

## Constitution

*as adopted on 24 October 1993; amended 7 March 1994, 7 October 2001, 20 October 2002 and 1 January 2018*

1. TITLE      The official title of the Society is:

THE INTERNATIONAL SOCIETY OF ANTIQUE SCALE COLLECTORS (EUROPE)

2. ADDRESS      Official communications to the Society shall be addressed to The Secretary at the address registered with the Charity Commission.
3. AIMS AND OBJECTIVES      The Society exists for the advancement of education of the public concerning all historical, technical, cultural and aesthetic aspects of measurement by weighing. In furtherance of the above objective, but not further or otherwise, the Management Committee may exercise the following powers:
1. To promote the preservation, identification and classification of scales and weights, and associated artefacts of historical interest, together with research into their makers and inventors.
  2. To disseminate information on these subjects, through the journal *Equilibrium*, and by lecture, reprinting of technical literature, and other means.
  3. To provide a forum for people interested in those subjects to meet with fellow-enthusiasts and collectors.
  4. To promote and encourage research into the methods and principles of weighing, and its publication.
  5. To operate as a non-profit-making organisation, with all assets accruing solely for the benefit of the Society.
  6. To collaborate with other Societies having similar aims and objectives.
4. MANAGEMENT
- 4.1 The membership shall elect a Management Committee of the Society responsible for the control and operation of all Society affairs. At least three members of the Committee shall be formally nominated as Trustees. The Committee shall be accountable to the membership for the effective management of business.
- 4.2 The Management Committee shall include ‘Chair/Secretary/Treasurer/Information Officer/Meetings Secretary/Publications Secretary/European Representative’, henceforth referred to as the Officers. Each Officer will be elected for three years, and may be re-elected for one or more subsequent terms. Election will be by a simple majority of votes cast.
- 4.3 The Management Committee shall meet on at least ONE occasion each calendar year, and shall stay in touch with each other by Email, phone and other communication channels.
- 4.4 A quorum for the Management Committee shall be at least THREE members, at least one of whom must be a Trustee.
- 4.5 The Management Committee may co-opt up to two additional members provided that such co-optees do not exceed one third of the total number of members of the Management Committee, and the Management Committee may appoint a replacement Officer to the Committee should a temporary vacancy arise.
- 4.6 The Management Committee shall be responsible for drawing up an Annual Report, including a statement of accounts for the year, for approval by the membership and submission to the Charity Commission.

4.7 The Committee shall fix the level of subscriptions annually, for approval at the Annual General Meeting.

4.8 The Treasurer shall exercise control over the regular expenditures on behalf of the Society and receive all incomes. All payments by cheque will be signed by two officers.

4.9 All financial matters of the Society shall be subjected to external scrutiny by an independent auditor, to be elected at the AGM.

4.10 No Trustee or Officer of the Society shall receive payment in respect of his or her position, except that Officers may receive payment for professional services approved by the Management Committee.

4.11 (1) Subject to the provision of sub-clause (2) of this clause, the Management Committee shall cause the title to: (a) all land held by or in the name of the trust for the Society which is not vested in the Official Custodian for Charities, and (b) all investments held by or on behalf of the Society, to be vested either in a corporation entitled to act as custodian trustee or in not less than three individuals (not being members of the Management Committee) appointed by them as Holding Trustees. Holding Trustees may be removed by the Management Committee at their pleasure and shall act in accordance with the lawful directions of the Committee. Provided that they act only in accordance with the lawful directions of the Committee, the Holding Trustees shall not be liable for the acts and defaults of its members.

(2) If a corporation entitled to act as custodian trustee has not been appointed to hold the property of the charity, the Committee may permit any investments held by or in trust for the Society to be held in the name of a clearing bank.

## 5. MEMBERSHIP

5.1 Membership shall be open to persons of any nationality over the age of 18 years.

5.2 Membership of the Society will be by subscription, renewable annually.

5.3 Arrangements for joint membership, family membership and institutional membership shall be determined by the Management Committee.

5.4 At any meeting of the Society each member will be entitled to exercise one vote on any motion or amendment. In the event of a tied motion, the Chairman may exercise a casting vote.

## 6. MEETINGS

6.1 There will be an Annual General Meeting (AGM), to be held during each calendar year and on a date within 9 to 15 months of the previous AGM, where the conduct of the Society will be reviewed by members, including consideration of the Annual Report and Annual Accounts. The election of Officers will be carried out at the AGM, with provision for postal voting.

6.2 Members will be sent notice of agenda items for the AGM, including a request for Committee nominations, at least one month prior to the meeting. The notice may be sent by post, by Email, or by notice on the Society website.

6.3 A quorum for the AGM shall be at least TEN members or one-tenth of the membership whichever is the greater, and shall include at least TWO Officers.

6.4 An Extraordinary General Meeting (EGM) may be requested by any member, provided he/she has the support of THREE other signatories. Such a request, stating the reasons, should be sent to the Secretary giving a period of notice of at least ONE month.

6.5 It shall be the responsibility of the Secretary to send notification to the membership of the request and the reasons for an EGM, giving at least TWO weeks' notice of the meeting sent by postal or electronic means.

6.6 A quorum for the EGM shall be at least TEN members or one-tenth of the membership whichever is the greater and shall include at least TWO Officers.

6.7 At an AGM or an EGM a resolution shall be carried if it receives a simple majority of votes cast by members voting in person, by proxy or by post.

## 7. CONSTITUTION

7.1 This constitution will be subject to periodic review by the Management Committee, such a review to take place not less than once every five years.

7.2 Any amendment to the constitution shall be by written submission to the Annual General Meeting by any member of the Society, providing he/she has the support of THREE other signatories who are members in good standing. A period of ONE month's notice is required of any proposed amendment to enable the membership to be circulated with the details by post, Email or via the website.

7.3 Any proposed amendment shall be sent to the Secretary at the Society's registered address.

7.4 Amendments will be incorporated into the constitution only if proposed, seconded and carried by a simple majority of members voting.

7.5 Amendments to the aims and objectives of the Society will be provisional, subject to approval by the Charity Commission.

## 8. TERMINATION

8.1 A decision to terminate the Society shall be determined by a two-thirds majority of the total membership at an EGM, with provision for postal voting.

8.2 The Trustees shall be responsible for informing the Charity Commission of the decision to terminate the Society.

Following such a decision to terminate the Society, the auditor shall determine the net assets, such sum to be disposed of by a donation to a Society whose aims and objectives are closely related to those of ISASC (Europe) or by return to members in good standing at the date of termination by cheque or electronic funds transfer, including PayPal.

(END) Updated by M Sharpe (Treasurer) 2018