



*At the Council Chamber,
Whitehall*

THE 17th DAY OF AUGUST 2009

**BY THE LORDS OF HER MAJESTY'S MOST HONOURABLE
PRIVY COUNCIL**

WHEREAS the Royal Society of St. George has duly made revised Bye-Laws for the Society:

AND WHEREAS the said revised Bye-Laws have been submitted to the Lords of the Privy Council for approval:

NOW, THEREFORE, Their Lordships, having taken the alterations into consideration, are pleased to approve them.

Meriel McCullagh

SCHEDULE

**REVISED BYE-LAWS OF THE ROYAL SOCIETY OF ST. GEORGE
REFERRED TO IN THE FOREGOING ORDER**

BYE-LAWS

- 1. The provisions of the Charter of Incorporation of the Society shall be strictly observed and in the event of any inconsistency between the provisions of the Charter and the provisions of the Bye-Laws the provisions of the Charter shall prevail.**

Badge and Motto and Armorial Bearings

- 2. (a) The motto of the Royal Society of St. George is "St. George for England" and a representation of St. George and the Dragon shall be the Society's badge for general use.**
 - (b) The Society's Armorial Bearings, that is to say, Shield of Arms, Supporters, Crest and Heraldic Device or Badge having been granted under Royal Authority by Patent dated on St. George's Day 1990 belong and pertain to The Royal Society of St. George and any matters concerning them or their use and display by Members or Branches of the Society shall be referred to the Council of the Society for advice and/or decision.**
 - (c) The Council shall have power from time to time to determine the design of and which badges or other insignia of the Society may be worn by all or any of the classes of Members and Associates and representatives of Affiliated Bodies and Corporate Bodies.**

Vice-Presidents

3. **The Vice-Presidents shall be those persons who are at present Vice-Presidents of the Society together with such other persons as shall from time to time accept that Office upon the invitation of the Council in recognition of their work in promoting the objects of the Society. Vice-Presidents shall *ex-officio* be Full Members of the Society and shall hold Office until they resign or die or cease to be Full Members by virtue of Bye-Law 11 but shall be under no obligation to pay any subscription. A Vice-President shall not be *ex-officio* a member of the Council but may be invited by the Council to attend from time to time.**

Members

4. **In addition to the Presidency and Vice-Presidencies there shall be the following classes of Members of the Society:-**
 - (a) **Life Members, being those individuals who are at present Life Members (including Life Members of Branches) or are hereafter duly elected Life Members and who pay a Life Member's Subscription. The Council shall have power to elect Honorary Life Members of the Society, they having no requirement to pay any subscription.**
 - (b) **Fellows, being individuals who are at present Fellows or are hereafter duly elected Fellows for services of merit to the Society in accordance with such conditions and criteria as may be laid down by the Council from time to time. Fellows shall remain Members until they resign or die or cease to be Members by virtue of Bye-Law 11 but shall be under no obligation to pay any subscription.**
 - (c) **Full Members, being those individuals who are at present Ordinary Members or are hereafter duly elected Full Members and subscribe annually to the Central Funds the Full Member's Subscription. A Full Member's spouse (if any) shall be entitled (subject to election in accordance with Bye-Law 6) to become a Full Member and shall subscribe annually to the Central Funds one half the Full Member's annual subscription.**
 - (d) **Branch Members, being those individuals who are at present Branch Members and those elected to Branch Membership by Branches, and who subscribe annually to the Branch such subscriptions as may be authorised under the rules of the Branch. They are entitled to attend and vote at the Society's General Meetings subject to conditions of identification and eligibility, as prescribed by the Council, but are not entitled to receive directly the Society's newsletter or magazine but as from 1st January 2010 Branch only Membership of the Society shall no longer be open to new Members;**

