

**Summary of The Constitution of the Malone Society  
adopted on the Second day of October 1993**

**B Administration**

... the Charity and its property shall be administered and managed in accordance with this constitution by the members of the Executive Committee . . .

**C Object**

The Charity's object ("the object") is to advance education in the field of English drama primarily by making accessible--to all students, scholars, public libraries, university libraries and the public at large--materials and publications for the study of early English drama through the editing, printing and publication of dramatic texts and of documents relating to the English drama before 1642.

**D [Subscription]**

(2) ... the annual subscription ... shall be payable in advance and due on each February 1st.

**E Membership**

(1) Membership of the Charity shall be open to:

- (i) individuals (over the age of 18 years) who are interested in furthering the work of the Charity and who have paid the annual subscription and
- (ii) any body corporate or unincorporated association which is interested in furthering the Charity's work (such as libraries, universities and other institutions) and has paid the annual subscription (any such body being called in this constitution a "member organisation").

(2) Every member shall have one vote.

(3) Each member organisation may appoint an individual to represent it and to vote on its behalf at meetings of the Charity; and may appoint an alternate to replace its appointed representative at any meeting of the Charity if the appointed representative is unable to attend. If a representative is not appointed, the librarian of the organisation will be deemed to be its representative.

(4) Each member organisation may notify the name of the representative appointed by it and of any alternate to the Executive Secretary. If the representative or alternate resigns from or otherwise leaves the member organisation, he or she shall forthwith cease to be the representative of the member organisation.

(5) The Executive Committee may unanimously and for good reason terminate the membership of any individual or member organisation: provided that the individual concerned or the appointed representative of the member organisation concerned (as the case may be ) shall have the right to be heard by the Executive Committee, accompanied by a friend, before a final decision is made;

(6) Members who wish to resign from the Society should express their intention of doing so in writing to the Financial Director in the UK, or, if they pay their subscription through their Area Treasurer, to him/her, before February 1st of the year in which their resignation is to take effect.

**F Honorary Officers**

At the annual general meeting of the Charity the members shall elect from amongst themselves a chairman, a general editor, an executive secretary, a financial director, and such other officers

as are deemed necessary, who shall hold office from the conclusion of that meeting.

**G Executive Committee**

The Executive Committee shall consist of not less than three members nor more than 27 members being:

(a) the honorary officers specified in the preceding clause;

(b) other members elected at the annual general meeting who shall hold office from the conclusion of that meeting, so that the total of (a) and (b) shall not exceed 27.

(3) All the members of the Executive Committee shall retire from office together at the end of the annual general meeting next after the date on which they came into office but they may be re-elected or re-appointed

**I Council**

The Council consists of the Executive Committee, and additionally up to ten non-voting members who are not trustees. Non-voting members may attend all Executive Committee meetings. Their role is advisory.

**J Council members not to be personally interested**

No member of the Executive Committee shall acquire any interest in property belonging to the Charity (otherwise than as a trustee for the Charity) or receive remuneration or be interested (otherwise than as a member of the Executive Committee) in any contract entered into by the Executive Committee.

No non-voting member of the Council shall acquire any interest in property belonging to the Charity or receive remuneration or be interested in any contract entered into by the Executive Committee.

**K Meetings and proceedings of the Executive Committee**

(1) The Executive Committee shall hold at least two ordinary meetings each year. A special meeting may be called at any time by the chairman or by any two members of the Executive Committee upon not less than 14 days' notice being given to the other members of the Executive Committee of the matters to be discussed but if the matters include an appointment of a co-opted member then not less than 21 days' notice must be given.

(3) There shall be a quorum when at least one third of the number of the members of the Executive Committee for the time being or three members of the Executive Committee, whichever is the greater, are present at a meeting.

(5) The Executive Committee shall keep minutes, in books kept for the purpose, of the proceedings at meetings of the Executive Committee and any sub-committee.

**L Receipts and expenditure**

(1) The funds of the Charity, including all donations contributions and bequests, shall be paid into an account operated by the Executive Committee in the name of the Charity at such bank as the Executive Committee shall from time to time decide.

(2) The funds belonging to the Charity shall be applied only in furthering the objects.

**M Property**

The Executive Committee shall cause all investments held by or on behalf of the charity to be held at a clearing bank, trust corporation or any stockbroking company which is a member of the International Stock Exchange (or any subsidiary of any such stockbroking company).

#### **N Accounts**

The Executive Committee shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of the Act) with regard to:

- (1) the keeping of accounting records for the Charity;
- (2) the preparation of annual statements of account for the charity;
- (3) the auditing or independent examination of the statements of accounts of the Charity;
- (4) the transmission of the statements of account of the Charity to the Commissioners.

#### **O Annual Report**

The Executive Committee shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commissioners.

#### **P Annual Return**

The Executive Committee shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Commissioners.

#### **Q Annual General Meeting**

There shall be an annual general meeting of the Charity which shall be held normally in the month of June in each year or as soon as practicable thereafter.

(2) Every annual general meeting shall be called by the Executive Committee. The secretary shall give at least 21 days' notice of the annual general meeting to all the members of the Charity. All the members of the Charity shall be entitled to attend and vote at the meeting.

(4) The Executive Committee shall present to each annual general meeting the report and accounts of the Charity for the preceding year.

(5) Nominations for election to the Executive Committee may be made (a) in writing by any member of the Charity not intending to attend the annual general meeting and must be in the hands of the secretary of the Executive Committee at least 14 days before the annual general meeting and (b) by voice by any member of the Charity attending the annual general meeting. Should nominations exceed vacancies, election shall be by vote of those attending the meeting.

#### **R Special General Meetings**

The Executive Committee may call a special general meeting of the Charity at any time. If at least ten members request such a meeting in writing stating the business to be considered the secretary shall call such a meeting. At least 21 days' notice must be given. The notice must state the business to be discussed.