

# Brechin Photographic Society

Established 1888

## CONSTITUTION AND RULES

### 1 NAME OF THE SOCIETY

The Society shall be called the BRECHIN PHOTOGRAPHIC SOCIETY

### 2 OBJECTS OF THE SOCIETY

The objects of the Society shall be

- a) to promote the art of photography in the district of Brechin and to provide appropriate facilities therefore.
- b) to promote activities for the benefit of members to advance the photographic understanding, skills, knowledge and competences in photography, and
- c) to provide facilities and equipment for the furtherance of the above objectives.

### 3 MEMBERSHIP

Membership of the Society shall be open to any person interested in photography on application regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs.

The Society may have different classes of membership and subscription on a non-discriminatory and fair basis. The Society shall aim to keep subscriptions at levels that will not pose a significant obstacle to people participating.

### 4 ASSETS OF THE SOCIETY

- (a) The property, assets, effects and money of the Society shall belong to the members during membership equally; but the right and interest of every such member shall be personal and limited to himself/herself and shall expire with his/her membership.
- (b) The title to all the Society's assets and generally the whole property of the Society, at present belonging to, or which shall hereafter be acquired by the Society, shall be vested in the President, Vice-President, Secretary and treasurer for the time being as Trustees.
- (c) The property and funds of the Society shall not be used directly or indirectly for the private benefit of any member other than as reasonably allowed by the rules or decided by the Committee.
- (d) All surplus income and/or profits are reinvested in the Society.

### 5 MANAGEMENT

The business and affairs of the Society shall be managed by a Committee. The Committee shall consist of the Officers of the Society, namely the President, Vice-President, Secretary, Treasurer and Competition Secretary, together with not less than three ordinary Committee members. All the members of the Society shall be eligible for election as Officers of the Society or as ordinary Committee members on completion of one year of membership. The Officers of the Society and ordinary Committee members shall be elected annually at the Annual General Meeting and shall retire annually but be eligible for re-election. However, Officers of the Society shall not be eligible to serve in the same capacity for a period of more than three consecutive years from the adoption of this constitution. No person shall be eligible to be appointed as an Officer of the Society or as an ordinary Committee member unless he/she shall have been duly nominated by being proposed and seconded by two members of the Society. Any vacancy which may occur in the Committee shall be filled by co-option from the ordinary membership and the person appointed shall

hold office until the Annual General Meeting next ensuing when he/she shall retire but shall be eligible for re-election. As a courtesy, the immediate Past-president may be invited to attend Committee meetings at the invitation of the incumbent President, but shall not be entitled to vote.

## 6 POWERS OF THE COMMITTEE

- (a) The Committee shall have the authority to exercise all powers not reserved to a General Meeting of the Society and shall take all necessary steps to ensure the proper running of the Society.
- (b) The Committee shall have the power to approve sub-committee where necessary. Members of such sub-committees need not be members of the Committee but must be members of the Society. Such sub-committees shall not have power by themselves to manage any part of the affairs of the Society, but the Committee may adopt their recommendations.
- (c) The Committee shall have the sole power to sanction payments.
- (d) The Committee shall meet as often as is deemed necessary.
- (e) Five shall form a quorum at all Committee meetings.
- (f) The Society shall indemnify Officers and members of the Committee acting properly in the course of the running of the Society against any liability incurred in the proper running of the Society (but only to the extent of its assets).
- (g) The Committee will have due regard to the laws on disability discrimination and child protection.

## 7 DUTIES OF THE OFFICERS OF THE SOCIETY

- (a) **PRESIDENT.** The President shall preside over all meetings of the Committee and of the Society and shall have a vote in the decisions thereof and in the event of equality of voting shall also have the casting vote.
- (b) **VICE-PRESIDENT.** The Vice-President shall act as an ordinary Committee member except that he shall perform the duties of the President at meetings of the Committee and of the Society from which the President is absent.
- (c) **SECRETARY.** The Secretary shall in addition to normal secretarial duties, convene all general and special meetings of the Committee and meetings of the Society. He/she shall correspond with members of the Society and others on all matters connected with the Society except such as under the control of the Treasurer.
- (d) **TREASURER.** The Treasurer shall collect all subscriptions of the Society, keep correct books showing the financial affairs of the Society, make payments sanctioned by the Committee, make up and balance the accounts of the Society, prepare the annual Balance Sheet and present the Balance Sheet at the Annual General Meeting. All moneys received shall be banked for safe keeping as soon as possible.
- (e) **COMPETITION SECRETARY.** The Competition Secretary shall coordinate all matters concerning internal and inter-club competitions, shall arrange suitable (SPF approved or equivalent) judges, collect all entries from members and communicate them to the appropriate judges.

