



The Stephenson Locomotive Society Bye-Laws

Approved by the Board on 7th March 2020

General

1.1 These Bye-Laws are established in accordance with Article 56 of the Articles of Association of The Stephenson Locomotive Society.

1.2 No Officer or member shall use the name ‘**The Stephenson Locomotive Society**’ or quote the Company Number or establish any web-site or internet account or bank account using the above Society name without authorisation from the Officers whether for Society use or for private advantage or to the detriment of the reputation of the Society in general.

Organisation

The Society is managed by the Officers to achieve the Objects of the Society.

The Officers of the Society will comprise up to nine persons as follows

- the Chairman
- the General Secretary;
- the General Treasurer;

six other Officers nominated from the general membership of whom up to three should be Centre Organisers.

In the event of there being no nominations for an Officer, the remaining Officers may appoint a member who is willing to act to be an Officer but the Officer appointed by a resolution of the other Officers must retire at the next Annual General Meeting.

The Officers may appoint members to act as Journal and Newsletter Editor, Librarian, Publicity Officer and Heritage Officer or any other specific function. Any such appointments will be listed in the Society *Journal* or *Newsletter*. Such members are authorised to act within limits defined by the Officers and are required to report to the Officers at intervals defined by the Officers.

Membership of the SLS

3.1 Application for membership of the Society must be made in due form which identifies their name, contact address and their agreement to act as a guarantor. The Officers retain the power to reject any application but must record in the Meeting minutes the grounds for rejection of such application. For each member, the name, address, class of membership and date of joining and leaving the Society are recorded on the Register of Members, public access to which is determined by the provisions of the Companies Act 2006 Part 8. The sale or provision of the membership information outside the Society, other than as required by statute, is prohibited.

Full Members are natural persons aged 18 or more who agree to be guarantors and pay the Annual Subscription (Bye-Law 4);

Life Members are natural persons aged 18 or more who at 1st January 2017 were Life Members or by resolution of the Board thereafter are made Life Members. Life Members do not pay an Annual Subscription but must agree to be guarantors to have the rights of members in the Articles of Association including the right to vote at general meetings;

Junior Members are persons aged under 18 years who must transfer to Full Membership on the 1st January following their 18th birthday. Junior Members do not have the rights of members in the Articles of Association including the right to vote at general meetings.

Honorary Members are natural persons proposed by the Officers and endorsed by the Annual General Meeting who will receive the Journal and Newsletter but not have the rights of members in the Articles of Association including the right to vote at general meetings.

Provisional Members are natural persons who are recruited under membership promotion schemes that Officers may by resolution define and advertise via the *Journal* and *Newsletter* with a reduced level of annual subscription (which may be zero) for a defined period. These Members on agreeing to be guarantors enjoy all the benefits and must adhere to the obligations of Full Membership. At the end of the promotional period, the Provisional Member either becomes a Full Member, paying the annual subscription at the then-prevailing rate, or by declining to do so, leaves the Society forthwith. Provisional Members shall be entitled to receive the issue of the Journal and Newsletter current at the time of joining, and all subsequent issues published during their period of Provisional Membership.

Provisional Junior Members are natural persons aged under 18 years at the date of joining under a membership promotion scheme as defined in 3.1.5. At the end of the promotional period, the Provisional Junior Member would, as appropriate to their age at that date, either become a Full Member or Junior Member, paying the appropriate annual subscription at the then-prevailing rate, or by declining to do so, leave the Society forthwith. They must either transfer to Provisional Membership or apply for Full Membership, as appropriate, on 1st January following their 18th birthday. Provisional Junior Members enjoy all the benefits and must adhere to the obligations of Junior Membership. Provisional Junior Members shall be entitled to receive the issue of the Journal and Newsletter current at the time of joining, and all subsequent issues published during their period of Provisional Junior Membership.

The Officers may appoint a Membership Secretary and delegate to him/her the receipt of applications for membership, the affiliation of new members to a Centre and the custody of the names and addresses of the members. The Register of Members is held by the Company Secretary and is updated by the Company Secretary as changes are notified by the Membership Secretary.

