



# CONSTITUTION AND RULES

*Registered Charity No. 298220*

## **1 Title**

The full title of the Society shall be THE ARTS SOCIETY GRANTA.

## **2 Objects**

The object of the Society is to advance the education of the public in the decorative and fine arts. The Society shall have powers to:

- a) arrange lectures for the Members of the Society.
- b) arrange visits to places of relevant interest.
- c) present exhibitions of relevant interest.
- d) arrange relevant voluntary preservation and recording work by its Members.
- e) purchase, take on lease, hire, or otherwise acquire any property and premises that the Society may think necessary.
- f) subscribe, donate or guarantee money for any purpose within the objects of the society.
- g) raise and use funds for the furtherance of the objectives but without the power to pledge the personal liability of any Member for the repayment of any sums offered.
- h) undertake any lawful activities as necessary for the fulfilment of the objects.

## **3 Membership**

The Society shall consist of Ordinary and Honorary Members.

### **a) Ordinary Members:**

Membership of the Society shall be open to any person interested in actively furthering the purposes of the Society and conforming to its rules.

b) Honorary Members:

The Committee may elect honorary members of the Society who are distinguished in the Decorative and Fine Arts, or who have done valuable work for the Society. An honorary member may attend all meetings and events of the Society in the same manner as an Ordinary Member but shall not be entitled to vote at any meeting of the Society.

## **4 Guests**

Guests may attend lectures on payment of a modest donation as recommended by the Committee. Guests are asked to sign in on arrival. No guest may attend more than three times in any one season of lectures.

Guests may take part in visits and special interest days at the discretion of the organizer and on payment of the fee fixed for the visit or special interest day concerned.

## **5 Subscriptions**

a) Any subscription for membership of the Society shall be such a sum as may be determined by a majority of the members present at the Annual General Meeting, and shall be paid annually.

b) A member whose subscription is not paid in full within 28 days of the due date shall cease to be entitled to rights and privileges of membership but may, at the discretion of the committee, be reinstated on payment of the due subscription.

## **6 Resignation of a member**

Any member wishing to resign shall give notice in writing to the Membership Secretary.

## **7 Expulsion from the Society**

If the conduct or action of any member shall in the opinion of the Committee be injurious to, or inconsistent with, the character, interests, or objects of the Society, the Committee may request such member to resign, but only after granting such member a hearing. If such a member does not tender his or her resignation in writing within one month from the date of such a request being made in writing, such member shall be liable to expulsion by the Committee.

## **8 Committee**

a) The committee shall manage the affairs of the Society and administer its funds.

b) The Committee shall consist of not more than twelve people including the Chairman, Vice-chairman, Honorary Treasurer, Honorary Secretary and Membership Secretary.

c) Any vacancy amongst the Officers or Members of the Committee may be filled by the Committee by co-option. Any person co-opted to the Committee shall hold office only until the next Annual General Meeting.

d) The Committee shall meet as required and not less than four times each year. The quorum for the Committee shall be 50% of the total number of committee members, rounded up to the next whole number.

e) The Committee may make regulations regarding the conduct of Meetings other than General meetings, attendance of visitors and otherwise for the regulation of the Society's affairs.

## **9 Officers**

- a) The Officers of the Society shall be the Chairman, Vice-Chairman, Honorary Treasurer, Honorary Secretary and Membership Secretary, all of whom shall be members of the Committee.
- b) Neither the Chairman nor the Vice-Chairman may hold the same office for more than three consecutive years. In the event of illness or other exceptional circumstance, the Chairman may be invited to continue for one additional year by a majority resolution of the Annual General Meeting.
- c) The Honorary Treasurer, Honorary Secretary and Membership Secretary may not hold the same office for more than six consecutive years.
- d) Normally, no Officer or Committee Member may remain on the Committee for more than nine consecutive years in whatever capacity. Any extension to this normal arrangement should be agreed by the Society's AGM.
- e) The Officers and Committee shall be Trustees of the Society.

## **10 Election of Officers and Committee**

- a) Any member of the Society may propose and second members, whose consent to act shall first have been obtained, to fill vacancies on the Committee. Nominations will be accepted until the appropriate agenda item at the Annual General Meeting.
- b) The Committee shall nominate members of the Committee to be Officers for the ensuing year.
- c) If the number of candidates for membership of the Committee exceeds the number of vacancies, an election shall be held by show of hands at the Annual General Meeting.

## **11 General Meetings**

The Annual General Meeting shall be held at a time and place determined by the Committee. The Secretary shall give all Members at least 14 days' written Notice of the Meeting.

- a) The business of the Annual General Meeting shall be to:
  - i) receive the Chairman's report on the activities of the past year.
  - ii) receive the Trustees' Annual Report and the Financial Statements of the Society.
  - iii) elect members to the Committee of the Society.
  - iv) consider any special resolutions duly proposed and seconded. Resolutions for consideration must be proposed and seconded by members of the Society and received in writing by the Secretary no less than 35 days before the Meeting.
  - v) appoint an Independent Financial Examiner whose duties shall be to examine and report on the Annual Accounts of the Society for submission to the members.
  - vi) consider any other business with the permission of the Chairman.
- b) The quorum for any General Meeting shall be 50 ordinary members.
- c) An Extraordinary General Meeting must be convened within 28 days at the request of the Committee or at least 20 members of the Society. Resolutions to be considered must be given in writing to the secretary, who will give all Members 14 days' written Notice of the Meeting, stating the time and place of the Meeting, which shall be determined by the Chairman, and the text of the resolutions.
- d) Voting shall be by a show of hands and by simple majority. In the event of equality of votes the Chairman of the Meeting shall cast an additional vote. Proxy voting shall not be permitted.

## **12 Accounts, Annual Report and Annual Return**

- a) The Trustees must comply with their obligations under the Charities Act 1993 with regard to:
  - i) keeping of accounting records for the charity.
  - ii) preparing annual statements of account for the charity.
  - iii) independent examination of the statements of account of the charity.
  - iv) transmitting the statements of account of the charity to the Charity Commissioners for England and Wales.
  - v) preparing an annual return and transmitting it to the Charity Commission.
- b) The society's financial year shall end on March 31st.
- c) The Committee shall authorise its Officers to arrange payment and reimbursement of expenditure on behalf of the Society. The funds of the Society will be paid into current, deposit or investment accounts as the Committee shall agree.
- d) All payments must be approved by two Officers unless otherwise agreed by the Committee.
- e) The title of all property that may be acquired by the Society shall be vested in the Trustees of the Society.

## **13 Amendments**

Alteration to this constitution shall require the assent of two thirds of the members present and voting at an Annual General Meeting or an Extraordinary General Meeting. A resolution for the alteration of the constitution must be received by the Secretary of the Society at least 28 days before the meeting at which the resolution is to be brought forward. At least 14 days' notice of such a meeting must be given by the Secretary to the membership and must include notice of the alteration proposed.

## **14 Dissolution**

The Society may be dissolved by a Resolution passed by a two thirds majority of those present and voting at an Extraordinary General Meeting convened for the purpose, of which 14 days' notice shall have been given to the members. The Society's funds shall be used to satisfy all debts and liabilities. Any residual funds may not be distributed among the Members but shall be given to other registered charities as determined by the Trustees.