

## **CONSTITUTION AND RULES**

### **1. NAMES AND OBJECTIVES**

- (a) The Society shall be known as the Cardiff Philatelic Society (the Society)
- (b) The objects of the Society shall be to promote the study and practice of philately of all periods of the area now geographically represented by the wider Cardiff area and to provide facilities for the exchange of information and material relevant to such study.

### **2. MEMBERSHIP**

- (a) Membership of the Society shall be open to both amateur and professional collectors.
- (b) Applications for membership shall be submitted to the Secretary on the prescribed form.
- (c) The Secretary may at his discretion admit applicants to membership, but shall not refuse an offer of membership without reference to the Committee.
- (d) Members shall abide by the rules of the Society.
- (e) Members violating the rules of the Society, or whose conduct is considered prejudicial to the interests of the Society, shall be liable, on a majority vote of the Committee, to be suspended, or to be asked to resign their membership, or to have their membership terminated. Notice of the Committee's decision will be given, in writing, by the Secretary. Members shall have the right of appeal to the Society, by writing to the Secretary within 14 days of receipt of such information. The appeal will be heard at an Extraordinary General Meeting of the Society.

### **3. MANAGEMENT**

- (a) The affairs and day to day business of the Society shall be conducted by the Executive Committee.
- (b) The Executive Committee shall consist of the Chairman, Secretary, Treasurer, and Packet Secretary elected at the Annual General Meeting. In the event of two offices taken by one member that officer is only allowed one vote.
- (c) The Committee shall include the executive committee officers and up to four elected members and will be responsible for general oversight and management of the Society's affairs.
- (d) The Committee may appoint a member to fill any vacant office, whether executive or nonexecutive. Any such appointment must be approved at the next Annual General Meeting.
- (e) The decision of the Committee on all matters affecting the Society, not provided for in the Constitution, shall be final and binding on all members.
- (f) Executive Committee members shall carry out their duties in accordance with rules for the conduct of their respective office. Such rules shall be subject to the approval of the Committee.
- (g) The Committee may at any time appoint a Member or Members to represent the Society to affiliated organisations to promote the Society's objectives.
- (h) The Committee may transact its business in anyway it sees fit, but shall hold at least one committee Meeting per annum, at which a quorum shall be 4 members of which 2 must be Executive Committee members.

### **4. MEETINGS**

- (a) The Society shall hold its Annual General Meeting in May of each year, for the purpose of
  - i. electing the Executive Committee members and Committee members for the ensuing year,
  - ii. receiving the examined accounts for the previous year,
  - iii. receiving such other reports and statements as may be specified in the notice of the meeting and
  - iv. conducting such other business as is specified in the Agenda for such meeting or as may be raised by the members attending of which not less than 14 days-notice shall be given
  - v. ratifying the subscriptions for membership for the forthcoming year.
- (b) The Committee may call an Extraordinary General Meeting at any time by giving 14 days prior notice of same. Members who wish to call for an Extraordinary General Meeting of the Society must give 14 days-notice, which notice shall be signed by at least 3 members. Any Extraordinary General Meeting shall only deal with the business for which the meeting has been called.
- (c) Any alteration to the constitution can only be made at the AGM. Any changes to the constitution must be agreed by two thirds of the members present at the meeting.

- (d) For all General Meetings 40% of membership shall form a quorum.
- (e) Visitors and guests of members are welcome at meetings other than the Annual General Meeting.

## **5. SUBSCRIPTIONS AND FINANCE**

- (a) The Committee shall recommend subscription adjustments to the AGM for the ensuing year.
- (b) The Society's financial year shall commence on the first of April in each year.
- (c) Payment of the subscription, by a member, for the current year constitutes membership and entitlement to rights of membership. Subscriptions become due at the beginning of the new programme year (1 September). Any member who fails to pay his subscription within two months shall be suspended from, and forfeit all privileges arising out of, membership of the Society.
- (d) All new members shall pay the full annual subscription and shall be entitled to receive all prerogatives pertaining to that membership year. Where membership occurs in the last two months of the financial year the Committee may waive such payment.
- (e) The Treasurer shall keep accounts of all monies due to and paid by the Society during each financial year.
- (f) The Committee shall appoint an Examiner of Accounts (an Auditor) whose duties shall be to examine and confirm the Annual Accounts of the Society, An Account Examiner may be a member of the Society but only in exceptional circumstances may he/she be a Committee member. For example the holding of relevant accounting qualifications by a member may be regarded as exceptional circumstances.
- (g) The Treasurer shall render to the Society an account of all monies received and expended by and on behalf of the Society during each successive financial year and such account shall be circulated These accounts may be draft (i.e. unexamined) accounts but if they have been examined such fact shall be stated. The accounts when formally examined shall be presented to the Annual General Meeting.
- (h) The signatories to the Society's bank accounts shall be any two of three members of the Executive Committee.

## **6. NON-PROFIT DISTRIBUTING BODY**

Cardiff Philatelic Society is a non-profit making organisation.

## **7. DISSOLUTION**

- (a) The Society shall be wound up if a resolution to that effect is passed by a majority of two thirds of the Members attending and / or voting at a Special General Meeting called for that purpose. 28 days-notice of such meeting shall be given to all Members and the quorum shall be 40% of the Membership attending in person or by written proxy.
- (b) A Special Committee, comprising four Members shall be appointed by the Meeting to wind the Society up in accordance with the following procedure -
  - i. All non-cash assets of the Society shall be sold as soon as reasonably possible and the proceeds added to the Society's cash assets.
  - ii. The sum which represents the total realisation of the Society's assets shall be held to the order of the Special Committee. If a Society which has objectives primarily similar to the Society's objectives shall be formed within a period of 2 years from the date of the Special Meeting at which the Society shall be reformed, then the Special Committee shall pay the money to such Society. If no such Society shall be formed within 2 years of the Special Meeting, the Special Committee shall pay the sum to such organisation or organisations which have as their primary objective the furtherance of Philately / Stamp Collecting within the UK.
  - iii. In no event shall any of the assets be paid to or distributed among Members of the Society.
- (c) The Committee shall call a Final Meeting of Members not later than one year from the date of the cessation at which they will present a statement of the funds raised by the disposal of the Society's assets and held by the Special Committee.

*Adopted 31 March 2015*