



## **WEST MIDDLESEX FAMILY HISTORY SOCIETY**

A Member of the Federation of Family History Societies  
Registered Charity No. 291906  
[www.west-middlesex-fhs.org.uk](http://www.west-middlesex-fhs.org.uk)

### **CONSTITUTION**

#### **1 NAME & AREA**

- a) The name of the Society shall be the **West Middlesex Family History Society** (the Society);
- b) The Society's defined area is that of the western part of the historic county of Middlesex shown on the map included herein.

#### **2. OBJECTIVES**

The objectives of the Society shall be:

- a) To promote and encourage the public study of family history, local history, genealogy and heraldry;
- b) To publish, co-ordinate and make accessible documents, records or other archival material by transcription or otherwise;
- c) To encourage the preservation, security, accessibility and presentation of such material;
- d) To hold lectures and discussions, give advice and guidance, and organise events and visits for Society members and the general public;
- e) To develop and maintain the Society's website so as to provide a range of research resources, searchable databases and reference materials for use by Society members and, if practicable, to extend this to interested members of the public;
- f) To collaborate with other Societies and organisations as appropriate, and as agreed by the Committee.

#### **3. AFFILIATIONS**

- a) The Society may affiliate with local or national organisations whose objectives are deemed by the Committee to be compatible and mutually supportive;
- b) The Society shall seek to remain a member of the Family History Federation whilst the Committee deems this to be beneficial;
- c) In connection with such affiliation or membership, to guarantee the debts of such organisations up to a limit of no more than one pound [£1].

#### **4. MEMBERSHIP**

- a) Membership of the Society shall be open to all persons showing an interest in support of the Society's objectives. Those under eighteen years of age should be accompanied by a responsible adult when attending any meeting or activity;
- b) The Society shall consist of 'Members', being both fully paid-up members and any honorary members nominated by the Committee in recognition of their services to the Society and elected by the membership;

- c) Membership shall be extended to those who have paid a current subscription to the Society. The Society's membership secretary shall report on membership to each meeting of the Committee;
- d) Subscriptions shall be renewable by all members annually on 1st January at a rate determined by the Committee, and confirmed at an Annual General Meeting (AGM) or an Extraordinary General Meeting (EGM). Increased levels of subscription, related directly to rising costs of journal production and postage, will be determined by the Committee; proposed changes in levels of subscription for any other reasons will be brought to the AGM for approval. Any such changes will take effect from 1st January each year;
- e) Only members included in the Society's membership list will have full voting rights, provided that person is a member at the time of the issue of the formal notification of the proposed meeting, election or vote. A person attending a meeting virtually shall have the same rights to receive notice, speak, vote and otherwise participate in the meeting as they would have if attending in person
- f) The Committee shall keep a record of the current names, addresses and emails of members of the Society in compliance with current UK law relating to data protection. In turn, members are required to advise the membership secretary of any changes to their contact details;
- g) The Committee shall have the right to refuse or remove membership from any person or organisation if it is considered to be in the best interests of the Society so to do. If the Committee, by a simple majority, resolve that a member is working actively against the Society, or is bringing the Society into disrepute, or for any other reason determine that it is in the best interests of the Society, that membership will be refused or terminated with immediate effect;
  - i) A decision to refuse an application or remove membership shall be given in writing to the applicant or member within 14 days of the decision, giving the reason(s) for refusal;
  - ii) The affected person or organisation may make written representations about the decision. The Committee must consider these and give notice of its decision within 14 days. The decision will be final;
  - iii) If any sum due to the Society from any member remains unpaid in full within three months of it falling due, unless the Committee resolves that there are extenuating circumstances, membership will be automatically terminated.

