

CONSTITUTION OF THE CORNWALL AND ISLES OF SCILLY MARITIME ARCHAEOLOGY SOCIETY.

1) NAME

The society shall be called THE CORNWALL AND ISLES OF SCILLY MARITIME ARCHAEOLOGY SOCIETY (CISMAS). The headquarters of the society shall be 10 Tolver Place, Penzance, Cornwall, or such other place as the committee may decide from time to time.

2) OBJECTIVES

The object of the society shall be to promote, encourage and undertake maritime archaeology in Cornwall and the Isles of Scilly. All work undertaken shall be properly recorded and written up, copies to be lodged with the Sites and Monuments Record for Cornwall and the Isles of Scilly (maintained by the Cornwall Archaeological Unit) and the National Monuments Record (English Heritage). Wherever possible the results of work should be disseminated to the public via public lectures, local museum displays, media articles and publications.

3) MEMBERSHIP

- a) Any person over the age of 16 years may apply for full membership.
- b) Any person under the age of 16 years and over the age of 12 may apply for junior membership.
- c) All members will agree to abide by the societies constitution.
- d) Junior members do not have voting rights.
- e) Admission to membership shall be at the discretion of the committee.

4) COMMITTEE

The Society shall be managed by an Executive Committee of members (hereinafter called "the Committee") who shall be elected at the Annual General Meeting in each year and, subject to termination of office by resignation or otherwise, shall remain in office until their successors are elected at the Annual General Meeting next following their election. The Committee shall have power to fill any vacancy that may occur. The retiring members of the Committee shall be eligible for re-election. The Committee shall have power to co-opt additional members who shall be members of the Society provided that the number of co-opted members does not exceed one-third of the total number of elected and ex-officio members. All members of the Committee shall retire annually but shall be eligible to be appointed or co-opted again. The Committee shall have power to appoint such sub-committees as it may from time to time decide and may determine their powers and terms of reference.

5) SUBSCRIPTION

The annual subscription for full members and junior members shall be determined from time to time by the committee. The subscriptions shall be moderate and not such as might reasonably deter any person of moderate means from joining the society.

6) TERMINATION OF MEMBERSHIP

The Committee shall have the right for good and sufficient reason to terminate the membership of any member provided that the member shall have the right to be heard by the Committee before a decision is made.

7) ALTERATION OF THE RULES

The Committee shall have power to alter the rules, but no such alteration shall take effect until the same has been confirmed at the Annual General Meeting or a Special General Meeting convened for the purpose and is subject to the conditions set out in Clause 19 hereof.

8) BYELAWS

The Committee shall have power to make Bye-laws for regulating the conduct and affairs of the Society provided the same are not inconsistent with these rules. Such Bye-laws shall be communicated by email or letter to all members.

9) ANNUAL GENERAL MEETING

A General Meeting of the Society shall be held in every year not later than the last day of February to transact the following business:

- (a) to receive and, if approved, to adopt a Statement of the Society's accounts to the end of the preceding year;
- (b) to consider and, if approved, sanction any duly made alteration of the rules;
- (c) to appoint the Officers and other members of the Committee;
- (d) to appoint an Auditor or Auditors;
- (e) to deal with any special matter which the committee desire to bring before the members and to receive suggestions from the members for consideration by the Committee.

10) SPECIAL GENERAL MEETING

A Special General Meeting may be convened at any time by the Committee and shall be convened within twenty-one days from the receipt of a request in writing signed by not less than six members specifying the object of the Meeting for any of the following purposes:

- (a) to consider and, if approved, sanction any duly made alteration of the rules;
- (b) to deal with any special matter which the Committee may desire to place before the members;
- (c) to receive the resignation of the Committee or to remove any member or members thereof from office and to fill any vacancy or vacancies caused thereby; and
- (d) to deal with any special matter which the members requiring the Meeting may desire to place before the Society.

Notice convening a Special General Meeting shall be given as hereinafter provided and shall specify the matters to be dealt with.

