

Southampton University Hillwalking Club Constitution

1. Adoption of the Constitution

This unincorporated association and its property shall be managed and administered in accordance with this Constitution.

2. Name

The association's name is "Southampton University Hillwalking Club", to be known by the acronym "SUHC" and hereinafter 'the Club'.

3. Objects

The objectives of the Club, 'the objects', are:

- (1) To promote the interests of Hillwalking amongst members of the Club.
- (2) To provide an opportunity for members of the Club to meet and participate in walking and club activities together.
- (3) To promote awareness of Hillwalking as a channel of health, exercise and wellbeing to members of the Club.
- (4) To promote awareness of the need to maintain access, conservation and protection of the countryside, coastal and mountain environment.
- (5) To act on behalf and in the interests of members of the Club.

4. Membership

- (1) Membership is open to natural persons, and is not transferable to anyone else.
- (2) Membership is open only to Full Members of the Students' Union, including associate Student's Union members.
- (3) The Club may charge a fee for admission to Membership, which may be set by a Meeting of the Committee.
- (4) The committee will keep a register of members ('the register') on the Student Groups Hub provided by the Students' Union at www.susu.org. All members taking part in activities involving the use of minibuses or larger risk must be registered on the Groups Hub.
- (5) The Committee may only refuse an application for Membership if, acting reasonably and properly, they consider it to be in the best interests of the Club to refuse the application.
- (6) Membership is terminated if:
 - (a) the Member resigns by written notice to the Committee.
 - (b) any sum due from the Member to the Club is not paid in full within six months of it falling due.
 - (c) a Member ceases to be qualified for their category of Membership.

- (d) membership is revoked by a resolution of the Members in General Meeting or a Meeting of the Committee, in accordance with Clause 13, 'Disciplinary Action'.
- (7) To allow for a "trial period" (eg: to participate in Freshers events), Non-Registered Attendees may be present on events before registering as a Member. After their first two events, Non-Registered Attendees are encouraged to register as a Full Member. Non-Registered Attendees may still be subject to Disciplinary Action in accordance with Clause 13.

5. General Meetings

- (1) The General Meeting constitutes the Club's highest decision-making body, subject to the provisions of this Constitution.
- (2) The Club must hold an Annual General Meeting (AGM) in each academic year and not more than fifteen months may elapse between successive AGMs.
- (3) A General Meeting that is not an Annual General Meeting is called an Extraordinary General Meeting (EGM).
- (4) The Committee may call an Extraordinary General Meeting at any time.
- (5) The Committee must call an Extraordinary General Meeting if requested to do so in writing by at least five Full Members of the Club.
 - (a) The Members' written request must state a complete agenda for the EGM.
 - (b) If the Committee do not hold an EGM within five days of their receipt of the Members' written request, the Members may proceed to hold an EGM in accordance with Clause 6, 'Proceedings of General Meetings'.

6. Proceedings of General Meetings

- (1) Notice:
 - (a) The minimum period of notice required to hold an Annual General Meeting is ten days. The minimum period of notice required to hold an Extraordinary General Meeting is three days.
 - (b) The notice must specify the date, time and place of the General Meeting, and an agenda for the General Meeting.
 - (c) If the General Meeting is to be an AGM, the notice must say so, and must invite nominations in accordance with Clause 9, 'Appointment of the Committee'.
 - (d) Notice must be given to all Members and to the Committee.
- (2) Chairing:
 - (a) General Meetings shall usually be chaired by the person who has been elected as President.
 - (b) If there is no such person or they are not present within fifteen minutes of the time appointed for the General Meeting, the Full Members present must elect one of their number to chair.
- (3) Associate Members may speak at General Meetings with the permission of the meeting.
- (4) Voting:

