MONTGOMERYSHIRE GENEALOGICAL SOCIETY/CYMDEITHAS ACHYDDOL MALDWYN

CONSTITUTION

(as amended 1 March 1997, 5 September 2009, 1 September 2012, 7 September 2013, and 4 February 2017 and 17 October 2026)

1. **NAME**. The name of the society shall be **MONTGOMERYSHIRE GENEALOGICAL SOCIETY/CYMDEITHAS ACHYDDOL MALDWYN**, hereinafter called the 'Society'.

2. **ADDRESS**. The recognised address of the Society shall be that of the Secretary.

3. **AREA OF INTEREST**. The area of interest is the historical county of Montgomeryshire and adjacent historical counties. Notwithstanding the designated area of interest, members residing outside will be accepted and welcome.

4. **OBJECTIVES**. The objectives of the Society are to promote for the benefit of its members the study of genealogy, family history and local history in the historical county of Montgomeryshire and adjacent historical counties. In furtherance of this object, the Society has the following powers:

4.1 To provide a forum for all interested persons who are members of the Society.

4.2 To arrange talks, visits and other allied activities.

4.3 To produce, publish and circulate a periodic journal.

4.4 To seek out, transcribe, index and, where possible, publish and otherwise make available any relevant material.

4.5 To collect and raise funds by subscriptions, donations, grants and any other lawful means.

5. **MEMBERSHIP**. There shall be the following categories of members:

5.1 Individual members.

5.2 Family members.

5.3 European members being those outside the United Kingdom but inside the European Union.-

5.4 Overseas members being those outside the European Union

6. **ADMINISTRATION**.

6.1 The affairs of the Society shall be administered by an Executive Committee whose composition, election and powers shall be in accordance with the provisions of Clause 7.

6.2 The Society shall hold an Annual General Meeting in accordance with the provisions of Clause 10.

6.3 The Society may hold an Extraordinary General Meeting which shall be in accordance with the provisions of Clause 11.

6.4 All meetings of the society, whether General Meetings or meetings of the Executive Committee shall be hybrid, (i.e. held in person and on-line) in order to promote the maximum amount of participation by the geographically dispersed membership of the society.

7. **THE EXECUTIVE COMMITTEE**.

7.1 The Executive Committee shall consist of: Chairman, Secretary, Treasurer and Minutes' Secretary, who shall be the Officers of the Society and at least two, but not more than eight, others.

7.2 The Executive Committee shall meet at least twice in each year and shall determine the rules and procedure to govern its own meetings. A quorum of the Executive Committee shall consist of a minimum of three of its elected members.

7.3 The Officers of the Society shall be elected annually at the Annual General Meeting, and each shall serve until the end of the Annual General Meeting following that at which election took place. The names of proposed candidates for office must be submitted to the Secretary of the Society so as to arrive not later than twenty-one days before the Annual General Meeting. In the event of there being more than one candidate for any office, a majority vote by simple show of hands at the meeting will be sufficient to determine the successful candidate. If there are fewer candidates than one for each office further nominations may be accepted at the meeting at the discretion of the Chairman. The Secretary of the Society shall circulate with the Agenda for the Annual General Meeting a list of candidates for office on the Executive Committee. All persons nominated or proposed shall have indicated their willingness to stand.

7.4 In like fashion the remainder of the Executive Committee shall be elected annually at the Annual General Meeting, and each shall serve until the end of the Annual General Meeting following that at which election took place. The names of proposed candidates must be submitted to the Secretary of the Society so as to arrive not later than twenty-one days before the Annual General Meeting. In the event of there being more candidates than vacancies for the remaining places a majority vote by a simple show of hands at the meeting will be sufficient to determine the successful candidate. If there are fewer candidates than vacancies further nominations may be accepted at the meeting at the discretion of the Chairman. The Secretary of the Society shall circulate with the Agenda for the Annual General Meeting a list of candidates for election to the Executive Committee. All persons nominated or proposed shall have indicated their willingness to stand.

7.5 All elected members of the Executive Committee shall retire each year but may be eligible for re-election.

7.6 If any elected member of the Executive Committee shall be unable to complete his or her full year of office the said Committee may co-opt any other person, whether or not a member of the Society, to serve until the next Annual General Meeting.

7.7 Minutes of the proceedings of the Executive Committee shall be taken by a Minutes' Secretary and entered in the Minute Book. They shall be confirmed at the next Executive Committee meeting and signed by the Chairman as correct.

7.8 The Executive Committee may appoint annually sub-committees either ad-hoc or permanently which under the authority and with the approval of the Executive Committee shall be empowered to deal with specific questions. The Executive Committee may nominate such persons as it considers appropriate including persons who are not members of the Executive Committee. Any such sub-committee shall be chaired by an elected member of the Executive Committee.

7.9 The Executive Committee shall lay down the form and manner in which candidates shall apply for membership of the Society.

7.10 Montgomeryshire Genealogical Society is an unincorporated association. The financial liabilities of the Society are shared equally by all its members, who are liable to contribute to any debts incurred by the Society that cannot be met from the funds held by the Society. The Executive Committee will therefore ensure robust systems are in place to ensure decisions on expenditure are only taken with a full understanding of the financial position of the Society and the potential impact of the proposed expenditure.

