



G SCALE SOCIETY

Constitution and Rules

Issued: 20th May 2019

(#As amended at the Annual General Meeting
13th May 2018
19th May 2019

Note:

Text included in italics is provided as means of clarification or for the avoidance of doubt



CONSTITUTION AND RULES OF THE G SCALE SOCIETY

1. NAME

- 1.1. The name of the Society shall be the "G SCALE SOCIETY", hereinafter referred to as "The Society".

2. OBJECTS

- 2.1. The objects for which the Society is established are: -
 - 2.1.1. The advancement of railway modelling in Scales and Gauges associated with the designation "G".
 - 2.1.2. To promote and hold either alone, or jointly with other associations, clubs or persons, meetings, exhibitions and such other functions as the Committee may decide.
 - 2.1.3. Free publication and circulation of a quarterly Journal, dealing with items of interest to its members.
 - 2.1.4. To support or organise any other activity, which, in the opinion of the Committee is likely to further any or all of the above objects and which may be conveniently dealt with by the Society.

3. MEMBERSHIP

- 3.1. Application for membership shall be open to all persons interested in the objects of the Society and shall in the first instance be made on the appropriate form and submitted with the appropriate remittance, to the Membership Secretary. If the Membership Secretary has reason to believe that to accept a particular application could bring the Society into disrepute, or could in any other way be disadvantageous to the Society, he shall refer the matter to the next meeting of the Committee, who shall decide whether or not the application shall be accepted. Their decision in this respect shall be final, and they shall not be obliged to give reasons.

3.2. Subscriptions;

- 3.2.1. An annual subscription shall be payable with effect from the first Monday following the AGM and applied to all members on the anniversary of their renewal date of such amount as the membership in General Meeting may from time to time, upon the recommendation of the Committee, decide.

- 3.2.1.1. In the case of members that have not renewed before the AGM in any year but do so on or after the first Monday after the AGM, shall be subject to the revised subscription and does not affect their annual renewal date. During their period of non-renewal, they will not be regarded as active members.
(Explanation: They will forfeit any outstanding benefits due on their self-cancelled current membership).

Any member choosing to resign and subsequently re-join, will be issued a new number and qualify for future annual renewal on the anniversary of re-joining. During their period of non-renewal, they will not be regarded as active members.

- 3.2.2. Members under the age of 16 years shall pay an annual subscription at 50% of full membership

(Explanation: Where they hold Junior Membership)

- 3.2.3. After the year end accounts have been finalised and agreed by the Committee, they shall discuss and agree subscription rates to be presented to the next AGM, as described in 3.2.1.

- 3.3. Members desiring to terminate their membership shall give notice to the Membership Secretary in writing but shall not be entitled to the return of any part of their subscription.

- 3.4 The Committee shall have total discretion to terminate the membership of any member. Should the Committee intend to terminate membership of any member they will be so informed in writing

by the Secretary and shall be allowed six weeks from the date of the notification in which to make any relevant representations in writing to the Committee through the Secretary.

- 3.5. If, after consideration of any such representations, or in their absence within the time limit, the Committee determine that membership shall cease, the member will be informed immediately in writing. In such event the member, whose membership is thus terminated, shall be entitled to the return of a portion, if any, of any subscription he may have paid, calculated by reference to the number of issues of the Society's Journal despatched to them in the subscription year.
- 3.6. Any person ceasing to be a member of the Society shall forfeit all rights or privileges or claims upon the Society, its funds or its property forthwith.
- 3.7. Without the prior authorisation of the Committee, to be obtained through the Secretary, no member shall hold themselves out as officially representing the Society or use the Society name or logo in any dealings outside the Society. The Society logo will not be used in any trade advertisement or in any promotion without the written permission of the Society.
- 3.8. The Society may recognise outstanding service on behalf of the Society by conferring "Life Membership" on an individual so nominated. Nominations should be made in writing to the Secretary signed by two fully paid up members. Nominations by email shall be accepted. Acceptance will be by simple majority of the Committee and ratified by the next Annual General Meeting, when the award will be made. Life members so elevated will be entitled to full membership for life and be exempt from paying any membership fees. Only one award will be made in any one calendar year.
- 3.9. The Society encourages members to form Area Groups, to enhance their enjoyment of their membership. Area Groups will be self-administered, financially independent, providing the Group follows the Society's Constitution and Rules.
Guidance for Area Groups is available from the Society Secretary.