- (a) Every Member present at a General Meeting, with the exception of the Chair, shall be entitled to one vote upon every voting matter. In the case of an equality of votes, the Chair shall have a casting vote.
 - (b) Decisions may only be made by at least a simple majority of votes at a quorate General Meeting.
 - (c) All voting shall be by a show of hands or secret ballot, at the discretion of the Chair.
 - (d) There shall be no absentee voting.
- (5) Minutes:
- (a) Minutes must be taken of all proceedings at a General Meeting, including the decisions made and where appropriate the reasons for the decisions.
 - (b) Minutes of a General Meeting shall be made available to all Members within seven days.
- (7) Reports:
- (a) If the General Meeting is an AGM, the Chair may invite any of the Committee to offer a report of their activities whilst in office.
 - (b) The Treasurer must present the Club's accounts to the Members at the AGM.
- (8) Resolutions:
- (a) Any Full Member may propose a resolution to be discussed and voted upon at a General Meeting.

7. Officers and the Committee

- (1) The Club and its property shall be administered and managed by a Committee comprising the officers appointed in accordance with Clause 9, 'Appointment of the Committee'.
- (2) Care Bears Clause. All committee members are jointly responsible for maintaining a safe, inclusive club for members, walk attendees, and fellow committee members. Each member of the committee works in collaboration with all others, regardless of role to ensure events are run successfully. Secretarial roles (those ending with 'secretary') are destined to be the leads of their respective events, but should proactively look for support from other committee members to ensure the safe running of said events. Furthermore, all committee members should seek to assist in the handling of the club's social outlets. It is a requirement for all roles to handle data in accordance, with the club's privacy notice, and relevant law or university policy. All roles are also required to consider the health and safety of the members, other committee members, and themselves and act accordingly when engaged in club activities.

(3) The Club shall have the following officers:

(a) President. The President shall oversee the organisation and management of the Club and the Committee as a whole; ensure the Committee's accountability to Members and the Students' Union; and represent the Club to all external interests. They are responsible for maintaining clause 7.2 and protecting the member's privacy. Alongside the Vice President, they should look to maintain the club's union profile (GroupsHub), website and database, and the club archives/committee drive. They should act as the first point of call for all committee members, and as such, it is preferable that the President has been part of the Committee, or the Committee of a similar club, for at least one year before becoming President.

(b) Vice President. The Vice President is responsible for club administration tasks such as maintaining the club's mailing list in accordance with law and university policies, and writing regular update emails informing mailing list members of club news and events. Alongside the president, they are responsible for maintaining the club's website and would look to ensure information is kept up to date. They act as the club's secretary and are required to take minutes at General meetings and meetings of the committee. They are further expected to assume the role of president in the absence of the President.

(c) Treasurer. The treasurer shall oversee the financing of the club, set the club's budget and maintain the accounts of the club. The treasurer will lead the submission of funding applications to the Union on behalf of the committee, working with the president and vice president to ensure they are done so in a timely, fair manner. The treasurer is responsible for handling external bookings when requested and maintaining strong communication with all branches of the club in order to do so effectively. They will also be responsible for managing orders from club members e.g for club merchandise purchases. In the event that the treasurer (as a stand-alone officer) is temporarily inundated, they may share tasks with both the Vice President and President.

(d) Day Walk Secretary (x2). The Day Walk Secretaries are responsible for planning and leading the Club's weekly day walks. They are expected to act as managerial leads to all Day Walk events, working with all other available committee members to ensure their safe and effective running. Day walks are generally expected to run each weekend during term time unless deemed unsuitable/unsafe by the Day Walk secs due to extenuating circumstances such as conflicting SUHC events, lack of committee availability, adverse weather conditions or other logistical/safety concerns. Day Walk Secretaries are expected to be competent walk leaders and navigators or will be expected to develop these skills whilst in the role. They reserve the right to alter routes in the best interest of club members.

(e) Away Trip Secretary (x2). The Away Trip Secretaries are responsible for planning, organising and managing the Club's multi-day hiking trips. Their roles are managerial and should seek to work alongside other committee members and club drivers to maintain the safe and effective running of the trips. Generally, the club aims to run five of these trips per academic year in a variety of different popular hiking locations. Away Trip Secretaries are expected to be, or will be expected to seek training to learn to be competent walk leaders and navigators, and reserve the right to alter walk routes in the interests of members of the Club. The away trip secretaries should work closely with the club treasurer, to ensure the trip is sustainable for both the club and its members. They should seek assistance from the treasurer with regard to bookings and payment collections in the run-up to the trip.

