



# Friends of Berwick & District Museum and Archives

Charity Registration No: 1042273

## THE CONSTITUTION

### 1. NAME

The name of the Association shall be "Friends of Berwick and District Museum and Archives". It is herein referred to as "The Friends".

### 2. OBJECTS

The objects of The Friends are the education of the public by promoting, supporting and assisting (i) the preservation of archives relating to Berwick-upon-Tweed and North Northumberland and their local accessibility for historical research; and (ii) the use of the Berwick-upon-Tweed Museum and Art Gallery.

### 3. ACTIVITIES

The objects are to be achieved through the activity of a group of Friends. The Friends shall have power to:

- a) generally further the charitable purpose of The Friends;
- b) generally further the aims and objectives of the Berwick-upon-Tweed Museum and Art Gallery and of the Berwick-upon-Tweed Record Office;
- c) engage in, support and co-ordinate voluntary assistance for the archives and museum and art gallery services, educational activities, publicity, advertising, and fundraising for the furtherance of The Friends' objectives;
- d) appoint representatives and delegates to any other bodies with whom The Friends may be concerned;
- e) take any other lawful action to promote the said object of The Friends.

### 4. MEMBERSHIP

There shall be three categories of membership:

- i. Individual (open to individuals over the age of eighteen)
- ii. Family (for all individuals in a family residing at the same address)
- iii. Institutional (for institutions and other bodies)

Categories of membership may be varied at an Annual General Meeting, if a formal motion, duly proposed and seconded, is supported by more than fifty per cent of the members of The Friends then and there present.

## **5. PRESIDENT**

The Friends' Committee may appoint a President and Vice President at the invitation of the Committee, these appointments to be approved by the Annual General Meeting.

## **6. COMMITTEE**

The Committee shall consist of the following Officers and Members: a Chair, a Secretary, a Treasurer, and up to seven Ordinary Members, who shall each be elected at the Annual General Meeting and serve for two years. Any members of the Committee may additionally be designated to the roles of a Vice-Chair and an Editor of the Newsletter provided that the total number of elected officers and members does not exceed ten. All Officers and elected Committee members must be members of the Friends of Berwick and District Museum and Archives and shall be eligible for re-election at the appropriate Annual General Meeting.

The Curator of the Berwick-upon-Tweed Museum and Art Gallery and the Archivist in charge of the Berwick-upon-Tweed Record Office shall be *ex-officio* members of the Committee.

The Committee shall have power to co-opt not more than four additional members; such co-opted members may or may not be members of The Friends, but their co-opted status shall be reviewed at the Annual General Meeting following their co-option. The structure of the Committee and the work of any Sub-committee(s) shall be kept under constant review.

Elected members of the Committee shall serve as Trustees of The Friends and shall be notified as such to the Charity Commission.

## **7. SUBSCRIPTIONS**

The annual subscription to The Friends shall be such sums as may be fixed by The Friends' Annual General Meeting. Subscriptions shall become due on the first day of January in each year. Friends whose subscriptions are twelve months in arrears shall be automatically excluded from membership.

## **8. MEETINGS**

General Meetings. The Annual General Meeting of The Friends, of which at least twenty-one days notice shall be given to all members by the Secretary, shall be held during the month of March in each year.

The Committee may at any time, and shall within fourteen days after receiving a request in writing of any ten Friends, call a Special General Meeting of which not less than fourteen days notice shall be given by the Secretary to each Friend, specifying the business to be transacted.

Annual General Meeting. The business of the Annual General Meeting shall be to receive a report from the Committee, to receive the annual accounts and to appoint auditors, and to consider any proposal of which due notice has been given. The business shall also include the election of Officers and Committee Members.

Committee Meetings. Committee Meetings shall be held not less than three times every year. Five members shall constitute a quorum. In the absence of the Chair or Vice-Chair, those present may elect a Chair for the meeting from among their number.

In the event of urgent single issues, the Committee may agree that, for the efficient transaction of such business, members shall give their views electronically or by phone, without the need for a formal meeting.

## **9. COMMITTEE POWERS AND DUTIES**

The Committee shall have the general management and direction of the funds and affairs of The Friends and in particular (but without prejudice to the generality of the foregoing):

- a) may appoint such Sub Committees as it deems appropriate;
- b) may nominate any members of The Friends as delegates to serve on another body;
- c) may pay the whole or any part of the expenses of any member in or about the execution of any of his or her functions and duties on behalf of The Friends;
- d) may make, and from time to time vary, rules not inconsistent with this constitution, etc.;
- e) may fill casual vacancies from time to time in its membership.

## **10. ACCOUNTS**

All funds and assets in the possession of The Friends shall be held, paid and applied as the Committee may direct within the objects of The Friends, and pending such direction all funds shall be held in a separate bank account in the name of The Friends with such bankers as the Committee may from time to time direct.

All funds drawn on the account must be authorised by at least two designated officers of the Committee. All documents requiring endorsement shall be sufficiently endorsed if signed by one of them.

## **11. AUDITORS**

An auditor, who need not be a member of The Friends, shall be elected at the Annual General Meeting.

## **12. ALTERATIONS**

No alterations may be made to this constitution except by, and with the authority of, a resolution submitted in writing to the Secretary either as in clause 8 or not less than thirty days before a General Meeting. No alterations shall be made which would affect The Friends' charitable status. No amendment may be made to clause 2, clause 12 or clause 14 of this constitution without the prior approval of the Charity Commission. This Constitution shall be reviewed quinquennially.

## **13. NOTICES**

Notices to Friends shall be deemed sufficiently served if sent by ordinary prepaid post, or by e-mail or delivered by hand, to an address of the Friend registered on his/ her membership form.

## **14. WINDING UP**

The Friends may be dissolved by a Resolution passed by a two-thirds majority of those present and voting at a Special General Meeting convened for the purpose of which twenty-one days notice shall have been given to the members. Such resolutions may give instructions for the disposal of any assets held by or in the name of The Friends, provided that if any property remains after the satisfaction of all debts and liabilities, such property shall not be paid to or distributed among the members of The Friends but shall be given or transferred to such other charitable institution or institutions having objects similar to some or all of the objects of The Friends as The Friends may, with the approval of the Charity Commission or other authority having charitable jurisdiction, determine.

**Revised: March 2019**