

COUNCIL OF NORTHERN CAVING CLUBS

British Caving Association

Agenda for Committee Meeting 13th September 2014, Hellifield Village Institute, 9:30am

Supplementary Document B – Proposed Constitution with Annotations

(1) Definition

- 1a The organisation shall be called the Council of Northern Caving Clubs. This may be abbreviated as 'the Council' or 'the CNCC'.
- 1b The Council is a voluntary association of recognised caving clubs.
- 1c The Council cannot interfere with the individuality of any club.
- 1d The Council's area of operation is Lancashire, Yorkshire, and all areas north of these in England and Scotland (hereafter called 'the North').

Comment [U1]: Additional terminology typically used to describe the CNCC has been added here.

Comment [U2]: 'Responsible' changed for 'Recognised' as it is for the Council to decide whether a club is deemed responsible. This is included in section 3c instead.

Comment [U3]: This added to confirm where the CNCC operates. Note that Lancashire and Yorkshire and all areas north will encompass almost all caves north of the Peak District, including The Dales, Cumbria, North York Moors, Scotland etc, which is everything the CNCC currently encompasses.

Comment [U4]: 'Enhance' has been added as the team felt that this is an important function of the CNCC and should be included in the constitution. Otherwise, no changes to this section.

(2) Aims & Objects

- 2a To ensure, maintain, and where appropriate, enhance, access to caves and potholes by negotiation and/or agreements with farmers, landowners or authorities.
- 2b To secure and maintain good relations, and act as general co-ordinating body between cavers and farmers, landowners, gamekeepers, local residents and other interested parties.
- 2c To encourage and educate cavers to respect and conserve caves and the countryside.
- 2d To represent the general interests of member clubs and northern cavers.
- 2e To act as general disciplinary body and arbitrator in the event of any act considered detrimental to caving and cavers as a whole.

(3) Membership

- 3a There are two categories of membership: Full and associate.
- 3b All paid-up member clubs of the British Caving Association (BCA) and properly constituted cave rescue associations, unless already full members, will become associate members.
- 3c Full membership will be granted only to a properly constituted club which is owned and controlled by its members and is considered by the Council to be a responsible club who have demonstrated and continue to demonstrate a significant input or involvement in caving in the North.
- 3d Applications for full membership must be made in writing by an officer of the club.
- 3e **Option A:** Applications may be accepted only if accompanied by a supporting letter from two full member clubs, one to propose the application and one to second the proposal.
- 3e **Option B:** Applications may be accepted only if accompanied by a supporting letter from one full member club to propose the application. This proposal must then be seconded by another full member club before the application is voted upon at a General Meeting.
- 3e **Option C:** Applications must be proposed and seconded by full member clubs before being voted upon at a General Meeting.
- 3f Applications will be accepted by majority vote at a General Meeting. This should be performed as the first agenda item after apologies and establishment of a quorum. If accepted, full membership will take immediate effect (a letter to authorise the club's representative to vote at the meeting will still be required, see section 9g).

Comment [U5]: As discussed at the last meeting, Associate membership cannot be removed because CNCC membership is stated as required for clubs to get permits, hence we need to make all BCA member clubs CNCC associate members.

However, to simplify the membership system, honorary membership has been removed. The wording of section 3b has been changed to enable CROs to be associate members.

Remember, associate membership does not allow any voting, only FULL members can actually vote at a General Meeting.

Comment [U6]: So we have three options here. At the June Committee meeting it was clear that some info about the applicant club, and some kind of proposing was desirable before the application comes to voting. Therefore we ask the Committee to choose:

Option A means that a proposer and seconder must be in place before the application can be put to a General Meeting

Option B means that a proposer must be in place before the application is put to a General Meeting, but seconding of that proposal could be done at the meeting immediately prior to voting.

Option C means unproposed applications can be put to a General Meeting. Proposers and seconds must then be sought at the meeting prior to voting. This is the current situation.

Comment [U7]: The current constitution is unclear on whether full membership should be accepted at a Committee or General Meeting. In the last few years we have done both! The working group felt that the decision to accept a new full member should be that of all other full members, hence at a General Meeting.

Clarification has been added that their acceptance should be at the start of the meeting, to allow their immediate participation should they be accepted.