(f) Adventure Secretary. The adventure secretary is tasked with developing extra club activities which members can undertake to enrich what they get from the club. They will take on the role of lead organiser, working alongside other committee members to organise, promote and run these events- with a base format of one adventure per term. Such events would seek to encourage inter-member interaction in groups or individual challenges. These could include events such as treasure hunts, group challenges, checkpoint races whilst evading capture, wild camping, and outdoor skills development. These examples are illustrative, however, and the events run should be determined by the interests, capabilities, and knowledge of the secretary, supporting committee, and club members.

(g) Social Secretary (x2). The Social Secretaries are responsible for leading the development and promotion of the club's inclusive and welcoming atmosphere. The secretaries should seek to organise and advertise socials to cater to the interests of club members. Socials can include any variety of activities and experiences and are generally expected to be held on at least a fortnightly basis during the academic year (with the possible exception of exam periods) and to include a Christmas and Easter formal. They should seek assistance from the treasurer with regard to paid bookings and payment collections in the run-up to the event.

(h) Welfare Officer. This position is usually incorporated with another of the former positions listed above, but must still be offered as a position at the AGM. It does not usually require its own individual to take this position as a sole role. The Welfare Officer will be the nominated person within the committee for members to go to should they experience any difficulty with their mental health or welfare within the club (e.g. bullying). The Welfare Officer is required to attend welfare training provided by the Student's Union and their partners, and then apply it to

best support members who seek their help. They should relay a training summary to other committee members.

8. Meetings of the Committee

- (1) The Committee may regulate their proceedings as they think fit, subject to the provisions of this Clause.
- (2) Any member of the Committee may request the President or Vice President to call a Meeting of the Committee.
- (3) The President or Vice President must call a Meeting of the Committee if requested to do so by a member of the Committee.
- (4) Meetings of the Committee shall usually be chaired by the person who has been elected as President.
- (5) The quorum for a Meeting of the Committee shall be half of the members of the Committee rounded up.
- (6) No decision may be made by a Meeting of the Committee unless a quorum is present at the time the decision is made.
- (7) Every member of the Committee, with the exception of the Chair, shall be entitled to one deliberative vote upon every voting matter. In the case of an equality of votes, the Chair shall have a casting vote.
- (8) Decisions may only be made by at least a simple majority of votes at a quorate Meeting of the Committee.
- (9) There shall be no absentee voting.
- (10) Minutes must be taken of all proceedings at a Meeting of the Committee, including the decisions made.

9. Appointment of the Committee

- (1) The Members of the Club in General Meeting shall appoint the officers and ordinary members of the Committee by election.
 - (a) Elections for the Committee shall be held at an Annual General Meeting. By-elections for vacant offices shall be held at an Extraordinary General Meeting.
 - (b) A First-Past-The-Post system shall be used for all elections.
 - (c) In all elections Re-Open Nominations, 'RON', shall be a candidate. An election yielding a result of RON shall be re-run as a by-election.
- (2) The count for elections shall be conducted publicly by the Chair of the General Meeting, who must do so accurately. Should the Members in General Meeting be dissatisfied with the accuracy of the count, they may resolve as a Point of Order to have the election re-counted or, if they remain dissatisfied, re-run as a by-election.
- (3) A member of the new Committee shall assume office within one month of the conclusion of the General Meeting of their appointment (the 'Handover Period'). Over this period the previous and new occupiers of each role should jointly manage responsibilities for the role until the new committee member is content to assume full responsibility. At the

conclusion of the handover period the former member must retire and relieve all previous responsibilities, if they have not already done so.

(4) The Committee must update their committee information on the Student Groups Hub provided by the Students' Union at www.susu.org (or failing that inform the Students' Union's Student Groups Officer) within seven days.

(5) A retiring member of the Committee must transfer all relevant information and documentation to their newly elected counterpart, or to the President within the handover period specified in Clause 3.

