

Shoalhaven Art Society Incorporated

PROPOSED CONSTITUTIONAL CHANGES

Our current constitution dates back to the 1970's and is outdated. In order to bring it up to date, particularly in regards to internet banking and technology advances, the current Shoalhaven Art Society (SAS) Committee was given the task of studying the updated version (2022) and modifying the document for use by SAS Inc. Changes or modifications to the constitution are highlighted in yellow.

1. NAME

The name of the Society is "The Shoalhaven Art Society Incorporated" hereinafter referred to as 'The Society'.

2. OBJECTS

- a. To foster and encourage the practice and appreciation of fine arts and visual arts within the community
- 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 and discussion sessions with the members
- b. exhibitions of the work of members
- c. art demonstrations, classes and workshops for members
- d. social functions
- e. other activities considered to be in accordance with the objects of The Society.

4. MEMBERSHIP

- a. Unless otherwise determined by the Committee, membership in The Society shall consist of the following designations:
 - i. full members
 - ii. junior members
- b. Full membership will be open to any person over the age of 18 years
- c. Junior membership will be open to any person under the age of 18 years of age. Junior members shall not be entitled to vote at meetings and shall pay the yearly membership fee as determined by the committee
- d. Application for membership in the Society shall be on the designated form made available digitally via email, online form or printed form. The application will be considered by the Committee which shall have the power to accept or reject such application.
- e. Any member found to be inappropriate or dishonest in their behaviour may be removed immediately by the committee. All members of the Society shall behave in a polite and respectful manner whether during classes or at meetings. Any

rude, aggressive and loud behaviour shall result in the offending member being asked to refrain from such actions. Upon the refusal of the offending member to exit the meeting, the meeting shall be closed immediately. Membership within the Society of the said member shall be considered and if agreed, membership may be withdrawn .

- f. All annual membership fees will be due and payable in advance on the first day of January in every year.
- g. The annual subscription and entrance to exhibitions payable by members of the Society will be such as the Committee shall from time to time prescribe.
- h. If any member shall fail to pay their membership fee within one calendar month after it becomes due, the Secretary shall give notice in writing of such failure to the member and requiring payment to be made within twenty-eight (28) days of such notice. If payment is not made within this time, the Committee may resolve that the member concerned shall be excluded from membership and shall cease to be a member of the Society.
- i. A member may at any time, by giving notice in writing to the Secretary, resign their membership in the Society but shall continue liable for any annual membership fees and all arrears due and unpaid at the date of the resignation and for all other monies due by them to the Society.

5. MANAGEMENT

- a. The policy of the Society shall be decided by Society members as a whole.
- b. The management of activities of the Society shall be vested in the Management Committee (hereinafter called the Committee) which shall consist of the following office bearers: President, Vice-President, Secretary, Public Officer, Treasurer and not more than nine committee members
- c. Matters relating to the Society's activities shall be relayed to members by reports of the President, or an authorised substitute, at ordinary meetings of members and by means of a newsletter, email, digital subscriptions or social media
- 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. The Committee shall have the power to appoint sub-committees.
- f. A quorum of the Committee shall be four (4) members.
- g. In the event of a vacancy occurring in the Committee, The Society shall, if possible, elect a new Committee member at the next meeting.

*section 5e of the previous constitution has been removed which states “In addition to the above an Honorary Auditor and five selection Committee Members shall be appointed. At least one of the Selection Committee Members shall be required to be an office bearer under rule 5(b). The Chairperson of the Selection Committee shall be elected by the members of that committee and shall be responsible for calling meetings of the Committee”.

6. ORDINARY MEETINGS

Ordinary meetings of the Society shall be held **twice annually**, the purpose of the meeting being to participate in any or all of those activities laid down under Rule 3 of this Constitution.

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 (4) members of the Society for the objects expressed in the request, provided that any business not so expressed may be discussed at such meetings should the time allow. At least fourteen (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 sixty (60) days following the end of the calendar year **or as soon as practicable thereafter should there be unforeseen delays eg. pandemic lockdowns**
- b. Notice of any special business to be considered at the AGM shall be given in writing to the Secretary/Public Officer at least seven (7) days before the date of such meeting.
- c. The **Committee** (as in Rule 5b) and associated officers 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 fourteen (14) days notice of the AGM shall be given to members.

9. QUORUM

Any meeting other than a Committee meeting held in conformity with the Constitution, a quorum shall consist of four **(4) members**. If within thirty (30) minutes of the time appointed a quorum is not present, the meeting shall stand adjourned for a period not exceeding two (2) weeks to a time and place to be determined, and if at such adjourned meeting a quorum is not present within thirty (30) minutes of the time appointed for the 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. Authorized sums may be drawn over signatures including online banking of any two (2) of the following:
 - I. President
 - II. Secretary/Public Officer
 - III. Treasurer
 - IV. Nominated Committee Members
- b. The funds of the Society shall be raised as follows:
 - i. By annual membership fees
 - ii. From the proceeds of functions, exhibitions, demonstrations and sales of artworks
 - iii. Donations and or bequests
 - iv. From social activities
 - v. By any other means considered to be in accordance with the objects of the Society
- c. The funds accumulated by the Society as a result of Item 10(b) shall be banked and used to cover utilities, such insurances, digital subscriptions, materials, supplies, etc. or other requirements, as determined by the Committee.
- d. Payment to tutors, teachers and demonstrators will be made upon receipt of an invoice agreed to in writing before the commencement of each class.
- e. Commission on the sale of paintings and craft shall be twenty percent (20%) or such other amount as the Committee may from time to time determine.
- f. The financial year of the Society shall conclude on the 31 December each year.
- g. An Annual Report on the Society's finances shall be available to all members at the AGM.

11. CONSTITUTION

The Constitution in force for the time being may be abolished, altered or added to on resolution at a Special General Meeting or an Annual General Meeting of which notice shall be given in the manner prescribed by the Constitution. Each member of the Society shall be provided with a copy of this Constitution which will be made available digitally or found on The Society's associated website.

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