

Leamington History Group

Constitution

(Agreed at AGM on 22nd January 2018)

Name

1. The name of the society shall be "Leamington History Group".

Purposes

2. The object of the group shall be to promote the local history of Royal Leamington Spa and District and preserve evidence of that history.

3. Powers

To achieve these purposes the group shall appoint a committee to carry out the following activities as and when appropriate. Such activities will be reflected in an Annual Business Plan.

[a] encourage an interest in the local history of Royal Leamington Spa and District through lectures, guided walks and visits

[b] compile and maintain an archive of images of local history interest and a library of written and/or electronic records relating to local people, buildings and events.

[c] encourage and promote research, sponsor publications and websites and mount exhibitions to raise public awareness of local history.

[d] provide resource material for use by the community, schools and other groups.

[e] play a part where possible in encouraging people of all abilities to take an interest in local history.

[f] work to safeguard local history material

Membership

4. There shall be two categories of membership.

[a] Ordinary membership open to any person willing to promote and support the aims of the Group.

[b] Lifetime membership - awarded by the Committee to any member of at least five years standing considered to have given outstanding service to the Group. The number of Lifetime members shall not exceed three at any one time.

[c] The Committee may withdraw membership from any member deemed to have brought the Group into disrepute. There is no appeal allowed.

5. Ordinary members shall pay an annual subscription.

The Committee

6. The purpose of the Committee is to carry out those purposes of the Group which do not require the approval of a General Meeting and appropriately exercise the powers specified in 3 above.

7. The Committee shall report to the AGM and such other meetings of the

Group as it considers appropriate.

Committee Membership

8. The Annual General Meeting shall elect all or some of the Officers listed below unless condition 10 below is still valid or an officer has resigned.

[a] Chairman

[b] Vice Chairman

[c] Secretary

[d] Treasurer

A description of the roles of these Officers appears in Annex 2 to this Constitution.

8.1 The Annual General meeting shall elect up to six committee members in addition to the officers unless condition 10 below is still valid or a committee member has resigned.

8.2 The process for the election of officers and members appears in Annex 1 to this constitution.

9. The above Officers, and not more than six other elected Members shall constitute the Committee.

10. Every member of the Committee and the aforementioned Officers shall be elected at the Annual General Meeting (AGM) to serve for a period of **three** years.

11. Any member of the committee and the aforementioned Officers shall be eligible for re-election, except that the Chair shall not normally serve continuously for more than **six years** unless other nominations are not forthcoming.

12. The Committee shall have the right to co-opt members to fill casual vacancies and they will have all the same powers as elected members.

13. From time to time the Committee may appoint task or project groups to assist with its work and shall appoint members of the Committee to carry such projects.

14. These task/project group lead officers shall report to the Committee as required.

Subscriptions

15. The rate of annual subscription shall be set by vote at the AGM on recommendation from the Committee. This rate shall be valid from first day of January the following year.

16. Annual subscriptions are payable on the first day of January each year. Members whose subscriptions are not paid by the start of the AGM shall forfeit

their right to vote. Members whose subscriptions are not paid by the first day of April shall be automatically excluded from membership.

17. Visiting non-members shall pay the prescribed meeting fee as agreed by members at an Annual General Meeting.

Finance

18. All funds and assets in the possession of the Group shall be held, paid out and applied as the Committee may direct in furtherance of the objects of the Group. Pending such direction, all funds shall be held in a separate bank account (or accounts) in the name of the group with such bankers as the Committee may from time to time direct.

19. All cheques drawn on such bankers shall be signed by any two of the

Chairman, Vice-Chairman, Secretary or Treasurer. All documents requiring endorsement shall be sufficiently endorsed if signed by any one of them.

20. The Committee may invest such funds as are not required to be immediately available for meeting the Group's liabilities. Such investment may be in gilt-edged securities or on deposit with a bank or building society, or in such other investments authorised by law for charities as the Committee may decide. The Committee shall take appropriate professional advice before investing in gilt-edged securities.

21. An auditor or auditors, who need not be member(s) of the Group shall be appointed at the AGM provided that such an auditor or auditors shall not be Members of the Committee.

22. Gift Aid is to be obtained on all receipts if possible.

Assets and Property

23. The purchase, acquisition and disposal of the assets and property of the Group shall be determined by the Committee.

24. All purchases exceeding fifty pounds in total must receive prior approval by at least two Officers of the Group one of whom must be the treasurer.

Meetings of the Group

Annual General Meeting

25. The AGM of the Group, of which not less than 28 days' notice shall be given to all members by the Secretary, shall be held during the month of January each year.

26. The business of the AGM shall be:

- [a] to receive reports from the Chairman and Officers;
- [b] to receive and approve the annual accounts and to appoint Auditors;
- [c] to elect the Officers and other Members of the Committee when appropriate;

- [d] to consider any other business of which due notice has been given in writing to the Secretary not less than 14 days before the date of the meeting.
- [e] to elect an Honorary President for a period of five years if appropriate
- [f] to approve the constitution if such constitution has been modified.
- [g] to approve the Annual Business Plan

Other General Meetings

27. The Committee may at any time, and shall within 28 days of receiving a request in writing from at least one tenth of the members convene a Special General Meeting. Not less than 14 days' notice, specifying the business to be transacted and the date, time and place of the meeting shall be given by the Secretary to each member.

