

REVISED CONSTITUTION
Adopted at the Essex & Herts AGM 16.01.2016
Submitted to the LDWA 17.02.2016

**ESSEX & HERTS LOCAL GROUP
OF THE LONG DISTANCE WALKERS ASSOCIATION**

CONSTITUTION

1. Name and Definition

- 1.1. This is the Constitution of the Essex & Herts 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 the LDWA magazine '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 incorporate within the LDWA, shall seek to further the aims and objectives of the LDWA as defined in the Memorandum and Articles of Association 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.¹

3. Powers

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

4. Membership

- 4.1. Membership shall consist of all members of the LDWA who opt to join the Essex & Herts Group as primary members or who are allocated by default Essex & Herts as their local Group.

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.

- 4.2. Associate membership is restricted to primary members of other LDWA local Groups who wish to be associated additionally with the Essex and Herts Group as shown on the LDWA internet membership list.
- 4.3. No fee shall be levied for membership or associate 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.

5. Group Management Committee

- 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 Committee shall be a Chair, Secretary, Treasurer and Walks Secretary. One person may hold more than one of these posts except that one person may not be Chair and Secretary or Treasurer at the same time.
- 5.3. 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 ten including the Officers.
- 5.4. All members of the Committee shall retire at the Annual General Meeting but shall be eligible for re-election. An Officer may serve in the same post for three consecutive years, but may continue thereafter for a fourth or subsequent year only if no other suitable candidate is nominated for the post.
- 5.5. Nominations for Officers and Ordinary Committee Members, who must be members of the Group, shall be made at the Annual General Meeting.
- 5.6. The Committee shall have the power to co-opt additional members, although such members are without voting rights, and to fill any vacancies which may arise.
- 5.7. 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-Committee established.
- 5.8. No fee shall be paid to any Committee Member or Sub-Committee Member for carrying out their committee duties. They may be reimbursed for reasonable expenses incurred.
- 5.9. The Committee shall meet at least three times each year with five members of the Committee required to form a quorum.
- 5.10. All questions arising at a Committee meeting shall be decided by a majority of those present and voting. In the case of equal votes the Chair shall have a casting vote.

6. General Meetings.

- 6.1. The Committee shall convene an Annual General Meeting of the Group in January or February each year. The time and venue shall be notified to members through Strider and other appropriate channels at least 21 days before the date of the meeting.
- 6.2. The Committee may at any time and shall on receiving a request from at least ten members of the Group giving reasons for the request, and within six weeks

of the request, call an Extraordinary General Meeting. The time, venue and business of the meeting shall be notified to members at least 30 days before the date of the meeting using reasonable channels.

- 6.3. Members, as defined in Clause 4.1, shall be entitled to attend and vote at any Annual or Extraordinary General Meeting, as shall those associate members (as defined in Section 4.2) who have elected to take advantage of the optional services provided by the Group.
- 6.4. The quorum of an Annual or Extraordinary General Meeting shall be 12 persons and shall include two Officers of the Group.
- 6.5. The business of the Annual General Meeting shall include the following:
 - a. Approve the minutes of the previous Annual General Meeting and any Extraordinary General Meeting that has occurred since the previous Annual General Meeting.
 - b. Receive the Annual Report of the Committee.
 - c. Receive the Annual Statement of Accounts.
 - d. Elect the Officers and Ordinary Members of the Committee.
 - e. Appoint an independent examiner of the financial accounts.
 - f. Discuss and consider any properly submitted motion.
- 6.6. Any substantive motion received for the Annual General Meeting shall be submitted to the Committee not less than four weeks before the meeting and shall include the names of the proposer and seconder who shall be members of the Group.
- 6.7. Business that is transacted at an Annual or Extraordinary 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.
- 6.8. Ordinary business arising at an Annual General Meeting shall be decided by a majority of those present and voting. In the case of an equality of votes the Chair shall have a casting vote.
- 6.9. All special business shall require 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 shall become Group policy.
- 6.11. Minutes shall be taken at all Annual and Extraordinary 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.
- 6.12. 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 eight weeks with members notified at least 21 days before the adjourned meeting. The LDWA National Executive Committee shall be informed of the situation. If at the adjourned meeting a quorum is not reached or posts remain unfilled the dissolution procedure (Clause 9.2) may be initiated.

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 the Committee 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 authorised by the independent examiner. 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 authorised by two Committee Members. Cheques shall be signed by the Treasurer and at least one other Committee Member as decided by the Committee.
- 7.4. The accounting year shall be from AGM to AGM.

8. Property.

- 8.1. A nominated Committee Member shall maintain a list of the property of the Group.

9. Dissolution.

- 9.1. The Group may be wound up voluntarily, as an item of business with proper notice being given, at an Annual or Extraordinary General Meeting on the vote of a seventy-five percent majority of those members present and voting (abstentions not included). The LDWA National Committee must receive notice of any such meeting at the same time as the Group membership.
- 9.2. If, under Clause 6.12, an adjourned Annual General Meeting fails to be quorate or if the posts of Chair, Secretary or Treasurer remain unfilled then the LDWA National Executive Committee in consultation with the remaining Officers and Committee Members of the Group shall call an Extraordinary General Meeting 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 at any Annual or Extraordinary General Meeting of the Group with the approval of a seventy five per cent majority of members present and voting (abstentions not included), although any such amendment must be approved by the LDWA National Executive Committee before the revised constitution can come into force.
 - 10.2. Any proposal for such amendments must be delivered in writing or email to the Secretary of the Group not less than 12 weeks before the Annual General Meeting of the Group at which it is to be discussed, or included with the request for an Extraordinary Special General Meeting as specified in Clause 6.2.
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