## **5 ADMINISTRATION**

- a) A Committee shall manage the affairs of the Society. The Committee shall consist of not less than three executive officers ('Officers'), together with up to a maximum of nine ordinary members of the Committee, all of whom must be members of the Society;
- b) A quorum of the committee shall consist of one third plus one of those elected members of the Committee, provided that at least one Officer is present;
- c) Members of the Committee shall be elected annually by the membership and their terms of office shall commence with the declaration of the results at the AGM. Nominations should be submitted in writing or digitally not less than 14 days before the day on which the AGM is to take place. Any member of the Society is eligible for nomination to the Committee provided they have been a member of the Society for at least the full preceding subscription year. A list of nominees will be published on the full AGM agenda and circulated to members as in 7(c) 14 days prior to the meeting. If insufficient nominations have been received to fill the vacancies, the Chairman of the meeting may, at their discretion, take nominations from the floor;
- d) At the first meeting of the Committee following the AGM, the members of the Committee will elect from their number the three Officers: Chairman, Secretary and Treasurer;
- e) The Committee shall review annually the rate of subscription(s) in accordance with paragraph 4(d);

- f) The Committee shall have the power to invite persons to attend, speak, but not vote at Committee meetings, in order to give assistance or specialist advice;
- g) In the case of an emergency, the Officers have the power to make a decision on behalf of the whole Committee;
- h) Members of the Committee shall retire at the end of three years' service but may submit themselves for re-election on an annual basis thereafter;
- i) The Committee, or individual Committee members so designated, shall produce periodic Journals and other relevant publications which will be sent to members by post or electronic means as agreed by the Committee;
- j) The Committee may appoint annually sub-committees, either ad hoc or permanently, which under the authority and approval of the Committee may nominate such persons as they consider appropriate including persons not members of the Committee;
- k) The Committee shall meet at least four times a year, and shall determine the rules and procedures to govern its own meetings.

## **6 FINANCE**

- a) The income and property of the Society, however or whenever derived, shall be applied solely towards the promotion and execution of the objectives of the Society referred to in 2. above. No portion thereof shall be paid or transferred, directly or indirectly, in any manner by way of profit to any member of the Committee and/or Society, providing that nothing herein shall prevent the repayment, in good faith, of reasonable and proper out-of-pocket expenses incurred on behalf of the Society, and as agreed by the Committee;
- b) The Society's financial year shall commence on 1st January;
- c) The Committee, or its treasurer on its behalf, shall keep proper books of account, with respect to all moneys received and expended by the Society. Payments are to be signed by two Officers, whether in the form of cheques or by electronic means;
- d) An Independent Examiner of the accounts of the Society shall be appointed at the AGM who shall, at least once a year, inspect the Society's accounts after being approved by the Committee and before being presented to the members at the AGM.

## **7 GENERAL MEETINGS - AGM & EGM**

Any meeting may be held physically, online as a virtual meeting, or utilising some other facility enabling all persons participating in the meeting to communicate interactively and simultaneously with each other, or by telephone conference, or as a hybrid meeting combining attendance in person and use of other means as described, as the circumstance allow and the Committee decides.

- a) An AGM shall be held during the month of March each year unless circumstances make this impossible. Notice of the meeting shall be given in writing or by electronic means to all members entitled to vote at least 28 days prior to the event. If the meeting is to be virtual, an appropriate link will be sent to each member as part of the notification. The business of the AGM shall include the election of members of the Committee whose nomination is confirmed; the appointment of an Independent Examiner of the accounts; the consideration of reports by, or on behalf of, the Committee regarding the activities carried out by the Society since the last AGM; the adoption of the inspected accounts; and to confirm the level of membership subscription after the AGM as referred to in 4(d);
- b) An EGM may be convened either at the request of the Committee or at the request of 20 Society members having voting rights. Prior notice must be furnished to all members at least 28 days before the EGM takes place, setting out the provisional agenda of the business to be discussed. If the meeting is to be virtual, an appropriate link will be sent to each member as part of the notification. When formal notification of an EGM is sent to Society members entitled to vote, allowance must be

made for all members including those who, for whatever reason, are unable to attend the EGM in person, to comment upon the business to be discussed and to propose amendments. These amendments must be received by the Committee at least 14 days prior to the EGM, and be considered by the Committee, whose decision upon them is final. The Committee must then inform the membership of the final agenda within seven days of the EGM by relevant means;