7.11 The Executive Committee is empowered to arrange for affiliation of the Society with any other society or societies.

7.12 The Executive Committee is not obliged to exercise all or any of the powers assigned to it under the above sub-clauses.

8. **SUBSCRIPTIONS**.

8.1 The Executive Committee shall from time to time determine the annual subscription or subscriptions for each category of membership which shall be subject to confirmation at the Annual General Meeting or an Extraordinary General Meeting called under Clause 11 below. Annual subscriptions are payable on or before the first day of January of each year.

8.2 No member who is in arrears with the subscription after 1st January shall be entitled to receive any journal or other publication issued by the Society during the period of the arrears. If any such member is still in arrears on 1st April, he or she will automatically cease to be a member of the Society.

8.3 Resignation of Membership: Any member who wishes to withdraw from the Society shall give notice in writing to the Secretary of the Society. Any member so withdrawing from the Society shall not be entitled to a refund of any subscription, or portion thereof, already paid.

9. **FINANCE**.

9.1 The Executive Committee shall be responsible for the administration of the Society's funds. It shall have the power to invest them on deposit with financial institutions and to hold funds in a current account in a clearing bank and to invest funds in freehold and leasehold property. The Executive Committee shall not raise loans or mortgages chargeable on the funds or properties of the Society without the express approval of an Annual General Meeting.

9.2 Two members of the Executive Committee, one being the Treasurer, shall sign all cheques, and authorise digital payments or other documents governing the finances of the Society.

9.3 The Treasurer shall keep a regular account of all receipts and payments in a manner approved by the Executive Committee and shall present to each meeting of the Executive Committee an interim statement showing the current state of the Society's finances.

9.4 The income and property of the Society wheresoever derived shall be applied solely to the promotion of the objectives of the Society as set forth in Clause 4 of this Constitution and no part thereof shall be transferred to any person.

9.5 The Society's financial year shall end on 30th June in each year. The independently examined accounts shall be submitted to the Executive Committee at least twenty-one days before the Annual General Meeting.

9.6 Individual members of the Executive Committee must declare any personal financial interest in any matter under discussion and shall not vote on the matter in question.

10. **ANNUAL GENERAL MEETING**.

The Annual General Meeting shall be held at such time and place as shall be decided by the Executive Committee. The Agenda for the Annual General Meeting shall be sent to all members of the Society not less than fourteen days before the date of the Meeting. The business of the Annual General Meeting shall be to:

10.1 Receive and approve reports on the activities of the past year.

10.2 Receive and approve the checked accounts of the Society.

10.3 Elect the officers and then the members of the Executive Committee of the Society.

10.4 Transact any other business on the agenda.

10.5 Six of the Society's members present at the Annual General Meeting shall constitute a quorum. All business which is the subject of voting shall be passed on a show of hands and by a simple majority of those members present and voting at the meeting.

11. **EXTRAORDINARY GENERAL MEETING**.

The Executive Committee shall have the power to call an Extraordinary General Meeting and shall be bound to do so within twenty-eight days of receiving notice in writing specifying the business and signed by not less than one-third of the membership for the time being of the Society. The business to be transacted must appear on the agenda and no other business may be discussed. Fifteen of the Society's members present at an Extraordinary General Meeting shall constitute a quorum. Any business voted on will be passed if it receives two-thirds or more of the votes of the members of the Society present and voting at the meeting.

12. **AMENDMENTS TO THE CONSTITUTION**.

The Constitution can be altered or amended only at an Annual General Meeting or an Extraordinary General Meeting of the Society and then only if the proposed alteration or amendment receives two-thirds or more of the votes of the members of the Society present and voting at the meeting.

13. **EXPULSION OF MEMBERS**.

If the conduct of a member shall be judged to damage the welfare of the Society as a whole then a full meeting of the Executive Committee may expel the member concerned. The member shall have the right to appeal against such a decision at the Annual General Meeting or an Extraordinary General Meeting at which he or she shall have the right to speak but not to vote. Any motion in relation to the expulsion must be carried by two-thirds or more of the members of the Society present and voting at the relevant meeting.

14. **DISSOLUTION OF THE SOCIETY**.

14.1 A motion for the dissolution of the Society may be submitted to the Executive Committee not less than three months before an Annual General Meeting or in accordance with the rules governing an Extraordinary General Meeting. The Executive Committee shall consider the terms of the motion and, if, in its sole discretion, it considers that the motion is in the best interests of the Society, the Executive Committee shall put forward the motion to the Annual General Meeting or call for an Extraordinary General Meeting to hear the motion. The

dissolution of the Society shall be decided by a simple majority vote of the membership of the Society present at the meeting.

14.2 The motion for the dissolution of the society shall be accompanied by the recommendation of the Executive Committee concerning the gift and transfer of the assets, papers and materials of the Society remaining after the discharge of all liabilities to another institution or institutions with objectives similar to those of the Society. The said gift and transfer of assets and records shall be passed by a simple majority vote of the membership of the Society present at the meeting.

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