Committee Meetings

28. Committee meetings shall be held at least six times each year or more frequently if the Committee deem necessary.

1. All members present will be entitled to vote
2. Meetings shall last for no longer than two hours unless there exceptional circumstances
3. The agenda will be produced by the secretary (or another officer determined by the secretary), in consultation with elected members and final approval of the chairman.
4. Chairmanship of Meetings. In the absence of the Chairman and the Vice-Chairman at any meeting, those attending shall elect a Chairman for the meeting from among their number.
5. The Secretary or Minutes Secretary as agreed by the meeting, will take the minutes of the meeting. In the unavoidable absence of these members a volunteer member will take the minutes.
6. Voting will be held if a decision required. Simple majority will determine the result with the chairman of the meeting having a casting vote if necessary.
7. Members unable to attend a meeting must inform the secretary as soon as possible.
8. Any member or officer failing to attend three consecutive meetings shall be deemed to have resigned.
9. Minutes shall be distributed within one week of the meeting.

Meetings will be guided by the Code of Conduct which appears in Annex 3.

Quorum

29. A quorum shall consist:

- [a] at a General Meeting, of one fifth of the members.
- [b] at a Committee Meeting, of two officers and four other Members of the Committee.

Amendments to the Constitution

30. No alteration may be made to this constitution except by and with the authority of a resolution passed by a majority of members present and voting at a General Meeting. Any proposal for amendment shall be made in writing and be in the hands of the Secretary not less than fourteen days before the

minimum period of notice of the meeting at which the resolution is to be brought forward.

Winding Up

31. The Group may be dissolved by a resolution passed by a two-thirds majority of those present and voting at a Special General meeting held in accordance with the provisions of this constitution. Thereafter, the Committee shall pay the surplus funds of the group to such other charitable institution or institutions as the Committee shall determine and with the approval of the Charity Commission and any other regulatory bodies.

Annex 1 to The Constitution

Elections of Officers and members

1. Officers and members of the Committee shall be elected by the AGM
2. The secretary shall request nominations for vacant committee places four weeks before the AGM
3. The secretary will inform members of the nominations one week before the AGM.
4. Officer nominations will require a proposer and seconder prior to a vote by the AGM. A simple show of hands will suffice.
5. Committee member nominations will require a proposer and seconder prior to a vote by the AGM. A simple show of hands will suffice.
6. If there are more than one nomination for the separate officer posts then a secret ballot will be held at the AGM.
7. If there are more nominations for committee members than places then a secret ballot will be held at the AGM.
8. Secret ballots will be conducted by an officer member (usually the Chair) not involved in the election process (proposer, seconder or nominated) and approved by the AGM.

ANNEX 2 to The Constitution

Roles of the Officers

Role of Chairman

1. To chair the annual and any special general meetings of the Group and meetings of the Committee.
2. To ensure that meetings are conducted in accordance with the Code in Annex 3 to this constitution.
3. To introduce and thank the speaker at the regular monthly meeting.
4. To ensure representation of the Group in meetings with the other organisations and their representatives. These include Leamington Town Council, the Blue Plaque Committee, the Museum, the Records Office etc.
5. Establish the Group as a credible voice in the community of the town.

Role of Vice Chairman

1. To act in place of the Chairman at meetings of the Group and the Committee when the Chairman is not present.

2. This officer may take on delegated responsibilities of the Chair or Secretary in agreement with the Chair or Secretary.

Role of Secretary

1. With the Chairman or delegated officer, draw up an Agenda for Committee meetings
2. Deal with Correspondence
3. Disseminate news and information to all members
4. Book appropriate rooms for Committee Meetings
5. Ensure that Minutes of meetings are taken, distributed and filed
6. Liaising with appropriate agencies
7. Deal with enquiries via Website and correspondence
8. Liaise with outside agencies, - Town Hall & W D Council, Spa Hirings, grant funding bodies, HMRC (Gift Aid)
9. Maintain membership of related organisations including the Warwickshire Local History Society and the British Association for Local History.
10. Secure use of a suitable venue as HQ

Role of Treasurer

1. To advise the Committee and Membership on the Financial Standing of the Group
2. To make up a Statement of Accounts for the Annual General Meeting and Committee Meetings
3. To collect and bank any Income
4. To check on Sales of group publications, calendars etc
5. To Receive Subscriptions for membership and keep a membership list
6. To pay for Room Hire, Speakers Fees and other purchases etc
7. To advise the secretary on any non payment of subscriptions by members.
8. At the Monthly Meetings to keep a check on visitors and members at meetings register

ANNEX 3 to the Constitution

Meeting Code of Conduct for members of the Committee

1. Speak up but only through the chair
2. Start and finish on time
3. Please try to be precise
4. Listen to others and their views without interrupting
5. A willingness to take on tasks and ensure completion.
6. Silence indicates agreement – speak up if not.
7. Respect and maintain confidentiality if requested