

FEDERATION FOR ULSTER LOCAL STUDIES LIMITED

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**MINUTES
OF
EXTRAORDINARY GENERAL MEETING**

On

8 December 2007

held in the

Cardinal O Fiaich Memorial Library, Armagh

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MEMBERS PRESENT

Antrim and District Historical Society: Kathleen Orme, Jane Edwards
Armagh and District History Group: M.T. McVeigh
Armagh Diocesan Historical Society: Neil McGlennon
Aughnacloy & Truagh Historical Society: Malcolm Duffy, L. McKee
Ballinascreen Historical Society: Roisin Murray, Jennifer Mawhinney, Graham Mawhinney
Banbridge Historical Society: Doreen McBride
Bangor Historical Society: Paul McKay, Alison McKay
Bronte Society- Irish Section: Finny O' Sullivan
Carrickfergus and District Historical Society: John Hulme
Carrickfergus Gasworks Preservation Society: Helen Rankin
Clougher Historical Society: Elizabeth Steenson, Phyllis Moen
County Armagh Wildlife Society: Dr. John Faulkner
Cookstown Local History Group: Ruth McKenzie, R. Wylie
Craigavon Historical Society: John Trimble
Follies Trust: Edward Wilson, Primrose Wilson
Lecale Historical Society: Pat Devlin
Lisburn Historical Society: Olive Campbell
Middleton & Tynan Historical Society: Brian Gilmurr
Mourne Local Studies Group: Sean McManus
New Buildings & District Archaeological and Historical Society: Bridgeen Rutherford
North Belfast Historical Society: M.J. Weir, Patsy Rainey, Roddy Hegarty, Daphne McClements, Margaret Cartwright
North of Ireland Family History Society: Anne Robinson
O'Neill Country Historical Society: Brendan Duffy, Dessie ??
Roe Valley Historical Society: Robert Guthrie, C. Wilson
Saintfield Heritage Society: Jean Harper, Elsie George, Eleanor Rodham
South Belfast Historical Society: George Templeton

Strabane History Society: John Dooher

Templepatrick & District Historical Society: Hilary Beckett

West Tyrone Historical Society: Hazel Henderson, Una Timony

Ulster History Circle: Doreen Corcoran

Individual Members: Muriel Bell, Mildred Moore

APOLOGIES

John Bradley, West Tyrone Historical Society

Liam Devlin. The Trinity College Dublin Association of NI

Finola Sloan, Killowen Historical Society

Mary Hamilton, Tempo Historical Society

Bill Canning, Antrim

Valerie Stevenson, Mourne Local Studies Group

Gortin and District Historical Society

Bay-Burn Historical Society

Chairman's remarks

John Dooher explained the purpose for calling this Extraordinary General Meeting was twofold:

1. Amendments of the articles

- Define Membership
- Change date of AGM to Oct/Nov
- Uniform date for nomination and motions etc
- the Executive Committee should be elected at the AGM
- previous articles - resign or be nominated again
- removal/forced resign those who do not attend meetings
- make it easier for societies and members to suggest changes

2. Mapping the way forward for the Federation in the light of its changed circumstances

RESOLUTION 1: PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

John Dooher stressed that these were simply proposals and other members may have a different viewpoint. 75% of the vote is required to carry the motions. Each society will have 3 votes, individual members 1 vote, associate member 1 vote.

The Executive Council recommends the following amendments to the Federation's Articles of Association. The substantive changes are in italics.

Copies of the current Articles are available on the Federation's website [http://www.fuls.org.uk/articles\(amended\).pdf](http://www.fuls.org.uk/articles(amended).pdf) and at the General Meeting.

Article 5; amend to read

"Any individual, society or institution that is in sympathy with the objects of the Federation may apply in writing to the Executive Committee for membership of the Federation. *The different categories of membership shall be -*

[a] Society members, representing voluntary organisations within the province in Ulster that are in agreement with the objects of the Federation as defined in the Memorandum of Association

[b] Individual members, representing persons in sympathy with the objects of the Federation

[c] Associate members, representing educational, cultural and social organisations that are in sympathy with the objects of the Federation"

Pat Devlin said that although Article 23 categorised the voting numbers at general meetings these categories were not spelled out in the Articles. The amendment was designed to correct this fundamental defect. It had no wider import.

