

# The *Saltaire* History Club

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**To all regular attendees, correspondents and people in touch with  
Saltaire History Club**

Dear Friend

## **The Future Arrangements for Saltaire History Club from March 2015**

Whilst the History Club has had many very successful years and enjoyable events, the previous year or so has shown that the small number of volunteers, who have acted to organise the club and its events, have experienced difficulties when other personal pressures have had a significant impact of their available time.

In addition and without going into detail, some problems have been experienced, due to a few inappropriate claims from individuals that they somehow represent or speak on behalf of the club.

As a result, a small group of active participants in the club have come to the conclusion that the club does need a clear, written constitution, setting out its purposes and simple guidance rules.

This group met on 2<sup>nd</sup> February 2015 and agreed a draft constitution for the History Club and a membership application form. The notes of that meeting summarise the benefits of adopting a constitution, the thinking about some of the guidance required and the proposed intention to adopt a constitution at our March 12<sup>th</sup> 2015 meeting.

We hope you will approve this proposal and that those who wish to will apply to be a member of the club which will then empower you to influence the future direction of the club, the nature of its events and help ensure the good name of the association.

Best regards

Dave (Shaw)

on behalf of the current organisers of Saltaire History Club events

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February 2015

# Notes of a Meeting held to consider the future arrangement for Saltaire History Club.

Held on February 2<sup>nd</sup> 2015.

Present: David Shaw; David King; Roger Clarke; Colin Coates; Maggie Smith.

Apologies: Julie Woodward.

**NOTES:** The above group of people represent the small group of those active in arranging History Club events over recent years. This group came together due to concerns that over the last year to 18 months, other pressures on the most active individuals had caused some difficulties in both organising events, obtaining speakers and communicating activity.

In addition, some problems have arisen where the reputation of the History Club has been damaged at times through the inappropriate actions of some individuals that are generally perceived as representing the History Club.

Through communication with one another, this group had come to recognise that the History Club needs to adopt some formal mechanism for –

- 1) Appointing the individuals who would continue the good work of the club with some authority placed in them from a wider group of people with an interest in the Club.
- 2) Enable the Club to have a bank account with agreed signatories.
- 3) Be able to distinguish between those who wish to be involved as members of the club, those who wish to remain in a correspondence network and regular attendees of Club events.
- 4) Provide individuals selected to run the business of the Club with some legal authority to address issues of protocol and behaviour.

With these points in mind, those present considered a draft model constitution for a 'not-for-profit' association (obtained from the Charity Commission for Wales) that seems to offer the simplest, least bureaucratic, method for setting out the Saltaire History Club purposes and process guidance. The notes below record what this small group thought a draft constitution should cover and the process by which it should be put forward to a wider group of relevant others for adoption.

## The Constitution Document

- **The draft purposes** of Saltaire History Club were agreed as they are presented in the draft with a great deal of thought about how to ensure that any member of the

public, in addition to the existing network for the non constituted History Club at present, could be involved and encouraged to feel a part of the club.

- **The powers** for the club were included in the document even though these may never be used – they are seen as enabling if the group develops in a way where fund-raising and employment of people are possible should this become a feature of the club in future.
- **Membership** was agreed as being free and a draft membership application form was agreed for use with any individual over 18 years of age, who supports the purposes.
- Other rules about membership were seen as vital to ensure that no individual could act in any way as to damage the reputation of the Club.
- It was clarified that it will not be necessary to be a member of the Club in order to attend events and, conversely, it will not be necessary to be a regular attendee of events to be a member. Indeed, a membership list, a correspondence list and a list of those who represent an important source of research opinion, educational content and literature (a research/educational network) would be important to distinguish between.
- **Only approved members** of the group would, however, be able to appoint the organising committee, influence its development for the future, the nature of its events and its rules.
- A 3 year term for membership, renewable at the end of 3 years, was regarded as necessary to keeping membership lists as current as possible.

### **Annual Meetings and The Committee**

- All agreed the need for an AGM each year that would allow people who had been working hard for the club to stand down, allow for new committee members to take some responsibility and ensure all members will be clear as to whom they raise issues with.
- The committee was seen to need specific roles within its membership and these are outlined in the draft constitution. It was agreed that one committee member could however undertake more than one role if necessary.
- The need for the committee to adopt additional policies/rules was agreed in order to stay within key aspects of law for any formal association and also to protect the club's good name.
- It was agreed that these additional rules should be drawn up as separate to the constitution, adopted as policy documents that could be amended more easily should circumstances require that.

### **History Club Funds**

- It was agreed that a major advantage of adopting a constitution would be that any bank could then allow the setting up of a club bank account with two signatories.

- It was agreed that small amounts of fund raising could then also commence to widen the network of speakers to be sought for events.

### **Special General Meetings and Winding Up the Club.**

- These elements have to be in any constitution and were agreed.

### **The Process for Setting up the Saltaire History Club as an unincorporated, not for profit association.**

This was discussed at some length and the following agreed:

- That a membership application form, the draft constitution and an explanatory cover note should be forwarded to all regular attendees and the wider correspondence networks by the end of February 2015.
- That applicants for membership be encouraged prior to or at the start of the March 12 Club meeting.
- That the first half of the March History Club meeting be designated as the first members meeting, to approve the draft constitution for the more formal association and agree a committee of between 3 and 10 members for 2015/2016.
- That the committee, at their first meeting, approve the membership applications unless contraindicated and agree which roles to be assigned to specific committee members and the pattern of committee meetings for the year following.

