

# THE DEVONSHIRE ASSOCIATION

FOR THE ADVANCEMENT OF SCIENCE, LITERATURE AND THE ARTS



## RULES OF THE ASSOCIATION | 2004 VERSION

with approved amendments

### NAME, OBJECTIVES AND POWERS

1. The formal name of the Association shall be The Devonshire Association for the Advancement of Science, Literature and the Arts, which for less formal purposes may be shortened to The Devonshire Association.
2. The objectives of the Association are to further the study of science, literature and the arts in relation to the geographical county of Devon and to promote the exchange of ideas between those engaged or interested in such study with a view to the education of the public.
3. In pursuit of these objectives the Association:
  - i. Shall hold an Annual Meeting at which papers and reports are presented and the Annual General Meeting, the President's Address and at least one public lecture take place
  - ii. May promote research and arrange and conduct meetings, lectures, exhibitions and other relevant activities for its members and for the public
  - iii. Shall publish an annual volume of Transactions containing papers reported to that year's Annual General Meeting, the Annual Report of the Executive Committee and the Annual Accounts, and may also publish other material relevant to its objectives
  - iv. May employ and remunerate staff not being members of the Executive Committee and pay expenses incurred in the activities and administration of the Association by members and others
  - v. May purchase, take on hire, lease, exchange or otherwise acquire real or personal property, and may sell or otherwise dispose of such property
  - vi. May invest the monies of the Association in such investments or securities as may be authorised by law for the investment of charity funds
  - vii. May do all such other lawful things as are necessary for the attainment of the objectives of the Association.

### MEMBERSHIP

4. The Association shall consist of Individual and Institutional Members.
5. An Individual Member is a person in one of the following categories, all of whom may be referred to as Members:
  - i) An Honorary Member elected under Rule 8
  - ii) One who has been elected as such under Rule 12
  - iii) One who has been elected a Student Member under Rules 9 and 12
6. Individual Members over the age of 18 are entitled to vote at all meetings and are eligible to hold any office, to serve on the Executive Committee and, except as otherwise provided in these Rules, to receive a copy of the Transactions annually.

7. An Institutional Member is a library, educational body, institution, society or other corporate body approved by the Executive Committee, and elected as such under Rule 12. An Institutional Member may nominate a representative to exercise the rights and privileges of an Individual Member.
8. An Annual General Meeting may, on the nomination of the Executive Committee elect Honorary Members, who shall have all the privileges of an Individual Member. The number of Honorary Members shall not exceed ten.
9. Persons engaged in full-time study may be admitted as Student Members at a reduced subscription for the duration of their course of study and such Student Members will have the full rights of an Individual Member.
10. Persons may be admitted as Associate Members and shall have all the privileges of Individual Members as laid down in Rule 6, except that Associate Members are not entitled to receive an annual copy of the Transactions. *[Rule 10 amended at AGM2021].*
11. On the recommendation of the Executive Committee, the Association at an Annual General Meeting shall have the right to create or to withdraw categories on non-voting membership from time to time.
12. An application for membership in any category shall be made in a manner approved by the Executive Committee, which has the right to accept or reject such applications.
13. All subscriptions shall be such annual sums as the Association, on the recommendation of the Executive Committee, may decide by a two-thirds majority of those present and voting at an Annual General Meeting.
14. Two or more Individual Members living at the same address who are willing to share one copy of the Transactions and to receive all notices jointly shall be allowed a reduced subscription for the second and any subsequent Member.
15. An Individual Member may compound his or her annual subscription for Life Membership by payment of such sum as the Association, on the recommendation of the Executive Committee, may decide by a two-thirds majority of those present and voting at an Annual General Meeting.
16. The Association, on the recommendation of the Executive Committee, may decide by a two-thirds majority of those present and voting at an Annual General Meeting, to require the payment of an entrance fee for any category of membership.
17. If a recommendation of the Executive Committee under Rules 13, 15 or 16 is not accepted by an Annual General Meeting, the Executive Committee shall submit a revised proposal to a subsequent General Meeting, taking into account the views of the previous meeting.
18. Renewal of annual subscriptions shall be due on 1<sup>st</sup> January, or for members joining after 1<sup>st</sup> January 2019, on the anniversary of joining the Association; and a member of any category whose full subscription is more than one year in arrears may be regarded as having resigned at the end of the twelve month period for which a full subscription has been received. *[New rule adopted at AGM2019].*
19. The Executive Committee may remove from membership any member of any category whose conduct is prejudicial to the Association. The person or institution concerned shall be given the opportunity to address the Executive Committee in person or in writing before such a proposal is voted upon by the Executive Committee.

