

ROYAL CHARTERS AND STATUTES

of the

SOCIETY OF ANTIQUARIES OF LONDON

2004

with the Third Supplemental Charter, 2005

PRINTED BY ORDER OF THE COUNCIL

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THE ROYAL CHARTER

incorporating the

SOCIETY OF ANTIQUARIES OF LONDON

GEORGE THE SECOND by the Grace of God of Great Britain France and Ireland King Defender of the Faith &c TO ALL to whom these presents shall come Greeting WHEREAS the study of Antiquity and the history of former times has ever been esteemed highly commendable and usefull not only to improve the Minds of Men but also to incite them to Virtuous and Noble Actions and such as may hereafter render them famous and worthy examples to late posterity AND WHEREAS several of our Loving Subjects who have for several years last past met together for their mutual improvement in such Studys and Inquiries have humbly besought us to Grant unto them and such others as Wee should be pleased to join to them OUR ROYAL CHARTER OF INCORPORATION for the better carrying on the said purposes KNOW YE that WEE out of our Princely Affection to all sorts of Learning and good Literature and for the encouragement of all such as shall be desirous to promote so laudable an undertaking HAVE of our Special Grace certain Knowledge and meer Motion Given and Granted and Wee do hereby for Us our Heirs and Successors Give and Grant that there shall be for ever hereafter a Society which shall be called by the Name of THE SOCIETY OF ANTIQUARIES OF LONDON of which Society Wee do hereby declare Ourselves to be the Founder and Patron AND that the said Society shall consist of a President Council and Fellow s who by the name of THE PRESIDENT COUNCIL AND FELLOWS OF THE SOCIETY OF ANTIQUARIES OF LONDON aforesaid shall for ever hereafter be a Body Politick and Corporate and shall by the said Name and Style have perpetual succession AND shall have and use a Common Seal which they are hereby enabled to make a new and change from time to time as they may hereafter find occasion AND WEE do hereby further Grant that the said Society shall by the said Name and Style be enabled and rendered capable to sue and be sued AND to receive purchase take hold and enjoy in perpetuity or otherwise to themselves and successors any Antiquities Books Manuscripts Goods Chattels or any other things whatsoever AND also to purchase take hold and enjoy in perpetuity or otherwise any Lands Tenements and Hereditaments whatsoever not exceeding the yearly value of One Thousand Pounds in the whole to them and their successors without incurring any of the Penalties or Forfeitures of the Statutes of Mortmain or of any of them AND that it shall and may be lawful for any person or persons to Give Grant Bargain Sell or Convey any Lands Tenements or Hereditaments whatsoever not exceeding the said value of One Thousand Pounds a year in the whole to the said Society for the use and benefit of the said Society and their successors without License of Alienation in Mortmain AND the said Society shall govern themselves and all the Proceedings and Business according to the Statutes Rules Orders and By Laws to be made as herein after is mentioned AND that our Royal Intention may take the better effect for the good Government and Regulation of the said Society Wee do hereby Ordain and Appoint that the Council of the Society aforesaid shall in all times hereafter consist of Twenty one persons whereof the President for the time being shall always be one AND for the better execution of this our Royal Grant Wee have nominated and do hereby nominate constitute and appoint Our Trusty and welbeloved Martin Folkes Esquire to be the First and Modern President of the said Society of Antiquaries of London to continue in the said office from the date of these our Letters Patent to the Twenty third day of April next AND till one other person of the Council of the said Society shall be duly chosen and admitted into the said office in his Room AND WEE do hereby further Nominate and appoint the Persons following that is to say Our Right Trusty and Welbeloved Cousin Richard Viscount Fitzwilliam Our Right Trusty and Welbeloved Hugh Lord

Willoughby of Parham Our Trusty and Welbeloved Sir John Evelyn Baronet Sir Joseph Aylofffe Baronet Sir Clement Cotterell Dormer Knight James West James Theobald Charles Compton Phillip Yorke Samuel Gale Edward Umfreville Phillip Carteret Webb and Daniel Wray Esquires John Ward Doctor of Laws Jeremiah Milles Doctor of Divinity Cromwell Mortimer Doctor in Physick Richard Rawlinson Doctor of Laws Brown Willis Doctor of Laws George Vertue and Joseph Ames Gentlemen to be together with the said President the First and Modern Twenty one of the Council of the said Society of Antiquaries of London to be continued in the Offices of the Council aforesaid from the date of these Our Letters Patent to the said Twenty third day of April next and till other fit persons shall be Chosen into the said offices in their Room if they shall so long respectively live and not be removed for some just and reasonable Cause which said Council and their Successors shall at all times be aiding and assisting to the President of the said Society for the time being in all Matters and Businesses relating to the better regulation and Government of the said Society and all and every the Members of the same AND WEE do further Give and Grant And it is Our Royal Will and Pleasure that all persons which shall within Two Months next ensuing the date of these Our Letters Patent be Nominated and Chosen by the said President and Council or any Eleven or more of them of which Wee Will the said President or his Deputy always to be one And in all times after by the said President Council and Fellows of the said Society or any Twelve or more of them of which Wee Will the said President or his Deputy always to be one shall be received and admitted into the said Society of Antiquaries as Fellows of the same And being Noted in a Register kept for that purpose shall be and be called Fellows of the said Society of Antiquaries of London during their respective lives unless in pursuance of the Statutes and By laws of the said Society to be made as herein after is prescribed any of them shall for Just Cause happen to be removed and Ejected from the same And by how much any Persons shall be more Excelling in the Knowledge of the Antiquities and History of this and other Nations by how much the more they are desirous to promote the Honour Business and Emoluments of this Society and by how much the more eminent they shall be for Piety Virtue Integrity and Loyalty by so much the more fit and worthy shall such Persons be judged of being elected and admitted into the said Society AND WEE WILL and Ordain and for Us Our Heirs and Successors do hereby further Grant to the said President Council and Fellows of the Society of Antiquaries of London aforesaid That they or any Fifteen or more of them who shall Assemble for that purpose of which the President or his Deputy or one of the Council always to be one may on the said Twenty third Day of April next and so Yearly and every year on the said day or as near to the same as may conveniently be Nominate and Choose one of the Council of the said Society for the time being to be President of the said Society until the Twenty third day of April next ensuing and from thence until another be chosen and admitted into the said Office in his Room AND in case the said President of the Society of Antiquaries of London during the continuance of his said Office shall happen to die or be removed That then and so often it shall be lawfull for the Council of the said Society or any Nine or more of them to meet within Twenty Days next after such Death or Removal And to Choose one of the said Council to be President of the said Society And that the Person so chosen by the Majority of the said Nine or more of the Council shall be President of the said Society and continue in that Office until the Twenty third day of April then next following and til another shall be duly elected and admitted into the said Office in his Room And that in case one or more Persons of the Council of the said Society shall happen to die or be removed (which persons or any of them for Misdemeanours or other reasonable Cause are hereby declared to be amoveable by the President and rest of the Council or the Major part of them) That then and so often it shall be lawful for the President Council and Fellows aforesaid or any Twenty one or more of them (of which the President or his Deputy or one of the Council always to be one) to choose one or more of the Fellows of the Society aforesaid in the room of him or them so deceasing or removed to compleat the said Number of Twenty one of the Council And that the Person or Persons so chosen and admitted shall continue in the said Office until the Twenty third day of April next ensuing and until other Persons shall be duly chosen and admitted of the Council in his or their room AND WEE do hereby further Give and Grant unto the said President Council and Fellows for Us and our Successors for ever that they Give and their Successors or any Fifteen or more of them (whereof the President for

