

# Constitution of the East Anglian Traction Engine Society



## 1. NAME:

The name of the Society shall be The East Anglian Traction Engine Society (hereinafter called "the Society").

## 2. OBJECTS:

The object of the Society shall be to educate the public in the use, maintenance and history concerning all types of road steam engines, vintage internal combustion engines, tractors, agricultural machinery and equipment, fairground equipment and organs, veteran and vintage cars, and any machinery or equipment of historic interest, and in furtherance of these objects the Society may:-

- a) Establish and maintain a collection of all or any of such items and archives in suitable premises for public display;
- b) Raise funds and invite and receive contributions from any person or persons whatsoever by way of subscription, donation, or otherwise, provided that the Society shall not undertake any permanent trading activities in raising funds for the above-mentioned charitable objects;
- c) Raise and or donate money to other charities when funds allow
- d) Do all such other lawful things as shall further the above-mentioned charitable objects.

## 3. MEMBERSHIP:

Membership of the Society shall be open to any person

All persons whose names appear on the Register of Members at the date when this Constitution is adopted by the Society in general meeting and who have paid their subscription for the current year shall continue to be Members without the necessity for re-applying for admission.

Members may be ordinary members or Honorary/Life Members;

Honorary members shall be such persons as in the opinion of the General Committee have rendered some significant service to the Society or whose membership will in the opinion of the Committee further the objects of the Society. Honorary members shall be elected on the recommendation of the General Committee.

### Memberships available

- **Member:** Normal membership.
- **Family/Couples/Joint** membership: Membership for one or two adults over 18 years residing at the same address, and any children of the household. The members over 18 years shall be named in the membership list and shall each have one vote. The members' address will receive one copy per mailing of SP and any Club/Society papers.

- As the club does not offer any specific benefit to juniors, any junior wishing to join in their own right should be directed to the NTET Steam Apprentice Club. **Children of a family membership** will be given free individual digital membership for 1 year on reaching the age of 18 years.
- **Senior membership:** Member over 65 years of age. Normal membership will be available to over 65's if they wish to benefit the Society by paying the higher rate.
- **Digital membership:** Digital members will receive all communication/papers/magazines and membership card by email and can print off as they wish. As this reduces the cost to the club, they will benefit from a membership cost below the normal rate.

The Membership Secretary will have discretion to offer normal membership at the lower rate of senior membership in any case where, in his/her considered opinion, the normal rate would cause hardship.

All whom shall have equal rights in regards of voting and eligibility for appointment to the committee or club officer providing they possess the appropriate skills.

#### 4. SUBSCRIPTIONS:

- a) The Committee shall review the membership fee annually and from time to time change the membership fee through the Annual General Meeting;
- b) All subscriptions shall become due on the 1st November in each year;
- c) Termination of membership for non-payment of renewal will be the last day of February. A final notice will usually be given by New Year mailing or otherwise by special mailing to unpaid members.

#### 5. DETERMINATION OF MEMBERSHIP:

- a) Any Member may determine his or her membership at any time by notice in writing to the Honorary Secretary;
- b) Members whose subscriptions for the current year which have not been received by the Honorary Membership Officer by the Thirty first day of January in the following year shall forthwith cease to be Members;
- c) If in the opinion of the General Committee the conduct of a Member is in conflict with or injurious to the interests of the Society in the furtherance of its objects the General Committee shall demand a written explanation from such Member (which the General Committee may accept or reject at its absolute discretion) and if such explanation shall be rejected or if no such explanation is received within twenty one days after the Chairman or Honorary Secretary shall have posted by ordinary post to such Member such demand as aforesaid then the General Committee may by a Resolution passed by not less than two thirds of the Members of the General Committee present and voting at a General Committee Meeting discontinue the membership of such Member.

#### 6. DONATIONS AND APPEALS:

The Society shall have power to accept donations in furtherance of its object and may make special appeals for funds to be used in connection with any such purpose.

#### 7. PRESIDENT AND VICE-PRESIDENTS:

There shall be a President and a maximum of three post-holders of Vice Presidents of the Society who shall be elected at the Annual General Meeting but they shall take no part in the management or

administration of the Society.