John Faulkner Co Armagh Wildlife Society said that he had sympathy for the objectives of the Federation and felt that the main reason for being a member was to obtain insurance for his own Society and for purely philosophical and environmental reasons.

Approval of the amendment was proposed by Pat Devlin, seconded by Doreen McBride, and agreed.

Article 7; amend to read

"The Annual General Meeting of the *Federation shall be held not earlier than 31 October and not later than 30 November* of each year when the Report of the Secretary, the Accounts, Balance Sheets and the Report of the Treasurer will be considered, the Chairman, Vice chairman and Treasurer elected as necessary, vacancies on the Executive Committee filled and the Auditor appointed; also any other business decided by the Executive Committee to be necessary may be transacted. *Any member may send to the Secretary notice in writing of any motion to be brought before the AGM at least 14 days before the AGM* and such notice of motion shall be notified to members at least 7 days prior to the AGM. In the absence of such notice, no business, other than the foregoing shall be considered unless with the specific approval of the Chairman."

Pat Devlin explained that there were difficulties with the existing dates of 25 May to 30 June. Most Societies had already wound up or were winding up their programmes. The current date to submit motions, 1 April, is too far from meeting, the terms of the motion have to be in the notice convening the meeting, it has to be with members 28 days before the meeting; and it excludes discussion of any business that arises after 1 April in any year.

The amendment would move the AGM date to November and allow motions to be tabled up to 14 days beforehand. AGM has to take receipt of the Accounts and moving the date to any later than November - e.g. the new year, would be too far from the accounts date and therefore not practicable. November was considered best, as most Societies will have renewed their programmes from the late summer. This would also be more practical for the business of the Federation and allow discussion of any business that arises after 1 April in any year.

John Faulkner asked if this could be held in early November rather than late November and suggested avoiding October/December period.

John Dooher asked if there were any other comments/suggestions. All agreed that the above should occur.

The amendment was proposed by Pat Devlin, seconded by Finny O'Sullivan, Bronte Society, Irish Section, and agreed.

Article 31; amend to read

“No person other than an officer retiring at the Annual General Meeting shall, unless recommended by the Executive Committee for appointment, be eligible for election as an officer at an Annual General Meeting unless a written nomination has been received by the Secretary not later than *14 days before the date fixed for the AGM*, signed by a member duly qualified to attend and vote at the meeting for which such notice is given of his or its intention to propose such person for election to the office concerned and also notice in writing signed by that person of his willingness to be elected.”

John Dooher stated that this amendment is the same as that for motions the rationale being to allow nominations being given 14 days before the AGM with circulation to members within 7 days.

The amendment was proposed by Pat Devlin, seconded by Bridgeen Rutherford, Newbuildings Historical and Archaeological Society, and agreed unanimously.

Articles 37, 38,39 and 40

Pat Devlin explained the amendments to Articles 37, 38 and 39 were linked and were about changing the voting procedure for the election of the Executive Committee

The current system was very complicated. Executive members are automatically nominated unless they expressly decline in writing not less than 5 weeks before the AGM. The major impact of this was that nomination were by default, regardless of whether the member has ever attended a meeting, and however many years it has been since his or her original nomination; over the past few years few meetings of the Executive Committee had been quorate and few new members were nominated.

Other than this group, nominations have to be signed by two “ordinary members”. However, there is

no definition of “ordinary member” in the Articles – only Societies or Individual Members can be members of the Federation. A Society can’t be an ordinary member otherwise nominations would need to be signed by two different societies; it would be absurd and impractical to require signatures from Individual members, who wouldn’t be known anyway and the implied intention is for them to be individual members of the Societies themselves. It was therefore necessary to clear up the ambiguity.

Under the proposed amendments the process would be simplified. All positions would require specific nomination, by two members of the Societies or individual members. At the AGM where the number of nominations were fewer than or matched the number of vacancies, all would be declared elected. If there are more nominations than vacancies, there would be a ballot. If there were still vacancies the Chairman could accept nominations from the floor and depending on the number of nominations, a ballot might be held.

The Executive will draw up the format and rules for ballots.

