

# **NOTTINGHAM AND NOTTS PHOTOGRAPHIC SOCIETY CONSTITUTION AND GENERAL RULES**

## **1. PRELIMINARY**

1.1. The name of the Society shall be "Nottingham and Notts Photographic Society".

1.2. The Society shall be a members' society and will consist of ordinary members together with such honorary members as are hereinafter mentioned (see 5.2).

## **2. OBJECTS**

2.1. The objects of the Society shall be:

- a) The general advancement of the Art and Science of Photography
- b) Communication of new and/or interesting matter connected with photography for the benefit and recreation of its members.

## **3. MANAGEMENT**

3.1. The affairs of the Society, in all matters not reserved for the Society in a General Meeting (that is open to all members), shall be managed by the General Committee of the Society, consisting of 12 members.

3.2. The General Committee may appoint sub-committees for such purposes as it may deem appropriate.

3.3. Five members shall constitute a quorum of the General Committee, and two, a quorum of a subcommittee.

3.4. Usually, there shall be a President, Vice President, Secretary, Treasurer, Membership Secretary, Programme Secretary, Exhibition Secretary, Competition Secretary, and Publicity Secretary, all of whom, as officers of the Society, shall serve on the General Committee (see 3.7). In addition, not more than three other Members of the Society shall be elected to serve on the Committee. All officers and committee members shall go out of office at the end of every year, (except for the President and the Vice-President - see paragraph 3.11), but shall be eligible for re-election.

3.5. The General Committee may fill any vacancies that occur between Annual General Meetings either in the composition of the General Committee or among the officers of the Society.

3.6. The General Committee shall have the power to co-opt for a limited period of time (not extending beyond the next Annual General Meeting) any member whose particular skills are required by the General Committee for a specified purpose, even if that co-option takes the number of General Committee members to more than twelve in number.

3.7. A person may hold more than one office but, if more than one office is held, that person shall have only one vote on any one proposal put to the vote.

3.8. In the case of equality of voting during the business of the General Committee, the Chairman of the meeting, who shall normally be the President (or in his/her absence the Vice President), shall use his / her vote as the casting vote. (If neither of these officers is present the meeting shall elect a Chairman from amongst its members as the first act of the meeting.)

3.9. All of the officers of the Society, with the exception of the President and Vice President, shall be elected from time to time by the Society in General Meeting from among the members of the Society. Additional officers may also be elected from time to time as the General Meeting shall determine, but these additional officers shall not be members of the General Committee unless elected as such in addition.

3.10. The Officers (with the exception of the President and Vice-President) and General Committee of the Society shall retire annually, but shall be eligible for re-election without further nominations.

Additional nominations must be submitted in writing to the Secretary at least 21 days before the Annual General Meeting.

3.11. The President and Vice President shall be elected from amongst the members of the Society at the Annual General Meeting and may each serve for not more than two consecutive years, though either or both of these may be re-elected to that same office after a period of one or more years. The Vice President will normally succeed to the Presidency.

3.12. All officers of the Society shall act in all matters in accordance with the directions of the General Committee.

3.13. The Treasurer shall keep such books of account as will enable an accurate and audited report and statement of the finances of the Society to be presented at every Annual General Meeting, or at any other time if required (on reasonable notice) by the General Committee.

3.14. The Secretary shall prepare a report for the Annual General Meeting, or at any other time, if required (on reasonable notice) by the General Committee. The Secretary may call a meeting of the General Committee at any time or by order of the President. The Secretary shall take minutes of the proceedings of each and every General Committee Meeting and the business aspects of every General Meeting of the Society. Such minutes shall be properly recorded and, once ratified by the Committee, may be made available to any member of the Society upon request.

3.15. Nominations for the Committee should be made in writing or emailed to the Secretary at least 21 days prior to the AGM. Nominations must be made and seconded by members of the Society.

#### 4. FINANCE

4.1. The funds of the Society shall be applied solely to the objects stated in Rule 2. Members of the Society shall not receive payment either directly or indirectly for their service other than for the legitimate expenses incurred on the Society's behalf.

4.2. The General Committee shall have the authority to incur expense on behalf of the Society.

4.3. All expenditure shall normally require the approval of the General Committee but, in the interest of expediency, sums less than £100 can be approved by the President or Treasurer but should be discussed at the next General Committee meeting.

4.4. All prizes and gifts shall be approved by the General Committee.

4.5. The funds of the Society, except for petty cash, shall be deposited with a bank or building society approved by the General Committee.

4.6. Cheques may be drawn on the account and shall require any one of at least three signatories who shall include the President, Secretary, and Treasurer.

4.7. The accounts of the Society shall be kept by the Treasurer and open to scrutiny by any member of the Society upon notice of two weeks given in writing.

4.8. A suitable member of the Society, not being a member of the General Committee, shall be appointed at each Annual General Meeting to examine and certify the accounts of the Society, so that the members may accept the accounts as a true and correct record of the financial affairs of the Society.

4.9. The accounts for the year shall be presented at the Annual General Meeting.

#### 5. MEMBERSHIP

5.1. Membership of the Society shall be open to all. A person shall be deemed to have joined the Society on completion of an application form and on the payment of the Annual Subscription.

5.2. Honorary Membership shall be awarded on the recommendation of the General Committee subject to ratification at a General Meeting by majority vote. Honorary Members shall not be liable to pay a subscription nor entrance fee but shall be entitled to all privileges of membership.

