

Paisley Art Institute Constitution

November 2015

Article 1- Name

The Association shall be called the Paisley Art Institute.

Article 2- Objects

The objects of the Institute shall be the encouragement and promotion of Art by means of classes, Conversazioni, Lectures, Exhibitions, and the Purchase of Works of Art, or Literature, or by such other means consistent with the objects of the Institute as the Committee of Management may determine.

Article 3- Membership

The Institute shall consist of three classes of members a) Artist Members b) others interested in Art who shall be called "Lay Members" and c) Honorary Members, which class shall include Artists or Laymen whom the Institute wishes to honour.

Article 4- Diplomas

The Diploma shall be called 'Diploma of Artist membership of the Paisley Art Institute' and will be inscribed on a parchment suitable for presentation. Persons awarded the Diploma will be entitled to style themselves 'Diplomate of the Paisley Art Institute' of which the abbreviation will be PAI. Each President shall be entitled to PPAI in perpetuity. Honorary Diplomates will be styled HPAI.

The Credentials Committee will consist of the current PAI Diploma holders and President assisted by the secretary. It's deliberations will be in confidence and will provide statements to the management committee of each candidate it recommends for the award of Diploma and Honorary Diploma. Diplomas may be recalled on a decision of the Management and Credentials Committees. The Diploma of Artist Membership meeting will convene on an annual basis prior to the Annual General Meeting; a quorum of six must be present.

****There will be limit of 2 members elected to the Paisley Art Institute Diploma of Membership at any meeting of the Credentials Committee****

The honour of the Diploma should be awarded to artists who have been seen to support the Institute and whose work continues to enhance the quality and reputation of the award. *The founding Credentials Committee will consist of the President and four senior Artist Members who are eligible for the award, assisted by the secretary.* To be

considered for the award, candidates will have been exhibiting Artist members of the Institute for at least three years. There will be no exemption from this condition. Candidates will also have been consistent in exhibiting their works at the annual exhibitions. Strong reasons such as incapacity through illness or prolonged absence abroad may be taken into account to allow partial exemption of an independent candidate from the full requirement. *Candidates will require to be proposed and seconded by members of the Institute, each of whom will be a 'PAI'. The proposal will be accompanied by a written statement from the proposer giving reasons for the proposal and confirming the good character of the proposed candidate and a full curriculum vitae of the candidate, giving date and place of birth, details of appropriate education and training, and the year and name of the awarding institution of any degrees and diplomas held, details of prize awards, and a full synopsis of their art career giving details of solo exhibitions, group exhibitions, commissions, and collections containing their works.* The names of representative other exhibitors should be given for shared exhibitions. Included with the proposal should be a personal written statement from the candidate in support of the application including any other information that the candidate wishes to bring to the attention of the Credentials Committee, and undertaking to support, maintain and promote the interests of the Institute if elected.

****The maximum number of living Diplomates of the Paisley Art Institute at any time shall be thirty five****

Upon election, Diplomates will be expected to present a characteristic example of their work to be considered for addition to the permanent collection.

RULES

Section 1- Members

Applications for admission as Artist Members must be made to the Secretary. Forms will be available from the Secretary, which will show the dates that applications should be received by. Candidates must, unless otherwise determined by a unanimous vote of the members of the Committee of Management present at the meeting, submit three original works of art for approval at a stated meeting of the Committee of Management and be elected by ballot by a majority of the committee present. Applications will be considered on the basis of the artistic skills and merit of the applicant.

Candidates for Lay Membership shall be admitted as the Committee of Management may determine. Honorary Members and Honorary Office Bearers shall be recommended by a majority of the Committee of Management and be elected at the Annual General Meeting, as such; they shall not have any voice in the management of the affairs of the Institute, nor any interest in the property or the funds thereof.

Conduct of Members

The Committee may expel any member who offends against the Rules of the Institute whose conduct, in the opinion of the Committee, renders him or her unfit for membership of the Institute. Before any such Member is expelled, the Secretary must inform him or her of the complaints made against him or her. No member may be expelled unless he or she has first had an opportunity to appear before the committee and answer complaints made against him or her and at least two-thirds of the Committee then present vote in favour of his or her expulsion.

Any member so expelled shall be given notice of the expulsion ('Expulsion Notice') by the Society which shall take effect 7 days after the date of service of the Expulsion Notice. The Appeal will be presented at the AGM where a simple majority vote of those Members present will determine the Appeal. Pending the determination of the Appeal, the rights of such Member shall be suspended.

Section 2- Subscriptions and Entry Money

The Committee of management will have the power to fix the entry money and Annual Subscription each year. Annual subscriptions shall be due at the Annual General Meeting each year. Corporate membership shall be available on payment of an annual subscription of **£200**.

Section 3- Life Membership

An artist or Lay Member may become a Life Member on payment of **£350** to the funds of the Institute.

Section 4- Ballot

The Committee of Management may distribute annually by ballot among the Lay Members such a sum as may be voted for that purpose at the Annual General Meeting. Prize-winners must expend their prize money in the purchase of works in the exhibition, but may add whatever sum they desire to their prize.

