



The Filby Association™



Honorary President

Mary E Filby

Downham Market, Norfolk, PE38 9LJ, England.

CONSTITUTION

1. NAME

The name of the Society shall be: **The Filby Association™**.

2. OBJECTIVES

The objectives of the society shall be:

- a) To promote and encourage the study of family history [genealogy, heraldry and history] of the surname Filby and its variants, Filbey, Filbee, Philby and Philbey, on a world wide basis.
- b) To promote the preservation, security and accessibility of all archive material.
- c) To support All Saints Church in the village of Filby, Norfolk, England with help and monetary donations as appropriate.

3. POWERS

In furtherance of the above objectives, but no further or otherwise, the society will have the following powers:

- a) To hold lectures and discussions and organise visits for Society members
- b) To hold and maintain a library of printed and other works for the use of society members and, if practicable and only with permission of the Executive, to extend this to interested members of the general public.
- c) To preserve source material and transcribe and publish such material.
- d) To pursue collaborative actions with supportive bodies.
- e) To promote and engage in educational activities including the issue of a regular journal, and the publication and sale of other appropriate material.

4. AFFILIATION

The Society shall seek to become a member of the Federation of Family History Societies (Registered Charity No. 1038721) and shall have the power to guarantee its debts in the event of its insolvency up to the sum of £1. The Society may also affiliate with other charitable organisations whose objectives are deemed compatible and mutually supportive.

5. MEMBERSHIP

- a) Membership of the Society shall be open to all persons showing a genuine interest in the support of the Societies objectives and providing they meet with the Executives criteria.
- b) Classes of membership shall be determined by the Executive Committee of the Society and will include:

- i) Name members (all those who are or are related to Filby's, Filbey's, Filbee's, Philby's and Philbey's).
- ii) Associate members (all those who are not related to the above families).
- c) All members will have full voting rights in relation to the individuals named in the membership list.
- d) There are no annual dues or assessments, but donations are essential and will be accepted from any source desiring to help the Association.
- e) The Executive Committee of the Society may by unanimous vote and for good and sufficient reason, suspend or recommend the termination of membership of any member. That suspension to become termination or to be set aside by the membership at the next following Annual General Meeting of the Society or an Extraordinary General Meeting convened in accordance with the procedure outlined in Clause 8(b) below. **PROVIDED THAT** such member will have the right to be heard (accompanied by a friend) by the Executive Committee before a final decision is taken by the Executive Committee.

6. ADMINISTRATION

- a) The Society will be administered by an Executive Committee consisting of not less than four Honorary Officers which shall include: Manager, Secretary, Treasurer, and at least one other Officer; as our main objective is the study of genealogy it would be desirable if at least one of the executive committee is also involved in research. A quorum of the Executive Committee shall consist of three quarters of those serving on the Executive.
- b) The members of the Executive shall be elected by the membership and their term of office shall commence with the declaration of the election results at the Annual General Meeting. Nominations should be submitted in writing not less than 28 days before the day on which the Annual General Meeting is to take place. If insufficient nominations have been received to fill the vacancies the chairman of the meeting may, at his discretion, take nominations from the floor.
- c) The Executive Committee shall have the powers to co-opt members to fill casual vacancies (up to the next General Meeting) on the Executive Committee, as well as to invite individuals on an annual basis to undertake other tasks which are deemed to be necessary for the proper and effective administration of the Society's affairs.
- d) All Executive Committee members shall be eligible for re-election on completion of their four year term of office (with no more than one Officer in any one year being due for re-election, except when there are more than four Officers on the Executive when the officers to be elected are split as evenly as possible over the four years). If unopposed for re-election the member will be deemed as having been re-elected for a further term. [There is no time limit on how long a member may serve on the Committee].

7. BRANCHES

- (a) The Executive Committee of the Society shall have the power to establish branches in furtherance of the Society's objectives and on such terms as the Committee shall

prescribe. In the event of a branch being formed any property or funds acquired by it shall belong to the Society.

