

Sheffield and District Family History Society
(a non-charitable and unincorporated association)

CONSTITUTION

Adopted at the Annual General Meeting held on Monday 18th March 2019

1. NAME

The name of the organisation shall be Sheffield and District Family History Society herein after referred to as the Society.

2. OBJECTS

The objects of the Society shall be:-

- a) to promote and encourage the public study of family history, genealogy and local history with particular reference to persons living in or associated with South Yorkshire and North East Derbyshire and especially the metropolitan borough and City of Sheffield.
- b) to promote the preservation, security and accessibility of archival material.

3. POWERS

In furtherance of the above objects, but not further or otherwise, the Society shall have the following powers:-

- a) to hold lectures and discussions, to give advice and guidance to, to organise events and visits for Society members and interested members of the general public;
- b) to promote and to engage in educational activities including the issue of a regular journal and the publication and sale of other appropriate material in manuscript or electronic form or on the Internet;
- c) to hold and maintain a library of printed and other works for the use of Society members and, if practicable, to interested members of the general public;
- d) to preserve, index, transcribe, copy and publish source material;
- e) to undertake relevant projects of every kind including (without prejudice to the generality of the foregoing) the recording, transcribing, copying or indexing of archives, manuscripts, registers, records, photographs, portraits, maps, monumental inscriptions and war memorials;

- f) To pursue collaborative actions with supportive bodies or societies.

4. AFFILIATION

- a) The Society shall be a member of the Federation of Family History Societies (Registered Charity No. 1038721) and shall have the power to guarantee its debts in the event of its insolvency up to the sum of £1;
- b) The Society may also affiliate with other societies, bodies and charitable organisations whose objects are deemed by the Executive Committee to be compatible and mutually supportive.

5. MEMBERSHIP

- a) Membership of the Society shall be open to all persons over the age of 16 who show a genuine interest in supporting the Society's objects and who make a formal application;
- b) The Executive Committee may only refuse an application for membership if acting reasonably and properly they consider it to be in the best interests of the Society to refuse an application. A decision to refuse an application shall be given in writing to the applicant within 21 days of the decision giving reasons for refusal. The applicant may make written representations about the decision and the Executive Committee must consider these and notify the applicant of their decision in writing within a reasonable time which will be a final decision.
- c) Classes of membership shall be determined by the Executive Committee of the Society and may include such categories as Individual, Joint/Family, Life, Honorary and Institutional membership.
- d) Life members and fully paid up Individual and Joint/Family members shall have full voting rights in relation to the individuals named in the membership list (and published in the Journal). Joint/Family members will be entitled to a single vote only. Membership rights shall not be transferable.
- e) Subscriptions shall be payable at the time and at the rate determined by the members at an Annual General Meeting on the recommendation of the Executive Committee.
- f) The Executive Committee shall keep a register of the names and addresses of the members of the Society and shall be responsible for keeping it up to date and in compliance with the Data Protection Act 2018, the General Data Protection Regulations and any subsequent legislation and regulations.
- g) Membership shall be terminated:
- by a member's death or in the case of an organisation by it ceasing to

- exist; or
- by written resignation to the Secretary or other appropriate officer of the Society; or
 - if any sum due to the Society from the member remains unpaid in full within 6 months of it falling due unless the Executive Committee resolves there are extenuating circumstances to permit the membership to continue; or
 - if the Executive Committee by simple majority resolve that it is in the best interests of the Society that a member's membership is terminated. Such a resolution to terminate membership may only be passed by the Executive Committee and where at least 21 days' notice in writing of the meeting at which the resolution is to be proposed and the reasons why it is to be proposed is given to the member, and such member or if they prefer a representative of the member (who need not be a member of the Society) has been given the right to make representations in writing or in person to the Executive Committee before a final decision is taken by the Executive Committee.