3.10. **Affiliation to the Society:**

The Society encourages like-minded Clubs or Societies to Affiliate to the G Scale Society for the encouragement and advancement of railway modelling in Scales and Gauges associated with the designation "G", mutually supporting the aims and objects of both organisations:

- 3.10.1. Club/Society to nominate a representative for communication purposes, who will receive a single copy of the Journal in the name of the Clubs/Society and/or other correspondence as appropriate.
(Explanation: On payment of the annual membership fee).
- 3.10.1.1. The Club would get one vote at the AGM exercised by the representative
- 3.10.1.2. There will be no access to the Society Insurance Scheme, if a member from an Affiliated Club/Society wishes to take advantage of this, they will need to join as a member in their own right.
- 3.10.2. The representative may attend the Group Leaders meeting at that Club/Society's own expense.
- 3.10.3. The representative would not be eligible to stand for committee.
- 3.10.4. Affiliation Fee would be set at the same as Full Membership.
- 3.10.5. The Group Leaders Coordinator will be liaison officer for Clubs/Societies
- 3.10.6. Inclusion on "Affiliated Clubs and Society" list on Web Site and Journal, including reciprocal links, to include a short description of the Club/Society activities in relation to G Scale modelling (100 words).

4. ADMINISTRATION AND MANAGEMENT

ALL positions are open to Society Members to put themselves forward

4.1 The Honorary Officers of the Society shall comprise: -

4.1.1 Chairman

- 4.1.2 Vice Chairman
- 4.1.3 Secretary
- 4.1.4 Treasurer
- 4.2 The management of the Society and control of its assets and property shall be vested in an Executive Committee comprising of the Officers plus
 - 4.2.1 Membership Secretary
 - 4.2.2 Journal Editor
 - 4.2.3 Publicity Officer
 - 4.2.4 Event Manager
 - 4.2.5 Society Group Liaison
 - 4.2.6 Advertising Manager
 - 4.2.7 Webmaster
- 4.3 Nomination and election:
 - 4.3.1 The Society Chairman shall be nominated by the Committee for ratification by the Membership in Annual General Meeting.
 - 4.3.2 The remaining Officers shall be proposed, seconded and elected by the Membership in Annual General Meeting.
 - 4.3.3 The remaining Committee members shall be appointed annually by the Officers to serve from January to December, there will be no limit to the number of times they can be appointed.
 - 4.3.4 The Area Group Liaison Officer shall be appointed annually by the Area Group Leaders at their annual meeting, the appointee does not have to be a Group leader and will be eligible to attend Committee meetings subject to the criteria of Rule 4.6 (4.7). If no Area Group Leader's Meeting is held then the incumbent will remain in office until a subsequent meeting is held, or a ballot is organised (postal or electronic) to elect a successor.
 - 4.3.5 The Annual General Meeting will be informed of the incumbents of all positions at the time of the meeting.
- 4.4 Where nominations for election are required, they must be submitted in writing to the Secretary not later than 28 days before the date of the Annual General Meeting and be signed by the proposer and a seconder. The nominee must indicate on the form his willingness to serve and he, the proposer and the seconder must be fully paid up members of the Society. Nominations by email shall be acceptable.
- 4.3. The Committee shall have the power to co-opt non-executive committee members, being members of the Society, for specific purposes.
- 4.4. The Committee shall have the power to appoint members of the Society or specialists, for specific purposes. Those appointed will not be obligated to attend meetings unless invited by the Officers or they have a specific proposal to speak on. They will not have a vote. They will provide a report to all relevant meetings.
- 4.5. The Committee may, from time to time, invite any other member or specialist to attend any meeting on such conditions as the Committee may think fit but such invited member or specialist shall not have a vote
- 4.6. The Committee shall meet as required to conduct the business of the Society, The Chairman shall decide who, apart from the Officers and Committee post holders, is required. All proceedings shall be entered in the Minutes. Decisions arising at any Meeting shall be determined by a majority of votes and when necessary the Chairman shall have a second or casting vote. A quorum for transaction of Committee business shall be four, which quorum must include at least two Officers.
- 4.7. Any matter that cannot wait until the next scheduled Committee meeting may be circulated by the Secretary to all members of the committee by email, setting out the originator and the details of the resolution. Committee members will have 7 days to vote for or against. A simple majority of their number will pass the resolution. The Secretary will notify the Committee of the result and enter the details of the resolution and result in the minutes of the next Committee meeting.
- 4.8. The Society Chairman will take the Chair of any Committee Meeting. In their absence another Officer will assume the Chair.
- 4.9. The Committee may delegate any of its powers to subcommittees consisting of such Committee and other members as it thinks fit. Any sub-committee so formed shall, in the

exercise of the powers so delegated, conform to any terms and conditions that may be imposed by the Committee. Membership of all sub-committees shall include at least one of the Officers.

