

Annual General Meeting

The Annual General Meeting of the Somerset Industrial Archaeological Society
will be held on Monday 1st April, 2019 at 7.30pm at North Town Primary School, Taunton

AGENDA

1. Apologies for Absence
2. Minutes of the AGM of 23rd April 2018 (attached)
3. Matters Arising from the Minutes
4. Chairman's Report
5. Secretary's Report (attached)
6. Treasurer's Report and Accounts (attached)
7. Publications Sub-Committee Report (attached)
8. Conference Sub-Committee Report (attached)
9. Field Officer's Report (attached)
10. Archivist's Report (attached)
11. Publicity Officer's Report (attached)
12. Webmaster's Report (attached)
13. Adoption of Change of Society to CIO (Charitable Incorporated Organization) (proposed constitution attached)
14. Election of Officers and Trustees
The three officers to be elected are Chairman, Secretary and Treasurer, positions currently held by M. Miles, G. Fitton and J. Marchent: all are willing to continue. The other trustees are P. Burnett, B. Cooper, C. Cooper, P. Daniel, D. Dodd, I. Miles, B. Murless, G. Roughton and G. Ward: all are willing to continue with the exception of Denis Dodd. Judith wishes to resign as treasurer at the end of 2019.
SIAS would welcome other members joining the committee; this simply requires a proposer and seconder, and the agreement of the member being proposed.
15. Health and Safety Policy (attached)
16. Data Protection Policy (attached)
17. Any Other Business

MINUTES of ANNUAL GENERAL MEETING

held on Monday, 23rd April 2018 at North Town School, Taunton

Present: 29 members attended.

1. Apologies for Absence:

These were received from Gordon Bareham, Peter Burnett, Chris and Barbara Cooper, Julie and Phil Crawford-Smith, Wendy Flint, Ken Hague, Di Hartnell, John Hellis, Brian Hunter, William Loyd, Harold Mead, Roger Miller, Chris Sampson, Peter Snowden, Tim Walford

2. Minutes of the AGM of 27th March, 2017:

2.1(5.04) 'ram' should be 'accumulator'.

2.2(8.01) should include 'A. Cockett (from January 2017)'

2.3(10.01) should read 'Tithe apportionments to which SIAS members are contributing'.

3. Matters arising from the Minutes:

3.1(5.04) Despite contacting the local IA Societies, and getting an article into *IA News*, it was not possible to find a new location for this device, which has been scrapped.

4. Chair's Report:

Mary read her report as follows:

4.1 This year has been a busy one for SIAS, on many fronts. Firstly I would like to pay tribute to all the Committee members, who have spent much of their time on the Society's behalf in a wide range of fields, and, as the Officers will be reporting on this themselves, I will not duplicate things by repeating them here. I thank them all for the support they have shown over the year.

4.2 Secondly, I would like to mention those who have been volunteering on two projects. The work on the Kenyon Collection has come on apace, and resulted in a current exhibition in the Taunton Castle Museum. You can visit this, free of charge, until the end of September. It is housed in a room at the bottom of the spiral staircase, and showcases just a few of the thousands of photos that have been digitised. There is also a film on a continuous loop in which Kate Parr of the Somerset Heritage Centre and each of the SIAS volunteers talk about the importance of

the Collection and their favourite images. It was a bit daunting to speak on camera, but I think we were all pleased with the final result! The work of SIAS was acknowledged both on the film and in the exhibition, valuable publicity for us - so particular thanks to Juliet, Joan and Judith. *The exhibition has been officially opened, and using the Heritage Centre website it is possible to search the index, so eg by entering 'Kenyon' and 'brewery' there will be information of relevant images. To actually view the images it is necessary to visit the Centre.* There is still some work to be done, digitizing the glass plate negatives. SIAS has supported this project both financially and with a huge investment of volunteer time – it is something to be proud of !

4.3 The other project was the recording of the Watchet Paper Mill, both a photographic and buildings survey. The images are now all organised into buildings folders, and each folder into a “walk around” style, to enable viewers to get a feel of what it was like to walk through the vast, empty buildings. The Building Survey sheets currently await drawing of some details, such as roof structures, before they can be scanned and added to the collection. The final work will be placed in the Somerset Heritage Centre, and available for all to see. One thing that has stood out is that already these images are history. The demolition gang moved in on the day after the sale (and just a few days after our last visit), and now several of the buildings are just a heap of rubble. Thanks go to all who helped on this mammoth task – Peter Daniel, John Ditchfield, Martin Watts, Bill Nicholls, Bob Cramp, and the Miles family. Again, this work has been acknowledged in the various exhibitions which resulted, and has helped to spread the name of SIAS.

4.4 We have just hosted the SWWRIAC Conference at West Coker. We did something a bit different, in that towards lunchtime there was a visit to the Dawes Twine Works which was opposite our venue. We have had some nice feedback that it was a welcome break from sitting down all day! Thanks to all those who worked behind the scenes and helped on the day to make this a success. *Mary read out a very appreciative letter from the Worcester IA Society congratulating SIAS on all aspects of the Conference.*

4.5 However, as we look forward to a new year, we cannot rest on our laurels - there is a lot on the horizon! We will be hosting the AIA conference at Cannington in 2019 – the first time it has been held here in Somerset in its 40 year history. We will be producing an updated Gazetteer of sites in the county, and we have already started checking to ascertain which have gone, and which still remain. We are also taking the opportunity to add in some site types not included in the past, so it is a major revision. Much of this is down the energy and enthusiasm of a few people, and I must mention in particular Peter Daniel who has taken the lead role. It would be great if we could have some volunteers to help things run smoothly at the Conference – you don't need to be an expert! for instance, we shall need “tail-enders” to ensure that we keep to schedule on visits, counting people on coaches to ensure we haven't lost anyone, and just generally keeping things moving! You don't have to go the whole Conference to do this – just be there on the specific day. If you think this is something you could do, let Peter or anyone on the Committee know.

4.6 So finally I'd like to thank you – the membership, for your enthusiasm over this year, and hope that *you* feel more involved in, and proud of, the Society over the coming years.

5. Secretary's Report:

5.1 Geoff Fitton said that the AIA annual Conference would this year be held at Nottingham at the end of August. It had previously been located in North Scotland but many had thought this too far. However a conference was still to be held in Scotland.

5.2 He checked Planning Applications for Sedgemoor District. SIAS was pleased that work is to be done on restoring Bristol Turnpike Trust mileposts along the A38 between Brent Knoll and Churchill. Also a new road in Bridgwater which will involve a new bridge over the river Parrett will disturb a brick and tile works site, on which there will be a professional report.

6. Treasurer's Report:

6.1 Judith Marchent detailed some aspects of the income published on the accounts. A donation had been received from a visiting Society for SIAS guides. Gift Aid income was reduced due to changes in membership. Overall she noted an income reduction of £630 compared with 2016.

6.2 In respect of expenditure she noted that the money received under Gift Aid was being spent in payments or donations to other charities, eg to AIA for SIAS membership, Lynton and Barnstaple Railway Trust, SS Freshspring Society and the Robey Trust. Some of these payments were requested by speakers in lieu of a personal charge for their talk.

6.3 She noted that expenditure had exceeded income by £574-30.

6.4 In response to a query she said the figures for equipment value fell each year because the committee had decided on a 20% reduction (based on the purchase price) each year. Thus after 5 years the equipment was considered to have no value.

6.5 She explained that SIAS expenses had risen considerably. In the last year the cost of meetings was £790, that being the hall rental plus speaker charges; postage had cost £630, much of this being for the Bulletins, and there had been expenditure of £1660 on printer consumables (although there remained stock of these)

6.6 She noted that the committee had considered ways to save money. The hall was expensive but on balance it appeared to suit members and could take the large numbers we sometimes had at meetings. Postage could not be

reduced. Printing cost had risen but SIAS was no longer able to use the very economic service offered by Bristol University, and when commercial printing had been investigated the cost was considerably higher.

- 6.7 She said the Society needed to consider ways to increase income, the main source of which was member subscriptions. She considered that £12 was extremely good value, giving three Bulletins, ten meetings and summer visits. She noted however that many members could not get to meetings or visits so the Bulletin was their only benefit.
- 6.8 She noted that there had been no increase in Subscription since April 2008 when the level had been increased from £10 to £12. She suggested that there needed to be an increase on £12, and as had been decided by the committee, she asked the meeting to make suggestions as to the best policy, noting that any change would not be implemented until April 2019.
- 6.9 There followed a lively discussion in which a number of members made a contribution. The feeling of the meeting was that the subscription should be raised rather than expenses be somehow reduced, although one member did think an alternative meeting hall could be found. A proposal by John Attwood was for a membership fee of £16, and it was suggested the visitor fee could be raised to £3, but higher figures for membership were also suggested.
- 6.10 After considerable discussion Mary suggested to the meeting that there seemed to be a view that a membership fee of £16 (family member £8) and a visitor fee of £3 was the right level. This was proposed by Juliet Willey and seconded by John Attwood, and was carried by the meeting with no votes against. John Attwood further recommended that the level of the fee should be reviewed regularly.

