



CONSTITUTION

Adopted

Revision 2
12th December 2017

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1. Status

- a. The Group shall be known as the **York Cycle Campaign** [the Campaign], and is an unincorporated association which provides an independent voice for cyclists and potential cyclists in and around York.

2. Purpose, Goal and Role of the Campaign

- b. The **Purpose** of the Campaign is to make York the UK's premier cycling city - one where cycling is safe, convenient and accessible for all.
- b. The **Goal** of the Campaign is to make cycling the most popular mode of transport in York by 2032.
- c. The **Role** of the Campaign is inter alia:
 - i. to represent the interests and speak on behalf of cyclists in and around York,
 - ii. to encourage people to cycle to the maximum, as part of a healthier and more sustainable lifestyle,
 - iii. to campaign for the enhancement of cycling conditions and facilities, and for highly accessible information on the same,
 - iv. to act as a focal point for discussion between cyclists, other road & path users, businesses, and public bodies and authorities,
 - v. to lobby decision makers on behalf of cyclists, working with others, including pedestrians and public transport users, as appropriate,
 - vi. to provide an internal forum for discussion on cycling and related issues.

3. Powers

- a. In furtherance of its objectives, the Campaign shall have the powers:
 - i. to raise funds by way of subscription, donation or otherwise and take out insurance as required,
 - ii. to liaise with and affiliate to societies and bodies, including statutory authorities, having similar aims and objectives in order to exchange information,
 - iii. to organise events and to do all such other lawful things as shall further the attainment of the said objectives.

4. Membership & Voting

- a. Membership shall be open to all who support the aim and objectives of the Campaign and who have paid their annual subscription for the current year;
- b. The Campaign shall be non-party-political and non-sectarian. Members shall treat each other with respect at all times.
- c. Members shall be entitled to hold office and to vote at General Meetings (as further defined in clauses 4.d and 4.e below).
- d. Classes of membership:
 - i. Individual – shall entitle an individual to attend meetings and to vote at General Meetings, with the exception of those defined in clause 4.e.
 - ii. Corporate (Organisation or group) – shall entitle organisations or groups to send representatives to attend meetings. Only one representative from each organisation may vote at Meetings (see also clause 4.e & 4.i).
- e. Members of the following organisations may join the Campaign and may attend General meetings and be on Committee, but they may not vote: City of York Councillors; or policy makers of the CYC transport team.
- f. The Committee shall have the right:
 - i. to approve or reject applications for membership;
 - ii. for good and sufficient reason to terminate the membership of any member or organization / representative provided that the member concerned shall have the right to be heard by the Committee before a final decision is made. Where that member is a Committee member this is subject to clause 9d.
- g. to recommend Subscription rates for membership of the Campaign (These shall be set at and by the Annual or other member's meeting).
- h. Subscriptions shall become due on the First day of January each year and shall be paid to the Treasurer & Membership Records Secretary, who shall keep a register of current members. Subscriptions paid in the final three months of the year will be honoured for the following year.
- i. Members or representatives who have a particular financial interest in an item for discussion or decision must declare such interest before discussion on the item starts and not speak further or vote on it.

5. Officers

- a. At the Annual Meeting the Campaign shall, subject to clause 7, elect a Chair, a Secretary, and a Treasurer & Membership Records Officer. The Officers must be Members of the Campaign. All posts may be job-shared, subject to the role of each of the post sharers being clearly defined.

6. Committee

- a. The management of the Campaign shall be vested in the Committee, consisting of the three Officers as defined in clause 5, four other members of the Campaign, also elected at the Annual Meeting, and up to a further three co-optees, as provided for in clause 6.b, who must all be Members of the Campaign, and subject to clause 7.
- b. In addition to the Officers, the Committee shall include elected or co-opted members having, inter alia, special responsibilities for membership recruitment, fundraising, events organization, press and public relations, newsletter production, website & social media management, research, equalities interests, chairs of and any other activities as may be deemed appropriate and relevant to the Campaign's aims and objectives.

- c. Committee meetings shall be attended only by elected (or co-opted) Committee members. However, the Committee may from time-to-time invite others to attend meetings by prior arrangement. Such invitation to be agreed in advance by at least the Chair or Secretary.
- d. The Committee may from time-to-time set up sub-committees or time limited working groups to conduct certain business, and set parameters for the activities to be conducted by such sub-committees and working groups. A member of the Committee must chair these subcommittees, or be a member of every working group.

