



The Grosvenor Art Society of Chester

Constitution

NAME AND OBJECTS

1. The name of the organisation shall be “The Grosvenor Art Society of Chester”.
2. The objects of the Society shall be-
 - (a) To foster the appreciation and practice of the visual arts.
 - (b) To provide opportunity for practical work through lectures, demonstrations and discussions.
 - (c) To organise Exhibitions.
 - (d) To maintain contact with other Art Societies.
 - (e) To make, from time-to-time, charitable donations in accordance with the recommendations of the Committee.

MEMBERSHIP

3. The membership of the Society shall be open to all persons interested in the objects of the Society.
4. Members may either be-
 - (a) Members, or
 - (b) Junior Members.

Junior membership shall be open to persons over the age of 14 and under the age of 18. Junior members may exhibit at exhibitions organised by the Society and attend all functions but only if accompanied by a parent. For the avoidance of doubt the parent accompanying a Junior Member may attend without charge.
5. The annual subscriptions for ordinary and junior members shall be as determined by the Committee and reported to the Annual General Meeting (AGM).

FINANCE

6. The Society shall be non-profit making. Its funds shall be applied solely in pursuance of the objects of the Society.
7. The financial year of the Society shall be from 1st January to 31st December.
8. The Treasurer will be responsible for all monies received by the Society, and in particular shall-
 - (a) Process all payments authorised by the Committee,
 - (b) Whether electronically or otherwise, keep all necessary and proper books of account,
 - (c) Prepare for the use of the Committee a forecast of the Society’s likely financial circumstance during the forthcoming accounting period. In particular the forecast will be designed to enable the Committee to set

and then to report to the Society's AGM the appropriate level of annual subscriptions to be paid by members, and

(d) Prepare and submit an annual financial statement for consideration by the Society at the AGM.

9. Banking accounts shall be maintained in the name of the Grosvenor Art Society and the Committee shall authorise cheques to be signed by any two of the four members of the Committee authorised to sign on behalf of the Society.

MANAGEMENT

10. The Principle Officers of the Society shall be the Chair, Treasurer, Secretary and Exhibition Coordinator. They shall be elected at the AGM of the Society and shall hold office for not more than 2 years without seeking re-election.
11. If any member of the Society wishes to stand for election as a Principle Officer of the Society or to the Committee then the following provisions shall apply.
- (a) The name of each candidate together with the names of his or her proposer and seconder shall be lodged with the Secretary, or in the absence of the Secretary the Vice-Chair, at least 28 days prior to the AGM.
 - (b) Each candidate may prepare and lodge with the Secretary, or in the absence of the Secretary the Vice-Chair, a statement in support of his or her candidacy. Any such statement must be lodged at least 14 days prior to the AGM and shall not exceed 500 words.
 - (c) The Secretary, or in the absence of the Secretary the Vice-Chair, shall use best endeavours to circulate copies of any such statements to the Members of the Society by email or post and will, in any event, ensure that at least 20 copies of each statement are available for distribution to Members of the Society at the AGM.
 - (d) Each candidate may address the AGM for no longer than 5 minutes.
 - (e) The elected candidate will be the one achieving the greatest number of the votes cast by the Members in attendance and voting at the AGM. All votes shall be cast by a show of hands, and taken in the absence of the candidates.
12. The Society at the AGM shall elect 8 of its members to be Officers of the Society each of whom shall hold office for not more than 1 year without seeking re-election.
13. Together the Principle Officers and the Officers shall constitute the Committee of the Society. A quorum of the Committee shall consist of 7 members, provided that at least one Principle Officer is present.
14. The members of the Society shall share the responsibility for the Management of the Society through the power to vote at all general meetings of the Society.
15. Subject to the decisions of the Society in a General Meeting, the Committee shall have the entire direction of the management of the Society and the disposition of its funds.
16. The Committee shall have control of its own proceedings and may:-
- (a) Elect from its number such person or persons to hold such other post or posts, including a Vice-Chair, as may from time-to-time be necessary for the proper management of the Society;
 - (b) Formulate rules to govern its own proceedings;

