

Constitution of Mount Edgcumbe Railway & Model Society

1. Aim

The aim of the Mount Edgcumbe Railway & Model Society (MERMS) is to:

- Encourage and practice the crafts of designing, making and using models of all types
- Foster interest in hand and power tools, computers, electrical and radio equipment; their making and use with models of all types
- Bring together individuals with similar interests and co-operation with societies with similar aims for mutual benefit
- Encourage, particularly with younger people, craftsmanship, pride in their work and understanding of the operation of full size and scale models
- Establish facilities where these aims can be put into effect
- Ensure a safe operational environment for those who operate railways and models, sub-contractors and members of the public who are visiting exhibitions and/or riding on the trains
- Assist in the preservation of Mount Edgcumbe House & Country Park (MEP) for the benefit of the public, by providing opportunities and venues which encourage the public to visit and thereby create interest in and revenue for MEP

2. Powers

In order to achieve the aims of MERMS, the Society may:

- Raise money
- Open bank accounts
- Take out insurance
- Employ staff
- Acquire and manage buildings
- Organise courses and events
- Work with other Societies and exchange information
- Do anything that is lawful which will help it to fulfil its aims

3. Membership

a) Membership of the Society shall be open to:

- any person 16 or over
- any person, under 16 accompanied by an adult
- any organisation, located in the locale of MEP, which is interested in helping the Society to achieve its aims, willing to abide by the rules of the Society and willing to pay any subscription agreed by the Management Committee.

b) Annual membership fees from April to the March will be set by the Management Committee.

c) Membership shall be available to anyone without regard to gender, race, nationality, disability, sexual preference, religion or belief.

d) Every individual member and each organisation shall have one vote at General Meetings.

e) The membership of any member may be terminated for good reason by the Management Committee, with all officers present, with a two-thirds majority. However, the member has a right to be heard by the full Management Committee before a final decision is made.

- f) Each member organisation shall appoint a representative to attend meetings of the Society and notify the Society's Secretary of that person's name.

4. **Management**

- The Society shall be administered by a Management Committee of the Officers
- The Officers of the Management Committee shall be:
 - (1) President
 - (2) Chairman
 - (3) Vice Chairman
 - (4) Secretary
 - (5) Treasurer
 - (6) Marketing & Fund-Raising Manager
 - (7) Website Manager
 - (8) Membership Secretary
 - (9) Operations Manager
 - (10) Project Manager (Indoor)
 - (11) Project Manager (Outdoor)
 - (12) Health & Safety Manager
- The Management Committee shall meet quarterly; May, August, November, February.
- The Chairman shall chair all meetings of the Society.
- The quorum for Management Committee meetings shall be four officers
- Voting at Management Committee meetings shall be by show of hands. If there is a tied vote then the Chairman shall have the casting vote.
- The Management Committee, with all officers present, may by a two-thirds majority vote and for a good and proper reason remove any officer, provided that person has the right to be heard before a final decision is made.
- Health and Safety, including reviews of the operation, policy statement and incidents will be a standing agenda items at the quarterly Management Committee meetings.
- The Management Committee may appoint another member of the Society as an officer at their discretion.

5. **Duties of the Officers**

a) **President**

- Ceremonial Duties; such as giving awards, making speeches, meeting and greeting sponsors, representing the club
- Mediation and Arbitration

b) **Chairman / Vice Chairman:**

- Chair meetings of the Committee and the Society.
- Working with the President to represent the Society at functions or meetings that the Society has been invited to and act as spokesperson for the Society.
- The Chairman shall have overall responsibility for Health & Safety policy management

c) **Secretary:**

- Take and keep minutes of meetings.
- Prepare the agenda for meetings of the Committee and the Society in consultation with the Chairman.
- Deal with correspondence.

- Collect and circulate any relevant information within the Society.

d) Treasurer:

- Supervise the financial affairs of the Society.
- Keep proper accounts that show all monies collected and paid out by the Society.

e) Marketing & Fund-Raising Manager

- Manage all marketing for the Society, including:
- developing a marketing strategy especially with the MEP management.
- creating marketing material, both in in hard and soft copy format, for internal and external consumption.
- identify and engage funding opportunities.

f) Website Manager

- Working with the Marketing & Fund-Raising Manager for the soft marketing of MERMS using websites and other computer based means.

g) Membership Secretary

- Responsible for maintaining and administering a membership database of all members.
- Administering the subscriptions and recommending appropriate annual fees.
- Promoting and increasing membership of the Society.

h) Operations Manager

Responsibilities include:

- Organising volunteers to run activities.
- Day-today responsibility for Health & Safety.
- Keeping a register of property that is loaned to the Society.

i) Project Manager (Indoor) & Project Manager (Outdoor)

The project management areas are defined as:

- Indoor - the MEP Sawmill and immediate surroundings.
- Outdoor - the areas allocated by the MEP management team for the 5" railway.

Responsibilities include:

- Determining the requirements for each area.
- Co-ordination of resources in the building and maintenance of each area.

j) Health & Safety Officer

- Advising members on all matters relating to Health & Safety
- Performing and reviewing risk assessments, and carrying out site inspections
- Investigating and reporting of incidents in the workplace and writing-up accident reports
- Enforcing health and safety laws and regulations and liaising with external bodies such as Mount Edgcumbe Management
- Providing in-house training sessions to ensure all members are kept up-to-date with the society's safety policies especially safety equipment

6. Finance

- Any money obtained by the Society shall be used only for the Society.
- Any bank accounts opened for the Society shall be in the name of the Society or clearly identified as such.
- Any payments, made by the Treasurer, must be approved by two other officers of the Management Committee and not the Treasurer. The normal process would be for an invoice to be approved by two officers with their dated signature.

- The financial accounts are audited by two officers, but not the Treasurer, of the Society in April of each year.

7. Property on Loan

Members may loan their own or an others', with suitable authority, property (e.g. models & tools) to the Society. Any such loans must be registered by the Society and remain the property of the owner. The Society shall take reasonable care of any such loan.

8. Annual General Meeting

- a) The Society shall hold an Annual General Meeting (AGM) in the month of May.
- b) All members shall be given at least fourteen days' notice of the AGM and shall be entitled to attend and vote.
- c) The quorum for an AGM shall be 30% of the society's members.
- d) The business of the AGM shall include:
 - Receiving a report from the Chairman on the Society's activities over the year.
 - Receiving a report from the Treasurer on the finances of the Society and the result of the audit.
 - Electing a new Management Committee.
 - Any other matter as may be decided.

9. Extraordinary General Meeting

- a) An Extraordinary General Meeting (EGM) may be called by the Management Committee or by any ten members to discuss an urgent matter.
- b) The Secretary shall give all members fourteen days' notice of any EGM together with notice of the business to be discussed.
- c) All members shall be entitled to attend and vote.

10. Alterations to the Constitution

Any changes to this Constitution must be agreed by at least two-thirds of those members present and voting at any General Meeting.

11. Dissolution

- a) The Society may be wound up at any time if agreed by two-thirds of those members present and voting at any General Meeting. In the event of winding up;
- b) Any assets remaining after all debts have been paid shall be offered to another society with similar aims and / or if specific material / equipment has been purchased by funds from a particular donor then that donor shall be offered that material / equipment.
- c) All loan property must be returned to their lawful owners.