

ARCHIVES FOR LONDON

BY LAWS: *a document in progress*

1. Introduction

The Memorandum and articles of association for Archives for London are intended to set out the general governance and operation of AfL, including company AGMs and the regulation and operation of the board, including the election of trustees. The Memorandum and Articles of Association permit additional regulation of the affairs of Archives for London by bylaws (Mem & AA Sec 98)

These are intended to govern subscription types and levels, the operation of the advisory council, sections, groups, ad hoc committees and the election of the three archive domain places to the board of the strategic agency for archives, libraries and museums for London.

2. Membership and subscriptions

2.1 Membership is described in the Memorandum and articles of association. (Mem and AA Sections 3-9 and 46). There are two types individual and institutional. These are set out below. Institutional votes are weighted proportionate to the type of institution and, where appropriate the number of employees.

Nature	Voting power	Subscription
Individual(Type 1 member)	1 vote	£10
Unincorporated body/ incorporated body with 1 or less employee engaged in archives or related areas (Type 2 member)	1 vote	£20
As above employing 2-5 etc (Type 3 member)	2 votes	£50

As above employing 5-10 etc (Type 4 member)	3 votes	£100
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2.2 Mem & AA Sec 101 allows applicants to define their own type of membership. Sec 102 gives the trustees the final say in any disputed case.

3. User membership will normally be expected to be limited to individuals only. However unincorporated bodies or incorporated bodies defining themselves as being principally concerned with user interests would be eligible for membership of the user section. Final determination of such applications will rest with the trustees. (Mem and AA Section102).

2.4 In the case of institutional membership, the responsible officer of the institution should submit an indication of the appropriate band for employment purposes. Local authorities should use the figures that appear in the annual returns to CIPFA. Other institutions should make a return based on staff engaged in archival, local studies or related activities, not the whole organisation's establishment. Staff or employees should be counted as one if in full time employment, or as a fraction corresponding to the percentage of time that they are employed. So employment for 18 hours per week would count as a half post.

2.5 The subscription year runs from 1 April to 31 March in the following year. Members joining before 31 December shall be deemed to have joined for the year in which their membership has commenced and shall receive relevant back copies of newsletters or other communications previously issued and still applicable. Members joining on or after 1 January shall be given the option of joining in the current year and receiving back copies of newsletters etc, or of joining for the year commencing 1 April. Members taking this option will not receive back communications for the current year, will be eligible to take part in any AfL activities, but will not be deemed to have voting rights until the year in which their membership takes effect.

3. Voting rights

3.1 General

3.2 At AfL AGMs and EGMs. (For Chair, and trustees elected by the membership as a whole and for AGM and EGM resolutions, the three domain places to the regional agency, plus confirmation of advisory council chair and elected section chairs) Mem and AA Sec 13, 65 & 66.

- 3.3 At section meetings (For any elected committee, and for the Section chair, secretary and treasurer) (Mem and AA Sec 48)
- 3.4 For the election of the three archive domain places on the ALM London Board in the event of a contested election.
- 3.5 Votes shall be exercised as follows:
 - 3.5.1 Type 1 members (including individuals): One vote in the section to which the member belongs, and one vote in general meetings.
 - 3.5.2 Type 2 members: One vote in section to which the organisation belongs and one vote in general meetings.
3. Type 3 members. One vote within each section and two votes in general meetings
4. Type 4 members. One vote within each section and three votes in general meetings.
5. Archives for London shall keep a register of members, recording type of membership and voting power for meetings of Archives for London as a whole and for section meetings.
6. Individual members and representatives of institutional members shall sign an attendance register at any meeting with an agenda requiring the approval of members present, and/or the exercise of proxy votes. Archives for London shall make a copy of the membership register accessible at all such meetings to confirm voting eligibility.

