

## **Ramblers General Council 20th April 2024 held at Birmingham NEC** **10:30 - 5pm**

Trevor Park and Steve Butterfield attended to represent the Cheshire East Area.

At the Cheshire East AGM Maggie Swindells and John Peck were elected as council members for the year but were unable to attend General Council due to family commitments. They remain as council members for the remainder of the year.

The morning session was spent on a review of the year, a summary of the financial position and election of the president, vice president and trustees.

The afternoon session was spent discussing the 6 motions that had been agreed by the motions review committee.

Generally, the meeting had a more positive “feel” than previous council meetings and this resulted in it finishing early at 4:30 rather than 5.

During the morning session in the Annual review it was reported that membership fees only account for 40% of income. The remainder being from donations, and from the postcode lottery funding.

There is an ongoing review of the role of “assemble” which is the part of the ramblers website where “volunteers” can access information.

In the finance report it was reported that there was a deficit of £2.1 million last year compared to £1.2 million the previous year. Expenditure has risen by 10% (they said, “in line with inflation”)

Membership is roughly stable at 102,000. With 15,000 joining and 14,500 leaving.

There were comments about the gender balance of those attending General Council this year which was male dominant.

There were questions about “well being walks” and about the “walk leader guidance”

The ramblers are aiming for the path network to have fewer “barriers” on paths. Such as having kissing gates rather than stiles.

They reported that they were lobbying political parties, mainly Labour with a view to bringing in a bill in parliament about public access to green spaces and the path network.

There were comments made about focussing on the more under privileged members of society in urban areas. Similarly, they cited work in helping Asylum seekers with organised walks. (We think this was to emphasise the charitable status of the Ramblers).

The afternoon session was devoted to debating the motions. There were some still open from previous years and 6 for the current year. Ours was motion 2. As I had submitted it, I agreed to formally propose it at the meeting.

The process leading to this point had not been as straightforward as it could have been: I'll give a brief narrative of what happened:

Our motion was put forward by Maggie and was worked on by herself and Lucy Armitage who was the trustee who attended our AGM in November 2023.

This was submitted and the wording was slightly changed by the motions review committee.

The motions were distributed to all council members as part of the papers.

Our motion read:

“Updating articles and standing orders for gender neutrality  
This general council calls upon the Board of Trustees to update the Articles and Standing orders of Ramblers so that all terms include every member, irrespective of gender”

On Monday prior to General Council I received a phone call from Simon Kellas to say that an amendment had been put forward. After discussions with the 3 group chairs I let the person putting forward the amendment know that we were not happy to accept it on the grounds that it would put the implementation back by 12 months.

The amended motion read

“Updating articles and standing orders for gender neutrality

This general council calls upon the Board of trustees to prepare and propose to future meeting of General Council a resolution to amend the standing orders (specifically the model area and group constitutions) of ramblers so that all terms include every member, irrespective of gender”

This comes from article 42 of the articles of association of the Ramblers;

42.1 states. “Ramblers may alter these articles of association only by a special resolution in accordance with the act. A special resolution may be passed at a meeting of general council of which 21 days notice has been given of the intention to pass a special resolution and at which at least 75% of those council member voting must be in favour. The resolution may be passed at shorter notice at a meeting of the general council if 90% of the members of general council agree. The resolution may alternatively be made by written resolution in accordance with article 19.5”

Knowing that the motions review committee was meeting on the Thursday before General Council I asked whether a special resolution could be put to this years general council being confident that 90% would agree. However, this was not to be.

(It could be in hindsight that the article states that the board of trustees have to put forward a special resolution).

So, in the motions debate ours was number 2. To save time the chair of the meeting asked that only the proposer speak to the motion and the seconder makes themselves known.

I spoke to the motion (my speech is added at the end) from the lecturn at the front of the meeting. Trevor made himself known as the seconder.

So, in the formal debate process the chair asked whether we were prepared to accept the amendment - I consulted Trevor, and we said no. I added that it was on the grounds that it would delay the implementation of our motion.

The proposer of the amendment spoke.

The amendment was debated first. After discussion it was passed.

So the amended motion was voted on and was passed.

