

1. NAME

The name of the Society shall be 'The Essex Society for Family History'.

2. OBJECTIVES

The objectives of the Society shall be:

- 2a The advancement of the education of the general public in the study of British Family History, Genealogy, Heraldry and Local History with particular reference to Essex.
- 2b To promote the preservation, security and accessibility of archival material.

3. POWERS

In furtherance of the above objectives, but not further or otherwise, the Society shall have the following powers:

- 3a to hold lectures and discussions, give advice and guidance and organise events and visits for Society members and members of the general public.
- 3b to hold and maintain a library of printed and other works for the use of Society members and members of the general public.
- 3c to preserve and transcribe or publish original source materials including documents and monumental inscriptions.
- 3d to undertake relevant projects of every kind including (without prejudice to the generality of the foregoing) the recording, transcribing, copying or indexing of archives, manuscripts, registers, records, photographs, portraits, maps, monumental inscriptions and war memorials.
- 3e to pursue collaborative actions with similar societies and with established supportive bodies such as churches, libraries, record offices and educational institutions.
- 3f to promote and to engage in educational activities including the issue of a regular magazine and the publication and sale of other appropriate material in manuscript or electronic form or on the internet.
- 3g to support the activities of the Federation of Family History Societies in its pursuit of these and similar objectives.

4. AFFILIATION

The Society shall be affiliated to the Federation of Family History Societies (Registered Charity No. 1038721), known as the Family History Federation, and with other organisations whose objectives are compatible and mutually supportive.

5. MEMBERSHIP

- 5a Membership of the Society shall be open to all persons showing genuine interest in the support of the Society's objectives. Application for membership shall be on the prescribed form, either online or as printed paper.
- 5b Classes of membership: These shall be determined by the Executive Committee of the Society and may include such categories as: (1) Ordinary Member, (2) Institution, (3) Honorary Member (to be conferred for distinctive service as agreed by the Executive Committee).
- 5c Subscriptions shall be payable at the time and at the rate determined by the Executive Committee.
- 5d The Executive Committee may suspend from membership any member whose activities are determined to be prejudicial to the Society. Such a member may have the right of appeal to a panel appointed by the President.
- 5e The Executive Committee shall keep a register of the names and addresses of the members of the Society and shall be responsible for keeping it up to date and in compliance with the current Data Protection legislation.

6. ADMINISTRATION

- 6a The Society shall be administered by an Executive Committee (the Charity Trustees) consisting of the Officers, ex-officio members and elected members to a total of not more than sixteen (16) plus the total number of branches.

The Officers of the Society shall be the Chairman, Vice-Chairman, Secretary and Treasurer. All members of the Executive Committee are the Managing Trustees of the Charity and must be voting members of the Society.

A quorum at any Executive Committee meeting shall consist 50% of its membership plus one. Only fully paid-up members of the Society shall be eligible to be members of the Executive Committee.

- 6b The Executive Committee members, defined in 6(a), shall be elected annually by the membership. Their term of office commences at the end of the General Meeting, normally the Annual General Meeting, at which they are elected.

Nominations for all these positions must be made in writing (on paper or by electronic message), approved by the nominee and endorsed by the proposer and seconder, who must be fully paid-up members. They must be received not less than twenty-eight (28) days before the date of such meeting. Nominations will be posted on the ESFH website on receipt. If no nomination has been so received to fill any vacancy the Chair of the meeting may take nominations from the floor.

- 6c The President and Vice-Presidents will be appointed by the Executive Committee and such appointments shall be ratified at the Annual General Meeting. Such appointments shall be for one year only. Anyone serving as a Managing Trustee shall not be eligible.

- 6d The Executive Committee shall have the power to co-opt members to fill casual vacancies (up to the next General Meeting) on the Executive Committee, as well as to invite individuals on an annual basis to undertake other tasks which are deemed to be necessary for the proper and effective administration of the Society's affairs.
- 6e The electorate shall consist of all fully paid-up members and Institution Members, all of whom being entitled to one (1) vote if in attendance at the General Meeting where the voting is to be conducted. Members unable to attend in person may instruct the Chairman of the meeting to cast a vote on their behalf for their preferred candidate(s). Such instruction must be sent, in writing to the Secretary, by email or letter, to be received in the twenty-eight (28) days preceding the meeting.
- 6f All Officers and Executive Committee Members shall be eligible for re-election annually, subject to 6(g). The Executive Committee may co-opt members at their discretion. The total number of co-opted members shall not exceed one third of the Executive Committee.
- 6g The Chair of the Executive Committee and the Chairs of the Branches of the Society shall be in office for not more than five (5) consecutive years. They shall not be eligible to serve as Chairman or Vice-Chairman of the Executive Committee or any formal Branch of the Society for a period of one (1) year after leaving that office. If a Chairman does not complete five (5) years in office, it shall be deemed as five (5) years. The Chairman shall be elected annually.

