

# HOYLAKE PHOTOGRAPHIC SOCIETY

## CONSTITUTION and RULES

### 1. NAME

The name of the Society shall be the 'Hoylake Photographic Society'.

### 2. CONSTITUTION

The Society shall consist of Honorary Life Members, Honorary Annual Members, Ordinary Members and Junior Members.

### 3. OBJECTS

The objects of the Society shall be:

- (a) The advancement of the Art and Science of Photography
- (b) To organise, arrange and hold meetings, lectures, outings, exhibitions, competitions and other activities.

### 4. HONORARY MEMBERS

The Committee shall have power at any time to elect any person as an Honorary Life or Honorary Annual Member. Any person so elected as an Honorary Annual Member shall remain an Honorary Annual Member until the next Annual General Meeting following his or her election when he or she shall be eligible for re-election.

An Honorary Life or Honorary Annual Member, who shall not be required to pay the Annual Subscription, shall be entitled to attend meetings but shall have no voting rights unless already, or at some previous time has been, an Ordinary or Junior Member.

### 5. ORDINARY MEMBERS

Any person of 18 years and over who is in sympathy with the objects of the Society shall be eligible to be an Ordinary Member.

### 6. JUNIOR MEMBERS

Any person under 18 years of age who is in sympathy with the objects of the Society shall be eligible to be a Junior Member. A parent, guardian or adult with specific agreement of the parent/guardian must accompany members and visitors under the age of 18 years at meetings and other events, to be responsible for their safety at all times.

The status of a Junior Member as such shall cease on the 31<sup>st</sup> March next following his or her 18<sup>th</sup> Birthday, and he or she shall be subject to Rule 7 if desiring to become an Ordinary Member. A Junior Member shall not be eligible to serve on the Committee but in all other respects shall enjoy the full benefits of an Ordinary Member.

**7. MEMBERSHIP**

Anyone wishing to become an Ordinary or Junior Member shall sign a form giving the required particulars and pass it to the Hon. Secretary with the current full subscription.

**8. SUBSCRIPTIONS**

The subscription shall be determined from time to time by the Society in a General Meeting. Subscriptions shall be due and payable by the first meeting of the Society each season, as shown on the syllabus, for the current financial year. Any member who has not paid his or her annual subscription before the 1<sup>st</sup> November in any year shall cease to be a member, subject to the Committee having discretion in any individual instance to extend this date.

Persons who apply for membership after the 31<sup>st</sup> December in any year must pay a full year's subscription on joining the Society, however –

- (1) Applications received after the 31<sup>st</sup> December shall be entitled to a deduction of 50% of the rate of the current subscription from that of the ensuing year, and
- (2) Applications received after the 28<sup>th</sup> February shall be entitled to a reduction of 75% of the rate of the current subscription from that of the ensuing year.

**9. RESIGNATIONS**

Any member wishing to resign his or her membership of the Society shall notify the Honorary Secretary in writing.

**10. EXPULSION**

The Committee may expel from the Society any member whose conduct is such as shall in their opinion be injurious to the character of the Society or the interests of the members. Before a member is expelled their conduct shall be enquired into by the Committee and he or she shall be given full opportunity to defend himself or herself and to justify or explain their conduct. For the purpose of this Rule only, the vote of not less than two-thirds of the whole Committee shall be necessary, and if such two-thirds are of the opinion that the member has been guilty of such conduct as aforesaid and that the member has failed to justify it or explain it satisfactorily, the Committee shall call upon the member to resign and, if he or she does not resign, shall expel the member. A member expelled shall forfeit all privileges of membership and all rights against the Society.

Upon the determination of membership under this Rule the subscription paid for the current year shall normally be forfeit, but the Committee may return it wholly or in part at their discretion.

**11. CESSATION OF MEMBERSHIP**

Any Member shall, upon ceasing to be a Member, forfeit all right to any claim upon the Society and its property and funds and shall return any property or funds belonging to the Society.

**12. OFFICERS**

- (a) The Officers of the Society shall consist of the President, Honorary Secretary, Honorary Treasurer, Competition Secretary and Syllabus Secretary, all of whom shall be elected each year at the Annual General Meeting to hold office for the ensuing year.
- (b) The President shall hold office for one year and shall be eligible for re-election to that office for the year subsequent to his or her year of office but shall not hold the office for more than two consecutive years.
- (c) The President retiring at the Annual General Meeting shall be Vice-President for the ensuing year.
- (d) At every Annual General Meeting the Committee shall, and any Member with voting rights may, nominate a member of the Society as President-Elect.
- (e) At the Annual General Meeting in every year there shall be elected a President-Elect for the ensuing year whose name shall be submitted for election to the office of President at the next Annual General Meeting, subject to the right of any member with voting rights to nominate another candidate for the office of President.

**13. COMMITTEE**

The Committee shall consist of the Officers of the Society, the Vice-President, the President-Elect, the Leader of the Wednesday Night Group (who shall be elected each year by members of the Group), and four Ordinary Members who shall be elected each year at the Annual General Meeting. Five members of the Committee shall constitute a quorum at Committee Meetings. The Committee shall have the power to fill any vacancy that may occur including any vacancy among the Officers and to co-opt additional members. Co-opted members shall have no voting rights at Committee Meetings.

**14. MANAGEMENT**

The whole management of all the affairs of the Society and the making of Bye-Laws shall be vested in the Committee which shall have power to make Regulations and Bye-Laws not inconsistent with the Rules. Such Regulations and Bye-Laws shall be posted in some conspicuous part of the principal rooms or premises used or occupied by the Society and shall be binding on all Members. The Committee may make such appointments, including co-option of additional members as it may consider necessary or expedient for the efficient working and management of the Society and may delegate any of its powers to Sub-Committees consisting of such Members of the Society as it may decide.