# DRAFT CONSTITUTION

- **NAME:** The group's name is:

***Saltaire History Club**, which will act as an unincorporated, not-for-profit association.*

## **THE PURPOSES OF THE GROUP ARE :-**

- *To enable the sharing and dissemination of knowledge, literature and research about, or relevant to, aspects of the history of the World Heritage Site, Saltaire, through events and activities that are promoted through appropriate media.*
- *To encourage individuals to undertake independent research relating to Saltaire and assist in the promotion of the findings of good quality research through agreed media and networks.*
- *To encourage and promote, the free and open exchange of relevant information within its membership, and broader networks that include residents of Saltaire and all members of the public who share an interest in Saltaire's history.*
- *To encourage and promote the free exchange of relevant information to and from the wider research and educational communities.*
- *To co-operate with other relevant local, regional and national organisations in developing the Saltaire Archive, to achieve common purposes, and through gifting pieces of literature, research and artefacts to the archive.*

- **CARRYING OUT THE PURPOSES**

In order to carry out the purposes, the Committee has the power to :-

- a) Raise funds, receive grants and donations
- b). Buy or sell property, take on leases and employ staff
- c) Co-operate with and support other groups with similar purposes
- d) Do anything else within the law which is necessary to achieve the purposes.

- **MEMBERSHIP**

- a) The Committee may admit to membership anybody aged 18 and over who supports the purposes of the group. People who wish to become a member should apply to the Committee on the approved form (accompanying this draft).
- b) Membership shall be free of charge.
- c) Applicants for membership are required to declare any relevant commercial interests that could conflict with the purposes of a not for profit association, at the time of application. All members also will undertake to declare any actual or potential conflicts of interest in issues that present themselves during the period of their membership.
- d) Membership lasts for 3 years and may be renewed. The Committee will keep an up-to-date membership list.
- e) The Committee may expel from membership anyone who is judged to be in contravention of its rules, or who conducts themselves in a manner judged to be prejudicial to the reputation and

interests of the club and its members. Such disciplinary action will only be taken after the individual has had reasonable opportunity to be heard by the committee. A member who is expelled will have the right to appeal to the Chairperson of the committee who will arrange an appeal hearing within 6 weeks of written notification of the grounds for their appeal.

- **ANNUAL GENERAL MEETING – AGM**

- a. An AGM must be held within 18 months after setting up the Association and thereafter on an annual basis, with 14 days notice given to all members, with a clear agenda.
- b. There must be at least 8 members present at the AGM.
- c. The committee shall present the annual report and accounts each December for the prior financial year (April to April)
- d. Any member may put themselves forward for election as a committee member at the AGM.
- e. Every member has one vote.
- f. Members shall elect between 3 and 10 members to the committee.
- g. The committee members will retire at the next AGM and may stand for re-election.

- **COMMITTEE**

- a. The committee shall hold at least 3 meetings each year. They will elect a chair, treasurer, secretary, membership secretary and media/events secretary at their first meeting and thereafter at the first meeting after each AGM.
- b. At least 3 committee members must be at a committee meeting to be able to take decisions. (minutes shall be kept for every meeting and be available for members on request).
- c. The committee must keep accounts which may be viewed by any member on request.
- d. To best facilitate their activities, during the year, the committee may appoint up to 2 associate members onto the committee, who will stand down at the next AGM, but are eligible for re-appointment.
- e. The Committee may make reasonable additional rules for the proper conduct and management of the group. These rules must not conflict with this constitution or the law. These rules will include –
  - Upholding copyright legislation
  - Upholding Equalities legislation
  - Upholding Health and Safety legislation
  - Upholding Professional protocols

- **MONEY**

- a. Club funds must be held in the group's bank account. All cheques must be signed by 2 of 3 named Committee members.
- b. Club funds cannot be used to pay Committee members except to refund legitimate expenses.
- c. Club funds and property must only be used for the purposes of the group.

## **SPECIAL GENERAL MEETINGS**

Special General Meetings may be called by the Committee for the following reasons. All members must be given 14 days notice and told the reason(s) for calling the SGM.

- a) **Changing the Constitution** - The constitution may be changed by a two thirds majority of members present and voting at a Special General Meeting.
- b) **Emergency Special General Meetings** – to allow the members to decide on important issues.
- c) **Winding up** – the group may be wound up by a two thirds majority of members present and voting at a Special General Meeting. Any money or property remaining after payment of debts must be given to a group with similar (not-for-profit) purposes.

**THE PROCESS RECOMMENDED FOR -**

**SETTING UP THE ASSOCIATION BOUND BY THE PRECEDING CONSTITUTION**

That this constitution be adopted on March 12, 2015 by the people who have submitted a membership application request, prior to or at the onset of that meeting. Those doing so will agree the members of the first Committee who will, at their subsequent meeting, ratify all applications that are judged to be within the purposes of the Association and, from those approved, form the first members list.

The first applying members of the Saltaire History Club are those whose signatures appear below. They will form the appointing group for the Committee until the first AGM, which must be held within 18 months of this date.

**Signed: (Print name and address)**

**Name:** ..... **Contact Address**.....

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**Tel.** .....**email**.....

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