7. Publications Sub-Committee Report:

- 7.1 Geoff Fitton first noted that each issue of the Bulletin lists committee members giving which sub-committees they are a member of.
- 7.2 He said that the Publications Sub-committee usually meets three times each year, a couple of months before the circulation of the Bulletin to assess what is available for printing, allowing enough time for articles to be completed. It also looks further ahead for material for the next Bulletin. He said that SIAS would always welcome articles from members.
- 7.3 The Sub-Committee also looks for any material which could form the next Survey; the last one was a few years ago, number 21, Crawler Tractors, based mostly on work by Derrick Warren. That was published in 2015 so we would be pleased to hear from any member who has been working on a topic which would be suitable for a Survey.
- 7.4 A further task was to consider the requirement for reprinting of items, not of the regular Surveys which is carried out as required. Two publications being considered are the Somerset Roads volumes 1 and 2 which is a very thorough report on turnpikes, and the book by Derrick on James Gillingham, the artificial limb maker of Chard; this latter topic is being considered in conjunction with Chard Museum.

8. Conferences Sub-Committee Report:

- 8.1 Peter Daniel noted that the Sub-Committee had been dealing with two conferences, the SWWRIAC which was held at West Coker on 14th April, and the Association for Industrial Archaeology National Conference which Mary had detailed in her report.
- 8.2 He noted the success of the SWWRIAC, confirmed by many of the delegates and he thought it would be interesting to see if later conferences followed the new pattern chosen by SIAS.
- 8.3 The AIA Conference at Cannington would be held between 9th and 14th August, and would include 3½ days of visits, which was difficult to arrange for over a year ahead. A meeting with an AIA representative would be held in a week's time.
- 8.4 He said that work on updating the Gazetteer was well under way

9. Field Officer's Report

- 9.1 Peter Daniel reported that there had been the usual ten meetings plus the AGM; meetings had been very well attended with up to 75 present. There was a Winter visit to Fenix coaches at beginning of March, and seven summer visits, including Mary Tavy Power Station and Robey Trust in Tavistock (repeated), Watchet Paper Mill, Coates Willow centre, Taunton North Town fossick, Dent's gloves and Warminster and a Milborne Port fossick. All were well attended. He was working on the talk for the next season.
- 9.2 He listed the visits arranged for the coming Summer; these were listed in the Bulletin and on the website.
- 9.3 He thanked all committee members who helped with meetings, operation of the sound system and projection, the book sales and loans tables and the provision of drinks.
- 9.4 Field work had been dominated by the recording and investigation at Watchet Papermill which left little time for other projects, such as intended further work on features at Otterhead.
- 9.5 The Pitminster waterwheel survey was now drawn up and an article was in preparation.
- 9.6 SIAS had been invited to examine items at the Holnicote Estate Yard; he had made a preliminary visit. There were a number of features which require investigation and recording including successive power sources (waterwheel, turbine, diesel engine/generator, petrol engine from car, electric motor), saw mill and railtrack/trolleys, lime pits, screw arrangement for collecting sawdust, old diesel & petrol pumps, weighing machine plus numerous agricultural buildings back to 16C.
- 9.7 He noted that some other projects were under discussion, including the edge tool works at Doulting.

10. Archivist's Report: (Brian's report was read by Mary)

- 10.1** Somerset Historic Environment Record (SHER). As predicted last year SHER, the free online service for Somerset sites and structures has become an essential tool in the compilation of the new SIAS Gazetteer. Each of the sites to be included will have the unique SHER Primary Reference Number (PRN) which the reader can consult for further information. Not all the sites chosen currently appear on SHER and others lack additional details. The Archivist is assisting the compilers in achieving these aims.
- 10.2** Know Your Place (West of England). Although the project itself has finished, the IT continues to be managed by Bristol City Council. Local servicing for Somerset including the inclusion of new material is carried out by the South West Heritage Trust (SWHT). Recently further base maps for Somerset Inclosures have been added.
- 10.3** SIAS Archives and Artefacts. The policy has been followed with regard to donations made to SIAS of second-hand books. As the vast majority were not needed by the Archive they have been offered for sale to members with notices in the Bulletin. This is beginning to produce welcome funds.
- 10.4** Photographic Archives. The indexing by the Archivist of Derrick Warren's Collection of negatives and his 1397 transparencies has made slow progress but the increasing familiarity with the contents has allowed them to be used for enquiries or as images to accompany SHER entries. The same applies to those slides taken by Frank Hawtin which are held by SIAS. The Archivist has been able to assist SWHT in the identification of photographs from the collection of the Somerset Educational Museums Service (SEMS). Frank Hawtin was the Organiser for SEMS at one time and some images relate to the early interests and activities of SIAS. The online catalogue is now complete and can be found under the mark DD\X\SOM/117.
- 10.5** Enquiries and Researches. The cast-iron boundary post of the former Bristol Turnpike Trust reported on last year will shortly to be displayed at Axbridge Museum. The damaged BP near Ilminster has now been conserved and re-erected thanks, in no small measure, to the efforts of SIAS member Tim Morgan. The water hydrant at Long Sutton has appeared in an attractive booklet on the village. The Archivist continues to receive challenging enquiries such as an image of an inscribed fragment of Somerset brick sent via the Internet from Sweden.
- 10.6** Taunton Deane Borough Planning Matters. In addition to the appointments made last year, Dr. Joanne O'Hara is now in post as the Wellington Heritage @ Risk Manager. Her conservation management responsibilities include the sites of Tonedale Mills and Tone Works. The only planning decision of note was the approval last week of the major outline application for the former market site at Firepool. This could lead to the conservation and interpretation of the pumping station.

11. Publicity Officer's Report:

- 11.1** Geoff Roughton reported that the year had seen pleasing attendances at all meetings, and he was sure this is due to our excellent website managed by Chris, the interesting programmes put together by Peter Daniel, and a convenient central location with parking.
- 11.2** As to publicity, the Autumn and Winter programmes were placed on Taunton Deane's "Visit Somerset" website, and on the County Gazette website which results in occasional listings in the County Gazette itself.
- 11.3** Programme fliers are also produced by Chris. These and posters are placed at 16 locations around Taunton, Wellington and Bridgwater, though fewer in winter when some locations are closed. Programmes are also sent to 4 local societies, and all 34 Somerset libraries through the Library Distribution Service.
- 11.4** He anticipated continuing this pattern in the forthcoming SIAS year, but as always we are open to new ideas
- 11.5** He said he tried to keep renewing the contents of the loan box and asked members to consider donating items which they thought would interest other members.
- 11.6** John Attwood asked if SIAS circulated publicity to schools and colleges with an aim to encourage younger members as the membership continued to age. He thought this may need to be targeted to those doing courses in archaeology or technical subjects. Geoff Roughton thought this an excellent idea but he felt the main threat to a society was lack of workers joining the committee rather than lack of members. Denis Dodd suggested that young people were very busy and that the best source of new members was retired people. Alan Cockett did not think teenagers in general would be interested in topics which SIAS dealt with, but agreed with the suggestion of targeting sixth form colleges or older students. Mary said the committee would consider this. It was pointed out that young people now expected everything to come electronically and were less interested in reading items such as SIAS Bulletin. Judith suggested a group from a school could be invited, as individuals would be unlikely to attend. A further suggestion was to have topics that were close to school curricula. It was suggested that genuine students should not be charged to attend talks.

12. Webmaster's Report:

- 12.1** Chris Cooper had not submitted a report, but Mary thought the entry from the last AGM where Chris had thanked all who contributed to the website would still apply.
- 12.2** Mary wished to thank Chris for keeping the website up-to-date.
- 12.3** Brian Murless noted that SIAS intended to make available on the website the large collection of back-numbers of the Bulletin (we were now on number 137). Committee member Geoff Ward had undertaken the task of scanning the back-numbers but there was a further task which Chris may have to do to enable text searching of the online Bulletins.

13. Associated Societies' Reports:

13.1 Friends of the Grand Western Canal:

- 13.1.1** Maintenance work has continued at Nynehead and Jays Cutting by the Friends of the Grand Western Canal. Inland Waterways volunteers have also contributed time at Jays Cutting.
- 13.1.2** A recent request to Bob Croft for the photographs of the leader walls for the old canal aqueduct over Station Road, Taunton has again proved unsuccessful.
- 13.1.3** The fate of the Taunton lift site is still not clear. The NIDR appears to be avoiding the site but until the work is around the area is complete and the site visible its state will not be known."