Article 37:

“Every Executive Committee member retiring at any Annual General Meeting under the terms of the preceding Articles shall, unless he shall have signified to the Executive Committee in writing not less than five weeks before the Annual General Meeting his desire not to offer himself for re-election, be deemed to be nominated for re-election.”

delete and renumber subsequent articles

The amendment was proposed by Pat Devlin, seconded by Ann Robinson, North of Ireland Family History Society, and agreed.

Article 38: Amend to read

“Nomination of candidates for election to the Executive Committee as ordinary Executive Committee members shall *be made by notice in writing signed by two officers of the Society in which they are members, or of other member Societies*. Each such notice shall be accompanied by an intimation in writing from each candidate of his willingness to be elected and such proof as the Executive Committee may require of his eligibility.

The number of nominations for election to the Executive Committee made by an ordinary member shall not exceed two.”

The amendment was proposed by Pat Devlin, seconded by Graham Mawhinney, Ballinascreen Historical Society, and agreed.

Article 39: Amend to read -

39.1 “If, after the nomination of candidates for election as ordinary Executive Committee members, there are vacancies to be filled, those nominated shall at the Annual General Meeting be declared elected to the Executive Committee as ordinary Executive Committee Members

39.2 If more candidates for election as ordinary Executive Committee Members are nominated than the number of vacancies to be filled, then an election or elections shall be conducted to fill such vacancies by voting papers as hereinafter provided.

39.3 *If fewer candidates for election as ordinary Executive Committee Members are nominated than the number of vacancies to be filled, the Chairman may accept nominations from the floor of the Annual General Meeting. Only people eligible to vote, present at the meeting and who indicate that they are willing to serve on the Executive Committee, shall be eligible for nomination. Such nominations must be moved and seconded by persons eligible to vote and present at the meeting. Where more nominations are received than required to fill the vacancies unfilled by the provisions of Article 39.1, an election by voting papers shall be conducted."*

The amendment was proposed by Pat Devlin, seconded by Ann Robinson, North of Ireland Family History Society, and agreed.

Article 40: amend to read -

"An election by voting papers for ordinary Executive Committee members shall be conducted in such form and in accordance with such instructions as the Executive Committee shall direct"

The amendment was proposed by Pat Devlin, seconded by Sean McManus, Mourne Local Studies Group and agreed.

Article 41: amend to read -

"The co-opted members of the Executive Committee shall retire on the termination of each Annual General Meeting of the Federation but shall be eligible for re-appointment at a subsequent meeting of the Executive Committee."

This replaces the present rigid requirement of *the next* meeting of the Executive Committee.

The amendment was proposed by Pat Devlin, seconded by Elizabeth Steenson, Clougher Historical Society and agreed.

Article 45: amend to read -

"The quorum necessary for the transaction of the business of the Executive Committee may be fixed by the Executive Committee and unless so fixed at any other number shall be five. A meeting of the Executive Committee at which a quorum is present shall be competent to exercise all powers and discretions for the time being exercisable by the Executive Committee, provided that no meeting for the Executive Committee or of any sub-Committee of the Executive Committee shall be competent to transact business unless the majority of Executive Committee present are ordinary members. Members of the Executive committee who miss three consecutive meetings may be asked to reconsider their position on the executive."

Pat Devlin explained that amendment of would encourage members either to attend committee meetings or resign and allow someone else to take their place.

Sean McManus, Mourne Studies Group raised the point about the requirement in the Article for the majority of the quorum to be ordinary members of the Executive Committee with the suggestion that this might be changed. Pat Devlin said that this issue had not been considered by the Executive

Committee. John Dooher suggested that this be examined by the Executive Committee and the matter reported to the next AGM.

The amendment was proposed by Pat Devlin, seconded by Una Timony, West Tyrone Historical Society and agreed.

Articles 55 and 59

Pat Devlin said that these articles were linked and were about the availability and notification of Company documents. He explained that the financial statement must be sent out to members 21 days before the AGM. With the advent of new technology e.g email and website use it is proposed to send as much information as possible via e mail and have the statement on the Federation website so that members can access and print off as required. John Dooher said that it is therefore proposed to have the 21 days shortened to 14 days before the AGM. The Companies Act allows for this type of communication thus providing more flexibility and improved accessibility and reduced costs for the Federation as the Accounts can be a hefty document which is costly to reproduce and post. Pat Devlin said that the Amended Articles would be accessible on the Federation website. Anyone requiring a paper copy should apply with normal procedure. The new Articles will be registered under the Companies Act.