7. Disqualification from Standing or Holding Office

- a. A person who:
 - i. has an unspent conviction for an offence involving dishonesty or deception,
 - ii. is currently declared bankrupt, subject to bankruptcy restrictions or an interim order,
 - iii. has an individual voluntary arrangement to pay off debts with creditors,
 - iv. is disqualified from being a company director,
 - v. has previously been removed as a Trustee by either the Charity Commission or the high court due to misconduct or mismanagement,

shall not be eligible to stand for election or to hold office as an either an officer or committee member.

8. Retirement and Removal of Officers and Committee members

- a. An Officer or Committee Member's period of office lasts to the next Annual General meeting or until he or she:
 - i. stands down by notifying the Secretary in writing (or in the case of the Secretary, the Chair);
 - ii. is absent without the permission of the committee from all their meetings held within a period of six months and the committee resolve that his or her office be vacated;
 - iii. dies, or becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
 - iv. is, in the case of an officer or elected committee member, removed from that position by the members of the Campaign through a resolution to that effect at a properly convened general meeting of the members called for that purpose, and the resolution is passed by a two-thirds majority of votes cast at the meeting.
 - v. is, in the case of a co-opted committee member, or a chair of a sub-committee or working group, removed from that position by the members of the Executive through a resolution to that effect at a properly convened meeting of the Executive called for that purpose, and the resolution is passed by a two-thirds majority of votes cast at the meeting.
 - vi. A resolution to remove a person from office in accordance with sub-clauses iv & v above shall not take effect unless the individual concerned has been given at least 14 clear days' notice in writing that the resolution is to be proposed, specifying the circumstances alleged to justify removal from office, and has been given a reasonable opportunity of making oral and/or written representations to the members of the Campaign or Executive Committee respectively.

9. Meetings

- a. The Campaign shall hold an Annual Meeting within four months of the end of its financial year. At least 15 days notice shall be given prior to the event. The meeting will receive for approval an Annual Report, Audited/Examined accounts for the previous year, and a Campaign Plan for the year ahead, elect officers,

the Committee and an Auditor / Examiner (see clause 10.c) and transact any other business of which notice shall have been given.

- b.
 - i. The Committee may call an Extraordinary Meeting at any time giving 15 days notice and shall do so if required on receipt of written request specifying the business to be transacted, signed by at least one quarter of the membership - which shall be acted upon within 15 days.
 - ii. No business other than that for which the meeting has been called shall be transacted.
- c.
 - i. At an Annual or Extraordinary Meeting questions shall be decided by a simple majority of those Members present and voting.
 - ii. No person or representative shall exercise more than one vote but in the case of an equality of votes, the Chair, or in their absence, the member elected to chair the meeting, shall have a second or casting vote.
 - iii. Voting shall normally be by a show of hands. At the discretion of the Chair voting may be conducted by secret ballot.
- e. Committee members shall hold office until the conclusion of the next Annual Meeting, but shall be eligible for re-election.
- f. The Committee shall meet not less than 4 times per year;
- g. A Committee quorum shall be one third of its current membership with a minimum of 3, including at least one officer. An ordinary meeting quorum shall be 12 members or 10% of the membership, whichever is greater, including at least one officer and two committee members. If fifteen minutes after the scheduled start time a quorum is not present, the meeting may continue in an advisory capacity, subject to any recommended decisions being subject to approval at the next quorate committee or member meeting.
- h. Notes of decisions and agreed actions at each meeting shall be recorded and maintained. These shall be made available to any campaign member on request.

10. Finance

- a. The Campaign's financial year shall end on 31st December.
- b. The Treasurer & Membership Records Officer will keep proper records and accounts showing all sums of money received and expended by the Campaign and detailing all matters in respect of which those receipts and expenditures take place.
- c. The Campaign's accounts shall be prepared annually and shall be subject to Audit or Independent Examination. An auditor / examiner, who may not be an officer of the Campaign, will be elected at each Annual Meeting to undertake this work for the following year. The Audited/Examined accounts shall be submitted to the Committee at least 28 days before the Annual Meeting.
- d. All cheques shall be signed by two persons from amongst a set of three designated by the Committee for this purpose; one of these two persons shall normally be the Treasurer & Membership Records Officer.
- e. The Treasurer & Membership Records Officer shall present at the Annual Meeting a Statement of Accounts audited or examined to the end of the previous financial year.
- f. The income and assets of the Campaign shall be applied solely towards the promotion and execution of the objectives of the Campaign. No portion thereof shall be paid or transferred in any manner by way of profit to any Officer, Committee or Campaign member, save for the reimbursement of out-of-pocket expenses

incurred, in good faith, on behalf of the Campaign. No single item of expenditure equal to or exceeding £25 shall be incurred without the prior permission of the Committee.

