

DATED

1994

THE ASSOCIATION
OF
FRIENDS OF THE PETERBOROUGH MUSEUM
AND ART GALLERY

CONSTITUTION

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(KGD)

**THE ASSOCIATION OF
FRIENDS OF THE PETERBOROUGH MUSEUM AND ART GALLERY**

CONSTITUTION

NAME

- 1 The name of the Association shall be Friends of the Peterborough Museum and Art Gallery, known also as "the Friends".

It is hereinafter referred to as "the Association".

OBJECT AND POWERS

- 2 The object of the Association shall be the education of the public by promotion, support, assistance and improvement of the Peterborough Museum and Art Gallery, registered as a charity under the number 311798, through the activities of a group of friends.
- 3 In furtherance of its object, but not further or otherwise, the Association shall have power to:-
- (a) encourage, promote and assist the formation and development of a group known as Friends of the Peterborough Museum and Art Gallery;
 - (b) generally further the purposes of the Peterborough Museum and Art Gallery and encourage the development of its facilities;
 - (c) engage in, support and co-ordinate research, publishing, education, advertising and other charitable work for the furtherance of the above-stated object;
 - (d) purchase any item or items for any of the collections of the Peterborough Museum and Art Gallery provided that the purchase shall be consistent with the Peterborough Museum Services Collection Policy current at the date of purchase;
 - (e) appoint delegates and representatives to any other bodies with whom the Friends of the Peterborough Museum and Art Gallery may be concerned;
 - (f) engage in any other lawful activities to promote the said objects.
- 4 For the purposes of its charitable object and exercise of its powers the Association shall have power to engage in any fund-raising activity other than a permanent trading activity.

MEMBERSHIP

- 5 There shall be four classes of membership:-
- (a) Individual
 - (b) Family
 - (c) Concessionary
 - (d) Corporate.
- 6 Individual membership shall be open to any person age 18 years or over.
- 7 Family membership shall be open to any family of one or two parents and any number of children under the age of 18. Where any of the following provisions of this Constitution refers to a member, in relation to family membership, the reference means each such parent.
- 8 Concessionary membership shall be open to any person (i) between the ages of 13 and 17 inclusive, or (ii) in receipt of state benefits, or (iii) who has reached state pension age, or (iv) who is a full time registered student.
- 9 Corporate membership shall be open to any formally-constituted organisation, society, school, college, or business (whether or not a body corporate). Where any of the following provisions of this Constitution refers to a member, in relation to corporate membership the reference means a person nominated by a corporate member to act on its behalf.
- 10 All applications for membership shall be made to the Council of the Association. The Council shall have power to refuse or terminate membership at its absolute discretion.

COUNCIL MEMBERSHIP

- 11 The Council shall consist of the following Officers and other Members:-
- (a) a Chairman;
 - (b) a Vice Chairman;
 - (c) a Secretary;
 - (d) a Treasurer;

(e) a maximum of 10 Ordinary Members.

Every member of the Council shall be elected annually at the Annual General Meeting. Any member of the Council shall be eligible for re-election, except that a Chairman who has been Chairman continuously for 3 years shall not be re-elected as Chairman until after an interval of one year.

- 12 Every member of the Council must be a member of the Association of at least 18 years of age for whom the current subscription due is paid-up.
- 13 The Council shall have power to co-opt up to 3 additional persons as observer members of the Council, but they shall have no vote in the Council.
- 14 The Council may fill casual vacancies in its membership by additional co-options which shall not extend beyond the next occurring General Meeting.
- 15 The Curator of the Peterborough Museum and Art Gallery and one Assistant Curator shall be ex-officio, voting members of the Council, without the necessity of election under Clause 11 and Clause 12 shall not apply.

COUNCIL - POWERS AND DUTIES

- 16 The Council shall have the general management and direction of the funds and affairs of the Association and in particular (but without prejudice to the generality of the foregoing):-
 - (a) shall meet at such times and at such place as it shall decide and shall regulate its meetings and conduct its business at the absolute discretion of its members;
 - (b) shall decide its business by the vote of the majority present and entitled to vote at a Council meeting. All members of the Council shall have one vote, except co-opted observer members. In the event of a tie, the Chairman shall have a second or casting vote.
 - (c) may pay the whole or part of reasonable and proper expenses of any member or delegate of the Council of the Association in or about the execution of any function or duty undertaken on behalf of the Association;