- (b) Each branch so established shall comply with and be subject to regulations or bye-laws approved by the Executive Committee. Such Regulations shall include provisions dealing with the maintenance of a bank account by the branch, an acknowledgment that it forms part of the Society and that it will comply with the Society's Constitution and act in pursuance of its objectives.
- (c) A branch may be suspended at any time by a resolution of the Executive Committee or dissolved on a resolution of the Members at a General Meeting (including an Annual General Meeting) of the Society. Such resolutions shall give directions and instructions as to the transfer of assets and responsibility for liability of the group during suspension or following dissolution as the case may be.

8. GENERAL MEETING

- (a) An Annual General Meeting shall be held on the first Sunday in July **at a time to be advised** on the day of our Reunion or Gathering when the officers shall present their reports. Notice of this meeting will be in our yearly Chronicle sent to all members in January.
- (b) An Extraordinary General Meeting may be convened either at the request of the Executive Committee or at the request of 25% of the members or 50 members (which ever is the lesser) with prior written notice furnished to members at least 28 days before the meeting setting out the business to be discussed.
- (c) All members present will be entitled to one vote at an Annual General Meeting or an Extraordinary General Meeting. Overseas members will be entitled to a postal vote (by e-mail or letter), at the discretion of the Executive.
- (d) The Manager will chair all General Meetings; in the absence of the Manager the Executive Officers will select one of them to chair the meeting.

9. CONSTITUTION

- (a) Subject to the following provisions of this clause, the Constitution may be altered only at an Annual General Meeting or at an Extraordinary General Meeting of the Society at which proper Notice in writing has been given, such Notice to include notice of the Resolution setting out the terms of the proposed alteration. The Resolution must be passed by not less than two-thirds of the votes of Society members present and voting at the meeting.
- (b) No such alteration may be made which would have the effect of making the Society cease to be a charity at law.
- (c) No amendment may be made to clause 1 (name clause), clause 2 (objectives clause), clause 10 (Finance clause), clause 11 (dissolution clause) or this clause with the prior consent in writing of the Commissioners. Proposals for constitutional amendments shall be submitted to the Executive Committee of the Society at least fifty-six days prior to the day on which the Annual General Meeting or Extraordinary General Meeting is to be held
- (d) The Executive Committee should promptly send to the Commissioners a copy of any amendment made under this clause.

10. FINANCE

- (a) All income and property of the Society, shall be applied solely towards the promotion and execution of the objectives of the Society as defined in Clause 2 above, and no portion thereof shall be paid or transferred directly or indirectly in any manner to any member of the Executive Committee or Society providing that nothing herein shall prevent reimbursement of proper out-of-pocket expenses incurred on behalf of the Society or the payment of an approved fee when engaged as a speaker.
- (b) The Executive Committee shall cause proper books of account to be kept with respect to all sums of money received and expended by the Society and the matters in respect of which such receipts and expenditures take place.
- (c) The Society's financial year shall commence on [1st October] and accounts shall be prepared in relation to each calendar year. A copy of the accounts shall be presented for approval to the members at the Annual General Meeting. A copy shall be made available to all Society members and posted in the Chronicle. The Society's accounts shall be audited or independently examined as required by law prior to being presented to the members.

11. DISSOLUTION

The Society may be dissolved by a resolution passed by not less than [two-thirds] of those members present, with voting rights at either an Annual General Meeting or Extraordinary General Meeting called by the Executive Committee following their decision that it is necessary or advisable to dissolve the Society and for which twenty-one days' prior notice (stating the terms of the resolution to be proposed) has been given in writing. Such a resolution shall include instructions for the disposal of any assets (as mentioned in Clause 2(c)) held by the Society (after all debts and liabilities have been paid) such that they shall be transferred to another charitable organisation having objectives similar to those of the Society.

12. TRUSTEES

The Executive Committee may appoint not less than three persons (and not more than six persons) to be trustees for the Society to hold any property owned by it or held or to be held in trust for the Society.

13. INDEMNITY

The Members of the Executive Committee shall each be indemnified by the Society against any liability claims or demands arising from any action done in good faith by them on behalf of the Society or its Members in the administration of the Society.