13.2 Westonzoyland Engine Trust:

- 13.2.1** The last year has seen a number of tasks either completed or commenced. Those of you who do visit or help on occasion will be pleased to hear that the new toilets are now working and together with the refurbished cafe have been well received.
- 13.2.2** The 2* pump-house and cottage have received attention. The ceiling over the engine has had to be removed as an H&S issue. Several large pieces had fallen. It will be replaced when restoration of the listed building takes place. Heritage England are to visit shortly to look at another issue, that of the subsidence of the later attached cottage.
- 13.2.3** Although there hasn't been a significant rise in visitor numbers over the last 12 months, numbers have been steady with a number of private parties and significant numbers wanting train rides if the weather has been good. More good quality rail has been obtained to allow upgrading of the running line so that we can maintain this popular attraction. We have now created an area outside the cafe, fenced from the railway, for visitors to sit at tables. New signage is being put up and generally work is ongoing to tidy the site.
- 13.2.4** Work has proceeded on the Marshall boiler, with all the tubes now out and cleaning in progress to allow inspection and we are hoping to accelerate this to enable pricing of any restoration work. Remedial work will also be carried out on other items stored outside to help conserve them.
- 13.2.5** We have been offered a small Nissen type hut which it is hoped to collect shortly. This will enable rolling stock to be stored out of the weather with added security.
- 13.2.6** Working parties now meet for a full day on alternate Wednesdays rather than every week for half a day (but you can still come for as long as you can, even a couple of hours is helpful) and of course Sundays, when casual visitors call in.
- 13.2.7** Sadly, over the past year, we have lost several key members and so new ones are desperately needed to help with all aspects of the site. To encourage this, a drive will be made this summer with a special visitors day to try to attract more members. Steam On The Levels, May 19/20th. always needs extra hands and we are eternally thankful for any assistance we can get from SIAS members for this, our main event of the year.

14. Statement by the President

- 14.1** Sandy Buchanan acknowledged the work of the committee in making the SWWRIAC at West Coker a great success.
- 14.2** He noted that the restoration of the Twine Works at West Coker was an example of how SIAS had contributed to the survival of industrial heritage in the county, but he noted the importance of the local group who took up the project.
- 14.3** He noted also the importance of there being a local expert, Neil Evans, who was able to explain the working of the machinery, essential for the restoration as a working site.

15. Election of Officers and Committee

- 15.1** Mary read out, as stated on the Agenda, the names of the three officers, herself as Chairman, Geoff Fitton as Secretary, Judith Marchent as Treasurer, and the names of all other committee members. She said all were willing to continue.
- 15.2** The Chairman stood down and Geoff Fitton asked the meeting to propose a chairman. Mary Miles was proposed by Sandy Buchanan, seconded by Peter James. The motion was carried.
- 15.3** Mary then requested a vote for the other officers, but a motion was raised by Peter James, seconded by Sandy Buchanan, that all remaining officers and members as previously named should be voted 'en bloc'. This was carried.
- 15.4** Mary then asked if there was any further proposal for committee members; no name was put forward.

16. Health and Safety Policy

- 16.1** Peter Daniel noted that it had been agreed that the H&SP would be subject to discussion and review at the AGM.
- 16.2** He left a copy available for viewing and asked any member who was concerned should read the document and speak with him.
- 16.3** He noted that he now wore a high visibility jacket when leading walks and carried a first aid kit.

17. Any Other Business

- 17.1** Joan Hadland noted the problem with the sound system with speakers who frequently moved such that the fitted microphone did not adequately pick up their voice. She asked if a headset microphone could be used. Other members said they also missed parts of talks for the same reason.
- 17.2** Judith Marchant recalled that when the topic of using a microphone had been raised in committee, it was thought that speakers found them uncomfortable and were reluctant to use them. Alan Cockett agreed from his experience with meetings. He thought that the problem was much reduced with high quality microphones, such as those by Stennheiser.
- 17.3** Peter Daniel noted that the SIAS microphone was in need of repair so this could be an optimum time to consider a replacement.
- 17.4** It was noted that there were fixed speakers in the hall, so Judith agreed to ask the school staff what sound facilities they had.

The meeting closed at 21.15.

REPORTS TO 2019 AGM

SECRETARY'S REPORT

SWWRIAC This year's Conference is being organised by Bristol IAS and will be held at Saltford on 6th April. Further details and booking form are available on the BIAS website, www.b-i-a-s.org.uk

TREASURER'S REPORT

Page 1

Income

Under 'Publications Sold', 'Subscriptions' and 'South Wales and West of England Industrial Archaeology Conference (SWWRIAC)' there is a deduction from receipts for PayPal fees. While payments made into the main bank account, via cash, a cheque or direct transfer, cost SIAS nothing to receive, those paid into the PayPal account incur a charge to the recipient. There is a way to avoid this charge, but few members use it.

When this account was set up, both the estimated PayPal fee and carriage cost for each publication sold via the website was included in the advertised price. Likewise, there was a surcharge included in the SWWRIAC prices for those attendees paying via PayPal. This year, however, no surcharge was paid by members paying their subscription via PayPal and here SIAS lost 37pence on £12.00 payments and 45 pence on £18.00 payments.

During the last twelve months or so we have received donations of books from the estates of former members. As I was asked to keep the money received from the sale of these donations separate from the sale of other publications, it has been shown under Donations

The sale of other publications brought in £535.17, less PayPal fees when purchased via the website.

Income overall was up on 2017 because we hosted SWWRIAC

Expenditure

Charitable payments were down in 2018 while speakers' charges were up because most speakers asked for their fee to be paid to themselves rather than to a charitable organisation.

Looking at the bottom line I would not be surprised to be asked why the subscription was increasing when the 2018 balance was some £2,000 better than that twelve months earlier. I suspect that this is because stock, in the form of paper and consumables, was purchased towards the end of 2018 but paid for in 2019.

Page 2

Two items in the bottom right hand corner of the page are marked with asterisks. At the end of 2017 I forgot that two purchases, a cable and mobile public address system, which had appeared as expenses under venues, should have appeared in the stock valuation at the end of 2018. So as to retain the same overall valuation the asterisks have been inserted. Further up the page, in the centre column, the valuations of these same items have been slightly increased. As equipment is devalued by 20% of its original value each year. £19.99 and £64.08 have been rounded to the nearest five pence.

Page 3

Though it looks as if the PayPal Account was not used, any balance remaining in that account was transferred to the main account at the end of the year.

Judith Marchant

Somerset Industrial Archaeological Society

Income and Expenditure Account for the period 1 January 2018 to 31 December 2018

	2018	2017
<u>Income</u>		
Donations	111.95	50.58
Gift Aid Account	247.30	225.26
Publications sold		
Receipts	535.17	693.96
less Paypal fees	<u>-6.15</u>	
	529.02	<u>693.96</u>
Refreshments	5.00	20.00
Subscriptions		
a) 2016/2017		42.00
b) 2017/2018	138.00	1,710.00
c) 2018/2019	1,806.00	30.00
d) 2019/2020	0.00	0.00
e) 2020/2021	0.00	
less Paypal fees	<u>-1.90</u>	
	1,942.10	<u>1,782.00</u>
SWWERAC		
Receipts	1,960.00	
plus Paypal surcharge	2.88	
less Paypal fees	<u>-2.73</u>	
	1,960.15	
Visitor Contributions	148.00	136.00
Visits	4.00	24.75
Interest		
National Savings Account	<u>29.59</u>	<u>37.50</u>
Total income for the year	4,977.11	2,970.05
<u>Expenditure</u>		
Annual General Meeting	38.60	39.98
Charitable payments	92.00	302.00
Committee meetings	6.90	4.15
Equipment-consumables	1.99	0.00
Insurance	117.60	115.50
Meetings		
a) speakers	305.00	149.50
b) venues	<u>350.00</u>	<u>434.07</u>
	655.00	<u>583.57</u>
Postage and carriage		
a) bulletins	252.61	574.04
b) publications	60.58	47.90
c) other	<u>0.00</u>	<u>0.00</u>
	313.19	621.94
Printing - consumables	301.75	1,658.84
Printing - equipment	0.00	0.00
Publications purchased	0.00	15.00
Stationery	7.90	203.37
Subscriptions to other organisations	0.00	0.00
SWWERAC	1,793.10	
Visits	30.00	0.00
Total expenditure for the year	3,358.03	3,544.35
Balance (or deficit) of income over expenditure	1,619.08	-574.30

Somerset Industrial Archaeological Society

Petty Cash accounts 2018

	2018		2017
Cash in hand at 1 January			
a) publications	70.00		61.10
b) refreshments	16.56		30.60
	<u>86.56</u>		<u>91.70</u>
Cash in hand at 31 December			
a) publications	56.70		70.00
b) refreshments	16.02		16.56
	<u>72.72</u>		<u>86.56</u>