## MANAGEMENT AND ADMINISTRATION

20. An Annual General Meeting shall be held at such time, not being later than fifteen months after the previous Annual General Meeting and at such place as the Executive Committee decides. At least 28 clear days' notice shall be given in writing to each Member, and at each Annual General Meeting the business shall include: the election of the Officers, the election of Individual Members to serve on the Executive Committee, the appointment of an auditor or independent examiner, the consideration of an annual report of the Executive Committee and the audited or examined accounts, and, as the need arises, the approval of subscription rates and the transaction of such other matters or business as may from time to time be necessary and be specified in the agenda of the meeting. A Member who wishes to move a resolution at the meeting shall give three months' notice of it to the Honorary Secretary, who shall place it on the agenda.
21. The Executive Committee may call a Special General Meeting and the Honorary Secretary shall do so upon receiving a requisition signed by not less than one half of the Executive Committee, or one-tenth of the Members, whose number shall be taken as that last published in the Transactions, and containing particulars of the resolution that it is proposed to move. Twenty-one clear days' notice of the meeting and particulars of the business to be transacted shall be given to all Members.
22. Except where indicated otherwise in these Rules, voting at any General Meeting and at the Executive Committee and any other committees shall be by a simple majority, the Chairman for the time being having a casting vote. No member shall be entitled to vote whose subscription has not been paid in full. At a General Meeting of the Association 50 Members shall be a quorum. One half of the members of the Executive Committee or of any other committee shall form a quorum at a meeting of the Executive Committee or of that committee respectively.
23. Voting at any meeting shall be by personal attendance only, except that a Member unable to attend an Annual General Meeting at which a ballot is to be held to elect Members to the Executive Committee may request a ballot paper from the Honorary Secretary. This ballot paper, when completed, must reach the Honorary Secretary before the published time of commencement of the Annual General Meeting at which the ballot is to take place; it will then be counted with the votes cast by those Members present at the meeting.
24. The affairs of the Association shall be managed by an Executive Committee which shall meet once in each quarter and at such other times as may be deemed necessary. Meetings shall be held in Exeter unless some other place has been decided on at a previous meeting of the Executive Committee.
25. The Executive Committee shall consist of the Officers and six Members of whom one third shall be elected each year at the Annual General Meeting for a term of three years. No such elected Member shall serve for more than two consecutive terms except that they may subsequently serve for further terms after a break of one year. *[Rule amended at AGM2021].*
26. The election of Members to serve on the Executive Committee shall be carried out as follows:  
Nomination papers, which shall be issued by the Honorary Secretary on request, shall be signed by the proposer and seconder, who shall be Members whose subscriptions are not in arrears, and also by the candidate to signify his or her consent to nomination, and shall be lodged with the Honorary Secretary no later than twenty-one days before the date of the meeting at which the election of Members to the Executive Committee is to take place. No candidate shall be eligible for election if his or her subscription is in arrears on the date of his or her nomination paper being lodged with the Honorary Secretary.