(4) Finance

- 4a Funding will be via budget heads as defined by BCA.
- 4b The Council shall have the power to raise funds from other sources.
- 4c Should the Council be dissolved (see section 11c), all assets belonging to the Council should be sold, the income from which, together with whatever funds are held in the accounts, should be:

Option A: split equally between all full member clubs.

Option B: split between full member clubs based on their number of BCA registered members.

Option C: transferred to the UK Cave Conservation Emergency Fund.

Option D: transferred to organisation(s) of the outgoing committee's choosing where it will be used to benefit cave conservation, access, and/or rescue.

- 4d The Committee may choose to agree an expenditure amount, below which the Treasurer may authorise, and above which must be authorised by the Committee. Until this is agreed, the default position is that all expenditures exceeding £100 must be authorised by the Committee.

Optional:

- 4e No more than one third of the Council's total funds may be spent in a given year (AGM to AGM) without prior authorisation by vote at a General Meeting.

Comment [U8]: The working group felt that this is a good time to revisit this and provide options. Note that option A is the current situation.

Comment [U9]: This has been added based on current practice. It was felt that this current practice should be reflected in the constitution (i.e. that there should be a constitutional cap on the amount a Treasurer can spend unless authorised by the Committee.

Comment [U10]: Following on from the previous comment, do we want to impose a constitutional cap on the amount a Committee can spend in total over a year without consultation with all full members? This puts more power to full members to control the CNCC finances and would also ensure that a Committee could not spend a substantial proportion of the CNCC's money without authorisation. This is optional and open to discussion.

(5) The Committee

5a **Option A:** The Committee consists of fourteen full member clubs each of which has one vote.

5a **Option B:** The Committee consists of a maximum of fourteen and a minimum of ten full member clubs each of which has one vote.

5b Each committee member may send one voting representative to committee meetings.

5c The Committee will work to fulfil the aims and objectives of the Council.

(6) The Officers

6a The Officers are

- (i) Chairman
- (ii) Secretary
- (iii) Treasurer
- (iv) Access Officer
- (v) Conservation Officer
- (vi) Training Officer

6b If at all possible, the Officers should belong to full member clubs.

6c The Officers will manage the day to day running of the CNCC, will work to fulfil the aims and objectives of the Council, and will act upon the instructions of the Committee.

6d The Committee may choose to appoint 'co-opted officers' to perform or assist with other duties. Co-opted officers are not required to be subject to the same application/election procedure as Officers, but should instead be confirmed by the Committee on an annual basis.

6e Officers and co-opted officers do not have a vote associated to their role, and may vote at meetings only under the circumstances of section 6f.

6f When an Officer or co-opted officer is also the representative for a committee member or full member club they are still entitled to present their club's vote at meetings.

Comment [U11]: Option A is the status quo. Option B is a proposal put forward by the working group. It was felt that greater flexibility could be achieved by allowing the Committee to be a variable number between 10-14, so that in the event of there being not quite enough eligible applicants (see later for the meaning of 'eligible') for a 14-strong committee we are still able to form a smaller committee.

The preference will remain for there to be 14 members where there are sufficient eligible applicants, and so the likelihood is that the status quo will always be retained. This option merely provides greater flexibility.

Comment [U12]: Access Officer promoted to full officer position as agreed at the meeting.

Comment [U13]: Further clarification on co-opted officers included, in particular detailing that they are not elected in the same way as full officers but are appointed by the Committee and reviewed annually. This is the current practice. However, details on this are absent from the current constitution.

Comment [U14]: This has been added to provide absolute clarification that Officers DO NOT have a vote (as is the current situation) but that may be voting if they are a committee or full member club representative.

(7) Election of Officers and Committee

7a Officer and Committee terms of office:

- (i) Committee and Officers shall be elected every year at a General Meeting.
- (ii) The outgoing Committee will stand down at the start of the meeting.
- (iii) Outgoing Officers will stand down at the end of the meeting.
- (iv) Co-opted officers may continue in their role after the meeting, pending an annual review of their position by the new Committee.

Comment [U15]: The election procedure has been split out from the Officers and Committee section of the previous constitution. This whole section contains extensive changes and new procedures to cover eventualities not addressed by the previous constitution.

Comment [U16]: Terms of office for all are now clearly defined.

