditure.

9.5 The Club accounts are to be audited yearly, prior to the AGM, by an independent examiner, ie. someone who is not an Executive Committee member nor is related to an Executive Committee member.

10. Constitutional Changes.

10.1 No alteration to the Constitution of the Club shall be made unless such alteration be passed by at least 2/3 of the Members present at the A.G.M. or at an Extraordinary General Meeting convened for that purpose.

11. Dissolution of the Club.

11.1 If at any time the Executive Committee proposes the dissolution of the Club, an Extraordinary General Meeting shall be called, giving members at least 21 days to discuss the matter. Dissolution needs 2/3 of those present to be passed, or a majority of all Members, if a postal ballot is conducted.

11.2 In the event of the dissolution of the Club, the net balance of Club Funds shall be donated to a charity or charities nominated by the Executive Committee.
