

CONSTITUTION OF THE CLEVELAND MOUNTAINEERING CLUB

Ratified at the AGM March 8th 2018

1. Name

- 1.1. The Club is called Cleveland Mountaineering Club.

2. Objects

- 2.1. The objects of the Club are to encourage the pursuit of mountaineering in all its aspects especially among such people of Cleveland and surrounding areas who, drawn by the beauty and challenge of the hills, desire to spend their leisure time in them.
- 2.2. To this end the Club will arrange meets on mountain and moorland at which the principles of safe mountain travel by all manner of routes may be practised. The club is not a training organisation.

3. Qualification for Membership

- 3.1. Any person aged sixteen years or over who is interested in and prepared to further the objects of the Club as defined above, shall be eligible for Membership of the Club.
- 3.2. Members below the age of eighteen years shall be junior Members and they will not be allowed to take part in climbing meets except with the written consent of the parent or guardian. Junior Members shall not be eligible to serve as Members of the Committee but may be appointed to Sub-Committees.

4. Admission of Members and Proposal of Candidates

- 4.1. Any person applying for membership should complete a form obtained via a member of the Committee, who will also ensure the applicant receives a copy of the Constitution of the Club.
- 4.2. Applications for Membership will be considered by the Committee when the candidate has made themselves known to Members or has been reasonably active with Members for a period of three months.
- 4.3. The application must be proposed and seconded by two Club Members, one of whom shall be a Member of the Committee, and be approved at a Committee Meeting.

5. Procedure after Election to Membership

- 5.1. As soon as an entrance fee and annual subscription have been paid the approved applicant shall be a Member of the Club and shall be deemed to have accepted the Constitution and rules of the Club.

6. Entrance Fee and Subscription

- 6.1. The Annual Subscription shall fall due on 1st January for the year ending on the next 31st December.
- 6.2. The Committee shall have the authority to increase the membership fee in line with any increase in the cost of affiliation to the BMC without recourse to a General Meeting. Any other changes to the entrance fee and annual subscription shall be determined at a General Meeting.
- 6.3. Junior Members and all Members under the age of 21 may be charged reduced subscription rates to be determined at an Annual General Meeting.
- 6.4. A Member and Spouse/Partner shall be eligible for joint membership for twice the membership fee. Both Member and Spouse/Partner will be entitled to all the benefits of membership.
- 6.5. Children under the age of 16 shall be eligible for child membership at no extra cost when a parent/guardian has full membership. This entitles the child to attend meets and to use the hut at designated times and when accompanied by a parent or other responsible member over the age of 18. Children, upon reaching the age of 16 years, must apply for individual membership in the usual way (also see 6.3 above).

- 6.6. A Member who leaves the area, either temporarily or permanently, may apply for Country Membership which will entitle her/him to a newsletter but to no other Club benefits. Such Members will be charged a fee to cover costs.
- 6.7. No Member more than two months in arrears with their subscription shall be eligible for Club benefits. Members whose subscription fees do not reach the Treasurer by 1st March of the year of subscription will be deleted from the Membership roll and be required to pay a late payment penalty to reinstate their Membership.
- 6.8. The Committee shall have the power to confer Honorary Life Membership on a Member who has rendered outstanding service to the Club or to the cause of mountaineering in general. Such a Member shall be entitled to take part in all activities of the Club.
- 6.9. An Honorary Life Member shall not be required to pay any entrance fee or annual subscription. The Club agrees to pay the cost of BMC affiliated membership for all Honorary Life Members.

7. Resignation of Members

- 7.1. Any Member may resign his Membership by giving notice in writing to that effect to the Membership Secretary.
- 7.2. Every such notice must, unless otherwise expressed, be deemed to take effect as from the last day of the month in which it is received.

8. Expulsion of Members

- 8.1. If in the opinion of the Committee the conduct of any Member be incompatible with membership of the Club or otherwise injurious to the status or interests of the Club the Honorary Secretary shall call the Member's attention to such behaviour by letter and give them an opportunity of offering an explanation. This explanation shall either in writing, or if the Committee think appropriate, by appearing before the Committee, or both. If no explanation acceptable to the Committee is received from such Member within reasonable time, the Committee shall have the power to take any disciplinary action which they consider appropriate, including expulsion from the Club. No motion for expulsion shall be moved unless there are at least eight Committee members present and competent to vote. Voting shall be by a simple majority.
- 8.2. Any Member expelled under this Rule shall forfeit to the club any entrance fee and subscription with they may have paid and return all Club property, including any Hut Keys.
- 8.3. Such a Member shall have the right to 'appeal' their case before an Extraordinary General Meeting called by the Member, under Rule 17

9. Effect of Ceasing to be a Member

- 9.1. On ceasing to be a Member a person forfeits all rights to and claim upon the Club and its property and funds, including any hut keys held. All hut keys must be returned to the Hut Warden in this circumstance.
- 9.2. A person who has been expelled from the Club shall not be entitled to participate in any subsequent activity of the Club nor to visit the Club's premises.

