

# Constitution and Rules for WNBR-London

(as adopted 18 February 2016, amended 22 July 2017 and amended 10 February 2021)

## **PREAMBLE**

World Naked Bike Rides have occurred world-wide since 2004 as clothing-optional cycle protests. There is no formally constituted body overseeing these protests; they are organised on a local basis by independent grassroots groups. WNBR-London has been the independent group organising these protests in London since 2004 and has operated since that time as a collective. In order to record and clarify the nature and guiding principles of the group, this Constitution has been adopted as the governing document of WNBR-London.

## **1. DEFINITIONS**

- 1.1. “**WNBR**” is the World Naked Bike Ride, a movement of independent clothing-optional cycling protests that have been held in various locations around the world since 2004.
- 1.2. “**WNBR-London**” is the group that has organised and promoted WNBR rides in London since 2004.
- 1.3. “**WNBR-UK**” is a nationwide umbrella organisation providing assistance and funding to local WNBR rides throughout the United Kingdom.
- 1.4. The “**WNBR UK Fund**” is a fund operated by WNBR-UK to provide local organisers throughout the United Kingdom with financial assistance for such things as poster/flyer printing, advertising, ride equipment, etc.
- 1.5. “**Member**” means any person attending and participating in a meeting of WNBR-London.
- 1.6. “**Officer**” means any person appointed pursuant to paragraph 5.3.
- 1.7. “**Extraordinary Meeting**” means a meeting of WNBR-London that is called according to paragraphs 4.11 and 4.12.

## **2. PURPOSE**

- 2.1. WNBR-London is established for the following objects:
  - 2.1.1. to plan, promote, run and manage clothing-optional bike rides in London at least annually;
  - 2.1.2. to promote the global WNBR movement and its aims, including –
    - highlighting the vulnerability of cyclists, cycling safety issues and cyclists’ rights;
    - building public support for cycling;

- highlighting cycling as an environmentally sustainable alternative to car culture and oil dependency; and
- celebrating body freedom and confidence.

### **3. INDEPENDENT ORGANISATION**

- 3.1. WNBR-London is an independent group and does not have responsibility for organising or financing any other WNBR rides in the United Kingdom or elsewhere outside London.
- 3.2. Correspondingly, as all WNBR organisers operate independently from one another and exercise financial responsibility for themselves, neither WNBR-UK, the WNBR UK Fund nor any other person or organisation is responsible for organising or financing WNBR-London or liable for any financial shortfalls of WNBR-London.
- 3.3. WNBR-UK and the WNBR UK Fund do not represent WNBR-London, nor may they speak on behalf of WNBR-London.

### **4. MEETINGS**

- 4.1. WNBR-London operates on a collective basis with an open membership, and the number of Members is not limited. To be able to vote at a meeting the Member needs to have attended at least two previous meetings in the preceding twelve months.
- 4.2. Officers or any Member who has attended at least two previous meetings in the preceding twelve months may call meetings as deemed necessary, typically monthly from January to July.
- 4.3. Meetings are announced publicly at least 14 days in advance through e-mail and social media and, subject to paragraphs 9.3 and 9.4, are open to anyone who wishes to attend. Meetings can be conducted face-to-face or by web conferencing or a combination of the two.
- 4.4. At least five Members must attend in order to constitute a meeting.
- 4.5. At the start of each meeting, the Members shall select a Recording Secretary for that meeting only.
- 4.6. A Chairman may be designated at each meeting to manage the agenda and recognise Members wishing to speak in a fair manner.
- 4.7. The Recording Secretary shall (1) record minutes of the meeting, including contact details of the Members attending and decisions taken (2) circulate a draft of those minutes (excluding Members' contact details) for corrections as soon as possible to those Members attending who have provided contact details, and (3) ensure that the final minutes (excluding Members' contact details) are made publicly available in the manner provided from time to time by WNBR-London. The Recording Secretary shall also ensure that due notice is given of the next meeting.

- 4.8. Wherever possible WNBR-London will operate by consensus. In the event all efforts to reach a consensus as to any decision to be made at a meeting fail, the decision may be made by a majority vote of the Members attending.
- 4.9. Communications between meetings should (except where confidential or private personal information is involved) be carried on in a public forum accessible to all who wish to follow or participate in the group's activities.
- 4.10. Where it is necessary for actions to be taken between meetings, decisions may be made by an e-mail vote of the Members who attended the previous meeting and who have provided valid email addresses. Wherever possible, such decisions should be reached by consensus, but if all efforts fail, the decision may be made by a majority of those Members.
- 4.11. An Extraordinary Meeting may be called for one of the purposes identified in paragraphs 5.2, 5.6, 9.3, 10.1 or 11.1 at any time (which may coincide with a scheduled ordinary meeting) by any Officer or Member who has attended at least three meetings within the previous twelve months
- 4.12. Notice of an Extraordinary Meeting shall be given by e-mail and social media at least 20 days in advance of the meeting clearly identifying the purpose of the meeting.

