

THE FRIENDS OF COLERIDGE

CONSTITUTION

RULES (Last revised AGM 2009)

Name

1. (a) The name of the Society shall be “Friends of Coleridge”, hereinafter referred to as “the Society”. (“in Somerset” deleted 1991)

(b) The expression “the Cottage” in these Rules means the property known as Coleridge Cottage, in Nether Stowey, Somerset, comprising two rooms and the contents thereof, owned and maintained by the National Trust for Places of Historic Interest or Natural Beauty.

Objects

2.1 The objects for which the Society is established are:

1. To advance the education of the public in the works and life of Samuel Taylor Coleridge primarily but not exclusively in Somerset. (Revised AGM 2003)

2. Where the funds of the Society are not otherwise required, to support the National Trust in preserving or extending the Cottage.

2.2 In furtherance of the above objects but not further or otherwise the Society shall have the following powers:

(a) to obtain and donate to the Cottage items relevant to the establishment of the Cottage and the memory of Coleridge with the prior approval and consent of the National Trust for each donation.;

(b) to obtain, collect and receive money and funds by way of contributions, donations, subscriptions, legacies and any other lawful method, provided that the Society shall not undertake any permanent trading activities in raising funds for its charitable purposes;

(c) to defray all proper costs charges expenses of and incidental to the administration of the Society;

(d) to organise and promote such meetings, public exhibitions, and lectures, whether of members of the Society or of the public, whether at the Cottage or elsewhere, as will encourage appreciation of the Cottage or of Coleridge’s work, providing that the prior consent of the National Trust is given, and with due regard to the effect of any such occasions on this small cottage;

(c) to edit and publish a newsletter, journal, or other publication of the Society, provided that one such publication takes place annually for circulation to members of the Society;

(f) to the purchasing of items for donation to the Cottage or, where this benefits the memory of Coleridge and does not undermine the support of the Cottage, to other organisations who commemorate Coleridge, but all such items of expenditure to be approved by the National Trust where the donations are for the Cottage, and by the Committee in consultation with the Scholars of the Society in all cases; (Revised AGM 2003)

(g) to receive by way of gift, legacy, or other lawful means, items for the Cottage, all such items to be approved by the National Trust and by the Committee in consultation with the Scholars of the Society; (Revised AGM 2003)

(h) to do all such other lawful things as are necessary to obtain the above objects or any of them.

Income and Property

3. The income and property of the Society, whencesoever derived, shall be applied solely towards the promotion of the objects of the Society and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to any member of the Society, provided that nothing contained herein shall prevent:

(a) the payment in good faith of reasonable and proper remuneration to any officer or servant of the Society or to any member of the Society as hereinafter provided not being a member of the Committee in return for services actually rendered to the Society; nor

(b) the payment of interest on money lent by any member of the Society or its Committee at a rate per annum. not exceeding 2% less than the base rate prescribed for the time being by the Society's bankers, or 3%, whichever is the greater; nor

(c) the payment of reasonable and proper rent for premises demised or let by any member of the Society or of its Committee; nor

(d) the payment to any member of the Society's Committee of reasonable out-of-pocket expenses.

Constitution

4, The Society shall consist of the following members:

1. A President

2. Patrons (and Honorary Members)

3. Scholars

4. Ordinary Members

Membership

5.1 Patrons shall be donors or subscribers of eminence the Committee shall invite. Patrons shall have the rights and privileges of ordinary members,

5.2 Scholars shall be scholars of merit invited by the Committee to direct the Society in the purchase of items for the Cottage, provided that at least one Scholar shall be nominated by the National Trust. Scholars shall have the rights and privileges of ordinary members.

5.3 Ordinary membership shall be open to any member of the public on payment of an annual subscription or a fee for Life Membership, the amount of the subscription being sufficient to cover the administrative costs of the Society as well as providing a donation to its funds.

5.4 Any Member whose subscription shall be in arrear for more than one year shall cease to be a member.

5.5 The rates of the various subscriptions shall be proposed annually at the Annual General Meeting of the Society.

Administration

6. The conduct and administration of the affairs and funds of the Society shall be in the hands of the Committee and of the Officers of the Society.

6.1 The Officers of the Society shall be:

1. The Chairman
2. The Vice-Chairman
3. The Honorary Secretary
4. The Honorary Treasurer

6.2 The Committee of the Society (in these rules called “the Committee”), shall consist of not more than twelve persons (Increased from 10 persons AGM 2009), including the Officers, being Ordinary Members, and in addition (1) the Curator of Coleridge Cottage, and (2) a nominee of the National Trust. Four members of the Committee shall constitute a quorum.

6.3 The Committee shall have power to co-opt any person having special skill, knowledge or qualifications, but in relation only to the consideration by the Committee of matters where such special skill, knowledge or qualifications would be of assistance; such co-option does not confer the right to vote as a full member of the Committee.

6.4 The Committee shall elect from its own membership a Chairman to hold office for three years but to be eligible for re-election. The Committee shall likewise elect from its own membership a Vice-Chairman, the Honorary Secretary, and Honorary Treasurer, who will hold office for three years but be eligible for re-election.

6.5 In the event of an officer of the Society being absent from a meeting, the Committee shall have the power to nominate a replacement for that meeting.

