

## **THE CONSTITUTION OF SPITHEAD ARTS**

### **1. TITLE**

1.1. The Society shall be called SPITHEAD ARTS, hereafter referred to as the Society.

### **2. AIM**

2.1. The Society's aim is to contribute to its members' enjoyment of the Arts and related subjects.

### **3. OBJECTIVES**

- 3.1. The provision of at least ten lectures per year to members of the Society.
- 3.2. The arrangement of visits to collections, museums, exhibitions, special events and to houses, buildings and other places of relevant interest.
- 3.3. To subscribe or guarantee money for any purpose connected with or calculated to advance the aim of the Society.
- 3.4. To support any charitable or benevolent association or institution as agreed by members of the Society.
- 3.5. To encourage younger people's appreciation of the Arts and Arts related subjects.

### **4. MEMBERSHIP**

4.1. The Committee shall decide on the number and admission of full subscribing members based on the capacity of the meeting venue.

4.2. The Committee may offer Honorary Membership to persons who have done valuable work for the Society. Such Honorary Members shall not be required to pay the subscription but will have the same rights and privileges as members except that they shall not be eligible to vote at any General Meeting of the Society. An Honorary Member who at the time of election was an ordinary member may, however, elect to pay the subscription and then be able to vote at General Meetings.

4.3. If the number of potential members exceeds the number of members set by the Committee their names shall be placed on a waiting list. Those on the Waiting List shall be offered membership as vacancies arise, in strict order of the date of placement on the list.

4.4. The normal method of communication with members shall be by e-mail, mail, website posting or verbal announcement at the lecture meetings. Communications affecting only individual members, or to call an Extraordinary General Meeting, shall be sent by e-mail or mail delivered to the members' known addresses. All members shall notify, in writing, any change of address to the Membership Secretary.

4.5. If the conduct or action of any member shall, in the opinion of the Committee, be injurious to or inconsistent with the character, interests, aim or objectives of the Society, the Committee may, after offering such a member a hearing before it, request in writing that such a member should resign. Any member so requested who does not resign within one month of such a written request may, by decision of the Committee, be expelled from the Society.

### **5. DATA PROTECTION**

5.1 In accordance with the provisions of the Data Protection Act, members shall be deemed to consent to the storage on a computer of the names, addresses, telephone numbers and email

addresses, for the sole use of the Committee upon Society business, unless they have specifically stated to the contrary, in writing, to the Membership Secretary.

5.2. Access to such data shall be restricted to the officers of the Society, and to other Committee Members as required on a “need to know basis” and shall only be used for the purposes of communicating with members and publicising activities on behalf of the Society.

5.3. Members personal data shall not be shared publicly or used for any purpose other than that stated above.

## 6. LECTURE MEETINGS

6.1. In order to conform to the Fire Regulations, all present must register their attendance at lecture meetings on arrival. Persons who are not members or honorary members of the Society shall not be admitted to lecture meetings except for the following:

- a. Guests and persons on the Waiting List may, on payment of an attendance fee set by the Committee, attend any lecture after registering their name in the attendance register.
- b. Lecturers and guests expressly invited by the Committee.

## 7. OFFICERS

7.1. The officers of the Society shall be the Chairman, the Vice Chairman, the Treasurer, and the Membership Secretary. They shall be members of the Society and nominated annually by the Committee for election at the Annual General Meeting. Normally they should not serve for more than three continuous years in any one capacity.

7.2. Honorary Officers consisting of a President and Vice President may be appointed by the Committee for their life or for a specific period in recognition of their ‘services’ to the Society. They shall not be required to pay a subscription and shall be entitled to the same rights and privileges of members, except that they shall not be entitled to vote at any General Meeting of the Society. An Honorary Officer may, however, elect to pay the subscription and be entitled to vote at General Meetings.

## 8. COMMITTEE

8.1. The Committee shall manage the affairs of the Society and administer its funds.

8.2. The Committee shall normally consist of 6 to 10 members including the officers but shall never be more than twelve. The Committee may assign specific responsibilities to its members. It may also co-opt other members of the Society for specific tasks but they shall not be voting members of the Committee.

8.3. Committee members may be available for re-election each year.

8.4. In the event of a vacancy any member of the Society may propose or second other members of the Society for election to the Committee. Nominations must be given to the Meetings Secretary not less than 28 days before the Annual General Meeting. The Committee may also nominate members for election to the committee.

8.5. Any vacancy amongst the Officers or the Committee occasioned by death, resignation, refusal, or inability to serve may be filled by the Committee from the members and shall hold office or serve on the Committee until the next Annual General Meeting and have the same voting powers as any other member of the Committee.

8.6. The Committee shall meet at least four times a year. A quorum shall be five of the elected officers and members. The Chairman or, in his or her absence, the Vice Chairman shall be the chairman of meetings of the Committee. If neither is present, the committee shall choose one of their number to take the chair. The chairman of the meeting shall have a casting vote in the event of equality of votes on any matter under consideration by the meeting.