**15. RULES**

Alteration to the Rules shall not be made except at a General Meeting and any such proposed alterations must be notified to Members in writing at least 14 days before the date of such a meeting. The Rules may be altered by a two-thirds majority of the Members present at such a meeting.

## 16. MEETINGS

The Annual General Meeting of the Society shall be held in the months of April or May each year upon a date to be fixed by the Committee for the following purposes:

- (a) To receive from the Committee a report and statement of accounts for the preceding year.
- (b) To elect the President, President-Elect, other Officers and Committee for the ensuing year.
- (c) To elect Honorary Annual and/or Honorary Life Members.
- (d) To appoint an Honorary Auditor or Auditors for the ensuing year.
- (e) To determine such rates of subscription as the Meeting may see fit for the current financial year.
- (f) To decide upon any proposal or matter and transact any other business relating to the affairs or interests of the Society.

The proposed date of the Annual General Meeting shall be published in the Syllabus. At least 14 days notice of the Annual General meeting, and of the business to be transacted thereat shall be given to each Member of the Society, but the accidental or unavoidable omission of proper notification to a Member or Members shall not invalidate any business done or resolution passed at such Meeting. Any Member desiring to propose a Motion, or to nominate Members for election as Officers and/or Committee at a General Meeting must send full written Notice thereof (signed by a Proposer and Seconder) to the address of the Honorary Secretary at least 28 days before the next General Meeting, provided that the Chairman of the Meeting shall have discretion to accept nomination for election as Officers and/or Committee from the floor.

Voting at all meetings shall be by show of hands or by ballot if necessary.

At a General Meeting 15 shall form a quorum.

A Special General Meeting may be convened at any time by the Committee and shall be convened forthwith on requisition in writing of any five Ordinary Members stating the purpose for which the Meeting is required.

The Rules which apply to an Annual General Meeting shall apply to a Special General Meeting save that the business to be transacted at such a meeting shall be confined to the purpose for which the meeting is required.

At all Meetings, in the event of equality of vote, the Chairman shall be entitled to a second or casting vote.

## 17. ACCOUNTS

The Committee shall cause true Accounts to be kept of all monies received and expended by the Society and of its Assets and Liabilities and such Accounts shall be closed on 31<sup>st</sup> March each year and shall be audited by an Auditor or Auditors to be appointed at the Annual General Meeting.

## 18. REGISTER

A Register of all categories of Members shall be kept by the Committee with such particulars and information as the Committee shall decide and when a person has had his or her name added to this list, he or she shall be a Member of the Society, and entitled to all the privileges of membership and shall be deemed to have agreed to be bound by these Rules and Regulations made in accordance therewith.

## 19. USE AND PROTECTION OF MEMBERS DATA - POLICY

The Society utilises physical and electronic media to collect, store and process information (including some basic 'personal' information such as names and addresses) for the *legitimate interests* and general running of its photographic and social activities. The Society will manage such data in compliance with current UK legislation (at the time of writing, the Data Protection Act 2018). By joining the Society, members implicitly consent to relevant data being mechanically and electronically processed by the Society.

Members' data collected shall normally be limited to identity and address details, together with electronic contact information and payment records. Where medical (or similar sensitive information – known as '*special category data*') is required for specific activities (such as external events where the information is required by the hosts) that data shall be individually and separately collected and deleted at the end of the activity.

Outside of the Officers of the Management Committee other volunteer members may take on data processing activities on behalf of the Society. These volunteers shall operate to the same information compliance standards as the Management Committee Officers who are mainly responsible for the collection, storage and processing of members' data.

All members have a right to see (and where necessary have corrected) any information collected about them. Members may opt-out of communication via email or similar social media.

Members information shall not be shared with external commercial or non-photographic organisations. Where information needs to be shared with external photographic organisations – eg. other photographic societies for competition entries etc. – explicit member consent is required.

Where the Society hosts an external competition or salon, the entry terms shall clearly request the entrant's consent to their data being held and processed by Hoylake Photographic Society.

## 20. GENERAL POWERS OF COMMITTEE

The Committee shall have power to do any act or thing in connection with any question or matter concerning the business or affairs of the Society not covered by the Rules, and to settle any disputes in which case the decision of the Committee shall be binding upon all Members.

**21. RESTRICTION OF USE OF PROPERTY**

The premises, property and equipment of the Society shall not be used for professional or business purposes except to such extent and in such manner as may from time to time be expressly authorised by the Committee for purposes connected with the interests or activities of the Society.

**22. PERSONAL GAIN**

No Member shall on any pretence or any manner receive any profit, salary or emoluments from the funds or transactions of the Society.

**23. WINDING UP**

If at any General Meeting a resolution for the winding up or dissolution of the Society shall be passed by a majority of at least two-thirds of the Members present who being entitled to vote do vote then the Society shall be wound up or dissolved and if there remains after the satisfaction of all debts and liabilities of the Society any property or funds whatsoever belonging to the Society, such property and funds shall be donated to some institution having similar objects to the Society or to some charitable object proposed and adopted by the vote of the majority of the Members of the Society at that General Meeting, and the Society shall not be under any obligation or liability to return to any Member the unexpired balance of his or her subscription.

Constitution as at 4th May 2018 (see Minutes of Annual General Meeting of the Society held on 4th May 2018 at Newton Village Hall, Grange Cross Lane, West Kirby).