Article 55: amend to read -

“A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Federation in general meeting, together with a copy of the auditor's report, shall be available to members on request not less than 14 days before the date of the meeting.”

Article 59: amend to read -

NOTICES AND DOCUMENTS

“Any notice or document required to be sent or provided to any member under these Articles may be given

- (a) electronically by means of electronic messaging or through a website*
- (b) personally, or*
- (c) by post at the address supplied to the Federation.*

Where the notice or document is sent by electronic messaging service it shall be deemed to be effected by being addressed to the messaging address supplied to the Federation by the member. Where the notice or document is given on a website service shall be deemed to be effected by providing, by electronic messaging or by post, the address of the website and the notice or document's location thereon. Where a notice or document is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice, and to have been effected in the case of a notice of a meeting at the expiration of twenty-four hours after the letter containing the same is posted, and in any other case at the time at which the letter would be delivered in the ordinary course of post.”

The amendments were proposed by Pat Devlin, seconded by Paul McCay, Bangor Historical Society

and agreed.

Sean McManus wished to congratulate the Federation Committee on instituting the changes and for the excellent job of getting the articles passed and up-to-date. John Dooher said that there was great commitment and work from the Federation Committee and sub-committees in carrying out Federation business.

THE WAY FORWARD

John Dooher asked what the Federation could do for the members. The main problem was lack of finance and it is hoped that the Federation will be in a better position after March 2008. Insurance subscriptions help to keep the Federation solvent. He also said that the committee would be willing to take two more co-options. He said that one of the subcommittees had looked at the idea of clustering for those societies in the same catchment area. This would allow for area clustering and make pooling of resources for costly speakers possible. A greater use of websites between societies would also allow for better communication channels. One of the suggestions at the last AGM was for workshops given by the PRONI. It is proposed to hold a workshop on Landed Estate Records in the Omagh area in the late spring. John asked if anyone had ideas for workshops to get in contact with the committee.

A joint conference will be held with Queens University on heritage and local history in May 2008. Mr Cathal McManus is keen to establish links with local societies. Work is also ongoing at establishing a ROI collaboration. Helen Rankin stated that the current ROI minister responsible for the Heritage council is keen to establish links.

John Dooher also advised the meeting that the Federation was in the process of restarting publication of *Due North* hopefully May/June 2008. The publication needs to be more financially viable and the Federation will look at ways of increasing sales. Pat Devlin said that a CD was available for sale with all the 23 issues of *Local History Link*, the Federation's bi-annual newsletter compiled by Doreen Corcoran between 1987 and 2000. He was also in the process of producing a CD with all the 43 issues of the Federation's former journal *Ulster Local Studies*. He ~~also~~ was looking for missing issues and if anyone had copies to get in contact with him. Roddy Hegarty said that he had received an email from New York asking for permission to scan articles such as *Due North* and the *Ulster Local Studies* issues. John Dooher said that he would put this on the agenda for the next committee meeting. John Dooher said that the Federation valued highly the co-operation with other organisations such as PRONI and Queens University. The current vision for the Federation is Pat Devlin's CD, the Federation articles, planning workshops and the joint conference with Queens University. Cathal McManus is involved in an open learning programme, which has reduced funding but provides a forum for wide information with the potential for generation within the local economy. He is also keen to work with the Federation and we are more than happy to do so. John Dooher stated that we will continue our co-operation with Cathal McManus and it is hoped to hold a conference in May.

Cathal gave an interesting talk to the members about his work and aspirations for working with the Federation.

Roddy Hegarty welcomed everyone to the Cathal O'Fiach Library and invited the members to have a look around the library and the Flight of the Earls exhibition. John Dooher thanked Roddy Hegarty for allowing the Society to use the facilities in Armagh, which has proven to be a very accessible venue for Society meetings. He went on to say that member publications were available for sale. John Dooher thanked everyone for attending and asked the members to encourage others to get involved.