

The West Africa Study Circle

Constitution

Version adopted by Annual General Meeting on 2 November 2024

The West Africa Study Circle

This Constitution was adopted by the General Meeting of 2 November 2024 and replaces all previous versions.

1. Name

The organisation shall be called The West Africa Study Circle (WASC).

2. Objectives

The objectives and aims of the Circle shall be:

- a. the promotion of the study, collecting and conservation of the postage stamps and postal history of West Africa and the South Atlantic Islands of Ascension, St Helena, and Tristan da Cunha (and including the British Postal Agencies in Madeira, Tenerife, St. Vincent and Fernando Po), and such other related studies as may from time to time be determined by the Circle in General Meeting;
- b. the diffusion of the findings of such study, collecting and conservation (by Cameo, study papers, bulletins, displays, books, talks, electronic media etc.).
- c. to facilitate the acquisition and disposal by members of philatelic material by holding auctions, bourses, and exchange sessions.

3. Membership

Any prospective member must apply in writing to the Membership Secretary by completing and signing the Membership Application Form. The application will only become final on receipt of the current subscription fee and after acceptance by the Membership Secretary.

The Membership Secretary will consider the application and may, if necessary, refer it to the WASC Management Committee to decide whether or not to accept the application. The Management Committee shall not be under any obligation to disclose the reasons for its decision.

Admission to membership and the renewal of membership shall be deemed to signify complete acceptance by the member of the current Constitution and Rules of the Circle and his or her agreement unreservedly to abide by it.

Annual subscriptions, payable in advance, shall become due on January 1 each year. Where a subscription is three months in arrears, membership shall be deemed to have lapsed. Membership may be reinstated at the discretion of the Management Committee, by payment of the annual subscription.

Any member, by resolution at an Annual General Meeting, may be elected an honorary life member and no prior notice of such a resolution shall be required.

Societies and study groups with related interests may apply for Associate Membership on such terms as may be determined by the Management Committee.

A member may resign at any time by written notification to the Secretary but no refund of subscription shall be due.

The Management Committee shall have power to terminate membership without refund and shall not be under any obligation to disclose the reasons for its decision. In such an event termination of membership shall be deemed to become effective one calendar month after written notification shall have been sent by recorded delivery within the United Kingdom or airmail outside the United Kingdom to the last known address of the member concerned.

4. Management

Management shall be vested in a Management Committee comprising, by virtue of their office, all the office-holders with the exception of the Examiner of Accounts and Bookseller.

Office holders shall be elected by the members in General Meeting and shall be subject to re-election every second year at the appropriate Annual General Meeting. The office holders shall include:

- President - elected for one term of office only
- Vice President - elected for one term of office only
- Immediate Past President - for a period of two years only
- Secretary
- Treasurer
- Cameo Editor(s)
- Website Manager(s)
- Archivist
- Bookseller
- Publications Secretary
- Auctioneer
- Membership Secretary
- Publicity Manager
- Zoom Meetings Co-ordinator
- Representative in North America
- Representative in Nigeria
- Examiner of Accounts

Subject to confirmation by a General Meeting, the Management Committee may appoint to vacant officer positions, and may create additional or delete existing offices from time to time. A member may hold more than one office simultaneously.

In addition, members may be co-opted by the Management Committee to undertake specific tasks. Co-opted members shall serve on the Management Committee for specific periods of up to two years.

A quorum of the Management Committee shall comprise not less than five members at least two of whom shall be the President, Secretary, Vice President, or any Past President.

The Management Committee shall meet as often as deemed necessary to deal with matters arising and at least two times per annum. Meetings may be conducted in person or via on-line conference.

At all Management Committee Meetings the President shall be the Chairman. In the President's absence the Vice-President shall preside, or in the absence of the Vice-President the members present shall elect a Past President as Chairman or in the absence of such a person any member of the Management Committee shall be eligible.

The Management Committee may set up sub-committees for any purpose (e.g. Membership, Publications, Commemorations etc.). At least one member of any such sub-committee shall be a current office-holder of the Circle.

Where a matter cannot be resolved by discussion and consensus, a vote may be taken amongst all present with each person having one vote and in the event of the votes being even the Chairman having the casting vote.

The Management Committee shall have power to affiliate the Circle to other Philatelic bodies.

