

The Mid-Cheshire Footpath Society

CONSTITUTION

Adopted by the Committee on 30th March 2012 and ratified by the Annual General Meeting on 25th April 2012

Definitions

1. In the text that follows the word “written” and the phrase “in writing” shall be construed as including communications on paper or by appropriate electronic means such as e-mail.

Name

2. The Society shall be known as The Mid-Cheshire Footpath Society.

Objectives

3. The objectives of the Society shall be to work towards:
 - 3.1. The preservation, improvement and prevention of obstruction of the existing network of public rights of way.
 - 3.2. The extension of this network by the creation of new public rights of way and the recovery of lost public rights of way.
 - 3.3. The provision, preservation and advancement of public access to open country.
 - 3.4. The preservation and enhancement of the beauty of the countryside for the benefit of the public.

These activities shall be carried out with reference to rights of way within the Society’s area of operations as from time to time defined by the Committee¹, and may include any other such lawful things as are necessary, incidental or conducive to the attainment of the above objectives and that may lawfully be done by a body established for charitable purposes only.

4. The Society shall subscribe and be affiliated to such societies constituted for like objectives as may from time to time be determined by the Committee.
5. The Society may assist the work of individuals or other groups working to achieve like objectives within or adjacent to its area of operations.

Officers and Committees

6. The Officers of the Society shall be the Chairman, the Honorary Secretary, the Honorary Treasurer and the Vice-Chairman. The Officers shall relinquish their offices at the end of each year. They shall be eligible for re-election. Any casual vacancy arising among the Officers shall be filled by the Committee by appointment.
7. The Society shall be directed and managed by a Committee, which shall consist of the Officers, the immediate past Chairman and not more than nine Ordinary Members (including any co-opted members).
8. The Ordinary Members of the Committee shall be elected for a term of three years, three members retiring each year in rotation. All retiring members shall be eligible for re-election.
9. The Committee may fill any casual vacancy by co-opting any member willing to serve. Co-opted members shall retire in rotation as if they were the Ordinary Members they replace.

¹ As of 30th March 2012 this area of operations is defined as the whole of the Borough of Cheshire West and Chester together with that part of the Borough of Cheshire East that fell prior to 1st April 2009 under the jurisdiction of the Borough of Crewe and Nantwich, as well as those parts of the unitary authorities of Halton and of Warrington that lie south of the Manchester Ship Canal.

10. All elections, appointments and co-options shall be recorded in the minutes of the Committee immediately following, stating the date of retirement, and shall be advised by the Honorary Secretary in writing to the Member or Members so elected, appointed or co-opted.
11. The Committee may establish any number of Sub-Committees to deal with any part of the Society's activities, and may delegate to such Sub-Committees any of the powers or duties of the Committee. The Chairman of the Society shall be a member of all Sub-Committees. All actions and proceedings of such Sub-Committees shall be fully and promptly reported to the Committee.
12. The Committee may co-opt any person to serve on the Committee or any Sub-Committee. Any person so co-opted shall have the same powers and responsibilities as an ordinary member of the relevant Committee or Sub-Committee. The number of co-opted members on the Committee or any Sub-Committee shall not exceed one-third of its total membership.
13. In the event of equality of votes at any meeting of the Society, the Chairman shall have a second or casting vote.
14. Meetings of the Committee and of any Sub-Committee shall only be quorate if the number of Committee members present exceeds the number not present. In addition, meetings of the Committee shall only be quorate if attended by at least two Officers of the Society.