7. **BRANCHES**

- 7a The Society's Executive Committee shall have the power to establish branches for the furtherance of the Society's objectives and on such terms as the Executive Committee shall prescribe. Any property or funds acquired by each branch shall belong to the Society.
- 7b Each branch shall act in pursuance of the objects and policies of the Society and shall be subject to such conditions as may from time to time be laid down by the Society's Executive Committee. The administration of a branch shall be carried out by a Committee of fully paid-up members.
- 7c All subscriptions to the Society shall be deemed to be monies of the Society. They may be collected through branch officers.
- 7d The branch will be represented at the Society's Executive Committee Meetings by the branch Chairman, or by a nominee of the branch, who will be an ex-officio member of the Executive Committee with full voting rights.
- 7e A branch may, with the prior agreement of the Society's Executive Committee, open a bank/building society account which shall be run in accordance with the policy laid down by the Society. The monies in the branch bank/building society account shall at all times remain the monies of the Society as a whole. The branch accounts must be kept in such form as may from time to time be determined by the Society's Executive Committee.

7f All printed material, monies and any other assets, however acquired, held by any branch shall be the assets of the Society. No such assets may be sold, lent or disposed of in any way without the authority of the Society's Executive Committee. Any expenditure by any branch in excess of a limit to be determined by the Executive Committee must have its prior approval.

7g A branch may be suspended at any time by a resolution of the Society's Executive Committee and upon suspension shall cease all operations and any liabilities, monies or assets under its administration shall be frozen until a resolution has been approved dissolving the branch or otherwise, at a General Meeting.

8. **GENERAL MEETINGS**

"Meeting" in this constitution means a General Meeting of the Members of the Society including where the context so admits an Annual General Meeting and also an Executive Committee or Sub-Committee Meeting.

8a An Annual General Meeting shall be held during each financial year when the officers shall present their reports. Notice of this meeting shall be given at least fifty-six (56) days prior to this event.

At such Annual General Meeting, the business shall include:

- (i) the election of officers and members of the Executive Committee.
- (ii) the appointment of an auditor or independent examiner, if required by law, to carry out the duties referred to in clause 10(c) below.
- (iii) the consideration of reports by or on behalf of the Executive Committee on the activities carried out by the Society; and
- (iv) the laying of the Society's relevant annual accounts before the members.

8b An Extraordinary General Meeting may be convened at the request of the Executive Committee or at the request of twice that number of ordinary members.

The business to be discussed must be set out, in writing, to members at least fifty-six (56) days before the Meeting.

8c Executive Committee or Sub-Committee Meetings will take place as frequently as necessary.

8d Any Meeting may take place:

- (i) physically.
- (ii) online as a virtual Meeting using video conferencing software, "a virtual platform", enabling all people participating in the Meeting to communicate interactively and simultaneously with each other.
- (iii) as a hybrid meeting combining attendance in person and online using a virtual platform, as circumstances permit and the Executive Committee decide.