11. Alterations to the Constitution

- a. Any proposed alterations to the Campaign's Constitution shall be notified in writing at least twenty eight days before the Annual Meeting (AM) or an Extraordinary Meeting (EM) of the Campaign that has been called for this purpose. A 60% majority is required of those present and voting for an amendment to be carried.

12. Dissolution

- a. The Campaign shall be wound up only by a resolution passed, by a majority of two Thirds of members present and voting, at either an Annual Meeting or an Extraordinary Meeting called for this purpose and of which twenty-eight day's prior notice has been given in writing. The quorum shall be [one quarter] of the membership. Should this meeting not be quorate, a second meeting shall be called as soon as is reasonably practical and, at this meeting, there shall be no quorum. At this second meeting only a simple majority will be required. After a resolution of dissolution any funds remaining shall be given to an organisation with similar aims and objectives to that of the Campaign.

13. Miscellany

- a. The Campaign will hold and process personal data fairly and lawfully, in accordance to the Data Protection Act 1998, and from the 25th of May 2018 in accordance with the General Data Protection Regulation.
 - i. The Campaign will only hold personal data as required to maintain a record of its membership, and as otherwise required to achieve its objectives.
 - ii. Personal data will not be made available for processing outside of those Officers and Committee members who require it in order to exercise of their functions on behalf of the Campaign.
 - iii. Data subjects have the right to request access the personal data held on themselves, rectify that personal data and to have personal data held on themselves deleted. This can be done by contacting the Campaign Secretary who will respond to the request within one month of receipt.
 - iv. The Campaign may gather data for research purposes. Contributing to this research will not be a requirement of membership and only gathered with the individual's consent, likewise personal information held for other purposes will not be re-used for research purposes. All research data gathered will be collected in a way that is anonymous, so that the data being processed and stored contains no personal data that could be linked back to an individual. Data gathered for research may be analysed and made available to the wider public in its collated form.
- b. The Campaign does not accept any responsibility for any injury, mishap or loss or other eventuality to anyone attending any meeting or event.
- c. No member shall act on behalf of the Campaign without the approval of the Committee.

Appendices

The following appendices do not form part of the Constitution but are included to provide context to its clauses.

Appendix A -Chairperson Role Description

The Chairperson has a strategic role to play in the Campaign, by ensuring it runs effectively in pursuit of its Mission and by ensuring that the Management Committee functions properly.

To ensure the Campaign is runs effectively in pursuit of its Mission, the Chairperson must;

1. Coordinate the Committee to ensure responsibilities for general management are met and campaign members with specialist expertise are co-opted as required,

2. Ensure that the appropriate working groups are formed by the committee, and that these working groups operate in accordance with the Constitution in pursuit of the Campaign's Mission.
3. Facilitate change and address conflict within the Campaign, liaising with the committee to achieve this,
4. Address conflict to act impartially, with fairness and the ability to respect confidences,,
5. Act as one of three signatories for the Campaign's bank account, .

To ensure the Management Committee functions properly, the Chairperson must;

6. Have an understanding of the roles/responsibilities of the Management Committee,
 7. Address conflict within the Management Committee, with fairness, impartiality and respect for confidences,
- It is the Chairperson's responsibility to chair, or delegate the responsibility of chairing, Management Committee Meetings, Annual General Meetings and Extraordinary Meetings. In this the Chairperson must:
8. Ensure meetings are planned and run in accordance to the Constitution,
 9. Ensure matters are dealt with in an orderly, efficient manner,
 10. Ensure decisions are taken and actions followed-up,
 11. Bring impartiality and objectivity to meetings and decision-making,
 12. Cast a deciding vote in the event of a tied vote in Management Committee meetings.

At the end of their term the Chairperson must:

13. Fully brief the Chairperson-elect on the role and make them aware of their responsibilities.
14. Update the Chairperson-elect on all current matters that they are responsible for as Chairperson,
15. Complete the necessary forms in order for their role as a signatory to the bank account to be transferred.

Appendix B - Treasurer & Membership Records Officer's Role Description

The role of the Treasurer is to maintain a financial oversight of the Campaign and report this to the rest of the membership. The Campaign's Treasurer also acts as the Membership Records Officer for the Campaign.