10. Election of Members of the Committee

- 10.1. The Club shall be managed by a Committee elected at an Annual General Meeting for a period of one year but eligible for re-election at an subsequent Annual General Meeting. Three of the Members shall be elected on the Committee as Officers of the Club to be Honorary Secretary, Honorary Treasurer and Honorary Hut Warden.
- 10.2. At each Annual General Meeting the Officers and other Members of the Committee (not being Trustees or the President for the time being) must retire, but are eligible for re-election.
- 10.3. Candidates must have a proposer and a seconder and make their intention to stand known to the President or Secretary prior to the AGM being declared open. If there is more than one candidate for a post a vote will be held. If there is only one candidate they will be declared elected unopposed.

- 10.4. The Committee shall have the power to fill any vacancy occurring in the Committee by appointing any Member of the Club, subject to the restrictions imposed under other clauses, to serve until the next Annual General Meeting. It may appoint an Assistant Honorary Secretary from the Members of the Club as an additional Member of the Committee.

11. President

- 11.1. The Committee may nominate a mountaineer, who is distinguished for her/his contribution to mountaineering or has rendered notable service to the Club, to be invited to hold office as President for a period of two years and shall be a Member of the Club by virtue of this office (in the Membership category of the previous year where appropriate). This nomination to be ratified by a resolution of the Annual General Meeting.
- 11.2. The President shall hold office for a term of 2 years or, if earlier, until death or resignation or until removed from office by a resolution of the Members in General Meeting for any reason which may seem sufficient to a majority of the Members present and voting.
- 11.3. On expiry of the first 2 year term the President shall be eligible for re-election for a further term of two years but not eligible for re-election thereafter until a further period of two years has elapsed.

12. Meetings of the Committee

- 12.1. The Committee should meet with sufficient frequency to manage the affairs of the Club.
- 12.2. At any Committee meeting four elected Members shall constitute a quorum.
- 12.3. Minutes of all the proceedings of the Committee must be taken and must be open to inspection by any Member on application to the Honorary Secretary.

13. Sub-Committees

- 13.1. The Committee shall have the power to appoint Sub-Committees, for which any Member of the Club may be eligible, to manage specific activities of the Club and it may at any time dissolve any Sub-Committee. Sub-Committees still in being at the time of an Annual General Meeting may be re-appointed at the first Committee Meeting after the Annual General Meeting.
- 13.2. All Sub-Committees must periodically report their proceedings to the Committee and must conduct their business in accordance with its directions and within their terms of reference.

14. Regulations

- 14.1. The Club shall be governed by a constitution agreed at a General Meeting by two thirds of the Members attending such meeting.
- 14.2. The Committee may from time to time make, repeal and amend any regulations (not inconsistent with this constitution) as it thinks expedient for the management and well-being of the Club.
- 14.3. All regulations made by the Committee under this rule are binding on the Members until repealed by the Committee or set aside by a resolution of a General Meeting of the Club.

15. Annual General Meeting

- 15.1. The Annual General Meeting shall be held every year during the First Quarter of the year, to receive reports and statement of accounts from the officers the Club, elect the Committee which is to serve until the next Annual General Meeting and to discuss any other business of which due notice shall have been given.

16. Convening General Meetings and Notice of Business

- 16.1. The Honorary Secretary shall give written notice to every Member of the time and place of any General Meeting and of business to be considered at least fourteen days in advance of meeting.
- 16.2. In order to give notice of business to Members as per 16.1, items likely to be of significant importance to the membership or requiring a decision by the AGM must be notified to the Secretary at least twenty-eight days in advance of meeting, with a named proposer and

seconded.

- 16.3. Other items (e.g. for information not for decision) may be introduced at the meeting under Any Other Business with the consent of two Members present.

17. Extraordinary General Meeting

- 17.1. An Extraordinary General Meeting may be called at the direction of the Committee or at the request of not fewer than ten voting Members given in writing to the Honorary Secretary together with a statement of the business to be discussed.

18. Proceedings at General Meetings

- 18.1. All Members aged 16 years or over and not excluded under other clauses shall be entitled to vote at General Meetings and none other shall be so entitled.
- 18.2. At all General Meetings of the Club the President, or a Member selected by the Committee, should take the chair.
- 18.3. Every Member present is entitled to one vote upon every motion, and in case of an equality of votes the Chair may have a second or casting vote.
- 18.4. The Committee may, if it thinks fit, make regulations enabling Members unable to be present to vote by proxy or in writing.

19. Quorum

- 19.1. One -sixth of the Membership entitled to take part shall constitute a quorum at a General Meeting.

