

# *OXFORD UNIVERSITY WALKING CLUB*

## *AGENDA FOR THE TERMLY GENERAL MEETING OF HT TERM 2011*

*TO BE HELD AT G&D'S CAFÉ, ST. ALDATES, OXFORD ON WEDNESDAY 9<sup>th</sup> MARCH 2011 AT 8PM*

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*1. APOLOGIES FOR ABSENCE*

*2. READING OF THE PREVIOUS TGM MINUTES (MT 2010)*

*3. OBJECTIONS TO THE PREVIOUS MINUTES*

*4. MATTERS ARISING FROM THE PREVIOUS MINUTES*

*5. OFFICERS' REPORTS*

- PRESIDENT*
- SECRETARY*
- TREASURER*
- TRIP AND SAFETY COORDINATOR*
- OTHERS*
  - ALUMNI SECRETARY*
  - ARCHIVIST*
  - MEMBERSHIP SECRETARY*
  - QUARTERMASTER*
  - SOCIAL REPRESENTATIVE*
  - WEBMASTER*
  - IT OFFICER*

*6. SPECIFIC IMPORTANT BUSINESS*

**(a) Motion presented: changing the constitution to create the post of Training Officer, to make IT Officer a full committee post, and to allow members to hold more than one non-Officer post**

**Proposed:** Alan Iwi

**Seconded:** Joe Delo, Katharina Franz

### **Background**

This change will create the additional committee post of Training Officer, allowing some of the work of Trip and Safety Coordinator, currently one of the most onerous positions, to be shared out. However, there is an existing rule that no person can hold more than one committee post, so to avoid a situation where one person is prevented from fulfilling the existing role of Trip and Safety Coordinator if (s)he wants to, the rule is relaxed so that it prevents only the holding of more than one of the executive posts (President, Secretary, Treasurer, Trip & Safety Coordinator), known in the constitution as "Officers". Having made this change, there is then no reason for IT Officer (a role sometimes but not always performed by the webmaster) not to be a committee post, so this is added too. A couple of small changes are also added to avoid possible misinterpretations.

### **Proposed changes**

*In paragraph 14, delete:*

*A member may be proposed for, but may not hold, more than one office.*

*In paragraph 14(b), delete:*

*, called the Officers*

*In paragraph 14(c), after:*

*vi. an Alumni Secretary*

*add:*

*vii. An IT Officer,*

*viii. A Training Officer*

*14d. The Officers of the Club shall be those listed in paragraph 14(b), regardless of the title of any post listed in paragraph 14(c). A member may be proposed for more than one post, but may not hold more than one Officer post.*

*In paragraph 2(f)(i), delete:*

*. By default, the IT Officer is the Webmaster unless the committee designates another committee member*

*In paragraph 33 (meetings of the committee), after:*

*decisions shall be taken by simple majority*

*add:*

*, each Committee member present having one vote irrespective of how many posts he or she holds*

*Paragraph numbering above is prior to any ratification of the separate motion regarding quoracy; renumber as applicable.*

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***(b) Motion presented: changing the constitution to clarify the limits of general meetings voting on amended motions and “any other business”***

***Proposed: Alan Iwi***

***Seconded: Joe Delo, Katharina Franz***

### ***Background***

*In practice it is useful for TGMs to be able to pass motions which are amended as a result of the discussion, without having to wait for the following term to present them afresh, and also to consider other business. However, the scope of the TGM to make decisions outside the original text of the motions is not well defined. This change will define some reasonable limits.*

### ***Proposed changes***

*Replace:*

*7c. consider any motions of which notice has been given of not less than seven days and has been submitted to the Secretary, in writing, by at least three members of the Club, and any other relevant business.*

*with:*

*7c. consider any motions of which notice has been given of not less than seven days and has been submitted to the Secretary, in writing, by at least three members of the Club. The Meeting may vote to amend motions and to pass amended motions, but the minutes must show both the original and amended versions, and the decision may be declared Advisory as defined in paragraph 7(d) if, on appeal by at least three members of the Club, the Senior Member determines that the amendment introduced substantially new business or increased the overall effect of the motion;*

*7d. consider any other relevant business. Any decisions taken without a motion shall be Advisory. Any Advisory decision shall be held to represent the majority opinion of those present, but not necessarily of the overall membership, and shall be not binding nor confer additional powers on Committee*

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***c) Motion for ratification: changing the constitution/COP to allow immediate adoption of new policies from the Proctors, and to add a clarification to the rules for other amendments.***

***Proposed: Joseph Delo***

***Seconded: Alan Iwi, Imogen Wade***

*This motion was passed with 9/9 in agreement at the last TGM (MT11).*

### ***Background***

*This motion is to ratify a change to the Club's Constitution which was passed in the MT 2010 TGM.*

