

# The Heritage Crafts Association

## Rules

Date of Rules (last amended):

20 May 2020

### 1. Name

The name of the Charity (hereinafter referred to as the 'C') is the Heritage Crafts Association

These Rules shall be binding on all members of the C if there is any conflict the Constitution shall take precedence

### 2. Membership

- (1) Members are individuals and sole traders\* joint members\* students and trainees\* institutions and organisations\* small craft businesses' and larger businesses and companies+
- (2) A member may be an individual or a sole trader\* or an individual or sole trader representing an organisation which is not incorporated+
- (3) The trustees
  - (a) may require applications for membership to be made in any reasonable way that they decide
  - (b) shall if they approve an application for membership\* notify the applicant of their decision within 21 days
  - (c) may refuse an application for membership if they believe that it is in the best interests of the C for them to do so
  - (d) shall if they decide to refuse an application for membership\* give the applicant their reasons for doing so\* within 21 days of the decision being taken\* and give the applicant the opportunity to appeal against the refusal and
  - (e) shall give fair consideration to any such appeal\* and shall inform the applicant of their decision\* but any decision to confirm refusal of the application for membership shall be final
- (4) Membership of the C cannot be transferred to anyone else except in the case of an individual or sole trader representing an organisation which is not incorporated\* whose membership may be transferred by the unincorporated organisation to a new representative\* / or transfer of membership does not take effect until the C has received written notification of the transfer+
- (5) The C must comply with its obligations under the General Regulations in relation to the keeping of\* and provision of access to\* registers of its members and charity trustees+

(8) (onorary Membership of the (C) may be granted by a majority of trustees\* and may be for a period or for life+ (onorary Membership falls under the category of "Individual Membership+

(9) Membership of the (C) is subject to the receipt by the (C) of the appropriate membership fee and runs for 12 months+

### 3. Termination of membership

(1) Membership of the C% comes to an end if:

(a) the member dies\* or\* in the case of an organisation or corporate body (or the representative of an organisation or corporate body) that organisation or corporate body ceases to exist or

(b) the member sends a notice of resignation to the charity trustees or

(c) any sum of money owed by the member to the C% is not paid in full on the due date or

(d) the charity trustees decide that it is in the best interests of the C% that the member in question should be removed from membership and pass a resolution to that effect+

(2) before the charity trustees take any decision to remove someone from membership of the C% they must:

(a) inform the member of the reasons why it is proposed to remove him\* her or it from membership

(b) give the member at least 21 clear days' notice in writing to make representations to the charity trustees as to why he\* she or it should not be removed from membership

(c) at a duly constituted meeting of the charity trustees\* consider whether or not the member should be removed from membership

(d) consider at that meeting any representations which the member makes as to why the member should not be removed and

(e) allow the member\* or the member's representative\* to make those representations in person at that meeting\* if the member so chooses+

### 4. Membership fees

(1) the subscription for members of the C% shall be such a sum as may be determined by the trustees from time to time+ the first subscription shall be on application for membership and then due annually+

(2) the trustees shall have the power to charge an entrance fee to members of the C%\* additional to a member's subscription+

### 5. Trustees

(1) the trustees shall all be members of the C%\* and will manage its affairs

and administer its funds+

- (2) The trustees shall not be less than 3 in number or exceed 15\* including the Chair\* =i#e Chair\* Treasurer and /e#retary+
- (3) ) t e-ery third ) nnual 7eneral meeting\* the trustees shall \$ut themsel-es for2ard for re>ele#tion+
- (6) ) mem! er of the C"% may \$ro\$ose or se#ond mem! ers for ele#tion as a trustee at the ) nnual 7eneral Meeting+ Nominations must ! e gi-en to the /e#retary not less than 21 days ! efore the ) nnual 7eneral Meeting+
- (5) The trustees may at any time de#ide to a\$\$oint a ne2 trustee\* \$ro-ided that the ma1imum num! er of trustees 2ould not as a result ! e e1#eed+ ?ersons so a\$\$ointed shall hold offi#e until the ne1t ) nnual 7eneral Meeting after their a\$\$ointment and shall ! e em\$o2ered to -ote+
- (8) The trustees may see, ad-i#e from ad-isors+
- (:) The trustees may a\$\$oint su! >#ommittees a##ounta! le to it for su#h \$ur\$oses as it determines+
- (8) The trustees may ma,e rules regulating the #ondu#t of meetings (other than general meetings)\* attendan#e of -isitors\* #harges for -isitors and other2ise for the regulation of the C"%<s affairs+
- (9) The trustees shall meet as re4uired and normally not less than four times a year+ ) 4uorum shall #onsist of at least one half of trustees\* one of 2hom should ! e an %ffi#er+

#### . The ! fficers

The %ffi#ers of the C"% shall ! e the Chair\* the =i#e Chair\* the Treasurer and the /e#retary\* all of 2hom shall ! e nominated ! y the trustees for ele#tion at the ) nnual 7eneral Meeting+ ) t e-ery third ) nnual 7eneral meeting\* the %ffi#ers shall \$ut themsel-es for2ard for re>ele#tion+