27. In the event of a contested election a ballot shall be held and those with the highest number of votes shall be declared elected.  
If the number of candidates is equal to or less than the number of vacancies to be filled, the candidates' names shall be announced and they shall be declared elected. The Executive Committee may itself co-opt sufficient Members to fill any remaining vacancies, who shall serve until the next Annual General Meeting when there shall be an election for the remaining time of that vacancy.
28. The Executive Committee may co-opt a Member to fill a casual vacancy in its elected membership, who shall in such case serve until the next Annual General Meeting when there shall be an election for any remaining term of that vacancy.
29. A Forum, consisting of up to two representatives from each Branch and Section, plus all official Recorders of the Association as listed in the Transactions, shall meet at least twice a year with the Executive Committee to review the Association's affairs.
30. The President, who shall be selected by the Executive Committee and need not be a member of the Association, serves for one year and presides over the Annual General Meeting and while in office has the rights and privileges of an Individual Member of the Association.
31. The Executive Committee may from time to time appoint such standing or ad hoc committees as it thinks fit, and shall agree the terms of reference, composition and duration of service of each such committee.
32. The Officers of the Association shall be the Chairman, Vice-Chairman, Honorary Secretary, Honorary Treasurer, and Honorary Editor, and they shall be elected annually at the Annual General Meeting. A casual vacancy among them shall be filled by the Executive Committee.
33. The Honorary Secretary, Honorary Treasurer, and Honorary Editor may, with the agreement of the Executive Committee, appoint one or more Members to assist him or her; such assistant officers may attend meetings of the Executive Committee, but, unless themselves already members of the Executive Committee, not vote.
34. The Honorary Secretary shall appoint an Honorary Annual Meeting Secretary, who need not be a member of the Association, to assist in the local arrangements for the Annual Meeting. He or she shall be responsible for the receipt and payment of monies by him or her in relation to the Annual Meeting and shall render an account to the Honorary Treasurer within two months of the close of that meeting.
35. The Honorary Secretary, with the advice of the Honorary Annual Meeting Secretary and the agreement of the Chairman, may invite suitable persons of local distinction to accept the office of Vice-President for the year. Vice-Presidents so appointed shall not thereby acquire the rights of Membership.
36. The Association may employ a Registrar or other person or persons not being members of the Executive Committee to assist in its business. The appointment, duties and remuneration of such persons shall be determined by the Executive Committee.

## **FINANCE**

37. Income from investments or from general deposit accounts shall be carried into the general revenue account, except that the Honorary Treasurer, with the agreement of the Executive Committee, may set up reserve accounts for special purposes. Details of such reserves shall be shown in the annual accounts.

38. A payment by a Member under Rule 15 shall be carried to a special reserve fund and so held during his or her life. On death of the Member the amount shall be transferred to general revenue.
39. The Honorary Treasurer shall make a report on the financial position of the Association at each ordinary meeting of the Executive Committee. An investment, sale or transfer of securities other than the taking up or sale of rights issues shall be made only on the Executive Committee's authority, save that where exceptional circumstances require, the Honorary Treasurer, with the prior agreement of the Chairman, may take appropriate action.
40. The Executive Committee shall appoint three Members to act as holding trustees on behalf of the Association.
41. Real property acquired by the Association shall be held in trust for the purposes of the Association by the trustees appointed under Rule 39.
42. Investments belonging to the Association shall be made in the names of the trustees appointed under Rule 39 or in the name of a bank or similar institution appointed by the Executive Committee.

### **ANNUAL MEETING AND TRANSACTIONS**

43. The Annual Meeting shall be held at a venue decided upon by the Executive Committee and at least twenty eight days' notice of it shall be given to all Members and Associate Members. *[Rule amended at AGM2021]*.
44. Papers for publication in the Transactions shall relate to the geographical county of Devon and shall be submitted to the Honorary Editor as early as possible and in any case not later than 1<sup>st</sup> February of the volume year of the issue of Transactions in which it is intended they be published.
45. Reports from Recorders, Branches and Sections shall be sent to the Honorary Editor not later than 1<sup>st</sup> March.
46. The Honorary Editor shall prepare annually a volume of the Transactions which, in addition to the items required by Rule 3 (iii) shall include such other material as the Executive Committee may decide. The volume shall be issued to all Members, except that none shall be issued to a Member whose subscription is not fully paid by the end of that year's Annual Meeting nor to a Member paying a reduced subscription in accordance with Rule 14.
47. The copyright of a paper shall remain the property of its author, but he or she shall not be at liberty to publish it elsewhere in full, or in abstract if this exceeds one-third of the length of the original paper, until the volume of Transactions in which it is printed has been issued.
48. The copyright of material other than that covered by Rule 46 shall be vested in the Association, and no report shall be published elsewhere except by the Executive Committee's permission.

