

## Constitution & Rules for The Arts Society Beverley

A Registered Charity Number 511785

### 1. Name

The Society will be called 'The Arts Society Beverley'

### 2. Objects

As a Member Society of The Arts Society, the Society shall have as the objects:

- a. the promotion and advancement of the education of the public in the cultivation, appreciation and study of the decorative and fine arts;
- b. the conservation and preservation of the artistic heritage of the United Kingdom and other countries for the benefit of the public; and
- c. the advancement of the arts, culture and heritage, in particular the decorative and fine arts.
- d. the promotion of the artistic education of young people.

### 3. Powers

For the pursuit and fulfilment of the Society's objects its powers will include the following.

- 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 purchase, take on lease, 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. Membership is open to any adult who applies to the Membership Secretary, providing there is a vacancy.

- b. The membership will be limited to 350: the Committee may change this number at any time. A waiting list will be kept for applicants over the 350 membership, and admission will be in order of application.
- c. Renewal subscriptions should be paid by the end of November. It would be very helpful to the Membership Secretary, and save a lot of extra work, if members would rejoin in time.
- d. Resignations should be given to the Membership Secretary in writing or via email by the end of November.
- e. If the conduct or action of any member is thought to be harmful to the interest or reputation of the Society, as agreed by the Committee, the Committee will, if requested, grant the Member a hearing before it. If the complaint is upheld, the Committee may request, in writing, the relevant Member to resign. If the member does not resign as requested, within one month from the date of such a written request, they will cease to remain a Member of the Society.

## **5. Committee**

- a. The Committee will manage the affairs of the Society and administer its funds.
- b. The committee will be elected annually at the AGM.
- c. Since The Arts Society Beverley is a charity, committee members will be Trustees of the charity.
- d. The Committee will consist of not more than ten Members.
- e. Any Member of the Society may propose or second Members for election to the Committee at the Annual General Meeting, to fill a vacancy, having first obtained their consent in writing. Nominations must be given to the Secretary not less than 14 days before the Annual General Meeting.
- f. Vacancies in the Committee, and any that arise during the year, may be filled by co-option by the Committee. Society members wishing to be co-opted onto the committee will be expected to attend committee meetings for a few months as a probationary period, before being formally co-opted: this will allow both sides to see if the arrangement is suitable. These co-opted committee members will hold office until the next Annual General Meeting after the appointment and will be able to vote during the period of co-option.
- g. The Committee may make regulations regarding the conduct of Meetings other than General Meetings, attendance of visitors, donations by visitors and otherwise for the regulation of the Society's affairs.
- i. The Committee will meet monthly. A quorum will consist of over one half of the number of the elected Members of the Committee, one of whom should be an Officer. Committee members are required to attend at least 9 committee meetings each year.
- j. Minutes will be taken of all Committee, AGM and EGM meetings and stored on paper and electronically for six years. At each Committee meeting, the minutes of the previous meeting will be presented, signed by the Chair and discussed. After six years, the archive will be held electronically, except for minutes from 'old' meetings which were only produced on paper originally.
- k. The committee will review the subscription each year.

- l. Committee members will be reimbursed for reasonable out of pocket expenses incurred in the course of their duties for the Society.
- m. The Committee may appoint sub-committees for such purposes as they think fit, to handle matters of interest to the Society within the guidelines of the Committee.
- n. Members may be invited to attend Committee meetings by the Chair and the committee in a non-voting capacity.
- o. If the conduct or action of any Committee member is thought to be harmful to the interests or reputation of the Society, as agreed by the Committee, or the Committee member does not attend meetings or carry out his/her responsibilities as required, the Chair will first discuss the situation with the relevant committee member. If no improvement takes place or agreement be reached, the situation will be discussed with the rest of the Committee. If a vote of no confidence is carried, the committee will request, in writing, the relevant member to resign from the Committee. If the member does not resign as asked, then the member will be removed from the Committee.
- p. Each committee member with a particular responsibility will produce and maintain a document describing the procedures which their role requires them to follow. This document will be reviewed each year by the committee and updated as required to meet changing needs. These documents will be available at The Arts Society Beverley meetings (the talks) to any member who wishes to see them, along with all meeting minutes and the society accounts but not confidential items. Members will be notified about new developments and activities by the Chair before talks and via the noticeboards on display before and after meetings.

## **6. Officers**

- (a) The Officers of the Society will be the Chair, the Treasurer, the Secretary, the Membership Secretary, and the Programme Secretary. They must be nominated and seconded by the Committee for election at the AGM. All officers and members of the Committee may hold the same office for three consecutive years; and after that period of office it may be extended annually up to a maximum of two years if nominated and approved by a two thirds majority of the Committee who are eligible to vote. After five years in office a committee member must stand down or stand for re-election at the AGM.

### **(b) The Chair**

The Chair, or in his/her absence an appointee of the Committee, will preside at all meetings of the Society, whether General Meetings (talks), Annual General Meeting, Extraordinary General Meeting and Committee Meetings. The decision of the Chair 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 Chair 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 Chair will attend and represent the Society at all The Arts Society General Meetings, Area and National Meetings as appropriate or appoint a deputy to attend.