10. Financial Management

(1) The Committee are jointly liable for the proper management of the Club's finances.

(2) The income and property of the Club must be applied solely towards the promotion of the objects.

(3) The members of the Committee are entitled to be reimbursed from the property of the Club or may pay out of such property only for reasonable expenses properly incurred by them when acting on behalf of the Club.

(4) The accounts of the Club, as maintained by the Treasurer, must be made available to the Students' Union upon request.

11. Irregularities and Saving Provisions

(1) Subject to sub-clause (2) of this Clause, all acts done by a Meeting of the Committee shall be valid notwithstanding the participation in any vote of a member of the Committee:

(a) who was disqualified from holding office;

(b) who had previously retired or who had been obliged by this Constitution to vacate office;

(c) who was not entitled to vote on the matter, whether by reason of a conflict of interests or otherwise.

(2) Sub-clause (1) of this Clause does not permit a member of the Committee to keep any benefit that may be conferred upon them by a resolution of the Committee if the resolution would otherwise have been void, or if the Committee has not complied with Clause 12, 'Conflicts of Interests and Conflicts of Loyalties'.

(3) The Members in General Meeting may only invalidate, as a Point of Order, a resolution or act of:

(a) the Committee;

(b) the Members in General Meeting; if it may be demonstrated that a procedural defect in the same has materially prejudiced a Member of the Club.

12. Conflicts of Interests and Conflicts of Loyalties

(1) A member of the Committee must:

- (a) declare the nature and extent of any interest, direct or indirect, which they have in any decisions of a Meeting of the Committee or in any transaction or arrangement entered into by the Club which has not been previously declared;
 - (b) absent themselves from any discussions of the Committee in which it is possible that a conflict will arise between their duty to act solely in the interests of the Club and any personal interest, including but not limited to any personal financial interest.
- (2) Any member of the Committee absenting themselves from any discussions in accordance with this Clause must not vote or be counted as part of the quorum in any decision of the Committee on the matter.

13. Disciplinary Action

(1) Disciplinary action may be taken against any Member of the Club or Non-Registered Attendee as a consequence of conduct:

- (a) detrimental to the reputation of the Club or the Students' Union.
- (b) opposed to the objects of the Club (see clause 2) or the Students' Union.
- (c) in contravention of any provision of this Constitution.

(2) Disciplinary action that may be taken against any Member or Non-Registered Attendee may be, but is not limited to:

- (a) issue of a formal written warning.
- (b) partial or total ban from certain Club activities.
- (c) disqualification from becoming a member of the Committee.
- (d) removal of a member of the Committee from office.
- (e) temporary or permanent revocation of Membership.
- (f) referral of the complaint to the Students' Union's Disciplinary Committee.

(3) Wherever possible, disciplinary issues should try to be resolved informally with both parties in a Committee-mediated process, unless agreed by the Committee to be a case of serious misconduct or where such action conflicts with Clause 12 - Conflicts of Interest.

(4) It is the right of the subject of the complaint to choose to have the disciplinary matter heard by either the Members in General Meeting, or a Meeting of the Committee. Either shall have the power to take disciplinary action, including but not limited to those measures set out in paragraphs (a) – (f) inclusive in sub-clause (2) of this Clause. Any formal disciplinary action against any Member or Non-Registered Attendee must be agreed by a simple majority at a quorate Meeting of the Committee, unless there is an extreme risk of harm to any individuals or the Club by not taking immediate action (eg: during incidents on ongoing Club events, an immediate temporary 2 week ban on future events may be imposed by a single Committee member, before future action is discussed in a Meeting of the Committee).

(5) Any disciplinary hearing must be conducted in an impartial, balanced, and fair manner, considering all representations on the matter.

(6) All disciplinary action must be subject to prior discussion with the Students'

Union's Student Groups Officer.

(7) Members or Non-Registered Attendee subject to disciplinary action have the right of appeal to the Students' Union's Student Groups Committee.

(8) A full report of all disciplinary action taken by the Club in the previous year must be presented at the AGM.