the time being or his Deputy or one of the Council always shall be one) may and shall yearly upon the said Twenty third day of April Nominate and appoint Eleven persons of the then present Council of the said Society to be continued of the said Council for the year then next ensuing And also to choose and Nominate Ten other persons out of the other Members of the Society to be admitted into the Council of the same for the then next ensuing year It being Our Royal Will and Pleasure that Ten and no more of the Council of the said Society should yearly be changed at every such Annual Election AND WEE do hereby further Grant to the said President Council and Fellows and to their Successors That Whereas the President of the same for the time being may happen to be sick indisposed or be otherwise employed so that he cannot attend the Business of the said Society that it shall be lawfull for the said President at his pleasure to Nominate at the same or at different times Four Persons of the Council of the said Society for the time being to be his Deputies One of which the Senior in Nomination who shall be present or in read iness shall in the Absence of the President be impowered And is hereby empowered to supply the Place of the President and to do all Acts concerning the Society and the Business of the same which the President by Virtue of his said Office might do if he were himself actually present And that all and every person so Nominated by the President for one of his Deputies shall continue in the said Office all the time that the said President shall himself continue in his Office of President unless such person shall be removed by the President from the said Office or be rendred incapable of holding the same by ceasing to be a Member of the Council of the said Society AND WEE do further for Ourselves our Heirs and Successors hereby Grant to the said President Council and Fellows and their Successors that they and their Successors or any Twenty one or more of them of which Wee will the President or his Deputy always to be one According to the best of their Judgments and Discretions to make Constitute and Establish such Statutes Rules Orders Bylaws and Constitutions as shall appear to them to be good useful honest and necessary for the Encouragement Advancement and furtherance of the Study and knowledge of Antiquities and History of this and other countries the Government Regulation and Direction of the said Society and their Estate Goods Lands Revenues and Business and the particular manner of the Election Choice Admission and Amoval of all and every the Members and Officers thereof and the same from time to time as they may see Occasion to vary alter or revoke and to make such New Orders and Regulations in their Stead as they shall to the best of their Judgments and Discretions think most proper and expedient so as the same be just honest and reasonable and no ways repugnant or contrary to the Laws of this Our realm AND FURTHER WEE do hereby Give and Grant to the President Council and Fellows of the said Society of Antiquaries of London and their Successors that they shall and may from time to time Nominate and Appoint so many and such Persons as they shall think proper to be Treasurers Secretaries Clerks and Officers of the said Society for the carrying on and executing their necessary Affairs AND .ALSO that it shall and may be lawful to and for the said President Council and Fellows to have and Employ one Serjeant at Mace and such other Servants as may be necessary and useful to the said Society to attend upon the President or his Deputy on all proper Occasions or to do such other things as may from time to time be expedient for the Service of the said Society AND LASTLY if any Abuses or Differences shall at any time hereafter arise and happen concerning the Government or Affairs of the said Society whereby the Constitution Progress Improvement and Business thereof may Suffer or be hindred in such case Wee do hereby for us our Heirs and Successors Assign Constitute Authorise and Appoint The Most Reverend the Lord Archbishop of Canterbury The Lord Chancellor or Lord Keeper of our Great Seal of Great Britain The Lord Keeper of our Privy Seal and Our Two Principal Secretaries of State for the time being to be Visitors of the said Society with full Power and Authority to them or any three or more of them from time to time to Compose and Redress any such Differences or Abuses IN WITNESS whereof We have Caused these our Letters to be made Patent WITNESS Our Self at Westminster the Second day of November in the Twenty fifth year of Our Reign

By Writ of Privy Seal

COCKS

**FIRST
SUPPLEMENTAL CHARTER**

of the

SOCIETY OF ANTIQUARIES OF LONDON

ELIZABETH THE SECOND by the Grace of God of the United Kingdom of Great Britain and Northern Ireland and of Our other Realms and Territories Queen, Head of the Commonwealth, Defender of the Faith

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING!

WHEREAS HIS Majesty King George the Second in the year of our Lord One thousand seven hundred and fifty-two by Royal Charter dated the Second day of November in the twenty-fifth year of His Reign constituted a body politic and corporate by the name of the Society of Antiquaries of London (hereinafter called 'the Society');

AND WHEREAS it has been represented unto Us that it is expedient that for the better management of the Society's funds the Society should have power to make Rules prescribing the mode in which its funds may be invested:

AND WHEREAS supplication has accordingly been made unto Us to grant to the Society a Supplemental Charter:

NOW KNOW YE that We of Our Royal Will and pleasure and moved thereto by Our desire to promote the efficiency of the Society for Us, Our Heirs and Successors in addition to and notwithstanding anything to the contrary contained in the said Charter of King George the Second have granted and declared and do by these Presents grant and declare that the Society shall henceforth have power to make Rules prescribing the mode in which funds of the Society from time to time available for such purpose may be invested and to revoke, alter or add to any such Rules in the same manner as provided by the Statutes of the Society for the making, alteration and revocation of such Statutes Provided that no such Rules, or any revocation or alteration thereof or addition thereto, shall have any force or effect until the same shall have been allowed by the Lords of Our Most Honourable Privy Council, of which allowance a Certificate under the hand of the Clerk of Our said Privy Council shall be conclusive evidence.

