



RULES AND REGULATIONS OF THE ST. CHRISTOPHER NATIONAL TRUST

**ADOPTED ON
AUGUST 10TH 2017**



STCHRISTOPHERNATIONALTRUSTANDNATIONALMUSEUM



SCNATIONALTRUST



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SECTION ONE – LEGAL AUTHORITY

1. St. Christopher National Trust Act

An Act, which may be cited as the Saint Christopher National Trust Act 2009, is to provide for the establishment of a National Trust for the purpose of administering and preserving sites, buildings and objects of historical, archaeological, architectural, environmental and artistic importance to the Island of Saint Christopher; and to provide for related or incidental matters. The National Trust shall be a body corporate with perpetual succession and a common seal and may, in its corporate name, sue and be sued, purchase, hold and dispose of land and any estate or interest therein and all other property both real and personal of whatsoever kind and wheresoever situate for the purposes of this Act, and may exercise all powers and functions whatsoever of an incorporated body subject at all times and in all things to the rules of the National Trust for the time being in force.

2. Definitions:

“The Act” refers to the St. Christopher National Trust Act 2009

“Trust” means the St. Christopher National Trust

“Minister” means the Minister responsible for Sustainable Development

“Board” means the management body of the Trust established under section 10 of the Act

“Trust Property” means all land and water including estuaries, fore-shores, ponds, rivers, streams and other land covered by water, and buildings held by the National Trust for the benefit of the Nation

3. Objects of the Trust as cited in the Act

- i. engage in the protection, preservation, restoration of and interpretation of buildings, objects and monuments of archaeological, historical, architectural or artistic interest on the island of Saint Christopher;
- ii. promote the protection, conservation, interpretation and enhancement of the natural environment of Saint Christopher, including its animal and plant life, its submarine and subterranean areas and other places or natural and historical interest and beauty;
- iii. assist in the preservation of traditional arts, craft, dance, song, language and other forms of expression;
- iv. assist in the identification, compilation and preservation of manuscripts and photographic records, books and works of art and other forms of identifiable memorabilia for the benefit and enjoyment of the people of the community;
- v. promote the heritage of Saint Christopher through the production of written, audio-visual, electronic or other appropriate material;
- vi. foster co-operation with persons, associations and other entities having similar objects;



- vii. provide a forum for the exchange of ideas, information and knowledge;
- viii. acquire property for the furtherance of the aims and objects of the Trust;
- ix. present and interpret the cultural heritage of Saint Christopher by means of museum displays and exhibitions and other relevant productions;
- x. attract funds by means of subscriptions, donations, bequests, grants, technical assistance and other means for the execution of any or all of the objects of the Trust;
- xi. encourage the vesting of property in the Trust for the purpose of furthering the objects of the trust;
- xii. administer property vested in the Trust in furtherance and achievement of the objects of the Trust

4. Powers of the Trust

The Trust shall have powers which are consistent with the objects for which it is constituted but those powers shall only be exercisable on the condition that the Trust shall not, without the prior approval of the Cabinet, sell, demise, convey, mortgage, exchange or otherwise dispose of any land, interest in land or other property that is vested in it by the Crown.

SECTION TWO - MEMBERSHIP

1. Members:

The members of the National Trust shall be such individuals, organizations, institutions and corporations as may be accepted from time to time in accordance with procedures established by the Board. Members may belong to any one of the following categories for which specific fees will be charged:

- a. Adult Member (Open to individuals over the age of 18 years)
- b. Corporate Member (Open to organisations, institutions, corporations)
- c. Junior Member (Open to individuals up to the age of 18 years)

The Board reserves the right to create specific membership and other categories as may be necessary from time to time.

2. Dues

Each member shall pay such annual dues as may be from time to time fixed by the Board for each category of membership.

3. Date Membership Fees are due

All annual membership fees shall ordinarily be payable on the 1st day of January in each year. Subscriptions paid after this day will be valid but will run for the calendar year. The Board can take the decision to waive the subscription in justifiable cases, or reduce the subscription after the July in any calendar year.



4. Members in Arrears

- a. If any member fails to pay his annual membership fee on or before the last day of February, 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.
- b. The Board may at any time in their discretion restore membership to the defaulter upon payment of all arrears of subscription.

5. Voting

Each member shall be entitled to one vote on each matter submitted to a vote of the members.

