



## **THE CONSTITUTION OF Woodford and Wanstead Photographic Society (June 2018)**

### **NAME OF SOCIETY**

The Society shall be called the Woodford and Wanstead Photographic Society (WWPS).

### **AFFILIATION TO OTHER ORGANISATIONS**

The Society shall be affiliated to the Photographic Alliance of Great Britain (PAGB) through the East Anglian Federation of Photographic Societies (EAF).

### **AIMS AND OBJECTIVES**

The AIMS of the society shall be the practice and promotion of photography amongst its members and members of the public.

The OBJECTIVES of the society are to expand photographic knowledge and skills through lectures, competitions, tuition and other activities within a social environment.

### **MANAGEMENT OF THE SOCIETY**

Management of the Society shall be vested in a COMMITTEE consisting of the Chairman, Vice-Chairman, Secretary, Treasurer, Programme Secretary and Competitions Secretary who will serve 2-year terms before offering themselves for re-election. See A below.

Where other committee positions may be deemed necessary from time to time, such as Education Secretary, Archivist, Publicity Secretary, Social Media Secretary, Projectionist, Newsletter Editor and Web co-ordinator, these positions may be filled by invitation of the Committee and will likewise be subject to subsequent election.

- A) There is an assumption that, if possible, the Vice-Chairman will take over as Chairman at the appropriate time.

The Chairman will normally chair Committee meetings. In his or her absence, the Vice-Chairman will act as Chairperson. If neither is available the meeting will nominate a Chairperson.

Five members of the Committee will constitute a quorum.

Committee decisions will be determined by majority vote, with the Chairperson having only a casting vote.

Committee meeting minutes will be made available to Society members on request by e-mail. E-mails sent to the last known e-mail address of any member shall be deemed to have been delivered.

## **POWERS OF THE COMMITTEE**

### **MEMBERSHIP**

A members' register will be kept and updated annually in accordance with the Data Protection Act (1998) See Appendix I.

Members' email addresses will be held but won't be used for commercial purposes.

All correspondence is to be by e-mail and it is members' responsibility to notify any change to the Secretary, otherwise all notices sent to the old address shall be understood to have been duly delivered.

Annual subscriptions shall be payable on admission to membership and thereafter payable within 4 weeks of the due date. New members admitted during the year will pay pro rata.

Members have the amenities, rights and obligations described within this constitution. It is a condition of membership that members agree to abide by the constitution.

A member can be asked to resign by the Committee because his/her continued membership is considered contrary to the Society's best interests. The Member will have the opportunity to present his/her views and can appeal against the decision. The appeal will be heard at an Extraordinary General Meeting (EGM) and will be decided by majority vote of all members present.

WWPS also welcomes visitors to meetings (except business meetings). The Committee has the power to limit this facility, if necessary.

### **BENEFIT TO COMMITTEE AND SOCIETY MEMBERS**

In the event of the Society being wound up or at any other time, none of the Society's assets may be distributed or otherwise applied except to recognised bodies promoting the good of photography.

No Committee or Society member may be employed by, or receive any payment, or other material benefit from, the Society, except:

the benefit of indemnity insurance and a general indemnity;

user benefit; or

reimbursement of reasonable expenses.

A Committee member with a personal interest in a meeting item, must declare it before discussion and, if resolved by the other Committee members, for that item leave the meeting, have no vote and not count to a quorum.

## **ANNUAL GENERAL MEETINGS**

The ANNUAL GENERAL MEETING (AGM) will be held after the summer break each year at a date to be advised.

The AGM requires a quorum of one third of the membership.

Elections for Committee members and office holders will be held at the AGM. The Committee will notify members which positions are becoming vacant and invite nominations no less than 4 weeks beforehand.

Committee members will normally hold office for 2 years. Retiring committee members may be re-elected to the same or any other post for a further period of 2 years up to a maximum of 4 years and shall not be eligible for election to the same post for a further year except where no nomination is received for his/her successor.

All members are eligible to vote at the AGM. Except where specified elsewhere in this constitution, proposals and amendments will be decided by a majority vote of those present with the Chairperson holding the casting vote.

Copies of AGM minutes will be made available to Society members on request.

Further details on the running of the AGM are given in Appendix II.

## **EXTRAORDINARY GENERAL MEETINGS**

An EXTRAORDINARY GENERAL MEETING (EGM) shall be called:

whenever the Committee deem necessary; or

on a requisition being presented to the Secretary stating the matter to be discussed and signed by at least 12 ordinary members.

The EGM must be held within 21 days.

The Secretary shall give members at least 7 days' notice of an EGM, stating the matter to be discussed.

Copies of EGM minutes will be made available to Society members on request.

## **FINANCIAL MANAGEMENT**

The Society's ACCOUNTING YEAR will run from 1<sup>st</sup> October to 30<sup>th</sup> September.

The Treasurer is responsible for the safe custody of Society funds.

All Society funds shall be banked at recognised banks or building societies.

All Society expenditure must be managed by the Committee.

Cheques will be signed by the Treasurer and another designated Committee member.

The Treasurer will provide a financial statement for each AGM and at any other reasonable time required by the Committee.

An independent auditor will be appointed and will audit the annual accounts.