### **(c) Honorary Officers**

The Committee may appoint Honorary Officers who will be a President and a Vice President, whom the Committee shall have power to appoint in line with the Constitution and Rules. The roles of President and Vice President are honorary ones which are usually given in recognition of outstanding service to the Society. The President has no executive function but might act as a counsellor ready to discuss ideas and problems with the Chair when so invited. The President or Vice President do not normally

attend Committee Meetings, but might be invited to discuss particular matters. The President and Vice President are not eligible to vote on Committee matters. The President appointed by the Committee, shall serve for a period of three years maximum. The Vice President, appointed by the Committee, may serve for a fixed period of two years. The Chair may invite the President or Vice President to preside at any General Meeting.

## **7. Finance**

- a. The Society's financial year will end on 30 September in every year.
- b. An independent Financial Examiner will be appointed at the AGM, whose duties will be to examine and report on the annual Accounts of the Society for submission to the Membership.
- c. The previous year's accounts will be presented to members at the AGM.
- d. The independently examined accounts will be sent to the Charity Commissioners when required.
- e. The Committee will authorise its Officers to arrange payment and re-imburement 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 will agree. Cheques and other instruments shall be signed by no fewer than two signatories authorised by the Committee.
- f. The Society will pay The Arts Society affiliation fee by 1 January of the calendar year for which it is due.

## **8. Annual and Extraordinary General Meetings**

- a. The Annual General Meeting shall be held before the monthly lecture each November. Written notice, including the text and proposers and seconders of any resolutions, shall be given 21 days before the meeting.

The business of the Annual General Meeting shall be:

- (i) To receive the examined Accounts of the Society and the Report thereon,
  - (ii) To receive the Chair's Report on the activities of the past year,
  - (iii) To elect any Officers and Committee members of the Society as needed,
  - (iv) To elect an independent Financial Examiner of the Accounts of the Society,
  - (v) To consider any Resolutions of which due Notice has been given,
  - (vi) Informally to discuss any other business with the permission of the Chairman.
- b. The election of Officers and of the Committee will be by a show of hands unless there are more candidates than there are vacancies to be filled, in which case the relevant election shall be by ballot of those present at the Meeting. If there is a tie, the Chair will have an extra casting vote.
  - c. The quorum for General meetings will be one quarter of the Society's Membership.
  - d. Notice of Resolutions to be brought forward shall be given in writing to the Secretary at least 30 days before 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. Save with the consent of the Committee, a Resolution which does not comply with the foregoing may not be proposed at a General Meeting.

- e. 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 Chair and the text of the Resolutions.
- f. Except under Rule 8 (b), 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 Chair of the Meeting shall cast an additional vote. Proxy voting will not be permitted. (Where an increased majority is required, the number of those in favour of the resolution must exceed, by the required amount, the sum total of those against and any abstentions)

## **9. Conduct at society lectures and study group meetings**

- a. Members must sign in on arrival at the meeting. If a member arrives after the lecture has started, s/he should sign in on the way out.
- b. Members should take their seats at least five minutes before the meeting is due to start.

## **10. Guests**

- a. At the discretion of the Membership Secretary, a guest may accompany a member, but permission must be obtained prior to the day of the lecture. A guest may be invited by a member to a maximum of three lectures in any one year. Guests may not vote at the Annual General Meeting.
- b. In the interests of the Society, the committee may invite non-members to lectures of the Society, to a maximum of three lectures in any one year.
- c. There is no fee for Guests to attend a meeting but donations to the Society would be welcomed.
- d. Under no circumstances are Membership Cards transferable.

## **11. Members' Addresses and Data Protection Act**

- a. Members' details will be stored on computer. They will be processed fairly and lawfully and in accordance with the Society's legitimate activities. All committee members will have access to a copy of members' names, addresses, etc., such as the Chair, Membership Secretary, Treasurer, Visits' Organiser, which they will keep secure: they will not give any other member anyone's address or phone number.
- b. Members' details will be disclosed to The Arts Society and to other Member societies, Area, or organisations affiliated to The Arts Society or the Society. Members' details will be disclosed to HMRC as needed for gift aid.
- c. Members must notify any changes of address to the Membership Secretary as soon as possible after moving.

## **12. 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 8 (a) and 8 (d) passed at a General Meeting by at least two-thirds of the Members present and voting.

## **13. Winding up the Society**

If a Resolution to wind up the affairs of the Society has been duly proposed and carried at a General Meeting (at which a representative of The Arts Society 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. A copy of the statement of accounts or account and statement, for the final accounting period of the charity must be sent to the Charity Commission.

## **14. Withdrawal from the Association**

- a. A representative of The Arts Society Trustee Board should be invited to a General Meeting at which withdrawal from The Arts Society is to be proposed.
- b. According to the Memorandum and Articles of Association of The Arts Society, six months' previous written Notice must be given to The Arts Society before a Member Society withdraws from The Arts Society.
- c. On withdrawal or termination of Membership by The Arts Society, the Society shall cease to be entitled to the use of The Arts Society name and shall cease to be called "The Arts Society Beverley" The Society shall return to The Arts Society all confidential documentation issued by The Arts Society.

October 2015

Amended to incorporate name changes at EGM July 2017

Amended to change the tenure of the Chair at AGM November 2018