6. Termination of Membership

The Board may request the resignation, or terminate the membership of, any member, whether an individual, organization, institution, or corporation, for any act or mission which is deemed by the Board to be inconsistent with the accomplishment of the purposes and objectives of the National Trust or which it deems would interfere with the accomplishment of said purposes and objectives.

7. Honorary Members

Notwithstanding the election of members, on the recommendation of the Board, Honorary Members may be elected at any general meeting of the Trust.

- a. A two-thirds majority of members of the Trust present and voting shall be necessary for election of honorary members.
- b. Honorary members may be elected for life or for such period as members may determine.
- c. 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 the Board.

SECTION THREE - THE BOARD OF DIRECTORS

1. Composition of the Board

- a. President, who shall serve for a term of three (3) years but who shall not serve in the same capacity for more than two consecutive terms;
- b. Vice-President, Honorary Treasurer and Honorary Secretary each of whom shall serve for a term of one (1) year but shall not serve in the same capacity for more than three consecutive terms;
- c. A representative appointed by each of the following ministries responsible for:

- i. Culture;
 - ii. Environment;
 - iii. Tourism; and
 - iv. Education.
- d. a representative of the Brimstone Hill Fortress National Park Society;
 - e. a representative of the St Kitts-Nevis Chamber of Industry and Commerce;
 - f. two member representatives to be appointed annually by the Executive from among the general membership of the Trust
 - g. The immediate Past President for a period of one term of 3 years
 - h. The Executive Director who shall be an ex-officio member.

The members referred to in clauses (c) to (e) above shall be appointed for a term of two (2) years and shall be eligible for reappointment for one consecutive term.

- i. No member of the Board of Directors shall be entitled to receive compensation for serving as a member of the Board of Directors except on occasion for certain expenses directly related to the mission and purposes of the organisation as may be approved by the Board of Directors.
- j. Terms of service on the Board of Directors shall begin immediately following the annual general meeting of the organisation.

2. Duties of officers of the Board of Directors

- a. President** – The President shall preside at all meetings of the Board of Directors, appoint committee members, exercise general oversight of corporate business and perform such other duties as may from time to time be assigned by the Board of Directors. The President, or a designee, may serve as an ex-officio member of those standing and special committees established by the Board. By invitation of the Board, the immediate past Board President may serve as a voting member on the Board of Directors for a period of one term.
- b. Vice President** – Upon disability or absence of the President, the Vice President shall perform the duties of the Board President and such other duties as may be assigned by the Board of Directors. The Vice President organizes the corporation's Annual Meeting and may serve as an ex-officio member of all committees.
- c. Honorary Secretary** – The Honorary Secretary shall record the minutes of all meetings of the Board of Directors, maintain records of committee meetings, provide for the safe keeping of all official contracts and records of the Trust, and publish notices of scheduled meetings as required in these Rules and Regulations.
- d. Honorary Treasurer** – The Honorary Treasurer shall be responsible for accurate accounting of income and expenditures, and shall present a written financial report to the Board of Directors every quarter. The Honorary Treasurer shall ensure proper financial records are maintained using acceptable accounting practices and shall perform those other duties inherent to the office of Honorary Treasurer.



3. Resignation of Board Member(s)

An elected member may resign by giving to the Honorary Secretary notice in writing to that effect.

4. Vacancies on the Board

Vacancies arising among the offices through death, resignation or any other cause may be filled by a vote among the members of the Board.

5. Board Meetings

- a. The Board shall meet at such times and places as the President shall determine, but no fewer than six times per year.
- b. The Honorary Secretary shall give no less than five days' notice to each Board Member which shall include an agenda for the meeting.
- c. A quorum shall consist of not less than six members of which three must be elected members
- d. Six or more Board Members may request in writing a meeting of the Board, setting out the business to be discussed at said meeting. The Honorary Secretary shall summon a meeting within seven days of receipt of such a request.
- e. In the absence of the President, the Vice-President shall act as Chair. In the absence of both the President and the Vice-President, the Board Members present at the meeting may appoint any Member of the Board to act as Chair of that meeting only.
- f. Minutes shall be kept for each meeting, including all resolutions proposed and voted upon at each meeting.
- g. Each set of minutes shall be reviewed by the Members of the Board at a subsequent meeting, and when approved and signed by the President and Honorary Secretary, shall constitute proof of action taken at the meeting.
- h. In the deliberations of the Board, the President or a member of the Board acting in that capacity shall have a casting vote as well as an original vote.
- i. Members of the Board are not to be absent from 3 consecutive meetings of the Board without an acceptable excuse.

