

TEWKESBURY HISTORICAL SOCIETY

(as amended with bye-law on 27 April 2017, 17 April 1997 and bye-law 19 April 2012)

1. NAME: the name of the Society shall be TEWKESBURY HISTORICAL SOCIETY (hereinafter referred to as the Society).
2. OBJECTS:
 - 2.1 To advance the education of the general public in the history of the District of Tewkesbury in all its aspects.
 - 2.2 In furtherance of the said objects but not further or otherwise the trustees shall have the following:-
to hold lectures, meetings, discussions and visits, to collect and maintain a library of relevant reference material, to establish an index of source material held by record offices, libraries, other societies or other persons relating to Tewkesbury, to transcribe, copy, photograph any source material as may become available, to record or transcribe recollections, experiences or remembrances of people with long or distant associations with Tewkesbury, to publish results of research, or transcriptions of source material, to liaise with other societies or associations having similar or allied interests, to maintain a register of researchers and their topics, to do all such other lawful things as are necessary for the attainment of the said objects.
3. MEMBERSHIP.
 - 3.1 Subject as hereinafter mentioned membership of the Society shall be open to all persons resident in Tewkesbury or elsewhere, or other associations interested in the objectives of the Society, upon payment of the Annual Subscription.
 - 3.2 Application for membership will be on the form prescribed from time to time by the Committee.
 - 3.3 Such applications shall be considered by the Committee and admission to membership shall be confirmed by the issue of a membership card subject to payment of the Annual Subscription.
 - 3.4 The Committee shall have the right:-
To approve or reject applications for membership, and
for good and sufficient reason to terminate the membership of any individual or organisation PROVIDED THAT the individual representing such organisations (as the case may be) shall have the right to be heard by the said Executive Committee before a final decision is made.
 - 3.5 The Committee shall be empowered to recommend the award of Honorary Membership to Members or others for outstanding services to the Society or to local history. Such recommendation shall be put to the next ordinary meeting of Members and shall be carried or rejected by a simple majority. The Secretary shall be charged with the keeping of a record of Honorary Members, who shall not exceed five in number at any one time.
4. ADMINISTRATION.
 - 4.1
 - a. Committee members shall be regarded as Trustees as defined by the Charity Commission and will be protected at law from personal liability, providing they act honestly, lawfully and in the best interests of the Society. The Committee is responsible for any property held by or in trust for the Society.¹
 - b. The Society shall be administered by a Committee of up to ten Members including the Officers mentioned below:
Chairman, Secretary, Treasurer.
 - 4.2 A quorum for a Committee meeting shall consist of four Committee members, two of whom shall be Officers.
 - 4.3 Committee members shall be elected annually by the members at the Annual General Meeting and their Terms of Office shall commence from the date of the Annual General Meeting. The Committee may fill any vacancy arising during the course of the year as they may consider appropriate.
 - 4.4 The Committee may appoint such sub-Committees as may be deemed necessary by the Committee and shall determine their terms of reference, powers, duration and composition. All acts and proceedings of such sub-committees shall be reported back to the Committee as soon as possible.
 - 4.5 All Committee members shall be eligible for re-election upon completion of their term of office. No Officers shall hold the same office for more than three consecutive years, except that by special resolution at the Annual General Meeting the period may be extended to five years for the purpose of ensuring retirement of Officers in rotation.

¹ <https://www.gov.uk/guidance/charity-trustee-whats-involved>

- 4.6 The Committee shall have power from time to time to nominate a Patron and/or President to the Society to continue in office for so long as they are willing or until the Committee otherwise decides.

5. FINANCE.

- 5.1 The Annual Subscription shall be fixed at the Annual General Meeting of Members.
- 5.2 The Annual Subscription shall be payable at the date of the Annual General Meeting annually in respect of the twelve month period then beginning and shall be acknowledged by the issue of a current membership card.
- 5.3 A Meetings charge shall be fixed by the Committee as from time to time may be appropriate.
- 5.4 The funds of the Society shall be applied solely towards Society objectives or activities. Notwithstanding, the Committee may approve payment for purchases of equipment or stationery or repayment of expenses incurred on Society activities.
- 5.5 The financial year of the Society shall be from 1st. April to 31st. March each year.
- 5.6 The Committee or Treasurer on its behalf shall maintain proper books of account in respect of money received and expended by the Society supported by receipts or counterfoils as appropriate.
- 5.7 The Society's books of account shall be audited annually by an external Auditor and the results presented to the membership at the Annual General Meeting.
- 5.8 The Society is registered with the Charity Commission (No. 1011609).

6 MEETINGS.

- 6.1. Society Meetings shall be at dates, times and programme as agreed and arranged by the Committee - at least four per year.
- 6.2 Annual General Meetings of Members shall be in April each year. Members shall have at least twenty-one days' notice of the Meeting by display on the Society's notice board. The Meeting shall include the election of a new Committee for the forthcoming year and a financial report.
- 6.3 Extraordinary General Meetings may be arranged by the Committee, or at the request of at least ten Members of the Society, with prior written notice furnished to the membership at least twenty-one days before the meeting. Such notice shall give an explanation of the reason for the Meeting and wherever appropriate include a resolution on which a vote will be taken, together with the Committee's recommendations.
- 6.4 The electorate for both Annual General Meetings and extraordinary General Meetings shall consist only of fully paid-up Members of the Society.
- 6.5 A quorum for an Annual or Extraordinary General Meeting shall be one quarter of the total membership.

7. AMENDMENTS TO THE CONSTITUTION.

Any alteration of this Constitution shall receive the assent of not less than two thirds of the full membership of the Society for the time being whether an individual or representative present and voting at a meeting specifically called for the purpose PROVIDED THAT notice of any such alteration shall have been received by the Secretary in writing not less than **twenty-eight clear days** before the meeting at which the alteration is to be proposed. At least **twenty-one days'** notice in writing of such a meeting setting forth the terms of the alteration shall be sent by the Secretary to each member of the Society PROVIDED THAT no alterations shall be made which would have the effect of causing the Society to cease to be a Charity at law.

8. DISSOLUTION.

If the Committee by a simple majority decides at any time that on the ground of expense or otherwise it is necessary or advisable to dissolve the Society, it shall call a meeting of all members of the Society who have the power to vote, of which meeting not less than twenty-one days' notice (stating the terms of the Resolution to be propose thereat) shall be given. If such decision shall be confirmed by a two-thirds majority of those present and voting at such meeting the Committee shall have power to dispose of any assets held by or on behalf of the Society: The assets remaining after the satisfactory settlement of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of the Society as the Committee may with the approval of the Charity Commission determine.

9. INTERNAL EXAMINERS [formerly known as TRUSTEES (Society Bye law passed AGM 2012²):

The Committee may appoint not less than 3 persons as internal examiners (and not more than 5 persons; one of whom will be the Treasurer of the Society and two of whom should not be serving members of the Committee) to ensure full compliance with Clauses 5.6 and 5.7 above. They will report accordingly to each A.G.M."

² There being insufficient members present to amend the Constitution formally, it was therefore resolved to add this bye-law