

**YORKSHIRE COAST COMMUNITY
RAIL PARTNERSHIP**

Constitution and Rules of Association

June 2015

Yorkshire Coast Community Rail Partnership Constitution and Rules of Association

The name of the Partnership will be "Yorkshire Coast Community Rail Partnership".

1. OBJECTIVES.

1.1 The objectives of the Partnership shall be:-

- a) To help secure the long term future of the Hull to Scarborough (Yorkshire Coast Line) railway by maximising its contribution to the prosperity and well being of the region, by providing access to employment, health, education and leisure opportunities to the communities served by the line, by the provision of good quality rail services, which meet the needs of all sections of the community.
- b) To promote the Yorkshire Coast Line railway for the benefit of both residents and visitors, and to adopt a community based approach to help link the railway more closely with the communities it serves, and contribute to the reduction of social exclusion, protection and enhancement of the environment, and improved integration of all modes of transport.
- c) To promote rail travel in general and thereby encourage greater environmentally sustainable travel and tourism into the region and along the Yorkshire Coast Line.

1.2 The Partnership will produce a business/action plan to support the delivery of these objectives.

1.3 In carrying out its objectives, the Partnership shall seek to ensure equality of opportunity for all sections of the community in its own affairs, and in society generally.

1.4 The income and property of the Partnership shall be applied solely towards the promotion of its objectives, and no part shall be paid or transferred, directly or indirectly, by way of remuneration, dividend, bonus or profit to any member of the Partnership PROVIDED THAT nothing shall prevent any payment in good faith by the Partnership;

- a) of any professional charges to any member of the Management Committee who is a solicitor, accountant, or engaged in a profession, provided that at no time shall a majority of members of the Management Committee benefit under this provision.
- b) of reasonable and proper rent for premises demised or let by any member of the Partnership or its Management Committee.
- c) to any member of the Management Committee in respect of reasonable out of pocket expenses.

2. MEMBERSHIP.

2.1 Membership of the Partnership shall be open to individuals, public bodies, local authorities, voluntary and charitable associations who share the Partnership's objectives.

- 2.2 The rights and privileges of a member shall not be transferable nor transmissible, and all such rights shall cease upon the member ceasing to be such. A member shall cease to be a member immediately that he/she/or it:
- a) Resigns in writing to the Secretary; or
 - b) Fails to pay the annual subscription (at whatever rate is at the time applicable to the particular class of membership) within three months of such subscription becoming due; or
 - c) Dies, if an individual person; or
 - d) is wound up, or goes into liquidation, or makes any arrangement with its creditors if a corporate body or association; or
 - e) is considered by the Management Committee to have brought the Partnership into disrepute.
- 2.3 The Management Committee shall have the right to refuse membership to any applicant. This will be determined by a vote at a Management Committee meeting. Where membership is refused the Management Committee will provide the applicant with a written explanation of their decision and the applicant may appeal the decision of the Management Committee.
- 2.4 If the Management Committee determine that an applicant should be refused membership that applicant shall have right of appeal against the decision. An appeal must be made in writing to the Secretary within 10 working days of the decision being communicated to the applicant. Appeals will be considered by three members of the Management Committee, appointed by the Management Committee and their decision will be final.

3. MANAGEMENT COMMITTEE.

- 3.1 The Partnership shall have a Management Committee comprising not less than twelve persons and not more than twenty persons, including officers. The unreserved places on the Management Committee shall be elected at the Annual General Meeting or at a Special General Meeting. Reserved places on the Management Committee shall, subject to being fully paid-up members not be subject to annual election.
- 3.2 Reserved places on the Management Committee shall be given to:-
- a) one representative of each of the local authorities along the line (East Riding of Yorkshire Council, Kingston upon Hull City Council, North Yorkshire County Council and Scarborough Borough Council)
 - b) one Hull and East Riding Rail Users' Association representative
 - c) one representative of each train operator serving the line
 - d) one Network Rail or successor rail infrastructure company representative.
 - e) one representative from Community Rail Humber Limited.
- 3.3 Unreserved places on the Management Committee shall be available to:-
- a) ten Community representatives, local businesses, parish/town council representatives or individuals
- 3.4 The Management Committee will have powers to co-opt additional individuals onto the Committee up to fill any vacant unreserved places.
- 3.5 The Annual General Meeting shall elect such officers as are deemed appropriate including:-
- a) Chairman
 - b) Vice Chairman

