

## The Monmouthshire Antiquarian Association

(founded as the Caerleon, later the Monmouthshire and Caerleon Antiquarian Association, 1847)

Reg. Charity: 1022927

CONSTITUTION ADOPTED 2022 and notified to Charity Commission 2023

**Addition accepted at AGM2025. It has been established with the Charity Commission that this amendment of the rules for voting does not require their approval.**

### 1. Name

The Name of the Association (hereinafter 'the Association') is  
**The Monmouthshire Antiquarian Association.**

### 2: Object and Powers

**Object:** The Association is established for the public benefit in the area of the historic County of Monmouth for the purposes of educating the public in the archaeology, antiquities, architecture and history of that area.

**In furtherance of this Object**, providing nothing shall be done to cause the Association to cease to be a Charity as defined by Law, the Association may have the **Power** to:

- 2.1. promote research and promote the results of that research.
- 2.2. make surveys, plans, collect information in relation to any place, structure or thing in the area aforesaid or parts contiguous.
- 2.3. undertake and support archaeological excavations and research in the area aforesaid.
- 2.4. publish a learned Journal entitled *The Monmouthshire Antiquary*, papers, reports and other literature.
- 2.5. hold meetings and a free annual public lecture, other lectures, conferences, day schools, exhibitions and arrange excursions.
- 2.6. maintain a reference library open to the public.
- 2.7. raise funds, invite and receive contributions from any person, persons or institution by subscription, donation or otherwise, provided no permanent trading activities are undertaken.
- 2.8. make grants and support any person or institution
- 2.9. acquire property by purchase, gift or otherwise.

### 3: Membership

3.1 Membership is open to all.

3.2 Annual membership starts on January 1<sup>st</sup>. If joining after January and the member receives the journal, *The Monmouthshire Antiquary*, then a full subscription is payable. If joining late in the year and no journal is required, the subscription may be carried forward until the following year.

3.3 Categories of membership will be decided by the committee and reviewed as necessary. They will be available on the website and by application to the Secretary.

### 4: Subscriptions

4.1 The annual subscription appropriate to each category of Member shall be decided by the Annual General Meeting on the proposal of the Committee.

4.2 Honorary Members do not need to pay a subscription.

4.3 No Member shall have the power to vote at any meeting of the Association whilst their subscription is in arrears.

4.4 No Member shall receive *The Monmouthshire Antiquary* whilst his or her subscription is in arrears.

4.5 The Association will remind members of any arrearage at least once, but after two years' non-payment of arrears their membership shall be considered to have lapsed and they will be informed to that effect. They may be reinstated as Members upon payment.

## **5: Meetings**

5.1 An Annual General Meeting shall be held between March and May, at least four weeks' notice being given in writing to all Members of the Association. The quorum at the Annual General Meeting shall be thirty Members of the Association or 20 percent of the Membership, whichever is lower.

5.2 The Annual General Meeting shall receive the reports of the Committee and the accounts for the preceding year and such other items as the Committee determine.

5.3 The Annual General Meeting shall elect Officers and Members of the Committee.

5.4 Special General Meetings may be convened at any time by the Committee or by six members of the Association signing a paper containing the motion to be decided, duly proposed and seconded and delivered to the Secretary. The notice provisions and the quorum shall be as for an Annual General Meeting.

**5.5 Meetings may be held in person and/or by electronic means.**

**5.6 Members can carry out the business of the association in person or by post.**

**5.7 Voting can take place in person, by post, by email or by electronic voting during a virtual meeting.**

## **6: Patrons, President & Other Honorary Officers**

6.1 The Committee may elect a **Patron or Patrons** whose work enhances the **Object**. A Patron will be ex officio an Honorary Member for a term determined by the Committee.

6.2 The Committee may elect a **President** who will be ex officio an Honorary Member for a term determined by the Committee. The President shall preside at the Annual General Meeting or shall appoint a deputy to do so.

6.3 The Committee may elect an **Honorary Librarian** who will be ex officio an Honorary Member for a term determined by the Committee. The Honorary Librarian will advise the Committee members responsible for the Library.

6.4 The Committee may elect an **Honorary Editor** who will be ex officio an Honorary Member for a term determined by the Committee. The Honorary Editor will report to the Committee about the progress of the journal and the financial implications of its publication and distribution.

The Honorary Editor shall be wholly responsible for the journal, *The Monmouthshire Antiquary*, namely the choice of contents, the obtaining and, within the limits of expenditure laid down by the Treasurer, the acceptance of a printer's estimate, the printing of the Journal, the provision of offprints, and all like matters. The Editor may appoint an editorial committee to assist.

## **7: Officers**

7.1 The Officers consist of a) Chair, b) Treasurer, c) Secretary, d) any other officer deemed necessary by the Committee for the proper working of the Association.

7.2 Members of the Committee, including the Officers, shall serve for a term of three years, renewable for a further term of three years, before stepping down for at least one year.

7.3 Nominations for the election of Committee members, duly proposed and seconded and with the consent of the Member nominated, must be delivered in writing or by digital communication to the Secretary at least two weeks before the date of the Annual General Meeting.

7.4 Vacancies among the Officers may be filled by the Committee by co-option until the next Annual General Meeting.

7.5 The duties of the Officers include:-

a) The Chair shall preside at meetings (other than the Annual General Meeting), or may appoint a deputy from the Committee, to do so.

b) The Treasurer shall control all monies of the Association and shall ensure that the expenditure is limited to purpose authorized by the Committee. The Treasurer shall oversee the subscription income and Membership list and advise the Association of arrearages. The Treasurer shall prepare the annual accounts from January 1st to December 31st in every year to place before the AGM, and shall obtain any audit of the accounts as required. Interim summary financial reports shall be supplied to Committee meetings.

c) The Secretary shall keep records of all General and Committee meetings and attend to correspondence. The Secretary shall make arrangements for meetings and lectures and coordinate the programme for the year. The Secretary shall assist with the preparation of the annual report of the Committee, and may facilitate a newsletter which shall be sent to members. The Secretary is responsible for communication with the Charity Commission and to keep the Committee and Members up-to-date with its recommendations.

d) The duties of any other Officer shall be determined by the Committee.