11) OFFICERS

The Annual General Meeting shall elect such Honorary Officers of the Society (including a Chairman, Treasurer and Secretary) as it may from time to time determine and such Honorary Officers shall be ex-officio members of the Committee and of any sub-Committee appointed by the Committee.

12) CHAIR AT MEETINGS

At Committee Meetings and at General Meetings the chairman shall preside, and he or she shall have a casting or additional vote in the event of an equality of votes. If the chairman is unable to attend the meeting, then a chairman will be elected to preside. He or she shall have a casting or additional vote in the event of an equality of votes.

13) QUORUM

At Committee Meetings three shall form a quorum. At General Meetings six members shall form a quorum. Junior members may attend General Meetings, but they shall not be entitled to vote, and they shall not be counted as part of the necessary quorum.

14) VOTING

Every matter shall be determined by the majority of the members present and voting on the question.

15) NOTICE OF MEETING

Notice of every Annual General Meeting and Special General Meeting shall be given at least fourteen days before the date thereof by post or email to all members of the society.

16) FINANCE

- (a) All monies raised by or on behalf of the Society shall be applied to further the objects of the Society and for no other purpose.
- (b) The Honorary Treasurer shall keep proper Accounts of the finances of the Society.
- (c) The Accounts shall be audited once a year by an auditor or auditors who shall be appointed at the Annual General Meeting.
- (d) An audited statement of accounts for the last financial year shall be submitted by the Committee to the Annual General Meeting.

17) TRUST PROPERTY

The title of all and any real property which may be acquired by or for the purposes of the Society shall be vested in Trustees who shall be appointed by the Committee and who shall enter into a Deed of Trust setting forth the purposes and conditions under which they hold the said property in trust for the Society. The number of Trustees shall not be less than two or more than five.

18) DISSOLUTION

If the Committee by a simple majority decides at any time on the ground of expense or otherwise that it is necessary or advisable to dissolve the Society it shall call a Meeting of all members of the Society who have the power to vote of which Meeting notice shall be given as provided in Clause 15 hereof and shall also be advertised in a newspaper circulating in the area of benefit and also given in writing to the Charity Commissioners for England and Wales. If such decision shall be confirmed by a simple majority of those present and voting at such meeting the committee shall have power to dispose of any assets remaining after the satisfaction of any proper debts and liabilities shall be applied towards charitable purposes for the benefit of the inhabitants of the area of benefit as the committee may decide and as may be approved by the Charity Commissioners for England and Wales.

19) ALTERATION TO THE CONSTITUTION

Any proposal to alter this Constitution must be delivered in writing to the Secretary of the Society not less than twenty-eight days before the date of the Meeting at which it is to be considered. An alteration will require the approval of both:

- (a) a simple majority of members of the Committee present and voting at a Meeting of the Committee; and
- (b) a two-thirds majority of members present and voting at a General Meeting. Notice of each such meeting must have been given in accordance with normal procedure but not less than fourteen days prior to the Meeting in question and giving the wording of the proposed alteration. No alteration to the Constitution shall be made which would affect the charitable status of the Society. If Trustees have been appointed in accordance with Clause 17 hereof, an alteration shall not be made without the knowledge and consent of the Trustees but such consent shall not be unreasonably withheld by them.

20) SOCIETY PROJECTS

- a) Society projects must be approved by the committee.
- b) Each society project will be managed by a project manager who will be appointed by the committee. The project manager will be responsible for the production of the project archive and the final report.
- c) Members of the society may apply to take part in society projects. Wherever possible all those who wish to take part will be given a place on the project team. Where places on a project are limited the committee will decide which members are to be on the project team – the committee decision in these matters will be final. Society membership does not give an automatic right to be included in any particular project.
- d) Any member of the society can propose a project to the society committee.
- e) All society projects must conform to archaeological best practice.
- f) Members of the society may borrow society equipment for their own maritime archaeological projects. They must however demonstrate that they are competent to use the equipment and must insure the equipment for the full replacement value during their use of the equipment.