- (d)(i) Branch Full Members, being those individuals elected to Branch Membership by Branches, who subscribe annually to the Society the Branch Full Member's Subscription, together with such local subscription as may be authorized by the rules of the Branch.**
- (e) Honorary Members, being those individuals who are at present Honorary Members of the Society or of a Branch of the Society or who may hereafter accept election as Honorary Members upon the invitation respectively of the Council or of a Branch in recognition of their work in promoting the objects of the Society. Honorary Members shall remain Members until they resign or die or cease to be members by virtue of Bye-Law 11 but shall be under no obligation to pay any subscription.**
- (f) Junior Full Members, being people who are aged under 18 years at the 1st January of the year in question, who are duly elected and who subscribe annually to the Central Funds of the Society the Junior Full Member's Subscription.**
- (g) Junior Branch Members, being those individuals who are at present Junior Branch Members and those elected to Junior Branch Membership by Branches after the date of adoption of these Bye-Laws, and who subscribe annually to the Branch such subscriptions as may be authorised under the rules of the Branch.**
- (h) Associate Members who are at present Associates or Associate Members or are hereafter duly elected by the Council, being those individuals of other than English descent who subscribe annually to the Central Funds of the Society the Associate Member's Subscription.**
- (i) Affiliated Body, being a body of persons established inside or outside England consisting primarily of people of English descent whose objects accord (in the opinion of the Council) with the objects of the Society and which subscribes annually to the Central Funds of the Society the Affiliate's Subscription.**
- (j) Associated Body, being a body of persons whether established in or outside England consisting wholly or primarily of people of other than English descent whose objects accord (in the opinion of the Council) with the objects of the Society and which subscribes annually to the Central Funds of the Society the Associated Body's Subscription.**
- (k) Corporate Body, being a body corporate such as a Company, School, College or other organisation established in England approved by the Council and whose objects accord (in the opinion of the Council) with the**

objects of the Society and which subscribes annually to the Central Funds of the Society the Corporate Body's Subscription.

- 5. Only those individuals who:**
- (a) subscribe to the Objects of the Society; and**
 - (b) are born in England or wherever born, being English men or Englishwomen or children or remoter issue of an English man or an English woman;**

shall be eligible for membership except that the restriction in this paragraph shall not apply to Life Members, Honorary Members, Associate Members, Associated Bodies, or Corporate Bodies.

- 6. Applications for election to all classes of Membership of the Society shall be made to the Membership Secretary upon such form as the Council shall from time to time prescribe and shall be supported by such evidence as it may require. Every such application may be approved by the Membership Secretary but in cases of doubt on his part must be laid (in consultation with the Honorary Registrar) before the Council as soon as practicable after its receipt. In these cases the Council shall be entitled to elect the applicant to membership in the class applied for, to adjourn the application for further evidence or without assigning any reason to reject the application. No applicant shall be elected unless two-thirds at least of the Members of the Council present at the meeting at which the application is finally considered shall vote in favour of the applicant's election. The Membership Secretary shall notify applicants of the outcome of their applications.**
- 7. The Council shall have power from time to time to specify the amount of the subscriptions payable by all or any of the classes of Members liable to pay them and the single subscription payable by new Life Members including Branch subscriptions, whether per capita or otherwise, and any such increase or reduction shall have effect only from the 1st day of January next after the date of the resolution by which it is made and only if notice of any pending increase or reduction shall have been given to Members before the 1st day of July preceding such 1st day of January: provided that any increase in the amount of any subscription shall have been approved before coming into effect by a simple majority of the Members present and voting in any General Meeting held on, before or after such 1st July.**
- 8. Subscriptions (including single payments due from Life Members) payable under Bye-Laws 4 and 7 shall become due upon election and no individual or**

body shall be deemed to have become a Member until their first subscription shall have been received in full by the Society or (in the case of Branch Members and Junior Branch Members) the Branch. Annual subscriptions shall become due on the 1st January in every year.

