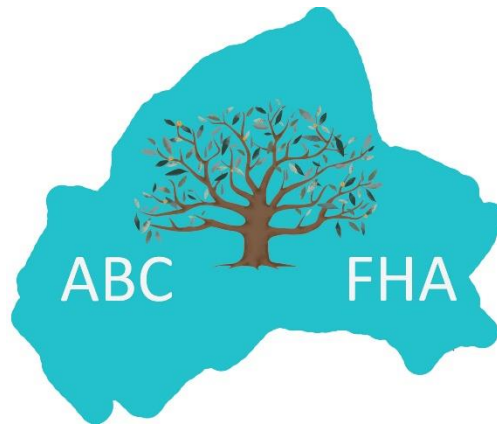


Constituted: 4 November 2020

Revision 1: 2 November 2022

Revision 2: 1 November 2023



ABC Family History Association

CONSTITUTION

**ABC Family History Association
Meeting at: Brownlow Community Hub
7 Brownlow Road, Craigavon BT65 5DL**

WEBSITE: www.abcfha.com

**SECRETARY E-MAIL: abcfhasec@gmail.com
CHAIRPERSON E-MAIL: abcfhachair@gmail.com**

NI Charity No: 109073

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1. THE NAME OF THE ASSOCIATION

The Association's name is ABC Family History Association, shortened when appropriate to ABCFHA, and hereinafter referred to as 'the Association'.

2. THE PURPOSES OF THE ASSOCIATION

- (1) The advancement of education for the public benefit through promoting, sustaining and increasing individual and collective knowledge and understanding of family history, with particular reference to the geographical area covered by Armagh City, Banbridge and Craigavon Borough Council and to Northern Ireland itself.
- (2) The promotion of religious and racial harmony, equality and diversity, including the lessening of conflict and discrimination, and the advancement of peace and good community relations.

3. CARRYING OUT THE PURPOSES OF THE ASSOCIATION

In order to carry out these purposes, the General Management Committee has the power to:

- (1) raise funds, receive grants and donations;
- (2) apply funds to carry out the work of the Association;
- (3) co-operate with and support other organisations with similar purposes;
- (4) do anything which is lawful and necessary to achieve the Association's purposes.

4. MEMBERSHIP OF THE ASSOCIATION

- (1) The Association's membership is open to all members of the public who have an interest in family history, and any organisation which supports the purposes of the Association. Membership is inclusive of the identified community and open to its full range of opinion. Anyone can apply to the General Management Committee to become a member in the most relevant membership category.
- (2) Membership runs for one calendar year from the date on which membership is accepted by the Association.
 - Prospective members must complete the Association's Application Form and return this as requested on the form.
 - Once an application is accepted, the membership subscription will become payable within 2 calendar months of the date of acceptance and membership may be renewed annually on that date.
 - Non-payment of the subscription within 2 calendar months of the date of a new application being accepted will result in termination of membership, unless the Management Committee resolves that there are extenuating circumstances to permit the membership to continue.
 - A member may resign at any time in writing to the Secretary but will not be entitled to any refund of the subscription paid.
- (3) The Association does not discriminate against anyone on the basis of religious belief, political opinion, racial group, age, marital status or sexual orientation, gender or disability.
- (4) Membership Categories are:
 - Full Membership – any member of the public.
 - Online Membership – any member of the public who elects to be a member of our online community rather than attending our local events.
 - Joint Full Membership – 2 members of the public living at the same address.
 - Student Membership – any member of the public in full-time education.
 - Honorary Life Membership – awarded by the General Management Committee to a member who has given excellent service to the Association.

