



## Gravesham Arts Constitution

**Name:** The name of the council shall be the Gravesham Arts Council (hereinafter to be known as Gravesham Arts (GA)).

The registered office of GA shall be The Woodville Halls, Woodville Place, Gravesend DA12 1DD.

### 1. Objectives:

The objective of GA shall be to develop and improve the knowledge, understanding and appreciation of the arts in all forms within the Borough of Gravesham (hereinafter known as The Borough), by presenting and assisting the presentation of public concerts, recitals, exhibitions, workshops and festivals.

In furtherance of the foregoing objective, but not otherwise, the GA will:

- a. Act as a co-ordinating body to all organisations involved in the arts within the borough and provide a liaison with officers and members of Gravesham Borough Council (hereinafter referred to as GBC) and with Kent County Council and The Arts Council.
- b. Manage and control the day to day running of St Andrew's Arts Centre.

1. Be committed to providing access to all regardless of disability, age, race, gender, sexual orientation or religious belief. It actively seeks dialogue with artistic and cultural activities of all sections of the community and with schools and youth groups.

2. Membership:

- a. Affiliated organisations: On payment of an annual subscription, membership is available to any arts or cultural organisation whose objectives support those of GA.
- b. Individual members: On payment of an annual subscription, membership is available to individual practitioners of the arts and cultural activities whose objectives support those of GA.
- c. The annual subscription is due on 1<sup>st</sup> April. If the subscription is not received by the date of the Annual General Meeting, The organisation or individual member shall be unable to vote at the meeting.
- d. GA may appoint any ex officer or member to be a life member in recognition of services rendered to GA.

3. Officers and Committee.

- a. The Mayor of Gravesham shall be invited to become President of GA during the term of office.
- b. The following honorary officers shall be elected at the Annual General Meeting:  
  
Chairman; Vice-Chairman; Secretary; Treasurer and Buildings Manager.

Such other officers as GA may from time to time decide.

- c. The Honorary Officers shall be ex-officio members of the Executive Committee and all sub-committees of GA.

- d. The Honorary Officers shall retire each year but be eligible for re-election.

#### 4. Management of GA.

- a. The Executive Committee (hereinafter referred to as The Executive) shall carry out the general policy of GA and will provide for the management, administration and control of the affairs and property of GA.
- b. The members of The Executive, who shall be elected at the Annual General Meeting or be nominated by GBC and hold office for one year, shall comprise:
  - The Officers of GA
  - Three representatives of GBC
  - One representative of each paid-up member organisation.
  - Paid-up individuals of which no more than 6 shall be individual members

Executive Members shall have full voting rights at Executive Committee Meetings, (except as set out at 7(b) below).

Executive Members shall all be deemed to be Trustees of GA and must be aware of their responsibilities under the requirements of The Charities Commission.

- c. In addition to the elected and ex-officio members, The Executive may co-opt other persons with specialist knowledge as members of The Executive.
- d. Casual vacancies on The Executive may be filled by The Executive until the next Annual General Meeting.
- e. The Executive may delegate any of its powers to sub-committees and each sub-committee may be given power

to co-opt. Any financial commitment made by any sub-committee must be subject to approval by The Executive Committee.

- f. The Quorum at a meeting of The Executive shall be a minimum of seven of the Executive Members, excluding co-opted members.

## 5. Finance.

- a. The financial year shall end on 31<sup>st</sup> March.
- b. GA may receive income in the form of grants from central or local government authorities, subscriptions, donations, legacies and profits on any GA activities.
- c. The annual accounts shall be examined by an independent examiner, who shall not be a member of GA or GBC, and presented to GA at the Annual General Meeting.
- d. A bank account shall be opened in respect of the funds of GA and cheques shall be signed by any two of the four following officers:

Chairman; Vice-Chairman; Treasurer; Secretary.

A deposit account may be opened to hold surplus funds in order to generate interest income to supplement GA income.

- e. The income of GA shall be devoted solely to the aims and objectives of GA. No member or officer of GA shall receive any payment from GA funds except in payment of legitimate expenses incurred on behalf of GA.
- f. GA may make financial grants to organisations and individuals within the Borough for projects within the Borough.

Financial grants may also be made to residents in the Borough for studies within or outside the Borough.

## 6. Meetings of GA

a. GA shall meet not less than once a year and not more than fifteen months after the preceding Annual General Meeting. At least fourteen days' notice in writing shall be given by The Secretary to members.

b. All paid-up organisations shall be entitled to send two representatives to the Annual General Meeting, only one of whom shall be entitled to vote. Individual paid-up members shall be entitled one vote for each member.

c. The business of the Annual General Meeting shall include the election of a Chairman and other officers, the election of person to the Executive Committee, the appointment of an Independent Examiner and the presentation of an annual report on the activities of GA.

d. The proceedings of GA shall not be invalidated by any failure to appoint or any defect in the appointment, election or qualification of any member.

e. The president, The Chairman or Executive Committee shall call a Special Meeting of GA at fourteen clear days' notice in writing on written demand of a majority of paid-up members.

## 7. Voting Rights

a. Annual General Meetings, (AGM) and Extraordinary General Meetings (EGM)

Full voting rights are given to:

The President

Vice-Presidents

Officers of GA

Members appointed by GBC

Paid up affiliated organisations (one vote per organisation)

Paid-up individual members

Life members

Co-opted members shall NOT be entitled to vote.

In the event of an equality of votes The Chairman of the meeting shall have a casting vote.

b. Executive Committee Meetings.

Full voting rights are given to:

Officers of GA

Members appointed by GBC

Representatives of affiliated organisations elected to The Executive Committee at the AGM.

Individual members elected to The Executive at the AGM.

Vice-Presidents and Life members shall NOT be entitled to vote except as a representative of an affiliated organisation or as an individual elected to The Executive Committee. Vice-Presidents and Life members shall be entitled to receive agenda and minutes of all GA meetings.

Co-opted members shall NOT be entitled to vote.

In the event of an equality of votes The Chairman of the meeting shall have the casting vote.

**NB. Where any sponsorship or grant application is being considered at an Executive Meeting, Executive Committee members who are either representatives or**

**members of the applicant organisation shall be required to declare an interest and abstain from voting on the decision.**

## 8. Dissolution

GA may be wound up or dissolved by a resolution passed by a two-thirds majority of those paid-up members present at a meeting of GA for which at least twenty-one days' notice shall have been given in writing to all members. In the event of a winding up or dissolution, remaining assets after payment of all outstanding liabilities shall be transferred to GBC to be distributed only to other charitable organisations involved in arts and cultural activities in the Borough.

## 9. Amendments to the Constitution

The constitution may only be amended at a General Meeting by a two-thirds majority of paid-up members present. Any proposed amendment shall be in writing and be signed by the proposer and seconder and forwarded to The Secretary. At least fourteen days notice in writing of the meeting shall be given by The Secretary to members and shall include notice of the amendments proposed.

Signed       -----       Chairman

-----       Secretary

-----       Treasurer

Originally written 18<sup>th</sup> March 2007

Revised 15<sup>th</sup> June 2007

Proposed revision 21<sup>st</sup> April 2017