

Friends of Bristol Museums, Galleries & Archives

CONSTITUTION

(Originally adopted 11 October 1978. Latest revision 23 September 2023)

1. NAME

The name of the association shall be 'Friends of Bristol Museums, Galleries & Archives' (in support of Bristol Museums, Galleries & Archives). It is herein referred to as 'the Association'.

2. OBJECTS

The objects of the Association are as follows:

- 2.1 The education of the public by promoting, supporting, assisting and improving Bristol Museums, Galleries & Archives through the activity of a group of supporters.

In furtherance of these objects but not otherwise the Association shall have the following powers:

- 2.2 To raise funds for the purposes of Bristol Museums, Galleries & Archives in such manner as the Association shall deem necessary, provided that no permanent trading activities are undertaken at any time.
- 2.3 To organise, assist with and support functions and events for Bristol Museums, Galleries & Archives.
- 2.4 To assist with the care of the collections at the discretion of the Director of Bristol Museums, Galleries & Archives.
- 2.5 To make representations to the Executive of Bristol City Council on any museum, gallery or archives matter.
- 2.6 To purchase or acquire works of art and museum and archive items for presentation or loan to Bristol Museums, Galleries & Archives.
- 2.7 To produce publications for sale and/or distribution to members of the Association and members of the general public.
- 2.8 To pursue these objects by means of meetings, exhibitions, appeals, lectures, other forms of instruction and schemes of a charitable nature, provided these do not affect the limits of our unincorporated charitable status.

3. MEMBERSHIP

- 3.1 Membership of the Association shall be open to all. Membership may be divided into such classes as the Executive Committee may from time to time determine.

4. EXECUTIVE COMMITTEE

- 4.1 The Executive Committee of the Association shall consist of the Chairman, Secretary, Treasurer and Membership Secretary and up to eight other members, all elected annually by the members of the Association at the Annual General Meeting.
- 4.2 In addition, the Director of Bristol Museums, Galleries & Archives Service, the City Archivist and two representatives from the City Museum & Art Gallery shall be members of the Executive Committee but shall have no voting rights.
- 4.3 The Committee may appoint members to conduct particular functions as necessary.
- 4.4 The Executive Committee shall have the general management and the direction of the funds and the affairs of the Association and in particular:
 - (a) may pay the whole or part of the expenses of any member in or about the execution of any of his/her functions and duties on behalf of the Association
 - (b) may make, and from time to time vary, rules which are consistent with this Constitution
 - (c) may fill casual vacancies from time to time in its membership
 - (d) may appoint persons to serve on the Executive Committee as a co-opted member, without voting rights, for such period of time as the Executive Committee may determine.
- 4.5 It shall be the duty of every officer and member of the Executive Committee who is in any way directly interested financially in any item discussed at a meeting at which he/she is present to declare such an interest. He/she shall leave the meeting if asked and shall not vote on the item.
- 4.6 Members of the Executive Committee are also the Association's Charity Trustees and must be fit and proper persons within the meaning of the law to act as Trustees.

5. SUBSCRIPTIONS

- 5.1 The annual subscription for each of the classes of membership of the Association shall be such sum as may be fixed by the Annual General Meeting.
- 5.2 Subscriptions shall become due on the first day in January in each year.
- 5.3 Persons whose subscriptions are three months in arrears shall automatically cease to be members of the Association.

6. MEETINGS

6.1 General Meetings

The Executive Committee may at any time, and shall within 28 days after receiving a request in writing of any 10 members sent to the Secretary, summon a special general meeting of which not less than 28 days' notice shall be given, specifying the business to be presented. Thirty members shall constitute a quorum.

6.2 Annual General meeting

The Annual General Meeting of the Association, of which at least 21 days' notice shall be given to all members by the Secretary, shall be held before the end of October in each year. Twenty members shall constitute a quorum. The business of the Annual General Meeting shall be:

- (a) to receive a report from the Executive Committee
- (b) to receive the annual accounts
- (c) to appoint an independent examiner
- (d) to elect Officers and Committee for the forthcoming year
- (e) to consider any proposal of which not less than 42 days' notice has been given in writing to the Secretary

Nominations for election to the Executive Committee shall be made seven days before the Annual General Meeting. They must be made in writing, supported by a seconder and the consent of the nominee must first have been obtained in writing. If the nominations exceed the number of vacancies, a ballot of the members present at the Annual General Meeting shall take place.

6.3 Executive Committee Meetings

The Executive Committee shall meet not less than twice in every year. Five voting members shall constitute a quorum.

6.4 Meetings by electronic means

A meeting of trustees may be held either in person or by suitable electronic means agreed by the trustees in which all participants may see and hear each other. In special circumstances (e.g. during a pandemic) an Annual General Meeting may be held in the same way.

7. RESOLUTIONS

- 7.1 Resolutions (except alterations to this Constitution) shall be passed by a majority of members voting. The Chairman shall be entitled to a second (casting) vote.
- 7.2 The ruling of the Chairman on any question relating to procedure or on a point of order shall be final and not open to discussion.

8. ACCOUNTS

- 8.1 Annual accounts shall be prepared, examined and submitted to the AGM in accordance with the law and with Charity Commission recommendations.
- 8.2 All funds and assets in the possession of the Association shall be held, paid and applied as the Executive Committee may direct, within the objects of the Association.

9. ALTERATIONS

9.1 No alteration may be made to the Constitution except by and with the authority of a resolution passed by a majority of not less than two thirds of the members present at a General Meeting of members which shall have been submitted in writing to the Secretary either as in Clause 6 or not less than 42 days before a General Meeting.

9.2 No alteration shall be made which would affect the Association's charitable status.

10. NOTICES

10.1 Notices to members shall be deemed sufficiently served if sent by pre-paid post to the address of the member registered on his/her subscription form or to their email address where this is provided.

11. WINDING UP

11.1 The Executive Committee shall, on the winding up of the Association, pay the surplus funds of the Association to the charitable Bristol's Museums, Galleries & Archives Service, subject to the approval of the Government department having jurisdiction of charities.