

Ramblers Association, Oxfordshire Area Constitution

1. Name

The name of the organisation shall be 'The Ramblers' Association, Oxfordshire Area'.

2. Objects

The objects of the area are to carry out within the territory specified in clause 3 the objects of the Ramblers' Association (RA) save for such matters as may from time to time be decided by the General Council (GC) of the association to be exclusively the work of that council or of the RA's Board of Trustees (BoT).

3. Territory

The territory in which the area shall function is the administrative County of Oxfordshire as constituted at 1 January 2007, or such other territory as may be from time to time be agreed with the GC.

4. Subscriptions

The rates of subscription shall be as determined by the RA.

5. Membership

- i) Membership shall consist of all individual members of the association resident in the territory defined in clause 3 above less any who signify their wish to join another area and plus any living elsewhere who wish to be enrolled in the Oxfordshire Area; local organisations affiliated to the area, which may include walking or rambling clubs or other kindred organisations operating wholly or partly within the area's territory, ('local organisations' shall include any local government bodies which wish to affiliate to the area).
- ii) The Executive Council (EC) shall have power to decide whether any local organisation is to be admitted to membership.
- iii) If the EC of the area considers any membership in either of the above categories should be terminated, it shall so recommend to the BT which shall rule in accordance with its powers.

6. Local groups

- i) The area may establish a local group of the RA in any part or the whole of its territory or membership in order to further the purposes of the association. A local group shall adopt a constitution in accord with the model constitution of groups adopted by GC and shall submit copies of its constitution to both the EC and the GC for their approval.

7. Officers

- i) The honorary officers of the area shall be the president, chairman, vice-chairman, secretary, treasurer, website officer, footpaths secretary, walks programme co-ordinator, membership secretary, countryside secretary, access officer and publicity officer and such other officers as the EC shall from time to time determine to appoint.
- ii) The officers named above shall be elected at the annual general meeting (AGM) of the area, shall retire at the following AGM and be eligible for re-election or re-appointment.

- iii) The EC shall have power to fill vacancies arising among the officers (except the presidency),

Ramblers Association, Oxfordshire Area Constitution

persons so appointed being subject to election at the next AGM.

- iv) The EC shall have power to appoint and to dismiss any paid officer who in its opinion shall be conducive to the efficient working of the area.

8. Executive Council

- i) The EC shall consist of the officers named in clause 7 (i) above (except the president), two members elected by the AGM and one representative of each local group, two representatives of the local organisations defined in 5(i) above (who shall be approved by the AGM) and such other honorary officers as the EC may appoint to ensure efficient running of the area. All members of the EC shall retire at the AGM following their election or appointment, but shall be eligible for re-election or re-appointment. The representatives of local groups and local organisations shall be nominated to the AGM for approval.
- ii) The area chairman and vice-chairman shall perform those roles on the EC.
- iii) The EC shall have the power to co-opt further members to a maximum membership of 25.
- iv) The EC shall meet at least once every three months, the quorum being six. When a quorum is lacking the chairman, after abandoning the meeting, shall in consultation with the secretary and such other officers as he or she sees fit, fix a time, place and date for another meeting to consider or complete the agenda, and this shall be immediately circulated to all members by the secretary.
- v) Special meetings of the EC may be called by the secretary at the request of the chairman and no fewer than five members of the committee.
- vi) In any period elapsing between the AGM and the first meeting of the new EC those officers who are ex officio members of the committee (see clause 7 (i) and 8 (i) above), shall have power to act.

9. Subcommittees

- i) The EC shall appoint such subcommittees as it considers will further the working of the area and shall in any case appoint a Footpaths Subcommittee. EC shall determine the membership, powers and terms of reference of all subcommittees.
- ii) The area chairman and secretary shall be ex officio members of all sub-committees.

10. Procedure at meetings

- i) The EC may adopt standing orders for the conduct of its business if its members so wish, subcommittees similarly, subject to EC approval.
- ii) All questions arising at a meeting on which there is a difference of opinion, excepting those affecting alterations to the constitution, shall be decided by a majority of those present and voting conducted by a show of hands unless the chairman considers there should be a ballot. No member, in whatever capacity he or she is present, shall cast more than one vote, save that in the case of an equality of votes the chairman shall have power to exercise a casting vote.

