



## RULES OF HUDDERSFIELD PHOTO-IMAGING CLUB ("the Club")

### PREAMBLE

These rules were originally adopted on the 1<sup>st</sup> September 2004 on the formation of the Club from a merger of The Huddersfield Photographic Society and Huddersfield Camera Circle. They were subsequently amended as set out in Appendix 1. This version was adopted at the Annual General Meeting dated 26<sup>th</sup> May 2021.

### 1. NAME

References to the "Club" shall mean the "Huddersfield Photo-Imaging Club".

### 2. PURPOSE

(i) To further the practice, art and interest of and in photography in all its current and future aspects and with due regard to the development and history of the subject since discovery.

(ii) To promote mutual understanding and fellowship in all its dealings by the holding of regular meetings, social and competitive events, lectures, demonstrations and visits.

### 3. MEMBERSHIP

Membership is open to all persons having a genuine interest in fulfilling the purpose of the Club upon payment of the annual subscription fixed from time to time by the Committee and confirmed at an Annual General Meeting.

Membership shall be divided into the following classes:-

- A. Ordinary Member
- B. Student Member (meaning full time student)
- C. Social Member
- D. Life Member
- E. Family Member

#### 4. CLASS RIGHTS & SUBSCRIPTIONS

(i) Ordinary and Student Members shall be entitled to all the aspects and privileges of membership.

(ii) Social Members shall not be entitled to participate in internal and external competitions. They shall be entitled to be co-opted onto the Committee but not have a vote in a Committee Meeting. Social Members are only entitled to vote at an Annual or Extraordinary General Meeting.

(iii) Life membership may be granted to any member at the discretion of the Committee. Life members shall not be required to pay the annual subscription after appointment. They shall be entitled to all the rights and privileges of membership.

(iv) Family membership may be granted to the second member of a household at half the price paid by the first member of a household for the same class of membership.

(v) Membership subscriptions shall be due each year on the 1<sup>st</sup> day of April at rates to be recommended by Committee and confirmed at an Annual General Meeting and recorded in the minutes.

#### 5. OFFICERS

The following officials (known as Officers) shall be elected at the Annual General Meeting as the Executive of the Club and shall hold office as set out below:-

(i) President, who shall act as chair at all general and other meetings of the Club. The tenure of office of the President shall be no more than two years successively.

(ii) Vice-President who shall act as the President's deputy when required and who shall serve as such for no more than two years successively.

(iii) Secretary, who shall be responsible for all correspondence relating to the affairs of the Club and who shall keep minutes of all General Meetings as well as meetings of the Committee. The tenure of office of the Secretary shall be one year unless re-elected at the Annual General Meeting.

(iv) Treasurer who shall be responsible for the security of all monetary aspects of the Club and shall keep a proper record of all monies received and paid and who shall prepare and submit an account thereof together with a balance sheet for adoption at the Annual General Meeting. The tenure of office of the Treasurer shall be one year unless re-elected at the Annual General Meeting.

The Officers shall be elected at the Annual General Meeting of the Club after having been first nominated and seconded and having consented so to act. Election shall be upon a simple majority of members voting at the meeting.

## 6. GENERAL COMMITTEE

The General Committee shall consist of the Officers and six other members of the Club, the latter also being nominated, seconded and elected for the specific roles stated below at the Annual General Meeting after having consented so to act.

The following four roles shall be taken by the committee, following election to the position at the Annual General Meeting or co-opted to these roles by the Executive of the Club:

(i) Competitions Secretary who shall supervise the running of internal and external competitions in which the Club shall from time to time become involved and who shall be responsible for correspondence relating to competitions.

(ii) Programme Secretary who shall be responsible for the preparation of the annual programme of meetings and events and the publication thereof in various formats accessible to all members, at least twice a year. The Programme Secretary shall also deal with any correspondence in relation to the programme.

(iii) Webmaster who shall be responsible for managing the Club web site.

(iv) Membership Secretary who shall be responsible for administering the membership records and liaising with the Treasurer over the status of subscriptions paid.

In addition the Committee may include two other members without portfolio.

