



Constitution

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1. Name

The name of the organisation is Trust Pathways: Safer Cycling in Durham Campaign.

2. Aims

The aims of the organisation are:

- To promote and raise the profile of cycling, especially utility cycling, in Durham City and more broadly throughout County Durham;
- To educate, and collaborate with, decision makers and the public over the benefits of enabling safer cycling;
- To work collaboratively with key stakeholders to design, develop and promote high quality cycling infrastructure.

3. Principles

This organisation is committed to equality for everyone and all members are expected to behave in a way that is consistent with this commitment.

The organisation shall be non-party in politics and non-sectarian in religion. Membership shall be open to any person irrespective of race, age, nationality or of political, religious or other opinion.

4. Area of benefit

The area of benefit is initially Durham City, gradually encompassing the wider County Durham area.

5. Powers

To achieve its aims the organisation has the power to:

- 5.1 Employ and pay staff (who cannot be members of the committee).
- 5.2 Cooperate and exchange information and advice with other organisations such as voluntary bodies, charities and statutory authorities.
- 5.3 Insure the property of the organisation against any foreseeable risk and take out other insurance policies (where applicable, at the time of writing—no property is owned).
- 5.4 Raise funds by any lawful means.
- 5.5 Do anything else within the law that is necessary in carrying out the aims to promote safer cycling in Durham and County Durham.

6. Membership

- 6.1 Membership is open to anyone who supports the aims. Each member has one vote at general meetings.
- 6.2 Only members who are at least 18 years old can be on the committee.
- 6.3 All members must pay the annual membership fee set by the committee, and this amount can be zero. Any membership fee must be set at a level that does not deter membership.
- 6.4 A member can resign their membership at any time. A member who is six months behind with their membership fee is assumed to have resigned. However, a member can reinstate their membership by bringing their fee up to date.
- 6.5 The management committee has the right to end someone's membership if they believe it is in the best interests of the organisation. The member has the right to be heard by the management committee before the final decision is made and can bring a friend with them to the meeting.
- 6.6 The management committee must keep a list of members of the organisation.

7. General meetings

- 7.1 The committee must give 21 days notice of any general meeting, including the annual general meeting (AGM), to all members telling them what is on the agenda.

- 7.2 A **general meeting** can be held at any time if the committee calls one **or** if not less than 15 of the members write to the committee asking them to call one. The letter to the committee must state the reason they wish the meeting to be called.
- 7.3 The chairperson of the committee or in their absence some other person elected by the meeting, takes the chair at any general meeting.
- 7.4 The quorum for any general meeting is 5% of the members. If a general meeting is not quorate, then it must be adjourned and reconvened after a minimum of 14 days. At the re-convened meeting, decisions based on a majority vote can be made as long as there are at least three members (including any committee members) present.
- 7.5 Every question at any general meeting is decided by a majority of the votes cast by those entitled to vote. If the vote is tied, the chairperson of the meeting does not have a second or casting vote.
- 7.6 Minutes must be kept of all general meetings, including the AGM.
- 7.7 An **Annual General Meeting (AGM)** must be held in each calendar year to deal with the following business:
- 7.7.1 Receive the committee's report and accounts for the previous year;
 - 7.7.2 Elect the committee members for the following year;
 - 7.7.3 Deal with any other matters which the committee or members wish to raise and the chairperson is prepared to accept as legitimate business for the AGM.

8. The committee and its procedures

- 8.1 The committee is responsible for the management of the organisation. It will be made up of at least three and no more than ten members of the organisation.
- 8.2 It will meet as needed. The date of meetings must be advised to all committee members at least one week in advance.
- 8.3 Every issue at a committee meeting is decided by a majority of the votes cast by those committee members present. At least half of the committee members must be present at a meeting to be able to take decisions. If the vote is tied, the chairperson of the meeting does not have a second or casting vote.
- 8.4 Committee members are elected annually at the AGM, staying on the committee until the end of the AGM the following year but they can be re-elected.

- 8.5 Any member who wishes to stand for election to the committee must inform the chairperson at least seven full days before the AGM.
- 8.6 At the first meeting of the committee after the AGM each year, the committee members must elect from among themselves a chairperson and other honorary officers, such as secretary or treasurer, as they see fit.
- 8.7 If there is a vacancy on the committee or if anyone resigns during their term of office the committee has the power to co-opt another member to the vacancy. This co-opted member has full voting powers and will stay on the committee until the next AGM.
- 8.8 A committee member may be removed if all the other committee members agree if it is in the best interests of the organisation. The committee member has the right to be heard by the management committee before the decision is made and can bring a friend with them to the meeting.
- 8.9 The committee must keep minutes of its meetings and keep safe all records relating to the organisation.
- 8.10 If committee members have a conflict of interest they must declare it and leave the meeting while this matter is being discussed or decided.
- 8.11 The committee members may make reasonable additional rules, policies and procedures to help run the organisation. These must not conflict with this constitution or the law.

9. Finance

- 9.1 All money and property belonging to, or raised for, the organisation must only be used for the organisation's aims.
- 9.2 The organisation will set up one or more bank or building society accounts in the name of the organisation. All money received by the organisation must be paid into these accounts.
- 9.3 All cheques and transactions must be signed by at least two signatories, who have been authorised by the committee, and who may not live in the same household nor be related as spouse, partner, parent, child, brother, sister, grandparent or grandchild.
- 9.4 No member of the committee can be employed by the organisation or receive any money or property from the organisation, except to refund reasonable out of pocket expenses.



10. Changing the constitution

To change this constitution a resolution to do so must be adopted by a two-thirds majority at a general meeting. It will not come into effect until put to the entire membership via a ballot, which may be via e-mail. A simple majority of those casting a vote in the ballot is sufficient to confirm the change to the constitution.

Clause 11 must not be rewritten in a way that would change the original meaning.

11. Closing the organisation

11.1 If the committee decides that it is necessary to close the organisation it must call a general meeting of all members and recommend closure to them.

11.2 If a two-thirds of the members present at the meeting vote in favour of closing the organisation the committee has the authority to do so.

11.3 Any money or property remaining after all debts and liabilities have been paid must be given to one or more voluntary organisations or registered charities with similar aims to this organisation.

12. Adopting the constitution

This constitution was adopted on 28 April 2016 by the people whose signatures appear below. They are the first members of the organisation and will be management committee members until the AGM, which must be held within one year of this date.

Signed

Print name