### **BRANCHES, SECTIONS AND RECORDERS**

49. On the application of not fewer than five Individual Members the Executive Committee may authorise the formation of a local Branch or of a Section to pursue the objectives of the Association in a particular field. The membership of the Branch or Section shall be restricted to members of any category of the Association.

The Executive Committee may authorise the formation of an Overseas Branch or Section to pursue the objectives of the Association. Not fewer than three members of such an Overseas Branch or Section must be Individual Members of the Association.

50. A Branch or Section shall at the discretion of the Executive Committee receive an annual grant at a rate to be determined by the Executive Committee. If such a grant proves insufficient for the needs of a Branch or Section and subject to the production of the necessary evidence the Honorary Treasurer shall be authorised to give such assistance as may be deemed appropriate. Overseas Branches or Sections shall be financially autonomous, and not entitled to annual grants or other financial support.
51. The Honorary Treasurer of a Branch or Section shall by 31<sup>st</sup> January each year render to the Honorary Treasurer of the Association an account verified by an independent examiner of its income and expenditure in the year ended 31<sup>st</sup> December previous. This Rule shall not apply to Overseas Branches and Sections.
52. The Executive Committee's consent shall be obtained before a Branch or Section makes any appeal for funds to the public at large or to any other organised body
53. A Branch or Section shall hold an Annual General Meeting at which elections shall be held for a Chairman, Honorary Secretary and Honorary Treasurer and for any other post or Committee that they consider desirable for the Branch or Section.
54. Any rules that a Branch or Section may make for its governance shall not become operative until they have received the Executive Committee's approval.
55. The Honorary Secretary of a Branch or Section including Overseas Branches and Sections shall prepare each year a report of its activities during the preceding calendar year and send it to the Honorary Editor as required by Rule 44.
56. A Branch or Section shall not publish the results of its work otherwise than in the Transactions nor make representations of whatever kind to other bodies and/or individuals, except by the Executive Committee's previous consent.
57. If the members of a Branch or Section at a duly convened meeting pass a resolution requesting the Executive Committee to dissolve it after its Honorary Secretary has given due notice to all its members that such a resolution is to be moved, the Executive Committee may declare it dissolved.
58. A Branch or Section that fails to render its accounts and reports as required by Rules 50 and 54 shall not receive any grant under Rule 49; and if within a year of the appointed time it has still not furnished its accounts and report the Executive Committee may declare it dissolved.
59. Upon the dissolution of a Branch or Section any money or other assets belonging to it shall be transferred to the general assets of the Association.
60. The Executive Committee or a Section may appoint a member as a Recorder in a particular field of study who shall collect information and submit a report to the Honorary Editor annually not later than March 1<sup>st</sup>.

## **DISSOLUTION**

61. Any proposal to wind up the Association shall require ratification by two-thirds of the Members present and voting at an Annual or Special General Meeting at which it shall also be determined that in the event of a winding-up of the Association the available funds of the Association shall be transferred to such one or more charitable bodies having objectives similar or reasonably similar to those hereinbefore declared as may be chosen by the Executive Committee and approved by the Charity Commissioners for England and Wales.

#### **AMENDMENT AND INTERPRETATION OF RULES**

62. No new Rule and no addition to or alteration in any existing Rule shall be made except by a two-thirds majority of the votes given by the Members present at a General Meeting and no additions or alterations of the Rules shall be made which will have the effect of allowing the property of the Association to be applied for purposes which are not exclusively charitable.

63. In the interpretation of the Rules and in matters for which the Rules do not provide the Executive Committee's decision shall be final.

Rules dated 2004 with amendments to Rules 10, 25 and 42 (AGM2021) and inclusion of new Rule 18 (AGM2019) are current as at 1<sup>st</sup> January 2022.