Equipment and Stock valuation 2018

Equipment and stock valuation at 1 January

Equipment valuation			
Amplification System	0.00		0.00
Cable	20.00		
Computer	0.00		0.00
Display boards	0.00		0.00
Folding machine	509.40		679.20
Laptop	0.00		0.00
Mobile Public Address System	64.10		
Printer	588.78		785.04
Projector - digital	0.00		0.00
Projector screen	0.00		0.00
Projector - slide	0.00		0.00
Projector stand	0.00		0.00
	<u>1,182.28</u>		<u>1,464.24</u>
Stock valuation			
Paper	185.00		0.00
Printer consumables	783.00		561.56
Publications at cost price	2,318.05		3,018.50
Stamps			
Stationery			
	<u>3,286.05</u>		<u>3,580.06</u>
Total equipment and stock valuation at 1 January	4,468.33		5,044.30

Equipment and stock valuation at 31 December

Equipment valuation			
Amplification System	0.00		0.00
Cable	16.00		*19.99
Computer	0.00		0.00
Display boards	0.00		0.00
Folding machine	339.60		509.40
Laptop	0.00		0.00
Mobile Public Address System	51.28		*64.08
Printer	392.52		588.78
Projector - digital	0.00		0.00
Projector screen	0.00		0.00
Projector - slide	0.00		0.00
Projector stand	0.00		0.00
	<u>799.40</u>		<u>1,098.18</u>
Stock valuation			
Paper	315.26		185.00
Printer consumables	395.62		783.00
Publications at cost price	2,137.15		2,318.05
Stamps	158.00		
Stationery	93.00		
	<u>3,099.03</u>		<u>3,286.05</u>
Total equipment and stock valuation at 31 December	3,898.43		4,384.23

Somerset Industrial Archaeological Society

Balance Sheet 2018

Balances at 31 December

	2018	2017
<i>Balance in Treasurers account</i>		
Gift Aid Fund	569.77	414.47
Memorial Fund (T. Settrington)	140.67	140.67
General Funds	<u>3042.09</u>	<u>1607.90</u>
	3752.53	2163.04
<i>Balance in Paypal account</i>		
Publications	0.00	0.00
Subscriptions	<u>0.00</u>	<u>0.00</u>
	0.00	0.00
<i>Balance in National Savings Account</i>	6307.99	6278.40
<i>Cash in hand</i>	72.72	86.56
<i>Equipment and Stock</i>	<u>3898.43</u>	<u>4384.23</u>
	14031.67	12912.23

I have read the books together with the receipts and payments of the above fund and related vouchers, and obtained all the information and explanations I required.

Signed *Jean M. Allgrove*

Date *11 February 2019*

Page 3

PUBLICATIONS SUBCOMMITTEE REPORT

The usual 3 Bulletins have been produced during the year. Colour photos have improved the appearance of the Bulletins. The subcommittee is looking forward to receiving Stephen Miles' work "Untold Riches – Oil and Fraud in West Somerset" for publication.

Work on other publications has taken a back seat due to the members' involvement in the forthcoming IA Conference. Looking ahead to the conference, the site notes will be published in house and some surveys will need reprinting to ensure there are enough stocks for expected sales at the book stall.

Chris Cooper

CONFERENCE SUBCOMMITTEE REPORT

SWWRIAC 2018 was hosted by SIAS at West Coker village hall/Dawe's Twineworks on 14th April 2018. It was very successful and good feedback was received.

SWWRIAC 2019 is being hosted by BIAS at Saltford on 6th April 2019 when Mary Miles will be talking about recording Watchet Paper Mill.

AIA conference 2019

SIAS will be hosting the 2019 AIA National Conference at Cannington College between 9th August and 14th August.

On Friday 9th August there will be a seminar which will be organised by the AIA. We have suggested the topic of 'Tourism and Industrial Heritage'. We have also suggested various speakers.

The Conference proper starts on Friday evening with a talk on IA in Somerset. Further talks will be given on Saturday and presentations by award winners. Speakers have been selected.

The Conference Dinner, with presentations etc., is at Taunton Racecourse on Saturday evening.

The AGM is on Sunday morning followed by the Rolt Memorial Lecture, this year given by Peter Stanier.

From Sunday afternoon onwards there are 3½ days of visits to places of IA interest. Generally, there will be a choice of two. There are further talks on Sunday and Monday evenings and a skittles evening on Tuesday. The programme of visits is now arranged, and tour notes and commentaries will be prepared.

A new edition of the Somerset Gazetteer will be provided to attendees. All the survey work has been done and all the text and maps will be complete by April ready for printing. It is intended that the Gazetteer will be given free of charge to SIAS members (subject to them paying for postage if necessary).

Peter Daniel

FIELD OFFICER'S REPORT

Review of meetings and visits last year

Winter meetings: The usual programme and the AGM - attendances were very good, with a maximum of nearly 80. A winter visit to Numatic in February very good. Second visit scheduled. I still have a long waiting list and will try to arrange another visit next winter.

Summer visits: 6 took place including Bideford/SS Freshspring; Langport Fossick; Upton Airfield; Frome Fossick; Underfall Yard & Cumberland Basin, Bristol; and a 3 day visit to Hayle & Camborne areas. A visit to Drakelands Mine, Hemerdon, was scheduled but cancelled by Wolf Minerals. All visits were well attended.

The 3 day visit to Cornwall was jointly organised with the IA section of the Devonshire Association. It is intended to organise a similar joint visit this year.

Meetings and visits for coming year

The Summer programme is being arranged at present. The full programme will be in the Bulletin and on the website. Possibilities include a Milverton Fossick; a Street Fossick; Barnstaple and the Lynton & Barnstaple Railway; Pride of Cocklemoor – electric boat at Langport; Bridgetown Mill, Exton; Sheppey's or Perry's cider; 3 day visit to mid-Cornwall with IASDA.

The Autumn programme of talks will soon be under preparation.

My thanks to all who help with meetings:

Chris, Barbara, Geoff, Brian for projection/sound systems

Geoff & Geoff for book store & loan box

Miles's for teas & coffees

Fieldwork

Watchet Papermill: the recording has been finished.

Holnicote Estate Yard: the survey and recording has been completed although there are other features which would benefit from further investigation. A report has been prepared and sent to the NT.

Pitminster Waterwheel: the survey has been drawn up and an article is in preparation.

Edge Tool Works, Doultong – possible survey in March.

Some other projects are under discussion.

Planning applications

Mendip DC, WSDC & ENP: little of major interest has been reported. I have commented on a few applications, mainly in a neutral or supportive manner.

Health & Safety Policy

A copy of the Society's Health and Safety Policy is attached. If any member has questions, concerns or suggested amendments I would be pleased to hear from them. Risk Assessments are also available.

Peter Daniel

ARCHIVIST'S REPORT

Somerset Historic Environment Record (SHER)

SHER now administers the HER for the Unitary Authority of B&NES. The Archivist continues to contribute to the Somerset HER and this year will see the numbered entries quoted in the new SIAS Gazetteer. This will be mutually beneficial giving SIAS publicity for its activities and additional information for SHER not available in the publication.

Enquiries and Researches

The Archivist has been kept busy responding to enquiries, a number of which derive from family history research where there are links to industrial occupations. This work can take time but generates much goodwill towards SIAS for providing this service.

Digitising Glass Plates

The South West Heritage Trust has received a grant to purchase a new camera capable of digitising photographic glass plates. This will hopefully enable the completion of the Kenyon Collection and 'unlock' other plates at the Somerset Heritage Centre which are often little known being inaccessible in their present format.

C.A. (Sandy) Buchanan

The Archivist has carried out a manual audit of the society's publications revealing Sandy's immense contribution over the past forty-six years. From this a select bibliography has been compiled and a framework for the committee to inform future activities in remembrance of Sandy.

West Coker Publication

Richard Sims is moving towards completion of a new book on Coker Cloth which includes details of the two rope and twine works at West Coker. SIAS has been involved with both sites in its history and was able to supply written and photographic evidence from the Archive.

Planning Matters

From today (1st April) the local authority will be renamed Somerset West and Taunton Council. During the year there has been a further focus on Tonedale Mills, Wellington. An Urgent Works Notice was served on the developer regarding a building and the 1870's Grade II* Listed former spinning block has been put up for sale. A local group, Wellington Mills Community Interest Company, has been formed and is currently seeking from the County Council the designation of a former factory recreational area to have the status of a public open space.

Brian Murless

PUBLICITY OFFICER'S REPORT

Attendances at meetings during the Autumn 2018 and Winter 2019 programmes have continued at the encouraging levels seen in recent years. I'm sure this is due to our excellent website managed by Chris Cooper, and the interesting programmes put together by Peter Daniel. Once our new venue has been confirmed, the publicity effort will be directed to ensure all members and prospective visitors are aware of the change in time for the Autumn 2019 programme.

As to publicity, the Autumn and Winter programmes were again placed on Taunton Deane's 'Visit Somerset' website and were listed in the County Gazette. Programme fliers are also produced by Chris. These are a popular and extremely useful publicity tool. Together with posters they are placed at 16 locations around Taunton, Wellington and Bridgwater, though fewer in winter when some locations are closed. Programmes are also sent to 4 local societies, and all 34 Somerset libraries through the Library Distribution Service. This pattern is expected to continue in the forthcoming SIAS year.

