

# Nottinghamshire Heritage Forum

*Supporting, developing and promoting the county's museums and heritage collections.*

## Constitution

Adopted: February 2011 (Amended May 2018 and May 2022)

### **1. Name**

The name of the association is the Nottinghamshire Heritage Forum, hereinafter known as "the Forum".

### **2. Area of benefit**

The work of the Forum shall be conducted within the county of Nottinghamshire, as defined by the boundary created in 1974.

### **3. Purpose**

The Forum's purpose is to support, develop and promote museums and heritage collections in the county of Nottinghamshire:

- a) To promote, support, develop and represent the interests of Forum members within the county of Nottinghamshire
- b) To encourage continuation and improvement of liaison and support from statutory authorities.
- c) To maintain a Forum network of contacts and to encourage co-operation amongst Forum members.
- d) To promote the improvements in the standards of care and management of museums and heritage collections.

- f) To promote access to collections and associated information for all inhabitants and visitors to the county of Nottinghamshire.
- g) To assist in the identification of funding opportunities for the benefit of members.
- h) To develop partnerships between members.

#### **4. Powers**

To attain the aforesaid purposes but not further or otherwise the Forum shall have the following powers:

- a) To bring together in conference representatives of heritage organisations and of statutory authorities and individuals engaged in the provision and support of such organisations in the area and to provide them with a corporate voice on issues affecting the area.
- b) To arrange and provide for either alone or with others the holding of exhibitions, meetings, lectures, classes, seminars or training courses.
- c) To collect and disseminate information on all matters relating to its purposes and to exchange such information with other bodies having similar purposes whether in the United Kingdom or elsewhere.
- d) To raise money by means of affiliation fees and subscriptions from participating organisations, statutory authorities, other organisations and individuals, donations, legacies, deeds of covenant, grants in aid from statutory authorities and other sources.
- e) To receive money on deposit or loan in such manner as the Forum may think fit.

- f) To invest money not immediately required for its purposes in or upon such investments, securities or property as the Forum may think fit subject nevertheless to such conditions (if any) as may for the time being be imposed by law.
- g) May nominate any of its delegates to serve on another body
- h) May pay the whole or any part of the reasonably incurred expenses of any member in or about the execution of any of his/her functions on behalf of the Organisation.
- i) To do all such other lawful things as shall further the purposes of the Forum.

## **5. Membership**

- a) Membership of the Forum shall be open to any individual, body, corporate or unincorporated association which manages and promotes access to a museum or other heritage collection in Nottinghamshire and/or is interested in the Forum's work.
- b) Each member shall pay such annual subscription as may be set by the management committee and agreed at the preceding Annual General Meeting. Members not having paid their subscription by more than 16 weeks after the date on which it fell due (and providing they have been given at least one written reminder) shall be deemed to have lapsed from membership. No individual, organisation or representative shall be entitled to vote on the business of any Forum meetings until such time as the annual subscription has been paid.
- c) An organisation that ceases (for whatever reason) to be a member shall not be entitled to any refund of the membership subscription.

- d) Individual members shall have one vote; institutional members shall have two votes. The Chair has the casting vote.
- e) The Management Committee may by unanimous vote and for good reason terminate the membership of any member; provided that the appointed representative of the member organisation concerned shall have the right to be heard by the management committee, accompanied by a friend, before a final decision is made.
- e) An up to date list of all Forum members shall be kept by the Management Committee.

## **6. Management Committee**

- a) At the annual General Meeting the Forum members shall elect from amongst themselves a committee of up to seven members, including the roles of Chair, Vice Chair, Treasurer and Secretary. The committee shall hold office from the conclusion of that meeting and shall be responsible for the day-to-day management of the Forum.
- b) The management committee have the power to co-opt members onto the committee for a defined period, which will be no greater than the next annual general meeting.
- c) Committee members shall serve for a term of two years, after which they can seek re-election for a further two-year term. After serving two consecutive terms, members of the management committee shall retire from office and shall only be eligible to serve again after a one-year break.
- d) The Management Committee may invite representatives of other suitable organisations, such as other bodies that support the Heritage Sector, to attend committee meetings in an observer capacity.

