

COUNCIL OF NORTHERN CAVING CLUBS

British Caving Association

Constitutional Amendment to put to vote at the Annual General Meeting 7th March 2015

Introduction

The following shows a proposed constitution document to vote upon at the Annual General Meeting.

This document has been produced over the nine months preceding the AGM and has been accepted by the serving Committee for the 2014-2015 year. This represents a substantial change to the CNCC constitution, with many areas having been clarified, elaborated or revised. As such, the whole document should be reviewed as a totally new, standalone constitution document.

The reviewer is advised to review this alongside the existing CNCC constitution for comparison.

The vote at the AGM will be whether to accept this as a complete constitution document, thus entirely replacing the existing constitution.

Two versions of this document are presented for review ahead of the meeting. This version shows the document with annotations to help draw the reader to most of the more substantial changes, and some of the reasons behind these changes. Be aware that not every change is annotated. A version is also available containing no annotations for easier review of the full document.

If your club has any serious issues/reservations about a particular section of this draft constitution, it would be greatly appreciated if you could contact me in advance of the AGM to discuss them.

Matt Ewles, CNCC Secretary

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End of introduction.

(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]: The working group felt the term 'recognised' was a more appropriate word to use here than 'responsible'. Recognition as a full member comes in the form of a vote of acceptance at a General Meeting (see section 3). As part of this vote, how responsible the club is can be taken into account.

(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.

Comment [U2]: The Council's area of operation has been defined, and in particular, what we constitute as The North has been explained.

All caves in Yorkshire (the Dales, North York Moors), Lancashire, Cumbria, and all the more northern counties and Scotland are covered by the wording of this statement.

Comment [U3]: The working group felt it was important to add 'enhance' to the aims and objectives here.

(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 Applications may be discussed at a General Meeting only if accompanied by a supporting letter from two full member clubs, one to propose the application and one to second the proposal.
- 3f Acceptance of applications will be decided 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 [U4]: The membership structure has changed to remove the category of honorary membership, which was specifically for Cave Rescue Organisations. CROs have instead been automatically recognised as Associate members.

Comment [U5]: This new wording puts the criteria for full membership as being a significant contribution or involvement in northern caving. The current constitution necessitates the club to be based (i.e. geographically located) in the North.

The working group felt that all clubs who are heavily involved in northern caving should be able to get involved with the CNCC if they wish, regardless of their geographical home location.

Instead, all membership applications are assessed on a case-by-case basis.

(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 (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 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 £500 must be authorised by the Committee. Where a need for expenditure arises which exceeds the agreed limit, but which is deemed by the Treasurer to require urgent action (before the next scheduled Committee meeting), the Treasurer may seek majority approval of the Committee by documented communication (e.g. email). Documentation showing all responses must be presented at the next Committee meeting.

Comment [U6]: Currently new full membership applications are usually decided by the CNCC committee.

The working group felt that the decision to accept new full member clubs should always fall to other full member clubs (i.e. a General Meeting, not a Committee meeting). It was felt that a proposer and seconder should be identified such that the credibility of the application can be ensured BEFORE being the meeting.

Comment [U7]: New wording to ensure that applicant clubs can take immediate part in a General Meeting if their application is successful.

Comment [U8]: This is a change to the current procedure.

Comment [U9]: We felt there needed to be a constitutionally defined limit that the Treasurer could authorise, above which needed to be decided by the Committee. It was agreed that £500 was a suitable amount.

The ability for The Treasurer to respond to the need for emergency funding of higher value (e.g. if a cave entrance collapses) has been included without the need for an emergency meeting to be arranged.

(5) The Committee

- 5a 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 [U10]: The possible size of the Committee has changed.

Where there are sufficient eligible applicants a Committee comprising 14 clubs will be elected as per current procedure.

However, in this draft constitution, election of a smaller Committee has been provided as an option to cover the eventuality of getting insufficient eligible applicants to fill 14 positions. This may not happen, however, it was felt that this flexibility was desirable.

Comment [U11]: Assess Officer has been changed from co-opted officer to a full officer position in recognition of the importance of this role and the amount of work it involves.

Comment [U12]: None of this represents any real change to the current CNCC practices. However, the aim of this wording is to help clarify or explain these procedures.

This wording hopefully provides greater clarification of the process for appointing co-opted officers, and who does and does not have a vote at Committee/General meetings.

(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 [U13]: This entire section is new, although it does not represent any change to current procedure. This has been added to provide clarity to the terms of office of each position.

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, or if none of these applicants prove to be eligible upon voting, may applications for vacant posts be accepted which are made on the day from those present and eligible at the meeting.

Comment [U14]: This entire section is new and deals with the procedure for applying for positions.

Under this new constitution, all applicants will be required to submit an application ahead of the meeting (current procedure allows on-the-day submissions which were not felt to be suitable as it allows no time for clubs to discuss who to vote for).

The eight-week deadline fits with the need to circulate the agenda six weeks ahead of meetings, thus allowing two weeks for the Secretary to prepare the list of applicants and accompanying documentation.

The procedure for applying is now clearly defined. A caveat (point vi) allows for last minute applications where insufficient applicants have come forward eight weeks ahead.

7c Election procedure

- (i) For Officer positions, each club may vote by selecting 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) 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 committee applicants after voting, a Committee with this number will be formed. If there are fewer than ten eligible committee 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 [U15]: For justification of this see comment below.

Comment [U16]: These procedures are completely new. They help to deal with most election scenarios.

The requirement for eligibility ensures that nobody can be elected to a post on the basis of just their own vote.