## **5. OFFICERS**

- 5.1. WNBR-London shall have a minimum of two Officers.
- 5.2. The number of Officers may be increased or decreased (but not below two) at an Extraordinary Meeting.
- 5.3. Officers are elected by Members at the first meeting in each calendar year, and additional Officers may be elected at any other meeting.
- 5.4. Candidates may nominate themselves or be nominated by another Member, and they must be seconded by at least one other Member. In the event that more candidates are proposed and seconded than the number of Officers that are presently authorised, there shall be a secret ballot.
- 5.5. The Officers include at least two Treasurers.
- 5.6. In the event that an Officer is no longer able to serve, the remaining Officers may select a Member who has attended a meeting during the previous twelve months to fill that Officer's role temporarily until the next regular election meeting or next Extraordinary Meeting called for the purpose of filling the vacancy. In the unusual event that all Officers stop serving at once, an Extraordinary Meeting will be called and the Members will elect new Officers.

## **6. GRANTS, DONATIONS AND OTHER INCOME**

- 6.1. WNBR-London has historically encouraged donations to and received financial assistance through WNBR-UK and the WNBR UK Fund but now

will also accept grants and donations directly for the purpose of covering its own expenses incurred in organising WNBR rides in London.

- 6.2. The aim of encouraging grants and donations is to ensure that WNBR-London organisers do not become dependent on accepting commercial sponsorship, though they are not prohibited from doing so.
- 6.3. WNBR-London is also able to raise donations through the provision of related products and services, for example, memorabilia, seat covers, and afterparty tickets. In all cases, such items should be appropriate to the WNBR mission - promoting positive messages and minimising environmental impact.

## **7. FINANCIAL GUIDELINES**

- 7.1. WNBR-London shall endeavour to manage its operational expenses as efficiently as possible in the interest of furthering the aims of the WNBR movement and WNBR-London.
- 7.2. All expenditures by WNBR-London must be agreed by a majority vote of the Members at a meeting, except that
  - 7.2.1. the Officers may authorise expenditures between meetings not exceeding £100 in total, details of which shall be reported in full to the Members at the next meeting, and
  - 7.2.2. in exceptional circumstances approval may be obtained by an e-mail vote of the Members who attended the previous meeting.
- 7.3. A bank account will be maintained in the name of “WNBR-London,” which may be linked to a PayPal or similar account in the name of “WNBR-London.” All cheques or other debits in any amount will require the signature or other authorisation of two of the Officers.
- 7.4. Details of all deposits, cheques, debits and withdrawals, including the names of all payees and purpose of any cheques, debits or withdrawals, shall be presented to the Members at the next meeting.

## **8. ACCOUNTS**

- 8.1. Accounts shall be kept by the Officers on a year ride basis.
- 8.2. Annual accounts will be presented at the first meeting in each year (usually in January).

## **9. DISCIPLINARY MATTERS AND EXCLUSIONS**

- 9.1. No Officer or Member may make or seek personal financial gain from WNBR-London.
- 9.2. No Officer or Member shall solicit or spend funds in the name of WNBR-London without the approval of the Members as provided herein, and any Officer or Member soliciting or spending such funds shall be accountable therefor to WNBR-London.

- 9.3. If there is evidence that an Officer or Member has (i) made or sought personal financial gain from WNBR-London, (ii) solicited or spent funds without due approval or (iii) in any other way failed to abide by this Constitution, this evidence shall be reviewed at an Extraordinary Meeting. If wrongdoing is established to the satisfaction of a majority of the Members at the Extraordinary Meeting, the offending Officer will be removed from office and the offending Officer or Member may be banned from attending future meetings of WNBR-London permanently or for a specified period and may be subject to legal action.
- 9.4. Members are expected to support the objectives of WNBR London as described in s2.1.2. If any prospective or current Member appears to exhibit behaviours or attitudes which hamper the pursuit of those objectives, they can be excluded from meetings either by a majority of Members in a secret ballot at a meeting, or by the consensus of all Officers if action is required before a meeting is held. In the event that the Officers exercise this power, the decision must be ratified at the next meeting. In exercising this power, Officers and Members do not need to establish any fault or wrongdoing by the excluded person. The basis is that the presence of the person is considered to be not conducive to the pursuit of the objectives. If necessary, this power can be exercised during a meeting such that the Member is asked to leave.

## **10. DISSOLUTION**

- 10.1. WNBR-London can only be dissolved at an Extraordinary Meeting.
- 10.2. On dissolution, any assets of WNBR-London will be transferred to one or more organisations with similar aims as selected by the Members attending.

## **11. AMENDMENTS TO THE CONSTITUTION**

- 11.1. Amendments to this Constitution may only be approved at an Extraordinary Meeting by a two-thirds majority vote.

Agreed unanimously by 14 Members present at the WNBR-London meeting held on 10<sup>th</sup> February 2021 for immediate effect.