- (d) may make, and from time to time vary, Rules for the Association provided that any such Rules are not inconsistent with this Constitution;
- (e) may appoint a committee consisting of at least two persons, from among members of the Council or members of the Association to whom it may delegate any task, business, power or discretion which it considers appropriate, other than the investment of funds or the expenditure of funds to acquire items for the collections;
- (f) shall not be liable either jointly or severally for any act done in good faith or for any omission by any of its members, appointees or delegates unless the act or omission is done with the knowledge or wilful intent of the member, appointee or delegate;
- (g) shall have power to effect insurance cover for any fund-raising educational or social event or any item purchased for the collections;
- (h) may nominate any member of the Association to serve as their representative on another body;
- (i) shall have power to decide any question or matter arising under this Constitution or the Rules of the Association and its decisions shall be final and binding on the members of the Association.

SUBSCRIPTIONS

- 17 The rates of annual and life subscriptions for the different classes of membership of the Association shall be such sums as may be set by vote at the Annual General Meeting.
- 18 Annual subscriptions shall become due on the first day of June each year. Members whose subscriptions are in arrears at the start of the Annual General Meeting shall forfeit their right to vote. Members whose subscriptions are twelve months in arrears shall be automatically excluded from membership.

FINANCE

- 19 All funds and assets in the possession of the Association shall be held, paid out and applied as the Council may direct in furtherance of the objects of the Association. Pending such direction all funds shall be held in a separate Bank account (or accounts)

in the name of the Association with such bankers as the Council may from time to time direct.

- 20 All cheques drawn on such bankers shall be signed by any two of the Chairman, Vice Chairman, Secretary or Treasurer. All documents requiring endorsement shall be sufficiently endorsed if signed by any one of them.
- 21 The Council shall have power to invest such funds as are not required to be immediately available to meet the liabilities of the Association. Such investment shall be on deposit with a bank or building society or in gilt-edged securities.
- 22 Two auditors, who need not be members of the Association shall be elected at the Annual General Meeting.

MEETINGS

23 Annual General Meeting

- (a) The AGM of the Association, of which not less than 30 days' notice shall be given to all members, by the Secretary, shall be held during the month of March each year.
- (b) The business of the AGM shall be:-
- (i) to receive reports from the Chairman and Officers;
 - (ii) to receive and approve the annual accounts for the year ending on the last day of the previous month of December and to appoint auditors;
 - (iii) to elect the Officers and Ordinary Members of Council;
 - (iv) to consider any matter or proposal of which due notice has been given in writing to the Chairman or Secretary, not less than ten days before the date of the meeting.
- (c) Other General Meetings
- The Council may, at any time, and shall within twenty-eight days of receiving a request in writing of any ten members of at least 18 years of age, convene a Special General Meeting. Not less than fourteen days' notice shall be given by the Secretary to each member, specifying the business to be transacted.

(d) Council Meetings

Council Meetings shall be held not less frequently than twice in every year.

(e) Quorum

A quorum shall consist:-

- (i) at a General Meeting of 2 or $\frac{1}{200}$ of the members of at least 18 years of age, whichever is the greater;
- (ii) at a Council Meeting of 2 or $\frac{1}{6}$ of the members of the Council, whichever is the greater.

In the absence of the Chairman and Vice Chairman, those attending shall elect a Chairman for the meeting from among their number.

(f) Notice of Meetings

Notices to members shall be deemed sufficiently served if sent by ordinary pre-paid post or hand-delivered by an authorised member of the Association, to the address of the member registered in the records of the Association.

WINDING UP

- 24 On the winding up of the Association, the Council shall pay the surplus funds of the Association to such other charitable institution or institutions as the Council shall, with the approval of the Charity Commission for England and Wales, determine. The Association may be dissolved by a resolution passed by a two-thirds majority of those present and entitled to vote at a Special General Meeting held in accordance with the above provisions of this Constitution.

AMENDMENTS

- 25 No alteration may be made to this Constitution except by, and with the authority of a resolution of the members of at least 18 years of age passed by a two thirds majority present and entitled to vote at a General Meeting. Any proposal for an amendment must be made in writing to the Secretary in sufficient time to allow details of the proposal to be circulated to the members with the notice of the meeting, and must be so circulated.
- 26 No alteration shall be made to this Constitution which would cause the Association to cease to be a charity in law.

17th February 2006
G. Frisby
GART FRISBY - TREASURER
FRIENDS OF PETERBOROUGH
MUSEUM & ART GALLERY