5.3. Any member who in the opinion of the General Committee, on hearing all of the relevant evidence, is deemed to have brought the Society into disrepute, shall have their membership immediately withdrawn.

5.4. The General Committee may, if it considers it to be necessary, impose a limit on the number of members to be admitted and when that limit has been reached, may set up, under the supervision of the Treasurer/Membership Secretary, a waiting list. When vacancies occur or when the General Committee decides to admit more members, applicants will be offered places in the order that their names were entered on the waiting list.

5.5. Membership details including members' identity, names and addresses and other relevant information may be kept in computerised files. Any member objecting to his/her details being so kept should notify the Membership Secretary in writing.

## 6. SUBSCRIPTIONS

6.1. Annual subscriptions shall be payable on joining the Society and thereafter, without demand, by the 15th September and shall be an amount agreed at the previous Annual General Meeting.

6.2. Members whose subscriptions remain unpaid by 1st November will be deemed to have resigned from the Society.

6.3. Any new member admitted to the Society on or after 1st January shall pay one half of the annual subscription for the rest of that season.

6.4. Visitors may be admitted to meetings on payment of a fee decided by the Committee.

## 7. MEETINGS

7.1. Meetings and excursions shall be held at such time and place as the General Committee shall determine.

## 8. GENERAL (BUSINESS) MEETINGS

8.1. The Annual General Meeting of the Society shall normally be held in the month of May or June in each year.

8.2. At least 21 days' notice shall be given of the Annual General Meeting.

8.3. The business of the Annual General Meeting shall include the election of the Officers and General Committee of the Society, presentation of accounts and Officers' reports together with any other business.

8.4. A Special General Meeting of the Society may be summoned at any time by the General Committee or on the written request of not less than one quarter of the number of ordinary members of the Society. Any such written request should be addressed to the Secretary and must detail the nature of the business to be discussed. At least 14 days' notice must be given of the date and subject of that meeting, though this period of time may be shortened if in the view of the General Committee, this is warranted by the urgency of the business to be discussed.

8.5. All Officers of the Society will provide a report to the Annual General Meeting of the activities held under their responsibilities during the previous year.

8.6. At any General Meeting of the Society, every member of the Society shall be entitled to be present and every ordinary or honorary member shall be entitled to one vote upon every motion put to the meeting.

8.7. Decisions taken at a General Meeting shall be based on the majority vote of members present at the meeting except on matters concerning the Constitution (see paragraph 10) and the dissolution of the Society (see paragraph 13).

8.8. In the case of equality of voting the Chairman of the meeting, who shall normally be the President (or in his / her absence the Vice President), shall use his / her vote as the casting vote. (If neither of these officers is present the meeting shall elect a Chairman from amongst its members as the first act of the meeting.)

## 9. EMERGENCIES

9.1. The General Committee has full power to deal with any contingency that may arise which is not provided for in this Constitution.

## 10. NOTICES

10.1. Each member shall keep the Membership Secretary informed of that member's private address, telephone number, and email address or of some other address at which communications may be addressed to that member. Nevertheless, it shall not be necessary to send any notice intended for members generally to any member, by post or otherwise, except in the case of the notice convening any General Meeting for any of the purposes connected with the dissolution of the Society. In addition, notices may be displayed on the Society's website.

10.2. All notices shall be posted by being placed in a prominent position during the meetings of the Society, and it shall be the duty of the Secretary to ensure that any such notice remains so exhibited at the weekly meetings throughout any period required under this Constitution. Normal written communication with members will be by email, unless individual members reasonably request otherwise.

## 11. ALTERATION OF THE CONSTITUTION

11.1. The Constitution of the Society may be revoked, added to or altered by a majority comprising two-thirds or more of the members present and entitled to vote at any General Meeting of the Society. Any member desiring to propose an alteration to the Constitution shall give one month's notice of the intention to do so to the Secretary in writing. Such notice shall include the nature of the revocation, addition or alteration together with full particulars thereof.

## 12. EXCLUSION OF LIABILITY

12.1. Neither the Society nor any officer thereof shall be liable to any member or guest for any loss of or damage to any property occurring, from whatever cause, in or about the Society meeting rooms or on any of its excursions; nor for any injury sustained by any member or guest however or wherever caused during any of the activities of the Society.

## 13. DISSOLUTION

13.1. If the number of ordinary members of the Society shall fall below ten, or if at any time the Society shall pass in a General Meeting by a majority comprising two-thirds or more of the members present a resolution of its intention to dissolve, then, if required for the purposes of clearing any debts being carried by the Society, the General Committee shall take immediate steps to convert into money any or all of the property of the Society. The General Committee shall, however, retain the power to postpone or delay the conversion of any particular property if the Society in General Meeting shall so authorise. Out of the proceeds of such conversion all debts and liabilities of the Society shall be discharged, the remaining funds and/or possessions of the Society shall be devoted to objects similar to those of the dissolving Society and as determined in a General Meeting, and thereupon the Society shall for all purposes be dissolved.

13.2. A copy of the notice convening any General Meeting for the purposes of dissolution shall be sent by the Secretary by post to every member at their last notified address not less than 14 days before the date appointed for the General Meeting; but any accidental omission to send such copy or the non-receipt of the same shall not invalidate any proceedings or resolution.

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