The Treasurer must have financial oversight of the Campaign by;

1. Holding the Campaign's funds securely,
2. Ensuring appropriate banking arrangements, including, the collection of income, payment of bills, and maintenance of proper accounts, getting them audited / examined,
3. Ensuring that appropriate accounting procedures and controls are in place,
4. Ensuring financial compliance with relevant legislation of English Law,
5. Organising the appointment of the signatories of the Campaign's bank account,
6. Collecting signatures from those signatories as required to release the appropriate funds,
7. Making fellow committee members aware of their financial obligations and take a lead in interpreting financial data to them.

In keeping the Campaign up to date with the financial health of the Campaign, the Treasurer must;

8. Presenting financial reports at Campaign Committee Meetings,
9. Advising the Campaign Committee on the financial implications of the Campaign's strategic and operational plans,
10. Advising on the fundraising strategy of the Campaign,

11. Making a presentation of the annual accounts and draft budget for the following year to the membership at the Annual General Meeting,

In their responsibility as Membership Records Officer, the Treasurer must;

12. Maintain a current list of the Campaign's members,
13. Ensure that the current list of the Campaign's members is available to the Secretary and Communications Officer in order for them to communicate with the membership,
14. Present an update of membership numbers at Campaign Committee Meetings and the Annual General Meeting,
15. Ensure that the appropriate payment is collected from new and renewing members.

At the end of their term the Treasurer must:

16. Fully brief the Treasurer-elect on the role and make them aware of their responsibilities,
17. Update the Treasurer-elect on all current matters that they are responsible for as Treasurer,
18. Complete the necessary forms in order for their role as a signatory to the bank account to be transferred.

Appendix C - Secretary Role Description

The role of the secretary is to support the Chairperson in ensuring that meetings of the Campaign are properly administered and recorded, and that general administrative tasks are undertaken to allow proper operation of the Campaign.

The Secretary must ensure the proper administration and recording of Management Committee Meetings (MCM), Annual General Meetings (AGM), and Extraordinary General Meetings (EGM) takes place by;

1. Preparing agendas in consultation with the Chairperson,
2. Receiving agenda items from other committee members,
3. Circulating agendas and any supporting papers in good time,
4. Ensuring that locations for meetings are organised, and that facilities are appropriate or arranged for refreshments, equipment needs and accessibility as required.
5. Ensuring that quorum is present at meetings,
6. Ensuring minutes are taken at meetings, and circulating the draft minutes to all committee members for approval,
7. Circulating notice with advance notice as required in the constitution for the Annual General Meeting (AGM) and any Extraordinary General Meetings (EGMs),

The Secretary must ensure the proper operation of the campaign by undertaking the following general administrative tasks:

8. Sitting on grievance panels as required, and act with fairness, impartially and in confidence.
9. Acting as one of three signatories for the Campaign's bank account,
10. Ensuring that those in the Campaign who handle personal information understand their duties to respect data protection.
11. Ensuring that the Campaign's main contact Email and Cloud Document Services are maintained, and as far as reasonably possible kept secure and only accessed by the relevant parties.
12. Supporting Working Groups in recording their meetings and reporting their meetings to the Management Committee.

At the end of their term the Secretary must:

13. Fully brief the Secretary-elect on the role and make them aware of their responsibilities.
14. Update the Secretary-elect on all current matters that they are responsible for as Secretary.
15. Complete the necessary forms in order for their role as a signatory to the bank account to be transferred.

Appendix D - Communications Officer Role Description

The Communications Officer's role is to make sure the Campaign is presented in a positive way that promotes its purpose, and that its communications are well managed.

In presenting the Campaign the Communications Officer must:

1. Ensure that the Campaign's membership is kept up to date with the activities, past, present and future of the Campaign,
2. Manage the image that is presented to the public of the Campaign, its purpose, and activities,
3. Ensure that the Campaign's media platforms are regularly updated, and that content is relevant and appropriate to the Campaign's purpose,
4. Ensure that enquiries from the public, press, and third parties are dealt with appropriately

To make sure that the Campaign's communication is well managed, the Communications Officer must:

5. Provide summaries to the Management Committee updating on the performance of communications,
6. Chair the communications working group, ensuring the group is run effectively and reporting back to the Management Committee,
7. Approve communications submitted by Working Groups prior to broadcast, ensuring they meet the expected standard of the Campaign,
8. Ensure that where two way communication is possible, the standard of conversation is decent, lawful and abides by the rules of the host platform, taking the required steps to rectify conversation that isn't,
9. Ensure that the Campaign's online communication accounts are kept secure, as so far as is reasonable, and to notify the Chair and Secretary if a breach is suspected,
10. Act in accordance with current data protection laws when handling personal data.