- 8e A Meeting shall take place at a time and physical location specified in the Notice of Meeting for the holding of the Meeting or if the Meeting is called as an online virtual Meeting, the Notice of Meeting shall specify the starting time and virtual platform, or if called as a hybrid meeting, Notice of Meeting shall specify the starting time and both the physical location where the Meeting is to be held together with the virtual platform.
- 8f "Present in person" means a person entitled to attend and vote at a Meeting may participate by being physically present at the location of the Meeting stated in the Notice of Meeting or if it is held virtually online or as a hybrid meeting participation in the Meeting called by the Notice of Meeting shall be taken to be presence in person at the Meeting. Persons present in person shall count towards the quorum required for the relevant meeting.
- 8g 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 the Meeting in person.
- 8h Where arrangements have been made for a Meeting to be held virtually or as a hybrid meeting, the Notice calling the Meeting shall state that fact and include details of the means by which a person may attend the Meeting virtually.
- 8i At any Meeting a resolution put to the vote of the Meeting shall be decided on a show of hands or for those attending the meeting virtually online by voting electronically (if the facility is available) and in accordance with the voting procedures notified prior to the Meeting. A declaration by the Chairman that a resolution has on a show of hands or electronically been carried unanimously or carried by a particular majority, or lost, and an entry to that effect in the book containing the minutes of the proceedings of the Society shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour or against such resolution.
- 8j Only those paid-up members present shall be entitled to one vote.
- 8k At an Annual General Meeting or an Extraordinary General Meeting no business shall be carried out at such Meeting unless a quorum is present. A quorum at such a Meeting shall consist of not less than the number of members determined by the Executive Committee to be representative of normal monthly attendance at Meetings during the preceding year, e.g. 70% of the average attendance. Decisions at such a meeting shall be by simple majority.

- 8l If a quorum is not present within thirty (30) minutes of the time appointed for the General Meeting or if during the General Meeting a quorum ceases to exist the General Meeting shall be adjourned to such time and place as the Executive Committee shall determine. The Executive Committee must re-convene the meeting and must give at least fourteen (14) days clear notice of the re-convened General Meeting stating the date time and place of the General Meeting. If no quorum is present at the re-convened General Meeting within fifteen (15) minutes of the time specified for the start of the General Meeting then the members entitled to vote present at that time shall constitute the quorum for that General Meeting. The Chairman of a Meeting being held virtually or as a hybrid meeting can, if the virtual or hybrid meeting platform experiences technical issues, including the ability for the Chairman to postpone or adjourn the Meeting without seeking the consent of the Meeting, adjourn the Meeting from time to time and from place to place, 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.
- 8m General meetings shall be chaired by the person who has been elected as Chairman of the Society. If there is no such person or he or she is not present within fifteen (15) minutes of the time appointed for the General Meeting then the Vice-Chairman failing whom an Executive Committee member nominated by the Executive Committee shall chair the General Meeting but if there is no Executive Committee member present and willing to act then the members present and entitled to vote must choose one of their number to chair the General Meeting.

9. **CONSTITUTION**

The Constitution can be altered or amended only at an Annual or Extraordinary General Meeting of the Society for which proper notice has been given and then only if the proposed alteration or amendment receives at least three quarters of the votes of members present and eligible to vote, provided that no such alteration or amendment shall cause the Society to cease to be a Charity at law. No alteration shall be made to clause two (2), clause three (3), clause nine (9) or clause eleven (11) without the prior approval of the Charity Commissioners.

Proposals for constitutional amendments shall be submitted to the Society's Executive Committee at least fifty-six (56) days prior to the first day of the month in which the Extraordinary or Annual General Meeting is to be held.

10. FINANCE

- 10a All income and property of the Society shall be applied solely towards the promotion and execution of the objectives of the Society as defined in clause two (2) and no portion thereof shall be paid or transferred directly or indirectly in any manner by way of profit to any member of the Executive Committee of the Society providing that nothing herein shall prevent reimbursement of reasonable and proper out of pocket expenses incurred on behalf of the Society.
- 10b The Executive Committee shall cause proper books of account to be kept with respect to all sums of money received and expended by the Society and the matters in respect of which such receipts and expenditures take place.
- 10c The Society's financial year shall commence on 1st April and accounts shall be subject to independent examination annually. A copy of those accounts shall be presented to all members of the Society.

11. DISSOLUTION

The Society may be dissolved by a resolution passed by not less than three-quarters of those members present with voting rights at a General Meeting called for that purpose and for which twenty-eight (28) days prior notice has been given. Such a resolution may give instructions for the disposal of any assets held by the Society after all debts and liabilities have been paid. The balance left to be transferred to other charitable institutions having objectives similar to those of the Society.

12. HOLDING TRUSTEES

The Holding Trustees of the Society shall be the Officers of the Society for the time being namely the Chairman, Vice-Chairman, Secretary and Treasurer together with the Charity Correspondent of the Society. Holding Trustees are appointed to hold the legal title of Society property.