

Constitution & Rules for The Arts Society Grantham

1 Name

The Society shall be called "The Arts Society Grantham".

2 Objects

As a Member Society of The Arts Society (TAS) – formerly known as the National Association of Decorative & Fine Arts Societies (NADFAS) - the Society shall have as the objects the promotion and advancement of the aesthetic education of the public, the cultivation, appreciation and study of the decorative and fine arts, and the giving of aid to the preservation of our national artistic heritage for the benefit of the public.

3 Powers

- (a) To arrange lectures for Members of the Society.
- (b) To arrange study groups, tours and visits to private houses, museums, exhibitions and other places of interest for Members of the Society.
- (c) To arrange related activities of an educational character for children and other members of the public.
- (d) To arrange voluntary preservation and recording work by its Members in relation to the decorative and fine arts.
- (e) To hire or otherwise acquire any real or personal property or premises including halls or lecture rooms and any rights, privileges or interests which the Society may think necessary for the promotion of the objects.
- (f) To subscribe, donate or guarantee money for any purpose connected with and calculated to advance the objects of the Society.
- (g) To raise and utilise funds for the furtherance of the objects but without the power to pledge the personal liability of any Member for the repayment of any sums borrowed.
- (h) To undertake any other lawful activities in fulfilment of the objects.

4 Membership

- (a) The Society shall have Ordinary Members and Honorary Members if the Committee so decides.
- (b) The Committee shall have absolute discretion in limiting the number of Ordinary Members and Honorary Members of the Society and in deciding the priority of applications for membership.
- (c) The Committee shall decide on the number and admission of Ordinary Members. A waiting list shall be maintained for those persons applying for Membership in excess of the permitted number of Members.
- (d) Persons on the waiting list will be admitted to Membership in strict order of the date of application, but in exceptional circumstances priority may be given at the discretion of the Committee.
- (e) The Committee may elect Honorary Members 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 liable to pay a subscription. At the invitation of the Committee Honorary Members may be appointed President or Vice-President.

5 The Officers

- (a) The Officers of the Society shall be the Chairman, the Vice Chairman, the Treasurer and the Secretary, all of whom shall be nominated annually by the Committee for election at the Annual General Meeting. Neither the Chairman nor the Vice Chairman may hold office in such post for more than three consecutive years. The retiring Chairman shall not be eligible to be a Member of the Committee nor hold any office for one year following retirement as Chairman. The Treasurer and the Secretary shall not normally hold office for more than three years but the Committee may extend this up to a maximum of five years to ensure a smooth transition of responsibilities.
- (b) The Chairman, or in his/her absence the vice chairman, shall preside at all General Meetings and Committee Meetings of the Society. The decision of the Chairman of the General Meeting upon any question of order, voting, adjournment of the Meeting or interpretation of the Rules of the Society shall be final. The Chairman of any Meeting shall have an additional casting vote in the event of equality of votes on any matter

under consideration by the Society. The Chairman shall attend and represent the Society at all TAS General Meetings, Area and National Meetings or appoint a deputy to attend.

6 Committee

- (a) The Committee shall manage the affairs of the Society and administer its funds.
- (b) The Committee shall consist of not more than ten Members including the Chairman, Vice Chairman, Treasurer and Secretary.
- (c) Any Ordinary Member of the Society may propose or second Members, whose consent to act shall first have been obtained, for election to the Committee at the Annual General Meeting. Nominations must be given to the Secretary not less than 2 months before the Annual General Meeting. Committee Members shall retire each year but be eligible for re-election.
- (d) No Committee Member may serve for more than three years, unless elected from the Committee to be an Officer when they may serve a maximum of three years in each post, with the possibility of extension as provided for in Rule 5 (a).
- (e) Casual vacancies amongst the Committee during the year may be filled by the Committee. Persons so appointed shall hold office until the next Annual General Meeting after the appointment and shall be empowered to vote.
- (f) The Committee may co-opt up to four additional Members to the Committee. Co-opted Members shall have the right to attend and speak at Meetings of the Committee but not have the right to vote. Co-opted Members shall be appointed for a specific period not exceeding two years.
- (g) The Committee may appoint subcommittees accountable to it for such purposes as it determines.
- (h) The Committee may make regulations regarding the conduct of Meetings other than General Meetings, attendance of visitors, charges for visitors and otherwise for the regulation of the Society's affairs.
- (i) The Committee shall meet as required and not less than four times each year. A quorum shall consist of over one half of the number of the elected Members of the Committee one of whom should be an Officer
- (j) The Committee shall be empowered to pass resolutions at Committee meetings with a simple majority of the Committee Members that are present and voting. In the event of a deadlock the Chairman shall have a casting vote.
- (k) Meetings shall be convened by the Chairman or Secretary giving 21 days' notice to all Members of the Committee.
- (l) The Committee shall be entitled to incur expenses on behalf of the Society and to re-imburse Members of the Society for expenses they have incurred in the course of activities on the Society's behalf.

7 Finance

- (a) The Society's financial year shall end on 31st August in every year.
- (b) An independent Financial Examiner shall be appointed at the Annual General Meeting, whose duties shall be to examine and report on the annual Accounts of the Society for submission to the Members.
- (c) The Committee shall authorise its Officers to arrange payment and re-imbusement of expenditure on behalf of the Society. The funds of the Society will be paid into current, deposit or investment accounts in the name of the Society with such banks, building Societies or investment institutions as the Committee shall agree. Cheques and other instruments shall be signed by not less than two Officers or other signatories authorised by the Committee, provided always that one of the two persons signing cheques or other instruments shall be the Chairman or Treasurer.
- (d) Payment for outings, study days or other events will be due at the time of booking and will not normally be refundable.

