



shall have one vote, except in the event of a tied result, when the Chairman or Chairwoman of the meeting shall have a second, casting vote.

[10.3] The business of the AGM shall be to

[10.3.1] receive Reports from the Chairman (or Chairwoman), Treasurer and Secretaries.

[10.3.2] receive and approve the annual accounts.

[10.3.3] appoint an Auditor, or other suitable person to examine the accounts of the Society. This person shall not be a Officer or Member of the Committee, and need not be a member of the Society.

[10.3.4] elect the Officers and Members of the Committee.

[10.3.5] consider any matter or proposal of which due notice has been given in writing to the Chairman (or Chairwoman) or the Secretary not less than ten days before the meeting.

#### [11] EXTRAORDINARY GENERAL MEETINGS

[11.1] At any time that it deems it necessary to do so, the Committee may convene an Extraordinary General Meeting to consult and/ or decide upon matters of extreme urgency, and the Secretary shall give to all members not less than 14 days written notice of the meeting and details of the business to be discussed.

[11.2] An EGM shall also be called by the Secretary within 28 days of the receipt of a request to do so, signed by ten paid-up members of the Society, specifying the nature of the business to be transacted.

#### [12] WINDING UP

[12.1] The Society may be dissolved by a resolution passed by a two-thirds majority of those present and voting at a general meeting of members convened for that purpose, and of which 28 days written notice has been given by the Secretary.

[12.2] In the event of its dissolution, all the Society's remaining assets, after settlement of all liabilities, shall be given or transferred to such registered charity or charities established for similar purposes as the general meeting shall resolve by a majority of those present and voting. If and so far as effect cannot be given to this provision, the assets aforesaid shall be transferred to such other charitable body or object as shall be approved by the Charity Commissioners for England and Wales.

#### [13] PUBLICATION AND AMENDMENTS TO THIS CONSTITUTION

[13.1] A copy of this Constitution, and any future amendments thereto, shall be given to all paid-up members of the Society, and to all new members on joining.

[13.2] No alteration may be made to this Constitution except with the authority of a resolution passed by a simple majority of the members present and voting at an Annual or Extraordinary General Meeting. Any proposal for an amendment must be made in writing to the Secretary in sufficient time to allow details to be circulated in accordance with paragraphs [10.1] or [11] above.

[13.3] No amendment made in accordance with paragraph [13.2] shall become effective until the approval of the Charity Commissioners has been received. To this end, and within ten days of its passing, a copy of the amendment, shall be sent to the Charity Commission and their written approval requested.

# CONSTITUTION

Adopted 18 February 2001,  
and last revised on 20th May 2007

#### [1] NAME AND STATUS

[1.1] The name of the Society shall be 'The Liverpool History Society', hereinafter called 'The Society'.

[1.2] The Society is, with effect from 6th Sept. 2002, a Registered Charity, with the Registered No 1093736

#### [2] OBJECTS AND POWERS

The objects of the Society shall be to

[2.1] promote and encourage interest in, and the study of, the history of Liverpool and its environs, chiefly by means of regular meetings and publications, but also by visits and support of local organisations with compatible aims.

To achieve that object it may

[2.2] obtain, collect and receive money, funds, books and artefacts by way of subscriptions, contributions, donations, sales and any other lawful activities, for the purposes of the Society.

[2.3] disburse or otherwise dispose of such money, funds, books and artefacts in pursuit of any lawful activities which promote the purposes of the Society.

#### [3] MEMBERSHIP

[3.1] The Society shall have five classes of membership, namely

[3.1.1] **Ordinary**, which shall be open to any person over the age of 18,

[3.1.2] **Joint**, which shall be open to any group of two or more persons eligible for Ordinary Membership living together as one household at the same address,

[3.1.3] **Life**, which shall be open to any person eligible for Ordinary Membership, who shall pay, in one lump sum, the equivalent of ten times the rate of annual subscription pertaining at the time of application for such Life Membership,

[3.1.4] **Student**, which shall be open to any person over the age of 12 and under the age of 18, and to any person, regardless of age, undergoing a course of **full-time** education,

[3.1.5] **Corporate**, which shall be open to any organisation, society, museum, library, school or college.

[3.2] Subject to the agreement of a General Meeting of members, **Honorary Life Membership** may be granted to any person in recognition of their exceptional contribution to the life and work of the Society.

[3.3] All persons and Corporate Bodies in membership are deemed to have agreed that, under the provisions of the Data Protection Act 1998, the Committee may maintain lists of members in electronic form, on the strict understanding that they will be used only for the purposes of administering and fostering the work of the Society and at no time sold or passed to any commercial organisation.

