

Record Society of Lancashire and Cheshire

Registered Charity No. 500434

RULES, JANUARY 2013

(Replacing 'Rules as current May 1997')

1. The Society shall be called the Record Society of Lancashire and Cheshire and shall have as its aims and objects the advancement of public education in the history of the Counties Palatine of Lancashire and Cheshire and successor authorities by:
 - i. the transcription, editing and publication of original historical documents relating to the ancient counties of Lancashire and Cheshire and their successor authorities;
 - ii. such other activities as shall further these aims and objects.
- 2.1 The affairs of the Society shall be managed by a Council comprising officers and ordinary members. The officers shall be a President, Secretary, and Treasurer, and not more than five other officers as designated by the Council from time to time. There shall be not more than fifteen ordinary members of the Council. The officers shall be nominated annually by the Council, and approved at the Annual General Meeting. They shall be eligible for re-appointment. Any member of the Society may nominate and second members to serve as ordinary members of Council. The Council may nominate ordinary members of Council. Ordinary members shall be elected at the Annual General Meeting to serve for a three-year term, on completion of which they shall retire but shall be eligible for re-election. All officers and ordinary members of Council shall be members of the Society, shall act in an honorary capacity, and shall comprise its trustees. Council shall have the power to fill any vacancies amongst the officers and ordinary members by co-option, the term of such co-option to expire at the next Annual General Meeting.
- 2.2 After the adoption of these rules, the Council shall have the power to adjust the terms of office of existing and future ordinary members of Council to ensure a smooth rotation of ordinary members.
3. All meetings of the Society and of its Council shall be chaired by the President or the President's nominee, or in default of their attendance by a member elected by those present. The person who chairs a meeting shall have a vote and a casting vote, and shall determine the conduct of any voting. Council shall be convened by the Secretary or the President as required, or by the Secretary on a requisition to do so signed by at least four Council members. The Council will meet not less than twice a year, and one meeting is hereby convened to follow immediately after the conclusion of the Annual General Meeting. Three members of the Council shall form a quorum for Council meetings except when a meeting is called on a requisition of at least four members when the quorum shall be ten.
4. Membership of the Society is open to all interested persons and institutions. Members, except vice-presidents, shall pay an annual subscription at rates to be confirmed by a General Meeting following a recommendation made from time to time by the Council.
5. Subscriptions shall be due on 1 January each year, and no publication shall be issued to any member whose subscription is in arrears.
6. An Annual General Meeting of the Society shall normally be held in March or April. The business of the Annual General Meeting shall be to receive the Council's report of the work of the Society and the Society's statement of accounts for the previous financial year; to appoint independent examiners of the accounts; to approve the nominations of officers from Council; to

elect ordinary members of the Council; and to transact any business of the Council of which previous notice has been given, which business may include any proposal by the Council to amend the Rules of the Society under Rule 10.2. Members shall normally be informed of the date, time, place, agenda, and any working papers of any Annual General Meeting upon the Society's website which shall give twenty-one days notice of such meeting, except where Rule 10.2 applies. Members without access to the website may apply to the Secretary for details of an Annual General Meeting. Nominations of ordinary members of the Council made by members of the Society must be seconded, must be accompanied by evidence of the nominee's consent, may be made by electronic mail or by post, and must be received by the Secretary by the 31st January preceding any Annual General Meeting. Institutional members of the Society may nominate a representative to attend an Annual General Meeting of the Society but must first notify the Secretary as to the identity of the nominee. Each person so nominated shall have a single vote only at any such meeting. Those appointed as officers and those elected as ordinary members of the Council shall take up their places immediately after the conclusion of the Annual General Meeting. Once approved by the Annual General Meeting the annual report and accounts will be sent to the Charity Commissioners as required, and posted on the Society's website.

- 7 A Special General Meeting of the Society may be called by order of the President, by resolution of Council, or on a requisition to do so signed by at least fifteen Society members sent to the Secretary. Such a requisition shall state the matters to be raised at that meeting and any proposals that are to be put to the meeting. A Special General Meeting shall be held within fifty-six days of such an order, resolution or requisition being received by the Secretary. Institutional members of the Society may nominate a representative to attend a Special General Meeting of the Society but must first notify the Secretary as to the identity of the nominee. Each person so nominated shall have a single vote only at any such meeting. Members shall be given by electronic mail or post twenty-eight days notice of the date, time and place together with details of the business of such Special General Meeting by the Secretary. The quorum at a Special General Meeting shall be ten members of the Society.
8. The Council shall endeavour to issue one publication each year in such format or formats as it may determine from time to time. Normally, a subscription in any particular year entitles a member to one copy of the publication assigned to that year by the Council, but the Council may assign more than one subscription year to a publication. The Council shall make available to members and to non-members of the Society copies of the Society's publications on such terms and in such format as it may determine from time to time.
9. The Society's annual accounts shall be inspected by two independent examiners nominated by the Council and elected by the Annual General Meeting. Any bank accounts and any monies invested shall be kept in the name of the Society. Payments up to an amount to be determined by resolution of Council from time to time shall normally be authorised by the Treasurer and payments in excess of that amount shall be authorised by any two of the three following officers: the President, the Secretary, the Treasurer.
- 10.1 Any proposal to alter these rules will be subject to rule 10.2 and may be made **either** by Council under Rule 6 at an Annual General Meeting; **or** at a Special General Meeting of the Society called for that purpose.
- 10.2 Members must be given twenty-eight days notice, by electronic mail or post, of any proposal to amend these Rules, and of the date, time, and place of such a General Meeting. No amendment may be made to the rules at any time which would render the Society not charitable at law. Any amendment to the rules must receive the approval of not less than two thirds of those present and

voting at such a meeting. If the approval of the Charity Commissioners for England and Wales is required following such an amendment to the rules, the amendment will not apply until such time as that approval has been received by the Society.

10.3 The quorum for a Special General Meeting shall be ten members of the Society.

10.4 The Rules will be posted on the Society's website.

11. Council may appoint one or more persons as a Vice-President of the Society in recognition of distinguished contributions to the work, or to the aims and objects, of the Society. Such appointment shall not confer membership of the Council upon the recipient nor preclude members thus appointed from becoming members of the Council under Rule 6.

12. The Society may be dissolved by a resolution passed by two-thirds of those present and voting at a Special General Meeting convened for that purpose and for which twenty-eight days notice by electronic mail or post has been given to all members of the Society. In the event of the Society's dissolution all its remaining assets, after the settlement of all liabilities, shall be given or transferred to such registered charity or charities having similar aims and objects to those of the Society as the General Meeting shall resolve, or, in the event of it not being possible to effect this provision then to some other charity identified as appropriate by the Charity Commissioners for England and Wales.

January 2013