The possibility of publicity in schools was raised at the last AGM. This was discussed by your committee and advice sought, which was that approaches to that sector would be largely unsuccessful.

Goeff Roughton

WEBMASTER'S REPORT

Other pressures have resulted in no changes being made to the web site this year. I hope this will be rectified in the year ahead. The digitisation of old Bulletins is proving difficult to implement but the work remains in hand. Once the new Gazetteer has been published there are plans to use many of the hundreds of photographs taken by the surveyors to form a visual archive of many of the Industrial Archaeological sites in the county. I also intend to instigate a new area where all the various administrative documents and forms will be made available for download.

Chris Cooper

PROPOSED NEW CONSTITUTION

ADOPTION WILL ENABLE SIAS TO BECOME A 'CHARITABLE INCORPORATED ORGANISATION'

Constitution of a Charitable Incorporated Organisation with voting members other than its charity trustees

Date of constitution: [to be inserted]

1. Name

The name of the Charitable Incorporated Organisation ("the CIO") is **Somerset Industrial Archaeological Society**

2. National location of principal office

The principal office of the CIO is in England

3. Object

The object of the CIO is **to advance the education of the public in all aspects of industrial archaeology in and around the county of Somerset**

4. Powers

The CIO has power to do anything which is calculated to further its object or is conducive or incidental to doing so. In particular, the CIO's powers include power to:

- (1) borrow money and to charge the whole or any part of its property as security for the repayment of the money borrowed. The CIO must comply as appropriate with sections 124 and 125 of the Charities Act 2011 if it wishes to mortgage land;
- (2) buy, take on lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use;
- (3) sell, lease or otherwise dispose of all or any part of the property belonging to the CIO. In exercising this power, the CIO must comply as appropriate with sections 117 and 119-123 of the Charities Act 2011;
- (4) employ and remunerate such staff as are necessary for carrying out the work of the CIO. The CIO may employ or remunerate a charity trustee only to the extent that it is permitted to do so by clause 6 (Benefits and payments to charity trustees and connected persons) and provided it complies with the conditions of those clauses;
- (5) deposit or invest funds, employ a professional fund-manager, and arrange for the investments or other property of the CIO to be held in the name of a nominee, in the same manner and subject to the same conditions as the trustees of a trust are permitted to do by the Trustee Act 2000

5. Application of income and property

- (1) The income and property of the CIO must be applied solely towards the promotion of the objects.
 - (a) A charity trustee is entitled to be reimbursed from the property of the CIO or may pay out of such property reasonable expenses properly incurred by him or her when acting on behalf of the CIO.
 - (b) A charity trustee may benefit from trustee indemnity insurance cover purchased at the CIO's expense in accordance with, and subject to the conditions in, section 189 of the Charities Act 2011.
- (2) None of the income or property of the CIO may be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any member of the CIO. This does not prevent a member who is not also a charity trustee receiving:
 - (a) a benefit from the CIO as a beneficiary of the CIO;
 - (b) reasonable and proper remuneration for any goods or services supplied to the CIO.
- (3) Nothing in this clause shall prevent a charity trustee or connected person receiving any benefit or payment which is authorised by Clause 6.

6. Benefits and payments to charity trustees and connected persons

(1) General provisions

No charity trustee or connected person may:

- (a) buy or receive any goods or services from the CIO on terms preferential to those applicable to members of the public;
- (b) sell goods, services, or any interest in land to the CIO;
- (c) be employed by, or receive any remuneration from, the CIO;
- (d) receive any other financial benefit from the CIO;

unless the payment or benefit is permitted by sub-clause (2) of this clause or authorised by the court or the prior written consent of the Charity Commission ("the Commission") has been obtained. In this clause, a "financial benefit" means a benefit, direct or indirect, which is either money or has a monetary value.

(2) Scope and powers permitting trustees' or connected persons' benefits

- (a) A charity trustee or connected person may receive a benefit from the CIO as a beneficiary of the CIO provided that a majority of the trustees do not benefit in this way.
- (b) A charity trustee or connected person may enter into a contract for the supply of services, or of goods that are supplied in connection with the provision of services, to the CIO where that is permitted in accordance with, and subject to the conditions in, section 185 to 188 of the Charities Act 2011.
- (c) Subject to sub-clause (3) of this clause a charity trustee or connected person may provide the CIO with goods that are not supplied in connection with services provided to the CIO by the charity trustee or connected person.
- (d) A charity trustee or connected person may receive interest on money lent to the CIO at a reasonable and proper rate which must be not more than the Bank of England bank rate (also known as the base rate).
- (e) A charity trustee or connected person may receive rent for premises let by the trustee or connected person to the CIO. The amount of the rent and the other terms of the lease must be reasonable and proper. The charity trustee concerned must withdraw from any meeting at which such a proposal or the rent or other terms of the lease are under discussion.
- (f) A charity trustee or connected person may take part in the normal trading and fundraising activities of the CIO on the same terms as members of the public.

(3) Payment for supply of goods only – controls

The CIO and its charity trustees may only rely upon the authority provided by sub-clause (2)(c) of this clause if each of the following conditions is satisfied:

- (a) The amount or maximum amount of the payment for the goods is set out in a written agreement between the CIO and the charity trustee or connected person supplying the goods (“the supplier”).
- (b) The amount or maximum amount of the payment for the goods does not exceed what is reasonable in the circumstances for the supply of the goods in question.
- (c) The other charity trustees are satisfied that it is in the best interests of the CIO to contract with the supplier rather than with someone who is not a charity trustee or connected person. In reaching that decision the charity trustees must balance the advantage of contracting with a charity trustee or connected person against the disadvantages of doing so.
- (d) The supplier is absent from the part of any meeting at which there is discussion of the proposal to enter into a contract or arrangement with him or her or it with regard to the supply of goods to the CIO.
- (e) The supplier does not vote on any such matter and is not to be counted when calculating whether a quorum of charity trustees is present at the meeting.
- (f) The reason for their decision is recorded by the charity trustees in the minute book.
- (g) A majority of the charity trustees then in office are not in receipt of remuneration or payments authorised by clause 6.

(4) In sub-clauses (2) and (3) of this clause:

- (a) “the CIO” includes any company in which the CIO:
 - (i) holds more than 50% of the shares; or
 - (ii) controls more than 50% of the voting rights attached to the shares; or
 - (iii) has the right to appoint one or more directors to the board of the company;
- (b) “connected person” includes any person within the definition set out in clause 30 (Interpretation);

7. Conflicts of interest and conflicts of loyalty

A charity trustee must:

- (1) declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with the CIO or in any transaction or arrangement entered into by the CIO which has not previously been declared; and
- (2) absent himself or herself from any discussions of the charity trustees in which it is possible that a conflict of interest will arise between his or her duty to act solely in the interests of the CIO and any personal interest (including but not limited to any financial interest).

Any charity trustee absenting himself or herself from any discussions in accordance with this clause must not vote or be counted as part of the quorum in any decision of the charity trustees on the matter.

8. Liability of members to contribute to the assets of the CIO if it is wound up

If the CIO is wound up, the members of the CIO have no liability to contribute to its assets and no personal responsibility for settling its debts and liabilities.

9. Membership of the CIO

(1) Admission of new members

(a) Eligibility

Membership of the CIO is open to anyone who is interested in furthering its purposes, and who, by applying for membership, has indicated his, her or its agreement to become a member and acceptance of the duty of members set out in sub-clause (3) of this clause.

A member may be an individual, a corporate body, or an individual or corporate body representing an organisation which is not incorporated.

(b) Admission procedure

The charity trustees:

- (i) may require applications for membership to be made in any reasonable way that they decide;
- (ii) may refuse an application for membership if they believe that it is in the best interests of the CIO for them to do so;
- (iii) shall, if they decide to refuse an application for membership, give the applicant their reasons for doing so, within 21 days of the decision being taken, and give the applicant the opportunity to appeal against the refusal; and
- (iv) shall give fair consideration to any such appeal, and shall inform the applicant of their decision, but any decision to confirm refusal of the application for membership shall be final.

(2) Transfer of membership

Membership of the CIO cannot be transferred to anyone else except in the case of an individual or corporate body representing an organisation which is not incorporated, whose membership may be transferred by the unincorporated organisation to a new representative. Such transfer of membership does not take effect until the CIO has received written notification of the transfer.

(3) Duty of members

It is the duty of each member of the CIO to exercise his or her powers as a member of the CIO in the way he or she decides in good faith would be most likely to further the purposes of the CIO.

