

Saint Lucia National Trust Rules

SAINT LUCIA

STATUTORY INSTRUMENTS, 1984, NO.27

[2nd June 1984]

PART 1

PRELIMINARY

1. **Short Title.** These Rules may be cited as the Saint Lucia National Trust Rules, 1984.
2. **Interpretation.** In these Rules:-
 - ‘The Act’ means the Saint Lucia National Trust Act, 1975(No 16 of 1975)
 - ‘The Council’ means the Council of the Trust established by the Act.
 - ‘Trust’ means the Saint Lucia National Trust established by the Act.
 - ‘Minister’ means Minister responsible for the subject of the National Trust.
 - ‘person’ includes body of persons.
3. **Objects.** The objects of the Trust are as outlined in section 4 of the Act.

PART 11

MEMBERSHIP

4. **Members.** Any person who is interested in the aims and objects of the Trust is eligible to be a member of the Trust.
5. **Constitution.** The Trust shall consist of ordinary, associate, nominated, honorary and life members.
6. **Admission of Ordinary and Associate Members. –**
 - (1) Admission of ordinary and associate members shall be by election.
 - (2) A candidate shall sign a form of application for Membership giving all particulars required by the Trust and shall be bound by the Rules and by-laws of the Trust if elected.
 - (3) A candidate who receives the votes of the majority of the members of Council shall be elected for membership.

7. **Proposal of Candidate. -**

(1) Every candidate for admission as an ordinary or associate member shall be proposed by one member and seconded by another member and the proposers shall each vouch, from their personal knowledge, for the fitness of the candidate to be elected as a member of the Council.

(2) Proposal made under paragraph (1) must be on forms provided by the trust and must be signed by the proposer and seconder.

8. **Substitution of Proposer or Seconder. -** A proposer may withdraw his proposal at anytime before a candidate is elected. If a proposer or seconder has withdrawn his proposal or ceased to be a member before the election, another member may sign the proposal form as a proposer or seconder.

9. **Notice of member elected.-**

(1) The name of every candidate who has been duly elected by the Council shall be communicated to the Secretary of the Trust.

(2) On receipt of the name of the candidate the secretary of the Trust shall inform the candidate that he has been elected and shall send the candidate a copy of these Rules with a request to remit to the banker of the Trust within one month of the date of that request the amount of his first subscription.

(3) Upon payment of the first subscription the candidate shall become a member of the Trust and shall be entitled to all the benefits and privileges of membership and be bound by these Rules.

10. **Delay in taking up Membership. -** If the subscription is not paid within the period stated in rule 9 (2) the candidate shall cease to be a member of the Trust unless he satisfies the Council that the delay in payment was due to his absence from Saint Lucia or other sufficient cause acceptable to the Council.

11. **Subscription. -** The annual subscription shall be such as the Council may from time to time determine. The Council may determine annual subscription of varying ratio for different categories of membership and may waive the whole or part of the annual subscription payable by any member.

12. **Date of Subscription is due. -** All annual subscription shall ordinarily be payable on the 1st day of January in each year.

13. **Payment of Subscription. -** All subscription shall be paid to the Trust. Cheques shall be made payable to 'the Saint Lucia National Trust' and crossed 'A/c Payee'.

14. **Members in Arrears :-**

(1) If any member fails to pay his annual subscription on or before the 1st day February next after is due notice may be sent to him calling his attention thereto and if the subscription is not paid on or before the 1st day of March following the defaulter shall cease to be a member of the Trust.

(2) The Council may at any time in their discretion restore membership to the defaulter upon payment of all arrears of subscription.

15. **Nominated Members.** The Trust shall appoint as members two persons nominated by the Minister and two persons nominated by Saint Lucia Archaeological and Historical Society.

16. **Life Members.**

(1) An ordinary or associate member may at any time after the payment of the first annual subscription compounded by the payment for all future subscriptions, become a life member.

(2) A life member is entitled to the privileges of membership for life unless –

(a) he ceases to be a member under Rule 18 or Rule 19; or

(b) he is expelled under Rule 20

(3) The Council may from time to time compound the fee to be payable by a member under paragraph (1).

(4) The Council may fix a limit to the number of life members to the Trust.

17. **Honorary Members –**

(1) Notwithstanding the election of ordinary and associate members, on the recommendation of Council, honorary members may be elected at any general meeting of the Trust.

(2) A two-thirds majority of members of the Trust present and voting shall be necessary for election of honorary members

(3) Honorary members may be elected for life or for such period as members may determine.

(4) an honorary member is entitled to all the privileges of membership but an honorary member is not entitled to vote at meetings or to be a member on Council.