IN WITNESS whereof We have caused these Our Letters to be made Patent.

WITNESS Ourselves at Westminster the seventh day of July in the sixteenth year of Our Reign.

BY WARRANT UNDER THE QUEEN'S SIGN MANUAL

Coldstream

SECOND

SUPPLEMENTAL CHARTER

of the

SOCIETY OF ANTIQUARIES OF LONDON

ELIZABETH THE SECOND by the Grace of God of the United Kingdom of Great Britain and Northern Ireland and of Our other Realms and Territories Queen, Head of the Commonwealth, Defender of the Faith:

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING!

WHEREAS His Majesty King George the Second by Royal Charter dated the second day of November in the twenty-fifth year of His Reign constituted a body politic and corporate by the name of 'The Society of Antiquaries of London' (hereinafter called 'the Society'):

AND WHEREAS we were graciously pleased on the seventh day of July One thousand nine hundred and sixty-seven to grant a Supplemental Charter to the Society:

AND WHEREAS it has been represented unto Us that it is expedient that for the better management of the Society's affairs the Society should have power to make Rules prescribing the mode in which the Council of the Society shall be constituted:

AND WHEREAS supplication has accordingly been made unto Us to grant the Society a further Supplemental Charter:

NOW KNOW YE that We, of Our Royal Will and pleasure and moved thereto by Our desire to promote the efficiency of the Society, for Us, Our Heirs and Successors in addition to and notwithstanding anything to the contrary contained in the said Charter of King George the Second have granted and declared and do by these Presents grant and declare that the Society shall henceforth have power to make Rules prescribing the mode in which the Council of the Society shall be constituted and to revoke, alter or add to any such Rules in the same manner as provided by the Statutes of the Society for the making, alteration and revocation of such Statutes. Provided that no such Rules or any revocation or alteration thereof or addition thereto, shall have any force or effect until the same shall have been allowed by the Lords of Our Most Honourable Privy Council, of which allowance a Certificate under the hand of the Clerk of Our said Privy Council shall be conclusive evidence.

IN WITNESS whereof We have caused these Our Letters to be made Patent.

WITNESS Ourselves at Westminster the fourth day of September in the thirtieth year of Our Reign.

BY WARRANT UNDER THE QUEEN'S SIGN MANUAL

Bourne

THIRD

SUPPLEMENTAL CHARTER

of the

SOCIETY OF ANTIQUARIES OF LONDON

ELIZABETH the Second by the Grace of God of the United Kingdom of Great Britain and Northern Ireland and of Our other Realms and territories Queen, Head of the Commonwealth, Defender of the Faith:

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING!

WHEREAS His Majesty King George the Second by Royal Charter (hereinafter referred to as ‘the original Charter’) dated the Second day of November in the year of our Lord one thousand seven hundred and fifty-one constituted a body politic and corporate by the name of ‘The Society of Antiquaries of London’ (hereinafter referred to as ‘the Society’) with perpetual succession and a Common Seal:

WHEREAS We were graciously pleased on the seventh day of July one thousand nine hundred and sixty-eight and on the fourth day of September one thousand nine hundred and eighty-one to grant Supplemental Charters (hereinafter referred to as ‘the existing Supplemental Charters’) to the Society:

AND WHEREAS the Society has by a humble Petition prayed that We should be graciously pleased to grant to it a further Supplemental Charter:

NOW THEREFORE KNOW YE that We having taken the said Petition into Our Royal Consideration by virtue of Our Prerogative Royal and of Our especial grace, certain knowledge and mere motion have granted and declared and by these Presents do for Us, Our Heirs and Successors grant and declare as follows:

1. The original Charter shall be read as if “not exceeding the yearly value of One Thousand Pounds in the whole to them and their successors without incurring any of the Penalties or Forfeitures of the Statutes of Mortmain or of any of them”, “not exceeding the said value of One Thousand Pounds a year in the whole”, and “without License of Alienation in Mortmain” had been deleted and shall henceforward continue and operate as though it had been originally granted and made accordingly.
2. The Council of the Society may by a resolution in that behalf passed at any meeting of such Council by not less than two-thirds of the members of such Council present and voting (being an absolute majority of the whole number of the members of such Council entitled to vote at meetings thereof) and confirmed at a general meeting of members of the Society held not less than one month nor more than four months afterwards by a resolution passed by not less than two-thirds of the members voting thereat revoke, amend or add to the original Charter, either of the existing Supplemental Charters or this Our Supplemental Charter and any such revocation, amendment or addition shall when allowed by Us, Our Heirs or Successors in Council become effectual so that the original Charter, the first Supplemental

Charter, each of the existing Supplemental Charters and this our Supplemental Charter as the case may be shall thenceforward continue and operate as though it had been originally granted and made accordingly. Provided that no such revocation, amendment or addition shall be made which shall cause the Society to cease to be a charity in law. This provision shall apply to the original Charter, the existing supplemental Charters and this Our Supplemental Charter as revoked, amended or added to in manner aforesaid.

IN WITNESS whereof We have caused these Our Letters to be made Patent.

WITNESS Ourselves at Westminster the fifteenth day of July in the fifty-fourth year of Our Reign.

