

## **THE CROMWELL ASSOCIATION CONSTITUTION**

A written constitution for the Cromwell Association was adopted at our Chester AGM in 1995 and was ratified that summer via a written ballot of all members; a copy of the constitution was sent to all members at that time. However, a decade or more on, many of our current members will have joined since the constitution was adopted and may not have ready access to its text, terms and conditions. Accordingly, and following suggestions made at our Lichfield AGM, the full text of the constitution is being posted on our web site and appears below.

The 'Aims and Objectives' of the Association have not changed since 1995, though it is worth noting that the Association's own reference library (mentioned in Methods number 4) is now on long-loan to the Cromwell Collection at Huntingdon Library and is accessible to all readers there and that registration with the Charity Commissioners (number ii) proved to be very complex and was not in fact pursued in the aftermath of the adoption of this constitution, though such registration remains a possibility and is kept under review.

The overall 'Government of the Association' via a Council of twelve elected members plus Vice Presidents and annually appointed Officers has worked well and in accordance with the constitution. Members are kept informed about the work and decisions of the Council (number iv) through two newsletters per year as well as via a detailed annual report given by the Chairman at the AGM. Although the possibility of having regional groups (number vi) remains part of our constitution, in practice attempts from time to time to establish new regional groupings have not got off the ground and the one regional group which was in existence at the time this constitution was adopted, our Yorkshire Group, has since disbanded as a formal body, though some of its members continue to meet socially.

The procedures for the 'Appointment of Officers' and 'The Election of Members of Council' have run smoothly and in line with the constitution. Similarly, 'The Annual General Meeting' has been held each year in accordance with this constitution, approving subscription rates and annual financial accounts, receiving reports from key Officers and from time to time voting on proposals to appoint new Vice Presidents. Minutes of the AGM have been and are sent to all paid-up members in advance of the following year's AGM.

In short, the constitution adopted in 1995 has worked well and seems to have stood the test of time and although clear procedures for the 'Reform of this Constitution' are laid out here, in practice no changes have been proposed since its adoption. Equally, the Association has been and is in good heart, with a strong membership base and a consistently high level of well-supported activities, so there has never been any thought of activating the procedures laid out at the end of the constitution for winding-up the Association.

## **THE CROMWELL ASSOCIATION CONSTITUTION**

### **I. The Aims and Objectives of the Association.**

#### **i. Aims and Objectives**

To commemorate Oliver Cromwell (1599-1658), to stimulate interest in Cromwell and the general history of the British Isles and dependant territories from the birth of Cromwell to the

Restoration, and to encourage the scholarly study of Cromwell and the wider history of the period.

## Methods

The Association shall pursue its Objectives by a variety of methods, which may include:

1. The commemoration of the period at sites appropriate to the period.
2. The holding of meetings, including an Annual General Meeting and a memorial service.
3. The production, publication and dissemination of material and information relevant to Oliver Cromwell and the period, through a variety of media as deemed appropriate.
4. The maintenance of a reference library for members' use.
5. The awarding of prizes for essays and artwork associated with Oliver Cromwell and the period.

The Association shall employ such other methods consistent with its Objectives as are approved by the Council of the Association.

- ii. These Aims and Objectives would be registered with the Charity Commissioners and could therefore only be modified with their consent.
- iii. These Aims and Objectives should only be changed after the following procedure:
  1. A proposal for change should be submitted to the Secretary of the Association 28 clear days before an Annual General Meeting. The proposal must be signed by at least 5 current members, each of whom has been a member for a minimum of 3 years.
  2. The proposal should be approved by a simple majority of members present and voting at an AGM.
  3. If so approved at the AGM, the proposal should then be submitted, together with any supporting or opposing papers signed by 5 or more current members of at least 3 years standing, to a referendum of the whole membership. Such a referendum will take place within 3 months of the AGM.
  4. If it receives the support of a simple majority of those members who vote in this referendum, it will then require the support of a majority of the Vice President of the Association.

## II. The Government of the Association.

- i. There shall be a Council consisting of twelve elected members and also of such Vice Presidents as choose to attend.
- ii. There will be six Officers (viz. President, Chairman, Secretary, Treasurer, Press Officer and Editor of the Association's journal) who will be ex-officio members of the Council.
- iii. The Council will meet when and where it determines, but not less than 4 times a year. The Secretary will always give all members of the Council 14 days' notice of any meeting.
- iv. It shall be the duty of the Council to respect the Aims and Objectives of the Association and to notify all members of its decisions, not less than twice a year, in ways which the Council shall determine from time to time.

