Constitution (Adopted May 2026)

1. Name

The name of the organisation is **Cotswold Sculptors Association** (“Cotswold Sculptors”).

2. Aims

This Not for Profit organisation exists to:

- Support and promote sculptors based in the Cotswolds and from across the UK
- Build a strong, connected network of sculptors.
- Encourage excellence in sculpture in all media.
- Share knowledge, skills, opportunities and resources.
- Provide a supportive environment for dialogue and collaboration.
- Create opportunities for members to exhibit and sell their work.
- Encourage and support emerging sculptors.

3. Membership

3.1 Eligibility

Membership is open to individuals who:

- Create sculpture in any medium.
- Support the aims of the Association.

Membership begins once a completed application form and annual fee have been received.

3.2 Fees

- An annual membership fee will be set at the Annual General Meeting (AGM).
- All members must pay the agreed fee.

3.3 Ending Membership

A member may resign at any time in writing to the Membership Secretary.

Membership may be considered lapsed if fees remain unpaid after three reminders.

The Association is committed to maintaining a respectful and inclusive environment. Offensive or discriminatory behaviour will not be tolerated.

If concerns arise:

- The individual will be informed and given the opportunity to respond.
- They may be accompanied by a friend when meeting with the Committee.
- The Committee may suspend or terminate membership where appropriate.

4. Equality and Inclusion

The Association will not discriminate on the grounds of gender, race, ethnicity, nationality, disability, sexual orientation, religion or belief, age, or marital status.

5. Committee and Officers

5.1 Role

The Association is managed by a committee elected at the AGM.

The Committee is responsible for the overall governance and administration of the Association.

5.2 Composition

The Committee will consist of:

- Chair
- Secretary
- Treasurer
- Membership Secretary
- Up to six additional Committee members

The Committee may co-opt additional members for specific purposes. Co-opted members may contribute to discussions but will only have voting rights if agreed by the Committee.

5.3 Terms of Office

- Committee members serve for one year and are eligible for re-election.
- Members may serve a maximum of five consecutive years.
- Former officers must step down for at least two years before standing again as an officer.
- In exceptional circumstances, former officers may be temporarily co-opted to support the Committee.

5.4 Meetings

- The Committee will meet at least four times per year.
- The quorum for Committee meetings is four members.
- Committee meetings are open to members, who may speak but not vote.

If a committee member fails to attend meetings for three consecutive months without apology, the Committee may ask whether they wish to resign.

5.5 Officer Roles

- **Chair** – Chairs meetings and provides leadership.
- **Secretary** – Manages correspondence, agendas, and minutes.
- **Treasurer** – Manages finances and financial reporting.
- **Membership Secretary** – Maintains membership records, in line with GDPR

If an officer resigns mid-term, the Committee may appoint an interim replacement until the next AGM.

6. General Meetings

6.1 Annual General Meeting (AGM)

An AGM will be held within 15 months of the previous AGM.

Members will receive at least 21 days ’notice.

The quorum is 10% of membership or 10 members (whichever is greater).

At the AGM:

- The Committee will present an annual report.
- The Treasurer will present the accounts.
- Committee members will be elected.
- Members may vote on submitted proposals.

Proposals must be submitted in writing at least 7 days before the meeting.

6.2 Extraordinary General Meeting (EGM)

An EGM may be called:

- By a majority of the Committee, or
- By at least eight members submitting a written request

The meeting must take place within 21 days of the request.

Members will receive at least 14 days ’notice.

The quorum is the same as for the AGM.

7. Decision-Making

The Association aims to reach decisions by consensus wherever possible.

If consensus cannot be reached, decisions will be made by a simple majority vote of those present and eligible to vote.

In the event of a tie, the Chair has a casting vote.

Voting may take place in person or, where appropriate, through secure online systems approved by the Committee.

8. Finances

- The Association will maintain a bank account in its name.
- The Committee will appoint three authorised signatories, including the Treasurer.
- Signatories must not be related or members of the same household.

Financial procedures:

- Any authorised signatory may make routine payments.
- Non-routine transactions must be approved by the Committee.
- Accurate financial records will be kept.
- A financial report will be presented at each Committee meeting and at the AGM.

All funds must be used solely to further the aims of the Association. No member shall benefit from surplus income.

If the Association becomes insolvent, the Committee must call an EGM within seven days to determine next steps.

9. Amendments to the Constitution

This constitution may only be amended by:

- A two-thirds majority at an AGM or EGM, or
- A two-thirds majority via secure online vote of members

Proposed amendments must be submitted in writing and circulated in advance.

10. Dissolution

The Association may be dissolved by a majority vote at a General Meeting called specifically for that purpose.

If dissolved:

- All debts must first be settled.
- Any remaining funds or assets will be transferred to a local charitable organisation chosen by the members at that meeting.

No member may receive any financial benefit from the dissolution of the Association.

Adoption

This constitution was amended and adopted on:

Date: _____5th May 2026_____

Signed (Chair): Gina Baum



Signed (Secretary): Anna Simson

