

# CORNWALL & DEVON LOCAL GROUP OF THE LONG DISTANCE WALKERS ASSOCIATION CONSTITUTION

## 1. Name and Definition

- 1.1. This is the Constitution of the Cornwall & Devon Local Group (the Group) of the Long Distance Walkers Association (LDWA).
- 1.2. The address of the Group shall be the address of the Secretary or the address as published from time to time in Strider and on the LDWA national website.
- 1.3. If there is any inconsistency between this Local Group Constitution and the Constitution of the national Long Distance Walkers Association Limited, then the latter shall prevail.

## 2. Aims and Objectives

- 2.1. The Group aims to provide a local forum and focus for activities within its catchment area, but not exclusively so, for all those who enjoy long distance walking.
- 2.2. The Group, being incorporated within the LDWA, shall seek to further the aims and objectives of the LDWA as defined in the Memorandum and Articles of the LDWA.
- 2.3. The Group shall adopt all relevant rules and policies of the LDWA and conduct itself in accordance with the Constitution and with any Byelaws which may be issued from time to time and with all reasonable directions of the LDWA National Executive Committee.<sup>1</sup>

## 3. Powers

- 3.1. The Group has the power to collect and receive money and funds and to do all such other reasonable activities as are necessary to achieve the aims and objectives of this Constitution.

## 4. Membership

- 4.1. Membership of the Group shall consist of all Members of the LDWA who opt to join the Cornwall & Devon as Primary Members or who are allocated by default to Cornwall & Devon as their local Group.
- 4.2. Associate membership is restricted to primary members of other LDWA local Groups who wish to be associated additionally with the Cornwall & Devon Group as shown on the LDWA internet membership list.
- 4.3. No fee shall be levied for membership of the Group, though the Group may charge for optional services for its members and associate members.
- 4.4. All members of the Group shall be entitled to receive a copy of this Constitution on request.
- 4.5. All members as in 4.1 aged 16 or over at the date of the vote are eligible to vote at any General Meeting.
- 4.6. All members as in 4.1 aged 16 or over at the date of the election are eligible to stand for election within the Group.

## 5. Group Management

- 5.1. The management of the Group shall be vested in a Group Management Committee (the Committee) consisting of Officers and Ordinary Committee Members which shall carry out its functions in a reasonable manner having regard to the aims and powers of the Group.
- 5.2. The Officers of the Group shall be a Chair, a Secretary and a Treasurer.

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<sup>1</sup> Such policies currently include the Guidelines for Events, the Grievance Procedures, the terms and conditions of the LDWA insurance policy, the Safeguarding Young People and Vulnerable Persons Policy, and the Environmental Policy, as publicised on the LDWA website.

- 5.3. One person may hold more than one of these posts except that one person may not be Chair and Secretary at the same time.
  - 5.4. The Committee shall be elected annually at the Annual General Meeting of the Group and shall consist of the Officers and other Ordinary Members up to a maximum of 10 including the Officers.
  - 5.5. All Members of the Committee shall retire at the Annual General Meeting, but shall be eligible for re-election, except that the same person shall not normally serve as Chair for more than three successive annual terms of office, except that if no other eligible candidate is available for election a Chair who is willing to do so may continue in post beyond that time subject to annual retirement as above.
  - 5.6. Nominations for Officers and Ordinary Committee Members (which may be determined by the Group, such as walk secretaries and webmaster) must be members of the Group. The nominations shall be received by the Secretary no later than 21 days before the Annual General Meeting. A nomination shall include the names of the proposer and seconder and the nominee's agreement to stand. Further nominations for those posts for which nominations have not been received may be taken at the Annual General Meeting.
  - 5.7. The Committee shall have the power to co-opt additional Members and to fill any vacant positions which may arise.
  - 5.8. The Committee shall have the power to appoint Sub-Committees and to determine their powers and terms of reference. The Committee shall receive regular reports from any Sub-Committees established.
  - 5.9. No fee shall be paid to any Member for carrying out their duties. They may be reimbursed for reasonable expenses incurred.
  - 5.10. All questions arising at a Committee Meeting shall be decided by a majority of those present and voting (either in person or online). Four members of the Committee of whom at least one must be an Officer are required to form a quorum.
  - 5.11. By mutual consent of all Committee Members or all Sub-Committee Members, some or all of the business of the Committee or a Sub-Committee may be conducted by e-mail. In such case any questions arising shall be decided by a majority of all Committee or Sub-Committee Members voting and with abstentions being confirmed, and in the case of equal votes the Chair shall have a casting vote.
6. **General Meetings.**
- 6.1. The Group shall hold at least three **General Meetings** each year.
  - 6.2. All members of the Group, as defined in section 4.1, shall be entitled to attend either in person or online and vote either in person or online at any **General Meeting**.
  - 6.3. The quorum of a **General Meeting** shall be 10 persons and shall include two Officers of the Group.
  - 6.4. In the absence of the Chair another Officer shall be appointed to act as Deputy Chair for the duration of the meeting. Any reference in Section 6 to the Chair shall apply equally to such Deputy Chair.
  - 6.5. Business that is transacted at a **General Meeting** shall be deemed Ordinary except that business concerning changes to the Constitution or changes to the structure of the Group and its relationship with the National Organisation shall be deemed Special.
  - 6.6. Ordinary business arising at a **General Meeting** shall be decided by a majority of those present (in person or online) and voting (abstentions not included). In the case of an equality of votes the Chair shall declare the status quo.
  - 6.7. All Special business shall require a seventy-five per cent majority of Members present and voting (abstentions not included) to be carried.
  - 6.8. Any substantive motion adopted at a **General Meeting** shall become Group policy.
  - 6.9. Minutes shall be taken at all **General Meetings** and a copy of the minutes shall be supplied to the LDWA Local Groups Secretary no later than 45 days after the Meeting.