- v. There shall be minutes kept of all Council meetings. Copies of minutes for the previous 12 months will be made available to any member upon request.
- vi. The Council shall have authority to appoint and to remove regional organisers, who will be invited to promote the work of the Association within a designated area. Such organisers will be required to report regularly to the Council and to demonstrate that they are acting so as to further the Association's stated Aims and Objectives.
- vii. The Council will have authority to co-opt any person or persons they think fit to attend for some or all items or all Council meetings. Such co-opted persons may speak but not vote at Council meetings.

### III. The Appointment of Officers.

- i. All six Offices of the Association (as listed at II.ii) will be filled by the Council by annual appointment.
- ii. The Council shall have power to appoint to these Offices either elected Council members or any other member of the Association. The latter will become *ex-officio* members of the Council while in office (under II.ii) and may speak but not vote at Council meetings.
- iii. There is no limit to the number of annual terms which a person may be appointed/reappointed by the Council.
- iv. The Council may appoint one person to execute up to two Offices.
- v. Any vacancy created by death or resignation will be filled at the Council meeting next following such death or resignation.

### IV. The Election of Members of Council.

- i. Three members of the Council will be elected annually by postal ballot of all members for periods of up to four years and will be eligible for re-election.
- ii. Candidates for membership of the Council must be nominated in writing, bearing the signatures of at least 5 current members, each of whom has been a member of the Association for a minimum of 3 years. Nominations must reach the Secretary at least 28 days before the date determined for the ballot.
- iii. Election shall be by postal ballot of all members, held at a date determined by the Council. Members may vote for up to three candidates. The ballot shall be conducted on a first past the post system.
- iv. If only three or fewer nominations are received in accordance with IV.ii, those nominees will be considered automatically elected to the Council and no ballot will be held.
- v. If no or too few nominations are received in accordance with IV.ii, the Council shall have power to elect person or persons to make up the number for a term of up to four years.

- vi. Any vacancy created by death or resignation will be filled at the time of the next election. The person so elected will serve out the residue of the original four year term.
- vii. As soon as this constitution is in effect, there will be elections in accordance with the above provisions. Initially, all councillors will be elected. A lottery will then be held to determine which groups of three councillors will initially serve for terms of one, two, three or four years before becoming eligible for re-election.
- viii. Any councillor or Officer absent for three consecutive meetings without showing reason found acceptable by the majority of the Council shall be deemed to have resigned from the Council and the vacancy so created will be filled in accordance with IV.vi.
- ix. The Council shall have sole authority to nominate Honorary Vice Presidents for election by simple majority of members present and voting at an AGM. All such nominations must receive the support of eight of the twelve elected members of the Council.

#### V. The Annual General Meeting.

- i. There shall be an AGM held at a time and place to be determined by the Council.
- ii. The AGM will have power to determine the rate of annual and life subscriptions, to approve the annual accounts and to receive and comment on reports from the Council and its Officers. Any member may raise any matter relating to the Aims and Objectives of the Association (see I.i and I.iii).
- iii. The AGM shall have the power to elect or not to elect by simple majority of those present and voting such persons as Council shall nominate for election for life as Honorary Vice Presidents.
- iv. The AGM shall have the rights and powers conferred under I.iii.2-3 and VI.i.2-3 of this constitution.
- v. Minutes shall be kept of the AGM and shall be circulated to all members at or before the following AGM.

#### VI. Reform of this Constitution.

- i. This constitution can only be changed after the following procedure:
  - 1. A proposal for change should be submitted to the Secretary of the Association 28 clear days before an Annual General Meeting. The proposal must be signed by at least 5 current members, each of whom has been a member for a minimum of 3 years.
  - 2. The proposal should be approved by a simple majority at an AGM.
  - 3. If so approved at the AGM, the proposal should then be submitted, together with any supporting or opposing papers signed by 5 or more current members of at least 3 years standing, to a referendum of the whole membership. Such a referendum will take place within 3 months of the AGM.
  - 4. If it received the support of a simple majority of those members who vote in this referendum, it will then require the support of a majority of the Vice Presidents of the Association.

ii. The Association may be wound up only through the following procedure:

A resolution passed by a two-thirds majority of those present and voting at a Special General Meeting, convened for the purpose, of which 21 days notice shall have been given to the members. Such resolution may give instructions for the disposal of any assets held by or in the name of the Association, provided that if any assets remain after the satisfaction of all debts and liabilities such assets shall not be distributed among the members of the Association but shall be given or transferred to such other charitable body or bodies having objectives similar to some or all of the objectives of the Association as the Association may determine, and if and insofar as effect cannot be given to this provision then to some other charitable purpose.