## 8 GENERAL MEETINGS

An Annual General Meeting (AGM) of the members of the Society shall be held on such date as may be chosen by the Committee for the purposes (a) of receiving reports of the Committee through the Secretary and Treasurer, (b) to receive and approve or otherwise the Balance Sheet of the Society, (c) to appoint by election the Officers and ordinary Committee members of the Society, and (d) to deal with any other competent business.

The Secretary shall circulate Notice of the Annual General Meeting with a proposed Agenda no later than four weeks in advance. Any member wishing to move a resolution at the AGM shall give notice thereof in writing or by e-mail to the Secretary no later than fourteen days in advance. Such resolution must be supported by two members who are prepared to move and second the resolution at the AGM. The Secretary shall circulate the final agenda for the AGM (if necessary) no later than seven days in advance.

An Extraordinary General Meeting of the Society may be called by 30% or 10 members of the Society, whichever is the fewer, petitioned in writing to the Secretary. Such petition must set out the purpose for which the meeting is called. The Secretary shall circulate notice and convene such Extraordinary General Meeting as soon as may be reasonably practicable thereafter. Only the subject set out in the petition shall be dealt with at any such meeting.

- 9 All members of the Society may attend and take part in any of the said General Meetings and may vote. Proxy votes must be notified in writing to the Secretary at least 7 days in advance of such meetings. All votes shall be by a show of hands, unless there is a proposal duly seconded that the vote shall be by written ballot, in which case, if the proposal received the support of at least 50% of the members present, then such vote shall be taken by written ballot. All resolutions put to the vote shall be decided by simple majority of those eligible to vote except Amendments to the Constitution and a Resolution to Wind Up the Society, both of which shall require a two-thirds majority. In the event of the votes being equal the President shall have a second or casting vote.

#### 10 ADMISSION OF MEMBERS

- a. On admission of new members, the Secretary shall, furnishing them with a copy of the current Programme of the Society and requesting them to pay their subscription.
- b. Membership shall not be refused to any person solely on the basis of race, creed or social impediment.
- c. Any member changing his/her address is required to notify the Secretary as soon as possible thereafter.

#### 11 SUBSCRIPTIONS

Subscriptions must be paid within one month of joining the Society, however, they may be paid either in full at the beginning of each session (in September) or in two instalments, one at the beginning of the session and the other at the beginning of the next calendar year (in January).

- 12 The amounts of the subscriptions are subject to review at the Annual General Meeting

#### 13 RESIGNATIONS, SUSPENSION AND EXPULSION

Any member may resign from the Society at any time on sending written notice to the Secretary, but no subscription or portion shall be refunded except at the discretion of the Committee.

- 14 The Committee shall have the power to take disciplinary action, including suspension or expulsion from membership, against any member whose conduct is liable to bring the Society or photography into disrepute or who shall infringe any of the Society rules. Any member subject to such action shall have the right of appeal to a duly constituted disciplinary sub-committee established by the Committee. The decision of such sub-committee shall be final.

- 15 Any member who shall cease to belong to the Society either by resignation or otherwise shall have no claim upon or be entitled to participate in any effects, assets or property of the Society.
- 16 **PROGRAMME AND RULES**
- a) The Committee shall decide upon and publish a Programme of events prior to the start of each session.
  - b) Competition and other Rules shall be decided by the Committee and shall be published in the Programme and the Society's website.
  - c) If necessary the Committee shall have the right to modify the Rules during the session whereupon such modifications shall be communicate to the membership and published on the Society's website.
- Members on paying their subscriptions are considered to have submitted themselves to the Rules and Constitution of the Society and on these conditions alone are entitled to enjoy the advantages of the Society.
- 17 All regulations made by the Committee shall be binding on every member of the Society until set aside by a General Meeting.
- 18 At the Annual General meeting or any Extraordinary General Meeting call specifically for the purpose it shall be competent for any member of the Society to propose a new rule or rules.
- 19 **AMENDMENTS OR ADDITIONS TO THE CONSTITUTION**
- Any proposed amendment or addition to the constitution of the Society must be notified no later than 4 weeks prior to the Annual General Meeting, the proposer, or his/her agent being prepared to speak to his/her amendment or addition.
- 20 **WINDING UP**
- (a) The members may vote to wind up the Society if not less than two-thirds of those present and voting support that proposal at a properly convened General Meeting.
  - (b) The Committee will then be responsible for the orderly winding up of the Society's affairs.
  - (c) After settling all liabilities of the Society, the Committee shall dispose of the net assets remaining to one or more of the following:
    - (i) to another Club or Society with similar purposes and/or
    - (ii) to the Society's governing or affiliated body for use by them for related activities.