9. If any Member (who or which is liable to pay any subscription) shall fail to pay the same within six months after it has become due the Council may order their name to be struck off the list of Members whereupon they shall cease to be a Member.
10. Duly elected Members may resign at any time upon giving to the Membership Secretary 14 days' notice in writing, but they shall notwithstanding any such notice remain liable for any subscription due upon the expiry thereof.
11. Members who refuse or neglect to comply with the provisions of the Charter or the Bye-Laws or behave in a way which in the opinion of the Council is or may be injurious to the Society may be called upon by the Council by notice in writing to resign. Any such Members who, when so called upon, fail to do so within 28 days of the receipt of the said notice (provided they are first given an opportunity of being heard by the Council) may forthwith be expelled by the Council after a resolution for this purpose has been passed by a majority of not less than two-thirds of the Members present and voting at a meeting of which special notice (meaning notice of at least 21 days specifying the proposed resolution and the name of the Member concerned) has been given to the Member in question.
12. A Member resigning or expelled under Bye-Law 11 or whose name is struck off pursuant to Bye-Law 9 shall nevertheless remain liable for all moneys then due to the Society.
13. All Full Members subscribing to the Central Funds of the Society shall be entitled to receive the Journal and Newsletters of the Society without further payment.

General Meetings

14. All Life Members, Fellows, Members of Council, Full Members, Branch Members, Honorary Members and Junior Full Members shall be entitled to attend at all General Meetings. In the case of Affiliated Bodies and Associated Bodies a maximum of two persons, and in the case of Corporate

Bodies a maximum of ten persons, nominated by them and who subscribe to the Objects of the Society, shall be entitled to attend.

- 15. The Annual General Meeting of the Society shall be held once in every financial year of the Society at such place and at such time (being not less than two months after the date of such determination) as the Council may determine. The Council shall cause a copy of the income and expenditure account and balance sheet as referred to in Bye-Law 57 to be sent with every notice of an Annual General Meeting. Not more than 15 months shall elapse after the last Annual General Meeting.**
- 16. The President or the Chairman of the Council may at any time convene an Extraordinary General Meeting of the Society and the Council shall convene such a Meeting whenever so required in writing by not less than three Full Members from a minimum of six Branches (a total of 18) of the Society. If the Council does not within 21 days from the date of the deposit of the requisition proceed duly to convene a Meeting, the Members requiring the same, or any three of them, may themselves at the expense of the Society convene a Meeting in accordance in all other respects with these Bye-Laws, to be held not later than the expiration of three months from the said date of deposit.**
- 17. At least 21 days' notice of every General Meeting of the Society (exclusive of the day on which the notice is served but inclusive of the day for which the Meeting is called) specifying the place, day and hour of the Meeting, and the general nature of the business to be transacted, shall be given by notice sent by post to every Member.**
- 18. The inadvertent omission to give notice of a General Meeting of the Society to not more than 20 Members entitled to receive such notice shall not invalidate anything done at such Meeting.**
- 19. At all General Meetings of the Society the President and every Vice-President, every Full or Branch Member and every member of the Council (in the case of an Affiliated Body both and a Corporate Body all representatives thereof) shall, if personally present, be entitled to one vote. No other person shall be entitled to vote, and in particular the representatives of an Associated Body shall not be entitled to vote although in attendance. As provided in Bye-Law 25, postal voting will be permitted provided that notice thereof has been duly given but proxy voting will not.**
- 20. A Member otherwise entitled to vote who or which is three months or more months in arrears with any subscription or other sum due and owing by them to the Society shall not be entitled to attend or vote or (in the case of an Affiliated Body or Corporate Body) appoint a representative to attend and vote.**