18. **Resignation of Members.** Any member may resign by giving to the Secretary notice in writing to that effect. Every notice shall unless otherwise expressed, be deemed to take effect as of the 1st day of January next following the receipt thereof.

19. **Members Adjudged Bankrupt.** If any member is convicted on indictment of any criminal offence, or is adjudged bankrupt or enters into liquidation, or makes a composition or arrangement with his creditors he shall cease to be a member of the Trust but the Council may, in its discretion reinstate that member.

20. Expulsion of Members.

(1) If at any time the Council is of the opinion that the interest of the Trust require it, the Council may by letter invite any member to withdraw from the Trust within a time specified in that letter.

(2) Where a member fails to withdraw from the Trust after being requested to do so, the Council shall submit the question of his expulsion to an extraordinary general meeting to be held within six weeks after the date of the letter referred to in paragraph (1).

(3) The Council shall give members not less than two weeks' notice of this extraordinary general meeting and the Secretary shall inform the defaulting member of the time and place of the meeting and of the nature of the complaints against him, so as to afford him a proper opportunity to provide an explanation.

(4) The member shall be allowed to offer an explanation of his conduct verbally or in writing at the meeting and if upon hearing his explanation two thirds of the members present vote for his expulsion he shall thereupon cease to be a member of the Trust.

PART 111

GENERAL MEETINGS

21. Annual General Meetings.

(1) The Trust shall in each year hold a general meeting as its annual general meeting in addition to any other meeting in that year and shall specify the meeting as such in the notices calling it.

(2) Not more that fourteen months shall elapse between the date of one annual general meeting of the trust and that of the next.

(3) The annual general meeting shall be held at such time and place as Council shall appoint.

22. Extraordinary General Meetings. All general meeting other than annual general meeting shall be called extraordinary general meetings.

23. Convening Extraordinary General Meetings.-

(1) The Council may, whenever it thinks fit, and shall, on a requisition made in writing by not less than five members, convene an extraordinary general meeting.

(2) Any requisition made by members shall state the object of the proposed meeting and shall be signed by the requisitionists and deposited with the Secretary of the Council.

(3) On receipt of the requisition the Council shall forthwith proceed to convene an extraordinary general meeting; if the Council fails to convene a meeting within twenty – one days from the date of the deposit of the requisition, the requisitionists, or a majority in number of the requisitionists, may themselves convene a meeting.

24. **Non- Receipt of Notice.** The omission to give notice of any meeting to any member or the non-receipt of such notice by any member shall not invalidate the proceedings of that meeting.

25. **Proceeding at General Meetings.** The annual general shall consider the following:

- (1) The Accounts
- (2) The Balance Sheet
- (3) The Ordinary Reports of the Chairman, Secretary or Auditor
- (4) The election of officers and members of Council.
- (5) The appointment and fixing of the remuneration of the Auditor.

26. **Quorum:**

- (1) Ten members shall form a quorum.
- (2) Save as herein otherwise provided no business shall be transacted at a general meeting unless a quorum of members is present at the time when the meeting proceeds to business.
- (3) If within half an hour from the time appointed for any meeting a quorum of members is not present, the meeting shall stand adjourned.
- (4) If the meeting has been convened on the requisition of members it shall stand adjourned to the same time and place seven days afterwards.
- (5) If at the adjourned requisitioned meeting a quorum of members is no present within half an hour of the appointed time of the meeting. the requisitioned meeting shall be deemed to have been abandoned.

27. **Chairman.** The Chairman shall preside at every general meeting of the Trust and in the absence of the Chairman the Vice Chairman shall preside.

28. **Emergency Chairman:**

- (1) In the absence of the Chairman and the Vice Chairman or if the Chairman or the Vice Chairman are not present within fifteen minutes of the time fixed for the meeting, the members present shall choose some one of their number who is a member of Council, to be Chairman of the meeting.
- (2) If no member of the Council is present, the members shall choose any one of their number to be Chairman of the meeting

29. **No New Business at Adjourned Meeting.** The Chairman may, with the consent of the members present adjourn the meeting from time to time, but no business may be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

30. **Resolutions.** At any general meeting, unless a poll is demanded by the Chairman or by at least one-third of the member present, a declaration by the Chairman that a resolution has

or has not been carried and an entry to that effect in the book of proceedings of the Trust shall be conclusive evidence that the resolution has or has not been carried out.

31. **Poll.** If a poll is demanded in the manner referred to in rule 30 that poll shall be taken in such manner as the chairman directs, and the result of the poll shall be deemed to be the decision of the meeting at which the poll was demanded.

