

CONSTITUTION AND RULES OF VISUAL IMAGES GROUP

1 NAME

The name of the association shall be Visual Images Group (hereinafter called VIG).

2 OBJECTIVES

The objectives of VIG shall be:

- To foster and promote the understanding and appreciation of the visual arts in Buckinghamshire and surrounding areas (hereinafter referred to as the area of benefit)
- To provide exhibition opportunities to artists in Buckinghamshire and surrounding areas, as defined by the Committee

In order to achieve these objectives, VIG will undertake activities such as:

- Organising, coordinating, and fundraising for the Bucks Art Weeks annual event (hereinafter referred to as BAW), including producing literature and or/publications related to the Event
- Promoting VIG member artists during BAW and throughout the year
- Organising additional exhibition and/or sales opportunities for VIG members
- Communicating grant and competition information relevant to VIG members
- Making the visual arts accessible to all in Buckinghamshire
- Exchanging information with other bodies or groups holding similar events in the UK or abroad
- Publishing a regular newsletter for VIG members
- Publishing a regular newsletter for subscribers to the VIG visitor email list

3 THE OFFICERS

- (a) The Officers of VIG shall be the Chair, the Vice Chair, the Treasurer and the Secretary, all of whom shall be nominated annually by the Committee for election at the Annual General Meeting.
- (b) Officers of VIG may be removed by a simple majority vote at the Annual General Meeting or Extraordinary General Meeting.

- (c) The Chair, Vice Chair and Treasurer shall not normally hold office for more than three consecutive years but the Committee may extend this up to maximum of five years to ensure a smooth transition of responsibilities, subject to approval by Members at the AGM.
- (d) The Secretary does not have a vote on Committee decisions, but if the Secretary is also an Individual Member or Organisational Member of VIG, is entitled to vote at the Annual General Meeting or at any Extraordinary General Meeting.
- (e) The Chair, or in his/her absence an appointee of the Committee, shall preside at all General Meetings and Committee Meetings of VIG. The decision of the Chair of the Meeting upon any question of order, voting, adjournment of the Meeting or interpretation of the Rules of VIG shall be final. The Chair of the Meeting shall have an additional casting vote in the event of equality of votes on any matter under consideration by VIG.
- (f) The Officers are covered by Officers' liability insurance.

4 COMMITTEE

- (a) The Committee shall manage the affairs of VIG and administer its funds.
- (b) The Committee shall consist of no more than twelve members including the Chair, Vice Chair, Treasurer and Secretary.
- (c) Any Ordinary Member of VIG 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 28 days before the Annual General Meeting. Committee members shall retire each year but be eligible for re-election.
- (d) Committee members may be removed by a two-thirds majority vote of the Committee or by a simple majority vote at the Annual General Meeting or Extraordinary General Meeting.
- (e) Casual vacancies amongst the Committee during the year may be filled by the Committee. Persons so appointed shall hold office until the next Annual General Meeting after their appointment and shall be empowered to vote.
- (f) The Committee may appoint sub-committees accountable to it for such purposes as it determines.
- (g) The Committee may make Rules regulating the conduct of meetings other than General Meetings.

- (h) The Committee shall meet as required and not less than four times each year. A quorum shall consist of over one half of the number of elected Members of the Committee, one of whom should be an Officer.

5 POWERS

For the pursuit and fulfilment of VIG's objectives, the Committee's powers shall include the following:

- (a) The arrangement of the annual BAW event for VIG Members.
- (b) The arrangement of any other exhibition, competition, or selling events for VIG Members.
- (c) The collection of Members' personal and business information as required to communicate with Members and to promote any event or exhibition in which the Member is participating.
- (d) The publication of Members' business information in print, video, radio, or social media advertising as necessary to promote any event or exhibition in which the Member is participating.
- (e) To purchase, take on lease, hire or otherwise acquire any real or personal property or premises.
- (f) To raise money by means of subscriptions, payments for the annual event and other exhibitions, competitions, or selling events for Members, from participating authorities, organisations, and individuals, donations and legacies, grants in aid, sponsorship, advertising, and other sources.
- (g) To subscribe, donate or guarantee money for any purpose connected with and calculated to advance the objectives of VIG.
- (h) To raise and utilise funds for the furtherance of the objectives but without the power to pledge the personal liability of any Member for the repayment of any sums borrowed.
- (i) To arrange appropriate insurance for VIG, including Officers liability insurance.
- (j) To invest funds belonging to VIG for the benefit of VIG.