20. Agnes Spencer Memorial Hut, Appointment and Duties of Trustees

- 20.1. The legal title of the Agnes Spencer Memorial Hut rests with a charity, the Cleveland Mountaineering Centre, which is registered with The Charity Commission (reg. no. 267169).
- 20.2. Four Trustees shall be responsible for controlling the management and administration of the charity. The Trustees shall be Members of the Cleveland Mountaineering Club and shall volunteer their services to act as Trustees. The Club, through the Committee, shall confirm that the Trustees are willing to continue volunteering in this regard on an annual basis. The power of appointing a new Trustee or Trustees is vested with the Trustees. The Trustees shall remain in office until death or personal resignation.
- 20.3. The duty of the Trustees is to safeguard the legal title to the property, and includes responding to formal notices that may be served on the owners or (as required) passing the notice promptly to the Committee of the Cleveland Mountaineering Club for action.
- 20.4. The responsibilities of the Trustees include providing an overview of the management of the hut by the Cleveland Mountaineering Club, checking that the hut is adequately insured, maintained and compliant with current statutory regulations, and meeting the requirements of the Charity Commission such as providing an annual return.
- 20.5. The Cleveland Mountaineering Club shall continue to be a Member Club of the British Mountaineering Council (BMC), the governing body for mountaineering in the UK, and shall take account of the guidance issued by the BMC from time to time on the management of mountaineering Club huts. With respect to the Agnes Spencer Memorial Hut, the Cleveland Mountaineering Club shall be a beneficiary of the public liability insurance cover provided by the BMC.
- 20.6. The Cleveland Mountaineering Club shall endorse and implement the BMC Child Protection and Vulnerable Adults Policy and Guidelines.

21. Use of Agnes Spencer Memorial Hut

- 21.1. The Committee shall have power to fix the scale of charges for use of the Agnes Spencer Memorial Hut from time to time.
- 21.2. Members are responsible for their guests' behaviour and payment of hut fees.
- 21.3. If the Committee consider it desirable to offer the Members of another Club the right to use the Agnes Spencer Memorial Hut on the same terms as the Members in return for reciprocal

rights to the use of the premises of that other Club they shall propose this to the Membership at a General Meeting.

- 21.4. The proposal to grant reciprocal rights will be determined by a simple majority of those Members voting on it.
- 21.5. The Committee shall have power to terminate any arrangement offering reciprocal rights to use the Agnes Spencer Memorial Hut to Members of another Club if the Committee determines that such is in the best interests of the Club.

22. Members' Contact Details

- 22.1. Every Member of the Club must from time to time communicate their address and other contact details to the Membership Secretary. Selected contact details of consenting members shall be circulated to all consenting Members periodically for their personal use only.

23. BMC Affiliation

- 23.1. Members acknowledge and agree that they will become Club Members of the British Mountaineering Club (BMC) and that the Club shall pay the appropriate subscription on behalf of each Member included in the return filed by the Club with the BMC.
- 23.2. In the event of the BMC being wound up, the Club shall pay the sum of not more than one pound on behalf of each Member included in a return filed by the Club with the BMC at any time within the preceding period of one year pursuant to the guarantee comprised in clause 6 of the Memorandum of Association of the BMC.

24. Interpretation of the Constitution and Regulations

- 24.1. The Committee as the management authority of the Club is the sole authority for the interpretation of this constitution and the regulations made by it from time to time.
- 24.2. The decision of the Committee upon any question of interpretation or upon any matter affecting the Club and not provided for by this constitution or by the regulations is final and binding on the Members.
- 24.3. The headings to this Constitution are for ease of reference only and are not to be taken into account in its interpretation.

25. Amendment of the Constitution

- 25.1. This constitution may be added to, repealed or amended by a resolution passed at any Annual General Meeting or Extraordinary General Meeting by a majority of at least two-thirds of the Members voting on it.

26. Dissolution of Club

- 26.1. If at any General Meeting a resolution for the dissolution of the Club is passed by a majority of the Members present and at an Extraordinary General Meeting held not less than six weeks later of which not less than four weeks' written notice has been given to each Member that resolution is confirmed by a resolution passed by a majority of two-thirds of the Members present eligible to vote, the Committee must immediately, or at such future date as is specified in the resolution, proceed to realise the property of the Club. The property of the Club excludes the Agnes Spencer Memorial Hut which remains the property of the Cleveland Mountaineering Centre charity.
- 26.2. If upon the winding-up or dissolution of the Club there remains, after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the Members, but shall be given or transferred to one or more other Clubs or organisations having objects similar to the objects of the Club and which shall prohibit the distribution of its or their income and property to an extent at least as great as is imposed on the Club under or by virtue of this clause such institution or institutions to be determined by the Members at or before the time of dissolution, and if so far as effect cannot be given to such provisions, then to British Mountaineering Council or its successor as the national governing body for mountaineering (or to one or more mountain rescue organisations).