SECTION FOUR – GENERAL MEETINGS

1. Special Meetings

- a. The President may call a special general meeting whenever it is deemed desirable so to do.
- b. A special general meeting shall be called when twelve (12) or more members of the Trust sign a petition calling for such a general meeting and setting out the business to be discussed. The President shall, within fourteen (14) days of receiving such a petition, call a general meeting of the Trust.



- c. The Honorary Secretary shall give not less than seven (7) days notice in writing to members of the date, time and place of the special general meeting and shall circulate the Agenda together with the notice.
- d. The President shall be the Chair of all general meetings of the Trust and in his absence the Vice President shall have full power to control the conduct of the meeting.

2. Annual General Meetings

- a. The Annual General Meeting shall be held every year on a date to be fixed by the Board but not later than the last day of the month of October in any year.
- b. In addition to any other business to be conducted at an Annual General Meeting, the President shall submit a president report. The Honorary Treasurer shall also present an audited Financial Statement of the Trust.
- c. Elections for officers shall take place under the chairmanship of the Executive Director, or in his/her absence, a member of the Nominations Committee in accordance with Section Three, 1.0 of these Rules and Regulations

3. Quorum

- a. A quorum shall consist of no fewer than 12 paid up members.
- b. Upon action by the President, a quorum for the conduct of business shall be declared at each official meeting.
- c. A simple majority of those voting members present shall suffice for action on any motion presented, unless otherwise stipulated in these Rules and Regulations

4. Procedures for conduct of Meetings

- a. Adjournment
 - i. The President may adjourn a Meeting to later the same day or to a future fixed day and time, and shall do so if directed by the Meeting. The President shall also decide whether it is appropriate to adjourn the Meeting if a quorum is not present.
 - ii. No business shall be transacted at an adjourned Meeting other than business left unfinished at the Meeting which was adjourned.
 - iii. If a Meeting is adjourned for less than seven days, no notice need be given of the adjourned Meeting, or of the business to be transacted at the adjourned Meeting.
 - iv. If a Meeting is adjourned for seven days or more, notice of the adjourned Meeting, and of the business to be transacted at the adjourned Meeting, shall be given to all Members.
- b. Order of business at Meetings
 - i. Unless the President directs otherwise, the order of business at Meetings shall be in accordance with approved circulated or amended Agenda
 - ii. The minutes of the preceding meeting shall be taken as read and, subject to any correction, confirmed, and
 - iii. Other business shall be taken in the order directed by the President.



- c. Motions at Meetings
 - i. Motions may be proposed at Meetings by (a) the President; or (b) individual Members.
 - ii. A motion by the President need not be seconded, but other motions can be put to the Meeting only if seconded at the Meeting.
 - iii. Amendments to motions may be put at the meeting if proposed and seconded at the Meeting.
 - iv. A motion proposed by a Member other than the President shall be included in the agenda for the Meeting if notice of the motion has been received not less than 5 clear working days before the Meeting by The Honorary Secretary
 - v. A Member's motion which has not been received within 5 clear working days before a Meeting shall be taken only in case of urgency, as determined by the President.
- d. Closure of debates
 - i. Any Member who has not spoken in a debate at Meeting may propose and any other Member who has also not spoken in the debate may second a motion ("a closure motion") that either (a) the matter be put to a vote, or (b) that the Meeting should proceed to the next business.
 - ii. If it is proposed that the matter be put to a vote and the proposal is carried, the President may direct that the proposer of the substantive matter may have the right of reply before the vote on the matter.
 - iii. A proposal under this clause shall be passed if a simple majority of the Members present and voting vote for it.
- e. Voting
 - i. The President of a Meeting shall seek to reach a consensus and if satisfied that such consensus exists may, unless a vote is called for under paragraphs (ii) or (iii) of this clause, treat the matter as agreed.
 - ii. The President may, before the Meeting has moved to the next item of business, call for a vote on any question.
 - iii. Any Member may, before the Meeting has moved to the next item of business, call for a vote on any question. This paragraph (iii) does not apply to closure motions, because these are covered by clause d above.
 - iv. If a vote is called for the question shall, unless the rules expressly provides otherwise, be decided by a majority of the Members present and voting.
 - v. Voting shall be by show of hands unless the Members agree that there should be a ballot. If a ballot is called for it shall be secret ballot.
 - vi. In the event of an equality of voting, the President shall, unless the rules expressly provides otherwise, have a second or casting vote.
- f. Except where otherwise provided by these Rules and Regulations, the act of the majority of those present and eligible to vote at a meeting at which a quorum is present will be the act of the Trust. Where a vote is other than unanimous, the votes of individual members may be counted and recorded in the minutes of the meeting.