*The Club's Constitution provides a mechanism for member-instigated changes to the way the club is run. However, it does not allow for immediate changes required by the Proctors, forcing the Club into a Constitutional grey area: it can either immediately adopt the policy and thus act unconstitutionally; or reject the policy, and in doing so not only cease to comply with paragraph 2a but risk being struck off the list of recognised sports, no longer being able to use 'Oxford University' in its name, and losing access to invaluable resources such as the minibus hire scheme and the university's insurance policies. The change proposed here will allow amendments mandated by the Proctors to be provisionally accepted by Committee with immediate effect, but also includes the safeguard that it must then be ratified by the members at the next TGM or it will be reversed.*

*At the time of writing, there is one such policy change that the Committee unanimously decided to accept regarding University policies such as the Integrated Equality Policy. This was subsequently also confirmed via the normal mechanism (passed in TT10 TGM and ratified in MT10 TGM)..*

*Generally these amendments make little or no impact on the way the Club operates, but simply formalise and restrict something already done. It is anticipated that similar situations will arise in the future and the Club should have a mechanism to incorporate such amendments into its Constitution.*

*A further change introduced by this motion relates to the rules for constitutional changes brought in via the normal process. Currently the constitution states that these have to be passed at "two consecutive" TGMs. This leaves a question over whether two consecutive quorate TGMs with one or more intervening non-quorate TGMs would count. Currently this would seem to be a matter of interpretation, and so would have to be settled by the Proctors, who under the constitution decide on matters of interpretation. This motion includes a change so as to make it explicit that it would count. This preserves a suitably high bar to constitutional change, while also avoiding the risk of unnecessary inconvenience if a TGM is non-quorate after a proposed change has already been passed once.*

### ***Proposed change***

*Replace:*

*39. Any amendment to this Constitution must be passed by simple majority in a secret ballot at two consecutive Termly General Meetings. Any amendment to the Code of Practice or the Trip Leader Safety Document must be justified point-by-point to and approved by the Area Safety Officer for Sport. The changes to the Trip Leader Safety Document should be justified point-by-point to the members and passed by simple majority in a secret ballot at one Termly General Meeting. Members with concerns over safety issues are invited to discuss them with the Trip and Safety Coordinator or the Sports Federation.*

*with:*

*39. Amendments to this Constitution may be introduced by two mechanisms:*

*(i) Amendments proposed by members of the Club must be passed by simple majority in a secret ballot at two consecutive quorate Termly General Meetings, disregarding any intervening non-quorate meetings.*

*(ii) Where amendments are mandated by the Proctors in writing to maintain compliance with their policies, they may be immediately accepted or rejected at the discretion of the Committee, with the amendment being presented for ratification at the next quorate Termly General Meeting. If not ratified by a simple majority in a secret ballot at that Termly General Meeting, then the amendment will be reversed. If the Committee has concerns about, or objections to, such a constitutional amendment, they shall first discuss this with the Proctors.*

*Any amendment to the Code of Practice or the Trip Leader Safety Document must be justified point-by-point to and approved by the Area Safety Officer for Sport. The changes to the Trip Leader Safety Document should be justified point-by-point to the members and passed by simple majority in a secret ballot at one Termly General Meeting. Members with concerns over safety issues are invited to discuss them with the Trip and Safety Coordinator or the Sports Federation.*

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***(d) Motion for ratification: changes to quoracy rules***

***Proposed:*** Alan Iwi

***Seconded:*** Joe Delo, Imogen Wade.

*This motion was passed with 8/9 in agreement at the last TGM (MT11).*

***Background***

*This motion is to ratify a change to the Club's Constitution which was passed in the MT 2010 TGM.*

*Here are a couple of possibly worthwhile changes to the club constitution about quoracy rules for general meetings. This is based on a reading of the current rules and considering difficulties that could in theory happen in future, and I should stress that these proposals are as a future safeguard only, and that*

*nothing in this proposed changes implies any present or past cause to anticipate such difficulties. They are not expected to impact on the normal running of the club.*

*Currently the rules dictate that 3 committee members have to be present for a General Meeting to be quorate, and for the treasurer to be present for any financial decisions to be taken (or treasurer's deputy for financial decisions that are on the agenda). This seems generally a good idea, but there could be a couple of scenarios where this might lead to problems.*

*Scenario 1 is if the committee were ever largely inactive or unavailable. Then the club could not get together a quorate general meeting, leading to a stalemate, as it could not then even elect a new committee. The proposed solution is that if a Termly General Meeting (TGM) is non-quorate but only because of the 3 committee members rule, then for the Extraordinary General Meeting (EGM) which would follow in order to elect the new committee, drop the 3 committee members rule.*

