

The Shoalhaven Art Society Incorporated

ABN 82516411848



1. NAME: The name of the society is “The Shoalhaven Art Society Incorporated”, from this point will be referred to as “The Society”.

2. OBJECTS:

- a) to foster and encourage the practice and appreciation of the fine arts, visual arts, and art craftsmanship.
- b) to promote and foster an appreciation and recognition of artists in the community.

3. ACTIVITIES: The objects of The Society will be achieved by organising:

- a) meetings, workshops, and discussion sessions of, and for the members.
- b) exhibitions of the work of members and by sponsoring the exhibitions of other art groups.
- c) lectures and demonstrations
- d) social functions, featuring artistic endeavour.

4. MEMBERSHIP:

- a) unless otherwise determined by The Committee, membership of The Society shall consist of the following designations:
 - i) full members
 - ii) junior members
- b) full membership shall be open to any person over the age of 18 years and that no qualifications required.
- c) junior membership shall be open to any person under the age of 18 years who shall be nominated by and seconded by a full member. A junior member shall not be entitled to vote at meetings and who shall pay the subscription from time to time laid down by the committee.
- d) Applications for Membership are invited via the website.
- e) The Committee will maintain a register of Members with email and phone details for the purpose of convening Special Meetings, Annual General Meetings and invitations to General Meetings and Exhibition as contributing artists. Especially as they relate to the Exhibitions. This list to be maintained by the Secretary.
- f) the annual subscription payable by members of The Society shall be such as the Committee determines, and these will be as follow until the Committee resolves otherwise:

	annual subscription
--	---------------------

member description	
full member	\$40
junior member	\$10

- g) all annual subscriptions shall be due and payable before the end of January each year.
- h) Reminders will be emailed to members during January.
- i) At the time of Membership renewal, a digital survey will be sent out to update member requirements and expectations.
- j) The Committee will maintain a register of sponsors and donors.

5. MANAGEMENT

- a) the policies of The Society shall be decided by The Society at an appropriate Special Meeting or the AGM. Majority vote applies.
- b) the management of the activities of The Society shall be vested in the management committee, (from this point forward referred to as the Committee) which shall consist of the following office bearers, President, Vice president, Secretary, Treasurer, and not more than nine other committee members.
- c) matters relating to The Society's activities shall be relayed to members by digital Newsletter, posted to those still requiring non-digital communication.
- d) the committee shall act in the best interests of The Society and in accordance with the terms of the Constitution. It shall hold regular monthly committee meetings at which the business of The Society shall be transacted.
- e) in addition to the above an auditor needs to be identified at each AGM or as soon as possible after that meeting.
- f) The Treasurer will keep all financial documents relevant to the current financial year until those records are audited. All other documents are to be held by the Public Officer until a permanent site is determined.
- g) For exhibitions, a sub-committee, known as the Selection Committee, shall be formed, and those members are responsible for the establishment of exhibition guidelines.
- h) The selection committee shall qualify the artworks submitted for exhibition by The Society and Gallery Director, where applicable, hanging and/or the arrangement of such works.
- i) The Committee shall formulate a working policy regarding selection of works for exhibition and this policy shall be conveyed to the Selection committee for implementation.

- j) the committee shall have the power to appoint subcommittees.
- k) a quorum of the committee shall be 4 members.
- l) in the event of any vacancy occurring in the committee The Society shall, if possible, elect a new committee member at the next meeting.
- m) In relation to Internal disputes.
 - Member to Member.
 - i. Submit a description of any such issue in writing to the committee.
 - ii. Time arranged for two committee members plus the two people at odds and a support person for each, much like a mediation session.
 - iii. Limited time organised.
 - iv. List of potential outcomes should be discussed by the committee prior to the arranged mediation and presented as part of the discussion during the mediation, as potential resolution pathways.
 - Member and The Society.
 - v. A description of the issue is to be sent to committee in writing,
 - vi. An initial meeting consisting of 2 committee members and the complainant plus their support person, to be held to resolve the issue.
 - vii. if issue not resolved then a Special Meeting of The Society needs to be set in motion.

6. ORDINARY MEETINGS

- a) Ordinary meetings of The Society shall be held regularly, three times per year, the purpose of the meeting being to participate in any or all, of those activities laid down under rule three of the Constitution.
- b) That notice for these Ordinary Meetings will be sent 14 days prior to such meetings.
- c) Agenda sample, attachment A.

7. SPECIAL GENERAL MEETINGS: Special General Meetings of The Society shall be held,

- a) when deemed necessary by The Committee.
- b) at the written request of not less than four members of The Society. At least 14 days' notice shall be given to Members of such meetings.

8. ANNUAL GENERAL MEETING:

- a) an Annual General Meeting (AGM) shall be held within 60 days the end of the financial year.
- b) notice of any special business to be considered at the AGM shall be given in writing to the Secretary at least seven days before the date of such meeting.
- c) the Management committee (as in rule 5b), the selection committee and the honorary auditor shall be elected by The Society members at the AGM.

- d) all members desiring election as office bearers, and all members voting shall be financial.
- e) at least 14 days' notice shall be given to members of the AGM.
- f) At any AGM, should there be more than one nomination for committee positions that Ballots are held for the election of office bearers.
 - Secret ballot, folded collection of ballot papers, a counter for each nominee to assist with tallying the votes.
 - If needed a digital voting opportunity to be available.

9. QUORUM

At any meeting other than a Committee meeting held in conformity with the Constitution, a quorum shall consist of five members. If within 30 minutes of the time appointed, a quorum is not present, the meeting shall stand adjourned for a period not exceeding two weeks to a time and place to be determined, and if at the adjourned meeting a quorum is not present within 30 minutes of the time appointed for that meeting, those members present shall be deemed to constitute a quorum.

10. FINANCES

- a) the funds of The Society shall be lodged in a bank to be nominated by the Committee.
- b) Authorised sums may be drawn following signatures or authorisation of any two of the following, President, Secretary, Treasurer, and two other authorised Committee members.
- c) That any two of these Members can sign or authorise payments.
- d) Should The Society incur any debts, these are to be addressed within 14 days of such an occurrence and fundraising activities devised to resolve any such debt. If this is not possible, then the association is to be wound up and the liabilities addressed before the debts are incurred.
- e) the funds of The Society shall be raised as follow,
 - i) annual subscription of members
 - ii) from the proceeds of functions, exhibitions, and sales of paintings
 - iii) donations and or bequests
 - iv) from social activities
 - v) by any other means in accordance with the objects of The Society.
- f) commission on the sale of paintings and Society exhibitions shall be 30% or other amounts as the committee may from time to time decide.
- f) the financial year of The Society shall conclude on 31st December each year.
- g) an annual report of The Society's finances shall be available to all members at the AGM.
- h) Should any issue arise where a member needs to be disciplined, example theft, this is not the task of the Committee, but the issue is to be reported to the Police.

- i) If The Society has to be wound up the identified like-for-like Association needs to be stated and written into the AGM Agenda.

11. CONSTITUTION

The constitution in force for the time being may be abolished, altered, or added to, on a resolution at a Special General Meeting or AGM of which notice shall be given in the manner prescribed by the Constitution. Each member of the Society shall be provided access to this copy of this Constitution on our website after communication is received from the Dept of Fair Trading.