Proceedings at General Meetings

21. **The ordinary business of the Annual General Meeting of the Society shall be to receive and consider the Annual Report of the Council and the audited accounts, and to elect the President, an Auditor or Auditors, and Members of the Council as it may choose to do consonant with Bye-Laws 32, 36, 38 39 and 40. (All other business transacted at any Annual General Meeting, and all business transacted at an Extraordinary General Meeting, shall be deemed special.)**
22. **Twenty persons entitled to vote, being personally present, shall be a quorum.**
23. **The President shall be entitled to take the Chair at every General Meeting of the Society. If the President shall not be present at the time appointed for such Meeting the Chairman, or, in the Chairman's absence, the Deputy Chairman, or, in the Deputy Chairman's absence, the Vice-Chairman of the Council, shall be entitled to take the Chair, and failing them the Members present shall choose one of their number to take the Chair.**
24. **If within half an hour after the time appointed for the Meeting a quorum is not present the Meeting shall stand adjourned to such a day (not being more than 21 days thereafter) and at such hour and place as the Chairman thereof shall determine, and, if at such adjourned meeting a quorum is not present, those persons who are then and there present and entitled to vote (being not less than three) shall be a quorum and may transact the business for which the Meeting was called.**
25. **Every question submitted to a General Meeting shall be decided by a show of hands of those present and entitled to vote and, in addition, the postal votes cast on the question, provided that notice thereof has been duly given, and by a majority of such votes. In case of an equality of votes the Chairman of the Meeting shall have a second or casting vote. Voting by proxy shall not be allowed.**
26. **At any General Meeting a declaration by the Chairman of such Meeting that a Resolution has been carried or carried by a specified majority, or lost or not carried by a specified majority, and an entry to that effect in the Minute Book of the Society, shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such Resolution.**

27. The Chairman of the Meeting may with the consent of the majority of the persons present and entitled to vote adjourn it from time to time and from place to place.

Auditors

28. The Auditor or Auditors of the Society shall be elected annually at the Annual General Meeting of the Society. A retiring Auditor or Auditors shall be eligible for re-election.

Minutes

29. The General Secretary shall attend and cause Minutes of all Meetings of the Society, the Council and the Executive Committee, and of the duly appointed sub-committees of the Council and the Executive Committee, to be entered in a Minute Book. All such Minutes shall be distributed to all Members of the Council.

The General and Membership Secretaries

30. A General Secretary shall be appointed to administer, in accordance with such instructions as are approved by the Council, the day to day affairs of the Society. The appointee, subsequent to the approval of the Council, shall be engaged in accordance with such terms and conditions as may from time to time be agreed between both parties. A contract shall be drawn up to confirm such agreement. A Membership Secretary shall be similarly appointed to deal with applications for, and appointments to, Membership of the Society under the directions of the Council. An Honorary Secretary may be appointed by the Council with such duties as the Council shall determine.

The Council

31. The management of the affairs of the Society shall be vested in the Council, who, in addition to the powers and authorities by the Bye-Laws or otherwise expressly conferred upon them, may in respect of the affairs of the Society exercise all such powers and do all such things as may conduce to the furtherance of the objects of the Society and which are not by the Charter or by the Bye-Laws expressly directed or required to be exercised or done by the Society in General Meeting. The President shall have the right to attend the Council and to speak, move resolutions, but not to vote, and shall be deemed supernumerary.
32. (a) The Council shall consist otherwise of not less than 14 persons, and not more than 30.

- (b) At each Annual General Meeting those candidates eligible under these Bye-Laws to stand for election from among the Life Members, Fellows and Full Members (including Branch Full Members) of the Society shall be voted upon in such manner as the Chairman of the Meeting may approve or the Meeting alternatively resolve. The Meeting shall first decide
- (i) how many places on the Council to fill by election; and
 - (ii) if it shall first have decided to elect Regional Councillors in the place of any who may have retired, or who offer themselves for re-election, how many of those places consistently with these bye-laws shall be taken by those who qualify to be accounted Regional Councillors (so be it that they shall in total serving be elected *from* at least six and not more than ten such regions). To be qualified as a Regional Councillor a candidate shall have been endorsed by at least two Branches situated in the Region from which the candidate comes, and seeks to represent. A signed Resolution of the Branch Committee shall be conclusive as evidence of support. The Regions to be represented shall be chosen from among those the Council has defined as English Regions, of which there may be any number.
 - (iii) The Council shall also include one Member elected *by* any and each Branch (or any group of Branches overseas) at home or overseas with 500 members or more; and the balance of the members of Council shall be elected at Annual General Meetings of the Society in the manner hereinafter provided; provided that elected members shall serve for a period of three years.

