



# Heritage Crafts Association

## Rules of the Heritage Crafts Association.

### 1. NAME

The Charity shall be called the 'Heritage Crafts Association' here after referred to as the 'Association'. These Rules shall be binding on all members of the Association. If there is any conflict, the Constitution shall take precedence.

### 2. MEMBERSHIP.

- (1) Members are 'Individuals', 'Affiliated Organisations' and 'Affiliated Businesses'.
- (2) Membership is open to individuals over eighteen, organisations or businesses. The Trustees have the right to decline membership.
- (3) (a) The Trustees may only refuse an application for membership if, acting reasonably and properly, they consider it to be in the best interests of the Association to refuse the application.  
(b) The Trustees must inform the applicant in writing of the reasons for refusal within twenty-one days of the decision.  
(c) The Trustees must consider any written representations the applicant may make about the decision. The Trustee's decision following any written representations must be notified to the applicant in writing but shall be final.
- (4) Membership is not transferable to anyone else.
- (5) The Trustees must keep a register of names and addresses of the members which must be made available to any member upon request.
- (6) Honorary Membership of the HCA may be granted by a majority of Trustees, and may be for a period or for life.
- (7) Membership of the HCA is subject to the receipt by the HCA of the correct membership fee and runs for 12 months.

### 3. TERMINATION OF MEMBERSHIP.

Membership is terminated if:

- (1) the member dies or, if it is an organisation, ceases to exist;
- (2) the member resigns by written notice to the Association unless, after the resignation, there would be fewer than two members;
- (3) any sum due from the member to the Association is not paid in full within six months of it falling due;
- (4) the member is removed from membership by a resolution of the Trustees that it is in the best interests of the Association that his or her membership is terminated. A resolution to remove a member from membership may only be passed if:
  - (a) the member has been given at least twenty one days' notice in writing of the meeting of the Trustees at which the resolution will be proposed and the reasons why it is to be proposed;
  - (b) the member or, at the option of the member, the member's representative (who need not be a member of the Association) has been allowed to make representations to the meeting.

### 4. SUBSCRIPTIONS.

- (1) The subscription for members of the HCA shall be such a sum as may be determined by the Committee from time to time. The first subscription shall be on application for membership and then due annually.
- (2) The committee shall have the power to charge an entrance fee to events of the Association, additional to a member's subscription.

### 5. THE OFFICERS.

The officers of the Association shall be the Chair, the Vice Chair, the Treasurer and the Secretary, all of whom shall be nominated by the committee for election at the Annual General Meeting.

### 6. THE CHAIR.

The Chair, or in their absence an appointee of the committee, shall preside at all general and committee meetings of the Association. The decision of the Chair of the general meeting upon any question of order, voting, adjournment of the meeting or interpretation of the rules of the Association shall be final. The Chair of any meeting shall have an additional casting vote in the event of equality of votes on any matter under consideration by the Association. The Chair shall normally represent the Association at formal and other meetings, or appoint a deputy to attend.

#### 7. PATRONS

The committee may invite up to 10 persons to become Patrons in recognition of their services and/or commitment to the objectives of the Association. These positions shall be for a period of up to five years and may be renewed for further five year terms.

#### 8. COMMITTEE.

- (1) The committee shall all be members of the Association, manage its affairs and administer its funds.
- (2) The committee shall consist of not less than six and not more than twelve members including the Chair, Vice Chair, Treasurer and Secretary, but not including co-opted members as provided for in accordance with Clause 8(6).
- (3) A member of the Association may propose or second members for election to the committee at the Annual General Meeting. Nominations must be given to the Secretary not less than 10 days before the Annual General Meeting. Committee members shall serve for a term of three years. They will be eligible for re-election for further three year periods.
- (4) All committee members on election to the committee will become Trustees of the Association.
- (5) Casual vacancies amongst the committee during the year may be filled by the committee from the membership and they will become a Trustee. Persons so appointed shall hold office until the next Annual General Meeting after their appointment and shall be empowered to vote.
- (6) The committee may co-opt up to four additional members to the committee. Co-opted members shall have the right to attend and speak at the meetings of the committee but not have the right to vote.
- (7) The committee may appoint sub-committees accountable to it for such purposes as it determines.
- (8) The committee may make rules regulating the conduct of meetings (other than general meetings), attendance of visitors, charges for visitors and otherwise for the regulation of the Association's affairs.
- (9) The committee shall meet as required and normally not less than four times a year. A quorum shall consist of at least one half of the elected members of the committee, one of whom should be an officer.