Three votes minimum will be required to be eligible for a position, which is comparable to their own vote plus a vote from a hypothetical proposing and seconding club. This avoids the complex and likely unworkable need for applicants for all positions (which will be at least ten for the minimum committee and six for the officers) to be formally proposed and seconded ahead of the election.

(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'.

8d Any Committee member may propose a motion. The motion may only proceed to a vote if seconded by another Committee member.

8e 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.

8f Outcomes will be decided by majority of all voting representatives.

8g For a meeting to be quorate, at least six Committee members must be represented and at least one Officer must be present (the Officer may also be a Committee member representative, thus giving an absolute minimum of six persons required for the meeting to be quorate).

8h Minutes of Committee meetings shall be taken. A draft should be reviewed by the Secretary and anyone he/she deems necessary to help ensure their accuracy, clarity, brevity and completeness. The final draft minutes should be made available to all full member clubs as soon as possible, and these should be confirmed at the next Committee meeting.

Minutes should include as a minimum:

(i) The names of all individuals present. All voting representatives (and the club which they are representing) must be indicated.

(ii) The date, time and place of the meeting.

(iii) Any proposals put to the meeting, including the identity of the proposer and seconder.

(iv) The number of votes for, against and abstentions for each proposal.

8i 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 [U17]: This is to ensure clubs have adequate time to discuss items of the agenda with their members or club committee.

Where a discussion item is known in advance there is a clear expectation in this constitution for it to be included in the draft constitution. For urgent last minute additions to the agenda, the option to add these to the draft with less notice is included.

Comment [U18]: This has been added to clarify who can propose and second motions.

Comment [U19]: Statement added to clarify the CNCC's expectations of the committee representatives.

Comment [U20]: This statement represents no actual change to the current procedure, just clearer wording.

Comment [U21]: Information has been added to clarify the minimum expectations for meeting minutes.

Comment [U22]: This has been created as a requirement to ensure that information on the Committee participation is made available to full members, as this is very relevant when they are deciding who to elect to the committee in future years.

(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. It is an expectation that this letter has been approved by the club's committee.
- 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 Ten full member clubs shall constitute a quorum at General Meetings.
- 9k Minutes of General Meetings shall be taken, and should include as a minimum the items presented in 8h. A draft should be reviewed by the (incoming) Secretary and anyone he/she deems necessary to help ensure their accuracy, clarity, brevity and completeness. The final draft minutes should be made available to all full member clubs as soon as possible, and these should be confirmed at the next General Meeting.
- 9l Under certain circumstances an Emergency General Meeting (EGM) may be called. This may be achieved at the request of two thirds of the total Committee (rounded down). This request may be made either at a Committee meeting or by other recorded means, with an agreed agenda. An EGM may only be called if there is firm evidence that it would be detrimental to the CNCC or northern caving to leave the intended agenda item(s) until the next planned General Meeting, or until a SGM can be called. Once called, an EGM must be held within three weekends, and an agenda must be made available ten days ahead of the meeting. The constitution may not be amended at an EGM.

Comment [U23]: This has been modified to clarify the mechanism by which an SGM can be called, and also to amend the timings in line with the new requirement to provide a draft agenda six weeks ahead.

The four extra weeks provides flexibility to allow the Secretary to prepare the agenda document, avoid dates which may then be unsuitable for the meeting, and ensure the availability of a meeting room.

Comment [U24]: The theme of eight weeks' notice is continued here. This allows for a draft agenda including the proposed constitutional change to be prepared and then circulated six weeks ahead of the meeting.

Comment [U25]: Statement added to clarify the scope of the agenda and the expectations of representatives from full member clubs.

Comment [U26]: This is current procedure but these expectations are is not currently defined anywhere.

Comment [U27]: This has been increased from eight to ten. This is because ten is the minimum number required to form a Committee, so it seemed to be a more appropriate quorum number.

Comment [U28]: Added to outline the scope/expectations of minutes.

Comment [U29]: The option for an EGM has been added to cater for any emergency situations. The criteria for an EGM has been strictly defined to ensure that this option is only used where absolutely necessary.

(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.

(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. Any disciplinary action must be proposed and approved only at a General Meeting, and 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 [U30]: It is worth drawing to the readers' attention the minutes of the September 2014 and January 2015 Committee meetings which have/will have discussions on this point of the constitution.

No change is proposed to this wording. However, there is/will be discussion in the above two meetings regarding how the CNCC should interpret this wording.

Currently only the details of access agreements which are relevant to most cavers are available.

However there is ongoing debate whether 'full details' should mean that the full, signed agreement documents should be available too.

The CNCC committee in September identified that nobody had any major objection to this in principal, but discussions are ongoing about whether there are any possible consequences to consider beforehand.

Comment [U31]: This is exactly as per the current document, however, there is a SEPARATE motion to be discussed at the General Meeting in March 2015 to remove this line from the constitution (from whichever version we proceed with).

This is in response to the recent Ingleborough Estate CNCC permit system, which allows DIMs and CIMs to apply for permits, in contradiction to this line of the constitution.

Removal of this will not impact on any other access agreements, as they all state 'club' applicants only, however, it would enable future discussions on whether permits elsewhere can and should be made available to non-club cavers. This is a matter which should be discussed by the 2015-2016 officers and committee.

Comment [U32]: A few minor wording tweaks here to emphasise that disciplinary action can only be imposed by vote of a General meeting and not by the Committee or Officers.

Comment [U33]: The current constitution contains no procedure for dissolution so this has been added.