

## THE SCHEDULE

### THE STATUTES OF THE LIBRARY

(As Amended by the Board of Trustees in July 2013 and approved by the Privy Council in November 2013)

#### 1. *Definitions*

- (1) Words defined in the Charter to which these Statutes are scheduled have the same meaning in these Statutes unless the context otherwise requires.
- (2) In these Statutes:  
  
“Regulations” means regulations made by the Trustees pursuant to the Charter or these Statutes.  
  
“Appointor” means either the Welsh Ministers or the Trustees as the context allows.
- (3) Words signifying the masculine include the feminine, words in the singular include the plural and words in the plural include the singular unless the contrary intention appears.
- (4) References to legislation include such legislation as amended or re-enacted and references to named bodies include those bodies as re-named and successors to such bodies.

#### 2. *The Officers*

- (1) Each of the President, the Vice-President and the Treasurer in office immediately before these Statutes first take effect are to continue in such office notwithstanding Statute 3(3)(a) for the full unexpired residue of the term for which he was so elected or until he ceases to be a Trustee.
- (2)
  - (a) At any time when the office of President or Vice-President becomes vacant, the Welsh Ministers will appoint a President or Vice-President in consultation with the Trustees.
  - (b) At any time when the office of Treasurer becomes vacant, the Trustees will appoint a Treasurer in consultation with the Welsh Ministers. The procedure to be followed for the appointment of the new Treasurer is to be prescribed by Regulation.
  - (c) A President, Vice President and Treasurer (an ‘Officer’) each holds office for four years from the date of their appointment.
  - (d) A retiring Officer shall be eligible for re-appointment for one further consecutive term of four years in the same office, for appointment to an alternative office pursuant to this Statute 2 or, for appointment as a Trustee pursuant to Statute 3.

Provided Always that no person is to serve more than twelve consecutive years in total in the capacity of Trustee including any period of service as an Officer AND no person is to serve more than eight consecutive years in any one office.

- (3) A former Trustee (or Officer) is eligible to be appointed as an Officer provided such person last served as a Trustee (or Officer) more than four years previously.
- (4) The President, if present, is to preside at each meeting of the Trustees and, in the absence of the appointed Chair, of every Committee of the Trustees save for the audit committee.
- (5) In the absence of the President or in case of his inability or failure to act through illness or during any vacancy in the office of President, the functions of the President are to be discharged by the Vice-President.
- (6) Any of the Officers may resign his office in writing to his Appointor. In the case of the President, notice of such resignation shall also be given to the Vice-President and in the case of the Vice-President and the Treasurer, notice of such resignation also be given to the President.
- (7) If an office became vacant otherwise than by passage of time the relevant Appointor should fill the vacancy in accordance with Statute 2(2)(a) or (b) as appropriate within six months of the vacancy arising.
- (8) The Treasurer is to present to the Trustees an annual report on the financial affairs of the Library and perform such other financial functions as may be prescribed by the Trustees.

### 3. *The Trustees*

- (1) Subject to the Charter, the Trustees consist of the following persons:
  - (a) Eight persons appointed by the Welsh Ministers in consultation with the Trustees, which number is to include any Officers appointed pursuant to Statute 2(2)(a); and
  - (b) Seven persons appointed by the Trustees in accordance with Regulations which number is to include any Officer appointed pursuant to Statute 2(2)(b).
- (2) Trustees are to hold office for four years or until they cease to be a Trustee if earlier and subject to Statute 3(3)(a) are eligible for reappointment or appointment pursuant to Statute 2 (2).
- (3)
  - (a)
    - (i) A retiring Officer is eligible to be appointed as a Trustee;
    - (ii) A retiring Trustee is eligible for re-appointment for one further consecutive term of four years only or for appointment to an office pursuant to Statute 2;  
Provided Always that no person is to serve more than twelve consecutive years as a Trustee including any period of service as an Officer and for the avoidance of doubt, a person who has not served

as an Officer is eligible to serve as a Trustee for no more than a maximum of eight consecutive years.