#### 9. FINANCE

- (1) The Association's financial year shall end on 30<sup>th</sup> June in every year.
- (2) An independent Financial Examiner shall be appointed whose duties shall be to examine and report on the annual accounts of the Association for submission to the members.
- (3) The committee shall authorise its officers to arrange payment and re-imbursment of expenditure on behalf of the association. The funds of the society will be paid into current, deposit or investment accounts in the name of the association with such banks, building societies or investment institutions as the committee shall agree. Cheques and other instruments shall be signed by not less than two officers authorised by the committee.

#### 10. GENERAL MEETINGS

- (1) Written notice to hold any general meeting, including the agenda, the details of the proposer, seconder and text of any resolutions, shall be given fourteen clear days before the date of the meeting.
- (2) The Annual General Meeting shall be held at such periods as required by the Constitution and at such time and place as determined by the committee. The business of the Annual General Meeting shall be:
  - (a) to receive the examined accounts of the Association and the Report therein;
  - (b) to receive the committee's Report on the activities of the past year;
  - (c) to elect officers and committee of the Association;
  - (d) to consider any resolutions of which due notice has been given;
  - (e) to discuss informally, any other business with the permission of the Chairman.

- (3) Only members (which includes one nominated representative of each member Organisation) will be entitled to vote.
- (4) The election of officers and the committee shall be by a show of hands of those entitled to vote unless there are more candidates than there are vacancies to be filled, in which case the relevant election shall be by ballot of those entitled to vote.
- (5) The quorum for general meetings shall be four members entitled to vote or one twentieth of the total membership at the time, whichever is the greater.
- (6) All general meetings other than the annual general meeting shall be called special general meetings.
- (7) A special general meeting must be convened if requested to do so in writing by at least ten members or one tenth of the membership, whichever is the greater. The request must state the nature of the business that is to be discussed. If the Trustees fail to hold the meeting within twenty-eight days of the request, the members may proceed to call a special general meeting but in doing so they must comply with the provisions of the Constitution.
- (8) Voting shall be by a show of hands and by simple majority (abstentions, for the avoidance of doubt, not constituting a vote) save where an increased majority and/or majority of those present and entitled to vote is expressly required. In the event of equality of votes, the Chair of the meeting shall cast an additional vote in accordance with Rule 6. Proxy voting shall not be permitted.

#### 11. RESOLUTIONS

Notice of resolutions to be brought forward shall be given in writing to the Secretary at least 21 days prior to the holding of a general meeting. Any such resolution shall have been duly seconded and shall be set forth in the agenda with the name of the proposer and seconder. Save with the consent of the committee, a resolution which does not comply with the foregoing may not be proposed at a general meeting.

#### 12. MEMBERS' ADDRESSES AND THE DATA PROTECTION ACT.

- (1) Members shall notify any change of address to the Association.
- (2) Members' details will be processed fairly and lawfully and in accordance with the Association's legitimate activities.

#### 13. AMENDMENT OF RULES.

These Rules may be amended following a written resolution of which due notice has been given in accordance with Rules 10(1) and 10(7) passed at a general meeting by at least two thirds of the members present and voting.

#### 14. INTERPRETATION.

In these rules where the context admits the masculine shall include the feminine and the singular shall include the plural and vice versa. The decision of the committee upon any question of interpretation of these rules shall be final and binding on all members and guests of the Association, subject to the provisions of Rule 6 as to the general meeting.

#### Amendments

Amendment to the following clause from the Rules dated 11 May 2011, was approved at the AGM on 23 March 2013:

10(5)

Amendments to the following clauses from the Rules dated 23 March 2013, were approved at the AGM on 22 March 2014:

2(1)

2(2)

4(1)

Additional clauses to the Rules dated 23 March 2013, were approved at the AGM on 22 March 2014:

2(6)

2(7)