5. Nominations Committee



- a. No less than 60 days before the AGM, the President shall appoint, subject to approval by the Board, a Nominations Committee of five (5) members of the Trust of which three (3) shall form a quorum. No member of this Committee shall be eligible for the posts of President, Vice President or Honorary Treasurer. The President shall designate the Chairman of the Committee.
- b. No less than 15 days before the AGM, the Nominations Committee shall present to the Executive Director a slate of candidates to fill the vacant offices of the Board. Each candidate must be a member in good standing and must have agreed to accept the responsibility of the office for which he/she is nominated.

6. Publicity of Nominations

Upon receipt of the report of the Nominations Committee, the Executive Director shall immediately notify all members of the names of persons nominated as candidates for membership on the Board and of members' right to make additional nominations.

7. Additional Nominations

Additional nominations of candidates for election as officers may be made by notice in writing duly signed by or on behalf of two (2) members of the Trust in good standing. Such notices shall be delivered to the Executive Director within one (1) weeks of notification by the Nominations Committee. Additional nominations may also be made at the Annual General Meeting.

8. Elections of Members to the Board

There are seven (7) positions on the Board which come from the general membership. The four (4) executive positions (i.e. the President, Vice President, Honorary Treasurer, and Honorary Secretary) and one (1) other person shall be elected. The remaining two (2) person shall be nominated from amongst the membership by the Executive.

9. Attendance and Voting

- a. Any member who has not paid the annual subscription by the date fixed for the Annual General Meeting shall not be entitled to attend or vote on any matter.
- b. A motion for the removal of a member shall be referred to a General Meeting by way of a recommendation by the Board.

SECTION FIVE - OPERATIONS

1. Management



The affairs of the National Trust shall be under the sole direction of the Board of Directors, which is the policy-making body. Its function is to provide for the administration, management, preservation and protection of the property of the organisation and shall, to the extent it deems appropriate, exercise its power to administer, direct, manage and conduct the affairs of the National Trust through the President and such other officers as it may designate or approve.

- a. The Board shall appoint an Executive Director (ED) to be responsible for the day-to-day business of the Trust and its committees, implementing its policies and managing its programs and shall have full authority to supervise personnel within the organisation.
- b. The ED shall be the principal spokesperson for the Trust.
- c. The ED in consultation with the Executive members of the Board shall have the authority to employ and terminate an employee within the organisation. The ED shall submit recommendations to the executive members of the board in writing to which the Board must respond within seven (7) working days.
- d. The ED shall have the right to attend all meetings of the Board of Directors but shall not be entitled to vote.

2. Committees

- a. The Board shall have the power to appoint such Committees as it may deem necessary, from time to time, with such terms of reference and responsibilities as the Board may determine.
- b. The Board may appoint such persons as it thinks fit to the membership of the Committees.
- c. The activities of such Committees should not interfere with the operations of the Organisation on a routine basis but should offer the broadest possible guidelines to ensure that the policies and programs adopted are within the Trust's capabilities and responsive to the needs of the Organisation.
- d. The ED shall be an ex-officio member of each such Committee.
- e. At least one member of the Board of Directors shall serve on any Committee and may exercise the authority of the Board.
- f. The committee year will follow the same calendar year of the Trust which begins 1st January and ends 31st December.
- g. Membership on a committee is open to members of the St. Christopher National Trust who have requested or have been invited to join. The duration of membership is two years and members may be re-appointed.
- h. The minimum number of members per committee is three (3) and the maximum is seven (7).
- i. All committee members serve voluntarily
- j. Resignation from a committee by a member should be sent to the committee chair and copied to the E.D. If the Chair resigns he/she should send a letter to the Honorary Secretary copied to the E.D. and to the members of the committee.
- k. The committee will meet as necessary but no less than four (4) times annually. A simple majority of its members present will constitute a quorum. Motions shall be carried by a simple majority and the Chair will have a casting vote. Minutes of



meetings shall be recorded and submitted to the E.D. for the Trust's records.