- c) Secretary
- d) Treasurer
- e) Membership Secretary

- 3.6 The Management Committee may at any time remove or replace such officers. Officers shall serve for one year, after which they shall be eligible for re-appointment.
- 3.7 The Management Committee may appoint paid officers or other persons, who may provide services to the Partnership, or to others, in pursuance of the objectives of the Partnership. Any paid appointment shall be made on the basis of open and equal opportunity procedures. It may delegate responsibility for actual appointments to a recruitment sub-committee.
- 3.8 The Partnership will have a bank account in its name. All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments, and all receipts for monies paid to the Partnership shall be signed, drawn, accepted, endorsed, or otherwise executed in such manner as the Management Committee shall from time to time by resolution decide.
- 3.9 The Management Committee shall determine all policy issues in accordance with the objectives of the Partnership, and shall be accorded powers to do all that is required to be done in furtherance of those objectives excepting those things required to be exercised or done by the Partnership in General Meeting as set out in this Constitution.
- 3.10 The Management Committee shall meet not less than four times per year. A quorum for the Management Committee shall be not less than five persons. The Management Committee may delegate any of their powers to sub-committees if they think fit.
- 3.11 The Management Committee may co-opt additional members at any time during the year. Co-opted members may serve up to the next Annual General Meeting, when they may be formally elected or not.
- 3.12 A Member of the Management Committee shall declare an interest in, and shall not debate or vote, in respect of any contract in which he/she has a direct or indirect personal financial or material interest.
- 3.13 No Member of the Management Committee should take pecuniary advantage of being a Member of the Management Committee.
- 3.14 If a member is absent for more than two meetings in succession or sends apologies for more than six meetings in succession their membership of the Management Committee will, at the discretion of the remainder of the Committee, lapse.
- 3.15 If the Management Committee determine that a Member should be removed from the Management Committee that Member shall have a right of appeal against the decision. An appeal must be made in writing to the Secretary within 10 working days of the decision being communicated to the Member. Appeals will be considered by three members of the Management Committee, appointed by the Management Committee and their decision will be final.

4. ANNUAL GENERAL MEETINGS.

4.1 General

- a) Annual General Meeting shall be held in the second quarter of each calendar year.
- b) There shall be a minimum notice period of ten working days.
- c) The business of an Annual General Meeting shall comprise:-
 - Consideration of a report and accounts presented by the Management Committee.
 - The election of a Management Committee and Officer Posts.
 - Such other business as may have been specified in the notices calling the meeting.

4.2 Expressions of Interest for Management Committee and Officer Posts

- a) Prior to the Annual General Meeting the Secretary will seek expressions of interest from the membership for the unreserved places on the Management Committee and the Officer Posts.
- b) Expressions of Interest must be seconded by one Member and must be returned to the Secretary by the date specified. After this date no expressions of interest will be considered.
- c) The Secretary shall distribute to Members details of the expressions of interest received for the unreserved places on the Management Committee and the Officer Posts with the letter giving notice of the Annual General Meeting.

4.3 Voting at Annual General Meetings

Representatives of organisations, or individuals may only vote if the organisation represented or Individual is a fully paid up member by the 31st. of March of that year, as determined by the records held by the Membership Secretary.

4.4 Each member shall have one vote. Where membership is from a household, or an organisation with multiple officers then the household or organisation shall have one vote.

4.5 Only Members present in person at the Annual General Meeting may vote.

4.6 Election of Unreserved places on the Management Committee

4.6.1 Where 10 or less expressions of interest are received from Members then those Members can be elected "en block" by a show of voting cards by the Members present at the Annual General Meeting.

4.6.2 Where more than 10 expressions of interest are received from Members then voting will be by ballot. The 10 expressions of interest receiving the most votes will be elected.

4.7 Election of Officer Posts

4.7.1 Where a single expression of interest for an Officer post has been received then that person can be elected by a show of voting cards by the Members present at the Annual General Meeting.

- 4.7.2 Where more than one expression of interest for an Officer post has been received then voting will be by ballot.

5. OTHER GENERAL MEETINGS.

- 5.1 Any amendment of this constitution can only be done at a General Meeting called with that as a stated purpose. There shall be a minimum notice period of ten working days
- 5.2 Any amendment will be approved if carried by a simple majority vote on a show of hands. Each member shall have one vote. In the case of an equality of votes, the Chairman shall not have a second or casting vote, and the motion shall be deemed lost.
- 5.3 An Extraordinary General Meeting, having the same powers as an Annual General Meeting, can be called by a decision of the Management Committee or by the written request of not less than ten ordinary members.
- 5.4 No business shall be transacted at any General Meeting unless there is a quorum of at least ten members present.

6. DISSOLUTION.

- 6.1 The Partnership may only be dissolved by a majority vote at a General Meeting. Voting rights at such a Meeting are as set out under the rules for voting at Annual General and other General Meetings.
- 6.2 If upon the winding up or dissolution of the Partnership there remains after the satisfaction of its debts and liabilities any property whatsoever, such property shall not be paid to or distributed among the members or officers of the Partnership, but shall be given to or transferred to some charitable institution or institutions having objectives similar to the objectives of the Partnership, such institution or institutions to be determined by the members of the Partnership at or before the time of dissolution, and in the event that it should prove impossible to comply with this provision then such property shall be given for some other charitable objective within the Partnership's area of benefit.

Confirmed approved at the ANNUAL GENERAL MEETING properly convened and held on the 15th June 2015.

Signed



Tony Cooper
Chairman of the Meeting.