Terms of office shall be for President: 5 years + 1year exceptionally, and for Vice Presidents indefinite terms.

#### **8. PRINCIPAL OFFICERS and COMMITTEE MEMBERS:**

- a) The Principal Officers of the Society shall be the Chairman, Vice Chairman, Honorary Treasurer, and Honorary Secretary;
- b) Usual terms of office shall be for Chairman 4 years, with a further 2 years on the Committee's recommendation and for other Principal Officers a rolling 2 years with chair and Vice-chair being renewed in separate years together with Treasurer and Secretary respectively;
- c) All other officers and committee members (of which there are up to 12): will be elected for two year terms without maximum but subject to attendance conditions;
- d) Except for exceptional circumstances there will be an expected attendance of trustees of 50% of meetings in any AGM defined year.

#### **9. MANAGEMENT:**

- a) The management of the Society shall be vested in a General Committee consisting of the Principal Officers of the Society together with the Honorary Membership Officer, Honorary Publicity Officer, Honorary Editor, Honorary Distribution Officer and not more than 8 other Members of the Society;
- b) The Society will be conducted as a Registered Charity. All members of the management committee (not including the President and Vice Presidents) will be Trustees of the Society as set out by the Charity Commission;
- c) The management committee will have responsibility for the administration of the Society's trading arm known as the East Anglian Traction Engine Club, for which the Chairman, Treasurer and Secretary will be directors registered with Companies House;
- d) The General Committee may co-opt an additional Member or Members to the General Committee but such co-opted Members shall serve only until the next Annual General Meeting and, prior to co-option, the General Committee shall decide whether such Members shall be entitled to vote at meetings of the General Committee. The number of members so co-opted shall not exceed one-third of the membership of the General Committee;
- e) The General Committee may fill any vacancy caused by the death or resignation of an Officer of the Society or Member of the General Committee by appointing some other Member of the Society in his or her place - Such person so appointed shall only hold office or serve as a Member until the next Annual General Meeting but shall be entitled to vote at all meetings of the General Committee;
- f) The General Committee shall meet on no less than four occasions per annum;
- g) The Honorary Secretary may call a meeting of the General Committee at any time and shall do so if so required by the Chairman or any four Members thereof.

#### **10. SPECIAL POWERS OF THE GENERAL COMMITTEE:**

Without prejudice to the generality of Clause 9 the General Committee shall have the following powers in furtherance of the object;

- a) To call and regulate its own meetings;
- b) To appoint from time to time such sub-committees as may be necessary and determine their terms of reference powers duration and composition all decisions and activities of the sub-committee shall be reported back to the General

Committee as soon as possible;

- c) To appoint and discharge by resolution trustees of any property of the Society and whenever necessary to appoint by the same means new trustees or a new trustee thereof;
- d) To give directions to any such trustees for the purchase or sale of any land intended to be vested in or already vested in such trustees;
- e) To make regulations from time to time for the maintenance and display to the public of any such collection as is mentioned in Clause 2(i) hereof and for any fees to be charged for admission;
- f) To make appeals for funds to be used in connection with the furtherance of the objects of the Society;
- g) To organise rallies, and other events, and to issue publications in furtherance of the objects of the Society;
- h) To deal with any matter not provided for by and not involving an amendment to this Constitution.

#### **11. MINUTES:**

The Honorary Secretary shall keep minutes of the meetings of the General Committee and such minutes shall be available for inspection by any Member of the Society upon application to the Honorary Secretary.

#### **12. FINANCE:**

- a) The Honorary Treasurer shall keep accounts of all monies received and expended on account of the Society and shall present such accounts at the Annual General Meeting audited by such person or persons as the Society in General Meeting shall appoint;
- b) All monies not required for immediate use shall be paid into the Society's Banking Account at such Bank as the General Committee may from time to time decide;
- c) All cheques and other transactions drawn upon the said Account shall require the signature or electronic authorization of any two Principal Officers of the Society.

#### **14. GOVERNANCE:**

The Society will maintain good governance, including a policy and procedure for managing conflicts of interest or loyalty, in keeping with the requirements of the Charity Commission and Companies House.