32. Voting;

(1) Every member of the Trust shall be entitled to attend general meetings of the Trust but only ordinary, associate and life members shall have the right to vote.

(2) Honorary members shall not have the right to vote. Only financial members shall be entitled to vote at any meetings of the Trust.

(3) Every member of the Trust entitled to vote shall have one vote, except that, in case of equality of votes, the Chairman shall have a second or casting vote.

PART IV

THE COUNCIL

33. Composition of Council

(1) The Council shall consist of eleven members appointed as follows:

- (a) two persons nominated by the Minister;
- (b) two persons nominated by the Archaeological & Historical Society; and
- (c) seven members elected by the ordinary members of the Trust.

(2) The management of the Trust between annual general meetings shall be vested in the Council.

34. **Officers.** The Officers of the Council shall consist of a chairman, a vice chairman, and a secretary, all of whom shall be elected by the members of Council.

35. **Retirement of Members of Council.** At every annual general meeting of the Trust the members of the Council who are either ordinary or associate members shall retire. The retiring members shall be eligible for re- election at the same or any other general meeting of the Trust.

36. **Casual Vacancies.** All casual vacancies arising amongst the elected members of the Council shall be filled by the Council. Any member of the Council so appointed shall retire at the annual general meeting but shall be eligible for election as a member of the council at the annual general meeting.

37. **Retirement of Members of Council.** The office of the member of the Council shall become vacant:

- (a) if he ceases to be a member of the Trust under rules 19 or 20;

- (b) if he is absent for three consecutive meetings of the Council without reasonable excuse;
- (c) if he gives council one calendar's month notice in writing that he resigns his office;
- (d) if he is removed by an extraordinary resolution passed at a general meeting of the Trust.

PART V

PROCEEDINGS OF THE COUNCIL

38. **Meetings of Council.** The Council shall meet at such times as may be necessary for the transaction of business and such meetings shall be held at such place and time and on such days as the Council may determine.
39. **Special Meetings.** The Secretary shall call a special meeting within seven days of a requisition for that purpose addressed to him by the Chairman or any three members to consider the matters contained in such requisition.
40. **Quorum.** Five members shall form a quorum provided that any member is disqualified from taking part in any deliberation or discussion of the Council with respect to any matter, he shall be disregarded for the purpose of constituting a quorum for deliberating on or deciding that matter.
41. **Lack of Quorum:**
- (1) If within half an hour from the time appointed for the meeting a quorum of members is not present, the meeting shall stand adjourned to the same day in the following week at the same time and place.
 - (2) If at the adjourned meeting a quorum of members is not present within half an hour of the time appointed for the meeting, the members present shall, for the purpose constitute a quorum.
42. **Votes:-**
- (1) The decision of the Council on any question shall be determined by the vote of the majority of the members at the meeting of the Council.
 - (2) In any case when the votes of the members present are equally divided, the Chairman presiding at the meetings shall have a second or casting vote.
43. **Minutes.** Minutes of the proceedings of each meeting of Council shall be confirmed as soon as practicable thereafter by the person presiding at a subsequent meeting.
44. **Co-opting.** The Council may co-opt any one or more persons to attend any particular meeting of the Council for the purpose of assisting or advising the Council, but no such co-opted person shall have any right to vote.

45. **Procedure.** Subject to the above provisions, the Council shall have power to regulate its own proceedings.

PART VI

STAFF

46. Appointment of Director.

(1) The Council shall subject to the approval of the Minister and upon such terms and conditions as it may determine, appoint a Director.

(2) The Director shall be the chief executive officer of the Council and shall exercise all the functions entrusted to him by the Council and shall be present at all meetings of the Council unless he has obtained leave of absence from attending the meetings.

47. **Absence of Director.** In the absence of the Director, The Council may with the approval of the Minister by instrument in writing appoint any person to act as Director during the period of absence upon such terms and conditions as it may determine. The person so appointed may exercise all the powers and all duties exercisable or to be performed by the Director or such powers and duties may be specified in such instrument.

48. Officers:

(1) The Council may appoint and employ at such remuneration and on such terms and conditions as it thinks fit such officers and servants as it deems necessary for the proper carrying out of its functions

(2) The persons appointed under paragraph (1) shall perform such duties as may be assigned to them by the Director.

The Council may delegate to the Director, the authority to appoint or dismiss any person employed under this rule.

JULIAN R. HUNTE
Chairman of the National Trust

Confirmed by Cabinet under section 9 of the National Trust Act, 1975(No. 16 of 1975)

VICTOR GIRARD
Secretary to the Cabinet