Section 5- Privileges of Members

Artist Members shall be entitled to send works to all exhibitions of the Institute, to vote at all general meetings and to free admission to all Exhibitions, Musical evenings, Lectures, and Conversaciones and shall be eligible as members of the Committee of Management. Lay Members shall be entitled to vote at general meetings of the Institute, to free admission to all Exhibition, Musical Evenings, Lectures and Conversaciones and to one chance in the ballot for prizes, and shall be eligible as members of the Committee of Management.

Section 6- Resignation

Any member wishing to resign shall intimate his or her intention to the Secretary in writing before the Annual General Meeting; otherwise he or she shall be liable for the subscription for the ensuing year. Unless the current year's subscription has been paid, artists work shall, at the discretion of the Committee, not be hung in the exhibition. Members who are in arrears with their subscription for two or more years shall, at the discretion of the Committee of Management, cease to be members of the Institute and their names shall be removed from the list of members.

Section 7- Management

The business and affairs of the Institute shall be conducted by a committee, (of whom as many as possible shall, ideally, reside or have connection to Paisley by birth, education, or employment), consisting of nine Artist Members and nine Lay Members, to be elected at the Annual General Meeting.

Elected members of the committee shall retire after serving three years and may be eligible for re-election up to a total of six consecutive years at which time a break of one year should be taken before being re-elected. The Committee of Management shall, in the event arising, determine members who fail to retire from time to time. The Office Bearers of the Institute shall consist of a President and Vice-President. Two Vice-Presidents may be appointed to assist the President if deemed advantageous to the Management of the Institute. They shall be members of the Committee of Management and shall be elected every three years at the last committee meeting before the Annual General Meeting, the hand over of the positions taking place at that Annual General Meeting.

The Committee shall also appoint a Secretary and Treasurer and an Auditor and any other officials they may consider necessary and shall fix the salaries to be paid to such officials. The committee may fill any vacancies occurring in the Committee, but the member so appointed shall only hold office until the next Annual General Meeting. The Committee of Management shall have the power to make Bye-Laws, which must be consistent with the Constitution and Rules of the Institute; to invite works from others than members; to appoint committees for exhibitions and other purposes; to elect Members; to fill up vacancies occurring in their own body and if considered advisable, to purchase works of art or art literature with surplus funds.

The Committee of Management may, if so desired, purchase Trustee Indemnity Insurance to cover Members against liability should the Institute find itself being sued for whatever reason.

Section 8- Method of election to the Committee of Management

Members desiring to nominate a candidate or candidates for election to the Committee of Management shall deliver in writing to the Secretary not later than 30 September in

each year a notice containing the name or names of those whom they nominate. The notice must, before delivery, be signed by a proposer and seconder for each candidate nominated, and intimation thereof shall be given in the circular intimating the Annual General Meeting. No nomination shall be made or received that is not in conformity with this rule. The secretary shall give fourteen days notice to members of the Institute that nomination of candidates for election to the Committee of Management are due.

Section 9- Meetings

An Annual General Meeting of the Institute shall be held in the month of October. The business of the meeting shall be to receive the Report and Financial Statement for the Session; to elect the necessary number of members to the Committee of management; and to transact any other competent business. Special General Meetings may be called by the President or the Vice President when required; and on receiving a written requisition of not less than ten members; the Secretary shall be bound to call a Special General Meeting, the business of which must be stated in the notice calling the meeting. For General meetings of the Institute the quorum shall be twelve; and for meetings of the Committee of Management a quorum of 6 must be present. The President or, in his/her absence, the Vice-President shall take the chair at all meetings, and failing these Office Bearers, the meeting may elect it's own Chairman; and the Chairman of the meeting shall have, in case of an equality of votes, a second or casting vote.

Section 10- Property

The heritable and moveable property of the Institute shall be vested in the President, the Vice-President, and the Treasurer for the time being, and their successors in office as Trustees for behalf of the Institute, and the management thereof shall be in the hands of the Committee of Management. The said Trustees shall have no power to sell the heritable property or borrow on the security thereof or encroach on the Capital of the Reserve Fund or any additions thereto except with the consent of a majority of the members present and voting at a General meeting of the Institute. Notice of the intention to ask for such powers must be given in the circular calling the meeting. The bank shall be lodged in the names of the President, the Vice-President, and Treasurer for the time being and their successors in office as Trustees for behalf of the Institute, and shall be operated by two of them. The Reserve Fund or any additions thereto shall be invested in such Trust Securities authorised by Act of Parliament as the Committee of Management, or any Finance Committee appointed by them, may from time to time determine. In the event of the dissolution of the Institute, any assets remaining after the satisfaction of all debts and liabilities shall not be paid to or distributed among the members of the Institute, but shall be given or transferred to a recognised charitable organisation(s) having objects similar to those of the Institute.

Section 11- Alteration of Constitution or Rules

No alteration of, or addition to, the Constitution shall be made unless a minimum of 6 weeks notice thereof is given **before** an Annual General Meeting and receive effect only if approved by a majority of two thirds of the members then present and voting. Each member may, on request, receive for their guidance a copy of the Constitution and Rules.

PAI Constitution annual general meeting October 2015 revision: November 2015