By Warrant under The Queen's Sign Manual

Allan

THE STATUTES

of the

SOCIETY OF ANTIQUARIES OF LONDON

MMIV

Chapter I

Of the Number, Election and Admission of Fellows

- I. The number of Fellows shall be limited to such a figure as shall be determined by Council from time to time. The number shall in all cases be exclusive of those elected under Sections III and IV.
- II. Except as hereinafter provided every Candidate for election as a Fellow of the Society shall be proposed by a certificate in writing signed from personal knowledge of the Candidate by five or more Fellows. The certificate shall state the names, profession or occupation, qualifications and usual address of the Candidate. Every Fellow has the right to propose whoever they wish and the certificate will be accepted provided it has been correctly filled in. It shall be delivered to the Secretary and shall be read at an Ordinary Meeting. It shall be marked with the day on which it was so read and shall then be hung and remain in the Meeting Room until the day of Election, but in any case for not less than two Ordinary Meetings following the one at which it was read before the Candidate shall be balloted for. The certificates may be displayed to Fellows by any additional appropriate methods the Council thinks fit.
- III. The Council of the Society may, in any one calendar year, propose and elect up to three Fellows *honoris causa*, who are distinguished for or active in the promotion of the purpose of the Society. The names proposed shall be notified to the Fellowship at least three weeks before the Council meeting to allow Council to consider any representations. Council must agree the proposal by a two-thirds majority of those voting. Such Fellows, who shall observe the Statutes of the Society, shall enjoy the benefits of the Society but shall not be required to pay any admission fee or annual subscription and shall not have any voice in the government of the Society.
- IV. Members of the Royal Families of this and other Countries may on the proposal of the Council be elected as Titular Fellows without ballot, and shall be called Royal Fellows, but shall not be required to pay any admission fee or annual subscription, and shall not have any voice in the government of the Society.
- V. Ballots for the election of Fellows (except as provided in Chapter IX) shall take place at as many Ordinary Meetings as necessary during the Session to be fixed by the Council in sufficient time to be indicated on the card of dates issued to Fellows at the commencement of the Session. At these Ordinary Meetings no visitors shall be admitted without the agreement of the President or deputy. At each of the two Ordinary Meetings immediately preceding any election a list of the Candidates to be put up for election including any persons proposed under Section III shall be read from the Chair, and a copy of such list shall remain suspended in the Meeting Room for not less than fourteen days before such election. No ballot for election shall take place unless the President or his Deputy and eleven other Fellows, at least, be present at the time appointed for opening the ballot. The Election shall commence at a quarter of an hour after the opening of the meeting

and close after threequarters of an hour. The Candidates shall be put up for election in the order in which their names have been proposed, and the Council shall decide on the number to be put up at each Election.

- VI. Notwithstanding anything in the last section contained, the Council may at any time during the Session appoint a further meeting or further meetings for the election of Fellows, in addition to the meetings indicated at the beginning of the Session. Such further meetings, if the Council thinks fit, may be on a date not fixed for an ordinary meeting. Notice of every such meeting shall be sent to every Fellow at least three weeks before the date thereof. All the provisions of the fifth section shall, so far as may be, be applicable to such meeting.
- VII. The voting shall be by ballot of the Fellows present at the Meeting, with the addition of such other methods of voting as Council may from time to time determine. At least seven days before the date fixed for the election of new Fellows a list of the Candidates shall be sent by post to every Fellow. The Chairman shall count the votes cast in the ballot and declare the result. The Election shall be determined by a majority of four-fifths of the Fellows voting.
- VIII. The Secretary shall communicate to each person elected the fact of his election and shall send him a copy of these Statutes.
- IX. Every person elected, when he has paid his Admission Fee and Subscription and signed the obligation set out in Chapter II, shall be admitted a Fellow at some Meeting of the Society in manner following: the President or other Fellow presiding at such Meeting shall take him by the hand, and say these words: "By the authority and in the name of the Society of Antiquaries of London I admit you a Fellow thereof."
- X. The Election, Admission, Withdrawal, Amoval or Death of every Fellow with the date thereof shall be entered in a register. The address of every Fellow elected as it appears on his certificate shall be deemed his sufficient address until it is from time to time altered by a request in writing to the Secretary, signed by such Fellow. Any notice sent by post to such Fellow at the address appearing on his certificate, or when altered to such altered address, shall for all purposes be deemed to have been received by him.

CHAPTER II

Of the Obligation to observe the Statutes

- I. Every person elected a Fellow of the Society shall before Admission sign the following Obligation: 'We, whose names are hereunder subscribed, do hereby promise, each for himself or herself, that we will, to the utmost of our power, promote the honour and interest of the Society of Antiquaries of London, and observe the Statutes and Orders of the said Society, so long as we shall continue Members thereof.

If any person elected refuse to sign the said Obligation his Election shall thereupon become null and void.

CHAPTER III

Of the Payments by the Fellows to the Society

- I. Every person elected shall pay a sum equivalent to one year's subscription for his or her Admission fee, and also one year's subscription for the current year or, such sums or periods as Council shall determine, for the ensuing year, and if any person, after being elected, fail to pay such Admission Fee and Subscription within one calendar month from the day of his or her election, his or her election shall be absolutely null and void, unless the Council, upon special cause being made to them, shall extend the period for making such payments.
- II. Every Fellow shall pay an Annual Subscription of such a sum as shall be ratified by an Anniversary Meeting. Council shall have the absolute discretion to vary or waive this sum in such cases as it thinks fit. Council shall also determine on what date or dates the subscription shall become due. If the subscription has not been paid three calendar months after the due date a notice shall be sent by post to the last current address of the Fellow that if he or she shall fail to pay before one calendar month of the date of the letter he or she shall be considered to be in arrears. This fact will then be reported to Council who may choose to take any action they wish in the case, such action being minuted. After the one calendar month's notice every Fellow still in arrears shall cease to enjoy any of the privileges of membership until the arrears have been paid or Council shall have decided to vary the sum.

If after six calendar months of being declared in arrears a Fellow shall not have paid the arrears Council may decide on the amoval of the Fellow. If they so decide the Fellow in arrears shall be notified by post that unless the arrears together with a fine of such amount as Council shall determine shall be paid within two calendar months of the date of the letter the Fellow will be declared amoved by the President or Deputy and another Officer and cease immediately to be a Fellow. Such an amoval will be reported to Council and to the Ordinary Meeting following the amoval.

- III. Subject to the agreement of Council it shall be open to any Fellow on the 1st January of any year, provided his or her Subscription be not then in arrear, to Compound for all future payments of Subscription by paying to the Society such sum as the Treasurer, after taking professional financial and actuarial advice, may consider to be fair and equitable.