8 Subscription

- (a) The commencement date of the subscription year shall be 1st September.

- (b) The subscription for Ordinary Members of the Society shall be such a sum as may be determined by the Committee from time to time. The first payment shall be due on election to Membership and due annually on 30th June in every year preceding the commencement of the subscription year.
- (c) Renewal notices for the following year will be sent to Members by the end of May.
- (d) If subscriptions remain unpaid at 15 August, those Members will be deemed to have resigned at the end of the current Membership year.
- (e) The Committee shall have discretion to accept a reduced subscription from a Member who joins the Society other than at the beginning of a membership year.
- (f) The Committee shall have power to charge an entrance fee for Membership of the Society, additional to a Member's subscription.
- (g) The Society will pay the TAS affiliation fee on 1st January of the calendar year for which it is due.

9 General Meetings

- (a) The Annual General Meeting shall be held at such time and place as shall be determined by the Committee. All Members shall be given notice of the meeting, in writing, at least 21 days before the date of the meeting, with details of elections and accounts.

The business of the Annual General Meeting shall be:

- i. To receive the Accounts of the Society, which shall have been examined by the Financial Examiner, and the Report thereon,
 - ii. To receive the Committee's Report on the activities of the past year,
 - iii. To elect Officers and Committee of the Society,
 - iv. To elect an independent Financial Examiner of the Accounts of the Society,
 - v. To consider any Resolutions, duly proposed and seconded, of which due Notice has been given,
 - vi. Informally to discuss any other business with the permission of the Chairman.
- (b) Nomination and election of Officers and Committee Members.
 - i. Each member shall be notified of the list of Officers for the ensuing year that have been nominated by the Committee, and the list of nominations for Committee Members (being those current Committee Members offering themselves for re-election and any other candidates who have been duly proposed and seconded).
 - ii. The election of Officers and Members of the Committee to fill the said vacancies shall be by a show of hands, unless in the case of candidates for election as Committee Members more are nominated than there are vacancies to be filled, in which case the election of such Members shall be by ballot.
 - (c) The quorum for General meetings shall be not less than one quarter of the Society's Ordinary Membership.
 - (d) 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 the Members 21 days' written Notice of the Meeting, stating time and place of the Meeting which shall be determined by the Chairman and the text of the Resolutions.
 - (e) Except under Rule 9 (b) (ii), voting shall be by a show of hands and by simple majority (abstentions, for the avoidance of doubt, not constituting a vote) save where an increased majority and/or majority of those present and entitled to vote is expressly required. In the event of equality of votes, the Chairman of the Meeting shall cast an additional vote. Proxy voting shall not be permitted.

10 Notices

Where any notice is required to be given to Members or where any information is required to be made available to Members then this shall, unless specified herein, be satisfied either:

- a) By sending by the due date the notice or information to each member by email or by 2nd class post when no email address is held by the secretary.
- b) By announcement at a members meeting held before the due date referring to the notice or information which will then be posted on the Society's web site.

11 Resolutions

Notice of Resolutions to be brought forward shall be given in writing to the Secretary at least 35 days prior to the holding of a General Meeting. Any such Resolution shall have been duly seconded and shall be set forth in the Agenda with the name of the proposer and seconder, and shall require a majority of not less than 2/3 of the Members who are present and voting to be passed. Save with the consent of the Committee, a Resolution which does not comply with the foregoing may not be proposed at a General Meeting.

12 Members' Addresses and Data Protection Act

- (a) Members' details will be processed fairly and lawfully and in accordance with the Society's legitimate activities
- (b) Members' details will be disclosed to TAS and to other Member Societies, Area, or organisations affiliated to TAS or the Society
- (c) Members shall notify any changes of address, e-mail or telephone to the Society

13 Amendment of Constitution and Rules

These Rules may be amended by a written Resolution of which due Notice has been given in accordance with Rule 9 (a) and 9 (d) passed at a General Meeting by at least two-thirds of the Members present and voting.

14 Termination of Membership of 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, objects or interests of the Society, the Committee shall, if requested, grant the Member a hearing before it. If the complaint is upheld, the Committee may request in writing such Member to resign. Any Member so requested who does not resign within one month from the date of such a written request shall cease to remain a Member of the Society.

15 Winding up the Society

If a Resolution to wind up the affairs of the Society shall have been duly proposed and carried at a General Meeting (at which a representative of the TAS Trustee Board is present) by at least two-thirds of those present, so much of the assets shall be realised as may be necessary to discharge liabilities of the Society and all the remaining assets shall be made over to such one or more charitable institutions or other associations having charitable status with objects similar to those of the Society as the Committee shall decide.

16 Withdrawal from the Association

- (a) A representative of the TAS Trustee Board should be invited to a General Meeting at which withdrawal from TAS is to be proposed. If no reply is received to the invitation then the Meeting shall proceed.
- (b) According to the Memorandum and Articles of Association of TAS, six months' previous written Notice must be given to TAS before a Member Society withdraws from TAS.
- (c) On withdrawal or termination of Membership by TAS, the Society shall cease to be entitled to the use of the TAS name and shall cease to be called "The Arts Society Grantham." The Society shall return to TAS all confidential documentation issued by TAS.

Interpretation

In these rules where the context admits the masculine shall include the feminine and the singular shall include the plural and vice versa. The decision of the Committee upon any question of interpretation of these Rules shall be final and binding on all Members and guests of the Society. Subject to the provisions of Rule 5(b) as to the General Meeting.