



Registered Charity No: 1046526

CALLIGRAPHY & LETTERING ARTS SOCIETY CONSTITUTION

This revised Constitution was adopted by the Society on 11 March 1995, amended on 21 March 1998, 23 March 2002, 17 March 2007, 10 March 2018 and 09 March 2019

The Name of the Society shall be the **CALLIGRAPHY & LETTERING ARTS SOCIETY**

The Aims of the Society shall be

- a) The object of the Society shall be to advance the education of the public in the practice, appreciation and use of all forms of calligraphy and lettering arts. In furtherance of this object but not further or otherwise the Society shall:
- b) Maintain and improve access to good teaching of calligraphy and lettering for all who want it and to establish an accreditation system for those who teach it.
- c) Establish and maintain a National Register of Teachers of calligraphy and lettering.
- d) Provide a national context of events, resources, representation and support for individuals, regional groups and other related societies.
- e) Increase public awareness by organising frequent exhibitions, by establishing links with commerce and industry and by encouraging the commissioning, buying and using of calligraphy and lettering.
- f) Publish literature and provide support material to assist the promotion and teaching of calligraphy and lettering.

3. Membership

- a) **Membership** shall be open to all over the age of 18 years who support the aims of the Society.
- b) **Honoured Fellows.** Calligraphers and lettering artists and others of experience, attainment and high repute, who have made a significant contribution to calligraphy and lettering. They are entitled to use the letters HFCLAS after their name.
- c) **Fellows.** Those achieving a high level of technical competence. They are entitled to use the letters FCLAS after their name.
- d) **Students** in full-time education shall pay a reduced subscription as decided by the Committee.
- e) **Group Affiliation.** For Local Calligraphy Groups who wish to affiliate to the Society.
- f) **Honorary Membership.** Members honoured by invitation.

4. Committee

- a) The Committee shall consist of the Chairman, Treasurer and up to ten other elected officers, each of whom shall have a specific role.
- b) The Committee members shall be proposed, seconded and elected by ballot at the Annual General Meeting. Election to the Committee shall be for three years. One third of the Committee members shall retire annually, but shall be eligible for re-election. Any vacancy occurring by resignation or otherwise may be filled by the Committee, but any member so chosen shall retire at the next Annual General Meeting but shall be eligible for re-election at that Meeting.
- c) Committee meetings shall be held every two months and the quorum shall be a majority of the Committee. The Chairman shall have discretion to call further meetings of the Committee if he or she considers it to be in the interests of the Society. All members of the Committee shall be given not less than five days notice of a meeting. Decisions of the Committee shall be made by a simple majority and in the event of equality of votes, the Chairman shall have a casting or additional vote.
- d) In addition to the members so elected the Committee may co-opt additional members of the Society, provided that such co-optees shall not exceed 1/3 of the total of the Committee, who shall serve until the next Annual General Meeting. Co-opted members shall be entitled to vote at the meetings of the Committee.
- e) The Committee may from time to time appoint such sub-committees as they may consider necessary and may delegate to them such of the powers and duties of the Committee as the Committee may determine. All sub-committees shall provide full and prompt reports on all duties carried out and conduct their business in accordance with the directions of the Committee.
- f) The Committee shall be responsible for the management of the Society and shall have sole right of appointing and determining the terms and conditions of service of an Administrator and any other employees of the Society. The Committee shall have the power to enter into contracts for the purposes of the Society on behalf of all the members of the Society.
- g) The members of the Committee shall be indemnified by the members of the Society against all liabilities properly incurred by them in the management of the affairs of the Society.

5. Annual General Meeting The Society shall hold an Annual General Meeting each year to transact the following business:

- a) Receive the Chairman's Report.
- b) Receive and consider the Society's Accounts and Treasurer's Report.
- c) To elect the Officers of the Society, nominations for which shall be made in writing by the proposer and seconder to the Administrator not less than 28 days before the Annual General Meeting.
- d) To decide on any resolution. Submissions to be made in writing by the proposer and seconder to the Administrator not less than 28 days before the Annual General Meeting.
- e) All paid-up individual members are entitled to vote.