Membership Subscriptions

The Officers will propose the annual subscription rate to the Annual General Meeting of the Society for implementation with effect from 1st January following.

Membership application includes agreement to be a guarantor and by virtue of payment of the annual subscription, a member will continue to be a guarantor under Article 3 of the Articles of Association.

Where two members reside at the same address and receive one copy of the Journal and *Newsletter*, a reduced subscription rate will be applied if requested by the members reflecting the reduced costs to the Society

All members in arrears shall receive a written reminder within three months of the due date and shall have their membership terminated should they not have paid within one month of the issue of that reminder.

A member changing their address shall notify the Membership Secretary immediately to maintain an accurate Register of Members.

The Officers may by resolution agree to vary the annual subscription of a member for a period in which compassionate circumstances prevail.

Honorary Office Holders and Members

5.1 The Officers will propose for endorsement by the Annual General Meeting an Honorary President and not more than eight Vice-Presidents being suitable persons who are members of the Society or not.

On the death or resignation of any honorary office holder or honorary member, the Officers may appoint a replacement before the next Annual General Meeting.

A former President may hold the honorary title of Past President as the Officers propose and the Annual General Meeting agrees.

The Officers will propose for endorsement by the Annual General Meeting any Honorary Members.

Meetings

6.1 Any meeting or visit or programme of meetings held under the name of The Stephenson Locomotive Society other than a general meeting of the Society must be organised by a Centre Organiser who is a Full member of the Society duly authorised by the Officers. The Centre Organiser is responsible to the Officers for ensuring the conduct of the meeting is appropriate and safe and for making substantiated claims to the Treasurer for reimbursement.

Where necessary those who take part in a meeting or visit organised by the Society, either alone or in conjunction with any other body, may be required to indemnify the Society, together with its officers, the leader of the visit and owners or occupiers of premises visited against any claim for injury or loss sustained which is caused by their own negligence during the course of the visit.

Where a regular programme of SLS meetings in a Centre is held, the organiser must ensure that:

- information on the programme is supplied to the Editor of the *Journal* and *Newsletter* in a timely manner;
- the meetings are conducted in an appropriate manner and with due regard to health and safety and any other conditions of hire for the rooms;
- a proper record of income and expenditure is maintained to substantiate any claims from Society funds;
- a report on meetings is provided to Officers for inclusion in the Annual Report.

Centre Organisers are encouraged to recruit support from local members in the preparation of a programme, publicity and the conduct of meetings forming a local committee if appropriate and efficient. Where a Centre for historical reasons or convenience a bank account, then such accounts are not reckoned as assets of the Society provided that the name of the account must not be ‘The Stephenson Locomotive Society’ and that the Centre is responsible for establishing the bank mandate for the account and rendering accounts to the Centre membership.

Where a Centre maintains an account with a bank or building society, then such an account shall not be an asset of the Society, provided: the name of the account does not include the words ‘The Stephenson Locomotive Society’; each such Centre shall be responsible for establishing the mandate for any such account and accounting for it to the Centre membership.

The Officers will ensure that Centre Organisers are supplied with contact details of affiliated Society members for notification of the meeting and any urgent changes thereto.

The Officers will support financially Centre meetings in respect of room hire, speaker’s expenses and purchase of equipment at levels to be agreed with each Organiser but this shall not preclude local contributions by attendees towards the above items and refreshments.

Where any Centre equipment or items are not funded by the Society, they are the responsibility of the Centre and shall not be Society assets.

Payments of Expenses

Officers may claim from the General Treasurer actually incurred travelling expenses or a car use mileage rate as determined by the Officers from time to time for: attendance at meetings of Officers; other meetings on Society business such as sub-committees; or where attending as a formal representative of the Society.

For the avoidance of doubt, officers and members should seek prior agreement from the General Treasurer before incurring travelling or subsistence expenses for other than routine meetings.