#### **15. ANNUAL GENERAL MEETING:**

An Ordinary General Meeting of the Society called the Annual General Meeting shall be held in the last quarter of each year at such time and at such place as the General Committee shall decide for the purposes of:

- Receiving the Annual Report and Balance Sheet;
- Electing the President, Vice-Presidents, Principal and Assistant Officers and General Committee for the ensuing years according to terms of office.
- Electing an Auditor who may be elected for a fixed term of years;

- Considering any other business as necessary
- a) The Honorary Secretary shall give not less than forty two days' notice of such meeting to all Members. Such notice shall be deemed to be properly given if posted by pre-paid second class post to Members at their last known address not less than forty two days before the meeting;
- b) Any Member of the Society (other than an Honorary Member) desiring to move a resolution or nominate a candidate for election shall give to the Honorary Secretary not less than twenty one days' notice in writing of his or her intention and in the case of an intention to move a resolution submitting a copy of such resolution together with the name of the seconder;
- c) Nominees, and any member making a nomination or wishing to move a resolution, must be a member at the date of AGM notice;
- d) The Chairman of the Society shall be the Chairman of the Annual General Meeting. If he/she shall be absent the Vice Chairman shall be Chairman. If both shall be absent the meeting shall elect the Chairman of the Meeting;
- e) Twenty Members of the Society present in person shall constitute a quorum;
- f) In the event of a quorum not being present the Meeting shall be adjourned to such place date and time within the ensuing fourteen days as the Chairman of the Meeting shall decide and the Members present at such adjourned Meeting shall constitute a quorum.

#### **16. EXTRAORDINARY GENERAL MEETINGS:**

- b) An Extraordinary General Meeting may be convened at any time by a resolution of the General Committee or on the written requisition of not less than 15 Members of the Society stating the nature of the business for which the Meeting is to be called;
- c) A Meeting held on such requisition shall be held within one calendar month of the receipt of such requisition by the Honorary Secretary and the Honorary Secretary shall give to the other Members of the Society not less than fourteen days' notice of such Meeting;
- d) The provisions of sub-clauses d) and (e) of Clause 14 shall apply to the Extraordinary General Meeting as if such Meeting was an Annual General Meeting.

#### **17. VOTING:**

Subject to the provisions of Clause 18 and 19 all questions arising at any Meeting shall be decided by a simple majority of those present and entitled to vote. In the case of an equality of votes the Chairman of the Meeting shall have a second or casting vote. Members eligible to vote must be members at the final date of AGM notice.

#### **18. QUORUM AT COMMITTEE MEETINGS:**

One third of the Members (whether elected or co-opted) of any Committee (including the General Committee) present in person shall constitute a quorum.

#### **19. DISSOLUTION:**

- a) If the General Committee shall decide that on the ground of expense or otherwise it is desirable that the Society shall be dissolved, it shall convene an Extraordinary General Meeting of the Society by giving not less than two calendar months' notice in writing to each Member of the Society stating the terms of any resolution to be proposed thereat;
- b) If it is decided at such Meeting by a majority of not less than two thirds of the Members present thereat and voting that the Society shall be dissolved the General Committee shall wind up the affairs of the Society;

- c) Any assets remaining after satisfaction of any liabilities properly payable there out shall not be distributed amongst the Members but shall be given to such other charitable Society or Organisation with objects similar to those of the Society as the General Committee shall with the approval of the Charity Commissioners decide.

## **20. AMENDMENT:**

The Society in general meeting by a resolution passed by not less than two thirds of the Members of the Society present and voting thereat may amend this Constitution.

## **21. LIABILITY:**

Neither the Society nor any of its Officers shall be liable for any damage or loss caused to a Member or the property of a Member by machinery or equipment owned or operated by another Member or owned by the Society whether such damage or loss occurs on the premises of the Society or elsewhere. Where possible the Society shall provide personal indemnity insurance cover for its officers and committee members.

THIS CONSTITUTION was adopted at the Annual General Meeting of the East Anglian Traction Engine Society held on 19<sup>th</sup> November 2016.

Date: 19<sup>th</sup> November 2016

Chair of meeting: Andrew Waling

Secretary: Daphne Rumball