All compositions paid under this section shall be regarded as capital and invested under the direction of the Council.

- IV. If any Fellow not in arrear of his or her subscription signify, in writing, to the Secretary of the Society that he or she desires to withdraw from the Society, he or she shall from that time cease to be a Fellow of, and be free from any future obligation to, the Society; the Council may, in its discretion, accept the resignation of a Fellow who is in arrear of his or her subscription without payment of such arrears by him or her.
- V. Subject to the agreement of Council, if any person who has once been a Fellow of the Society and has voluntarily withdrawn from it be desirous of re-election, he or she may, upon proposal and vote as provided in Chapter I, be re-elected and shall be required to pay a second admission fee.

CHAPTER IV

Of the Ordinary and Extraordinary Meetings of the Society

- I. Ordinary Meetings of the Society shall be held generally on such Thursdays as the Council shall appoint but nothing herein shall preclude the Society from holding Ordinary Meetings on other days, or at other hours if it shall see occasion. The Meetings shall commence at such a time as Council shall decide. In the absence of the President and of the Vice-Presidents and Ex-Presidents, the Treasurer, Director, a Member of the Council or the Senior Fellow shall preside in that order. No meeting shall be held unless five Fellows at least be present.
- II. Any Fellow may introduce one visitor at an Ordinary Meeting except a Meeting appointed for a ballot and such others as the Council may determine. The name of the visitor shall be entered by the introducer in a book provided for that purpose.
- III. The Society shall not hold any Ordinary Meetings on or near such public holidays, religious festivals and other occasions as Council shall decide. The Council shall decide the period of the summer adjournment and any other special adjournments as it thinks fit.
- IV. The Council may, and on a written requisition signed by not less than twenty-five Fellows shall, summon an Extraordinary Meeting of the Society. Such meetings shall be convened by a notice sent to each Fellow by post a week at least before the day appointed. This notice shall state the time, place and business to be discussed and no other business shall be discussed.

CHAPTER V

Of the Method of Voting

- I. In the election of the President, Council, Officers and Fellows, and in all other cases where prescribed by the Statutes, the voting shall be by ballot with the addition of such other methods of voting as Council may determine. In all other cases the voting shall be by show of hands unless a vote by ballot be demanded. In this case the question of whether there shall be a ballot or not shall first be decided by a show of hands, a simple majority of those present deciding. If it is decided that there shall be a ballot the matter shall be referred back to Council to arrange on a suitable date. In all cases of equality of votes the Chairman shall have the casting vote.

CHAPTER VI

Of the Anniversary Meeting, and of the Election of the Council and Officers of the Society

- I. The Anniversary Meeting of the Society shall be held on St George's Day, the 23rd of April, unless the same fall on a Saturday or Sunday, when the Anniversary Meeting shall be held on some other day to be fixed by the Council.
- II. If St. George's Day falls on a day so near Easter Day as to make it in the opinion of the Council inconvenient, the Council may fix some other day for the Anniversary Meeting.
- III. The Annual Election of the Council, President, Treasurer, Director and Secretary shall take place at the Anniversary Meeting. At the two Ordinary Meetings next preceding the day fixed for the Anniversary, the Chairman shall give notice of the hours fixed for holding the said elections.
- IV. Every Fellow shall be summoned to the Anniversary Meeting by a notice by post, a week at least before the day appointed for the meeting. This notice shall state the time of meeting and also the hours fixed for opening and closing the ballots.
- V. The President and Council shall, in each year, before the 1st day of February, prepare three lists. No. I shall contain the names of fifteen Members of the existing Council to be recommended to the Society for re-election as the continuing Members of the Council for the ensuing year; the name of the Senior Vice-President for the time being shall not be included in this list, unless he or she shall have been proposed for election as an officer, and in this case List I shall contain the names of this Vice-President and of fourteen other members of the existing Council only. No. II shall contain the names of five Fellows, not being of the existing Council, to be nominated for election as new Members of the Council for the ensuing year. No. III shall contain the names of those of the Fellows comprised in the two preceding lists, whom (if elected Members of the Council) the President and Council recommend to the Society for election to the offices of President, Treasurer, Director, and Secretary for the ensuing year. Any President or Director who, on the Anniversary next ensuing, will have held that office for five and seven consecutive years respectively, shall be ineligible for nomination to the same office for the ensuing year, unless the Society shall otherwise determine on a resolution submitted by the Council to an Ordinary Meeting not later than the eighth week before the date fixed for the Anniversary Meeting. Notice of intention to bring forward such a resolution shall be sent by post to every Fellow at least two weeks before the date of the meeting at which it is to be proposed. The voting shall be by ballot, and the resolution shall not be carried unless it receive a majority of two-thirds of the votes cast. The resolution shall only have effect for the year succeeding the then next election of President or Director as the case may be.
- VI. Any five Fellows may nominate for election on the Council any other Fellow not of the existing Council by a writing signed by them and delivered to the Secretary on or before the 1st day of March. No Fellow shall sign more than one such nomination for any one election. Any five Fellows may nominate for election to the offices of President, Treasurer, Director or Secretary for the ensuing year any member of the existing Council by a writing signed by them and delivered to the Secretary on or before the 1st day of March. No Fellow shall sign more than one such nomination for any one office. Every such nomination to be valid must be accompanied by a writing to the Secretary from the candidate so nominated expressing his or her willingness to serve in the particular office to which he or she has been nominated.
- VII. At an Ordinary Meeting of the Society on or before the 1st day of February, there shall be read from the Chair (1) the list of the fifteen members of the existing Council recommended by the President and Council for re-election; (2) the list of the five Fellows, not of the existing Council, nominated by the Council; and (3)

the names of the Fellows recommended by the Council for election as President, Treasurer, Director, and Secretary for the ensuing year.

- VIII. Three balloting papers, numbered I, II, and III respectively, shall be printed on papers of different colours and forwarded to every Fellow with his or her summons to the Anniversary Meeting.

No. I shall contain the names of all Members of the existing Council, arranged in alphabetical order, the names of those Members recommended by the President and Council for re-election being distinguished by an asterisk, and omitting the name of the senior Vice-President if it has been omitted from List No. I prepared by the President and Council.