(4) Termination of membership

- (a) Membership of the CIO comes to an end if:
- (i) the member dies, or, in the case of an organisation (or the representative of an organisation) that organisation ceases to exist; or
 - (ii) the member sends a notice of resignation to the charity trustees; or
 - (iii) any sum of money owed by the member to the CIO is not paid in full within one year of its falling due; or
 - (iv) the charity trustees decide that it is in the best interests of the CIO that the member in question should be removed from membership and pass a resolution to that effect.
- (b) Before the charity trustees take any decision to remove someone from membership of the CIO they must:
- (i) inform the member of the reasons why it is proposed to remove him, her or it from membership;
 - (ii) give the member at least 21 clear days' notice in which to make representations to the charity trustees as to why he, she or it should not be removed from membership;
 - (iii) at a duly constituted meeting of the charity trustees, consider whether or not the member should be removed from membership;
 - (iv) consider at that meeting any representations which the member makes as to why the member should not be removed; and
 - (v) allow the member, or the member's representative, to make those representations in person at that meeting, if the member so chooses.

(5) Membership fees

The CIO may require members to pay reasonable membership fees to the CIO.

10. Members' decisions

(1) General provisions

Except for those decisions that must be taken in a particular way as indicated in sub-clause (3) of this clause, decisions of the members of the CIO may be taken by vote at a general meeting as provided in sub-clause (2) of this clause.

(2) Taking ordinary decisions by vote

Subject to sub-clause (3) of this clause, any decision of the members of the CIO may be taken by means of a resolution at a general meeting. Such a resolution may be passed by a simple majority of votes cast at the meeting.

(3) Decisions that must be taken in a particular way

- (a) Any decision to remove a trustee must be taken in accordance with clause 15(2).
- (b) Any decision to amend this constitution must be taken in accordance with clause 28 of this constitution (Amendment of Constitution).
- (c) Any decision to wind up or dissolve the CIO must be taken in accordance with clause 29 of this constitution (Voluntary winding up or dissolution). Any decision to amalgamate or transfer the undertaking of the CIO to one or more other CIOs must be taken in accordance with the provisions of the Charities Act 2011.

11. General meetings of members

(1) Types of general meeting

There must be an annual general meeting (AGM) of the members of the CIO. The first AGM must be held within 18 months of the registration of the CIO, and subsequent AGMs must be held at intervals of not more than 15 months. The AGM must receive the annual statement of accounts (duly audited or examined where applicable) and the trustees' annual report, and must elect trustees as required under clause 13.

Other general meetings of the members of the CIO may be held at any time.

All general meetings must be held in accordance with the following provisions:

(2) Calling general meetings

- (a) The charity trustees:
 - (i) must call the annual general meeting of the members of the CIO in accordance with sub-clause of this clause, and identify it as such in the notice of the meeting; and
 - (ii) may call any other general meeting of the members at any time.
- (b) The charity trustees must, within 21 days, call a general meeting of the members of the CIO if:
 - (i) they receive a request to do so from at least 10% of the members of the CIO; and
 - (ii) the request states the general nature of the business to be dealt with at the meeting and is authenticated by the member(s) making the request.
- (c) If, at the time of any such request, there has not been any general meeting of the members of the CIO for more than 12 months, then sub-clause (b)(i) of this clause shall have effect as if 5% were substituted for 10%.

- (d) Any such request may include particulars of a resolution that may properly be proposed, and is intended to be proposed, at the meeting.
- (e) A resolution may only properly be proposed if it is lawful, and is not defamatory, frivolous or vexatious.
- (f) Any general meeting called by the charity trustees at the request of the members of the CIO must be held within 28 days from the date on which it is called.
- (g) If the charity trustees fail to comply with this obligation to call a general meeting at the request of its members, then the members who requested the meeting may themselves call a general meeting.
- (h) A general meeting called in this way must be held not more than 3 months after the date when the members first requested the meeting.
- (i) The CIO must reimburse any reasonable expenses incurred by the members calling a general meeting by reason of the failure of the charity trustees to duly call the meeting, but the CIO shall be entitled to be indemnified by the charity trustees who were responsible for such failure.

(3) Notice of general meetings

- (a) The charity trustees, or, as the case may be, the relevant members of the CIO, must give at least 14 clear days' notice of any general meeting to all of the members, and to any charity trustee of the CIO who is not a member.
- (b) If it is agreed by not less than 90% of all members of the CIO, any resolution may be proposed and passed at the meeting even though the requirements of sub-clause (3)(a) of this clause have not been met. This sub-clause does not apply where a specified period of notice is strictly required by another clause in this constitution, by the Charities Act 2011 or by the General Regulations.
- (c) The notice of any general meeting must:
 - (i) state the time and date of the meeting;
 - (ii) give the address at which the meeting is to take place;
 - (iii) give particulars of any resolution which is to be moved at the meeting, and of the general nature of any other business to be dealt with at the meeting; and
 - (iv) if a proposal to alter the constitution of the CIO is to be considered at the meeting, include the text of the proposed alteration;
 - (v) include, with the notice for the AGM, the annual statement of accounts and trustees' annual report, details of persons standing for election or re-election as trustee, or where allowed under clause 22 (Use of electronic communication), details of where the information may be found on the CIO's website.
- (d) Proof that an envelope containing a notice was properly addressed, prepaid and posted; or that an electronic form of notice was properly addressed and sent, shall be conclusive evidence that the notice was given. Notice shall be deemed to be given 48 hours after it was posted or sent.
- (e) The proceedings of a meeting shall not be invalidated because a member who was entitled to receive notice of the meeting did not receive it because of accidental omission by the CIO.

(4) Chairing of general meetings

The person nominated as chair by the charity trustees under clause 19(2) (Chairing of meetings), shall, if present at the general meeting and willing to act, preside as chair of the meeting. Subject to that, the members of the CIO who are present at a general meeting shall elect a chair to preside at the meeting.

(5) Quorum at general meetings

- (a) No business may be transacted at any general meeting of the members of the CIO unless a quorum is present when the meeting starts.
- (b) Subject to the following provisions, the quorum for general meetings shall be 10% of members. An organisation represented by a person present at the meeting in accordance with sub-clause (7) of this clause, is counted as being present in person.
- (c) If the meeting has been called by or at the request of the members and a quorum is not present within 15 minutes of the starting time specified in the notice of the meeting, the meeting is closed.
- (d) If the meeting has been called in any other way and a quorum is not present within 15 minutes of the starting time specified in the notice of the meeting, the chair must adjourn the meeting. The date, time and place at which the meeting will resume must either be announced by the chair or be notified to the CIO's members at least seven clear days before the date on which it will resume.
- (e) If a quorum is not present within 15 minutes of the start time of the adjourned meeting, the member or members present at the meeting constitute a quorum.
- (f) If at any time during the meeting a quorum ceases to be present, the meeting may discuss issues and make recommendations to the trustees but may not make any decisions. If decisions are required which must be made by a meeting of the members, the meeting must be adjourned.

(6) Voting at general meetings

- (a) Any decision other than one falling within clause 10(3) (Decisions that must be taken in a particular

- way) shall be taken by a simple majority of votes cast at the meeting. Every member has one vote.
- (b) A resolution put to the vote of a meeting shall be decided on a show of hands.
 - (c) In the event of an equality of votes the chair of the meeting shall have a second, or casting vote.
 - (d) Any objection to the qualification of any voter must be raised at the meeting at which the vote is cast and the decision of the chair of the meeting shall be final.

(7) Representation of organisations and corporate members

An organisation or a corporate body that is a member of the CIO may, in accordance with its usual decision-making process, authorise a person to act as its representative at any general meeting of the CIO. The representative is entitled to exercise the same powers on behalf of the organisation or corporate body as the organisation or corporate body could exercise as an individual member of the CIO.

(8) Adjournment of meetings

The chair may with the consent of a meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting to another time and/or place. No business may be transacted at an adjourned meeting except business which could properly have been transacted at the original meeting.

12. Charity trustees

(1) Functions and duties of charity trustees

The charity trustees shall manage the affairs of the CIO and may for that purpose exercise all the powers of the CIO. It is the duty of each charity trustee:

- (a) to exercise his or her powers and to perform his or her functions as a trustee of the CIO in the way he or she decides in good faith would be most likely to further the purposes of the CIO; and
- (b) to exercise, in the performance of those functions, such care and skill as is reasonable in the circumstances having regard in particular to:
 - (i) any special knowledge or experience that he or she has or holds himself or herself out as having; and
 - (ii) if he or she acts as a charity trustee of the CIO in the course of a business or profession, to any special knowledge or experience that it is reasonable to expect of a person acting in the course of that kind of business or profession.

(2) Eligibility for trusteeship

- (a) Every charity trustee must be a natural person.
- (b) No one may be appointed as a charity trustee:
 - (i) if he or she is under the age of 16 years; or
 - (ii) if he or she would automatically cease to hold office under the provisions of clause 15(1)(f).
- (c) No one is entitled to act as a charity trustee whether on appointment or on any re-appointment until he or she has expressly acknowledged, in whatever way the charity trustees decide, his or her acceptance of the office of charity trustee.
- (d) At least one of the trustees of the CIO must be 18 years of age or over. If there is no trustee aged at least 18 years, the remaining trustee or trustees may act only to call a meeting of the charity trustees or appoint a new charity trustee.