- 6.10. The Committee shall convene an **Annual General Meeting** of the Group in November each year. The time and venue (or application being used if virtual online) shall be notified to Members through appropriate channels at least 21 days before the date of the Meeting.
- 6.11. The business of the **Annual General Meeting** shall include to:
- Approve the minutes of the previous Annual General Meeting and any Extraordinary General Meeting that has occurred since the previous Annual General Meeting.
  - Receive the Annual Report of the Committee
  - Receive the Annual Statement of Accounts and approve independently examined accounts.
  - Elect the Officers and Ordinary Members of the Committee.
  - Discuss and consider any properly submitted motion.
- 6.12. Any substantive motion received for the **Annual General Meeting** shall be submitted to the Committee not less than 28 days before the meeting and shall include the names of the proposer and seconder who shall be members of the Group.
- 6.13. If there is not a quorum for an **Annual General Meeting**, or if the posts of Chair or Secretary or Treasurer cannot be filled, the meeting shall be adjourned and reconvened within 8 weeks with members notified at least 21 days before the adjourned meeting. The National Executive Committee shall be informed of the situation. If at the adjourned Meeting the quorum is not reached or the posts remain unfilled the dissolution procedure may be initiated.
- 6.14. The Committee may at any time and shall on receiving a request from at least 10 members of the Group giving reasons for the request, and within 28 days of the request, call an **Extraordinary General Meeting**. The time, venue and business of the meeting shall be notified to members at least 14 days before the date of the meeting using reasonable channels.

## 7. **Finance.**

- 7.1. All monies raised by and on behalf of the Group shall be applied in the furtherance of the objectives of the Group.
- 7.2. The Treasurer shall keep proper financial accounts, shall keep the Members regularly informed as to the financial position of the Group, and shall report the annual accounts to the Annual General Meeting. The Treasurer shall ensure that the accounts are authorized by the Independent Examiner on an annual basis. A copy of the accounts shall be supplied to the LDWA Treasurer no later than 45 days after the Annual General Meeting.
- 7.3. The Treasurer shall be responsible for maintaining a correct bank account in the name of the Group. All monies received shall be paid into the Bank and all payments, other than petty cash payments, shall be made by cheque or appropriate form of electronic transmission authorized by two Officers. Cheques shall be signed by the Treasurer and at least one other Officer as decided by the Members.
- 7.4. The accounting year shall be from 1 October to 30 September.

## 8. **Property.**

- 8.1. A nominated Group Member shall maintain a list of the property of the Cornwall & Devon Group.

## 9. **Dissolution.**

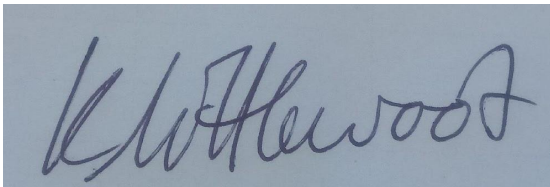
- 9.1. The Group may be wound up voluntarily, as an item of business with proper notice being given, at a General Meeting on the vote of a seventy-five per cent majority of those members present and voting (abstentions not included). The National Committee must receive notice of any such meeting.
- 9.2. If, under clause 6.13, an adjourned General Meeting fails to be quorate or if the posts of Chair or Secretary or Treasurer remain unfilled then the National Executive Committee in consultation with the remaining Officers and Members of the Group shall call a Special

Meeting of members to determine the future of the Group. Should it be deemed that the Group is no longer viable then the Group may be wound up.

- 9.3. In the event of the Group being wound up all assets shall be disposed of for the furtherance of long distance walking in a manner to be decided in consultation with the LDWA National Executive Committee.

**10. Amendments to the Constitution.**

- 10.1. This Constitution may be amended, subject to prior approval by the National Executive Committee of the LDWA, at any Annual General Meeting or Special Meeting of the Group, with the approval of a seventy five per cent majority of Members present and voting (abstentions not included)
- 10.2. Any proposal for such amendments must be delivered in writing or email to the Secretary of the Group not less than twenty-one days before the Annual General Meeting of the Group at which it is to be discussed, or included with the request for an Extraordinary General Meeting as in clause 6.2.

A rectangular box containing a handwritten signature in blue ink. The signature is cursive and appears to read 'K. W. Hewood'.

(Chair)

Date: 16/2/2022