No. II shall contain the names of the Fellows, not of the existing Council, nominated as hereinbefore provided for election as new Members of the Council for the ensuing year, the names of those Fellows recommended by the President and Council being distinguished by an asterisk.

No. III shall contain the names of those Fellows recommended by the President and Council or nominated under section VI for election as President, Treasurer, Director, and Secretary for the ensuing year. The names of those Fellows recommended by the Council for the respective offices shall be distinguished by an asterisk.

- IX. Two Scrutators shall be nominated by the Chairman at the Anniversary Meeting, with the approbation of the Fellows then present, to examine the balloting papers.

- X. A ballot shall first be taken for the election of the Council for the ensuing year. Every Fellow voting shall use balloting papers Nos. I and II, and place a cross against the name of each person for whom he or she desires to vote. He or she shall then deliver balloting papers Nos. I and II, folded up, to one of the Scrutators, who shall note the name of each Fellow so voting. Every balloting paper No. I containing more than fifteen names so marked, and every balloting paper No. II containing more than five names so marked, shall be deemed to be spoiled, and no votes contained in any such paper shall be counted by the Scrutators. Fellows may record their votes in writing if unable to be present in person. Should there be no alternative names proposed for the five members of the new Council recommended by the Council, no Ballot No. II shall be held.

- XI. At the close of the first ballot the Scrutators shall examine the balloting papers Nos. I and II, and report to the Meeting the names of the fifteen Members of the old Council and of the five Members of the new Council having the greatest number of votes, any ties being (if necessary) forthwith determined by lot. The Chairman shall thereupon declare the names of the old and new Members of the Council so elected. Immediately after such declaration a list of the names of those so elected shall be hung in a conspicuous place in the Meeting Room, and shall continue so hung until the hour fixed for closing the second ballot.

- XII. A ballot shall next be taken for the election of the President, Treasurer, Director, and Secretary for the ensuing year. Each Fellow voting shall use balloting paper No. III and place a cross against the name of each person for whom he or she desires to vote. The Members of the Council who support a candidate recommended by the Council and the five proposers of a candidate for office as provided in Section VI may record their votes in writing if unable to be present in person. Should there be no alternative names proposed for any of the offices of President, Treasurer, Director and Secretary recommended by the Council, no Ballot No. III shall be held.

- XIII. The Scrutators, after examining the balloting papers No. III, shall report to the Meeting the names of those Fellows having the majority of votes for filling the offices of President, Treasurer, Director, and Secretary for the ensuing year, which report shall be read from the chair, any ties being forthwith determined by lot. The Chairman shall thereupon declare the names of the officers so elected.

- XIV. The annual election so had as aforesaid shall not be void because any Fellow named in the lists, nominations, or balloting papers is in fact dead, but shall be as valid as if such Fellow had died on the day after such annual election.
- XV. At an annual election, if the Chairman believe any Fellow named in the lists, nominations, or balloting papers to be dead, he or she may nominate any other Fellow in the place of such Fellow believed by him or her to be dead, and the name of the Fellow believed by him or her to be dead shall be erased from the balloting papers, and the name of the Fellow so nominated be substituted therefor, and the election shall proceed as if the name of that Fellow had always been in such lists, nominations, and balloting papers.
- XVI. In the event of a vacancy in the Council occurring in the intervals of the Annual Elections, a new member of the Council shall be elected by the Council, subject always to confirmation of such election at an Ordinary Meeting, and after due notice.
- XVII. In the event of a vacancy in the office of President occurring in the intervals of the Annual Elections, the Secretary shall cause the Council to be summoned for the election of a new President out of the Council; and the Council, or any nine or more of them, meeting thereupon in the usual place within twenty days next after such vacancy, shall proceed to the said election. Immediately after such Election they shall proceed under the previous section to the election of a Member of Council to restore the number of members to twenty.
- XVIII. In the event of a vacancy in the office of Treasurer, Director, or Secretary in the intervals of the Annual Elections, the Council shall, at its next meeting, proceed to elect a member of Council as Treasurer, Director, or Secretary, as the case may be, subject always to confirmation of such election at an Ordinary Meeting, and after due notice.

CHAPTER VII

Of the Common Seal, and Deeds

- I. The Common Seal of the Society shall be kept in a chest having three locks with three different keys, which shall be kept in the custody of the General Secretary.
- II. Every deed or writing requiring to be sealed shall be passed, sealed and signed by the President or a Vice-President and one or more of the Officers, and duly recorded in a register of sealings. The register shall be laid upon the table at Council meetings or be made available to members of Council on request.

CHAPTER VIII Of the Amoval of Fellows

- I. If the conduct of any Fellow shall be brought or come to the knowledge of the Council as likely to be injurious to the interests and welfare of the Society the Council shall consider the same and may at its discretion bring the question of the Amoval of such Fellow before the Society at any Ordinary Meeting, subject nevertheless as hereinafter provided, and if upon the question being put to the vote the Amoval of such Fellow be carried he or she shall be amoved accordingly; provided nevertheless:
 - (a) No Fellow shall be Amoved (except for the non-payment of Subscription under Chapter III, ii) unless and until he or she has had the opportunity of submitting his or her case either in writing or in person to a Meeting of the Council, and for this purpose he or she shall be entitled to receive not less than two weeks' notice of such Meeting.
 - (b) No ballot for the Amoval of a Fellow shall take place unless notice thereof shall have been read from the Chair at the two Ordinary Meetings of the Society next prior to such ballot and shall have appeared on the notice convening the Meeting at which such ballot is to be held.
 - (c) Every Amoval shall require a majority of four-fifths of the Fellows voting.
- II. The Amoval of a Fellow shall be declared by the Chairman in the following words:

"By the authority and in the name of the Society of Antiquaries of London I declare A.B. to be now amoved, and no longer a Fellow thereof."

And the Chairman shall at the same Meeting make an entry thereof against the name of such person in the Register of Fellows.