33. The Council shall have power from time to time to co-opt any person eligible under Bye-Law 32 either as an additional Member of the Council or to fill a casual vacancy. Any person so co-opted shall hold Office until the next Annual General Meeting and shall be eligible for re-election thereat, co-opted service not counting towards any term of three years.

34. The continuing Members of the Council may act notwithstanding any vacancies in their body but in case the number of Members thereof shall at any time be reduced below ten the Council shall be at liberty to act only for the purpose of filling up vacancies among the Members or convening a General Meeting of the Society.

Vacation of Office by Members of the Council

35. Members of the Council shall vacate Office and cease to be Members:
- (a) if they become incapable by reason of mental disorder;
 - (b) if they are adjudicated bankrupt or are the subject of a receiving order

- (c) if by notice in writing to the General Secretary they resign from the Council;
- (d) if being elected under Bye-Law 32 or co-opted under Bye-Law 33 they cease to be a Life Member, Fellow or Member;
- (e) if the Society in General Meeting (following special notice as set out in Bye-Law 11) resolve that they shall retire.

Rotation of Ordinary Members of the Council

- 36. At each Annual General Meeting of the Society all those Members of Council however elected who shall have served for three years shall retire but shall be eligible for re-election subject to Bye-Law 40. An Officer who may continue in office shall offer himself for re-election to the Council if at the end of a three-year term on the Council. A retiring Member shall continue to act as a Member of the Council throughout the Meeting in question.
- 37. The President shall stand for re-election as President annually.
- 38. Subject to any Resolution for reducing the number of the Members of the Council the Society may at the Meeting at which any such Members retire in manner aforesaid fill up the vacancies so caused.
- 39. No persons (other than retiring Members of the Council) shall be eligible for election as Members of Council unless:
 - (a) they are nominated by at least three Members of the Society at least one of whom must be a Member of the Council; and
 - (b) their nomination is approved by a simple majority of the Council in meeting assembled.

Such nomination shall be signified upon a form giving such particulars of the candidate for election as may be required by the Council from time to time and signed by the Candidate by way of assent to the nomination. The said form shall be sent to the General Secretary so that it reaches the said Officer not later than 30 days before the succeeding Annual General Meeting. The General Secretary shall include the names of all candidates properly nominated upon the notices convening such Annual General Meeting.

- 40. No Member appointed after the date on which this Bye-Law comes into force shall serve more than two consecutive terms of three years each as a Member of the Council unless as an Officer of the Society, without prejudice to the power of the Council to co-opt such a person notwithstanding. The Chairman, Deputy Chairman and Vice-Chairman shall serve no more than

four consecutive years in each such office. Any Officer whose three-year term as a Council Member shall have expired under Bye-Law 36 may stand at the A.G.M. for re-election to the Council. If he has already served two three-year terms on the Council, he may be re-elected to the Council: provided that in the case of a member serving as Chairman, Deputy Chairman or Vice-Chairman he shall be capable of re-election to the Council only if in the Office he holds he shall not yet have served four years.