( In the background notes to the amendment, it says “The board of trustees is not empowered to update our articles and standing orders; that is a matter for general council. The last major constitutional revision, in April 2016, had as one of its aims the use of gender inclusive language. However the model constitutions were not reviewed a that time. It should however, be noted that this will be a purely cosmetic exercise: actual constitutions are required to be “substantially similar” (as opposed to identical with) the models”)

So, I made a statement to the meeting saying that if anyone was planning to revise their constitutions in the next 12 months they should do so and remove all language that is not gender neutral and this would not meet with opposition from the trustees.

The chair of the meeting (also the chair of trustees) turned to me and nodded - as if to say "I agree"

I spoke to Lucy Armitage at the meeting and she expressed a lot of frustration with what had happened.

I also spoke to Brian Reader who had proposed the amendment. He understood our reasons for not accepting his amendment and was Ok.

I hope that gives you an idea of what happened at General council.

The ramblers will put minutes on their website.

The following are email exchanges; clarifying the position about submitting our changes to our constitution and finally my speech to propose the motion.

Email from Simon Kellas head of Governance at the Ramblers

Hello Steve,

Thanks for your email and the feedback.

Following each AGM, the board reviews all motions passed at the meeting, and agrees appropriate action. As you know the board was supportive of the intention of the motion, so I would expect this to come back next year (i.e. the earliest opportunity) as a formal motion to update the Standing Orders. That would come into immediate effect if passed.

I'm not sure what John was referring to when he mentioned 61 instances, as the Articles and Standing Orders (model constitutions excepted) were updated. However, I am sure that all constitutional documents would be reviewed at the same time to for consistency.

As Brian has mentioned, Areas can (and many have) updated their constitutions to change these and other references. The current process is that the nominations and governance sub-committee has delegated responsibility from the board to review and agree any changes an Area may wish to make. To avoid any delays, the committee can make these decisions quickly between meetings - so that can be submitted via me or the regional engagement team when ready.

Best wishes

Simon

Simon Kellas  
Head of governance  
[Simon.kellas@ramblers.org.uk](mailto:Simon.kellas@ramblers.org.uk)

Email from Brian Reader (Surrey Area) who proposed the amendment

It was good to meet you on Saturday.

In my opinion, Cheshire East should submit the proposed amendments to their constitution to the Board of Trustees for prior approval well before their AGM (hint to the Area - check the dates of Board meetings) . But I can't see any valid reason for the Board to oppose changing, for example, "Chairman" to "Chair" or "he" to either "he or she" or "they".

Similarly, the 3 groups in the Area should submit proposed changes to their constitutions to the Area for approval.

Hope this helps.

Best wishes,

Brian.

PS: I've always interpreted the requirement for "approval" in the current models to mean "prior approval" as there would be a real problem if an Area amended its constitution and the Board later declined approval. I can remember an occasion when I was on the Board about 20 years ago when an Area did submit proposed amendments for prior approval but, importantly, the Board had time to point out that the amendments made the constitution wildly out of line with the then model. The Area concerned accepted the Board's reasoning.

My speech to propose the motion:

This motion arose out of a discussion when adopting our constitution at our *AGM* in November 2023. Our constitution was an adaptation of the template available on the Ramblers website. At the meeting the term "chairman" was spotted as remaining in parts of the document. We adopted the constitution as it was and will amend the wording for adoption at the next *AGM*. We agreed to submit this motion to *General Council* on the grounds that the term "chairman" should be replaced in the *Articles of Association* and in the *Standing Orders* with a more gender neutral term in order that we include all members.

I would like to give credit to Maggie Swindells Chair of the East Cheshire Group and Lucy Armitage the Trustee attending our *AGM* who did a lot of research and work before deciding on the wording of this motion. That wording was amended slightly by the motions committee and we have accepted those amendments as they clarify it and widen the scope to now cover the whole of *GB*.

I'm aware of an amendment to the motion proposed by Brian, of the Surrey Area. We would like our motion to be implemented at the earliest possible date. My concern about Brian's amendment is that it will delay it by 12 months. On behalf of Cheshire East Area we cannot agree to accepting the amendment.

Should the amendment be passed I suggest to any Area or group considering using the model constitution available on the Ramblers website to change the word Chairman to chair in all the places it occurs before amending and adopting it for their own use. I feel sure that this will not meet with opposition by the trustees as they will know that this motion will be agreed at some point in the, hopefully, not too distant future.

I urge you to support the motion. Thank you.