- c) Formal notification of the AGM or EGM will be sent to members either by post or digitally. Notice will be deemed to have been received if it is not returned as undeliverable by Royal Mail or email provider. In all instances the last address or email address as notified to the membership secretary will be used as the member contact;
- d) Decisions at an AGM or EGM shall be taken on a show of hands, (or if the Committee agrees, electronically where the meeting is being held virtually or as a hybrid meeting) by a simple majority except when the Committee has deemed the matter to be of such importance that the views of all members must be sought. Matters of importance would, for example, include aspects of constitutional change or the potential dissolution of the Society. In such circumstances the notification of meeting shall designate the resolution to contain matters of importance requiring a majority in favour of three-quarters of members participating in the meeting. A ballot will be arranged to include all those entitled to vote;
- e) A declaration by the chairman that a resolution has, on a show of hands or electronically, been carried unanimously or by a particular majority, or lost, shall be final. An entry to that effect in the minutes of the proceedings of the Society shall be conclusive evidence of the fact without proof or proportion of the votes recorded;
- f) Every member shall be entitled to one vote however they are present and participating at an AGM or EGM, providing they were a member at the time of notification of the meeting;
- g) No business shall be carried out at an AGM or EGM unless a quorum is present. A quorum shall be 12 members of the Society attending and participating in the meeting in accordance with 4(e);
- h) If a quorum is not present within 30 minutes of the time appointed for the AGM or EGM or, if during the meeting a quorum ceases to exist, or if technical issues at a meeting held virtually or as a hybrid prevent the chairman postponing or adjourning the meeting, the meeting shall be adjourned or deemed to be adjourned to such time and place as the Committee shall determine. A minimum of 14 days' notice of the date, time and place of the re-convened meeting must be given to all members entitled to vote but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

## **8 CONSTITUTION**

- a) The constitution may only be changed at an AGM or EGM of which proper notice to all members has been given by means deemed relevant by the Committee at the time: mail, newsletter, journal, website, electronic mail or other suitable means. The notice is to include a resolution setting out the terms of the proposed alterations. The resolution must be passed by a two thirds majority of the members attending and participating in the meeting in accordance with 4(e) and 7(f);
- b) Proposals for constitutional amendments shall be submitted to the Committee at least 56 days prior to the day on which the AGM or EGM is to be held;
- c) No such alteration may be made which would have the effect of making the Society cease to be a Charity at law;
- d) No amendment may be made to Clause 1(a) (Name clause), Clause 2 (Objectives clause), Clause 6(a) (Committee members not personally interested clause), Clause (9) (Dissolution clause), or this clause without the prior consent in writing of the Charity Commissioners;
- e) The Committee should promptly send to the Charity Commissioners a copy of any amendment made under this clause.

## **9 DISSOLUTION**

- a) The Society may be dissolved by a resolution passed by no fewer than three quarters of those members voting in person, by paper ballot, or by electronic means at an AGM or EGM called by the Committee following the decision that it is necessary or advisable to dissolve the Society and for which 28 days' prior notice has been given by means deemed relevant by the Committee at the time: mail, newsletter, journal, website, electronic mail or other suitable means stating the terms of the resolution to be proposed. Notification of the meeting should be served on every member either by post or by electronic mail. Notice will be deemed to have been received if it is not returned as undeliverable by Royal Mail or email provider. In all instances the last address or email address as notified to the membership secretary will be used as the member contact;
- b) Any assets remaining on dissolution of the Society, after satisfying all outstanding debts and liabilities, shall not be distributed amongst members of the Society but shall be given or transferred to The Family History Federation or some other charitable organisations or institutions having objects similar to those of the Society.

## 10 INDEMNITY

- a) Members of the 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 or management of the Society;
- b) A member of the Committee may benefit from relevant indemnity insurance cover purchased at the Society's expense.

## 11 TRUSTEES

The Committee, who shall be deemed to be Charity Trustees, may appoint Committee members or other members of the Society to be Holding Trustees for the Society to hold any property owned by it or to be held in trust for the Society.

### Parishes forming the West Middlesex Defined Area