- Corporate Membership – any organisation which supports the purposes of the Association. The organisation will nominate a representative who has the same rights as a Full Member.
 - Any other category of membership decided upon by the General Management Committee.
- (5) Benefits of Membership – all fully paid-up members are entitled to:
- attend meetings and talks organised by the Association
 - receive the Association’s Newsletters
 - attend talks and courses, participate in projects and workshops, visits and events run by the Association
 - vote at the AGM or General Meetings of the Association
 - be nominated for election to the General Management Committee of the Association
 - be nominated for election as an Elected Officer/Trustee of the Association, if 18 years or over.
- (6) Gift Membership Vouchers may be purchased for Full, Online, Joint Full, or Student Membership.
- (7) Membership subscriptions proposed for the incoming year will be notified to members prior to the AGM and ratified at the AGM. Member discount rates for courses, workshops and visits will be decided by the General Management Committee prior to each event, according to costs.
- (8) The Secretary will keep an up-to-date electronic membership list in line with legislation, which must detail:
- The membership number of the member
 - The full name of the member
 - The full postal address of the member
 - Contact telephone number(s) (if available)
 - An email address (if available)
 - The category of membership
 - The Preferred Methods of Contact given to the Association on a signed form.
 - That the member has paid the appropriate membership subscription.
- (9) No membership information will be sold to or shared with a third party unless required to do so by law.
- (10) The General Management Committee may remove a person or organisation from membership if they believe it is in the best interests of the Association. The member has the right to be heard by the Executive Committee before the decision is made and can be accompanied by a friend, who need not be a member of the Association. They also have a right of appeal to the full General Management Committee within 21 days of the decision. No refund of subscription will be given.

5. MANAGEMENT OF THE ASSOCIATION

- (1) The Association must have the following 3 Elected Officers, who are also Holding Trustees of the assets of the Association:
- Chairperson, who will have a casting vote in any situation where voting is tied
 - Secretary
 - Treasurer.
- (2) The Association shall be managed by an Executive Committee comprising the 3 Elected Officers/Trustees.
- (3) The Executive Committee shall be joined by up to 8 elected members to form a General Management Committee.

- (4) An Elected Officer/Trustee and any member of the General Management Committee must be a fully paid-up member of the Association or the nominated representative of an organisation that is a fully paid-up Corporate Member of the Association.
- (5) No one may be appointed as an Elected Officer/Trustee if he or she would be disqualified from acting as a trustee by virtue of section 86 of the Charities Act (Northern Ireland) 2008 (or any statutory re-enactment or modification of that provision).
- (6) During the year, the General Management Committee may appoint/co-opt up to 3 additional members. They must stand down at the next AGM but are eligible to stand for election at that AGM.
- (7) The General Management Committee may create additional posts from within its elected or co-opted membership as required to enable the smooth running of the Association, for example Vice-Chair, Minutes Secretary, Marketing Officer, Project Officer, Fundraising Officer, Membership Secretary.
- (8) The General Management Committee may create sub committees as required from within its paid-up membership to enable the smooth running of the Association, for example, a Project Sub-Committee, Fundraising Sub-Committee, Marketing Sub-Committee, Social Media Sub-Committee.
- (9) The Association may affiliate with other organisations whose purposes are deemed compatible and mutually supportive.
- (10) The General Management Committee shall effect proper, appropriate and necessary insurance cover for the Association's assets and shall also effect proper Public Liability cover, Employer's Liability cover, and Trustee Indemnity cover, as appropriate and necessary.
- (11) The members of the General Management Committee shall each be indemnified by the Association against any liability claim or demand arising from any action taken or omission in good faith by them on behalf of the Association or its members in the administration of the Association. Members of the General Management Committee may benefit from the Association's Trustee Indemnity Insurance cover.

6. MANAGEMENT COMMITTEE MEETINGS OF THE ASSOCIATION

- (1) There must be at least 3 General Management Committee Meetings each year, with decisions being made by majority vote, with the Chairperson having a casting vote when required. Executive Committee Meetings will be called as and when required, with decisions being made by majority vote, with the Chairperson having a casting vote when required.
- (2) At least 1 Elected Officer/Trustee and 2 other members of the General Management Committee must be present at a General Management Committee meeting and at least 2 Elected Officers/Trustees must be present at an Executive Committee Meeting for there to be a quorum.
- (3) Minutes shall be kept for every Executive Committee and General Management Committee Meeting and confirmed at the next meeting.
- (4) The General Management Committee Meeting should be chaired by the Chairperson of the Association but in his or her absence the chair should be taken by the Vice Chair, if appointed, or by another member of the General Management Committee as agreed by the members of that General Management Committee.
- (5) Executive and General Management Committee Meetings may be held either in person or by suitable alternative means, such as via technology, as agreed by the members of the Executive and /or General Management Committees.

