

MAITLAND REGIONAL ART GALLERY MEMBERS CONSTITUTION

1. NAME

The name of the organisation shall be the *Maitland Regional Art Gallery Members* and shall be referred to hereafter as MRAGM.

2. OBJECTIVES

MRAGM is a body of people from the community who, after becoming financial Members, work in conjunction with the Maitland Regional Art Gallery staff to;

- (i) Promote public awareness of Maitland Regional Art Gallery (MRAG) and its activities,
- (ii) provide visitors and supporters of the arts an opportunity to develop an ongoing positive relationship with MRAG,
- (iii) be a Maitland Regional Art Gallery ambassador and encourage others to associate with the Art Gallery.

MRAGM is recognised by MRAG as a vital ingredient to the growth of the Maitland Regional Art Gallery.

3. FUNCTION OF MRAGM

MRAGM will;

- i) Work in support of MRAG staff in the promotion of the visual arts and craft in the Maitland Local Government Area and the Region; via networking, word of mouth and enthusiasm,
- ii) assist in fundraising for specific projects, as requested by the Cultural Director and/or MRAG staff.

4. DELEGATED POWERS

MRAGM is constituted with the powers as set out hereunder, delegated to it by Maitland City Council in accordance with Section 377 of the Local Government Act, 1993:

- i) To raise revenue, in accordance with the Local Government Act 1993, and other applicable legislation, for the support of the above objectives.

Note: Maitland City Council may at any time by resolution, withdraw or amend any such delegations.

5. MEMBERSHIP

Membership to MRAGM is open to any Member of the general public subject to application and payment of membership fee.

- i) A fee, as set by the Executive Committee and approved by Maitland City Council, shall be paid by those wishing to become a part of MRAGM,

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- ii) for the sake of equity there are a range of membership options,
- iii) corporate membership is available upon request and will have different benefits (as determined by the Cultural Director) to those for Members stated in 3(ii).

6. EXECUTIVE COMMITTEE

- i) The Executive Committee of MRAGM shall consist of one (1) Councillor of Maitland City Council, the Cultural Director (or nominee), a Chairperson, a Vice Chairperson, a Treasurer, a Secretary, a Newsletter Secretary plus two (2) Additional MRAG Members,
- ii) only current financial MRAGM Members will be eligible to stand for the Executive Committee. The Chairperson, Vice Chairperson, Treasurer, Secretary, Newsletter Secretary and two Additional Executive Committee Members shall be elected annually at the Annual General Meeting by current financial Members of MRAGM. Council is notified of the newly elected Executive Committee Members by the Public Programs Co-ordinator,
- iii) Maitland City Council reserves the right to remove all or any such officers at any time during such term, after consultation with the Cultural Director,
- iv) no member of the Executive Committee shall be appointed to any salaried/rewarded office or receive payments from the MRAGM funds,
- v) positions on the Executive Committee become vacant;
 - a) if he/she resigns his/her office by notice in writing to the Cultural Director, Maitland City Council,
 - b) if he/she is absent for more than three (3) meetings without apology and cause.
- vi) if both the Cultural Director and the Public Programs Co-ordinator happen to be away when an Executive Committee meeting is called. They can nominate another Member to attend on their behalf,
- Vii) an extraordinary meeting would be called if a position on the Executive Committee became permanently vacant.

7. TERM OF OFFICE

- i) All members of the Executive Committee shall cease to hold office at the expiration of twelve months (i.e. Annual General meeting),
- ii) in the event of an extraordinary vacancy occurring, such vacancy shall be filled forthwith in the same manner as the original Executive Committee Members are appointed (i.e. election at the next meeting after the vacancy occurs),
- iii) all members of the Executive Committee shall cease to hold office at the expiration of one (1) month after the general election of Council but they shall be eligible for re-election.