(3) Number of charity trustees

- (a) There must be at least three charity trustees. If the number falls below this minimum, the remaining trustee or trustees may act only to call a meeting of the charity trustees or appoint a new charity trustee.
- (b) There is no maximum number of charity trustees that may be appointed to the CIO.

(4) First charity trustees

The first charity trustees of the CIO are – [names to be inserted at time of application]

13. Appointment of charity trustee

- (1) At every annual general meeting of the members of the CIO, one-third of the charity trustees shall retire from office. If the number of charity trustees is not three or a multiple of three, then the number nearest to one-third shall retire from office, but if there is only one charity trustee, he or she shall retire;
- (2) The charity trustees to retire by rotation shall be those who have been longest in office since their last appointment or reappointment. If any trustees were last appointed or reappointed on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot;
- (3) The vacancies so arising may be filled by the decision of the members at the annual general meeting; any vacancies not filled at the annual general meeting may be filled as provided in sub-clause (4) of this clause;
- (4) The members or the charity trustees may at any time decide to appoint a new charity trustee, whether in place of a charity trustee who has retired or been removed in accordance with clause 15 (Retirement and removal of charity trustees), or as an additional charity trustee;
- (5) A person so appointed by the members of the CIO shall retire in accordance with the provisions of sub-clauses (1) and (2) of this clause. A person so appointed by the charity trustees shall retire at the conclusion of the next annual general meeting after the date of his or her appointment and shall not be counted for the purpose of determining which of the charity trustees is to retire by rotation at that meeting.

14. Information for new charity trustees

The charity trustees will make available to each new charity trustee, on or before his or her first appointment:

- (1) a copy of this constitution and any amendments made to it; and
- (2) a copy of the CIO's latest trustees' annual report and statement of accounts.

15. Retirement and removal of charity trustees

(1) A charity trustee ceases to hold office if he or she:

- (a) retires by notifying the CIO in writing (but only if enough charity trustees will remain in office when the notice of resignation takes effect to form a quorum for meetings);
- (b) is absent without the permission of the charity trustees from all their meetings held within a period of six months and the trustees resolve that his or her office be vacated;
- (c) dies;
- (d) in the written opinion, given to the company, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a director and may remain so for more than three months;
- (e) is removed by the members of the CIO in accordance with sub-clause (2) of this clause; or
- (f) is disqualified from acting as a charity trustee by virtue of section 178-180 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision).

(2) A charity trustee shall be removed from office if a resolution to remove that trustee is proposed at a general meeting of the members called for that purpose and properly convened in accordance with clause 11, and the resolution is passed by a two-thirds majority of votes cast at the meeting

(3) A resolution to remove a charity trustee in accordance with this clause shall not take effect unless the individual concerned has been given at least 14 clear days' notice in writing that the resolution is to be proposed, specifying the circumstances alleged to justify removal from office, and has been given a reasonable opportunity of making oral and/or written representations to the members of the CIO.

16. Reappointment of charity trustees

Any person who retires as a charity trustee by rotation or by giving notice to the CIO is eligible for reappointment.

17. Taking of decisions by charity trustees

Any decision may be taken either:

- (1) at a meeting of the charity trustees; or
- (2) by resolution in writing or electronic form agreed by a majority of all of the charity trustees, which may comprise either a single document or several documents containing the text of the resolution in like form to which the majority of all of the charity trustees has signified their agreement. Such a resolution shall be effective provided that
 - (a) a copy of the proposed resolution has been sent, at or as near as reasonably practicable to the same time, to all of the charity trustees; and
 - (b) the majority of all of the charity trustees has signified agreement to the resolution in a document or documents which has or have been authenticated by their signature, by a statement of their identity accompanying the document or documents, or in such other manner as the charity trustees have previously resolved, and delivered to the CIO at its principal office or such other place as the trustees may resolve within 28 days of the circulation date.

18. Delegation by charity trustees

(1) The charity trustees may delegate any of their powers or functions to a committee or committees, and, if they do, they must determine the terms and conditions on which the delegation is made. The charity trustees may at any time alter those terms and conditions or revoke the delegation.

(2) This power is in addition to the power of delegation in the General Regulations and any other power of delegation available to the charity trustees, but is subject to the following requirements

- (a) a committee may consist of two or more persons, but at least one member of each committee must be a charity trustee;
- (b) the acts and proceedings of any committee must be brought to the attention of the charity trustees as a whole as soon as is reasonably practicable; and
- (c) the charity trustees shall from time to time review the arrangements which they have made for the delegation of their powers.

19. Meetings and proceedings of charity trustees

(1) Calling meetings

- (a) Any charity trustee may call a meeting of the charity trustees.
- (b) Subject to that, the charity trustees shall decide how their meetings are to be called, and what notice is required.

(2) Chairing of meetings

The charity trustees may appoint one of their number to chair their meetings and may at any time revoke such

appointment. If no-one has been so appointed, or if the person appointed is unwilling to preside or is not present within 10 minutes after the time of the meeting, the charity trustees present may appoint one of their number to chair that meeting.

(3) Procedure at meetings

(a) No decision shall be taken at a meeting unless a quorum is present at the time when the decision is taken. The quorum is two charity trustees, or the number nearest to one third of the total number of charity trustees, whichever is greater, or such larger number as the charity trustees may decide from time to time. A charity trustee shall not be counted in the quorum present when any decision is made about a matter upon which he or she is not entitled to vote.

(b) Questions arising at a meeting shall be decided by a majority of those eligible to vote.

(c) In the case of an equality of votes, the chair shall have a second or casting vote.

(4) Participation in meetings by electronic means

(a) A meeting may be held by suitable electronic means agreed by the charity trustees in which each participant may communicate with all the other participants.

(b) Any charity trustee participating at a meeting by suitable electronic means agreed by the charity trustees in which a participant or participants may communicate with all the other participants shall qualify as being present at the meeting.

(c) Meetings held by electronic means must comply with rules for meetings, including chairing and the taking of minutes.

20. Saving provisions

(1) Subject to sub-clause (2) of this clause, all decisions of the charity trustees, or of a committee of charity trustees, shall be valid notwithstanding the participation in any vote of a charity trustee:

(a) who was disqualified from holding office;

(b) who had previously retired or who had been obliged by the constitution to vacate office;

(c) who was not entitled to vote on the matter, whether by reason of a conflict of interest or otherwise;

if, without the vote of that charity trustee and that charity trustee being counted in the quorum, the decision has been made by a majority of the charity trustees at a quorate meeting.

(2) Sub-clause (1) of this clause does not permit a charity trustee to keep any benefit that may be conferred upon him or her by a resolution of the charity trustees or of a committee of charity trustees if, but for clause (1), the resolution would have been void, or if the charity trustee has not complied with clause 7 (Conflicts of interest).

21. Execution of documents

(1) The CIO shall execute documents by signature.

(2) A document is validly executed by signature if it is signed by at least two of the charity trustees.

22. Use of electronic communications

(1) General

The CIO will comply with the requirements of the Communications Provisions in the General Regulations and in particular:

(a) the requirement to provide within 21 days to any member on request a hard copy of any document or information sent to the member otherwise than in hard copy form;

(b) any requirements to provide information to the Commission in a particular form or manner.

(2) To the CIO

Any member or charity trustee of the CIO may communicate electronically with the CIO to an address specified by the CIO for the purpose, so long as the communication is authenticated in a manner which is satisfactory to the CIO.

(3) By the CIO

(a) Any member or charity trustee of the CIO, by providing the CIO with his or her email address or similar, is taken to have agreed to receive communications from the CIO in electronic form at that address unless the member has indicated to the CIO his or her unwillingness to receive such communications in that form.

(b) The charity trustees may, subject to compliance with any legal requirements, by means of publication on its website –

(i) provide the members with the notice referred to in clause 11(3) (Notice of general meetings);

(ii) give charity trustees notice of their meetings in accordance with clause 19(1) (Calling meetings).

(c) The charity trustees must:

(i) take reasonable steps to ensure that members and charity trustees are promptly notified of the publication of any such notice or proposal;

(ii) send any such notice or proposal in hard copy form to any member or charity trustee who has not consented to receive communications in electronic form.

23. Keeping of Registers

The CIO must comply with its obligations under the General Regulations in relation to the keeping of, and provision of access to, registers of its members and charity trustees.

24. Minutes

The charity trustees must keep minutes of all:

- (1) appointments of officers made by the charity trustees;
- (2) proceedings at general meetings of the CIO;
- (3) meetings of the charity trustees and committees of charity trustees including:
 - (a) the names of the trustees present at the meeting;
 - (b) the decisions made at the meetings; and
 - (c) where appropriate the reasons for the decisions;
- (4) decisions made by the charity trustees otherwise than in meetings.