Special General Meeting A Special General Meeting may be called at any time by the Committee and shall be called within 28 days of receipt by the Administrator of a requisition in writing signed by no fewer than ten members stating the purpose for which the meeting is required and the resolutions proposed.

Procedure at the Annual & Special General Meetings

- a) The Administrator shall send to each member written notice of the date of the General Meeting together with the resolutions to be proposed thereat at least 14 days before the meeting.
- b) The quorum for Annual and Special General Meetings shall be one twentieth (5%) of the total membership.
- c) The Chairman, or in his absence a member selected by the Committee shall take the chair. Each member present shall have one vote and any resolution shall be passed by a simple majority. In the event of an equality of votes the Chairman shall have a casting or additional vote.

Alteration of Rules This constitution may be altered at an Annual or Special General Meeting of the Society by a resolution passed at a quorate meeting by two thirds of the members present and voting thereat. The resolution for the alteration of the constitution must be received by the Administrator of the Society at least 21 days before the meeting at which it is to be proposed. At least 14 days' notice of such a meeting must be given by the Administrator to the Society and must include notice of the alteration proposed: provided that no alteration to clause 2 (Objects), clause 11 (Dissolution) or this clause shall take effect until the approval in writing of the Charity Commissioners or other authority having charitable jurisdiction shall have been obtained; and no alteration shall be made which would have the effect of causing the Society to cease to be a Charity in law.

Finance

- a) All moneys payable to the Society shall be received by the Treasurer and deposited in a bank account in the name of the Society. No sum shall be drawn from that account except by cheque signed by two signatories from the following - Chairman, Administrator, Treasurer and one other member of the Committee. Any moneys not required for immediate use may be invested as the Committee in their discretion think fit.
- b) The income of the Society shall be applied only in the furtherance of the aims of the Society and no part thereof shall be paid by way of bonus, dividend or profit to any members of the Society.
- c) The Committee shall have the power to authorise the payment of reasonable and proper expenses furthering the aims of the Society to any member of the Committee; remuneration and expenses to any member or employee of the Society, not being a member of the Committee; and to any other person or persons for services rendered to the Society
- d) The financial transactions of the Society shall be recorded by the Treasurer in such manner as the Committee think fit. The Accounts shall be subject to an annual independent examination.
- e) The Annual Subscription shall be determined from time to time by the Committee and put to an Annual General Meeting for approval.

10. Property 10.1. Subject to the provision of sub-clause 10.2 of this clause, the Committee shall cause the title to:

- a) all land held by or in trust for the Society which is not vested in the Official Custodian for Charities; and
- b) all investments held by or on behalf of the Society; to be vested either in a corporation entitled to act as a custodian trustee or in not less than three individuals (not being members of the Committee) appointed by them as holding trustees. Holding trustees may be removed by the Committee at their pleasure and shall act in accordance with the lawful directions of the Committee. Provided they act only in accordance with the lawful direction of the Committee, the holding trustees shall not be liable for the acts and defaults of its members.

10.2. If a corporation entitled to act as custodian trustee has not been appointed to hold the property of the charity, the Committee may permit any investments held by or in trust for the Society to be held in a clearing bank, trust corporation or any stockbroking company which is a member of the International Stock Exchange (or any subsidiary of any such stockbroking company) as nominee for the Committee, and may pay such a nominee reasonable and proper remuneration for acting as such.

11. Dissolution

- a) A resolution to dissolve the Society shall be proposed only at a Special General Meeting and shall be carried by a majority of at least three-quarters of members present.
- b) The dissolution shall take effect from the date of the resolution and the members of the Committee shall be responsible for the winding-up of the assets and liabilities of the Society.
- c) Any property remaining after the discharge of the debts and liabilities of the Society shall be given to a charity or charities nominated by the last Committee.