Two members of the Committee shall be appointed by the Committee as Regional Representatives to liaise with and attend formal meetings of outside groups including Interclub and the Yorkshire Photographic Union (or their respective successors) and other extraneous organisations. They (or one of them at least) shall attend meetings arranged by such organisations and report proceedings back to the Club on a regular basis.

In the event that there are fewer elected Committee members than the ten stated, duplication of roles outside the Executive can occur.

The Committee shall have power to co-opt up to three members from the general membership of the Club to assist them in their deliberations but co-opted members shall have no vote at meetings of the Committee and shall retire prior to the Annual General Meeting.

The General Committee shall hold office for one year but shall be entitled to offer themselves for re-election to the Committee at the Annual General Meeting. All officers positions are honorary in that they are volunteer roles.

## 7. AUDITOR

A person who is not currently serving on the Committee shall be appointed auditor at the Annual General Meeting and shall audit the financial affairs of the Club and sign the annual Account and Balance Sheet as representing a fair and accurate view of the Club's financial position.

## 8. ASSETS OF THE CLUB

Assets shall consist of all equipment, trophies, land and property belonging to the Club and managed by the Committee.

As and when necessary the Club will appoint Trustees to be custodians of any assets legally vested in the Club, such as the parcel of land currently owned by the club as at 1<sup>st</sup> February 2021 and remain as Trustees until their resignation as Trustees.

New Trustees shall be appointed, as and when deemed necessary, by the Committee once nominations for Trustees have been ratified at a General Meeting.

The Committee shall maintain an accurate record of all assets and a register giving particulars of the whereabouts of deeds, equipment and trophies, such register being kept with the Club's documents and general correspondence in the care of the Secretary.

## 9. PROCEEDINGS AT MEETINGS

There are three types of meetings as follows:

Ordinary Meetings are the ones which take place throughout the programme generally on a weekly basis.

Annual General Meetings and Extraordinary General Meetings are formal meetings at which decisions are taken.

Committee Meetings are those at which the management of the Club is discussed.

An Annual General Meeting shall be held no later than 30th June in each year and publication of its date in the programme shall constitute adequate notice thereof. The following business shall be transacted at the AGM:

(i) the receipt of reports from the Committee;

(ii) consideration of an audited statement of accounts for the preceding year and the approval of the annual subscription rate recommended by the Committee;

(iii) election of Officers and Committee members;

(iv) appointment of Auditor;

(v) any other business of which formal notice has been given.

An Extraordinary General Meeting may be convened by

(i) a resolution of the Committee; or

(ii) a requisition of at least 12 members or 10% of the membership whichever shall be the smaller number, by written notice to the Secretary, who shall forthwith convene a meeting of the Committee and at such meeting a date for the holding of the Extraordinary General Meeting shall be fixed which date shall be within a period of 42 days of the date of the receipt of the written requisition. At least 21 days notice to members shall be given by display of such notice on the Club's Notice Board and /or publication in an electronic format accessible to all members after the attention of the members has been drawn thereto by the President at any ordinary meeting.

Committee Meetings shall be held at least six times per annum to manage effectively the business of the Club and the Secretary shall keep minutes of the proceedings.

At ordinary meetings of the Club the President or in their absence the Vice-President shall take the chair. If both are absent then one of the officers or the senior member present shall take the chair.

#### Quorum

(i) at an Annual or Extraordinary General Meeting 12 members or 10% of the membership whichever shall be the smaller member (to include at least one Officer) shall constitute a quorum.

(ii) at a Committee Meeting 4 members (to include at least one Officer) shall constitute a quorum.

#### Other provisions

(i) Members who express their apologies for absence at an Annual or Extraordinary General Meeting shall be entitled to vote by proxy provided such proxy is appointed in due time by completion of a form of proxy which may be obtained from the Secretary. Such form of proxy shall also count to establish a quorum at an Annual or Extraordinary General Meeting.

