



The Arts Society Oxford

The Arts Society Member No. 349

Registered Charity No. 1175875

RULES AND BYELAWS – TASO

The purposes of The Arts Society Oxford are the promotion and advancement of the aesthetic education of the public by the cultivation, appreciation and study of the decorative, fine and other arts and the giving of aid to the preservation of our national artistic heritage for the benefit of the public.

These rules and byelaws shall be binding on all members of the charity. They are to be read in conjunction with the TASO constitution; no rule or byelaw shall be inconsistent with or shall affect or repeal anything contained in the society's constitution.

1. Membership

- a) Membership is open to the general public but constrained by hall capacity. Membership is open to all adults over 18 without restriction with regards to gender, age, disability or ethnicity, etc. A waiting list is kept for those wishing to join once the maximum number has been reached.
- b) New members are recruited from the waiting list when space is available. In exceptional cases, where an individual has special knowledge or can fill a specific role, e.g. as stand-in Treasurer, direct recruitment may be permitted at the discretion of the Trustees.
- c) Membership is by subscription annually – the cost is reviewed annually by the Trustees and is advertised on the website. Members who do not renew when so reminded are at risk of losing their membership if their subscription is left unpaid for a period of more than 28 days.
- d) Additional fees are payable for other events: study days, trips, etc., as advertised.
- e) Payment of subscriptions may be by cheque or by bank transfer. Membership/lecture programme cards are issued to members at the AGM and subsequent lectures.
- f) All members whose subscriptions are up to date are entitled to attend the monthly lecture and to be informed of forthcoming events. Places at other events may be restricted so, where necessary, ballots are set up for the allocation of places and all members who wish to attend are entitled to register their interest.
- g) Each member is entitled to invite guests to lectures not more than twice per year and each invitation must be agreed with the membership secretary so that the capacity of the hall is not exceeded. Guests will be requested to make a donation for attendance (the amount is to be kept under review by Trustees).
- h) Occasionally places remain available at the other events run by the society after the membership has been satisfied. In this case places will be offered first to the waiting list then to members' guests.
- i) Members are expected to act with due consideration and respect for other members and volunteers, trustees and officers, and the rules and byelaws of the society. TASO has no employees.

2. Communications

- a) Members are encouraged and expected to use the TASO website for information about the society, including lectures, trips, study days and other events, plus TASO business.



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- b) The society's officers and other trustees will strive to keep the website up to date. Where new information is to be added to the website, trustees responsible must let the website manager know in good time and provide the necessary material.
- c) Communications with the membership will generally be by email to all or to selected groups of members as appropriate, by announcement at meetings, and via the website. The secretariat is not able to send material by post except in very unusual circumstances.
- d) TASO also maintains contact with TAS Head Office in London and with TAS West Oxfordshire (Wyvern). This is generally the responsibility of the Chair and Secretary unless this role is delegated to another trustee.
- e) TASO also reports to the Charity Commission as required – this is the responsibility of the Treasurer and the Chair.

3. Premises

- a) The society owns no premises and conducts its business in hired lecture halls and in the private homes of its members. TASO accepts no responsibility for accidental damage to these premises. TASO is a member of NADFAS, which provides some insurance cover.
- b) TASO monthly lectures are held at Magdalen College, Oxford under a contract agreed for each academic year in advance. The continuing availability of this accommodation is kept under review. A larger hall is required for general meetings and a contract for this is agreed as far in advance as is possible.

4. Trustees

- a) Trustees are elected from the general membership via a process of proposal and seconding as set out in the Constitution, paragraph 17.
- b) The Chair, Vice Chair, Treasurer and Secretary constitute the four Officers of the society. The Chair presides at Officers and trustees meetings and at any general meeting of the membership and carries out other work as required, assisted by the Vice-chair. The Treasurer manages the society's funds with the assistance of trustees, and the Secretary records the meetings and undertakes all administrative responsibilities.
- c) Other trustees have individual responsibilities for the topics shown below, and further roles may be added when agreed by trustees:
 - i. the annual lecture programme
 - ii. membership
 - iii. study days
 - iv. visits
 - v. grants to community projects
 - vi. governance-related matters
- d) When the Board co-opts a trustee, a decision will be made regarding his or her voting rights. If they are taking on a specific role it is likely they will have a vote whereas a short term advisor will not.
- e) Trustees are proposed for election to cover a period of three years, and their position is confirmed annually by show of hands at the AGM (see Constitution 17 (3)). Trustees may serve a further two years if re-elected, and not more than three in any individual role.
- f) The length of service of a committee chair is limited to three years.