The Committee, through the Treasurer and Secretary, is responsible for ensuring that the Society is adequately insured to cover public liability, property and the membership.

## **SUBSCRIPTIONS**

The ANNUAL SUBSCRIPTION rate for the following year will be agreed at the Annual General Meeting.

Annual subscriptions are due at the beginning of the Society's financial year.

## **SPEAKERS AND COMPETITIONS**

The PROGRAMME SECRETARY will make initial contact with judges and speakers for the year and will agree arrangements with judges and speakers.

The PROJECTIONIST will manage digital images submitted to the Society (for whatever purpose) in accordance with UK Copyright Law. See Appendix I for a brief summary of the Copyright Designs and Patents Act 1988 (as amended).

Competition rules are set out in 'WWPS Competition Rules'. The Committee may amend the competition rules if deemed appropriate. Competition rules will be notified to the membership in advance of competitions and can be found in the members' section of the Society's website.

## **ALTERATIONS TO THE CONSTITUTION**

The constitution may be altered by a two-thirds majority of the Committee at any time, but such changes must be ratified by two-thirds majority of members attending at the following Annual General Meeting.

Any member desiring to propose any alterations in, or addition to, the constitution, may do so by submitting the terms of the motion by e-mail to the Secretary at least 3 weeks before the Annual General Meeting.

In disputes arising over the interpretation of the constitution, the Committee's decision will be final.

## **DISSOLUTION OF THE SOCIETY**

If at any General Meeting of the Society, a resolution be passed calling for the dissolution of the Society, the Secretary shall immediately convene an Extraordinary General Meeting (EGM) of the Society to be held not less than 1 month thereafter to discuss and vote on the resolution.

The Society may only be wound up by a vote of 75% of all members at the EGM.

In the event of a motion being passed to wind up the Society, members shall discharge all debts and liabilities of the Society. Thereafter the remaining assets shall not be paid or distributed amongst the members of the Society, but shall be distributed to recognised bodies promoting the good of photography as determined at the EGM.

No clauses relating to the winding up of the Society may be in any way altered, changed, deleted or added to except at an AGM or EGM and by a vote of 75% of the members in attendance. In this event members may vote in person only.

Signed: ..... (Chairman) Date: .....

Signed: ..... (Secretary) Date: .....

End of constitution. Amended 17<sup>th</sup> January 2017

## **APPENDIX I**

### **A BRIEF SUMMARY OF THE DATA PROTECTION ACT (1998)**

Personal data must be obtained fairly and lawfully. The data subject should be informed of who the data controller is (the institution); who the data controller's representative is; the purpose or purposes for which the data are intended; and to whom the data will be disclosed.

Personal data processing may only take place if specific conditions have been met, including the subject having given consent or the processing being necessary for the legitimate interests of the data controller.

The Act covers personal data in both electronic form and manual form (eg. paper files, card indices) if the data are held in a relevant, structured filing system.

Personal data must be kept accurate and up to date and shall not be kept for longer than is necessary.

Appropriate security measures must be taken against unlawful or unauthorised processing of personal data and against accidental loss of, or damage to, personal data.

Personal data shall not be transferred to a country outside the European Economic Area unless specific exemptions apply (eg. if the data subject has given consent) this includes the publication of personal data on the internet.

### **A BRIEF SUMMARY OF THE COPYRIGHT DESIGNS AND PATENTS ACT 1988 (AS AMENDED)**

Copyright applies to any medium. This means that you must not reproduce copyright protected work in another medium without permission. This includes, publishing photographs on the internet, making a sound recording of a book, a painting of a photograph and so on.

You should only copy or use a work protected by copyright with the copyright owner's permission.

Copyright does not protect ideas for a work. It is only when the work itself is fixed, that copyright automatically protects it. You do not have to apply for copyright.

The universal copyright symbol © together with the owners name and date should be added to any original image on the Society's website.

## **WEBSITES**

Most Societies will develop a website to promote their products and services. Many will subcontract this work to web developers. Any contractor will retain the copyright on any of the work they do unless it is specifically assigned to you in the contract.

## **APPENDIX II**

The business of the Annual General Meeting shall be to:

1. confirm the minutes of the previous AGM and any other General Meetings;
2. receive the audited accounts;
3. receive the annual report of the Chairman;
4. receive officers' reports;
5. elect an auditor;
6. elect the officers of the Society;
7. set subscription rates;
8. update the members' register;
9. update the inventory of equipment and assets held by the Society;
10. transact such other business received in writing by the Secretary from members prior to the meeting and included on the agenda; and
11. deal with such other business (except business for which an Extraordinary General Meeting is required) as, by common consent of the meeting or the Chairman in his/her discretion, admits.

Notification of the AGM, including a request for nominations for Committee members, shall be sent to all Society members at least 21 days before the AGM.

Agenda items or motions for the AGM must be proposed and seconded, and should be submitted to the Secretary no later than 14 days before the meeting.

Nomination of candidates for the election of Committee members shall be made in writing to the Secretary at least 14 days in advance of the Annual General Meeting date. Nominations can only be made by members and must be seconded by another member. All nominations require the consent of the nominee.

In the absence of nominations prior to the meeting, nominations may be taken from the floor at the AGM at the discretion of the Chairman and if it is the will of the meeting.