

CONSTITUTION OF THE HERSCHEL SOCIETY

1 Name

The Society is a Registered Charity (276847) called the "Herschel Society".

2 Objects

The objects of the Society shall be to advance the education of the public in the life and work of William Herschel (astronomer, scientist and musician) and his family, and to encourage greater understanding today of those same subjects

3 Powers

In furtherance of the objects but not otherwise the Society may:

- (a) raise funds and invite and receive contributions, provided that it shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of law;
- (b) undertake research and publish the results of such research, and arrange public lectures on astronomy, public astronomical observing sessions, educational events, and musical recitals;
- (c) co-operate with other charities, voluntary and professional bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes, and exchange information and advice with them;
- (d) establish or support any charitable trusts, associations or institutions formed for any or all of the objects; and in particular may give financial and other support to the Herschel Museum of Astronomy in Bath
- (e) do all such other lawful things as are necessary for the achievement of the objects.

4 Membership

Membership of the Society shall be open to all.

There shall be two classes of member, ordinary and honorary. Ordinary members shall pay the current annual subscription.

The Committee may appoint as an honorary member any person who it considers has advanced or will advance the interests of the Society.

5 Subscriptions

The annual subscription to the Society shall be such amount as may be agreed at a General Meeting of the Society. Members may join at any time; subscriptions are due on the 1st of the month in which they joined. Subscriptions may be paid ahead for any number of years; the member will then be protected during that period from any increase in the subscription during that period.

Honorary members are not required to pay a subscription.

6 Annual General Meetings

An Annual General Meeting of the Society shall be held at least once each calendar year (and not more than fifteen months after the previous Annual General Meeting), at a time and place fixed by the Committee. The business of an Annual General Meeting shall include the adoption of the Report and Accounts for the preceding year, and the election of the Committee.

7 Special General Meetings

A Special General Meeting of the Society may be called by the Committee, and must be called at the written request of 25 members (or at least 10% of the number of members, if less).

8 Notice of General Meetings

All members must be given at least 28 days' notice of a General Meeting of the Society, such notice to specify the business for which the meeting has been called. Any notice shall be deemed to be duly delivered 48 hours after posting to the last recorded address of any member, or by publication in the Society's Journal, or notification in some other manner agreed between the Committee and the member. No business transacted at a General Meeting shall be invalidated by reason only of the inadvertent omission to give notice to any member of the Society.

9 Procedure at General Meetings

No business may be transacted at a General Meeting unless notice has been given to members in accordance with the previous paragraph. However, the Chairman of the Meeting shall have discretion to accept amendments to motions put to the Meeting if he considers that they do not amount to a substantive change to the notified business.

Resolutions shall be decided by a majority of members present and voting by a show of hands, or otherwise at the discretion of the Chairman. If there is an equal number of votes cast in each direction then the Chairman shall have a second or casting vote.

The Chairman may, and at the formal request of at least 25 members must, put any motion to a postal ballot of all members.

10 The Committee

The affairs of the Society shall be conducted by a Committee. The Committee shall comprise at least six, and not more than twelve persons all of whom must be members of the Society.

The Committee may co-opt other members of the Society to serve on the Committee (provided that the number of members does not thereby exceed twelve), but such co-option shall not be for longer than the period to the next Annual General Meeting.

The Committee shall determine the quorum necessary for the transaction of business at its meetings, and may regulate its business as it sees fit. Decisions shall be taken by a majority of Committee members present and voting; if there is an equal number of votes cast in each direction then the Chairman shall have a second or casting vote.

The Committee may appoint such sub-committees or advisory committees as it deems necessary' for the transaction of the business of the Society. The Committee may also appoint any number of Associate Committee Members. Such Associate Committee Members shall receive all agendas and minutes of Committee Meetings, and may attend and speak at (or submit written comments to) such meetings, but they are not entitled to vote.

11 Committee Members not to be personally interested

No member of the Committee shall acquire any interest in property belonging to the Society (otherwise than as a trustee for the Society), or receive any remuneration from the Society, or be interested (otherwise than as a member of the Committee) in any contract entered into by the Committee.

However, members of the Committee may be reimbursed for reasonable expenses incurred on behalf of the Society.

12 Officers

The Society may appoint any or all of the following Officers: a President; up to three Vice-Presidents; a Chairman; a Secretary; and a Treasurer. A member may hold more than one office, and conversely an officer's duties may be handled by more than one committee member.

The President and Vice-Presidents may be honorary members; they are disregarded for the purpose of determining the maximum size of the Committee. Their appointment must be endorsed by a General Meeting; they are not subsequently required to be re-appointed.

The Chairman, Secretary and Treasurer shall be elected by the Committee from among its members. They shall hold office until the first meeting of the Committee following the Annual General Meeting after their election, but they are eligible for re-election.

13 Assets

The Committee shall hold the assets of the Society in accordance with the laws for the time being regarding investments by the trustees of a trust fund.

The Committee shall have the power to invest or expend the funds of the Society in such manner as they shall consider most beneficial for the achievement of the objects of the Society.

14 Accounts

Accounts shall be maintained of all income and expenditure of the Society. The accounts shall be audited and presented at the Annual General Meeting.

15 Auditors

Auditors shall be appointed by the Committee each year. They are eligible for re-appointment.

16 Alteration of the Constitution

- (a) Subject to the following provisions of this clause the Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a General Meeting. The notice of the General Meeting must include notice of the resolution, setting out the terms of the alteration proposed.
- (b) No amendment may be made to clause 1, clause2, clause11, clause17, or this clause without the prior consent in writing of the Charity Commission
- (c) No amendment may be made which would have the effect of making the Society cease to be a charity at law.

17 Winding up

The Society may be dissolved by a two-thirds majority of members present and voting at a General Meeting, provided that due notice of the proposed winding-up has been given to all members in accordance with Clause 8 above.

If dissolved, the Society's assets shall be transferred to a charity having similar objects as agreed by the Committee.

Note: This amended Constitution was adopted at the Annual General Meeting of the Society on 7th March 2020.

Signed  Charles Draper, Chairman)