

Constitution of Adderbury, Deddington & District Photographic Society

1. Name and Constitution of the Society

- 1.1 This document is the Constitution of the Adderbury, Deddington and District Photographic Society (hereinafter referred to as The Society). The Constitution consists of clauses that together may be referred to as The Rules.
- 1.2 No alteration of or addition to the Constitution's Rules shall be made other than at an Annual General Meeting (AGM) or an Extraordinary General Meeting (EGM).
- 1.3 No other document, policy or procedure, whether referred to or not within these Rules, is part of the Constitution. For the avoidance of doubt, these Rules have priority over all other Society policies, procedures and practises.

2 Ethos and Purpose of the Society

- 2.1 The Society and membership shall be open to anyone who has an interest in photography, regardless of their place of residence. The ethos of the Society is to provide a forum for like-minded photographers to meet in a non-competitive environment, regardless of their technical ability or equipment, where experience and knowledge may be shared and developed through the activities of the Society.

3 Membership of the Society

- 3.1 An application by a person wishing to be a member is processed through the Membership Secretary and the Committee.

The Committee shall review and agree or decline all applications. It reserves the right to decline an application at its discretion, where it is deemed necessary for the smooth running of the Society. After the decision has been made final, the applicant will be notified in writing and, in the event of an application being declined, the grounds for the decision.

If the Committee approves an application and payment of the membership fee has been made to the Treasurer, the Membership Secretary shall enter the applicant's details into the Membership register.

- 3.2 Membership of the Society entitles a member to attend and participate in all its activities, website and social media groups. Membership of the Society and participation in its activities is conditional upon compliance with the Constitution and the Society's Code of Conduct and Ethics.
- 3.3 Membership of the Society takes effect on payment of the appropriate membership fee, the amount of which is determined annually by members at the AGM, or at an EGM. A member can also be one who has been awarded free Life Membership in recognition of services to the Society or awarded free Associate Membership for their past and ongoing contributions to the Society.
- The award of Life or Associate Membership is made by vote of the Committee.
- 3.4 The membership will be advised of the final date for paying the membership fee, which will be up to two months after the day of the AGM or any relevant EGM.
- Any member whose membership fee is overdue by that date shall be deemed to have resigned from the Society.
- 3.5 The Committee has the power to suspend or expel a member who, in its opinion, infringes any of the Rules or whose conduct, at any time by act or omission, brings the Society into disrepute. Any such sanction will be notified to the member in writing and recorded in accordance with the Rules, policies and procedures of the Society.
- 3.6 Visitors to ordinary Society meetings shall be charged the appropriate fee as laid down at the AGM. They will be offered two visits before being asked to join the Society
- 3.7 The names of all persons attending Society meetings will be recorded in the Attendance Register.

4 Annual and Extraordinary General Meetings

- 4.1 An Annual General Meeting (AGM) will be held on the first Wednesday in April, or a date close to this should the circumstances require, as decided by the Committee, following the end of the Society's financial year on the last day of February.
- 4.2 The Committee will create an agenda for the AGM and may make proposals to the Membership as appropriate. The agenda will include Officers' reports and a schedule of membership fees for the forthcoming year. The agenda will also include the election of the Society's Officers.

- 4.3 Any member may make a proposal to be put to the AGM. This is to be notified to the Secretary in writing at least fourteen days before the meeting and carry the names of the proposer and a seconder. A proposal made later than fourteen days before the meeting may be accepted at the discretion of the Society's Chair.
- 4.4 The Society's Rules, its policies and its Committee Member's Declaration Form will be reviewed annually by the Committee and reported at the AGM.
- 4.5 An Extraordinary General Meeting (EGM) may be convened on the written request of at least twenty percent of the Society's members or when deemed necessary by the Committee. Members making a request must write to the Secretary outlining their reasons. The EGM must be held within one calendar month of the date of Secretary receiving a member's request that meets the twenty percent threshold on that date. All members will be notified of the meeting in writing.
- 4.6 The Secretary will issue notice of the AGM or any EGM together with any relevant documents at least one week before the meeting date. At all AGMs, EGMs and committee meetings, minutes will be taken. These are to be submitted for approval as a true record at the next AGM (for AGM and EGM) or committee meeting.
- 4.7 To be considered quorate, the presence of at least twenty percent of current members at the start of AGMs and EGMs is required.