(ii) At Annual or Extraordinary General Meetings resolutions properly proposed and seconded shall be adopted by simple majority and voting shall be by show of hands unless a ballot is demanded by a majority of those present. This provision shall not however apply to a resolution to dissolve the Club or to merge with any other organisation or to alter these Rules for which special provisions are set out in Rules 14 and 15 hereof.

(iii) "formal notice" referred to in section 9 shall mean notice in writing given to the Secretary at least 21 days prior to the date of the meeting.

## 10. VISITORS

Members are encouraged to invite visitors to ordinary meetings. If however a visitor attends three or more meetings in any one year such person shall be required to pay the annual subscription before attending again in that year.

At meetings where the key participant is a Yorkshire Photographic Union-listed judge or lecturer, members of other YPU affiliated clubs will be permitted to attend at no charge.

## 11 CODE OF CONDUCT

Any member or visitor to the club is expected to:

- i) abide by the rules of the club
- ii) pay the club's subscription in full, at the appropriate rate, when it falls due
- iii) refrain from the use of abusive behaviour towards other members or visitors and not act in a manner that is unacceptable including any form of discrimination, harassment or intimidation
- iv) not breach other photographer's copyright when submitting work as their own.
- v) not bring the club into disrepute by acting in a way that contravenes the Rules of the Club.

The consequence of infringement of the Rules of the Club is described in the COMPLAINTS and TERMINATION of MEMBERSHIP PROCEDURE section 12 below.

## 12. COMPLAINTS and TERMINATION OF MEMBERSHIP PROCEDURE

- (i) a member may resign at any time but shall not be entitled to any proportionate refund of his subscription.
- (ii) the Committee shall have the right to refuse admission to any person to any meeting. A decision would be made by the meeting Chair supported by at least one member of the Committee.

(iii) A member wishing to lodge a complaint shall do so in writing to the Secretary who shall forthwith convene a meeting of the Committee to consider the same. The date of such a committee meeting shall be advised to the complainant who shall be invited to attend to discuss the complaint. At the conclusion of the Committee's deliberation their decision shall be communicated to the complainant in writing.

(iv) a member may be suspended or expelled from membership for infringement of the Rules of the Club on a majority of the Committee. The expelled member shall be entitled to receive in writing reasons for suspension or expulsion and to appeal against the decision of the Committee provided a written notice of his wish to appeal is lodged with the Secretary within 21 days of suspension or expulsion. A binding final decision on the appeal shall be made by the Executive and the outcome notified to the appellant.

13. BYE-LAWS AND COMPETITION RULES shall be made by the Committee provided they do not conflict with these rules.

#### 14. RELATIONSHIP WITH YORKSHIRE PHOTOGRAPHIC UNION

Whilst remaining an affiliated member of the Union the Club shall comply with such rules and regulations as shall concern such membership.

#### 15. DISSOLUTION & MERGER

Merger with another organisation may be effected or the affairs of the Club may be wound up following a resolution passed at an Annual or Extraordinary General Meeting provided such resolution enjoys a majority of those members attending such meeting.

In the event of such winding up and after discharge of outstanding liabilities any surplus funds of the Club and all assets thereof shall be paid to the Yorkshire Photographic Union or if such Union no longer exists then to the Photographic Alliance of Great Britain for general purposes. If both such organisations do not exist at the date of dissolution then such surplus shall be disposed of in the general interests of photography as the dissolution meeting shall resolve.

#### 16. RULE ALTERATION

These Rules may be amended only by a resolution enjoying a majority of those members attending an Annual or Extraordinary General Meeting. Notice of any proposed amendment together with the names of the proposer and seconder shall be given in writing to the Secretary at least 42 days prior to the date of the meeting at which the resolution shall be considered. At least 21 days' notice of the resolution shall be given to members by notice displayed on the Club's Notice Board and/or via an electronic format accessible to all the members after

the attention of members has been drawn thereto by the President at any ordinary meeting.

## **Appendix 1**

At an Extraordinary General Meeting held on 17<sup>th</sup> August 2011 the due date of Membership subscriptions was changed from 1<sup>st</sup> day of January to the 1st day of April and a one-off adjustment made to the subscription over the period from 1st January to the 1st April 2012.