7b Application procedure

- (i) Written applications for Officer and Committee positions must be submitted a minimum of eight weeks before the General Meeting.
- (ii) Applications for Officer posts must be signed by the applicant.
- (iii) Applications for Committee positions must be signed by an officer of the applicant club.
- (iv) Applications do not need to be proposed and seconded prior to voting.
- (v) The list of applicants and any supporting statements they provide must be included in the draft agenda for the General Meeting.
- (vi) Only if there are insufficient applications received conforming to the above criteria, may applications for vacant posts be accepted which are made on the day from those present and eligible at the meeting.

Comment [U17]: As discussed at the Committee meeting, it was felt that all candidates must be known six weeks before an AGM. Therefore, applicants will need to be known to the CNCC Officers eight weeks ahead.

Comment [U18]: Where advanced applications are enforced, to also ask for a proposer and seconder for every applicant, every year, is excessively complicated and presents many barriers to people standing. Instead, an eligibility criteria has been added below in 7c(iii) to ensure that all applicants must have the support of at least two other clubs to get elected, which is equivalent to having a proposer and seconder.

Comment [U19]: Obviously those who submit their application within the eight week deadline will always take priority, but this caveat is needed to cover for in the event that there are insufficient advanced applications.

7c Election procedure

- (i) For Officer positions, each club may vote to select one applicant per position.
- (ii) For Committee positions, each club may vote by selecting a maximum of fourteen applicants.
- (iii) An applicant must receive a minimum of three selections to be considered eligible.
- (iv) **OPTION ONE:** Eligible applicants with the most selections will be elected: One applicant per Officer position and fourteen applicants to the Committee. If there are between ten and thirteen eligible applicants after voting, a Committee with this number will be formed. If there are fewer than ten eligible applicants, those applicants which are eligible will be elected and voting will be repeated with the remaining applicants.
- (iv) **OPTION TWO:** Eligible applicants with the most selections will be elected: One applicant per Officer position and fourteen applicants to the Committee. If there are fewer than fourteen eligible applicants, those applicants which are eligible will be elected and voting will be repeated with the remaining applicants.
- (v) In the event of a tie, a further vote will be held between the tied applicants.

Comment [U20]: The current constitution has no means to deal with what to do if more than 14 clubs stand for a position on the Committee hence this section has been added.

As all applicants should be known in advance except under exceptional circumstances, we are proposing a simple ballot paper system to allow clubs to choose up to the 14 of the committee applicants they would most support.

The eligibility criteria ensures clubs and officers can never be elected just because they have one vote (i.e. they voted for themselves). They must achieve support from two other clubs (thus, three votes), equivalent to having a proposer and seconder.

Two options are presented in point (iv) - one for a committee fixed with 14 members and one for a committee of between 10-14 members (see 5a).

(8) Committee meetings

- 8a The Committee and Officers shall meet at least three times per year as convened by the Secretary
- 8b The Secretary shall call a Committee meeting if requested in writing by three or more members of the Committee.
- 8c A draft agenda for Committee meetings should be made available at least six weeks ahead of each meeting. This should provide a summary of the anticipated topics. Additional topics may be added to the agenda (and notification given) or discussed under 'Any Other Business'.
- 8c Any Committee member may propose a motion. The motion may only proceed to a vote if seconded by another Committee member.
- 8d Committee votes may only be delivered by the representatives present at the meeting. Each representative should have the club's authority to vote according to what they believe their club's wishes would be, to enable them to be responsive to any proposed motions or any discussions not outlined on the meeting agenda. Representatives may be required by the Chairman or Secretary to provide proof that they are the selected representative for their club.
- 8e Outcomes will be decided by majority of all voting representatives.
- 8f For a meeting to be quorate, at least six Committee members must be represented and two Officers must be present (the Officers may also be Committee member representatives, thus giving an absolute minimum of six persons required for the meeting to be quorate).
- 8g Minutes of Committee meetings shall be taken and a draft made available to all full member clubs. These should be confirmed at the next Committee meeting.
- 8h Figures for the attendance of Committee members (number of meetings attended over the last year) should be included in the supporting papers for each AGM.

Comment [U21]: It is proposed to be a constitutional requirement to have a draft agenda in place six weeks before meetings. However, it would be impractical to 'lock down' this agenda due to the fact that a lot can happen in six weeks and matters can arise in that time.

Naturally, if representatives feel they have had insufficient time to discuss a later-notice matter with their clubs, they can vote against any motion on this basis or propose to reschedule.