General Meetings of the Society

15. The Society's year shall begin on March 1st. An Annual General Meeting of the members shall be held on a date fixed by the Committee, preferably not later than April 30th, to receive a report from the Committee and the accounts for the past year, to elect the Officers and fill vacancies on the Committee for the ensuing year, and to transact any other business convenient to be dealt with. The Honorary Secretary shall convene the meeting by written notice posted or delivered to members at their last known address not less than fourteen days before the day of the meeting. The failure of any member to receive such notice shall not invalidate proceedings.
16. Nominations for Officers and ordinary members of the Committee shall be received by the Honorary Secretary at least seven days before the Annual General Meeting at which the election is to take place. Nominations shall be in writing and shall bear the signatures of the proposer and seconder as well as a declaration signed by the nominee that he or she is willing to serve
17. If the number of persons nominated to fill vacancies falls short of the number of vacancies, nominations may, at the discretion of the Chairman, be made at the Annual General Meeting.
18. If the number of persons nominated to fill vacancies exceeds the number of vacancies, election shall be by ballot. Immediately before the election the Chairman shall nominate tellers, three of whom shall be elected by a show of hands.
19. No resolution, other than those relating to the adoption of the report of the Committee and the adoption of the accounts shall be moved at the Annual General Meeting, unless it has been submitted in writing by its proposer and received by the Honorary Secretary at least seven days before the date of the meeting. The Chairman shall nevertheless, at his or her discretion and with the consent of a majority of the members present, have the power to admit any resolution of which such notice has not been given so long as the resolution does not involve an alteration to the Constitution of the Society.
20. An Extraordinary General Meeting of the Society shall be called by the Honorary Secretary at the request of the Committee or of at least twenty members of the Society. At least ten days notice of any such meeting shall be sent in writing to every member. Such notice shall specify the business to be transacted at the meeting. The failure of any member to receive such notice shall not invalidate proceedings.
21. At all General Meetings, twelve members of the Society shall form a quorum.

Subscriptions and Affiliation

22. The annual subscription and affiliation fees shall be decided by the Annual General Meeting. Societies or Associations with like objectives to the Society shall be entitled to affiliate to the Society, as shall Local Authorities within the Society's area of operations. Every such affiliated body shall be entitled to nominate a

representative who may exercise all the rights of membership of the Society and is to be subject to all the duties and responsibilities of membership of the Society.

Expulsion

23. Any member may be expelled by a decision of the Officers of the Society if, in the opinion of the majority of them, the member's actions have been seriously detrimental to the Society. Prior to any such decision the Officers shall give the member written notice of the alleged actions and detriments and a copy of this paragraph of the Constitution. The member shall be given a reasonable opportunity to prepare and state their response. Within one month of expulsion that member may appeal to the Committee by written notice to an Officer. The appeal shall be heard at the first Committee meeting held more than 14 days after the receipt of such notice. The member shall be re-instated if the majority of Committee members (present and voting at that meeting) so resolve.
24. The affiliation of any Society, Association, Local Authority or the like may be discontinued by the Officers by following a similar procedure to that set out in paragraph 23 above, with the same right and procedure of appeal as set out therein.

Duties of the Committee

25. The duties of the Committee shall include, within the Society's designated geographical areas of activity:
 - 25.1. Inspection of and reporting on the condition of the public rights of way.
 - 25.2. Investigation of complaints regarding obstruction, or interference with the rightful use, of such public rights of way.
 - 25.3. Encouragement of Local Authorities to perform their duties relating to public rights of way and to make use of their powers to preserve rights of way in a condition that allows unimpeded access and proper use by the general public.
 - 25.4. Investigation of proposals to close or divert public rights of way, development of the Society's position with regard to any such proposal, representation of such position to the relevant authorities and advocacy of such position as appropriate.
 - 25.5. Investigation of possibilities for creating new public rights of way.

Entry into force and amendment of the Constitution

26. This Constitution shall enter into force effect immediately upon approval by a two-thirds majority of members present and voting at a General Meeting of the members of the Society.
27. This Constitution may be amended only by the vote of a majority of members present and voting at a General Meeting of the members of the Society. Notice of any proposed amendment shall be submitted to the Honorary Secretary and received at least seven days before the date of the General Meeting at which such amendment is to be proposed. No amendment shall be made that would cause the Society to cease to have charitable status.

Dissolution of the Society

28. The Society may be wound up or dissolved only by a resolution proposed in accordance with paragraph 19 above and presented to a General Meeting of the Society. Any such resolution shall be passed only if it commands the support of at least twelve, and of at least a two-thirds majority, of those members present and voting at the meeting. In such event the Society shall be wound up.
29. If after the satisfaction of all its debts and liabilities there remains any residual property, this shall be given or transferred to such other charitable society, having objects similar to the objects of the Society, as may be determined by the Committee at or before the time of dissolution. By way of exception to this paragraph, the Committee may at its discretion donate appropriate records of the Society relating to public rights of way to the Cheshire County Records office or a similar public archive.