- 4.10. The Committee may also nominate a President and Vice-Presidents, from within the membership, in recognition of services rendered to the Society, such nomination to be subject to ratification by the Membership in General Meeting.
 - 4.10.1 The President and Vice President(s) are non-executive positions of the Committee (non-voting) and should be seen as "Figure Heads" within the Society, to provide advice, guidance and assistance to the Committee and/or Members.
 - 4.10.2 The President and Vice President(s) are entitled to attend Society meetings and will be circulated the agenda and minutes of all meetings in the same way as the Committee.
- 4.11 Officers and other Committee Members are not entitled to receive payment for any services they may render to the Society unless in the normal course of business, except for the reimbursement of their reasonable expenses incurred on behalf of the Society with the prior sanction of the Committee
- 4.12 Any person who uses computer software on behalf of the society will ensure that the software is correctly licensed for its use.

5. FINANCE

- 5.1. The Treasurer shall be responsible for the funds of the Society and will keep such books of account to record sums received and paid out as are necessary to give a true position of the Society's financial affairs
- 5.2. In the event of the Society's reserves at any time being, in his view, insufficient to meet its liabilities, the Treasurer shall immediately advise, the Chairman and Secretary.
- 5.3. The Society's financial year shall run from the first day of January to the last day of December and the Treasurer will present an examined Income and Expenditure Account and Balance Sheet for the year ending on that date to the Annual General Meeting, together with an Account Examiners report.
- 5.4. The Annual Accounts shall be examined by not less than two Account Examiners, who shall be appointed from among the Membership following nomination at every Annual General Meeting.
- 5.5. An account or accounts shall be maintained with such Banks, the Post Office or Building Societies on such terms and with such authorised signatories as the Committee may from time to time determine.
- 5.6. Individual Members of the Society shall not be entitled to receive payments for services they may render to the Society unless in the ordinary course of business and with the prior sanction of the Committee, or for the reimbursement of their reasonable expenses incurred on behalf of the Society with the prior sanction of the Committee.

6. GENERAL MEETINGS

- 6.1. At such time and place as may be determined by the Committee, an Annual General Meeting shall be held once in every calendar year and within fifteen months of the preceding Annual General Meeting. All other General Meetings shall be Extraordinary General Meetings
- 6.2 The Committee may, whenever it thinks fit, and shall, within three months of the Secretary receiving a requisition in writing signed by not less than twenty percent of the fully paid up members, convene an Extraordinary General Meeting.
- 6.3. An Annual General Meeting and any Extraordinary General Meeting shall be called by a minimum of 14 days notice. Non-receipt or late receipt of the notice by any member shall not invalidate the proceedings at any General Meeting.
- 6.4 A preliminary announcement of the Annual General Meeting shall be issued in two preceding Journals and on the website. The notice calling the meeting shall specify the place, date and the hour of the meeting and in the case of an Annual General Meeting, shall specify as such.
- 6.5. Routine business to be transacted at an Annual General Meeting shall be as follows: -
 - 6.5.1. To approve the Minutes of the previous Annual General Meeting.
 - 6.5.2 To receive and approve the Annual Reports of the Committee.
 - 6.5.3. To receive and approve the Annual Statement of Account and Balance Sheet and to receive the Account Examiner's Report.

