



## CONSTITUTION

### 1 NAME & AREA

- a) The name of the Society shall be:  
**Nuneaton & North Warwickshire Family History Society**  
– herein after called the ‘Society’.
- b) The Society will operate within the area of northern Warwickshire shown on the map included herein. The Executive Committee [Committee] may periodically review the area and make recommendations for any changes.

### 2 OBJECTIVES

The objectives of the Society shall be:

- a) To promote and encourage the public study of family history.
- b) To collect, publish, co-ordinate and make accessible any documents, records or other archival material, with particular relevance to northern Warwickshire.
- c) To promote the preservation, security, accessibility and presentation of such archival material.
- d) To hold lectures and discussions, give advice and guidance, and organise events and visits for Society members and interested members of the general public.
- e) To develop and maintain the Society's website so as to provide a range of research resources, searchable databases and reference materials for the use of Society members and, if practicable, to extend this to interested members of the general public.
- f) To pursue liaisons with other societies, as appropriate, and as agreed by the Committee.

### 3 AFFILIATIONS

The Society may, from time to time, affiliate with local or national organisations, whose objectives are deemed by the Committee, to be compatible and mutually supportive.

In connection with such affiliation or membership, to guarantee the debts of such organisations up to a limit of no more than ten pounds [£10].

### 4 MEMBERSHIP

- a) Membership of the Society shall be open to all persons over the age of 18 years, showing an interest in the support of the Society's objectives.
- b) The Society shall consist of fully paid-up members; affiliated institutions and societies; other honorary members and officers, that may be elected from time to time, in the interests of the Society.
- c) Applications for membership shall be made on the prescribed form, either on paper or electronically, and shall be submitted, together with the current subscription, to the elected Membership Secretary, who shall report to each meeting of the Committee.
- d) Subscriptions shall be payable by all members annually on 1<sup>st</sup> September at a rate determined by the Committee, and confirmed at an Annual General Meeting



[AGM] or an Extraordinary General Meeting [EGM]. Increased levels of subscription, related directly to rising costs of Journal production and postages, will be determined by the Committee; suggested increases in levels of subscription for any other reasons will be brought to the AGM for approval. Any changes will take effect from 1 September each year.

- e) Every fully paid-up member included in the Society's membership list, will have full voting rights, provided s/he is a member at the time of the issue of the formal notification of the proposed election or vote.
- f) The Committee shall keep a register of the current names and addresses members of the Society, in compliance with the Data Protection Act 1998. In turn, members are required to advise the Membership Secretary of any changes to their contact details.
- g) The Committee shall have the right to refuse or remove membership from any person / organisation, if they consider it to be in the best interests of the Society so to do. If the Committee, by a simple majority, resolve that a member is working actively against the Society, or is bringing the Society into disrepute, or for any other reason, determine that it is in the best interests of the Society, his/her membership will be refused, or terminated with immediate effect.
  - i) A decision to refuse an application or remove membership shall be given in writing to the applicant within 14 days of the decision, giving the reasons for refusal.
  - ii) The affected person / organisation may make written representations about the decision; the Committee must consider these and give notice of their decision in writing, within 14 days; the decision will be final.
  - iii) If the subscription renewal remains unpaid by 1<sup>st</sup> November, or if any sum due to the Society from the member remains unpaid in full within three months of it falling due, unless the Committee resolves there are extenuating circumstances, membership will be automatically terminated.

5 **ADMINISTRATION**

- a) A Committee shall manage the affairs of the Society. The Committee shall consist of not less than four Executive Officers [Officers], together with up to a maximum of ten ordinary members of the Committee, all of whom must be voting members of the Society.
- b) A quorum of the Committee shall consist of one half-plus-one of those elected members eligible to vote on the Committee, provided at least one Officer is present.
- c) Members of the Committee shall be elected annually by the membership and their terms of office shall commence with the declaration of the election results at the AGM. Nominations should be submitted in writing not less than 28 days before the day on which the AGM is to take place. Any member of the Society is eligible for nomination to the Committee provided s/he has been a member of the Society for at least the full preceding subscription year.

A list of nominees will be published on the Society's website 21 days prior to the AGM, and thereafter presented to the membership on the published Agenda for



the AGM.

- d) At the first meeting of the Committee following the AGM, the members of the Committee will elect from their number four Officers: Chairman; Vice Chairman; Secretary; and Treasurer.
- e) The Committee shall have the power to co-opt persons to attend, speak, but not to vote at Committee meetings, in order to give specialist advice or assistance.
- f) In the case of an emergency, the Officers have the power to make a decision on behalf of the whole Committee.
- g) All Committee members shall be eligible for re-election upon completion of their annual term of office, but no Officer shall serve in the same Office for longer than five successive years.