6 MEMBERSHIP

- (a) VIG shall have Organisational Members, Family Members, and Individual Members and may have Honorary Members if the Committee so decides.

- (b) Organisational Membership shall be open to any organisation within the area of benefit with aims and objectives similar to those of VIG. An annual subscription shall be paid. An Organisational Member shall be entitled to one vote at general meetings and shall appoint a representative to vote on its behalf. Categories of Organisational Membership and the fee to be paid for each category will be determined by the Committee.
- (c) Individual Membership shall be open to any individual within the area of benefit. An annual subscription shall be paid. Each individual shall have one vote at a general meeting. Each individual named in a Family membership has the rights of individual membership.
- (d) The membership fee and fee for participation in the annual BAW event or any other event organised by VIG will be set by the Committee and may be changed annually.
- (e) The Committee may elect Honorary Members who are distinguished in the decorative and fine arts or who have done valuable work for VIG. An Honorary Member may attend all meetings and events of VIG in the same manner as an Individual Member but shall not be liable to pay a subscription nor be entitled to vote at any General Meeting of VIG. An Honorary Member may elect to remain an Individual Member as well and in the event shall continue to be liable to pay a subscription and vote at General Meetings of VIG.

7 FINANCE

- (a) The VIG financial year shall run from September 1st to August 31st in every year.
- (b) The Treasurer shall keep the books and records of all funds held by and on behalf of VIG and make them available for inspection by Members upon reasonable notice.
- (c) Financial records of VIG will be checked by a competent person independent from the accountant or Treasurer.
- (d) The Committee shall authorise its Officers to arrange payment and re-imbusement of expenditure on behalf of VIG. The funds of VIG will be paid into current, deposit or investment accounts in the name of VIG with such banks, building societies or investment institutions as the Committee shall agree.
- (e) Cheques and other instruments shall be signed by not less than two Officers or other signatories authorised by the Committee, provided always that one of the two persons signing cheques or other instruments shall be the Chair or Treasurer.
- (f) Member payment for the annual BAW event will be due at the time of booking. In exceptional circumstances, refunds may be given at the discretion of the Committee.

- (g) Member payment for any other exhibitions or selling events organised by VIG will be outlined in the application information for the event. In exceptional circumstances, refunds may be given at the discretion of the Committee.

8 GENERAL MEETINGS

- (a) The Annual General Meeting shall be held at such time and place as shall be determined by the Committee. No more than 15 months should elapse between Annual General Meetings. Written Notice, including the Agenda, shall be given 14 days before the Meeting.
- (b) The business of the Annual General Meeting shall be:
 - a. To receive the Accounts of VIG and the Report thereon,
 - b. To receive the Committee's Report on the activities of the past year,
 - c. To elect Officers and Committee
 - d. To consider any resolutions of which due Notice has been given,
 - e. Informally to discuss any other business with the permission of the Chair.
- (c) The election of Officers and of the Committee shall be by a show of hands unless there are more candidates than there are vacancies to be filled, in which case the relevant election shall be by ballot of those present at the Meeting.
- (d) Any Member may propose a new Chair provided that the proposal is supported by signature of ten Organisational Members or Individual Members of VIG.
- (e) Voting on all resolutions, with the exception of Constitutional amendments, shall be by simple majority of those present at the Annual General Meeting or Extraordinary General Meeting.
- (f) Approval of Constitutional amendments requires a two-thirds majority of Members present at the Annual General Meeting or Extraordinary General Meeting.
- (g) An Extraordinary General Meeting must be convened within 35 days at the request of the Committee or at least 20 Members of VIG. Resolutions to be considered must be given in writing to the Secretary who will give all Members 21 days written Notice of the Meeting, stating time and place of the Meeting and the text of the Resolutions, which shall be determined by the Chair.

10. DISSOLUTION

VIG may at any time be dissolved upon the recommendation of the Committee or by a resolution passed by a two-thirds majority of those present and voting at a meeting of members of VIG.

Any money or property belonging to VIG remaining after payment of all expenses and liability properly incurred shall not be distributed amongst or paid to the Members of VIG but shall be distributed amongst charitable, not-for-profit, or educational organisations operating in the area of benefit and having objectives similar to the objectives of VIG.

The VIG organisation and the Committee will remain in existence until this distribution of funds has been completed.

This constitution was adopted at an Annual General Meeting held at Queens Park Centre, Aylesbury.

Date: 9th October 2024

Signed: Chair _____