CHAPTER IX

Of Honorary Fellows

- I. Any person of outstanding reputation or learning in the area of interests of the Society may be proposed by five or more Fellows, subject to the approval of the President and Council, for election as an Honorary Fellow of the Society, without being subject to any annual or other contribution. The proposal shall be made by certificate in writing, which shall be read at a meeting of the Council. It shall again be read not earlier than the next following Meeting of the Council and after approval and signature by the President and members of the Council then present shall be read at an Ordinary Meeting, and suspended in the Meeting Room of the Society until put to the ballot. The Candidate shall be put to the ballot at any Meeting the Council may appoint, but not earlier than the third Ordinary Meeting following that at which the certificate was read. The number of such Honorary Fellows shall not exceed One Hundred.
- II. Honorary Fellows shall observe the statutes of the Society, shall enjoy the benefits of the Society but shall not be required to pay any admission fee or annual subscription and shall not have any vote in the government of the Society.

CHAPTER X

Of the President

- I. As the head of the Society the President shall have the general supervision of its affairs.
- II. He or she shall as may be consistent with other duties attend the Meetings of the Society and of the Council.
- III. He or she shall be ex officio a Member of all Standing Committees.
- IV. He or she may at any time summon Extraordinary Meetings of the Council or of the Society.
- V. In the exercise of his or her functions he or she shall in all things consult the honour and interests of the Society over which he or she is appointed to preside.
- II. The President on the conclusion of his or her term of office shall become an Honorary Vice-President, but this shall not constitute him or her one of the Deputies of the President for the purposes laid down in the Charter.

CHAPTER XI

Of the Deputies or Vice-Presidents

- I. The Deputies or Vice-Presidents nominated by the President out of the Council shall supply the place of the President in his or her absence, and in exercising his or her office they shall remember that they are equally bound with him or her to attend the Meetings of the Council and of the Society, and to promote its honour and interests.

CHAPTER XII

Of the Council

- I. The management of the estate and revenues of the Society and the conduct of its business shall be entrusted to the Council, which may employ competent agents to carry out these functions or such of them as they may determine on their behalf.
- II. No debts or liabilities are to be incurred or any payments made except for ordinary current expenses without the authority of the Council.
- III. The Council shall meet not less than four times during the Session.
- IV. Five members shall be a quorum unless more be required by the Charter.
- V. The Treasurer shall report as Council shall direct on the financial state of the Society at every Council Meeting.
- VI. The Council shall annually appoint such Standing Committees as it thinks necessary for the efficient running of the Society and may at any time appoint other Committees. It shall regulate the proceedings of all Committees the Minutes of which shall be laid before it at every Meeting.
- VII. The Council may appoint such staff, consultants and contractors as are needed for the management of the Society's affairs on such conditions, salaries or remuneration as it shall direct.
- VIII. The Council shall exercise a vigilant superintendence over the officers and shall take care that the duties attaching to each office are duly performed, and shall from time to time report all important matters to the Society and shall endeavour in all its proceedings to advance the prosperity and increase the usefulness of the Society.

CHAPTER XIII

Of the Treasurer

- I. In the absence of the President and Vice-Presidents the Treasurer shall preside over the Meetings unless the Charter direct otherwise. The Treasurer shall be ex officio a Member of all Standing Committees.
- II. The Treasurer shall ensure that the Accounts of the Society are kept in a form which shall comply with the relevant law and regulations that are in force at the time and shall further check that there is an appropriate level of security for financial information and documents.
- III. The Treasurer shall not authorize or make any payment other than current expenses without the authority of the Council.
- IV. The Treasurer shall have oversight of the carrying out of the banking and investment policies of the Society, as agreed by Council.
- V. The Treasurer shall ensure that the insurance cover of the Society is with a reputable company and is for such sums and complying with such policies as Council shall from time to time direct.
- VI. The Treasurer shall, with the aid of the Finance Committee, exercise a vigilant superintendence over the expenditure of the Society, and shall in all things consult its interests.
- VII. If the Treasurer resign his or her office in an interval between the Annual Elections, he or she shall thereby cease to be a Member of the Council, unless appointed to another office.

CHAPTER XIV

Of the Director and the Secretary

- I. In the absence of the President, of the Vice-Presidents and of the Treasurer, the Director shall preside over the Meetings of the Society not being Meetings at which the presence of the President or of his Deputy is required by the Charter.
- II. The Director and Secretary shall have special responsibilities for the oversight of the work of the Society in the fields of publication, research, the library and collections.
- III. They shall be ex officio Members of all Standing Committees.
- IV. In the exercise of their office they shall endeavour to promote the objects of the Society.
- V. If either Officer resign office in an interval between the Annual Elections they shall thereby cease to be a member of Council unless appointed to another office.

CHAPTER XV

Of the General Secretary and the Librarian

- I. The General Secretary may but need not be a Fellow. He or she shall devote his or her time and attention to the duties of his or her office during such hours as the Council shall fix and shall receive such salary as the Council may direct.
- II. The General Secretary shall be subject to such rules and orders as shall from time to time be made or given by the President and Council, and shall be normally in attendance within the apartments of the Society during all Meetings of the Society, Council and Committees.
- III. The Librarian may but need not be a Fellow. The Librarian shall devote his or her time and attention to the duties of his or her office during such hours as the Council shall fix and shall receive such salary as the Council may direct. He or she shall be subject to the general direction of the General Secretary.

CHAPTER XVI

Of Standing Committees and their Functions

- I. Council shall from time to time appoint such committees as it thinks fit to give it advice, assistance and superintendence in the governance of the Society and its charities. In deciding on the number and role of these committees Council shall have regard for the purpose of the Society and such objectives as Council shall have decided to carry out this purpose.
- II. Council shall state in its Annual Report the list of committees and the area of their responsibility together with their membership and the number of times they have met in the year. The proceedings of Committees shall be reported to Council and they will not incur any expense without the agreement of that body. The agreements and recommendations of committees shall always be subject to the approval of Council.
- III. Committees will be chaired by those Officers, or in their absence deputies appointed by the President, whose field of responsibility in the Council is most relevant.
- IV. The membership of all committees shall consist *ex officio* of the President, Treasurer, Director and Secretary and as many Fellows as Council feel appropriate. Council may also appoint committee members who are not Fellows. Council will also determine the length of service of committee members and shall annually review committee membership.