8. MEETINGS

- i) Meetings shall be held as frequently as required or as called by the Chairperson or Cultural Director; or by a requisition signed by at least three (3) of the members of the Executive Committee, with a minimum of four (4) meetings per year,

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- ii) the quorum is to consist of at least four (4) members of the Executive Committee including the Cultural Director or his or her delegate from MRAG,
- iii) each meeting should commence within half an hour of the time set down. Should a quorum not be present then the meeting shall be adjourned to the same time and place seven days after or to a place and to a time within one month from the meeting's original date,
- iv) all decisions shall be passed by a majority of the Executive Committee present and in the case of equality or a tie, the Chairperson shall have a second or casting vote,
- v) meeting procedure will follow the rules contained in *Councils Code of Meeting Practice* (Section 360(2) Local Government Act 1993,
- vii) the Executive Committee shall cause minutes to be made and kept;
 - a) of all appointments of the Executive Committee and the Cultural Director and Council notified forthwith,
 - b) of the names of the Executive Committee and Members of MRAGM present at all meetings,
 - c) of all proceedings at all meetings of the Executive Committee and copies kept at MRAG,
 - d) and copies of the minutes will be available one week before the next meeting. Distributed either by mail or email,
 - e) such minutes shall be signed by the Chairperson of the meeting at which the proceedings were held or by the Chairperson of the next succeeding meeting.
- viii) special Meetings of the Executive Committee may be summoned by the Cultural Director or the Secretary on the authority of the Chairperson or on written requisition signed by not less than three (3) members of the Executive Committee,
- ix) at all Special Meetings of the Executive Committee business other than that for which the meeting was convened shall not be transacted unless all members of the Executive Committee are present and they unanimously consent to such other business being dealt with,
- X) at least forty-eight (48) hours notice of Special Meetings shall be given to all members of the Executive Committee, but failure to receive a notice on the part of any Executive Committee members shall not affect the validity of any Special Meeting,
- xi) the Executive Committee may set up sub-committees and work groups, comprising of MRAGM, to concentrate on specific objectives of the Executive Committee or specific tasks,
- xii) only the Executive Committee can vote at Executive Committee meetings and special meetings. General Members may attend as observers and may contribute at the appropriate time with the consent of the chairperson,
- xiii) the AGM is the only meeting that voting is open to all Members,

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- xiv) any item to be raised at the Executive Committee meeting needs to be in writing so it can be tabled by the Secretary and appear in the next Executive Committee meeting's agenda.

9. CODE OF CONDUCT

The Maitland City Council *Code of Conduct* will apply to all matters related to the Executive Committee of MRAGM.

10. ANNUAL GENERAL MEETING

- i) Shall be held in Maitland no later than 1 November in each and every year with the exception of meetings held in the year of a Local government election,
- ii) in the year of a Local Government Election, the AGM will be held within 28 days of the announcement of the new LG Council,
- iii) twenty-one (21) days notice of such Annual General Meeting shall be given in writing to all financial MRAGM,
- iv) the business of the Annual General Meeting which shall take precedence over all other business shall be;
 - a) Confirm minutes of previous Annual General Meeting,
 - b) receive the annual report and audited financial statement,
 - c) elect the Executive Committee.
- vi) Any Financial Member of MRAG at the time of the AGM is able to be nominated to any of the Executive positions,
- vii) all Financial Members of MRAG wishing to nominate for election to the Executive Committee must submit a 355 form seven days prior to the election date.

11. REVENUE

- i) Maitland City Council may direct the payments of MRAGM monies at any time considered necessary and after consultation with the Executive and the Cultural Director,
- ii) the Treasurer shall be responsible for reports on the movement of money and present a report to the Executive Committee,
- iii) all monies received by MRAGM shall be banked in the name of Maitland Regional Art Gallery Members with Maitland City Council by MRAG staff,
- iv) all revenue shall be overseen in such a manner as may be directed by the Cultural Director.

12. EXPENDITURE

- i) The Executive Committee must not at any time incur expenditure in excess to the amount at its credit in the bank,
- ii) accounts for expenses incurred shall be confirmed at the next meeting of the Executive Committee.

13. FINANCIAL YEAR

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The financial year shall be the period from the 1st July to the 30th June. All books, chequebooks, bank statements will be sent to Maitland City Council's Finance Department for the financial year audit.

14. ANNUAL REPORT AND FINANCIAL STATEMENTS

- i) Not later than fourteen (14) days after such Annual General Meeting a copy of the Annual Report and Financial Statement duly certified by the Chairperson and Treasurer shall be forwarded to the General Manager.

15. ALTERATION AND AMENDMENTS

- i) No amendments shall be made to this Constitution unless notice of the proposed amendment is given in writing to the Executive at least fourteen (14) days prior to a meeting,
- ii) the amendment must be passed by at least two-thirds of those Executive Committee Members present. The amendment will also be subject to the approval of the Cultural Director first and then ratified by Maitland City Council.