

## CONSTITUTION

### I. Title

The Society is called 'The LNER Society', hereinafter referred to as the 'Society'.

### 2. Objectives

The Society has the following Objectives:

- a) To promote the study of the London & North Eastern Railway and its constituents and successors (all referred to as 'the LNER'), with particular reference to the Grouping period 1923-1947;
- b) To research, gather, study, interpret, present, publish or otherwise disseminate accurate and authoritative information concerning all aspects of the LNER;
- c) To acquire such objects (artefacts and ephemera) as will support b) above,
- d) To arrange meetings, lectures and exhibitions to promote interest in the LNER and the Society;
- e) To engage in any activity (whether or not stated above) alone or jointly with other organisations or individuals which seem to the members to be conducive to the Objectives of the Society.

## RULES

### 3. Membership

- a) Membership is open to any individual or organisation having interests that are consistent with the objectives of the Society and in the case of an individual aged 18 years or over.
- b) An organisation has similar rights and privileges to an individual member but will nominate at the time of application (and from time to time) one person to act on its behalf with the Society.
- c) An organisation is entitled to send one person to ordinary meetings and to one vote at any Annual or Extraordinary General Meeting.
- d) The Committee has the right to refuse any application for membership.

### 4. Subscriptions

- a) *Subscriptions are due on 1<sup>st</sup> July of each year and payable at the rates stated in the Appendix.*
- b) The Treasurer will as necessary recommend changes in subscription rates and/or membership classes to the Committee. If agreed such changes will be put to the next Annual General Meeting for confirmation by the members.

### 5. Cessation of Membership

- a) Membership shall cease:
  - i. upon receipt of a notification in writing or by e-mail by the Secretary or Membership Secretary;
  - ii. *or when the current annual subscription remains unpaid at the following 31<sup>st</sup> December;*
  - iii. or if terminated at the discretion of the Committee.
- b) Any former member applying to re-join may at the discretion of the Committee be required to pay in advance any arrears of subscription or other sums due.

### 6. Officers and Appointments

- a) The Society's Principal Officers are the Chairman, Secretary and Treasurer.

- b) Additional Officers may fill such other Committee and Supporting posts as are listed from time to time in the Appendix.
- c) The Society may at the Committee's discretion appoint from amongst its membership a President whose term shall be for life but who will not hold any other office within the Society.
- d) The Society may at the Committee's discretion reward any member who has given exceptional service by appointment as a Vice President whose term shall be for life and a Vice President may hold other office concurrently if properly nominated and duly elected by the members.
- e) None of the above is or will be remunerated and as such each is held in an honorary capacity.

#### **7. Bank Accounts and Financial Matters**

- a) The Society's accounting period commences on 1<sup>st</sup> July annually.
- b) The Treasurer is responsible for keeping accurate accounts and for submitting them to the Committee and will co-ordinate the preparation of individual budgets for each area of activity and present an overall forecast budget for the ensuing year to the Committee. If agreed such changes will be put to the next Annual General Meeting for confirmation by the members.
- c) The Society shall in its name operate a current account and may operate such other accounts as are appropriate to obtain the best use of and return on funds.
- d) Cheques drawn on Society funds will be signed by such persons and within such limits as are from time to time authorized by the Committee and detailed in the Appendix.
- e) Society funds are only to be used for furthering the Objectives of the Society and members will not receive any payment for their services but may be reimbursed legitimate expenses incurred.
- f) The Committee is responsible for ensuring that the Society operates within its means and does not commit itself to expenditure that it cannot meet from income or reserves.

#### **8. Committee**

- a) A Committee comprising Chairman, Secretary, Treasurer and those officers list in the appendix will conduct Society business. Not less than half of the number of serving members (not posts), plus one, constitutes a quorum.
- b) Supporting Officers will be appointed to help the Committee by carrying out specific tasks. They are accountable to the Committee and may attend Committee meetings. They are not Committee members and do not have voting rights on the Committee
- c) Unless absent the Chairman will chair all meetings of the Committee and the Secretary will keep accurate minutes of all meetings and deal promptly with all Committee correspondence.
- d) The President is by virtue of the office entitled to attend meetings of the Committee but has no voting rights except for the casting vote when taking the chair in the absence of the Chairman.
- e) The Committee may at its discretion from time to time appoint further Committee Members and Support Officers as it feels necessary. Committee Members so appointed shall only hold office until the next Annual General Meeting when they may offer themselves for formal election, if the Committee considers their roles are still required. Support Officers shall hold roles at the discretion of the Committee

- f) to a regular position.
- g) The Committee may appoint Sub-Committees consisting of one of its members and other such persons as the Committee sees fit. All Sub-Committees shall be accountable to the Committee.
- h) All members of the Committee shall be elected by a simple majority vote of those present at the Annual General Meeting. Nominations shall be given to the Secretary before the meeting and whenever possible be notified to members in advance. In the event that any vacancy remains without a candidate then subject to the agreement of the meeting nominations may be invited from those present. All nominees must be fully paid-up members of the Society and confirm their willingness to stand.

