

KENT LOCAL GROUP OF THE LONG DISTANCE WALKERS ASSOCIATION

CONSTITUTION

1. Name and Definition

- 1.1. This is the Constitution of the Kent Local Group (the Group) of the Long Distance Walkers Association (LDWA).
- 1.2. The address of the Group is 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 prevails.

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 incorporate within the LDWA, seeks to further the aims and objectives of the LDWA as defined in the Memorandum and Articles of the LDWA.
- 2.3. The Group must adopt all relevant rules and policies of the LDWA and conduct itself in accordance with: the Constitution; any Byelaws which may be issued from time to time; and all reasonable directions of the LDWA National Executive Committee.¹

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 consists of
 - 4.1.1 *Full Members*: all members of the LDWA who were members of Kent Group on 1st January 2010 or whose entry in the LDWA website shows Kent Group first in their list of local groups
 - 4.1.2 *Associated members*: other members of the LDWA whose website entry shows Kent Group amongst their list of local groups
- 4.2. The Group may not charge a membership fee but may charge for optional services for its members.
- 4.3. All members of the Group are entitled to a copy of this Constitution on request.

5. Group Management Committee

- 5.1. The Group is managed by a Group Management Committee (the Committee) consisting of Officers and Ordinary Committee Members which must 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 are a Chair, a Secretary, a Treasurer and such other officers as the Group may decide. One person may hold more than one of these posts except that one person may not be Chair and Secretary at the same time.

¹ 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. The Officers and up to eight other members of the Group are elected to the Committee annually at the Annual General Meeting.
- 5.4. All members of the Committee must retire at the Annual General Meeting, but are eligible for re-election
- 5.5. Nominations for Officers and other Committee Members, who must be members of the Group, may be made at the Annual General Meeting.
- 5.6. The Committee may co-opt additional members and fill any vacancies which may arise.
- 5.7. The Committee may appoint Sub-Committees and determine their powers and terms of reference (including submission of regular reports).
- 5.8. No fee is payable to any Committee Member or Sub-Committee Member for carrying out committee duties, but reasonable expenses may be reimbursed.
- 5.9. Questions arising at a Committee meeting are decided by a majority of those present and voting. In the case of equal votes the Chair has a casting vote.

6. **General Meetings.**

- 6.1. An Annual General Meeting of the Group must be held in January or February each year.
- 6.2. The Committee may at any time, and must within 6 weeks of receiving a request from at least 10% of the members of the Group giving reasons for the request, call an Extraordinary General Meeting.
- 6.3. Notice of the date, time, place and business of any general meeting must be given to members through Strider and other appropriate channels at least 21 days before the meeting.
- 6.4. All members of the Group, as defined in Section 4.1, are entitled to attend any General Meeting but only full members are entitled to vote.
- 6.5. The quorum of a General Meeting is 15 full members of the Group.
- 6.6. The business of the Annual General Meeting includes:
 - Approving the minutes of the previous Annual General Meeting and any Extraordinary General Meeting that has occurred since the previous Annual General Meeting.
 - Receiving the Annual Report of the Committee.
 - Receiving the Annual Statement of Accounts.
 - Electing the Officers and other Members of the Committee.
 - Appointing an independent examiner of the financial accounts.
 - Any motion proposed and seconded by Group members and submitted to the Committee at least 14 days before the meeting.
- 6.7. Any proposal at an Annual General Meeting concerning changes to the Constitution or changes to the structure of the Group and its relationship with the National Organisation is special business.
- 6.8. All other business at an Annual General Meeting is decided by a majority of those present and voting. In the case of equal votes the Chair has a casting vote.
- 6.9. Special business requires a seventy-five per cent majority of those present and voting (abstentions not included) to be carried.
- 6.10. Any substantive motion adopted at a General Meeting becomes Group policy.
- 6.11. Minutes must be taken at all General Meetings and a copy supplied to the LDWA Local Groups Secretary no later than 45 days after the meeting.
- 6.12. If there is not a quorum for an Annual General Meeting, or if the posts of Chair, Secretary or Treasurer are not filled, the meeting must be adjourned and reconvened within 8 weeks with members notified at least 21 days before the adjourned meeting. The National

Executive Committee must 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.

7. Finance.

- 7.1. All monies raised by and on behalf of the Group must be applied in the furtherance of the objectives of the Group.
- 7.2. The Treasurer must keep proper financial accounts, keep the Committee regularly informed as to the financial position of the Group, and report the annual accounts to the Annual General Meeting. The Treasurer must ensure that the accounts are authorised by the independent examiner. A copy of the accounts must be supplied to the LDWA Treasurer no later than 45 days after the Annual General Meeting.
- 7.3. The Treasurer must maintain 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 authorised by two Committee Members. Cheques must be signed by the Treasurer and at least one other Committee Member as decided by the Committee.

8. The accounting year is from 1st January to 31st December

9. Property.

- 9.1. A nominated Committee Member must maintain a list of the property of the Group.

10. Dissolution.

- 10.1. 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 percent majority of those members present and voting (abstentions not included). The National Committee must receive notice of any such meeting.
- 10.2. If a General Meeting adjourned under clause 6.12 fails to be quorate, or if the posts of Chair, Secretary or Treasurer remain unfilled, then the National Executive Committee in consultation with the remaining Officers and Committee Members of the Group must call a Special Meeting of members to decide the future of the Group. Should it be agreed that the Group is no longer viable then the Group may be wound up.
- 10.3. In the event of the Group being wound up all assets must be disposed of for the furtherance of long distance walking as decided by the LDWA National Executive Committee.

11. Amendments to the Constitution.

- 11.1. This Constitution may be amended, subject to prior approval by the National Executive Committee of the LDWA, at any 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).
- 11.2. Any proposal for such amendments must be delivered in writing or email to the Secretary of the Group not less than 14 days before the Annual General Meeting of the Group at which it is to be discussed, or included with the request for a Special General Meeting as in clause 6.2.