Comment [U22]: Some wording added to clarify when proposing and seconding is necessary and who can do this (this is absent from current constitution).

Comment [U23]: This is the current expectation of committee reps, but it was felt that this expectation should be clarified in the constitution.

Comment [U24]: This is no change to the status quo, just clarification of the situation.

(9) General Meetings

- 9a A General Meeting is a meeting of all full member clubs of the CNCC.
- 9b There shall be an Annual General Meeting (AGM), held in February or March every year.
- 9c A Special General Meeting (SGM) may be held at any time of the year. This must be requested in writing to the Secretary, with details of any proposed motion(s), by an officer from each of at least ten full member clubs. The meeting must be held not later than the 10th weekend following the date of receipt of the final request.
- 9d The Constitution may be amended only at a General Meeting. Notification of any motion affecting the Constitution must be received by the Secretary eight weeks before the meeting and the proposed wording must be included in the draft agenda.
- 9e All full member clubs must be notified of a General Meeting, and a draft agenda and supporting papers made available at least six weeks in advance of the meeting.
- 9f Additional items (excluding Officer/Committee applicants and matters affecting the Constitution) may be later added to the draft agenda (with notice of this given to all full members), or raised on the day under 'Any Other Business'. Full member club representatives should have authority to vote according to what they believe their club's wishes would be, to enable them to be responsive to any proposed motions or any discussions not outlined on the agenda.
- 9g Full member club representatives at General Meetings must produce a letter, signed by an officer of their club, to confirm they have authority to deliver a vote for that club.
- 9h Each full member club shall have one vote which must be delivered by their representative present at the meeting.
- 9i Outcomes will be decided by majority vote of all voting representatives present.
- 9j Eight full member clubs shall constitute a quorum at General Meetings.
- 9k Minutes of General Meetings shall be taken and a draft made available to all full member clubs. These should be confirmed at the next General Meeting

Comment [U25]: The current constitution is unclear on whether this is the only way to request an SGM or whether an SGM can be requested by other means. This has been clarified. The time limit on the SGM has been amended to allow two weeks to prepare an agenda, six weeks advance notice for this agenda, and then provide some leeway in case there are bank holidays/major events, or the venue is not available.

Comment [U26]: The November deadline for submitting any motions affecting the constitution has been replaced by the normal eight weeks for consistency with applications for Officer and Committee positions.

Comment [U27]: This is in line with Committee meetings and as discussed at the last meeting.

Comment [U28]: This is current practice but is currently not included in the constitution so it is not clear that this is the expectation

(10) Access procedure

- 10a Where special access arrangements have been drawn up between landowners and the Council, the following procedure will apply.
- 10b All rules and conditions must be adhered to as laid down in the respective agreements.
- 10c Full details of access agreements when completed or revised shall be made available to all full member clubs.
- 10d The Committee shall appoint Meets Secretaries as necessary to issue permits to visit caves and potholes covered by the agreements, in accordance with the stipulated conditions and in accordance with the Committee's instruction.
- 10e Meets Secretaries shall be considered as co-opted officers.
- 10f Applications for permits will be accepted only from CNCC member clubs.
- 10g All member clubs accept responsibility for the activities and behaviour of their individual members and guests in the areas subject to the agreements.

Comment [U29]: Only minor changes have been made here to simplify and combine a few points.

Comment [U30]: The term 'made available' has been added to replace 'provided or sent' in a few places in the document, including with respect to the minutes of meetings. This is in line with the fact that these are now posted on the website, and an email to confirm that they have been posted is sent. The actual documents are no longer actually sent.

(11) General

- 11a The Council cannot accept liability of costs for any damage, fire, theft, legal fees, injury etc.
- 11b In the event of a serious breach of the Constitution by a member club, a Special General Meeting may be called to consider whether disciplinary action should be taken, which may include recommendation of expulsion from the BCA.
- 11c The Council may only be dissolved by a two-thirds majority vote of all full members at a General Meeting (rounded up to the nearest whole number of voting full members).

Comment [U31]: Point about member clubs having to apply for permission to enter any land... this has been removed as is not relevant (to enter much of the land does not require permission), and the gist of this is covered by 10b anyway.

Comment [U32]: There was nothing in the existing constitution regarding the dissolution of the CNCC. It was felt that a substantial majority agreement would be required for such an event, hence the proposal here for two thirds (this would equate to six out of eight for a minimally quorate meeting).