- (6) Any of the members of the General Management Committee who fail to attend 3 consecutive General Management Committee meetings, without giving a reason acceptable to the General Management Committee, shall be deemed to have resigned from the General Management Committee and the vacancy may be filled through co-option or in the case of an Elected Officer/Trustee, through election at a General Meeting.
- (7) If members of the Executive or General Management Committee have a conflict of interest they must declare it and leave the meeting while this matter is being discussed or decided.
- (8) The General Management Committee may make reasonable additional rules to help run the Association. These rules must not conflict with this constitution or the law.
- (9) Anyone holding an additional post created by the General Management Committee must make a report at a General Management Committee Meeting, General Meeting or AGM if requested so to do.
- (10) Any Sub-Committee must make a report at a General Management Committee Meeting, General Meeting or AGM if requested so to do.

7. WRITTEN RESOLUTIONS OF THE GENERAL MANAGEMENT COMMITTEE

- (1) A resolution in writing, which is something which reflects the general opinion of the General Management Committee, signed by all the members of the General Management Committee, will be as valid and effectual as if it had been passed at a General Management Committee Meeting duly convened and held. For convenience, it may consist of several documents in like form, each signed by one or more members of the General Management Committee. The date of a written resolution will be the date on which the last member of the General Management Committee signs.
- (2) A resolution which is approved by email in accordance with this clause will be as valid and effectual as if it had been passed at a General Management Committee Meeting duly convened and held, provided the following conditions are complied with:
 - (a) such a resolution must be approved by email by all the General Management Committee members;
 - (b) the approval must be received by the person nominated in advance by the members of the General Management Committee for that purpose (the Recipient – usually Chairperson or Secretary);
 - (c) approval from a General Management Committee member must be sent from an email address previously notified in writing (not using electronic means) by that trustee to the Association as intended for use by that General Management Committee member for the purpose.
- (3) Following receipt of all responses on any resolution, the Recipient of the responses shall circulate a further email to all of the members of the General Management Committee confirming whether the resolution has been formally approved by the General Management Committee. The date of a resolution shall be the date of the email from the Recipient of the responses confirming formal approval.
- (4) The Association may invite by resolution suitable persons to be President and/or Vice-Presidents.

8. ANNUAL GENERAL MEETINGS OF THE ASSOCIATION

- (1) The Annual General Meeting (AGM) must be held every year in November, with 4 weeks' notice given to all members of the date and venue, the agenda and any proposals, and asking them to put any further proposals and their nominations for Elected Officers/Trustees or members of the General Management Committee, in writing by post or email to the Secretary, within 14 days. The Chair may accept further motions, properly proposed and seconded, at the AGM itself.

