



## Ealing Arts + Leisure

# CONSTITUTION

### 1. NAME

The name of the organisation shall be **Ealing Arts + Leisure** (hereinafter referred to as "EA+L").

### 2. OBJECTS

The objects of EA+L shall be to foster and promote the maintenance, improvement and development of artistic tastes and the knowledge, understanding and appreciation of the Arts and Culture among the residents of the London Borough of Ealing (hereinafter referred to as "the Borough").

### 3. MEMBERSHIP

- a. Membership shall be open to organisations and individuals within the Borough which engage in activities within the remit of EA+L.
- b. All applications for membership of EA+L shall be submitted to the Executive Committee, which reserves the right to reject any application for membership if the objects of the applicant are not consistent with those of EA+L : the acceptance into membership and the termination of membership shall be prerogative of the Executive Committee.
- c. Organisations which are members of EA+L shall be entitled to nominate a person to represent them in all matters concerning EA+L, with the power of one single vote at General Meetings.
- d. Individuals within the Borough who support the objectives of EA+L may join as Friends of Ealing Arts.
- e. No organisation shall be excluded from membership of EA+L or debarred from serving on its Executive Committee on the grounds of sex, race, religion or political affiliation.
- f. EA+L may appoint Honorary Life Members for outstanding services to EA+L (without the power to vote). Such appointments shall be made by the Annual General Meeting on the recommendation of the Executive Committee.

### 4. OFFICERS

- a. President – the worshipful the Mayor of the Borough, upon taking office, shall be invited by the Executive Committee to become President of EA+L.
- b. Chairman – The Honorary Chairman shall be elected annually at the AGM by the membership of EA+L from amongst its number.
- c. Secretary – The Honorary Secretary shall be elected annually at the AGM by the membership of EA+L from amongst its number.
- d. Treasurer – The Honorary Treasurer shall be elected annually at the AGM by the membership of EA+L from amongst its number.

## **5. GENERAL MEETINGS**

- a. The Annual General Meeting of EA+L shall be held no more than seven months and normally less than four months after the end of the financial year. At least twenty-one clear days notice thereof shall be sent in writing by the Secretary to the members of EA+L.
- b. At the AGM 20% of the membership shall form a quorum. If at any time a quorum is not present, the meeting may proceed with the business subject to confirmation when a quorum is formed, or by postal vote.
- c. The AGM shall receive the reports and accounts (independently examined to the requirements of the Charity Commission) and shall elect the Chairman, Honorary Secretary, and Honorary Treasurer plus not fewer than three and not more than eight ordinary Committee members, who shall each hold the office until the conclusion of the following Annual General Meeting.
- d. No business shall be transacted at an AGM other than that specified in the agenda except matters decided by the Chairman to be matters of urgency.
- e. EA+L shall meet at least once a year which shall be the Annual General Meeting.
- f. Special General meetings of EA+L may be called by the Chairman, by the Executive Committee or upon written demand of not less than 10% of the members, and such meetings shall be held within thirty-five days of such demand. Fourteen days notice of such a meeting shall be sent in writing to members, specifying the business to be transacted.
- g. The duties and powers of a Special General meeting of EA+L shall be to deal with any relevant business referred to it by the Executive Committee or by special demand within the objects of EA+L as defined in Section 2 of this Constitution.

## **6. VOTING AT MEETINGS**

- a. At General meetings, each organisation which is a paid-up member of EA+L shall be entitled to one vote. Every matter at all meetings shall be determined by a simple majority of votes (except for Sections 11 and 12 of this Constitution).
- b. At Executive Meetings, each officer and ordinary committee member present shall be entitled to one vote.