### **9. Committee Meetings**

- a) There shall be a minimum of three Committee meetings held per year.
- b) Society members may attend Committee meetings but cannot take part unless invited to do so.
- c) When the Chairman is not present the President will chair the meeting. In the absence of both Chairman and President the Committee will elect one of their members to chair the meeting.
- d) Decisions shall be determined by a simple majority vote of Committee members present. In the event of a tie the chairman of the meeting will have the casting vote.

### **10. Annual and Other General Meetings**

- a) The Annual General Meeting will be held in the Autumn on a date and at a place to be determined by the Committee and the Secretary will notify the membership of the time and place not less than two months before the date of that meeting.
- b) The Committee shall call an Extraordinary General Meeting if one third of the fully paid-up membership requests it in writing. The application must state the reason for calling the meeting and the business the applicants wish to be discussed. The meeting will be held within two months of the request being received by the Committee.
- c) Unless absent the Chairman will chair all Annual or Extraordinary General Meetings. If the Chairman is not present the President will chair the meeting. In the absence of both Chairman and President the members present shall elect a member of the Committee to take the chair.
- d) Only members who have paid their subscription for the current year (paid-up) may attend such meetings and decisions will be made by a simple majority vote of the members actually present at the meeting. In the event of a tie the chairman of the meeting will have the casting vote.

### **11. Area or Topic Groups**

- a) The Committee may at its discretion or in response to a request from within the membership establish Area or Topic Groups, each led by an Organiser appointed by the Committee which will approve its Terms of Reference.
- b) Each Group will be accountable to the Committee and will submit a written report of its activities to the membership at each Annual General Meeting.

### **12. Dissolution**

- a) The Society may only be dissolved or merged with another organisation with the consent of a

majority of not less than two-thirds of the paid-up members voting in a ballot held for that purpose following a resolution to dissolve or merge the Society having been carried at a General Meeting of the Society.

- b) The assets remaining after satisfying all debts and liabilities of the Society shall be disposed of in accordance with a further resolution taken at the said meeting.

### **13. Changes to the Constitution and Rules**

- a) No alteration or variation of the Constitution or Rules can be made except at an Annual General Meeting or an Extraordinary General Meeting.
- b) Proposed amendments can only be made in writing or by e-mail to the Secretary and must be submitted at least six weeks before the General Meeting at which they are to be discussed.
- c) Any such alterations must be agreed by majority of not less than two-thirds of the paid-up members present and voting at that meeting.

### **14. Indemnity**

Neither the Society nor its members will be liable for any loss or injury however caused or sustained by any member or visitor or any activity of the Society. All persons taking part in Society activities will be deemed to have accepted this condition and the responsibility for informing visitors of it rests with the member inviting them. Members and their families and guests shall exercise all reasonable care in respect of their property and that of the Society, other members, visitors and hosts.

## APPENDIX

### A.1 Rates and Classes of Subscription

*For the purposes of Rule 4a) the following are effective from 1<sup>st</sup> July 2015:*

Membership Class	Amount	Due Date
Ordinary (individual or organisation)		
<ul style="list-style-type: none"> <li>Full year or if joining between 1<sup>st</sup> July and 31<sup>st</sup> December</li> </ul>	£20	On 1 <sup>st</sup> July or on application
<ul style="list-style-type: none"> <li>Part Year when joining on or after 1<sup>st</sup> January</li> </ul>	50% of above	On application, with renewal due on 1 <sup>st</sup> July in the same year
President & Vice Presidents, Life Membership	Nil	From 1 <sup>st</sup> July after appointment

*Subscription rates for 2015 are as approved by the Annual General Meeting on 1<sup>st</sup> November 2014*

### A.2 Committee Posts

a) *For the purposes of Rule 6b) the Society's Additional Officers on the committee from 1<sup>st</sup> November 2014 are:*

Editor; Membership Secretary; Publicity Officer and Webmaster.

b) *For the purposes of Rule 6b) the Society's Supporting Officers are from 1<sup>st</sup> November 2014 are:*

Archivist; Publications Officer; Events Organiser.

### A.3 Bank Accounts

For the purposes of Rule 7d) the requirements for operating the Society's accounts are:

- Authorised signatories for any Society bank or other financial account shall comprise the Chairman, Secretary, Treasurer and one other designated Committee Member.
- When authorising payments or transfers from or between any Society accounts two signatories are required for any item up to and including £500 and three (3) signatories are required for any items in excess of £500. In all cases the Chairman or Treasurer must be one of the signatories.
- The opening, closing or any significant change to the operation of any Society account must be authorised by the Chairman, Secretary and Treasurer but in the unavoidable absence of any one of those Officers the other designated Committee Member may sign in their place.