

Swaledale and Arkengarthdale Archaeology Group

CONSTITUTION

1. NAME

The name of the Group is the Swaledale and Arkengarthdale Archaeology Group ("SWAAG").

2. OBJECTS

SWAAG is established for public benefit in the Swaledale and Arkengarthdale area to investigate and record any aspect of past human activity and the natural environment; to make available the results of this work; and to stimulate public interest in the history, heritage and environment of the area by informing and educating.

In furtherance of these Objects SWAAG may:

- a. hold meetings, lectures and temporary and/or permanent exhibitions;
- b. publish papers, reports and other literature;
- c. make surveys and prepare maps and plans and collect information;
- d. promote research into subjects directly connected with the Objects;
- e. employ and remunerate any person or persons to supervise, organise and carry out work for SWAAG;
- f. raise funds and invite and receive contributions from any person or persons whatsoever by way of subscription or donation or grant;
- g. subject to such consents as may be required by law sell, lease or let or transfer in trust all or any assets of SWAAG;
- h. borrow or raise money for the purpose of SWAAG on such terms and on such security as the Committee shall think fit;
- i. do all such other lawful things as are necessary for the attainment of the said Objects.

3. MEMBERSHIP

- a. Membership shall be open to any person aged eighteen or over who is interested in furthering the Objects of SWAAG, on payment of the annual subscription.
- b. Every Member shall have one vote.
- c. The Committee may by unanimous vote and for good reason refuse membership to any individual, and may terminate the membership of any individual. In the case of termination of membership, the individual concerned shall have the right to be heard by the Committee, accompanied by a friend, before a decision is made.

4. SUBSCRIPTIONS

The annual subscription shall be determined from time to time by the Committee and shall be payable on or before 1st July each year. Membership shall lapse if a subscription is unpaid three months after it is due. The subscription of a Member joining in the three months preceding 1st July in any year shall be regarded as covering membership for the subscription year commencing on 1st July following the date of joining.

5. ANNUAL GENERAL MEETINGS (AGM)

- a. An AGM of SWAAG shall be called by the Committee on not less than 21 days' notice given to each Member, but shall in any event be held not later than 31st October of each year. The business of the AGM shall be to receive the minutes of the previous AGM and the Committee's report and accounts for SWAAG for the previous year, to elect Officers and members of the Committee, to appoint an independent examiner, and to transact such other business as may from time to time be necessary.
- b. Business shall not be conducted at an AGM unless there is a quorum present. 5 members or 25% of the membership whichever is the greater personally present shall constitute a quorum.
- c. Decisions at AGMs shall be decided by a simple majority of members present. In the event of an equality of votes the Chairman shall have a second or casting vote.

6. SPECIAL GENERAL MEETINGS (SGM)

- a. The Committee may call an SGM of SWAAG at any time.
- b. If at least ten members request an SGM in writing stating the business to be considered the Secretary shall call such a meeting.
- c. At least 21 days' notice of such a meeting must be given to all members and the notice calling the meeting shall set out the business to be considered

7. OFFICERS

The Officers shall consist of Chairman, Secretary and Treasurer all of whom shall be ex-officio Members of the Committee. Officers shall be elected for a term of three consecutive years from the conclusion of the AGM at which they are elected and at the end of that period they shall retire but shall be eligible for re-election. Nominations for the election of Officers shall be made in writing to the Secretary at least 10 days before the AGM. Nominees must be fully paid-up members of SWAAG of at least three months standing and nominations must be supported by a proposer and seconder and the written consent of the proposed nominee. Both proposer and seconder must be fully paid-up members of SWAAG of not less than three months standing. The election of Officers at the AGM shall be completed prior to the election of Committee members. The Committee may fill any casual vacancy occurring among Officers of SWAAG but any person so appointed to fill such vacancy shall only hold office until the AGM next following their appointment but shall be eligible to stand for election at that meeting. If there are insufficient nominations prior to the AGM then nominations may be accepted at the AGM.