## **7. STRUCTURE OF EXECUTIVE MEETINGS**

- a. The Executive Committee shall be responsible for managing the affairs of EA+L and shall be made up as follows : -
  - i. The Chairman of EA+L who shall ex officio be Chairman of the Executive Committee.
  - ii. The Honorary Secretary of EA+L.
  - iii. The Honorary Treasurer of EA+L.
  - iv. Not fewer than three and not more than eight ordinary committee members.
  - v. The Executive Committee may invite persons with special knowledge or experience to attend meetings in a consultative capacity, but such persons shall not be entitled to vote.
- b. At all meetings of the Executive Committee a quorum shall consist of 25% of the members. If at the time appointed for the meeting a quorum is not present the members present may proceed with the business subject to ratification at the next quorate meeting.
- c. The Executive Committee shall meet not less than four times a year as shall be decided by the Chairman.

- d. The Executive Committee shall be empowered to :
  - i. conduct the business of EA+L.
  - ii. appoint, from time to time, such sub-committees or working parties as shall be considered appropriate to facilitate the investigation, consideration or implementation of any matter with which the Executive Committee is empowered to deal. All acts and proceedings of any such sub-committee shall be reported back to the Executive.
- e. No business shall be transacted at an Executive Committee meeting other than that specified in the agenda except matters decided by the Chairman to be matters of urgency.

## **8. ELECTION PROCEDURE FOR EA+L OFFICERS AND EXECUTIVE COMMITTEE MEMBERS**

- a. Nominations for EA+L officers may be sent to the secretary in writing, and each nominee shall have a proposer and seconder who must be a paid-up member of EA+L. Such nominations shall be accompanied by the written consent of the person or persons so nominated. Nominations may also be made verbally at the AGM and shall be seconded and have the agreement of the nominee.

## **9. FINANCE**

- a. All monies received shall be used to further the purposes of EA+L, and any monies not required for immediate purposes may be invested as decided by the Executive Committee.
- b. No member of EA+L shall receive payment either directly or indirectly for services to EA+L but Officers and Executive Committee members are entitled to charge and be paid for their reasonable out-of-pocket expenses properly incurred in advancing the objects of EA+L.
- c. EA+L may make financial grants to affiliated and other organisations in order to further the purposes of EA+L.
- d. The financial year of EA+L shall be from 1 April to 31 March. At the end of the financial year accounts shall be prepared and independently examined in accordance with the requirements of the Charity Commission before being submitted to members at the Annual General Meeting.
- e. All members shall pay an annual subscription, the rate of which shall be decided by the elected Executive Committee of EA+L. Such subscriptions shall be due from August 1st. In the event of any subscription being unpaid at the end of the following 90 days, the member concerned shall be deemed to have lapsed from membership of EA+L.
- f. The Executive Committee shall authorise the maintenance of bank accounts which shall be in the name of EA+L and shall require the signatures of at least two members of the Executive Committee.
- g. The Honorary Treasurer shall be responsible for keeping proper accounts.

## **10. ALTERATIONS TO THE CONSTITUTION**

- a. This Constitution shall not be altered without a proposed and seconded Resolution approved by a two-thirds majority of the members voting thereon at a General Meeting.
- b. A Resolution for the alteration of the Constitution must be received by the Honorary Secretary of EA+L, in writing, at least thirty-five days before the meeting at which the Resolution is to be brought forward. Fourteen days notice of such a meeting must be given by the Secretary to the members, and must include notice of alterations proposed. No amendment shall be made to the objects of this clause or the dissolution clause. No amendment shall be made to this Constitution which would cause EA+L to cease to be a Charity in law.

## **11. DISSOLUTION**

- a. If the EA+L Executive at any time decides by a two-thirds majority that it is expedient or desirable that EA+L shall be dissolved, the Honorary Secretary shall call a Special Meeting of EA+L of which not less than twenty-one days notice, in writing, shall be given to each member, specifying the terms of any Resolution to be proposed thereat.
- b. If at such Special Meeting it is decided by two-thirds majority that EA+L shall be dissolved, the unexpended funds, after the satisfaction of all proper debts or liabilities, shall not be paid to or distributed amongst the members, but shall be given to such charitable body or bodies having objects similar to the objects of EA+L within the Borough as the Special Meeting may decide.

Adopted at the Annual General Meeting held on 16th September 2016