6.6 The Members of the Committee shall each have one vote on issues arising at Meetings of the Committee. Where there is an equality of votes the Chairman of the meeting shall have the right to use a casting vote.

6.7 Each Member of the Committee (being an Ordinary Member) shall be elected for three years, and shall then retire but be eligible for re-election. (“All members shall retire from the Committee at 75 years of age.” Deleted AGM 1995)

6.8 The existing Committee shall continue to act for the Society until the next Annual General Meeting of the Society at which these Rules shall be adopted. Thereafter any vacancies that arise shall be filled by an election, at which all members of the Society may vote. In June each year all Members of the Society will be circularised and invited to make nominations for the vacancies on the Committee from those who are already Members of the Society. In the event of the number of nominations not exceeding the vacancies, they shall become members of the Committee as hereinafter mentioned. After nominations have been received the Secretary shall circularise the names of all those nominated, if their number exceeds the vacancies, and each Member of the Society shall have the right to vote in person at the Annual General Meeting for the appropriate number of persons. The result of the nomination or of the ballot (as the case may be) shall also be declared at the Annual General Meeting, after which time the newly elected Members shall join the Committee.

6.9 The Committee shall have power to fill casual vacancies on the Committee until the next Annual General Meeting, with persons filling such vacancies enjoying full voting rights as Members of the Committee.

6.10 The Honorary Secretary shall do all such things and acts as the Committee may by resolution direct, conduct the correspondence of the Society, convene and attend all meetings of the Society and the Committee, to ensure the taking of minutes of all such meetings, and generally undertake such duties as the Honorary Secretary of such a Society normally performs.

6.11 The Honorary Treasurer shall receive all moneys payable to the Society and pay such moneys into the banking account of the Society, keep a proper account of all moneys received or expended, present all accounts to the Committee for approval, and make up the annual accounts of the Society to the end of the financial year and submit the same to auditors in due time prior to the Annual General Meeting. The Honorary Treasurer shall open a banking account with a bank to be approved by the Committee, such account to be in the name of the Society, and all cheques shall be signed by any two of the following, namely, the Chairman, the Honorary Treasurer or the Secretary.

6.13 The financial year shall end on 31st of December in each year. (Changed from “31st of March” AGM 1997)

6.14 The accounts of the Society shall be examined by the independent examiner to be appointed by the Society and the report and certificates of such independent examiner shall be presented to the Annual General Meeting. (Changed from “Auditor” AGM 2002)

6.15 The Committee shall elect five (“three” deleted AGM 2002) members as officers responsible for organising the International Summer Conference for two years, but be eligible for re-election. (AGM 1999). The Honorary Director of the Summer Conference will be an ex officio member of the Committee. (AGM 2001)

6.16 The Committee shall elect a member as Editor of the Bulletin for three years, but be eligible for re-election. (AGM 1999) The Honorary Editor of the Bulletin will be an ex officio member of the Committee. (AGM 2001).

Meetings

7.1 The Annual General Meeting of the Society shall be held on such convenient day after the 30th June in each year as the Committee shall resolve. Not less than fourteen days' notice in writing shall be given to all Members, together with the Agenda for the meeting.

7.2 A General Meeting of the Society may be convened at any time, on fourteen days' notice in writing to each Member, either by the Committee, or by a written Requisition either by 10% of the membership, or by twenty Ordinary Members, whichever is greater, which Requisition shall state the reason for such a meeting.

7.3 Every Member shall be entitled to receive notices of and to attend and speak at each General Meeting.

7.4 Each Member shall have the right to nominate items for the agenda of a General Meeting, provided that such items are received in writing by the Honorary Secretary at least fourteen days prior to the meeting.

7.5 A quorum at any General Meeting shall be ten Ordinary Members.

7.6 At every General Meeting each Member present shall have one vote and in the event of an equality of votes the Chairman of the meeting shall have a casting vote.

7.7 Unless the meeting otherwise resolves, the Chair at any General Meeting shall be taken by the Chairman, or in his absence by the Vice-Chairman, or in the absence of both by a member nominated for that meeting.

Amendment of Rules and Constitution

8. Alteration to this constitution shall receive the assent of two thirds of the members present and voting at an Annual General Meeting or a Special General Meeting. A resolution for the alteration of the Constitution must be received by the Secretary of the Society at least 21 days before the meeting at which the resolution is to be brought forward. At least 14 days' notice of such a meeting must be given by the Secretary to the membership and must include notice of the alteration proposed. Provided that no alteration shall be made to clause 2 (objects), clause 9 (dissolution) or this clause until the approval in writing of the Charity Commissioners or other authority having charitable jurisdiction shall have been obtained; and no alteration shall be made which would have the effect of causing the Society to cease to be a charity in law.

Resolution

9, If at any General Meeting of the Society a resolution for the winding-up or dissolution of the Society shall be passed by not less than two-thirds of such members as are present, then the Society shall be wound up, and if after the satisfaction of all outstanding liabilities any assets remain they shall not be paid or distributed amongst the members or officers of the

Society but shall be transferred to a Special Fund of the National Trust for Places of Historic Interest or Natural Beauty, for the perpetual benefit of Coleridge Cottage.

Notices

10. Notices referred to in these Rules shall be deemed to be served when posted to the last known address of the Member.

Adopted 7 September 1986

Latest amendment AGM 14 March 2009