The Management Committee may from time to time determine Rules which shall be in accordance with the provisions of this Constitution, published and which are binding on WASC Members.

Editors for each study, collection and conservation area shall be appointed as desirable from within the membership of the Circle.

5. General Meetings

A General Meeting of members shall be held in every calendar year. Such meetings shall be known as Annual General Meetings.

An Extraordinary General Meeting of members may be called at any time either by the President, or by any five members of the Management Committee acting together, or by any 20 members acting together, who shall send to the Secretary a signed request for such a meeting. Whereupon the Secretary shall within one calendar month of the receipt of such request issue a notice convening such a meeting and such notice shall contain the nature of the business proposed.

General Meetings will be held in person when possible. Members may attend, and contribute to discussion via electronic conference (technology permitting).

Notice of all General Meetings, including Agenda, shall be dispatched to all members either in the Circle's Newsletter or by separate notice, at least 28 days prior to the date of that Meeting. Notice may be sent by electronic means to members for whom the Circle has an email address.

At all General Meetings the President shall be the Chairman. In the President's absence the Vice-President shall preside, or in the absence of the Vice-President the members present shall elect a Past President as Chairman, or in the absence of such a person any member of the Management Committee shall be eligible.

Ten members present, whether in person or via electronic conference, at any General Meeting in addition to the Chairman of the meeting shall constitute a quorum. In the absence of a quorum a General Meeting shall stand adjourned and the Management Committee shall cause a second notice to be issued with the same requirements as the first. At the resulting General Meeting those members present shall be entitled to transact the business of the General Meeting.

6. General Meeting Business

Ordinary Business at an Annual General Meeting will include: election of officers when necessary; adoption of audited accounts; submission of reports by officers and from others as may be appropriate; and the conduct of any other business of the Circle which is not Special Business.

The following shall constitute Special Business at any General Meeting:

- a. Alteration of the Constitution of the Circle.
- b. Dissolution of the Circle.
- c. Any other matter which the Management Committee may in the notice convening the meeting state to be regarded as Special Business.

Every member present at a General Meeting, either in person or who, having registered with the Secretary at least 24 hours before the start of the meeting, is participating via electronic conference, shall be entitled to one vote but in the event of there being an equality of votes the Chairman of the meeting shall have the casting vote.

The Management Committee may, at its discretion, allow absent members to vote by proxy on any item of business at a General Meeting excepting those raised under 'Any Other Business'. The published Agenda will warn of any proposal for which proxy voting has not been allowed by the Management Committee.

If proxy voting is enabled members should communicate their votes to the Secretary to reach him or her at least 24 hours before the start of the meeting. Members may either cast their own vote or authorize the Chairman to vote for them as he or she sees fit.

With the exception of Special Business, all business at General Meetings shall be capable of being resolved by a simple majority of those voting. In the event of a vote being taken on a matter comprising Special Business, a majority of three-quarters of those voting shall be necessary for the proposal to be passed.

7. Accounts and Funds

The Treasurer shall prepare an income and expenditure account together with a Balance sheet, for the year ending 31st December, which shall be examined by the Circle's Examiner of Accounts, and, after signature by the Treasurer and Examiner, be submitted for adoption at the next Annual General Meeting.

In the event of the dissolution of the Circle by resolution of the members, the Management Committee shall distribute any residual funds after the payment of all debts and obligations of the Circle, to one or more other Philatelic Societies or registered charities as the meeting may direct.

8. Copyright

All rights are reserved in any article, study, bulletin, journal, monograph, book, electronic file, or similar item published under the auspices of the Circle. No part of such a publication may be reproduced or transmitted in any form or by any means without the written permission of the copyright holder; application for this should be addressed to the Secretary of the Circle.

Permission may be given on behalf of the Management Committee jointly by the President and Secretary and such permission shall not unreasonably be withheld. If a member considers such permission to have been withheld unreasonably, that member shall have the right of recourse to a General Meeting of members. However, if a publication is the exclusive work of a single author, that person will not be required to seek the Circle's permission to use it elsewhere.

9. Constitution

A copy of the current Constitution shall be posted on the Society's website, and shall be sent by the Secretary to any member on request. The interpretation of the Constitution shall be that decided by the Management Committee.