CHAPTER XVII

Of the Fellow Auditors

- I. The Society shall at some Ordinary Meeting in January in each year, or at some suitable time as Council shall determine, on the nomination of the President appoint four Fellows as Auditors for the accounts of the past year. Should any Fellow so appointed be unable from any cause to act, the President may appoint some other Fellow in his place.
- II. The Fellow Auditors shall make such investigation into the financial condition of the Society as they may think proper, including the way in which resources are allocated, and shall report to the Society thereon as soon as may be.
- III. The Fellow Auditors in carrying out their duties shall rely upon the audit work carried out by the independent auditors appointed under charity law, in particular with regard to the checking of receipts, examination of vouchers and certification of securities. The Fellow Auditors shall obtain confirmation from the independent auditors that they are satisfied that the Society has maintained proper accounting records.

CHAPTER XVIII

Of the Making, Altering, and Revocation of Statutes

- I. Any proposal for alteration of or addition to these Statutes may be made either by the Council or by any twenty-five or more Fellows. In the latter case a draft of the proposal signed by such Fellows shall be communicated to the Council. The proposal shall be read at an Ordinary Meeting and shall remain suspended in the Meeting Room until it has been voted on as hereinafter provided. A copy of the proposal shall be sent to every Fellow, with a notice of the date of the Meeting to which the proposal is to be submitted.
- II. Any Fellow may propose amendments to such alteration or addition, but every such amendment must be signed by the Fellow proposing it and delivered to the Secretary within four weeks after the date at which the draft was read at an Ordinary Meeting. Any amendments so received shall be at once suspended in the Meeting Room and shall be read at the Ordinary Meeting next following.
- III. The proposed alteration or addition together with all amendments received in conformity with the foregoing requirements shall be considered at an Extraordinary Meeting to be held not less than five weeks after the date of the Meeting at which the draft was first read.
- IV. No amendment shall be considered at this Meeting other than such as has been proposed as hereinbefore provided. A majority of two-thirds shall be requisite to carry any alteration or addition.
- V. Any Extraordinary Meeting held under this Chapter may be adjourned from time to time, and on any adjournment the Meeting may if it so decide extend the time for further amendments.

CHAPTER XIX

Of Dividends or other like Benefits to Fellows

- I. The Society shall not, and may not, make any Dividend, Gift, Division, or Bonus in money, unto, or between, any of its Fellows or Members.
- II. Except with the prior written approval of the Charity Commissioners no member of Council may:
 - (a) receive any benefit in money or kind from the Society other than that derived from normal membership as a Fellow; or
 - (b) have a financial interest in the supply of goods or services to the Society; or acquire or hold any interest in the property of the Society, other than as a trustee.
- III. Council may appoint Fellows or Members to paid staff positions or as paid consultants or contractors. Such Fellows or Members shall not be, or remain, members of Council or as members of Society committees.
- IV. Members of the Council of the Society, its appointed committees and other Fellows or Members involved in the proper activities of the Society authorised by Council may receive reimbursement of out-of-pocket expenses.
- V. Fellows or Members of the Society may, with the explicit agreement of Council, directly receive grants for the proper activities of the Society from the Society's funds or charities.

APPENDIX I

Investment Rule

Part A: Powers of Investment

The Society shall have the power to invest monies (within the UK or elsewhere) not immediately required, in any investment authorised by the Trustee Act 2000, as amended, repealed, or re-enacted from time to time, or in any investment authorised by any other statute. The Society shall have the power to invest in land in the United Kingdom as authorised by the Trustee Act 2000 and power to invest in land outside the United Kingdom.

Part B: Investment Advice and Delegation

The Council may appoint as the investment manager for the Society a person who they are satisfied after inquiry is a proper and competent person to act in that capacity and who is an authorised or an exempt person within the meaning of the Financial Services and Markets Act 2000 otherwise than exempted by virtue of paragraphs 44 and 45 of the Financial Services and Markets Act 2000 (Exemption) Order 2001. The Council may delegate to an investment manager so appointed power, at his or her discretion to buy and sell investments for the Society in accordance with the investment policy laid down by the Council from time to time **SAVE FOR** an investment in land which shall only be made on the advice of a member of the Royal Institute of Chartered Surveyors or the Incorporated Society of Valuers and Auctioneers who is a member of a company or firm of repute in the field of investment in land.

PROVIDED THAT where the Council make any such delegation they shall:

- (a) inform the investment manager in writing of the extent of the Society's investment powers and the terms of the delegation;
- (b) lay down a detailed investment policy for the Society and immediately inform the investment manager in writing of it and of any changes to it;
- (c) ensure that they are kept informed of, and review on a regular basis, the performance of their investment portfolio managed by the investment manager and on the exercise by the investment manager of his or her delegated authority;
- (d) take all reasonable care to ensure that the investment manager complies with the terms of the delegated authority;
- (e) pay such reasonable and proper remuneration to the investment manager and agree such proper terms as to notice and other matters as the Council shall decide provided that such remuneration may include commission fees and/or expenses earned by the investment manager if and only to the extent that such commission fees and/or expenses are disclosed to the Council; and
- (f) review every delegation as they think fit and may, with or without notice, revoke the delegation or alter any of its terms notwithstanding that the period of delegation has not expired (but without prejudice to the validity of anything done before such a revocation or alteration).

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Without prejudice to any other of its powers, the Council may if it thinks fit invest, or allow to remain in the name or under the control of, or transfer into the name or control of any corporation or corporations as nominees of the Society, the whole or such part as the Council may determine of the investments and income arising from those investments and to pay such nominee reasonable remuneration.

The Council may delegate any of its functions relating to investment to a Finance Committee the constitution, functions and regulation of which shall be determined in accordance with the provisions of the Statutes of the Society for the time being in force.

APPENDIX II

Rule relating to the Annual Election of the Council

The President, Council and Fellows and their successors or any fifteen or more of them (of whom the President for the time being or his Deputy or one of the Council shall always be one) shall yearly at the Anniversary Meeting of the Society nominate fifteen members of the then present Council of the Society to continue as Members thereof for the next ensuing year and shall also elect five other Fellows of the Society to be Members of the Council thereof for the next ensuing year so that five and no more of the Members of the Council shall be changed at every such Annual Election.