8. THE COMMITTEE

- a. The Committee shall be responsible for the management and administration of SWAAG.
- b. The Committee shall consist of the three Officers and three other elected Members.
- c. Nominations for election to the Committee shall be made in writing to the Secretary at least ten days before the AGM.
- d. Nominees must be fully paid-up members of SWAAG of at least three months standing and nominations must be supported by a proposer and seconder and the written consent of the proposed nominee. Both proposer and seconder must be fully paid-up members of SWAAG of not less than three months standing. If nominations exceed the number of vacancies, a secret ballot shall take place at the AGM on a 'first past the post' basis. If there are insufficient nominations prior to the AGM then nominations may be accepted at the AGM.
- e. The three elected Members shall retire from office at the end of the AGM next after the date on which they came into office but they shall be eligible for re-election.
- f. The Secretary shall give Committee Members at least 7 days' notice of meetings.
- g. The quorum for a Committee meeting shall be four.
- h. Decisions at Committee meetings shall be decided by a simple majority of the members of the Committee present. In the event of an equality of votes the Chairman shall have a second or casting vote.
- i. The Committee may fill casual vacancies occurring among Members of the Committee. Any person so appointed to fill such casual vacancy shall hold office until the AGM next following their appointment but shall be eligible to stand for election at that meeting.
- j. The proceedings of the Committee shall not be invalidated by any defect in the election, appointment or co-option of any Member.

9. SUB-COMMITTEES

The Committee may constitute sub-committees as it considers necessary. The Chairman and Secretary of each sub-committee shall be appointed by the Committee and all actions and proceedings of each sub-committee shall be reported to the Committee within seven days of the meeting of the sub-committee. Officers and Members of the Committee may be members of any sub-committee. Sub-committees shall be subordinate to and regulated by, and may be dissolved by, the Committee. The Chairman shall be an ex-officio member of all sub-committee meetings.

10. HONORARY PRESIDENT AND VICE PRESIDENTS

SWAAG may have:

- a. An Honorary President elected by a simple majority of members voting at a general meeting and who shall serve a term not exceeding ten years from the date of election. The Honorary President shall for the period during which he/she holds office be accorded all rights of membership; shall be exempted from the payment of any annual subscription and shall be invited to and entitled to attend all Committee meetings. The Honorary President shall be eligible for re-election at the end of his/her period of tenure.
- b. At anyone time up to four Honorary Vice Presidents each of whom shall be elected by a simple majority of members voting at a general meeting and each of whom shall serve for a term not exceeding five years from the date of election. Honorary Vice Presidents shall for the period during which they hold office, be accorded all rights of membership and be exempt from the payment of any annual subscription. Honorary Vice Presidents shall be eligible for re-election at the end of their period of tenure.

11. DECLARATION OF INTEREST

It shall be the duty of every Member who is in any way directly or indirectly interested financially or professionally in an item discussed at any meeting of SWAAG (including any meeting of the Committee or any sub-committee) at which he or she may be present to declare such interest and he or she shall not discuss such item or vote thereon.

12. ACCOUNTS

- a. The financial year shall be from 1st July to 30th June.
- b. The Treasurer shall prepare accounts at each year end and submit them to an independent examiner and transmit them to Members at least 21 days prior to the date of the AGM.

13. RECEIPTS AND EXPENDITURE

- a. The funds of SWAAG, including all donations, contributions and bequests, shall be paid into such bank and other accounts in the name of SWAAG as the Committee shall from time to time open and operate.
- b. All cheques and other financial instruments drawn on the account or accounts must be signed by at least two members of the Committee.
- c. The funds belonging to the organisations shall be applied only in furthering the Objects.
- c. Any funds belonging to the Group may be invested by the Committee in such investment or asset as it may think fit subject to such authority, approval or consent as may be required by law or by any trusts or funding organization.

14. AMENDMENTS

This constitution may be amended by a two-thirds majority of members present and voting at an SGM, provided that 21 days' notice of the proposed amendment has been given to all members by post or electronically.

15. NOTICES

All notices required to be given to a Member shall be deemed to have been properly given if sent by post or electronically to the last notified postal or electronic address of that member.

16. DISSOLUTION

SWAAG may be dissolved by a two-thirds majority of fully paid-up members present and voting at an SGM. If a motion for the dissolution of the Group is to be proposed at an SGM, this motion shall be referred to specifically when notice of the Meeting is given to members. In the event of dissolution, the assets remaining after paying all of SWAAG's creditors shall be transferred to one or more organisations having objectives similar or reasonably similar to SWAAG as shall be chosen by the Committee and approved by a simple majority of fully paid-up members present at the meeting at which the decision to dissolve SWAAG is taken.

Adopted at a meeting of Members on 10 August 2010.