## **7. Meetings and Proceedings of the Management Committee**

- a) The Chair shall act as Chair at meetings of the management committee. If the Chair is absent from any meeting, the Vice Chair will chair the meeting. If the Vice Chair is absent, the members of the management committee present shall choose one of their number to be chair of the meeting before any other business is transacted.
- b) There shall be a quorum when at least 50% of committee members are present at a meeting.
- c) Every matter shall be determined by a majority of votes of management committee members present and voting, but in the case of equality of votes, the Chair of the meeting shall have a second or casting vote. 'Present' includes being present by suitable electronic means agreed by the committee as defined in clause 7d.
- d) A meeting may be held by suitable electronic means agreed by the committee, in which each participant may communicate with all the other participants, provided that no more than one committee meeting shall be held electronically in any calendar year.
- e) The management committee shall keep minutes of the proceedings at meetings of the committee.

## **8. Subcommittees**

- a) Subcommittees may be established by the management committee for a particular activity or service. In each such case:

- i) The management committee shall define the terms of reference of the sub-committee and may also determine its composition and the duration of its activities.
- ii) At least one member of the sub-committee shall be a member of the management committee.
- iii) All acts and proceedings of the sub-committee shall be reported back to the management committee as soon as possible.

**9. Financial Arrangements, Receipts and Accounts**

- a) All monies raised by or on behalf of the Forum shall be applied to further the purposes of the Forum and for no other purpose provided that nothing herein contained shall prevent the payment in good faith of reasonable and proper remuneration to any employee of the Forum nor the repayment of reasonable and proper out-of-pocket expenses.
- b) An account shall be opened in the name of the Forum with a bank or building society as the Forum or any management committee it may have established shall from time to time decide. The Forum shall authorise the Treasurer, the Chair and up to two other Honorary Officers to sign cheques on behalf of the Forum. All cheques must be signed by not less than two of the authorised signatories.
- c) The Treasurer shall keep proper accounts of the finances of the Forum. The Treasurer, along with all other honorary officers of the management committee, will be appointed at the AGM.
- d) The Treasurer shall produce an annual financial statement to be presented at the annual general meeting.

- e) At least once every year the Forum's accounts will be audited or inspected and presented to the annual general meeting.

## **10. Annual General Meeting**

- a) There shall be one annual general meeting of the Forum each year, to be held in the Spring.
- b) Every annual general meeting shall be called by the management committee. The committee shall give at least 14 days' notice of the annual general meeting to all Forum members. Whilst all members are welcome to attend meetings, voting rights will only extend to one member per paid up individual member and two votes per paid up institutional member. The Chair has the casting vote.
- c) The Chair of the Forum shall be Chair of the annual general meeting.
- d) The business of the annual general meeting shall include:
  - i) The appointment of the Chair and management committee as described in point 5.
  - ii) Presentation by the management committee of the annual report and financial statements.
  - iii) Approval of proposals for activities and events for the forthcoming year.
  - iv) Agreement of subscription for the forthcoming year.
  - v) Any other business appropriate to be transacted at the annual general meeting.

## **11. Special or Extraordinary General Meetings**

The management committee may call a special or extraordinary general meeting of the Forum at any time. If at least three members request such a meeting in writing stating the business to be considered the committee shall call such a meeting. At least 14 days' notice must be given. The notice must state the business to be discussed.

## **12. Procedure at General Meetings**

- a) A person appointed by the management committee shall keep a full record of proceedings at every general meeting of the Forum.
- b) There shall be a quorum when at least one tenth of the number of paid up members of the Forum for the time being or five members of the Forum, whichever is the greater, are present at any general meeting.
- c) Every matter shall be determined by a majority of votes of Forum members present and voting, but in the case of an equality of votes that Chair of the meeting shall have a second or casting vote.

## **13. Notices**

Any notice required by this constitution to given to or by any member of the Forum must be:

- a) in writing; or
- b) given using electronic communications.

A notice shall be deemed to be given 48 hours after the envelope containing it was posted or, in the case of an electronic communication, 48 hours after it was sent.



#### **14. Alterations to the Rules**

The Rules may be altered by a resolution passed by not less than two thirds of the paid up 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.

#### **15. Dissolution**

If the management committee decides that it is necessary or advisable to dissolve the Forum, it shall call a meeting of all Forum members, for which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting, the management committee shall have the power to realise any assets held by or on behalf of the Forum. Any outstanding grant funding or monies ring-fenced for specific activities will be returned to the funder/s concerned. Any assets remaining after the satisfaction of any proper debts and liabilities shall be divided equally between those in the Forum membership at the date of the meeting dissolving the Forum.