Except as stated in Rule 5.9 (dissolution vote), all matters put to a member's vote at an AGM or EGM are decided by a simple majority of those present. In the event of no majority being reached, then the Chair at start of the meeting, or their deputy if the Chair is not present or not otherwise eligible to vote, has a casting vote. If required, the Chair's deputy will be chosen by a majority of the remaining Officers of the Society.

5 The Running of the Society

- 5.1 The affairs of the Society are to be managed by its Officers, in the positions of Chair, Treasurer, Society Secretary and Programme Secretary, who are to be elected by members annually at the AGM.

- 5.2 The Treasurer is to maintain a register of monies, equipment and other assets held by the Society and all monetary transactions made on behalf of the Society are to be confirmed by signatures of the Treasurer and Chair, where the transactions are over £25.00. At the close of each Society year a statement of income and expenditure shall be drawn up by the Treasurer and presented to all those present at the AGM
- 5.3 The affairs of the Society are managed by its elected Officers who may co-opt members to serve on the Committee and to form any sub-committees. In all Society committees, any matters put to a vote are decided by a simple majority. Except as described in Rule 5.7, in the event of no majority being reached, then the meeting's chair, or their deputy if the meeting's chair is not present or not otherwise eligible to vote, has a casting vote. If required, the chair's deputy will be chosen by a majority of the remaining Officers of the Society.
- 5.4 All prospective Officers and co-opted Committee Members must complete and meet the requirements of the Committee Member's Declaration Form before allowing themselves to be elected or co-opted. Any Committee Member whose circumstances change such that they no longer meet the requirements must inform the Chair in writing at the earliest opportunity.
- The Declaration is required to ensure that the Society can meet its legal and other obligations. It may be varied from time-to-time by the Committee to fulfil the Society's obligations but must not otherwise be misused to exclude any member or group of members from eligibility. It is to be reviewed annually and reported upon at AGMs.
- The completed forms will be held on record and handled in accordance with the Society's relevant policies.
- 5.5 If circumstances arise requiring the urgent attention of the Committee, an Emergency Committee meeting may be called and will consist of the elected Officers of the Society.
- 5.6 Notice including a proposed agenda will be given to members of Committee and any sub-committee meetings in sufficient time for them to arrange to be present or otherwise submit their input to the meeting's chair for consideration by that committee.
- Main Committee meetings require a minimum four members including at least two Officers of the Society to form a quorum.



5.7 In the event of a dispute or disagreement, a Society member having followed the Complaints Procedure, will have the right to put their case to the elected Officers of the Society for a ruling: their decision will be final. This should be a majority decision by the Officers. If no majority is found, a quorate Committee will be invited to vote.

5.8 The Society is to be a member of the Chilterns Association of Camera Clubs and be affiliated to the Photographic Alliance of Great Britain through this Association.

5.9 The Society may only be dissolved at an Extraordinary General Meeting called in accordance with Rule 4.5 and specifically for this purpose. Members may vote in person, or in advance by post or email to the Secretary.

Seventy five percent of the total membership of the Society at time of the vote must agree with the dissolution motion. In the event of doubt that the threshold has been reached then the Chair at start of the meeting, or their deputy if the Chair is not present or not otherwise eligible to vote, has a casting vote. The Chair or their deputy must be present to exercise a casting vote. If required, the Chair's deputy will be chosen by a majority of the remaining Officers of the Society.

5.10 In the event of dissolution of the Society, the remaining assets shall be distributed to one or more registered local charities. The choice of charity will be decided by the membership through the process of nomination, being seconded and voted upon by a simple majority of the members present at the Extraordinary General Meeting of the Society called for the purpose of dissolving the Society.

In the event of no majority being reached, then the Chair at start of the meeting, or their deputy if the Chair is not present or not otherwise eligible to vote, has a casting vote. If required, the Chair's deputy will be chosen by a majority of the remaining Officers of the Society.

Approved at the ADDPS AGM 2nd April 2025.