

# Constitution of Cycle Winchester

## 1 Name

The name of the association is “Cycle Winchester”, hereafter referred to as ‘CW’.

## 2 Aim

The aim of the association is to make Winchester better by bike, i.e. to create a better Winchester (the city and surrounding villages) by promoting cycling as a convenient, healthy, inexpensive and environmentally-friendly way to get around, as well as to campaign for improved provision that will enable more people to cycle. In so doing, we also hope to reduce traffic congestion and pollution in order to make Winchester a more enjoyable place to live, work and visit.

In pursuit of this aim, we will undertake activities which may include:

- a) Campaigning for infrastructure and other measures which enable more people to cycle;
- b) Providing information and advice on cycling;
- c) Promoting cycling through education and publicity;
- d) Promoting cycling through various activities, cycling events and projects, directly or through partnerships;
- e) Being a voice/an advocate for cyclists and cycling.

Whilst not registered as a charity, CW has a charitable aim, consistent with purposes outlined in the Charities Act (2011), namely:

- The advancement of environmental protection or improvement;
- The advancement of health or the saving of lives.

## 3 Powers

In order to achieve its aim CW may:

- a) Raise money;
- b) Open bank accounts;
- c) Organise events;
- d) Work with similar groups and exchange information and advice with them;
- e) Lobby elected representatives;
- f) Do anything that is lawful which will help it to fulfil its aim.

## 4 Membership

- a) CW shall have a supporter membership.

- b) Any individual who registers their support of CW becomes a member for the current membership period, plus an additional period at the discretion of the Core Group, for members joining near the end of a membership period.
- c) Membership is subject to a charge to be set by the Core Group.
- d) The membership period will be agreed by the Core Group; typically one or two years.
- e) Membership gives the right to be involved with the organisation of the association, and to vote at General Meetings (voting subject to a one month qualification period from commencement of membership).
- f) CW will keep an up-to-date membership list.
- g) A member may be removed by a majority vote of the Core Group if they believe it is in the best interests of CW. The member has the right to be heard by the Core Group before the decision is made and can be accompanied by a friend.

## 5 Management

- a) CW shall be administered by a Core Group of not fewer than three people.
- b) The elected officers are ex-officio members of the Core Group.
- c) The Core Group shall meet at least twice a year.
- d) At least three Core Group members must be present for a Core Group meeting to take place.
- e) The Core Group shall aim for consensus-based decision-making.
- f) If a matter is unresolved by consensus, it shall be decided by a vote by show of hands.
- g) In the event of a tied vote, the Chair shall have a second vote.
- h) Any member may attend meetings of the Core Group, but only Core Group members may vote.
- i) Members may be added to the Core Group by a simple majority vote of the Core Group.
- j) The Core Group shall have the power to remove any member of the Core Group for good and proper reason, by a simple majority vote.

## 6 Officers

- a) CW shall have three officers, elected at the Annual General Meeting (AGM):
  - Chair;
  - Secretary;
  - Treasurer.
- b) The normal term of an officer will be 3 years.
- c) An officer may not stand for more than two consecutive terms, unless the Core Group agrees this is necessary due to exceptional circumstances.

- d) The responsibilities of the officers shall be allocated among them by consensus, including the responsibility to:
  - Chair meetings;
  - represent CW at functions/meetings to which CW has been invited;
  - act as the spokesperson of CW when necessary;
  - keep a membership list;
  - prepare the agenda for meetings;
  - take and keep minutes of all meetings;
  - collect and circulate any relevant information within the Group;
  - supervise the financial affairs of CW;
  - keep proper accounts that show all monies received and paid out by CW;
  - prepare an annual financial statement for the AGM.
- e) Officers may delegate tasks in order to fulfil their responsibilities.
- f) Additional guidance on the execution of responsibilities by officers, in the form of Standing Orders, may be agreed by the Core Group.

## **7 Finance**

- a) All monies received by or on behalf of CW shall be applied to further the aim of CW and for no other purpose.
- b) Any bank accounts opened for CW shall be in the name of CW.
- c) Expenditure shall be authorised by at least two officers.
- d) CW may pay reasonable out of pocket expenses to members or Core Group members.
- e) Core Group members shall declare any conflict of interests.

## **8 General Meetings**

- a) General Meetings comprise two types:
  - Annual General Meetings
  - Special General Meetings
- b) General Meetings may be held in-person or online;
- c) All members shall be given at least 14 days notice of the General Meeting and the matters to be discussed;
- d) At least 10 members must be present for the General Meeting to be quorate;
- e) All voting members attending, whether in-person or online, shall be entitled to vote.

## **9 Annual General Meeting**

- a) CW shall hold an Annual General Meeting.
- b) Members shall be entitled to propose motions for the AGM, by submitting to the Secretary with a minimum of seven days notice.
- c) The business of the AGM shall include:
  - i. A report from the officers on CW's activities over the year;
  - ii. Approval of financial statement;
  - iii. Electing officers for the forthcoming year;
  - iv. Considering any other matters.

## **10 Special General Meeting**

A Special General Meeting (SGM) may be called by the Core Group or a minimum of 10 members to discuss an urgent matter.

## **11 Alterations to the Constitution**

Any changes to this Constitution must be agreed by the majority of those members present and voting at any General Meeting.

## **12 Dissolution**

CW may be wound up at any time if agreed by the majority of those members present and voting at any General Meeting. In the event of winding up, any assets remaining after all debts have been paid shall be given to another Group with a similar aim.

## **13 Adoption of the Constitution**

The persons whose names and signatures appear at the bottom of this document shall act as the Core Group and initial membership referred to in this constitution.

This constitution was adopted 7 June 2021 by:

John Arthur  
Mike Caldwell  
Sue Coles  
Steve Cramoysan  
Phil Gagg  
David Hyde  
Andy Key  
Kelsie Learney  
Rob Jordan  
Jeremy Mortimer  
Max Priesemann  
Emma Street