

4.1 Club Council – Terms of Reference

General

Set up under Section F2 of the Articles of Association.

Composition

1. The Club Leader
2. The Club Treasurer
3. Club Council Chair
4. Two elected Independent Council Members
5. Up to Two co-opted Independent Council Members
6. The Leader of the C&C Committee
7. The Leader of the Motoring Interest Groups
8. The Deputy Leader of the Motoring Interest Groups
9. Three Local Groups Representatives

Eligible for Attendance

1. Co-opted and appointed (non-voting) Members as appropriate
2. Nominated deputy representatives (see note (e) below).
3. Chief Executive Officer (non-voting capacity).
4. One Vice-President (non-voting capacity).
5. Head of Member Communities and other Executive Support as required (non-voting capacity).
6. No-one else except by specific invitation (also see note (f) below).

Notes

- a. One of the Club Leader, Club Treasurer or Club Council Chair will ordinarily be normally elected for a term of office of 3 years, by means of a vote amongst those present at the first meeting of the Council after the Association AGM.
- b. The Club Leader and Club Treasurer will be, de facto, members of the CSMA Board of Directors.
- c. The Council Chair will normally Chair the Club Council meetings.
- d. Only the elected or appointed Club Council members, or nominated deputy representatives, shall have voting rights.
- e. If a voting Club Council Member is unable to attend a Club Council meeting, it is their responsibility to inform the Chair of the meeting of their absence and nominate a deputy to attend in their place if appropriate. The nominated deputy should not be an existing (voting) Member of the Council. The Club Leader, Club Treasurer, Chair of Club Council and ICMs are not eligible to nominate a deputy to attend meetings on their behalf.

- f. The Club Council, if it so wishes by secret ballot, may invite a Club Officer (Club Leader, Club Treasurer and Club Council Chair) who is standing down from that role for whatever reason, to continue to attend Club Council meetings for up to one year from that date. At the end of that period, the Club Council may again, by secret ballot, invite the said retired Officer to attend Club Council meetings for a further one year period. After the second year the retired officer may not attend Club Council meetings again in this capacity.
- g. The Club Council may co-opt up to 2 further Independent Council Members in a nonvoting capacity for a term of office decided by the Club Council.

Responsibilities

1. To oversee all Member Communities activities.
2. To establish, co-ordinate and implement the Member Communities Strategy.
3. For the overall control of the approved Member Communities budget.
4. To determine the Terms of Reference to oversee and regulate the management of:
 - a. the Club Council Itself
 - b. the Club Management Group
 - c. the Interest Groups
 - d. the Local Groups
 - e. the Club Documentation Sub-Committee
5. To establish such other committees as it thinks fit and to disband any Groups or Committees that are no longer required.
6. Establish, maintain, review and implement procedures to:
 - a. identify persons suitable for appointment as Governors and Independent Council Members under Sections E5-21 and F8-11 respectively of the Articles of Association.
 - b. identify members suitable for appointment as Vice-Presidents, Fellows of the Association, or Fellows of the Club under Section E22 of the Articles of Association.
 - c. identify members suitable for appointment to, or nomination for, senior positions within the Association, in order to maintain appropriate succession at senior levels.
 - d. identify individuals to be considered by the Board for Life Membership
 - e. each new member of the Club Council will automatically be offered the services of a specified Council member to give support for the first year in Office.

- f. to task the Vice-Presidents, individually, as a group, or with others, to carry out specific projects, to set the Terms of Reference for that project, and to monitor progress as necessary.

Authorities

1. To regulate its proceedings as it sees fit, subject to Articles F13-22.
2. To appoint, or remove and replace, the Club Leader, Club Treasurer or Club Council Chair, from amongst their number.
3. To delegate any of its powers to any Committee of one or more members of the Council.
4. To delegate to any member of the Club Council such of its powers as it considers desirable to be exercised by him/her.
5. To determine Terms of Reference to oversee and regulate the management of the Committees listed under "Responsibilities".
6. To establish such other committees as it thinks fit and to disband any Committees no longer required.
7. To recommend:
 - a. to the Chairman of the Association any member suitable for appointment as a Governor under Section E9 of the Articles of Association.
 - b. to the Board any member suitable for appointment as a Vice-President, a Fellow of the Association, or a Fellow of the Club under Section E22 of the Articles of Association.
8. To appoint, or nominate, members suitable for senior positions within the Association.
9. To assess applications/recommendations for Life membership.
10. To recommend to the Board that an individual be granted Life membership.
11. To manage the annual budget approved by the Board.
12. To invite by secret ballot, a Club Officer who is standing down, to attend Club Council meetings (see note (f) above).
13. To approve appointments to the Club Documentation Sub-Committee.
14. To task the Vice-Presidents, individually, as a group, or with others, to carry out specific projects, to set the Terms of Reference for that project and to monitor progress as necessary.

Accountabilities

1. To the membership.
2. To the Board for the control of the approved Member Communities budget.

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3. To the Executive for effective stewardship of all Executive/Financial support provided to the Member Communities department.