

# Constitution

## 1. Name and Legal Status

The name of the Group will be **Southdowns Creative Stitchers**, and the legal status is an '**Unincorporated Association**'.

## 2. Aims

The aims of Southdowns Creative Stitchers will be:

- To promote the art of embroidery and related textile crafts through the provision of meetings, lectures, exhibitions, workshops and classes
- To encourage textile related skills
- To offer mutual support among our members in a diverse range of cultural and social settings
- To encourage an interest in the history and practice of embroidery and related textile crafts

## 3. Membership

**3.1** Membership is open to anyone who supports the aims of the Group.

**3.2** There will be an annual membership fee which will be agreed at the Annual General Meeting (AGM).

**3.3** The annual membership will commence on 1 April.

**3.4** Membership will begin as soon as the membership form and first payment has been received.

**3.5** A member whose membership fee is more than 3 months in arrears will be deemed to have resigned from the Group.

**3.6** A list of all members will be kept by the Secretary and the Membership Secretary with personal information stored securely on a computer database. All personal information requested for use within the Group will be managed in accordance with the Group's GDPR policy.

## 4. Equality and Diversity

Southdowns Creative Stitchers has a commitment not to discriminate on the grounds of sex, race (including colour, ethnic or national origin), sexual orientation, disability, gender reassignment, religious or political belief, pregnancy or maternity, marital status or age.

## 5. Officers and Committee

**5.1** The business of the Group will be carried out by a committee elected at the Annual General Meeting. The committee will meet as necessary and not less than four times a year.

**5.2** The committee will consist of up to 10 members and be composed of 3 or 4 officers and up to 6 other committee members.

The officers' roles will be as follows:

- Chair, who will chair both general and committee meetings

- Secretary, who will be responsible for the taking of minutes and the distribution of all papers
- Membership Secretary, who will be responsible for keeping records of members
- Treasurer who will be responsible for maintaining accounts

**5.3** In the event of an officer standing down during the year a replacement will be elected, or co-opted, by the committee. That person will stand down at the next AGM, and at the AGM they may stand for election to the role if they wish.

**5.4** Up to 2 additional members may be co-opted onto the committee at the discretion of the committee. Co-opted members will stand down at the next AGM, and they may then offer themselves for election.

**5.5** Any committee member not attending a meeting without apology for three months will be contacted by the committee. If no response is received they will be deemed to have resigned.

## **6. Meetings**

### **6.1. Annual General Meetings**

**6.1.1** An Annual General Meeting (AGM) will be held within fifteen months of the previous AGM.

**6.1.2** All members will be notified in writing at least 3 weeks before the date of the meeting, giving the venue, date and time.

**6.1.3** Nominations for the committee to be received by the Secretary before the AGM.

**6.1.4** The quorum for the AGM will be 10% of the membership or 10 members, whichever is the greater number.

At the AGM:-

- The Chair will present a report of the work of Southdowns Creative Stitchers over the year.
- The Treasurer will present the accounts of Southdowns Creative Stitchers for the previous year.
- The officers and committee for the next year will be elected.
- If there are no nominations at the AGM for one of the committee posts, the committee may later elect one of the committee to the role, or they may co-opt a member to the committee to fulfil that role. If someone is elected by the committee or is co-opted outside the AGM, then that person will stand down at the next AGM, and may offer themselves for election to the post at the next AGM if they wish.
- Any questions or proposals given to the Secretary at least 7 days in advance of the meeting will be discussed.
- Resolutions at the AGM will be passed by a simple majority. In the event of a tie, the Chair of the AGM will have a second or casting vote.

## **6.2 Special General Meetings**

**6.2.1** The Secretary will call a Special General Meeting at the request of the majority of the committee or at least 10% of members giving a written request to the Chair or Secretary stating the reason for their request.

The meeting will take place within twenty-one days of the request. All members will be given two weeks' notice of such a meeting, giving the venue, date, time and agenda, and notice may be by telephone, email or post.

**6.2.2** The quorum for the Special General Meeting will be 10% of the membership or 10 members, whichever is the greater number.

**6.2.3** Resolutions at the SGM will be passed by a simple majority. In the event of a tie, the Chair of the SGM will have a second or casting vote.

## **6.3 Committee Meetings**

**6.3.1** Committee meetings may be called by the Chair or Secretary. Committee members must receive notice of meetings at least 7 days before the meeting. If the matter is urgent the notice period will be waived.

**6.3.2** The quorum for committee meetings is 50% or 4 members of the committee whichever is the greater number.

**6.3.3** If the Chair has not taken the chair 15 minutes after the meeting was due to begin, the meeting should elect another Chair from among the members present to act temporarily.

## **7. Rules of Procedure for all Meetings**

**7.1** All questions that arise at any meeting will be discussed openly and the meeting will seek to find general agreement that everyone present can agree to.

**7.2** If a consensus cannot be reached a vote will be taken and a decision will be made by a simple majority of members present. If the number of votes cast on each side is equal, the Chair of the meeting will have an additional casting vote.

## **8. Finances**

**8.1** An account will be maintained on behalf of Southdowns Creative Stitchers at a bank agreed by the committee. The Treasurer plus 2 other committee members will be nominated as cheque signatories by the committee. The signatories must not be related nor members of the same household.

All payments will be signed by two of the signatories. When the payee is a signatory the cheque will be signed by the two other signatories.

- For cheque payments, the signatories will sign the cheque
- For other payments (such as BACS payments, cash withdrawals, or cash payments), notification of a payment, which may take

the form of an email, will be sent to a second signatory for approval and returned to be held by the Treasurer. Online payments can be initiated by a signatory, confirmed and paid by a second signatory.

**8.2** Records of income and expenditure will be maintained by the Treasurer and a financial statement given at each committee meeting.

**8.3** The accounting records will be checked each year by an independent examiner prior to being presented to members at the AGM.

**8.4** Any monies authorised and paid by the Group to an individual member or committee member will be acknowledged by the recipient.

**8.5** Money raised by or on behalf of Southdowns Creative Stitchers is only to be used to further the aims of the Group, as specified in item 2 of this constitution.

## **9. Amendments to the Constitution**

**9.1** Amendments to the constitution may only be made at the Annual General Meeting or a Special General Meeting.

**9.2** Any proposal to amend the constitution must be given to the Secretary in writing. The proposal must then be circulated with the notice of meeting.

**9.3** Any proposal to amend the constitution will require a two thirds majority of those present and entitled to vote.

## **10. Dissolution**

If a committee meeting, by simple majority, decides that it is necessary to close down the Group it may call a Special General Meeting to do so. The sole business of this meeting will be to decide whether to dissolve the Group.

If it is agreed to dissolve the Group, all remaining money and other assets, once outstanding debts have been paid, will be donated to a local charitable organisation. The organisation will be agreed at the meeting which agrees the dissolution.

Version 1 of this constitution was first adopted at the Inaugural General Meeting of the Southdowns Creative Stitchers on 1.4.2021. This amended version (version 2) was agreed at a Special General Meeting on 11.7.2023

Date 11.7.2023

Name and position in Group .....

Signed .....

Name and position in Group .....

Signed .....