4. Procedures for company AGMS, Section AGMS, EGMs and meetings

1. The AfL AGM shall be held no later than the end of July in the year following the closure of business for the previous year, being 31 March
2. The business of the AGM shall include the elections for those places on the board, which are electable, including the Chair.
3. The business of the AGM shall also include elections for any vacant archive domain places on the board of the regional agency for London's archives, museums and libraries.
4. Nominations, proposed and seconded by company members (individuals or persons acting on behalf of institutional members as defined in the

Memorandum and Articles of Association) for electable places on the Board, must reach the Company Secretary six weeks before the date of the AGM.

- 4.1. Nomination forms for election to any vacant archive domain places on the board of the regional agency for London's archives, libraries and museums shall be issued not later than the end of February, for elections intended to be held at the AGM
5. Nominations, proposed and seconded by company members (individuals or persons acting on behalf of institutional members as defined in the Memorandum and Articles of Association) for any vacant archive domain places on the board of the regional agency for London's archives, libraries and museums, must reach the Company Secretary two months before the date of the AGM.
6. Voting for any vacant archive domain places for the regional agency for London's archives, libraries and museums shall take place at the AGM
- 4.8 Members unable to attend the AGM may vote by proxy and should notify the Company Secretary of this intention no later than two weeks before the date of the AGM
9. An EGM or AGM of Archives for London shall be deemed to be quorate if 10% of the membership or twenty members shall be in attendance.
- 4.10 Sections shall have the power to define the frequency and number of times the membership or any committee elected by the membership shall meet. However there should be a minimum of one meeting of the section in the year, to take place not later than January in each year, which must then constitute the AGM of that section.
11. Notices for a section AGM shall go out six weeks before the date of a proposed meeting
- 4.12 The business of the section AGM shall include the election of officers for the section for the ensuing year. Officers must include a Chair and must include a treasurer if the section has a delegated budget from the AfL board. Officers shall include a secretary and may include other post holders as the section sees fit.
13. Nominations for any officer post for a section must be proposed and seconded by an AfL member who is also a section member.
14. Nominations should reach the designated officer for the section, normally the secretary, two weeks before the date of the AGM.

15. In the event of more than one candidate being properly nominated and seconded for an officer position within a section, there shall be an election at the section AGM
16. Each member, whether individual or institutional, shall have one vote at section AGM. If more than one representative from an institutional member is present only one representative shall be able to vote.
17. Members unable to attend a section AGM may vote by proxy and should notify the section secretary, or other designated officer, not later than two weeks before the date of the AGM of this intention.

5. Composition of the Board

Board

5.1 The Memorandum and AA states that there shall be a maximum of 14 and a minimum of 5 Trustees

5.2 There shall be at least two members present at a board meeting for the meeting to be quorate.

5.3 In the event of the board consisting of an even number, and in the event of a tied vote, the chair shall have a casting vote.

5.4 The Board of Archives for London shall be up as follows

Chair elected by membership

1

Chairs of each of the sections

2

Eight members elected directly by whole membership

8

Three members appointed by external appointment or co-option as shall be determined by the Chair and the elected trustees

3

- 5.5 The composition of the Board of Archives for London may be adjusted in the event of the creation of additional sections. The chair of each and any section shall be a member of the Board, and the number of members directly elected by the whole membership shall be reduced by the corresponding number of new sections. So in the event of two new sections being formed, there will be four chairs serving as board members and six members elected directly by the whole membership.

6. In addition to the terms and conditions laid down in the Memorandum and Articles of Association and under charity law, Board members will be subject to a code of conduct.