The Executive Committee

41. The Council shall at its first meeting after the Annual General Meeting in each year elect from among its own Members an Executive Committee of not more than ten nor less than four persons; the Chairman, the Deputy Chairman (if elected) and the Vice-Chairman of the Council shall be *ex officio* Members of the Executive Committee and shall take the Chair at Meetings of the Executive Committee in the same precedence as at Meetings of the Council. The Honorary Treasurer and the Honorary Secretary shall also be *ex officio* Members of the Executive Committee. If an Honorary Secretary shall have been appointed, the General Secretary shall continue in attendance, but remain not voting nor of the Quorum. The Council may from time to time delegate to the Executive Committee all or any of the powers of the Council in connection with the management of the affairs of the Society other than the election of Vice-Presidents and Honorary Members and the approval of candidates for election to the Council.

The Charitable Trust

42. The duties and powers of the Society in relation to the Society's Charitable Trust (established by Declaration of Trust dated 16 August 1971) shall be exercised by the Council.

Proceedings of the Council and Executive Committee

43. The Council and the Executive Committee may meet for the dispatch of business and adjourn and otherwise regulate their respective meetings and proceedings as they think fit and may determine the notice (if any) which is to be given of any such Meeting. Five Members of the Council (one of whom shall be a Regional Representative) or three Members of the Executive Committee shall form a quorum.
44. Questions arising at any Meeting of the Council or the Executive Committee shall be decided by a majority of votes and in case of an equality of votes the Chairman of the Meeting shall have a second or casting vote.
45. The Council shall at its first meeting following every Annual General Meeting

before proceeding to other business elect from its number Officers each of whom shall hold office for a period ending with the election of their successors, viz.: a Chairman and a Vice-Chairman of the Society. It shall also elect from its number an Honorary Treasurer and may elect an Honorary Secretary of the Society. Each of them shall notwithstanding anything to the contrary contained in the Charter and these Bye-Laws continue to hold that Office (subject to the provisions of Bye-Law 35) until the first Meeting of the Council after the next succeeding Annual General Meeting following election to office, even if not re-elected to the Council at such next succeeding Annual General Meeting. The Council may also elect a Deputy Chairman on the same terms, and if such election be made the Deputy Chairman shall take the Chair whenever the Chairman is absent. If at the time fixed for holding any Meeting neither the Chairman, the Deputy Chairman nor the Vice-Chairman shall be present to take the Chair the Members present shall choose one of their number to be the Chairman of the Meeting. If the Annual General Meeting shall not have elected Regional Councillors, or shall not have elected sufficient, the Council may, with the same support from Branches as is required under Bye-Law 32(ii) make any elections remaining itself for such term of years not exceeding three as it may resolve in each case; and Bye-Laws 36, 39 and 40 shall apply.

46. A Meeting of the Council or of the Executive Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions by or under the Bye-Laws vested in or exercisable by them generally. Policy decisions are the prerogative of the Council only.
47. The Council and the Executive Committee may delegate any of their powers to a Sub-Committee or Committees consisting of two or more Members of the Council or Executive Committee respectively. Every such Committee shall in the exercise of its powers so delegated conform to any regulations that may from time to time be imposed upon it by the Council or the Executive Committee. The Council and the Executive Committee may appoint persons who are not Members of the Council (but who are Full Members) to serve upon any Sub-committee or Committees. The Chairman, the Deputy Chairman (if elected) and the Vice-Chairman of Council shall be *ex officio* members of all Sub-Committees.
48. All acts done by any Meeting of the Council or the Executive Committee or any Sub-Committee or Committees shall notwithstanding that it shall afterwards be discovered that there was some defect in the appointment of all or any of the Members thereof be as valid as if every such Member had been duly appointed.

