



CONSTITUTION

The name of the organisation shall be the Northwich and District Heritage Society, referred to hereafter as the Society.

1. AIMS

The Society covers the town of Northwich and the surrounding District where its Aims can be applied effectively.

The Aims of the Society are to:

- promote the conservation of the historical, archaeological, architectural and environmental heritage
- increase public awareness of the heritage around them and the benefits that membership of the Society can bring
- maintain its charitable status

The Society will achieve these Aims by:

- organising lectures, visits and exhibitions either alone or with other organisations having similar aims
- publishing and selling relevant literature
- encouraging research into new topics
- encouraging the preservation of relevant property and artefacts and, where practicable, promoting public access to them
- assisting appropriate authorities to obtain Listed Status for appropriate structures

2. MEMBERSHIP

2.1 The Society will consist of the following membership categories:

- a) Ordinary: an adult aged 16 or over.
- b) Family: couple or parents with dependent children, living at the same address.
- c) Concessionary: State pensioners; unemployed and students in full time education.
- d) Honorary: members who the Committee decide have rendered particularly valuable service to the Society. They shall have free membership for life.

2.2 The annual subscriptions shall be fixed by Resolution at the AGM and shall be payable on 01 April.

2.3 New members joining on, or after, 01 January will pay their next subscription on 01 April the following year.

2.4 Membership will lapse if subscriptions are not paid by midnight on 30 June.

3. GOVERNANCE

3.1 The Society will be governed by a Committee comprising a Chairman, Vice-Chairman, Secretary, Treasurer, Membership Secretary and not more than ten Ordinary members. The Committee may co-opt additional members who will attend in an advisory and non-voting capacity.

3.2 Officers and other Committee members shall be elected at each AGM and shall hold office until the next AGM.

3.3 No member shall be eligible to be a member of the Committee at any time when his/her subscription remains unpaid.

3.4 Nominations for the election of Officers and Committee members shall be made at or before the AGM.

Nominations must be supported by a Secunder and the consent of the nominee must have been obtained. If nominations exceed the number of vacancies, a ballot shall take place.

3.5 The Committee shall manage all affairs of the Society and make decisions on behalf of the Society.

3.6 If urgent matters arise, when it is impossible for the Committee to consider them, the Chairman and at least two other Committee members may deal with them after consulting as many of the Officers as possible. Ratification of their decision, by simple majority, shall be sought at the next Committee meeting.

3.7 An AGM shall be held in May with 21 days advance notice.

- 3.8 At least three Committee meetings, with 7 days advance notice, must be held annually. A quorum for a Committee meeting shall be two Officers and three voting members.
- 3.9 An Extraordinary General Meeting may be called at any time, with 21 days notice, at the request of the Committee or of 20 or more members, made to the Chairman. No issue, other than that of which notice has been given, shall be discussed at the EGM.
- 3.10 A quorum for both AGMs and EGMs is 12 voting members present.
- 3.11 The Chairman shall be responsible for interpreting the terms of this Constitution and for regulating all activities and meetings in accordance with the spirit of the Constitution and in the best interests of the Society and its members.
- 3.12 For an occasional vacancy arising among its Officers, the Committee shall first seek to fill it from other voting Committee members before co-opting a voting Society member. Occasional vacancies among Ordinary Committee members shall be filled by co-option of a voting Society member.
- 3.13 In the event of a tied vote the Chairman shall have a second or casting vote.

4. ADMINISTRATION

- 4.1 The Committee shall present a report to the AGM on its activities during the year.
- 4.2 No person other than the Chairman shall act as a spokesman for the Society to journalists, or to any other persons or bodies, unless specifically empowered to do so by the Chairman or by resolution of the Committee.
- 4.3 Approved minutes of all meetings of the Society shall be kept by the Secretary and made available on request, at all reasonable times, for inspection by Society members.
- 4.4 The Treasurer shall keep annual accounts of all income and expenditure of the Society. The annual accounts shall be independently examined and presented to the AGM. To certify the accounts the Committee shall appoint an Examiner, whose nomination shall be approved at the AGM.
- 4.5 The Treasurer shall reimburse proper out-of-pocket expenses incurred on behalf of the Society to members. No other payments shall be paid to any member.
- 4.6 The Constitution may be amended by a two-thirds majority of members present at a General Meeting, provided that seven days notice of the proposed amendment has been sent to members and there shall be no power to make any amendment which would cause the charity to lose its charitable status.

5. WINDING UP

- 5.1 The Society may be wound up and the Committee authorised to dispose of the assets of the Society in accordance with Clause 5.2 below at any time by resolution of two-thirds of the members at an Extraordinary General Meeting called for that purpose.
- 5.2 After the payment of all debts and liabilities, the Committee may make donations of any remaining assets and property held by the Society to any charitable body serving the same area and having similar aims.
- 5.3 Should it be impossible to satisfy clause 5.2 then the remaining assets and property may be transferred to some other charitable object. Under no circumstances shall the same be distributed amongst Society members.
- 5.4 The Committee shall minute the Winding Up arrangements made and arrange to archive its records in a suitable depository.
- 5.5 The Committee shall declare the Society Wound Up and dissolve itself.

Amendment History

- | | |
|-------------------|--|
| 15 December 1986: | Original Constitution agreed |
| 10 March 2015 | Complete rewrite and revision which eliminated all previously recorded amendments. |
| 1 May 2015 | Constitution accepted by members at the Annual General Meeting |