

CONSTITUTION amended 23 October 2021

1. NAME

The name of the Society shall be 'The Nelson Society'.

2. AIMS

- (i) The object of the Society shall be to advance public education in the life and achievements of Admiral Lord Nelson and other relevant subjects.
- (ii) In furtherance of the foregoing object, but not further or otherwise, the Society, through its Committee shall have the following powers:-
 - (a) To arrange talks, meetings, seminars and lectures
 - (b) To arrange visits and expeditions
 - (c) To publish books and papers, journals and other material
 - (d) To support projects relevant to the aims of the Society
 - (e) To do all other lawful things as are necessary for the attainment of the above objects.

3. MEMBERSHIP

- (i) Membership shall be open to anyone interested in the aims of the Society upon application and payment of the appropriate subscription.
- (ii) If the subscription of any member shall not have been paid within two months of the due date, or if, in the opinion of the Committee, the conduct of any members shall be prejudicial to the interests of the Society, the Committee shall have power to request such members to resign, or, failing such resignation, to exclude them from membership provided that in cases of prejudicial conduct, the member in question shall have the right to be heard before a final decision is taken.
- (iii) Joint membership, consisting of not more than two members of the same household, shall be permitted within one subscription, provided that the joint members are only issued with one copy of publications, and are otherwise treated as single members.
- (iv) Corporate membership will be permitted to societies and bodies of people approved by the Committee, provided that they are only issued with one copy of publications and are otherwise treated as single members.
- (v) The Founder Members shall be Miss Josephine Newman, Mr Ben Burgess and Mr Michael Nash.
- (vi) Such Honorary Members as the Committee think fit to put forward shall be approved at the Annual General Meeting. These Honorary Members shall receive the privilege of membership, but will not be required to pay an annual subscription.

4. ORGANISATION AND ADMINISTRATION

- (i) The President, and any number of Vice Presidents proposed by the Committee, shall be elected by majority vote of the Annual General Meeting and shall serve without re-election until the members of a subsequent Annual General Meeting decide to make alternative or additional appointments.
- (ii) The Society shall be organised and administered by a Committee of members consisting of six honorary officers: Chairman, Vice Chairman, Treasurer, Secretary, Membership Secretary and Editor and a maximum of six other members. Their office will begin on the first day of January following the Annual General Meeting at which they are elected. A quorum shall consist of six of which three shall be office holders including either the Chairman or Vice Chairman. If six members are present but not including the Chairman or Vice Chairman then the members present may elect a Chairman for the meeting.
- (iii) The six honorary officers of the Society and all other Committee members shall be elected by majority vote at the Annual General Meeting:
 - (a) The Chairman shall serve for a maximum of three years and shall not be re-elected as Chairman until a minimum of one year has subsequently elapsed.
 - (b) The Vice Chairman, Treasurer, Secretary, Membership Secretary and Editor shall be elected to serve for one year but may offer themselves for re-election.
 - (c) Committee members not being officers of the Society should generally serve for a maximum of three years but may stand for re-election if, in the opinion of the Committee, their qualifications and experience for the work they are doing is considered essential. Where possible the retirement of Committee members not being officers should be by rotation in order of seniority.
- (iv) Nominations for the offices of Chairman, Vice Chairman, Secretary, Treasurer, Membership Secretary, Editor and Committee members must be proposed, seconded and received in writing seven days before the Annual General Meeting or Extraordinary General Meeting, together with the written consent of the person nominated, stating that he/she is willing to serve if elected.

- (v) The Committee shall have the power to fill any vacancies occurring between Annual General Meetings, such appointments if ongoing being subject to election at the following AGM.
- (vi) The Committee shall have the power to co-opt at will and to appoint sub-committees for any purpose connected with the Society. The Chairman, or any one Committee member appointed by the Chairman, shall be an ex-officio member of any sub-committee so formed. All acts and proceedings of any such sub-committee shall be reported back to the Committee as soon as possible.
- (vii) The Society 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 members. Such a resolution may give instruction for the disposal of any assets held by or in the name of the Society provided that if any property remains after the satisfaction of all debts and liabilities such property shall not be paid or distributed among the members of the Society 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 Society, as the Society may, with the approval of the Charity Commissioners, or other authority having charitable jurisdiction, determine.
- (viii) Alterations to this Constitution shall receive the assent of two-thirds of the members present and voting at an Annual General Meeting or Extraordinary General Meeting. A resolution for the alteration of the Constitution must be received by the Secretary of the Society at least twenty-eight days before the meeting at which the resolution is to be brought forward. At least twenty-one days' notice of such a meeting must be given by the Secretary to the membership and must include notice of the alteration proposed, provided that no alteration shall be made to clause 2 (objects) clause 4(vii) or this clause, until the approval in writing of the Charity Commissioners, or other authority having charitable jurisdiction, shall have been obtained; and no alteration shall be made which would have the effect of causing the Society to cease to be a charity in law.

5. MEETINGS

- (i) The Annual General Meeting of the Society shall be held on or near Trafalgar Day (October 21st) each year provided twenty-one days' notice of such a meeting has been given.
- (ii) The business of the Annual General Meeting shall be:
 - (a) To receive and approve reports from the Chairman and any other officer who wishes to report
 - (b) To receive and approve the authorised accounts
 - (c) To elect the Officers and Members of the Committee
 - (d) To conduct any other business in the agenda.
- (iii) An Extraordinary General Meeting shall be called by the Honorary Secretary at the request of the Committee or twenty-five members of the Society, provided twenty-one days' notice of such a meeting is given to every member.
- (iv) Only each individual member, one of each pair of joint members and one representative of each Corporate Membership, may vote at an Annual or Extraordinary General Meeting.

6. FINANCE

- (i) Subscriptions of an amount set by the Committee and ratified by the next Annual General Meeting shall become payable on January 1st each year.
- (ii) The Honorary Treasurer shall present to the Annual General Meeting a statement of the Income and Expenditure for the year ending the preceding December 31st, together with a Balance Sheet as at that date. While annual turnover is below the statutory limit for requirement for a full audit of the annual accounts, the Committee should endeavour to have the annual accounts checked by a competent person to ensure accuracy of the Income/Expenditure/Balance Sheet figures, within six months of the December 31st date.
- (iii) The Society's monies shall be held in appropriate accounts, with banks approved by the Committee, so as to comply with the requirements of the Charity Commissioners. All monies belonging to the Society held in the appropriate accounts shall be in the name of the Society. All cheques and money transfers shall be authorised by two Committee members approved by the Committee, one of whom, wherever possible, should be the Honorary Treasurer. For the purposes of Internet Banking, payments and transfers may be authorised by only one Committee member, normally the Hon Treasurer, approved by the Committee, where this is a requirement of our bankers.