Branches

- 49. The Branches of the Society existing on the date on which these Bye-Laws come into force shall continue to be Branches of the Society. New Branches may be established in any part of the world with the sanction of the Council. Each Branch shall have the right to elect a President and a Vice-President from time to time, and shall inform the Council of those elections.**
- 50. The Charter, these Bye-Laws and other Rules of the Society shall apply to all Branches throughout the United Kingdom. The Rules for overseas Branches shall be consistent with the provisions of the Charter and these Bye-Laws in so far as local law permits. Branches may vary or add to their Rules for their own government but all such Rules shall be consistent with the provisions of the Charter and these Bye-Laws and shall not be valid until approved by the Council, whose decision shall be final and binding and not susceptible of challenge by the Branch or prospective Branch concerned. The Rules of the Branches of the Society existing at the date hereof shall be deemed to have been so drawn up and approved except in so far as they are inconsistent with the said provisions. Branches are annually to submit the numbers of Branch Members to the Membership Secretary.**
- 51. The Rules of a Branch shall prescribe the objects of the Branch which shall include the objects of the Society as stated in the Charter of the Society and also the qualifications for Membership of the Branch which shall correspond to those for membership of the Society and such Rules shall state the subscriptions payable by Members thereof, the rights and obligations of Branch Officers and their mode of election and tenure of office, the mode of management of the affairs of the Branch and in whom the management shall be vested, the keeping and auditing of the Branch accounts and such other provisions as may be thought proper. Provided that the Rules of every Branch shall require a copy of its annual accounts to be sent to the General Secretary of the Society as soon as they shall have been adopted or subsequently amended.**
- 52. Each Branch shall pay to the central funds of the Society such annual Branch subscription as may from time to time be prescribed by the Council in accordance with the provisions of Bye-Law 7.**
- 53. All donations and subscriptions received by a Branch or any Officer thereof from the Members of the Branch or otherwise for the purpose of the Branch and all other assets of the Branch remaining after the discharge of its liabilities and after the payments due under Bye-Law 52 above shall be the property of the Branch so long as the Branch remains in existence.**

- 54. No Branch or any Officer thereof shall have power to pledge the credit of or incur any liability whatsoever in the name or on behalf of the Society or any other Branch and neither the Society nor any other Branch or any Officer thereof respectively shall be liable for any act, omission, neglect or default of any Branch or any Officer thereof.**

Seal

- 55. The Council shall provide for the safe custody of the common seal of the Society which shall not be used except with the authority of the Council or the Executive Committee and in the presence of at least two Members of the Council or the Executive Committee who shall sign the instrument to which the seal is affixed and every such instrument shall be countersigned by the General or Honorary Secretary.**

Accounts

- 56. The Council shall cause true accounts to be kept of the receipts and expenditure of the Society and the matters in respect of which such receipts and expenditure take place and of the assets and liabilities of the Society.**
- 57. At the Annual General Meeting of the Society in every year the Council shall lay before the Meeting an income and expenditure account and balance sheet made up to the preceding 31st December and audited as required by the Charter and by law.**
- 58. The Council shall present at every Annual General Meeting of the Society a report on the state and condition of the Society and the progress of its work.**
- 59. It shall be the duty of every Officer and servant of the Society and of every Member of Council to provide such information and explanation as the Auditor or Auditors of the Society may require.**

Notices

- 60. Any notice sent by post to a Member shall be deemed to have been served four days following that on which the envelope or wrapper containing the same is posted and in proving such service it shall be sufficient to prove that the envelope or wrapper containing the notice was properly sent to the Member's registered address and stamped and put into a post office or pillar box.**

- 61. All Members shall from time to time notify the Membership Secretary of an address within the United Kingdom which shall be their registered address and unless and until they have so notified such registered address they shall not be entitled to receive any notice of Meetings of the Society.**

Indemnity

- 62. All Officers of the Society and all other Members of the Council, including co-opted Members of Sub-Committees of the Council and the Executive Committee, shall be indemnified by the Society against all costs, expenses and losses for which they may become liable by reason of any act or thing done by them in the proper discharge of their Office or duty, provided that any such expenditure shall have been authorised by the Council before it was incurred.**

Alterations of Bye-Laws

- 63. These Bye-Laws or any of them may from time to time (subject to the provisions of the Charter) be altered, added to or repealed by a Resolution passed by a majority of not less than two-thirds of the persons present and voting at a General Meeting of the Society duly convened for that purpose.**