25. Accounting records, accounts, annual reports and returns, register maintenance

- (1) The charity trustees must comply with the requirements of the Charities Act 2011 with regard to the keeping of accounting records, to the preparation and scrutiny of statements of accounts, and to the preparation of annual reports and returns. The statements of accounts, reports and returns must be sent to the Charity Commission, regardless of the income of the CIO, within 10 months of the financial year end.
- (2) The charity trustees must comply with their obligation to inform the Commission within 28 days of any change in the particulars of the CIO entered on the Central Register of Charities.

26. Rules

The charity trustees may from time to time make such reasonable and proper rules or bye laws as they may deem necessary or expedient for the proper conduct and management of the CIO, but such rules or bye laws must not be inconsistent with any provision of this constitution. Copies of any such rules or bye laws currently in force must be made available to any member of the CIO on request.

27. Disputes

If a dispute arises between members of the CIO about the validity or propriety of anything done by the members under this constitution, and the dispute cannot be resolved by agreement, the parties to the dispute must first try in good faith to settle the dispute by mediation before resorting to litigation.

28. Amendment of constitution

As provided by clauses 224-227 of the Charities Act 2011:

- (1) This constitution can only be amended by a resolution passed by a 75% majority of votes cast at a general meeting of the members of the CIO.
- (2) Any alteration of clause 3 (Objects), clause 29 (Voluntary winding up or dissolution), this clause, or of any provision where the alteration would provide authorisation for any benefit to be obtained by charity trustees or members of the CIO or persons connected with them, requires the prior written consent of the Charity Commission.
- (3) No amendment that is inconsistent with the provisions of the Charities Act 2011 or the General Regulations shall be valid.
- (4) A copy of any resolution altering the constitution, together with a copy of the CIO's constitution as amended, must be sent to the Commission within 15 days from the date on which the resolution is passed. The amendment does not take effect until it has been recorded in the Register of Charities.

29. Voluntary winding up or dissolution

- (1) As provided by the Dissolution Regulations, the CIO may be dissolved by resolution of its members. Any decision by the members to wind up or dissolve the CIO can only be made at a general meeting of the members of the CIO called in accordance with clause 11 (Meetings of Members), of which not less than 14 days' notice has been given to those eligible to attend and vote:
 - (a) by a resolution passed by a 75% majority of those voting, or
 - (b) by a resolution passed by decision taken without a vote and without any expression of dissent in response to the question put to the general meeting.
- (2) Subject to the payment of all the CIO's debts:
 - (a) Any resolution for the winding up of the CIO, or for the dissolution of the CIO without winding up, may contain a provision directing how any remaining assets of the CIO shall be applied.
 - (b) If the resolution does not contain such a provision, the charity trustees must decide how any remaining assets of the CIO shall be applied.
 - (c) In either case the remaining assets must be applied for charitable purposes the same as or similar to those of the CIO.
- (3) The CIO must observe the requirements of the Dissolution Regulations in applying to the Commission for the CIO to be removed from the Register of Charities, and in particular:
 - (a) the charity trustees must send with their application to the Commission:

- (i) a copy of the resolution passed by the members of the CIO;
 - (ii) a declaration by the charity trustees that any debts and other liabilities of the CIO have been settled or otherwise provided for in full; and
 - (iii) a statement by the charity trustees setting out the way in which any property of the CIO has been or is to be applied prior to its dissolution in accordance with this constitution;
- (b) the charity trustees must ensure that a copy of the application is sent within seven days to every member and employee of the CIO, and to any charity trustee of the CIO who was not privy to the application.
- (4) If the CIO is to be wound up or dissolved in any other circumstances, the provisions of the Dissolution Regulations must be followed.

30. Interpretation

In this constitution:

“**connected person**” means:

- (a) a child, parent, grandchild, grandparent, brother or sister of the charity trustee;
- (b) the spouse or civil partner of the charity trustee or of any person falling within sub-clause (a) above;
- (c) a person carrying on business in partnership with the charity trustee or with any person falling within sub-clause (a) or (b) above;
- (d) an institution which is controlled –
 - (i) by the charity trustee or any connected person falling within sub-clause (a), (b), or (c) above; or
 - (ii) by two or more persons falling within sub-clause (d)(i), when taken together
- (e) a body corporate in which –
 - (i) the charity trustee or any connected person falling within sub-clauses (a) to (c) has a substantial interest; or
 - (ii) two or more persons falling within sub-clause (e)(i) who, when taken together, have a substantial interest.

Section 118 of the Charities Act 2011 apply for the purposes of interpreting the terms used in this constitution.

“**General Regulations**” means the Charitable Incorporated Organisations (General) Regulations 2012.

“**Dissolution Regulations**” means the Charitable Incorporated Organisations (Insolvency and Dissolution) Regulations 2012.

The “**Communications Provisions**” means the Communications Provisions in Part 9, Chapter 4 of the General Regulations.

“**charity trustee**” means a charity trustee of the CIO.

A “**poll**” means a counted vote or ballot, usually (but not necessarily) in writing.

HEALTH AND SAFETY POLICY

1. Introduction

Somerset Industrial Archaeological Society (SIAS) is a voluntary organisation. It possesses no premises and has no employees.

This Policy sets out the Society’s arrangements and responsibilities in managing the Health and Safety of its members and officers.

2. Responsibilities

The Trustees of the Society have overall responsibility for Health and Safety, for implementation of this policy, and for communication with members. The responsibility for Risk Assessments has been delegated to the Field Officer.

3. Risk Assessments

The Field Officer will ensure that written Risk Assessments are carried out for all activities before they are undertaken. Risk Assessment outcomes will be recorded and resulting actions implemented as follows

- Risk Assessments will be carried out for routine activities including winter meetings, visits and fossicks
- Risk Assessments will be carried out for all fieldwork activities including surveying, recording, archaeological investigation and vegetation clearance. These will be site and activity specific.
- All actions arising from the Risk Assessments will be communicated to the Trustees at a Committee Meeting who will ensure that these are implemented
- The existence of the Risk Assessments, and requirements for action, will be communicated to those involved

4. Policy Review and Consultation

This policy will be reviewed at the Annual General Meeting in March each year. There will also be an opportunity at this meeting for consultation with members on the Policy, and Health and Safety matters generally.

DATA PROTECTION POLICY

(revised November 2018)

Introduction.

The General Data Protection Regulations, which came into force in May 2018, requires the Somerset Industrial Archaeological Society (“SIAS”) to define its policy on why personal information is collected, how it is used and stored, and who is authorised to use it.

Reasons for holding personal data.

SIAS needs to hold personal data about its members in order to:

- maintain a record of the membership so as to be able to communicate with members by post, email or telephone on matters concerning membership of SIAS and send the Bulletin.
- manage payments of subscriptions to SIAS.
- maintain a record of donations to SIAS.

What personal data is held?

Members’ names, postal addresses, email addresses, telephone numbers, membership category and payment status.

Bank details of those members who pay by Standing Order.

Members personal information is treated as confidential and will never be shared with third parties without the permission of the individual member concerned.

Who uses this data?

The Data Controller is the Chair.

The Data Processors are:

- the Honorary Treasurer (for subscriptions and donations)
- the Honorary Secretary (for communications with members)
- the Membership Secretary (for monitoring and collecting members’ subscriptions)
- the Field Officer (for organizing field trips and contacting participants)
- the Publications officer (for distributing the Bulletin)

Where is the information stored?

Electronic records are maintained by the Membership Secretary.

Paper records are held by the Data Controller and Data Processors.

Electronic data is kept at the residences of the Data Controller and the Data Processors.

Electronic data is also held on line in secure password protected data storage facilities accessible only by the Data Controller and Data Processors.

Retention of personal information.

SIAS will store members’ personal information for as long as they are members.

If any member specifically informs SIAS that they are terminating their membership, any data SIAS holds concerning that individual will be erased immediately.

Members of SIAS who fail to pay their annual subscription will be assumed to have terminated their membership at the end of any period of grace which may have been granted and/or at the annual review of membership.

Consent for data collection and storage

All members of SIAS will be asked for personal information and for their consent to this information being stored in accordance with the terms of this policy.

All new members of SIAS will be given a copy of this Data Protection Policy

By paying the annual membership subscription to SIAS you are deemed to have consented to SIAS using your personal data in accordance with the terms laid out in this Data Protection Policy. Consent may be withdrawn at any time by contacting the Membership Secretary in writing.

The rights of individuals

The General Data Protection Regulations include the following rights for individuals:

- the right of access to the data SIAS holds about them.
- the right of rectification of any data SIAS holds about them.
- the right to require the erasure of any data SIAS holds about them.
- the right to restrict processing of any information SIAS holds about them.
- the right to object to SIAS holding information about them