

South Eastern and Chatham Railway Society

Constitution

1 **TITLE:** The Society shall be called the South Eastern and Chatham Railway Society. It may also be referred to as the South Eastern & Chatham Railway Society, but use of the former is preferred. For informal use and concision, the term SECSoc may be used, but this shall not be used in formal application or in official documents or publications.

2 **OBJECTS:** The Objects of the Society are:

- (i) promotion of the South Eastern and Chatham Railway, its constituents and successors;
- (ii) the acquiring of knowledge through research and its interchange and dissemination through Society vehicles;
- (iii) encouragement and presentation of accurate modelling of all facets of the railway, its constituents and successors.

3 **MEMBERSHIP:** Application to join the Society can be made by completion of the application form on the Society's website or by written application to the Membership Secretary. Membership is subject to subscription (see clause 4). The minimum age for admission shall be eighteen years. Applications from younger persons may be considered on merit and within the bounds of any associated regulations in force at the time of application.

4 **SUBSCRIPTIONS:** The rate of subscription shall be determined by the Committee and shall be notified to members in the edition of the Society's newsletter *Onward* preceding the end of the financial year.

Subscriptions are due on 1st February each year and are to be paid at, or before, the Annual General Meeting for that year. Defaulting members shall forfeit their voting rights at that or subsequent General Meetings. The Committee shall have the power to terminate the membership of any member remaining in arrears at the end of that financial year; whilst in default, any member shall not expect to receive copies of the Society journal or other publications.

5 **MANAGEMENT:**

- (a) The management of the Society shall be carried out by a Committee consisting of its officers comprising the Chairman, Secretary, Treasurer and Membership Secretary, and up to a maximum of six other members as co-opted from time to time by the Committee's officers. All Committee officers and members shall be fully paid-up members of the Society.
- (b) The Committee officers and members shall be nominated, proposed and seconded at each Annual General Meeting. Nominations for Society officers shall be in writing to the Secretary at or before the end of the preceding financial year.

- (c) The election of Committee officers and members shall take place by ballot of members present at the Annual General Meeting.
- (d) Officers and standing members of the Committee shall hold office for one year and members, if co-opted mid-term, until the following AGM; all shall be eligible for re-election.
- (e) A quorum for a meeting of the Committee shall be five of which two are Committee officers.
- (f) The financial year shall run from 1st February to 31st January following.
- (g) The Accounts shall be presented by the Treasurer to the Annual General Meeting following the end of the financial year and after review by the methods deemed necessary by the Committee.
- (h) No member shall undertake any activity purporting to be on behalf of the Society without the prior permission of the Committee and given in writing by the Secretary or his/her appointed proxy.

6 MEETINGS:

- (a) Meetings shall be arranged as necessary for the furtherance of the objects of the Society. The meetings may be held in person, by electronic means or a mixture of both as determined by the Committee. The form of the meeting shall be notified to members in the Society newsletter *Onward*.

An Annual General Meeting (AGM) shall be held once in every year to receive the accounts, elect Committee officers and members for the ensuing year, and transact any outstanding business.

- (b) The Secretary, agreeing the date with the Committee, shall arrange the AGM. Members shall be notified in advance of the AGM in the Society's newsletter *Onward*, by electronic means individually, or by both means. Should circumstances militate against holding the AGM during March or April for preference or within the year concerned, it should be held as near to those months as is possible or as circumstances permit respectively.
- (c) Extraordinary General Meetings (EGMs) shall be called as necessary by the Committee or by the Secretary if required to do so in writing by five members. The notice calling the EGM shall state the business for which the meeting is called, and no other business shall be conducted at that meeting.
- (d) No business shall be transacted at any General Meeting unless a quorum of members is present. A quorum shall be of eight members present of which two are Committee officers.
- (e) If within half-an-hour of the time appointed for a meeting a quorum is not present, the meeting shall be adjourned for fourteen days to such other day and such other time as the Committee may determine. If a quorum is not present within half-an-hour from the time appointed for the adjourned meeting, the members present shall be deemed to be a quorum.

7 CONSTITUTION:

Each member of the Society shall be entitled to view this Constitution on the Society's website or seek a printed or electronic copy from the Secretary. By the payment of subscription membership is implemented and members shall be deemed to have accepted the provisions of this Constitution.

Any alterations of this Constitution proposed by the Committee shall be notified to the membership at least one month ahead of a Meeting set up to deal with the matter, as described in Clause 6. The notification shall specify the intention to propose the alteration and include the full particulars of the proposed alterations. For the proposed alterations to be adopted, revoked, added to or altered before adoption, a majority shall be cast by two-thirds or more of the members present and entitled to vote at the Meeting.

The Committee shall be empowered to determine any matters not provided for in this Constitution.

This Constitution has been written referring to electronic media used at the time of publication. Should other forms of electronic media subsequently come into force and be adopted by the Committee for general Society use, then, where defunct media are referred to here, they can be considered to be supplanted by the new media.

This Constitution has been written referring to Society publications in force at the time of publication. Should these publications subsequently be replaced by alternatives, then, where the defunct publications are referred to here, they can be considered to be supplanted by the new publications.

In this Constitution, where reference is made to 'members present' it shall mean 'those members present in person'. Should the Committee enable an electronic voting system then, when it is in force, 'members present' shall mean 'those members present in person and those attending by the electronic media in force at the time of the meeting'.

In this Constitution, where there is reference to an action or application to be made 'in writing', this shall mean 'by written letter or by electronic transmission using media in force at the time of the action or application'.

8 PUBLICATIONS:

Members are encouraged to provide material for publication in the Society's publications: the journal *Invicta*, newsletter *Onward, Modellers' Gazette* and any other publication promoted by the Society. They may also have articles published in other magazines, books, on-line, etc. However, should those articles use information from the Society's archive, associated information sources or other members' sources, notification to relevant members and the Committee and acknowledging the Society in any such publication should be considered good practice. In such

cases, it would be useful for the author to notify the Editor of *Onward* to make other members aware such publications or articles are available.

9 DISSOLUTION:

In the event of the dissolution of the Society, any balance of assets over liabilities shall be devoted to such purpose or purposes as shall be agreed at an Extraordinary General meeting. In the event of liabilities exceeding assets, the deficit shall be borne in equal shares by all members.

10 LIABILITY:

- (a) The Society shall not be liable for:
 - (i) loss or damage to any property howsoever caused;
 - (ii) injury sustained by, or death caused to, any member or their guest however caused.
- (b) Each member shall indemnify the Society in respect of any claim made against the Society arising out of the negligence of the member or their guest.

Rev: Proposed Consolidated Constitution 12 January 2023, GGL