- (c) Formulate a procedure for dealing with complaints, “The Complaints Protocol” copies of which will be available to members upon request; and
 - (d) Submit nominations for the election of Principle Officers and the Officers for consideration by the Society at its AGM.
17. The Committee shall-
- (a) appoint an auditor to audit the annual accounts of the Society; and
 - (b) devise and as necessary amend and update a policy in respect of the protection of data provided by members of the Society and others dealing with the Society: the Policy will be published on and be accessible via the Society’s website, and copies will be available to any person requesting a copy.
18. In order to facilitate the (a) efficient and proper management of the Society, and (b) the work of the Society the Committee may appoint Sub-Groups. The Committee shall determine and define the terms of reference under which any Sub-Group shall act. The members of any Sub-Group shall be drawn from the Committee. In addition the Committee may co-opt on to any such Sub-Group any other members of the Society, in particular those with expertise relevant to the work of the Sub-Group. Subject to the direction of the Committee, any Sub-Group shall have control of its own proceedings. All recommendations and reports (if any) of any Sub-Group shall be subject to the consideration and approval of the Committee and shall be of no effect unless and until so approved.
19. Subject to the overriding discretion and decision of the Committee (which shall not apply in the case of the Chair), no member of the Committee may hold more than one post at the same time. Nothing in this provision shall prevent a member of the Committee, including the Chair, from serving on one or more Sub-Groups.
20. In the event that a vacancy on the Committee arises which, in the view of the Committee, requires filling prior to the next AGM, the Committee may appoint a member of the Society to fill that vacancy until that AGM and may nominate that person for election by the Society at that AGM.

MEETINGS

21. The AGM shall be held no later than the 28th February in each year, commencing in 2020. Ten clear days notice in writing of the AGM shall be distributed to all members.
22. In addition to the election and/or re-election of the Principle Officers and Officers the AGM shall-
- (a) Receive, and if considered appropriate, approve the Minutes of the Previous AGM;
 - (b) Receive, and if considered appropriate, approve and adopt the Report of the Committee for the previous year;
 - (c) Receive, and if considered appropriate, approve and adopt a report of the Treasurer which shall include a financial statement for the preceding year;
 - (d) Consider any other business.
23. Any Member seeking to have any issue determined by the Membership of the Society at an AGM shall lodge with the Secretary, or in the absence of the Secretary the Chair, details of the resolution or other business sought to be determined or transacted with details of its proposer and seconder at least 21 days prior to the date set for the AGM.

24. A Special General Meeting may be called:

- (a) at the discretion of the Chairman, or
- (b) on the request in writing of any 12 members. Any such request shall be addressed to the Chairman, but, if the Chairman is not available, it must be addressed to the Secretary.

In any event, 28 day's notice of the date, time and place for such a meeting will be given to Members of the Society by email or post.

25. Save as is otherwise provided by this Constitution, all motions, resolutions and other business shall be passed or transacted by a majority vote of those Members of the Society attending and voting at the Meeting in question. All votes shall be by way of a show of hands.

RULE CHANGES

26. The Committee will monitor the working of this Constitution and keep its provision under review to ensure that it best serves the objects and interests of the Society. In any event, this Constitution will be reviewed by the Committee every 5 years in order to ensure it best serves the objects and interests of the Society.

27. Amendments to this Constitution may be made either:-

- (a) By recommendation of the Committee; or
- (b) By the submission of a motion of inclusion in the agenda for the next AGM. The motion shall be signed by not less than 12 members, addressed to the Chairman or Secretary and delivered not later than 21 days prior to the date set for AGM.

Such amendments shall be subject to the approval of 60% of the members of the Society attending and voting at the AGM or at a Special General Meeting.

DISSOLUTION

28. The Society may be dissolved at a Special Meeting duly called solely for that purpose. At least one month's notice in writing of any special meeting shall be given to all members.

29. On dissolution of the Society, all assets shall be devoted to purposes consistent with the objects of the Society.

This Constitution was approved and adopted by the Society at a Special General Meeting held on 8th December 2018 and shall take effect from 1st January 2019.

Signed:  (Chair)
Signed:  (Secretary)