

The Arts Society Romsey Constitution & Rules

1 NAME AND PREAMBLE

The Society shall be called the THE ARTS SOCIETY ROMSEY (TASR).

This Society is a member Society of the National Association of Decorative & Fine Arts Societies (NADFAS). In May 2017 NADFAS officially announced that it would henceforth become known and would trade as THE ARTS SOCIETY. For the avoidance of doubt, the registered charity remains the National Association of Decorative & Fine Arts Societies, but for all practical purposes it will be known as THE ARTS SOCIETY. Henceforth in this document we shall refer to the National Association as THE ARTS SOCIETY. Consequentially, and upon approval of this document, Romsey Decorative and Fine Arts Society shall change its name to The Arts Society Romsey.

2 OBJECTIVES

This Society shall have as its objectives the promotion and advancement of the aesthetic education of the public, the cultivation, appreciation and study of all the arts, and the giving of aid to the development and preservation of our national artistic heritage for the benefit of the public.

3 ACTIVITIES and POWERS

In pursuit and fulfilment of the Society's objectives, its powers shall include the following.

- (a) To arrange lectures for the 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 its objectives.
- (f) To subscribe, donate or guarantee money for any purpose connected with and calculated to advance the objectives 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.
- (h) To undertake any other lawful activities in fulfilment of the objectives.

4. MEMBERSHIP

(a) Membership of the Society shall be open to any person over the age of 18 years. The Society shall have Ordinary Members and may have Honorary Members if the Committee so decide.

(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.

5 THE OFFICERS

(a) The Executive 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 the same office for more than three consecutive years, and no Executive Officer may serve for more than five years, unless the circumstances are exceptional.

(b) The Chairman, or in his absence an appointee of the Committee, shall preside at all General Meetings and the 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 THE ARTS SOCIETY General Meetings, Area or 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 fifteen Members including the Executive Officers.

(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 Annual General Meeting. Committee Members shall retire each year but be eligible for re-election.

(d) No Committee Member may serve for more than five years, unless the circumstances are exceptional.

(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 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.

(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 one third of the number of the elected Members of the Committee, at least one of whom shall be an Executive Officer. The Committee, at its discretion, may invite representatives of volunteering activities to attend.

(j) Subject to clause 9(f) the decision of the Committee on any question of interpretation of the Constitution and Rules shall be final and binding on all Members and guests of the Society.

(k) No member of the Committee shall acquire any interest in property belonging to the Society or receive remuneration or be interested (otherwise than as a member of the Committee) in any contract entered into by the Committee.

7 FINANCE

(a) The Society's financial year shall end on 31 July 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 Executive Officers to arrange payment and reimbursement 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 and other investment institutions as the Committee shall agree. Cheques and other instruments shall be signed by two Executive 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 SUBSCRIPTIONS

(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 and shall be due on a date in every year on a date to be determined by the Committee.

(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 Society will pay THE ARTS SOCIETY affiliation fee as required annually.

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 Agenda, the text and proposers and seconders of any Resolutions, shall be given at least 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 Committee's Report on the activities of the past year

[iii] To elect the Executive 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.

(b) The election of Executive 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 present at the Meeting.

(c) The Executive Officers and the Committee serving at the commencement of the annual General Meeting shall continue to serve until the conclusion of the last lecture of the current session, at which time the newly elected Executive Officers and Committee shall assume office.

(d) The quorum for General Meetings shall be one-third of the Ordinary Membership.

(e) An Extraordinary general Meeting must be convened within 35 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 at least 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.

(f) Except under Rule9(b), voting shall be by a show of hands and by a simple majority, save when an increased majority and/or majority of those present and entitled to vote is expressly required. Proxy voting shall not be permitted. Abstentions shall not constitute a vote. In the event of equality of votes, the Chairman of the Meeting shall cast an additional vote.

(g) The decision of the Chairman of a General Meeting upon any question of order, voting, adjournment of the Meeting or interpretation of the Rules of TASR shall be final.

10 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. 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 MEMBERS' ADDRESSES AND THE DATA PROTECTION ACT

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

(b) Where the names and addresses and telephone numbers of Members are held in a computer, Members must consent to the disclosure of such information to THE ARTS SOCIETY or other Societies, Areas or companies affiliated to THE ARTS SOCIETY or the Society. The Society must obtain new Members' permission before holding their details on computer.

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 9(a) and 9(d) and 10 passed at a General Meeting by a majority of the Members present and voting.

13 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, objectives 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.

14 WINDING UP OF THE SOCIETY

If a Resolution to wind up the affairs of the Society shall have been duly proposed and carried at a General Meeting (to which a representative of the TAS Trustee Board has been invited) by at least two-thirds of those present so much of the assets shall be realised as may be necessary to discharge the 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 objectives similar to those of the Society as the Committee shall decide.

15 WITHDRAWAL FROM THE ARTS SOCIETY

(a) A representative of the THE ARTS SOCIETY Trustee Board shall 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 THE ARTS SOCIETY name and shall cease to be called the The Arts Society Romsey. The Society shall return to TAS 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 the 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.

†"Written" shall include communication by letter, fax, email or any other electronic means acceptable to all parties.

Revised: March 2015

Approved at AGM: June 6, 2017