- iii) The appropriate secretary shall keep a minute book and enter therein a record of proceedings at

Ramblers Association, Oxfordshire Area Constitution

all general, committee and subcommittee meetings. Receipt of the minutes shall be the first item on the agenda of the next meeting save for apologies for absence.

11. Resignation or retirement from committees

A member of the EC or any subcommittee may resign by giving notice to the chairman of the EC or subcommittee that he or she intends to do so.

Any member of the EC or any subcommittee who fails to attend three consecutive meetings thereof shall be deemed to have vacated his or her office, unless he or she was absent for a reason approved by the committee or subcommittee.

12. Annual General Meeting

- i) The EC shall, not later than six months after the end of the financial year, convene an AGM of the area, of which not fewer than 14 days' notice shall be given to each member of the area, and which all individual members and representatives of local organisations determined in accordance with clause 5 shall be entitled to attend, to:-
- ii) Receive the annual report of the EC and the area 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 inspector's certificate;
- iii) Elect the honorary officers;
- iv) Consider for approval representatives of local groups and organisations to serve on EC;
- v) Elect two members to serve on the EC
- vi) Appoint a qualified or other competent person(s) to inspect the year's accounts;
- vii) Consider motions notice of which shall have been given in writing to the secretary;
- viii) Make recommendations to the EC or any local group of the area or consider motions for submission to the GC (if so desired);
- ix) Vote on any proposals to amend this constitution in accordance with clause 16 thereof.

13. Special general meeting

The chairman of the EC or the secretary may call a special general meeting of the area. Such a meeting must also be called by the area secretary within 21 days of receiving a request to do so, signed by no fewer than 30 members, and giving reasons for the request. A minimum of 14 days notice shall be given of such a meeting. The notice of the meeting shall state the matters to be discussed and the terms of any motion which it is intended to move. No other motions shall be considered.

14. Finance

- i) All monies raised by and on behalf of the area shall be applied in furtherance of the objects of the RA.
- ii) The treasurer shall keep proper financial records, shall report regularly to the EC, and shall be responsible for the preparation annually of area income and expenditure accounts for the

Ramblers Association, Oxfordshire Area Constitution

preceding financial year, a balance sheet showing the assets at the end of that year, and for their submission to the area's inspector.

- iii) All monies received shall be paid into the bank account and all payments shall be made by cheque or other secure method. Payments shall be made by two officers and one other officer as decided by EC. Expenses reasonably incurred by officers or other members acting on behalf of the area shall be reimbursed directly to the officer or member concerned.
- iv) The EC shall have no power to borrow or go overdrawn on the bank account.

15. Trustees

The trustees of the area shall be the members of the EC as at any time constituted. The property of the area may be invested in such shares, stocks, funds, securities and investments, upon such terms and conditions (if any) as the EC shall in its absolute discretion think fit and in all respects as if the EC shall be the sole beneficial owners thereof.

16. Alterations to the constitution

- i) Alteration or amendment to this constitution consistent with the memorandum and articles of association of the RA, may be made, subject to the approval of the BoT: at any general meeting of the area, provided that a two thirds of those present and voting approve the change.
- ii) Any proposal to alter the constitution must be delivered in writing to the area secretary not less than 28 days before the meeting of the area at which it is to be discussed, and no fewer than 14 days' notice of this meeting, giving the terms of the proposed alteration, shall be given to members of the area.

17. Dissolution

- i) If the EC by a simple majority decides that it is impossible or undesirable to continue as an area of the RA it shall immediately notify the I3T and the secretary shall convene a special general meeting in accordance with the terms specified in clause 13 above. In such case all funds of the area shall revert to the RA.

18. Notice

- i) Accidental failure to give notice of a meeting or non-receipt of such notice by a member shall not invalidate any proceedings or resolutions at any meeting of the area, the EC or any subcommittee.