At the end of their term the Communications Officer must:

11. Fully brief the Communications Officer-elect on the role and make them aware of their responsibilities.
12. Update the Communications Officer-elect on all current matters that they are responsible for as Communications Officer,

Appendix E - Working Group Guidelines

These guidelines set out the minimum requirements a Working Group must adhere to.

1. Formation

- a. As per clause 6.d of the constitution, a working group must be formed and approved by the committee, who will set the parameters for the working group's activities.
- b. The Working Group will then write its own detailed brief based on these parameters for approval by the Management Committee, the Working Group can propose to revise its brief at anytime.

2. Composition

- a. The Working Group must be formed of at least one elected or co-opted Management Committee members, the rest of the Group will be made up from Members of the campaign who have signed up to the Group with an interest in taking an active part.
- b. The Management Committee will define the maximum group size to ensure effectiveness, which will be open to revision as and when required.
- c. Members to which clause 4.e of the Constitution applies or other potential conflicts of interest must declare this and the final decision of group membership will be made by that group.

3. Meetings

- a. It is suggested that Working Groups meet regularly in a standard committee format, what defines regular will depend on the group's brief and should be determined by the group. If a group feels a non-standard format meeting would be more suitable they are open to pursue so long as it is effective.

4. Chairing

- a. The group must self appoint a Chairperson whose responsibility will be to:
 - i. Organise meetings and set the agenda,
 - ii. Ensure the meetings are run in an efficient manner and all views are given fair consideration,
 - iii. Ensure meetings are minuted using the Campaign's standard template,
 - iv. Provide updates for the Management Committee, reporting on the performance and future intentions of the Working Group.
- b. By default the Chairperson will be the, or one of the, Management Committee member sitting on the Working Group however the role can be delegated if the Group so wishes.

5. Communication

- a. Each Working Group will choose a member whose responsibility will be communicate the Group's work to the membership and wider public. This communication could be, but isn't limited to, reports, updates, or sharing of interesting information via the Campaign's email, social media, newsletter and website. All such communication must be sent via the Campaign's Communication Officer for approval against Campaign standards.
- b. External communications that have a limited audience, i.e. emails to the Council/ individuals should be approved by the Management Committee member sitting on the group and sent through the official Campaign email.
- c. If the Working Group wishes to respond to an official consultations or make an official response in the name of the Campaign the principal message should be approved by the majority of the Management Committee, who may defer approval to the Membership as a whole for significant responses.
- d. The method of inter-group communications can be decided by the Group, but should be recorded and inclusive to the whole Group. Documents produced by the Group should be stored on the Campaign's cloud storage.

6. Finance

- a. A Working Group cannot spend or commit to spending the Campaign's financial resources without prior consent of the Management Committee. Where such consent is required the Chairperson of the Group will submit a costed request to the Management Committee for approval.

7. Data Protection

- a. The Working Group will respect and abide by the Campaign's responsibility to data protection of personal data. Personal data is defined as 'data which relates to a living individual who can be identified from that data'.
- b. The Working Group will not hold or process personal data without prior written consent of the Campaign Secretary. Holding and processing of any personal data will be done so in accordance with SECTION of the constitution.

8. Dissolution

By Working Group

- a. The Working Group can choose to dissolve itself if it feels that its purpose for formation is no longer valid, its purpose has been achieved or there is no longer any interest in the membership in continuing the working group.
- b. In these instances the Working Group's chair should inform the Management Committee who will dissolve the group, or may chose to reinvent it with revised purpose or members.

By Management Committee

- c. The Campaign's Management Committee may choose to dissolve a Working Group at anytime, and if required with immediate effect, for the reasons in the above section or if the Working Group has acted in a way which is not constitutional or could otherwise be detrimental to the Campaign.

Actions at Dissolution

- d. The Working Group should make a final report to the Management Committee, which should cover a summary of where its activities have been left, any outstanding actions that might need addressing, and a summary of learnings that might inform how other Working Groups are run.
- e. All work produced by the dissolved Working Group will be retained by the Campaign for future reference and use.