#### ". The Chair

The Chair\* or in their a! sen#e an a\$\$ointee of the trustees\* shall \$reside at all general and trustee meetings of the C"%+ The de#ision of the Chair of the general meeting u\$on any 4uestion of order\* -oting\* ad9ournment of the meeting or inter\$retation of the rules of the C"% shall ! e final+ The Chair of any meeting shall ha-e an additional #asting -ote in the e-ent of e4uality of -otes on any matter under #onsideration ! y the C"%+

#### #. \$atrons

The trustees may in-ite u\$ to 10 \$ersons to ! e#ome ?atrons (in addition to the ?resident) in re#ognition of their ser-i#es and@or #ommitment to the o! 9e#ti-es of the C"%+ These \$ositions shall ! e for a \$eriod of u\$ to 3 years and may ! e rene2ed for further 3 year terms+

#### %. &inance

- (1) The C"%<s finan#ial year shall end on 30 .une in e-ery year+

- (2) ) n inde\$endent Ainan#ial B1aminer shall ! e a\$\$ointed 2hose duties shall ! e to e1amine and re\$ort on the annual a##ounts of the ) sso#iation for su! mission to the mem! ers+
- (3) he rustees shall authorise its offi#ers to arrange \$ayment and re> im! urement of e1\$enditure on ! ehalf of the C"%+ he funds of the C"% 2ill ! e \$aid into #urrent\* de\$osit or in-estment a##ounts in the name of the asso#iation 2ith su#h ! an, s\* ! uilding so#ieties or in-estment institutions as the #ommittee shall agree+ Che4ues and other instruments shall ! e signed ! y not less than t2o rustees\* 2ho ha-e ! een authorised to do so ! y the C"% rustees+

## 1' . (eneral meetings

- (1) Critten noti#e to hold any general meeting\* in#luding the time and date of the meeting\* the address of the -enue\* the agenda\* and the \$arti#ulars of any resolutions\* shall ! e gi-en 16 #lear days ! efore the date of the meeting+ Noti#e shall ! e deemed to ! e gi-en 68 hours after it 2as \$osted or sent ! y ele#troni# mail+ /ee su! >#lause 11(3) of the Constitution+
- (2) he ) nnual 7eneral Meeting shall ! e held at su#h \$eriods as re4uired ! y the Constitution and at su#h time and \$la#e as determined ! y the rustees+ he ! usiness of the ) nnual 7eneral Meeting shall ! e to re#ei-e the e1amined annual statement of a##ounts and the rustees< annual re\$ort\* and to ele#t rustees and %ffi#ers of the C"%+
- (3) %nly mem! ers are entitled to -ote+ ) n organisation or a #or\$orate ! ody that is a mem! er of the C"% may\* in a##ordan#e 2ith its usual de#ision>ma, ing \$ro#ess\* authorise a \$erson to a#t as its re\$resentati-e at any general meeting of the C"%+ he re\$resentati-e is entitled to e1er#ise the same \$o2ers on ! ehalf of the organisation or #or\$orate ! ody as the organisation or #or\$orate ! ody #ould e1er#ise as an indi-idual mem! er of the C"%+
- (6) he ele#tion of rustees and %ffi#ers shall ! e ! y a sho2 of hands of those entitled to -ote unless there are more #andidates than there are -a#an#ies to ! e filled\* in 2hi#h #ase the rele-ant ele#tion shall ! e ! y ! allot of those entitled to -ote+
- (5) he 4uorum for general meetings shall ! e 6 mem! ers entitled to -ote or one t2entieth of the total mem! ershi\$ at the time\* 2hi#he-er is the greater+
- (8) ) ll general meetings other than the ) nnual 7eneral Meeting shall ! e #alled general meetings+
- (:) he rustees must\* 2ithin 21 days\* #all a general meeting of the mem! ers of the C"% if they re#ei-e a re4uest to do so from at least 10D of the mem! ers of the C"% (or 5D if there has not ! een any general meeting of the C"% for more than 12 months)\* and if the re4uest states the general nature of the ! usiness to ! e dealt 2ith at the meeting\* and is authenti#ated ! y the mem! er(s) ma, ing the re4uest+ ) ny su#h re4uest may in#lude \$arti#ulars of a resolution that may \$ro\$erly ! e \$ro\$osed\* and is intended to ! e \$ro\$osed\* at the meeting+ ) ny general meeting #alled in this 2ay must ! e held 2ithin 28 days from the date on 2hi#h it is #alled+ "f the rustees fail to #om\$ly 2ith this o! ligation to #all a general meeting at the re4uest of its mem! ers\* then the mem! ers 2ho re4uested the meeting may themsel-es #all a general meeting+

(8) Voting shall be by a show of hands and by simple majority (a distinction 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 8. No proxy voting shall not be permitted.

(9) The CMC may\* if the trustees so decide\* allow the members to vote by post or electronic mail (email) to elect trustees or to make a decision on any matter that is being decided at a general meeting of the members.

## 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 trustees\* a resolution which does not comply with the foregoing may not be proposed at a general meeting.

## 12. Members' access to the Data Protection Act

- (1) Members shall notify the CMC of any change of address.
- (2) Members' details will be processed fairly and lawfully and in accordance with the CMC'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 clauses 10(1) and 10(2) and 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 trustees upon any question of interpretation of these Rules shall be final and binding on all members and guests of the CMC\* subject to the provisions of clause 10(8) as to the general meeting.

Amendments:

Amendments to the following clauses from the Rules dated March 2018\* were adopted at the AGM on 20 May 2020:

2(1)