6 **FINANCE**

- a) The income and property of the Society, however or whenever derived, shall be applied solely towards the promotion of the objectives of the Society referred to in clause 2 above. No portion thereof shall be paid or transferred directly, or indirectly, in any manner by way of profit to any member of the Committee and/or Society, providing that nothing herein shall prevent the repayment, in good faith, or reasonable and proper out-of-pocket expenses incurred on behalf of the Society, and as agreed by the Committee.
- b) The Committee, or its Treasurer on its behalf, shall cause proper books of account to be kept, with respect to all sums of money received and expended by the Society, and of the matters in respect of which, such receipts and expenditure takes place. Cheques are to be signed by two Officers.
- c) An independent Inspector of the Accounts of the Society shall be appointed at the AGM. At least once in every year the Society's accounts shall be inspected, as required by law, prior to being approved by the Committee and presented to the members at the AGM.

7 **GENERAL MEETINGS – AGM & EGM**

- a) An AGM shall be held during the month of November. Notice in writing of the meeting, shall be given to members entitled to attend and vote, at least 56 days prior to the event.

The business of the AGM shall include the election of members of the Committee, the appointment of an independent Inspector of the Accounts, the consideration of reports by, or on behalf of, the Committee, regarding the activities carried out by the Society, and adoption of the inspected accounts.

- b) An EGM may be convened either at the request of the Committee or at the request of 20 Society members having voting rights. Prior, written notice must be furnished to all members at least 56 days before the EGM takes place, setting out the provisional agenda of the business to be discussed.



When formal notification of an EGM is sent to Society members entitled to vote, provision must be made for all members, including those who, for whatever reason, are unable to attend the EGM in person, to comment upon the business to be discussed and to propose amendments. These amendments must be received by the Committee within 28 days of the EGM, and be considered by the Committee, whose decision upon them is final. The Committee must then inform the membership of the final agenda within 14 days of the EGM.

- c) Formal notification of the AGM or EGM will be sent to members either by the postal system [for which proof of postage will be obtained], or by electronic mail; where the electronic mail is used, it will be deemed to have been received if it is not returned as undeliverable. In all instances the last address / e-address as notified to the Membership Secretary will be used as the member contact.
- d) Decisions at an AGM or an EGM shall be by simple majority except when the Committee has deemed the matter to be of such importance that the views of all members of the Society must be represented; matters of importance would, for example, include aspects of Constitutional change and the potential dissolution of the Society. In such circumstances, a ballot will be arranged to include all those entitled to vote at least 14 days before the AGM or EGM;
- e) Every paid-up member shall be entitled to one vote at an AGM or an EGM, provided they were paid-up members at the time of notification of the meeting.
- f) No business shall be carried out at the AGM or at an EGM unless a quorum is present. A quorum shall be 20 members of the Society present who are entitled to attend and vote upon the business.

If a quorum is not present within 30 minutes of the time appointed for the AGM or EGM, or if during the meeting a quorum ceases to exist, the meeting shall be adjourned to such time and place as the Committee shall determine. At minimum of 14 days' notice of the date, time and place of the re-convened meeting must be given to all members entitled to vote.

## 8 **CONSTITUTION**

- a) The Constitution may only be changed at an AGM or an EGM, of which 21 days' notice to all fully paid-up members has been given by means deemed relevant at the time: mail, Journal, website, electronic mail or other suitable means. The notice is to include a resolution setting out the terms of the proposed alterations. The resolutions must be passed by a two-thirds majority of the members present or able to vote by electronic communication.
- b) Proposals for Constitutional amendments shall be submitted to the Committee of the Society at least 63 days prior to the day on which the AGM or EGM is to be held.

## 9 **DISSOLUTION**

- a) The Society may be dissolved by a resolution passed by no fewer than two thirds of those Society members voting in person, by paper ballot or by electronic communication means, at a Special General Meeting [SGM] called by the Committee, following their decision that it is necessary or advisable to dissolve the Society and for which 21 days' prior notice (stating the terms of the resolution to be proposed) has been given in writing. Notification of the SGM should be served



on every member at his/her last known address or e-address.

Any assets remaining on dissolution of the Society, after satisfying all outstanding debts and liabilities shall not be distributed amongst members of the Society, but shall be given or transferred to a society or societies formed for the purposes the same as, or similar to the Society, including the Federation of Family History Societies.

12 **INDEMNITY**

- a) The members of the Committee shall each be indemnified by the Society against any liability claim or demand arising from any action taken or omission in good faith by them on behalf of the Society or its members in the administration of the Society.

A member of the Committee may benefit from trustee indemnity insurance cover purchased at the Society's expense.

This Constitutional document was adopted at the Annual General Meeting of the Society held on 12 November 2013