## **8. The Committee**

8.1 The Committee is responsible for the management and administration of the Association.

8.2 The Committee consists of the Chair, Treasurer and Secretary, together with twelve Members any of whom may also be an Officer as required. They will be elected for three years, renewable for a further term of three years, before stepping down for at least one year before being eligible for re-election. Ex-officio

8.3 Honorary Officers may attend any Committee meeting by notifying the Secretary of their intention and shall receive a copy of the Minutes of Committee meetings. Honorary Officers do not have the right to vote unless they are also an Ordinary Member of the Committee.

8.4 The Committee may co-opt additional members who shall attend in an advisory and non-voting capacity.

8.5 In the event of an equality of voting, the Chair shall have a casting vote.

8.6 Nominations for the Committee shall be proposed and seconded by any two Members of the Association, and with the consent of the person nominated, delivered in writing to the Secretary at least two weeks before the date of the Annual General Meeting. If the number of nominees exceeds the number of vacancies, a ballot shall be held.

8.7 The Committee shall meet no fewer than three times a year. Members of the Committee shall have at least two weeks' notice of each meeting. The quorum at any meeting shall be two Officers and three Ordinary Members.

8.8 Vacancies in the Committee may be filled by co-option until the next Annual General Meeting.

8.9 Committee members are normally expected to attend at least 2 Committee meetings a year. Apologies should be made in advance of the meeting if they are unable to attend. Persistent breaches will result in termination of their membership of the Committee at the discretion of the remaining Committee and they will be informed of this by the Secretary.

## **9. Subcommittees**

Sub-committees may be formed as necessary and the decision recorded in the minutes.

Advisory, non-voting additional members may be co-opted. Sub-committees should report their recommendations to the next Committee meeting.

## **10. Trustees:**

The Officers and Members of the Committee shall be Trustees of the Association. Any two Trustees may enter into an agreement on behalf of the Association authorised by resolution of

the Committee recorded in the Minutes. The Secretary will copy to the Trustees any relevant communications received from the Charity Commission.

### **11. Amendments**

11.1 This Constitution may be amended by a **two-thirds majority** of Members present at an Annual General Meeting or other General Meeting, provided that four weeks' notice shall have been given to all Members of the proposed change or changes and provided that nothing contained therein shall have the effect of causing the Association to cease at any time to be a Charity.

12.2 Amendments may be proposed by the Committee or by six Members of the Association signing a paper containing the proposed change or changes delivered to the Secretary at least six weeks before the date of the Annual General Meeting or other General Meeting.

### **12 Notices**

Any notice required under this Constitution shall be deemed to have been duly given, if left at or sent by prepaid post or email to the address as last notified to the Secretary.

### **13 Documents**

Papers, minute-books and other records belonging to the Association may be deposited in the Library of the Association or offered to Gwent Archives if the Committee agrees.

### **14. Dissolution**

14.1. The Association may be dissolved by a two thirds majority of Members voting at an Annual or Special General Meeting confirmed by a simple majority of Members voting at a Special General Meeting held not less than two weeks after the initial meeting. The Notice convening the initial meeting shall include Notice of the second Meeting conditional on the initial dissolution resolution being passed by the requisite majority. No quorum requirement shall apply at either meeting.

14.2 If the members resolve to dissolve the Association the Trustees will remain in office as Charity Trustees and be responsible for winding up the affairs of the Charity.

14.3 The Trustees must collect in all the assets of the Association and must pay or make provision for all liabilities of the Association.

14.4 The Trustees must apply any remaining property or money:

- a) by transfer for the benefit of Caerleon Museum
- b) by transfer to any charity or charities for purposes the same or similar to the Association
- c) in any other such manner as the Charity Commission for England and Wales (the Commission) may approve in writing in advance.
- d) the Members of the Association may pass a resolution before or at the same time as the resolution to dissolve the Association specifying the manner in which the Trustees are to apply the remaining property or assets of the Association if it is consistent with the paragraphs a) – c) inclusive in the subclause above.

e) Under no circumstances shall the net assets of the Association be paid to or distributed among the Members of the Association.

14.5. The Trustees must notify the Commission promptly that the Association has been dissolved. A final financial report shall be supplied.

14.6 On dissolution, all papers, minute-books and other records belonging to the Association shall be offered to Gwent Archives for preservation.

**Current Membership Categories** to be included on the website or available on application to the Secretary. Not part of the Constitution. Current rates set by committee on 24<sup>th</sup> January 2024

a) **Ordinary: one person receiving one copy of the journal and one copy of other papers sent out by the Association, and having a single vote at the AGM £20**

b) **Shared:** for two persons living at the same address, receiving one copy of The Monmouthshire Antiquary and one copy of other papers sent out by the Association, but shall have one individual vote each at the AGM. £25

c) **Student membership: it was agreed that student membership should be £5 with digital only access to the journal.**

d) ) **Institutional:** for libraries, museums and other societies or associations having similar Objects, who may nominate a representative to attend General Meetings.

\*Two categories a) local organisations charged at £18.00

b) large institutions who subscribe through EBSCO, charged at £35.00

e) **Honorary:** persons who are able to substantially advance the Object, or have been of substantial service to the Association. They are recommended by the Committee.

\*Amended by committee decision (15<sup>th</sup> October 2024 )