- (2) The AGM may be held either in person or by suitable alternative means, such as via technology, as agreed by the members of the General Management Committee.
- (3) There must be at least 7 members present at the AGM for there to be a quorum.
- (4) Each fully paid up member has one vote, irrespective of membership category. A simple majority is required for election. Should there be more nominations than places to be filled, a Secret Ballot of those present will be held.
- (5) At the AGM the Executive Committee must present Annual Reports and Accounts for the Financial Year Ending 30 June.
- (6) Minutes must be taken at the AGM and confirmed at the next AGM.
- (7) Any member aged 18 years and over may stand for election as an Elected Officer/Trustee and any member may stand for election to the General Management Committee, with the proviso that no one may be appointed as an Elected Officer/Trustee if he or she would be disqualified from acting as a trustee by virtue of section 86 of the Charities Act (Northern Ireland) 2008 (or any statutory re-enactment or modification of that provision).
- (8) A member who has previously agreed to be nominated as an Elected Officer/Trustee or Member of the General Management Committee may be elected *in absentia*.
- (9) The Chairperson may serve for a maximum of 3 years at any one time, if re-elected annually. He or she may serve for future terms after a break of 3 years, if elected. However, if there are no nominations for Chairperson, this 3-year term may be extended by a maximum of 2 further periods of 1 year.
- (10) In addition to the members of the Executive Committee, a minimum of 4 and a maximum of 8 members must be elected to serve on the General Management Committee for the next year. The Secretary, Treasurer and each of these 4 to 8 members may be re-elected annually at the AGM with no requirement for a maximum term or break.
- (11) All Elected Officers/Trustees and members of the General Management Committee will take up office on 1 January following the AGM.
- (12) Resignation from the General Management Committee between Annual General Meetings shall be in writing to the Society's Secretary. A General Meeting will be called to elect a new Elected Officer/Trustee should any of the Executive Committee so resign.
- (13) An independent examiner must be appointed for the incoming year at the AGM.

9. DISQUALIFICATION AND REMOVAL OF ELECTED OFFICERS/TRUSTEES OF THE ASSOCIATION

An Elected Officer/Trustee must cease to hold office if he or she:

- (1) is disqualified from acting as a trustee by virtue of section 86 of the Charities Act (Northern Ireland) 2008 (or any statutory re-enactment or modification of that provision);
- (2) ceases to be a member of the Association;
- (3) in the written opinion, given to the Elected Officers/Trustees, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a trustee and may remain so for more than three months;
- (4) resigns as an Elected Officer/Trustee in writing to the Association (but only if at least two trustees will remain in office when the notice of resignation is to take effect); or

- (5) fails to attend 3 consecutive General Management Committee meetings, without giving a reason acceptable to the General Management Committee.
- (6) fails to attend 3 consecutive Executive Committee meetings, without giving a reason acceptable to the other 2 Elected Officers/Trustees.

In all cases the vacancy will be filled through election at a General Meeting called for the purpose.

10. MONEY AND OTHER ASSETS OF THE ASSOCIATION

- (1) Money and other assets must only be used for the Association's stated purposes, with money held in the Association's bank account.
- (2) Accounts must be kept for a minimum of 6 years and the most recent annual accounts can be seen by anyone on request.
- (3) An independent examiner will sign off the accounts at the end of each financial year, prior to the AGM.
- (4) Executive Committee members and General Management Committee members cannot receive any money or assets from the Association, except to refund reasonable expenses, unless permitted by law.
- (5) Prior approval of the Executive Committee is required for any expenditure other than routine expenditure e.g. monthly venue hire.
- (6) The Treasurer may operate online banking so long as any payment has previously been agreed in principle by the Executive Committee.
- (7) At the first General Management Meeting after the AGM, the Treasurer shall put forward to the General Management Committee a draft budget for the incoming year, which will be discussed, amended if required and approved by the General Management Committee.

11. GENERAL MEETINGS OF THE ASSOCIATION

- (1) If the Executive Committee or General Management Committee considers it is necessary to change the Constitution, or wind up the Association, they must call a General Meeting so that the membership can make the decision. No change can be made that would make the Association no longer a charity. A copy of the amended constitution and resolution adopting the changes must be sent to the Charity Commission for Northern Ireland.
- (2) The General Management Committee must also call a General Meeting if they receive a written request from the majority of members.
- (3) The General Management Committee may also call a General Meeting to consult the membership.
- (4) All members must be given 14 days' notice and informed of the reason for the meeting.
- (5) All decisions require a two thirds majority and Minutes must be kept.

12. FORMALLY SETTING UP THE ASSOCIATION

This constitution was adopted on 4 November 2020 by the people whose signatures appear below. They are the first members of the Association and those indicated will form the General Management Committee until the AGM in November 2021.