6. Operation of sections

1. The number of sections making up Archives for London shall be determined by the Board, but should make provision for the nature of the members, who will come from archivists, conservators, community archives, local history librarians records managers, information managers , users of archives and local studies collections.
2. However there shall be a minimum of two sections one broadly comprising practitioners and one of users.
3. Under s100 of the Archives for London memorandum and articles of association any section numbering more than ten members must be represented by a committee elected by the membership.
4. Under s114 of Archives for London memorandum and articles of association a section may choose to have a delegated budget.
5. If any section chooses to have a delegated budget that section must:
 - 5.1. elect a treasurer who is responsible to the Treasurer for Archives for London for the management of that budget and who complies with any instructions and guidance relating to financial management issued by the Treasurer for Archives for London.
 - 6.5.2 make a business case to be submitted to the Finance and Business planning Group not later than three calendar months before the start of the financial year to which the expenditure outlined in the business case would take place;
3. keep and submit an account of expenditure and income to the Board of Archives for London quarterly or more frequently if requested to do so;
4. either submit requests for payment and invoices received to the Archives for London treasurer or establish a separate account at the same bank used by Archives for London, but if the second option is selected by agreement with the AfL board then the Treasurer of Archives for London shall be the obligatory second signatory on all cheques exceeding £200. In either case no expenditure of any kind totalling more than £200 shall be undertaken without the prior knowledge and consent of the Treasurer for Archives for London.
2. Section committees shall choose their frequency of meetings but should meet at least three times a year.

6.7 Section committees shall consist of up to fifteen members

6.8 Section committees shall have the power to co-opt members during the year to the maximum of four, filling any vacancies on the section committee until the time of the next section AGM.

7. Operation and role of the Advisory Council

1. The terms, maximum size and general functions of the Advisory Council are laid out in clauses 106-110 of the Articles of Association of Archives for London.
2. The role of the Advisory Council is to consider the issues affecting archives, records management and conservation in London and to advise and inform the wider organisation on such issues.
3. Membership of the Advisory Council may be drawn from individuals, groups or institutions who are concerned with the care, custody and use of archives as defined in the Articles of Association, whether for the London area nationally.
4. Advisory Council members shall contribute reports from their respective organisations or bodies with whom they are associated, of relevance to Archives for London.
5. There shall be a minimum of one meeting of the Advisory Council per year. The Council or any number of them may also meet in public as a panel to lead discussion on topical issues.
6. The deliberations of the Advisory Council and any reports the Council as a whole shall generate shall be disseminated to the membership of Archives for London.

1. AfL Teams

8.1 To ensure the efficient functioning of Archives for London, some activities will be conducted by specialist teams. These teams, established by the Board, can be composed of members of AfL and also include representatives of appropriate external bodies. The convener of an AfL team should normally be a Board member, but if this is not the case, then the convener's appointment should have been approved by the Board, and the convener be required to attend Board meetings to report on the team activities as required. Group members should also include representation from the professional and user sections.

2. The following teams have been approved at the creation of AfL

2.1. Communications

The remit of the Communications team is to manage the newsletter, the website and publicity. Details of any expenditure and any projections of income in connection with any activities and undertakings organised by the team should be submitted to the Treasurer of Archives for London. Any expenditure or income in excess of £200 will be subject to approval by the Board.

8.2.2 Training meetings and visits

The remit of the Training, meetings and visits group is to organize the monthly seminars, visits to record offices and other places of interest and to produce an annual conference. Details of any expenditure and any projections of income in connection with any activities and undertakings organised by the team should be submitted to the Treasurer of Archives for London. Any expenditure or income in excess of £200 will be subject to approval by the Board. The membership should include representation from the practitioner and user sections and can also include representatives of appropriate external bodies

Finance and business planning

8.2.3 The purpose of the Finance and business planning group is to support the work of the Treasurer, and comprises the Chair of Archives for London, the treasurer and any honorary officers responsible for delegated budgets. It is chaired by the treasurer. It should meet at least once a year.

8.2.4 The responsibilities of the group include the preparation and costing of a business plan and budget for approval by the Board; the review of delegated budgets for final approval by the Board; the drafting of guidance for the use of Board members and other officers; and ensuring compliance with the Memorandum and Articles of Association, the preparation of accounts and the submission of those accounts to Companies House.

9. Groups and affiliated bodies

1. Archives for London may set up special groups from time to time. Such groups will be given an initial remit, to be ratified by the Board and either given a set period of time to complete a task or an indefinite remit, subject to ratification at

an AGM.

9.2 Archives for London may also approve the affiliation of existing groups. In such cases initial approval will be by the Board, to be ratified at the next AGM.

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