6. ADMINISTRATION

- a) The Society shall be administered by an Executive Committee consisting of not less than 4 Officers which shall include: Chair, Secretary, Treasurer and Journal Editor, plus up to 10 others, all of whom must be voting members of the Society. A quorum of the Executive Committee shall consist of two-thirds of those serving on the Executive Committee.
- b) The members of the Executive Committee shall be elected annually by the membership and their terms of office shall commence with the declaration of the election results at the Annual General Meeting. Nominations should be submitted in writing not less than 14 days before the day on which the Annual General Meeting is to take place. If insufficient nominations have been received to fill the vacancies the chair of the meeting may, at their discretion, take nominations from the floor.
- c) The Executive Committee shall have the power to co-opt members to fill casual vacancies on the Executive Committee (up to the next General Meeting) as well as to invite individuals on an annual basis to undertake other tasks which are deemed necessary for the proper and effective administration of the Society's affairs.
- d) All Executive Committee members shall be eligible for re-election upon completion of their annual term of office.
- e) The Executive Committee shall meet not less than three times a year and

shall have full powers to act in all matters concerning Society business without consulting the membership other than as stipulated in this constitution.

- f) The Executive Committee shall have the power to establish sub-committees to carry out matters of business on behalf of the Society as the Executive Committee deems appropriate. Sub-committees will include at least one Executive Committee member and may also include non-committee members and non-Society members as deemed appropriate by the Executive Committee. The sub-committees shall report to the Executive Committee who shall also have the power to stand down the sub-committee as required.

7. BRANCHES

- a) The Executive Committee of the Society shall have the power to establish branches in furtherance of the Society's objects and on such terms as the Executive Committee shall prescribe. In the event of a branch being formed any property or funds acquired by it shall belong to the Society.
- b) Each branch so established shall comply with this Constitution and act in pursuance of its objects and be subject to regulations or bye-laws approved by the Executive Committee. Such Regulations shall include provisions dealing with the maintenance of a bank account by the branch, an acknowledgment that it forms part of the Society and that it will comply with the Society's Constitution.
- c) Subject to the above, a branch may generally manage its own affairs but shall not pledge the credit of the Society.
- d) A branch may be suspended at any time by a resolution of the Executive Committee or dissolved on a resolution of the members at a General Meeting (including an Annual General Meeting) of the Society. Such resolutions shall give directions and instructions as to the transfer of assets and responsibility for liability of the branch during suspension or following dissolution as the case may be.

8. GENERAL MEETING

- a) An Annual General Meeting shall be held once a year usually during the month of March and not more than 15 months after the holding of the preceding Annual General Meeting. The Executive Committee members shall present their reports at the Annual General Meeting. Notice of this meeting shall be given to members entitled to attend and vote at least 14 days before the meeting by publishing details in the Society Journal and on the Society's website. At the Annual General Meeting the business shall include:

- the election of officers (as at Clause 6 a) and members of the Executive Committee;
 - the consideration of reports by or on behalf of the Executive Committee on the activities carried out by the Society and
 - the laying for approval before members of the Society's relevant annual accounts.
- b) An Extraordinary General Meeting may be convened either at the request of the Executive Committee or at the request of 10% of the members or 20 members having voting rights (whichever is the lesser number) with prior written notice furnished to all members at least 28 days before the General Meeting setting out the business to be discussed.
- c) Only those paid-up members present shall be entitled to one vote at an Annual General Meeting or an Extraordinary General Meeting. Except as specified in Clauses 9 and 11 below, decisions at the General Meeting shall be by simple majority. Voting shall usually be by a show of hands unless the Executive Committee determines otherwise.
- d) No business shall be carried out at the Annual General Meeting or an Extraordinary General Meeting unless a quorum is present. A quorum shall be 25 members of the Society present or 5% of the membership whichever is lower, who are entitled to attend and vote upon the business to be conducted at the relevant General Meeting.
- e) If a quorum is not present within 30 minutes of the time appointed for the General Meeting or if during the General Meeting a quorum ceases to exist the General Meeting shall be adjourned to such time and place as the Executive Committee shall determine. The Executive Committee must re-convene the meeting and must give at least 14 days clear days' notice of the re-convened General Meeting stating the date time and place of the General Meeting. If no quorum is present at the re-convened General Meeting within 15 minutes of the time specified for the start of the General Meeting then the members entitled to vote who are present at that time shall constitute the quorum for that General Meeting.
- f) General meetings shall be chaired by the person who has been elected as Chair of the Society. If there is no such person or they are not present within 15 minutes of the time appointed for the General Meeting then the Vice-Chair or if they are not present an Executive Committee member nominated by the Executive Committee shall chair the General Meeting, but if there is no Executive Committee member present and willing to act then the members present and entitled to vote must choose one of their number to chair the

General Meeting.

