

# CONSTITUTION OF -

## TEXTILES AND STITCH AROUND MARLBOROUGH

ADOPTED AT THE INAUGURAL MEETING HELD ON 6<sup>th</sup> September 2021

1<sup>st</sup> REVISED CONSTITUTION ADOPTED AT THE GENERAL MEETING ON 4<sup>th</sup> March 2024

**INTRODUCTION: This Group is an Unincorporated Association. This means it is not a charity or a limited company, but a group formed by its paying members**

**As such it has no legal rights, and its members are legally responsible for the actions of the organisation**

**The following operating principles are designed to ensure the group is run in an effective, convenient way and we all know how this is shared between us**

### 1. NAME

The name of the Group shall be: Textiles and Stitch Around Marlborough – website: [textilesandstitch.co.uk](http://textilesandstitch.co.uk)

### 2. AIMS

The aims of the Group shall be to provide for paid up Members:

- A programme of meetings with speakers, social events and workshops.
- Information about events of interest run by other organisations.
- Liaison with other groups with similar interests.
- Opportunities for exhibitions and expeditions to places of interest to members.

### 3. POWERS

In order to achieve its aims the Group may:

- 3.1 Raise money.
- 3.2 Open bank accounts.
- 3.3 Take out insurance.
- 3.4 Organise courses and events
- 3.5 Work with other Textile groups and exchange information.
- 3.6 Arrange to attend outside events in order to exhibit Members' work.
- 3.7 Do anything lawful which will help it to fulfill its aims.

### 4. MEMBERSHIP

4.1 Membership of the Group shall be open to any person over the age of 18 who is interested in helping the Group to achieve its aims, is willing to abide by the constitution

1<sup>st</sup> Revision 2024 – Agreed 4<sup>th</sup> March 2024

of the Group and willing to pay a viable subscription agreed by the Committee, and annually agreed by the Membership.

4.2 Membership shall be available to anyone without regard to gender, race, nationality, disability, sexual preference, religion or belief.

4.3 A potential member may visit the Group on up to two (2) occasions before deciding on whether to become a Member. Such visitors shall make a payment per visit agreed annually by the committee and by the membership.

4.4 Every individual Member shall have one vote at General meetings and at the Annual General Meeting (AGM)

4.5 The membership of any member may be terminated, for good reason, by the Committee, but the Member has a right to be heard by the Committee before a final decision is made.

## 5. COMMITTEE

5.1 Textiles and Stitch Around Marlborough shall be administered by a Committee of three (3) Officers, together with not more than seven (7) other members

5.2 Members shall appoint this committee to run the Group on their behalf, by election at the Annual General Meeting (AGM)

5.3 The committee shall appoint new/replacement committee members and the maximum size of the committee can be exceeded for up to 12 months

5.4 The appointment of new committee member(s) shall be agreed by the membership at a General Meeting or AGM

5.5 The Officers of the Committee shall be: the Chairperson(s), the Treasurer, and the Secretary. The Committee shall meet at least four (4) times per year.

5.6 Membership of the Committee shall be limited to 2 years but this does not prevent a Committee member from serving for longer if they so wish and the membership agrees.

5.7 The Chairperson(s) shall Chair all meetings of the Group and lead planning and liaison.

5.8 The quorum for Committee meetings shall be one half of the Committee members

5.9 Voting at Committee meetings shall be by show of hands. If there is a tied vote then the Chairperson shall have a second/casting vote.

5.10 The Committee may, by a two thirds majority vote, and for a good and proper reason, remove any Committee Member, provided that person has the right to be heard before a final decision is made.

5.11 At least once per year the Committee must assess the insurance needs of the Group.

5.12 The Committee will act as agents of the Group and if they act lawfully and honestly will be indemnified from the assets of the Group and are authorised to arrange insurance to cover the cost of this indemnity.

5.13 Committee Members will strive to abide by legal requirements in all matters.

## 6. DUTIES OF OFFICERS

### 6.1 The duties of the Chairperson(s) are to:

- Chair meetings of the Committee and the Group.
- Act as spokesperson for the Group when necessary.
- Plan, liaise, and canvass Members' opinions
- Prepare agendas for AGM, Committee and General meetings
- Check on safeguarding and other policy

### 6.2 The duties of the Secretary are to:

- Take and keep Minutes of meetings
- Maintain an up to date Membership list.
- Deal with any correspondence.
- Collect and circulate any relevant information within the Group.

### 6.3 The duties of the Treasurer are to:

- Supervise the financial affairs of the Group.
- Operate the bank account on behalf of the Group and ensure all monies received are banked promptly and payments are made within due time frames.
- Keep proper accounts to show all monies collected and paid out by the Group.
- Produce a financial report for each meeting of the Committee and available for the Group on the website
- Arrange for an Inspection of the Accounts prior to the AGM.
- Suggest Membership fee and Visitor fee (to be confirmed by Committee and Membership). Such a Membership fee to aim to cover costs and allow investment.

## 7. FINANCE

### 7.1 Any money received by the Group shall be used only for the Group.

### 7.2 Any bank accounts opened for the Group shall be in the name of the Group.

### 7.3 Any cheques issued or payments made by electronic means shall be signed by the Treasurer and authorised by one other nominated member of the Committee. There should be no more than four (4) signatories to the account.

## 8. ANNUAL GENERAL MEETING

### 8.1 The Group shall hold an Annual General Meeting (AGM) in the month of November and no later than mid January the following year.

### 8.2 All Members shall be given at least fourteen (14) days notice of the AGM and shall be entitled to attend and vote.

### 8.3 The quorum for an AGM shall be one half of the members.

### 8.4 The business of the AGM shall include:

- A report from the Chairperson(s) on the activities of the Group for the preceding year.
- Receiving a report from the Treasurer on the finances of the Group for the preceding

year.

- Election of a Committee
- Approval of previous AGM minutes
- Consideration of any other matter as detailed in the Agenda for the AGM.

#### 9. SPECIAL GENERAL MEETING

A Special General Meeting may be called by the Committee or by any ten [10] members to discuss an urgent matter. The Secretary shall give all Members fourteen (14) days notice of a Special General Meeting, together with Notice of the business to be discussed. All Members shall be entitled to attend and vote.

#### 10. ALTERATIONS TO THE CONSTITUTION

Any alterations to this Constitution must be agreed by at least two thirds of those members present and voting at the Annual General Meeting or any General Meeting.

#### 11. DISSOLUTION

The Group may be wound up at any time if agreed by two thirds of those members present and voting at any General Meeting or Special General Meeting. In the event of winding up, any assets remaining after all debts have been paid shall be given to members.

This Constitution was adopted at the Inaugural General Meeting of the Textile and Stitch Around Marlborough Group held on 6<sup>th</sup> September 2021

1<sup>st</sup> Revision of this Constitution was adopted at a General Meeting of the Textile and Stitch Around Marlborough Group held on 4<sup>th</sup> March 2024