*Scenario 2 relates to the current provision for members to call an EGM (at least 12 members are needed for this). This provision is presumably to cover a situation where the committee makes unpopular decisions. However, the committee and/or specifically the treasurer could make the EGM ineffective by not turning up, thereby defeating the purpose of allowing members to call the meeting. The proposed change drops the 3 committee members rule and the treasurer rule in the case of an EGM which is called by 12 or more members. However, recognising the fact that relaxing the quoracy rules could create opportunities for mischief by groups of members calling an EGM that other members find difficult to attend, the changes also add rules that any general meeting has to be in Oxford and not clash with other club activities.*

*The proposed changes are structured as follows: the substantive changes as described above are in paragraphs 10d-e and 11a-b; the proposed paragraphs 8a and 10a-c are just restructured versions of the existing 8a and 10 in order to add some numbering of parts that can be referred to in 10d-e.*

## **Proposed changes**

*Replace:*

*8a. An Extraordinary General Meeting may be called in any Full Term; by the President, the Secretary or the Treasurer on not less than seven days' notice; or on a written requisition by twelve or more members, stating the reason for which the meeting is to be called, which is delivered to the Secretary between seven and fourteen days before the date of the meeting. Notice of the time and place of the Extraordinary General Meeting shall also be given to the members not less than seven days before the Meeting, of all matters to be decided at that meeting. Decisions may only be taken on those matters concerning which the meeting was convened.*

*With:*

*8a. An Extraordinary General Meeting may be called in any Full Term:-*

- (i) by the President, the Secretary or the Treasurer on not less than seven days' notice; or*
- (ii) on a written requisition by twelve or more members, stating the reason for which the meeting is to be called, which is delivered to the Secretary between seven and fourteen days before the date of the meeting.*

*Notice of the time and place of the Extraordinary General Meeting shall also be given to the members not less than seven days before the Meeting, of all matters to be decided at that meeting. Decisions may only be taken on those matters concerning which the meeting was convened.*

*Replace:*

*10. The quorum for a General Meeting shall be eight members present in person, of whom three must be members of the Committee. When any financial business is to be transacted, there must be present the Treasurer, or a member of the Committee deputed by the Treasurer to represent his or her views to the Meeting (provided that where it is a case of a deputy, the only financial business transacted shall be that which was set out in the agenda accompanying the notice of the Meeting).*

*With:*

*10. The rules of quorum for a General Meeting shall be:-*

*10a. Eight members must present in person.*

*10b. Additionally, three or more of those members present in person must be members of the Committee.*

*10c. When any financial business is to be transacted, there must be present the Treasurer, or a member of the Committee deputed by the Treasurer to represent his or her views to the Meeting (provided that where it is a case of a deputy, the only financial business transacted shall be that which was set out in the agenda accompanying the notice of the Meeting).*

*10d. Paragraph 10(b) shall not apply in the case of an Extraordinary General Meeting called under paragraph 15(c), provided that the non-quorate Termly General Meeting was quorate but for paragraph 10(b).*

*10e. Paragraphs 10(b) and 10(c) shall not apply in the case of an Extraordinary General Meeting called under part (ii) of paragraph 8(a).*

*Also add after the new 10(e)*

*11a. No General Meeting may be held outside the City of Oxford.*

*11b. No General Meeting may be scheduled to conflict foreseeably with another activity of the Club, except with the written consent of the Senior Member or the Proctors.*

*And renumber existing paragraphs 11 and following and references to them accordingly (noting that the reference to 15(c) in the new 10(d) above are prior to renumbering).*

## **7. ELECTIONS TO COMMITTEE**

**SENIOR MEMBER:** *Nominations will be taken from the floor during the meeting*

**PRESIDENT:** *Nominations will be taken from the floor during the meeting*

**SECRETARY:** *Nominations will be taken from the floor during the meeting*

*TREASURER: Nominations will be taken from the floor during the meeting*

*TRIP AND SAFETY COORDINATOR: Nominations will be taken from the floor during the meeting*

*ALUMNI SECRETARY: Katharina Franz*

*ARCHIVIST: Nominations required 24 hours before the TGM, otherwise will be taken from the floor during the meeting.*

*MEMBERSHIP SECRETARY: Nominations required 24 hours before the TGM, otherwise will be taken from the floor during the meeting.*

*QUARTERMASTER: Nominations required 24 hours before the TGM, otherwise will be taken from the floor during the meeting.*

*SOCIAL REPRESENTATIVE: Nominations required 24 hours before the TGM, otherwise will be taken from the floor during the meeting.*

*WEBMASTER: Nominations required 24 hours before the TGM, otherwise will be taken from the floor during the meeting.*

*IT OFFICER Nominations required 24 hours before the TGM, otherwise will be taken from the floor during the meeting.*

*Note: A person can stand for, but may not hold, more than one position.*

*Nominations for unfilled posts will be taken from the floor of the meeting.*

*8. AOB*

*9. TRANSFER OF POWER*