- (b) A former Trustee (or Officer) is eligible to be appointed as a Trustee provided that such person last served as a Trustee (or Officer) more than four years previously.
- (4) The persons in office as members of the Council of the Library constituted under the Supplemental Charter of 1978 immediately before these Statutes first take effect continue in office, notwithstanding Statute 3(3)(a), for the residue of the term for which they were each individually elected or until they cease to be a Trustee. As vacancies then arise they are to be filled by appointment under Statute 3 (1) (a) or (b) alternately commencing with (a) to the maximum allowed by each such sub-paragraph.
- (5) A Trustee ceases to hold office if he:
- (a) dies;
  - (b) is disqualified from acting as a trustee by virtue of section 72 of the Charities Act 1993; or
  - (c) becomes incapable by reason of mental disorder, illness or injury of managing his own affairs; or
  - (d) resigns in accordance with the Charter and these Statutes (but only if at least two Trustees will remain in office when the resignation is to take effect); or
  - (e) is absent without permission of the Trustees from all their meetings held within a period of six consecutive months and the Trustees resolve that he be removed from office.
- (6) If the Trustees resolve that there are exceptional circumstances that make it desirable that a Trustee or Officer who is to retire be re-appointed as a Trustee or Officer the Trustees may recommend that such person be re-appointed for such further period (not exceeding two years) as the Trustees recommend, such appointment (for a period not exceeding two years) then being made, notwithstanding the proviso to Statute 2(2) and the provisions of Statutes 2(3) and 3(3), at the absolute discretion of the Appointor by the Appointor in accordance with Statute 2(2)(a) or (b) or Statute 3(1)(a) or (b) as appropriate. At the expiry of such further period of service the Trustee or Officer concerned shall retire and shall not be eligible for re-appointment until a period of at least four years has elapsed.

#### 4. *Meetings of the Trustees*

- (1) Ordinary meetings of the Trustees are to be held at such times and places as the Trustees may from time to time determine. Provided that a special meeting of the Trustees be convened by the Librarian upon his being requested so to do in writing by the President or by any five Trustees and it is to be convened so as to be held within three weeks of the date of his

receiving the said request. Provided also that the request must stipulate the nature of the business to be transacted at such special meeting.

- (2) The time and place of all meetings of the Trustees is to be determined by the Trustees or by any Committee to which the Trustees may delegate such power and in default of any such determination is to be fixed by the President.
- (3) Subject to any Regulations made under the following paragraph the quorum of a meeting of the Trustees is five.
- (4) Subject to Regulations a meeting of the Trustees may be held in person or by suitable electronic means or remote conferencing facility approved by the Trustees in which all participants may communicate appropriately with all the other participants.
- (5) Unless otherwise provided by the Charter or these Statutes every issue may be determined by a simple majority of the votes cast at a meeting but a written resolution signed by all the Trustees is as valid as a resolution passed at a meeting. For this purpose the resolution may be contained in more than one document and will be treated as passed on the date of the last signature.

#### 5. *Powers of the Trustees*

In addition to all powers vested in the Trustees by the Charter the Trustees have power to:-

- (a) manage all the business of the Library of whatsoever description including the purchase and acquisition of real and personal property and the sale, exchange and other disposition of any such property, the payment of all the debts and liabilities of the Library, the investment of money, the provision, erection, equipment and maintenance of buildings, the laying out and maintenance of their grounds and enclosures;
- (b) appoint and, if necessary, remove a salaried Librarian (who is to be the Chief Administrative and Accounting Officer of the Library but who is not to be a Trustee) and other paid Library staff;
- (c) make such Regulations (including for the keeping and use of the Common Seal) not being inconsistent with the Charter or these Statutes as it may deem necessary for the proper management and control of the Library and such Regulations may be altered or repealed by new Regulations passed by Resolution. The majority required of the Trustees for the purposes of making, repealing or amending Regulations is to be two thirds of Trustees present at a meeting dealing with the same;
- (d) determine the conduct of its meetings and procedures and those of its committees as it may deem necessary and alter or repeal such determinations and procedures from time to time by simple majority.