- 6.5.4. To ratify the Committee's recommendation for future Membership Subscription rates, to be implemented on the Monday following the AGM.
- 6.5.5. To elect the Officers and other Members of the Committee.
- 6.5.6. To conduct any other business of which due notice has been given. Written notice, including by email, of any such Special Business to be raised, signed by at least two paid up members of the Society and must be submitted to the Secretary not less than 28 days before the Meeting in order that it may be included in the papers for the Meeting. The text of any Special Resolution to be proposed at the Meeting shall be included in the written notice to be submitted to the Secretary.
- 6.6. At any General Meeting a quorum shall be 5% of the paid-up members, or 50 members, whichever is the lower, as at the date of the meeting. If within thirty minutes from the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to such other time and place as the Committee may decide and, if at that adjourned meeting a quorum is not present within thirty minutes of the time appointed for the meeting, the members then present shall form the quorum.
- 6.7. The Society Chairman shall take the chair at any General Meeting. The decision of the Chairman of the Meeting on matters of procedure shall be final.
- 6.8. If the Society Chairman is absent an Officer shall then be appointed, by the Meeting, to assume the Chair.
- 6.9. At any General Meeting, a resolution put to the vote shall be decided by a show of hands unless, upon the declaration of the result, the Chairman or not less than 10 members present entitled to vote demand a secret poll.
- 6.10. Unless a poll is so demanded, and the demand not be withdrawn, a declaration by the Chairman that a resolution has been carried or lost and an entry to that effect in the minutes of the Meeting, shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded for or against such resolution.
- 6.11. In the case of an equality of votes whether on a show of hands or on a poll, the Chairman of the Meeting shall be entitled to a second or casting vote
- 6.12. The Committee may whenever it thinks fit, or shall, on a requisition in writing delivered to the Secretary and signed by twenty percent or more of full members, organise a postal vote on any controversial matter, which may have a direct bearing on the Society's activities and the members' interests therein. A simple majority of those voting shall decide all matters submitted to a postal vote, except as otherwise provided within these rules [Rule 8 "Dissolution" and Rule 9 "Amendment to Rules"].

7. INDEMNITY

- 7.1 The Society shall not be responsible for any loss, injury or damage howsoever caused to any member in any activity of the Society. All persons taking part in the activities of the Society will be bound by the terms of this Rule to have accepted this condition and the onus for acquainting visitors with it rests upon the member or members inviting them.

8. DISSOLUTION OF THE SOCIETY

- 8.1. If at any General Meeting of the Society, a resolution calling for the dissolution of the Society is supported by not less than seventy five per cent of the members present, a postal vote shall be taken of all members and if the resolution is then approved by not less than two thirds of the membership the Committee shall proceed to dissolve the Society.
- 8.2. On dissolution, all assets of the Society will, where possible, be sold. Any surplus or Society property remaining after discharge of all liabilities shall be donated to one or more bodies having objects of a similar nature to those of the Society, such bodies to be determined by the Committee in office at the time of the dissolution.

9 AMENDMENT TO RULES

- 9.1 The Rules of the Society shall not be altered or added to in any way except by the passing of a Special Resolution by at least a two-thirds majority of the members present at a General Meeting.

10. DATA PROTECTION POLICY:

- 10.1. The Data Protection Policy, of the G Scale Society Committee, is reviewed annually and if updated re issued. The latest version is available from the Secretary.
- 10.2. To obtain access to the system as described in this Rule, application should be made in writing to the Membership Secretary. The Membership Secretary will confirm eligibility and

on receipt of a signed acceptance on adherence to the Policy, access will be granted (*for read only purposes*).

The Policy will be adhered to at all times by all persons. Authorised persons shall be deemed as:

10.3.1 Administrators:

- 10.3.1.1 Treasurer,
- 10.3.1.2 Membership Secretary,
- 10.3.1.3 Membership Administrator
- 10.3.1.4 Webmaster

10.3.2 Read Only:

- 10.3.2.1 Committee other than those indicated in 10.3.1
- 10.3.2.2 President, Vice Presidents
- 10.3.2.3 Group Leader/Representative and/or assistant.

10.3.3 All such people must maintain current membership of the Society.

10.3.4 Access to the system will be for the duration of the time they hold office and withdrawn immediately on leaving office. (*Administered by the Membership Secretary*)

10.4 Members who wish anonymity will not be entered on the system, but retained separately by the Membership Secretary, which will involve them being sent their quarterly Journals and all other associated information by the Membership Secretary throughout the year.

(As a result of the General Data Protection Regulations 2018 changes have been made to the information given to members, it now reads: "By applying for membership of the G Scale Society I hereby accept that the information given above will be used, all or in part, for collating the Society Membership List and the distribution of Society publications, (e.g. Journals").

10.5 Maintenance of any information held at Group Level is the sole responsibility of each Group and should be administered on the same basis as is defined in this document

10.6 The Administrator's will maintain the system and withdraw access to the system immediately. No reason needs to be given for withdrawal of access

10.6.1 When, it becomes necessary in line with this document

10.6.2 At any point they become aware that the policy has not been followed

Any enquiries regarding these Constitution and Rules should be made in the first instance to:

**The Secretary
G Scale Society**

secretary@gcalesociety.co.uk

or see the Society Journal for other contact details