**[4] SUBSCRIPTIONS**

- [4.1] The subscription year shall run from 1st April until 31st March of the following year, but for anyone joining after 1st January in any year, the first subscription will cover the period until 31st March of the following year without extra cost.
- [4.2] Annual subscriptions shall become due on the first day of April each year. Members whose subscriptions are not paid by the start of the Annual General Meeting shall forfeit their right to vote. Members whose subscriptions are twelve months in arrears shall be deemed to have resigned their membership.
- [4.3] Subscription rates for the different classes of membership of the Society shall be such sums as may be recommended by the committee and approved by a simple majority vote at the Annual General Meeting. Until otherwise decided, the annual subscriptions payable by the various classes of membership shall be:

|          |         |         |           |         |        |
|----------|---------|---------|-----------|---------|--------|
| Ordinary | £ 10.00 | Joint   | £ 15.00   | Student | £ 5.00 |
|          | Life    | £100.00 | Corporate | £ 25.00 |        |

**[5] VOTING RIGHTS**

- [5.1] All paid-up members over the age of 18 years in classes [3.1.1 to .4] above shall have the right to vote, in person but not otherwise, at Annual & Extraordinary General Meetings of the Society.
- [5.2] Corporate Members shall be entitled to two votes, which shall be exercised, in person and not otherwise, only by representatives nominated by that Corporate Member to act on its behalf, and notified, in writing, to the Secretary of the Society, or by a similarly notified substitute.

**[6] BUSINESS OF THE SOCIETY**

The business of the Society shall be conducted by an Executive Committee, comprised of

- [6.1] the officers of the Society, namely a Chairman (or Chairwoman), a Treasurer, an Administrative Secretary, and a Membership Secretary, together with
- [6.2] not more than eight of the total paid up membership of the Society.
- [6.3] at the discretion of the Committee, any two of the offices in [6.1] above may be combined and exercised by the same person, in which case a ninth representative member may be appointed.

**[7] EXECUTIVE COMMITTEE – APPOINTMENT, MEMBERSHIP & PROCEDURE**

- [7.1] Every officer of the Society and member of its committee shall be elected at an Annual General Meeting, and shall serve for a period not exceeding three years. In order to achieve continuity, the committee shall, if necessary, arrange for one-third of its overall number to resign each year, but any officer or member so resigning shall be eligible to stand for re-election at the next AGM.
- [7.2] Candidates for election as either Officers of the Society or representative members shall be recommended by the existing Committee or nominated by other members in writing. Such nominations shall be duly proposed and seconded, and bear the candidates' acceptance of nomination, and sent to the Secretary of the Society not less than ten days before the AGM.
- [7.3] The Committee shall meet as often as necessary, and not less than quarterly. No meeting shall be quorate unless five members, at least two of whom are officers of the Society, be present throughout.
- [7.4] In the absence of the Chairman or Chairwoman, those present shall appoint one of their number to chair the meeting on that occasion.
- [7.5] All elected members of the Committee, except those co-opted under para 8.4 below, shall have

one vote. In the event of a tied result, the Chairman shall have a second, casting, vote.

**[8] EXECUTIVE COMMITTEE - POWERS AND DUTIES**

The Committee shall have authority and be responsible for

- [8.1] the general management and direction of the funds and affairs of the Society and shall devise and execute such a programme of events as it shall deem appropriate to the achievement of the Society's objects.
- [8.2] It may pay the whole or part of the reasonable and proper out-of-pocket expenses of any Member of the Society incurred in the execution of any properly authorised function or duty on behalf of the Society.
- [8.3] The Committee shall have power to fill casual vacancies in its membership by co-optation of any members of the Society and such co-optations shall be valid until the next AGM.
- [8.4] The Committee may, at its discretion, appoint from among its membership one or more sub-committees, of such size and with such terms of reference as it sees fit, to deal with specific tasks or projects appropriate to the work of the Committee and the Society.
- [8.5] The Committee shall also have power to co-opt not more than three additional persons, who need not necessarily be members of the Society, to serve as observer or advisory members of the Committee, or sub-committee formed in accordance with para [8.4] above. Such co-opted members shall not count as part of the Committee's quorum.
- [8.6] The Committee shall have power to suspend or exclude any officer or member without apology.
- [8.7] The Committee shall make such arrangements as it deems appropriate for the cataloguing and safe custody of all books, records and artefacts, howsoever acquired, and make these items available for examination by any member within fourteen days of a request to do so.
- [8.8] No officer or member of the Committee shall acquire any interest in property or monies belonging to the Society (otherwise than as a Trustee for the Society) or receive remuneration or be interested (otherwise than as a Member of the Committee) in any contract entered into by the Committee.

**[9] FINANCE**

- [9.1] All funds and financial assets of the Society shall be held, applied and paid out in furtherance of the objects of the Society as the Committee shall direct. Pending such direction, all funds, except for petty cash not normally exceeding £20.00 required for immediate use, shall be held in a separate bank account in the name of the Society with such bankers as the Committee shall direct.
- [9.2] The Bank Account shall have a panel of four signatories, namely the Chairman (or Chairwoman), the two Secretaries and the Treasurer. Cheques drawn for sums up to £25.00 may be signed by any one of these Officers, and all cheques exceeding that sum must be signed by any two of them.
- [9.3] The Committee shall have power to invest any funds as are not required to meet the Society's immediate liabilities with an agreed Bank or Building Society or in Gilt-edged securities. No other form of investment shall be undertaken.

**[10] ANNUAL GENERAL MEETING**

- [10.1] A General Meeting shall be held during the month of May each year or as soon as practicable thereafter, the Administrative Secretary having given not less than 28 days written notice thereof to all members. To be quorate, not less than 5 or one tenth, whichever is greater, of the total membership shall be present.
- [10.2] All members present at the AGM, or at any EGM called under the provisions of para 11 below,