

# **The Arts Society North Bucks (formerly North Buckinghamshire DFAS) Constitution and Rules**

*[The Rules and Constitution of North Buckinghamshire DFAS were approved at the inaugural meeting on 8th January (2009)]*

This Constitution comes into effect from 12 April 2018, for the rebranding of the Society

## **1. NAME**

The Society shall be called **The Arts Society North Bucks**

## **2. OBJECTS**

As a Member Society of The Arts Society (The Arts Society is the operating name for the National Association of Decorative and Fine Arts Societies (NADFAS)) the Society shall have as its 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, but without limitation, the decorative and fine arts.

## **3. POWERS**

For the pursuit and fulfillment of the Society's objects its powers shall include the following:

- (a) The arrangement of lectures for members of the Society
- (b) The arrangement of special interest days, tours and visits to private houses, museums, exhibitions and other places of interest for members of the Society.
- (c) The arrangement of related activities of an educational character for children and other members of the public.
- (d) The arrangement of voluntary preservation and recording work by its members in relation to the decorative and fine arts and heritage.
- (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 its 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 objectives but without the power to pledge the personal liability of any member for the repayment of any sums borrowed.

## **4. MEMBERSHIP**

- (a) The Society shall have Ordinary Members and may have Honorary Members if the committee so decides.
- (b) 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.
- (c) 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.

(d) 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 but shall not be liable to pay a subscription nor be entitled to vote at any General Meeting of the Society. An Honorary Member who at the time of election as such was an Ordinary Member may elect to remain an Ordinary Member as well and in the event shall continue to be liable to pay a subscription and vote at General Meetings of the Society.

(e) Any Ordinary Member wishing to resign should give notice to the Secretary.

## 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 for more than three consecutive years. 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 the smooth transition of responsibilities.

(b) **The Chairman:** The Chairman, or in his absence the Vice-Chairman or an appointee of the committee, shall preside at all General Meetings and Committee Meetings of the Society. (If none of these are present, the members present shall choose one of their number to be Chairman of the meeting). The decision of the Chairman of the 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 the 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 General, Area and National Meetings of the Arts Society, or appoint a deputy to attend.

(c) **Honorary Officers:** The Committee may appoint Honorary Officers who shall be a President and up to 3 Vice-Presidents for a nominated period in recognition of their services to the decorative and fine arts or to the Society. These appointments shall be for a period of up to 5 years and may be renewed for a further 5 years term but no Honorary Officer shall hold this office for more than 10 years in total. An Honorary Officer shall be entitled to all the rights and privileges of Ordinary members except the right to vote at General Meetings.

## 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 twelve members including the Chairman, Vice-Chairman, Treasurer and Secretary.

(c) Any Ordinary Member of the Society may propose or second members for election to the Committee at the Annual General Meeting. Nominations must be given to the Secretary not less than 35 days before the date of the Annual General Meeting. Committee members shall retire each year but be eligible for re-election.

(d) With effect from 12 April 2018 no Committee member may serve for more than five years unless appointed as an Officer or to another specific post. Following such an appointment a Committee member may serve either a maximum of three years as required by Rule 5(a) in the case of Chairman or Vice-Chairman or a maximum of five years in all other cases.

(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 sub-committees accountable to it for such purposes as it determines.
- (h) The committee shall meet as required and not less than four times each year. A quorum shall consist of over one half of the elected members of the Committee, one of whom shall be an Officer.

## **7. FINANCE**

- (a) The Society's financial year shall end on 31st December 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-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 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 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 January 1st in every year.
- (b) A member whose subscription is not paid in full within 28 days of the due date shall thereupon cease to be entitled to rights and privileges of membership but may, at the discretion of the committee, be reinstated on payment of all arrears.
- (c) The Committee shall have power to charge an entrance fee for membership of the Society, additional to a member's subscription.
- (d) The Society will pay The Arts Society affiliation fee on 1<sup>st</sup> January of the calendar year in 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. Written notice, including the text and proposers and seconders of any resolutions, shall be given at least 21 days before the meeting.
- (b) 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 Chairman'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 of which due notice has been given,
  - (vi) Informally to discuss any other business with the permission of the Chairman.

(c) The election of Officers and of the Committee shall 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 at the meeting.

(d) The quorum for General Meetings shall be 25% of the Ordinary Membership.

(e) An Extraordinary General Meeting must be convened at the request of the Committee or of at least 20 members of the Society. Resolutions to be considered must be given in writing to the Secretary, within 35 days of the date of the meeting; the Secretary will then give all the members not less than 21 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.

(f) Except under Rule 9(c), voting shall be by a show of hands of those present and eligible to vote (abstentions 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. (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.)

## **10. MEMBERS' RESOLUTIONS**

Any member desirous of bringing forward any resolution shall give notice in writing thereof 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. Save with the consent of the Committee, a resolution which does not comply with the foregoing may not be proposed at a General Meeting.

## **11. CONDUCT OF GROUP LECTURES AND SPECIAL INTEREST DAYS**

(a) All members must ensure that they have registered before the start of each lecture or meeting that they attend.

(b) Members should take their seats ten minutes before the lecture or meeting is due to start, and may not be admitted after the proceedings have begun. Members who wish to leave early may do so immediately prior to the commencement of questions.

(c) In the event of a fire, members shall follow the instructions of the Committee to evacuate the lecture room and proceed to the assembly point. Members must not disperse from the assembly point unless instructed by the Committee.

## **12. VISITORS**

(a) A member may bring a guest to any lecture or meeting of the Society provided there is sufficient accommodation and the current guest fee is paid on arrival. No guest may attend more than two lectures or meetings in any one year commencing January 1st.

(b) Persons on the waiting list shall be entitled to attend up to three lectures in any year commencing January 1st, provided that, on each occasion, there is sufficient accommodation and that they have the express leave of the Secretary. They may not attend any further lectures as a guest of a member of the Society in that year.

## **13. 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 The Arts Society and to other Member Societies, Area, organisations affiliated to The Arts Society or the Society.

(c) Members shall notify any change of address to the Society.

#### **14. AMENDMENT OF CONSTITUTION AND RULES**

The Constitution and Rules may be amended by a written resolution of which due notice has been given in accordance with Rules 9(a) and 9(e), and passed at the General Meeting by at least **two thirds** of the members present and voting.

#### **15. 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 may request in writing such a member to resign, but only after granting 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 with one month from the date of such a written request shall cease to remain a member of the Society.

#### **16. 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 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.

#### **17. WITHDRAWAL FROM THE ASSOCIATION**

(a) According to Memorandum and Articles of Association of The Arts Society, 6 months previous written notice must be given to The Arts Society before a Member Society withdraws from The Arts Society.

(b) A representative of The Arts Society Trustee Board shall be invited to a General Meeting at which withdrawal from The Arts Society is to be proposed. If no reply is received to the invitation then the Meeting shall proceed.

(c) On withdrawal or termination of membership of The Arts Society, the Society shall cease to be entitled to the use of The Arts Society name and cease to be called "The Arts Society North Bucks" . The Society shall return to The Arts Society all confidential documentation issued by The Arts Society.

#### **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.