9. CONSTITUTION

- a) Subject to the following provisions of this clause, the Constitution may be altered only at an Annual General Meeting or at an Extraordinary General Meeting of the Society at which proper Notice has been given (as provided by Clause 9 (c) below) such Notice to include notice of the Resolution setting out the terms of the proposed alteration. The Resolution must be passed by not less than two-thirds of the votes of Society members present and voting at the General Meeting.
- b) No amendment may be made to Clause 1 (Name), Clause 2 (Objects), Clause 10 (Executive Committee members not to be personally interested), Clause 11 (Dissolution) or this Clause 9.
- c) Proposals for constitutional amendments shall be submitted to the Executive Committee of the Society at least 56 days prior to the day on which the Annual General Meeting or Extraordinary General Meeting is to be held.

10. FINANCE

- a) All income and property of the Society, shall be applied solely towards the promotion and execution of the objects of the Society as defined in Clause 2 above, and no portion thereof shall be paid or transferred directly or indirectly in any manner to any member of the Executive Committee or Society provided that nothing herein shall prevent reimbursement of reasonable out-of-pocket expenses properly incurred in the conduct of the Society's business or on behalf of the Society (including but not limited to the payment of an approved fee when engaged as a speaker) .
- b) The Executive Committee shall cause proper accounting records to be kept with respect to all sums of money received and expended by the Society and the matters in respect of which such receipts and expenditures take place.
- c) The Society's financial year shall commence on 1st January and the Executive Committee shall make proper arrangements for the preparation of the Society's annual accounts. If it is deemed appropriate or necessary by the Executive Committee, the Society's annual accounts shall be audited or independently examined. The statement of accounts will be presented to and agreed by the Executive Committee prior to being laid before members for approval at the AGM.

11. DISSOLUTION

- a) The Society may be dissolved by a resolution passed by not less than two-

thirds of those members present with voting rights at either an Annual General Meeting or Extraordinary General Meeting called by the Executive 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, which may be by post, airmail, email, Society website or journal. Such a resolution may include instructions for the disposal of any assets held by the Society.

- b) If the Resolution is passed to dissolve the Society the Executive Committee members shall remain in office and be responsible for winding up the affairs of the Society in accordance with this clause.
- c) The Executive Committee members must collect in all the assets of the Society and must pay or make provision for all the liabilities of the Society.
- d) The Executive Committee must apply any remaining property or money:
 - directly for the objectives of the Society;
 - by transfer to any society or societies formed for the same purposes as, or similar to, the Society as resolved by the members of the Society or if none is resolved by the members then as selected by the Executive Committee.

12. INDEMNITY

The members of the Executive 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.

13. NOTICES

- a) All notices to be given by or to the Society must be:
 - in writing; or
 - by electronic communication including the Society website.
- b) The Society may give notice to a member either
 - by personal contact; or
 - by posting the notice in a prepaid envelope addressed to the member's last known address; or
 - by delivering the notice to the member's last known address; or
 - by electronic communication using details provided by the member.
- c) A member present in person at any meeting of the Society shall be deemed to have received notice of the meeting and of the purposes for which it was called.

- d) Proof that an envelope was properly addressed prepaid and posted shall be conclusive evidence that the notice was properly given. In the case of electronic communication proof that an email was sent shall be conclusive evidence that the notice was given.
- e) A notice shall be deemed to be given 48 hours after the envelope containing it was posted or in the case of electronic communications 48 hours after it was sent.