14. Affiliation to External Organisations

(1) The Club may only become an affiliate of an external organisation if:

- (a) the aims of that organisation are in line with those of the Club;
- (b) the Members derive a direct benefit from the affiliation;
- (c) no Policy of the Students' Union is breached by the affiliation;
- (d) a resolution to affiliate is passed by the Members in General Meeting.

(2) The Club's affiliation to an external organisation shall immediately lapse:

- (a) at the conclusion of each Annual General Meeting after affiliation, unless the Members in General Meeting resolve to re-affiliate at each AGM in accordance with sub-clause (1) of this Clause.
- (b) if a resolution to disaffiliate is passed by the Members in General Meeting.

(3) All external affiliations and disaffiliations must be reported to the Students' Union's Student Groups Committee within seven days.

(4) For the avoidance of doubt, the Students' Union is not an external organisation for the purposes of this Clause.

15. Amendment to the Constitution

(1) The Club may amend any provision contained in this Constitution provided that:

- (a) amendments do not:
 - (i) alter the objects in such a way that undermines or works against the previous objects of the Club;
 - (ii) retrospectively invalidate any prior act of the Members in General Meeting or a Meeting of the Committee;
- (b) a resolution to amend a provision of this Constitution is passed by at least a two-thirds majority of the Full Members present at a General Meeting;
- (c) a copy of the resolution amending this Constitution is sent to the Students' Union within seven days of it being passed;

(2) The interpretation of this Constitution shall be with the Committee, except that during a General Meeting or a Meeting of the Committee the Chair shall have this responsibility. The Members in General Meeting may resolve to revise any interpretation made by the Committee or a Chair as a Point of Order.

(3) The provisions of this Constitution shall not aim to conflict with the Articles, Rules, By-Laws and Policies of the Students' Union.

(4) The Committee and the Students' Union shall retain a copy of this Constitution, which the Committee must make available to Members upon request.

16. Dissolution

- (1) If the Members resolve to dissolve the Club, the Committee will remain in office and be responsible for winding up the affairs of the Club in accordance with this Clause.
- (2) A resolution to dissolve the Club must be passed by at least a two-thirds majority of the Full Members present at a General Meeting;
- (3) The Committee must collect in all the assets of the Club and must pay or make provision for all the liabilities of the Club.
- (4) The Committee must apply any remaining property or money:
 - (a) directly for the objects;
 - (b) by transfer to any Club or Societies for purposes the same as or similar to the Club;
 - (c) in such other manner as the Students' Union's Student Groups Committee may approve in writing in advance.
- (5) The Members may pass a resolution before or at the same time as the resolution to dissolve the Club specifying the manner in which the Committee are to apply the remaining property or assets of the Club. The Committee must comply with such a resolution if it is consistent with the provisions of this Clause.
- (6) In no circumstances shall the net assets of the Club be paid to or distributed among the Members of the Club.
- (7) The Committee must ensure the register and all other data held by the Club are securely destroyed upon the dissolution of the Club.
- (8) The Committee must notify the Students' Union within seven days that the Club has been dissolved. If the Committee are obliged to send the Club's accounts to the Students' Union for the accounting period which ended before its dissolution, they must send the Students' Union the Club's final accounts.

17. Interpretation

In this Constitution:

- (1) 'The University' means 'the University of Southampton'.
 - (a) 'University term' and 'academic year' have the definitions set out in the University Calendar and Almanac.
- (2) 'Financial benefit' means a benefit, direct or indirect, which is either money or has a monetary value.
- (3) 'The Students' Union' means 'The University of Southampton Students' Union', trading as 'Southampton University Students' Union (SUSU)'.
- (4) 'Member' means any person who meets the requirements for Membership set out in Clause (4) of this Constitution and is registered on the Groups Hub member register.
- (5) 'Non-Registered Attendee' means any person who participates in SUHC activities not as a Member.

18. Declaration

The Members of the Club in General Meeting Adopted this Constitution:

Date: 07/03/2024

President: Benjamin Samuel-Camps