#### 6. *Duty to Consult*

- (1) The Trustees are to:-

- (a) adopt a scheme prescribing arrangements to enable the Trustees to:
    - (i) regularly consult with the public and with bodies having an interest in the furtherance of the objects of the Library, and
    - (ii) identify persons qualified and willing to provide support and advice to the Library in connection with the furtherance of the objects of the Library.
  - (b) implement the scheme referred to in the previous sub-paragraph and keep its terms under regular review and if thought fit from time to time amend the said scheme.
- (2) in connection with the duty to consult or otherwise the Trustees may set up one or more advisory or consultation bodies for the Library. The function of such a body is to assist and advise the Trustees and the Trustees may from time to time determine and amend the rules and powers governing such a body and ultimately disband the same. A member of such a body is not to be responsible for the affairs of the Library. The powers of such a body and its members shall be powers of recommendation only.

#### 7. *Committees of the Trustees*

- (1) The Trustees may from time to time appoint such Committees (which must include an audit committee) as they may deem expedient and consisting of such Trustees as they think fit and either with or without any other person or persons whomsoever and with or without power to add to their number.
- (2) The Trustees may delegate any or all of their functions (except the appointment and dismissal of the Librarian and the power to make Regulations) to and may act through such Committees as they may appoint.
- (3) Any Committee, which exercises powers delegated by the Trustees, should consist of a majority of Trustees.
- (4) The Trustees may prescribe the extent to which minutes of the proceedings of such Committee are to be laid before meetings of the Trustees, the period for which Committees are to be established and the means by which they are to be disestablished and the extent to which reports of Committees shall be presented to meetings of the Trustees.
- (5) Unless determined to the contrary, the Officers are ex-officio members of all Committees appointed by the Trustees or under the provisions of the Regulations.

#### 8. *Annual Report and Accounts*

- (1) The Trustees are to prepare annual accounts of the Library, which are to be audited in accordance with Regulations.
- (2) The Trustees are to prepare and publish a report upon the affairs and position of the Library during the preceding year including such information as the Trustees from time to time determine.

#### 9. *Regulations*

Subject to the Charter and these Statutes and in addition to all provisions thereof whereby the making of Regulations is specifically authorised or directed, Regulations may be made by the Trustees with regard to all matters which are not otherwise regulated by the Charter or these Statutes.

10. *Miscellaneous*

- (1) The following provisions (except where other provision is expressly made in the Charter or these Statutes) apply to the Trustees and to every Committee thereof (which bodies are in this Statute called “the Bodies”) and each of them:
  - (a) Any member (other than an Officer) may resign his membership or office by notice in writing to the President.
  - (b) A technical defect in the appointment of a member or procedural defect of which the Bodies are unaware at the time does not invalidate decisions taken at a meeting of the Bodies.
  - (c) No meeting of any of the Bodies is invalid by reason only of any failure to give notice of such meeting to any person or Body entitled under the Charter or these Statutes to receive the same.
- (2)
  - (a) Where a Statute or Regulation authorises or requires any document to be served or sent or given, the service or sending or giving thereof is deemed to be effected either by properly addressing, pre-paying and posting a letter containing such document or sending the same by electronic communication to the addressee’s electronic address and is deemed to have been effected on the second day following that on which it was posted or sent by electronic communication. Any such letter is deemed properly addressed if addressed to a person, or body at the address (whether postal or electronic) appearing opposite his or its name in the books of the Library.
  - (b) Proof that a notice contained in an electronic communication was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators is conclusive evidence that the notice was given.
- (3) Except as authorised by the Charter a Trustee or member of any Committee of the Trustees must not directly or indirectly have a share or pecuniary interest (except as a vendor or purchaser of land) in any contract with, employment by or work on behalf of, the Trustees or of such Committee thereof.

11. *Temporary and Transitional Provisions*

- (1) The Trustees may by Regulation provide for the resolution of any doubt that may arise on any question involving the transition from the previous Charters Statutes and Ordinances of the Library to the provisions of the Charter and these Statutes. This Statute is to cease to have effect on a date to be determined by the Trustees.

- (2) Notwithstanding Statute 3(3) the terms of office of the President, Robert Brinley Jones, and the Vice-President, William John Phillips, are to continue to the final day of November 2007.