3. Financial

- a. All cash, restricted and reserve funds of the Trust shall be deposited in banks or depositories under the name of The St. Christopher National Trust. Any and all disbursements from such accounts shall be made only by cheques or similar money orders.
- b. The Board shall nominate not less than three persons to be signatories in respect of the Trust's bank accounts, and all cheques shall require two authorized signatures.
- c. Capital Expenditure shall not be contracted without approval of the Board of Directors. The ED or employees authorized by him or her may incur expenditure, within limits of the annual budget approved by the Board of Directors for the purposes of administering the operations and programs of the Trust.
- d. The books of the Trust shall be closed on 31st December of each year, and shall be audited. The books of the Trust shall be available for inspection by any Member of the Board.
- e. Finances of the Trust shall be maintained in accordance with generally accepted accounting principles and its records shall be kept in such manner as to facilitate the preparation of quarterly financial reports for the Board of Directors.

SECTION SIX - MANAGMENT OF THE NATIONAL MUSEUM

1. Management

- a. The National Museum is managed by a Museum Manager who is responsible to the Executive Director of the Trust.
- b. A Museum Advisory Committee shall be established to guide the acquisition, development and mounting of exhibitions at the National Museum. It shall be made up of not less than 3 persons, 1 of which will be a member of the Board. The Museum Manager shall be an ex-officio member of the committee.

2. The Museum Collections

- a. The objects displayed and stored at the National Museum are under the management of the National Museum Manager.
 - i. An inventory of all objects must be maintained and the objects must be displayed or stored in an appropriate manner that will ensure their protection and conservation.
 - ii. An inventory must also be maintained of the other physical assets of the Museum i.e. its furniture and equipment.
 - iii. Objects belonging to the National Museum may only be loaned by special permission granted by the President of the Trust and 2 other elected members of the Board upon recommendation by the Executive Director.

3. Admission fee

There shall be an admission fee to the National Museum which must be approved by the Board.

SECTION SEVEN - MANAGEMENT OF THE MUKTI RESEARCH AND DOCUMENTATION CENTRE (MRDC)

1. The MRDC is managed by a Documentalist who is responsible to the Executive Director of the Trust.
2. The guidelines for the management of the MRDC should be adhered to and reviewed from time to time.
3. An inventory of the documents of the MRDC should be maintained.
4. Only under special conditions may documents (including photographs) be reproduced, loaned or sold.
5. Fees for the use of documents and other services of the MRDC will be fixed by the Board.

SECTION EIGHT - MANAGEMENT OF THE HERITAGE SITES

1. The Vested Sites shall be managed by a Vested Sites/Building Manager who reports to the Executive Director of the Trust.
2. The Trust shall establish a Building and Sites Committee which should be one of the standing committees of the Trust. Its function is to give expert advice to the ED and the Board relating to:
 - a. Building or sites acquisition
 - b. Building renovation and conservation
 - c. Acquisition of products and materials needed for conservation work
3. The Trust shall establish a Buildings and Sites Unit and shall clearly define its function, role and the responsibility of personnel within the unit.
4. A conservation and restoration policy shall be created to guide how buildings and sites are maintained and protected for posterity
5. A policy to guide the behaviour of visitors on vested sites as well as the admissions to sites shall be developed for each vested site.
6. Develop a policy for the acquisition of heritage sites and buildings
7. Establish and maintain an inventory of heritage sites, places or things
8. Penalties to be established for non-adherence to the rules and ordinances set out for the protection of sites within the laws given under the various protection Acts of St Kitts and Nevis.



SECTION NINE – PROVISIONS AND AMENDMENTS

1. Subject to the provisions of the Act, the Board shall have power to make rules for and concerning the objects of the Trust and in particular for the purposes as laid out in Article 12 subsection (1) of the Act.
2. Rules made by the Board under the provisions of Article 12 of the Act shall have the force and effect of law when confirmed by the Minister and published in the Gazette.
3. Amendments to these Rules and Regulations may be adopted at any general meeting at which a quorum is declared present, provided appropriate notice of the amendment is provided to all members at least five (5) days prior to said meeting.
4. Amendments require two-thirds (2/3) approval by those members present and voting. Such amendments will take effect as stated in the original motion.

Approved on the 10 day of August Two thousand and seventeen

Under the Common Seal of the St. Christopher National Trust which is hereunto affixed in the presence of:

.....
President

.....
Honorary Secretary

And confirmed by:

.....
Dr. the Hon. Timothy Harris
Prime Minister of St Kitts and Nevis and Minister of Sustainable Development

Gazette on day of 20.....