8.7. The Committee has the following powers:

- a. To purchase, take on lease, hire or otherwise acquire any real or personal property or premises, including halls, lecture rooms or theatres, and any rights or privileges, which it may think appropriate for the promotion of its Aim and Objectives.
- b. To raise money and to appeal for funds for the purpose of the Society.

8.8. The Committee shall have power to create Working Groups or Sub-Committees to work on specific topics for the purposes of fulfilling the aims of the Society. Members not on the main Committee may be co-opted to serve as voting members on working groups or Sub-Committees.

## 9. FINANCES

9.1. The funds of the Society shall 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. The Treasurer may hold cash up to a limit specified by the Committee. Cheques and other instruments up to a limit agreed by the Committee may be signed by the Treasurer alone. Payments above the authorised limit shall be signed by not less than 2 officers, one of whom must be the Treasurer.

9.2. The Committee may authorise reimbursement of expenditure on behalf of the Society.

9.3. The Committee shall decide on any fee payable for visits, outings, study days or other events. The fee will be due at the time of booking and will not normally be refundable.

9.4. The Society's financial year shall end on 31 October in every year.

9.5. Duly examined balance sheets with an account of the income and expenditure for the preceding financial year shall be submitted at each Annual General Meeting. An independent Financial Examiner shall be appointed at the Annual General Meeting for the succeeding financial year.

9.6. Insurances shall be placed by the Treasurer, with the approval of the Committee, sufficient to protect the interests of the society and meet any statutory or specific venue requirements.

## 10. GENERAL MEETINGS

10.1. An Annual General Meeting shall be held in each calendar year, normally in November, at such time and place as shall be determined by the Committee. Written notice of the meeting shall be given at least 14 days in advance. The quorum for the Annual General meeting shall be one quarter of members.

10.2. The business of the Annual General Meeting shall be:

- a. To receive the Chairman's Report.
- b. To receive the Treasurer's Report and to approve the examined accounts of the Society.
- c. To elect the officers and members of the Committee.
- d. To elect a Financial Examiner of the accounts for the succeeding financial year.
- e. To consider any proposals to support charitable or benevolent associations or institutions.
- f. To consider resolutions proposed by the Committee or by members.
- g. To transact any other business with the permission of the chairman of the meeting.

10.3. An Extraordinary General Meeting may be convened by the decision of the Committee or the request of at least twenty members of the Society. Resolutions to be considered shall be given in writing to the Meetings Secretary who will give all members not less than fourteen days written notice of the meeting, stating the time and place of the meeting and the resolutions to be tabled. The quorum for such a meeting shall be one third of the membership.

10.4. The Chairman or, in his or her absence, the Vice Chairman, shall be the Chairman of all General Meetings of the Society. If neither is present, the members at the meeting shall choose one of their number to take the chair. The decision of the chairman of the meeting upon any

question of order, voting, adjournment, or interpretation of the constitution of the Society shall be final. The chairman of the meeting shall have the casting vote in the event of equality of votes on any matter under consideration by the meeting.

10.5. The election of Officers, Committee Members and the Financial Examiner shall be by a show of hands unless there are more candidates than there are vacancies to be filled. In that event the relevant election shall be by written ballot of members present at the meeting.

10.6. Any member desirous of moving a resolution at an Annual General meeting shall give notice in writing, together with the name of a seconder, to the Meetings Secretary at least forty-two days before the date of the meeting. Any such resolution shall be included in the agenda with the name of the proposer and seconder.

10.7. A simple majority of the members present and voting is sufficient to approve a resolution except that a two-thirds majority is needed to amend this Constitution.

10.8. Guests and persons on the waiting list may be present at any general meeting but they are not allowed to speak or vote or take any part in the meeting.

## 11. SUBSCRIPTIONS

11.1. The amount of the annual subscription for membership of the Society for the following calendar year shall be determined by the Committee and reported to the Annual General Meeting. Members who do not pay the subscription to the Treasurer by 30<sup>th</sup> January for the succeeding year shall be regarded as having resigned their membership. New members who join on or after 1 January shall pay the full subscription if they join before the end of February. New members joining thereafter will pay a pro-rata reduced subscription.

11.2. Members deciding to resign during the year should give notice in writing to the Membership Secretary who should also be informed of the decease of any member. A pro-rata refund of subscriptions may be paid if specifically requested.

## 12. WINDING UP THE SOCIETY

12.1. If a special resolution to wind up the affairs of the Society shall have been duly proposed and carried at a General Meeting by at least two thirds of those present, then all due debts and liabilities of the Society shall be discharged, and all remaining assets and moneys shall be disposed of according to the simple majority wish of the members present. In the absence of a specific agreement on the disposal of assets, the Committee shall make the decision.