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- g) Further information on the rules affecting trustees are detailed in the Constitution, clauses 16 to 24.
- h) Trustees may delegate their powers and responsibilities to a committee of two or more trustees, in line with conditions set out under Constitution clause 23.
- i) The TASO board has two sub-committees: the Officers Sub-Committee and the Community Arts Projects Committee (CAPC). The CAPC is chaired by a trustee who reports to the board at quarterly meetings. The leaders of the Study Day group and the Visits sub-group also report to the board at meetings. The Activities group works to co-ordinate other TASO activities which are not led by trustees (Get-to-Knows, coffee mornings, etc.); this group also reports to the board or to the Chair.
- j) Resignation from the board of trustees will be in writing and sent to the Chair. A board member may be asked to step down after three consecutive unexplained absences from board meetings, with temporary replacement designated by the Chair and approved by the board.

5. Records

- a) The TASO secretary, assisted by other volunteers when necessary, takes and retains a record of each general meeting, Board meeting and Officers meeting. These records are authenticated by review at the next such meeting and signed in confirmation by the chair of the meeting.
- b) Before each Board meeting each trustee submits an account of recent and forthcoming activities for which s/he is responsible, and these summary reports are collated by the secretary as a consolidated report, then circulated in advance and presented at the Board meeting.
- c) TASO records are kept in either paper or electronic form. Where only electronic records of meetings are kept, arrangements will be made for authentication by the meeting chair's signature. TASO records are also kept on a USB stick/removable device, as a back-up.
- d) Membership records are kept by the Membership Secretary in line with the GDPR and are shared only with TAS Head office.
- e) Financial records are kept by the Treasurer.
- f) TASO paper records are retained for 7 years; a memory stick with all records will be retained for as long as technology permits.

6. Changes to rules and byelaws

- a) The trustees may from time to time make rules or bye-laws for the conduct of their business and these rules and byelaws are published on the society's website.
- b) The society has the power to alter, add to or repeal the rules and byelaws at a general meeting – required notice of such meetings is indicated below in section 8.

7. Administrative procedures

- a) Notice of meetings: Members are made aware of the date and place for the AGM a year in advance and are notified of this date in July each year. Any special general meeting will be notified to members 14 days in advance, with details of the date, time, place and general purpose.



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- b) Dates of trustees meetings will generally be known for the forthcoming year, but will also be notified to trustees with 14 clear days in advance, though with shorter notice of any special meetings if so agreed by all those entitled to attend and vote.
- c) Documents: An agenda will be sent electronically to all those attending the general meetings and trustee board meetings up to fourteen and at least seven clear days in advance of the meeting, together with all necessary papers including minutes of previous meeting and papers addressing resolutions and issues to be discussed.
- d) Chair: Procedures for the chairing of meetings are covered by clause 13 of the Constitution
- e) Quoracy: A quorum for AGM and any special general meeting will be 30 or one tenth of the membership whichever is greater. For trustees' meetings, quoracy is two or the number nearest to one-third of the total number of trustees whichever is greater. Quoracy is covered by the TASO Constitution - clause 12 (for general meetings) and clause 20 (for trustees' meetings).
- f) Other procedural rules: For Adjournment, see clause 14 of the Constitution. For Amendment see clause 7 of the Constitution. For delegation of powers see clause 15.
- g) Notice for resolutions to AGM: Resolutions to be presented to the AGM must be sent to the Secretary in writing at least one calendar month before that meeting. Upon receipt, any such resolutions will be forwarded (by the secretary or her substitute if absent) to all trustees to consider and process as necessary. All AGM documents - including agenda, minutes of past meetings and resolutions - are to be sent to members one week before the AGM.
- h) Voting: Each member has one vote in general meetings, each trustee has one vote at board meetings. Questions are decided by majority vote
- i) Chairman's casting vote: The chair of the meeting (general or trustees meeting) may have a second or casting vote if necessary when there is an equality of votes (see clause 15 of the Constitution). The validity of voting is set out in Constitution clauses 18, 20, 22 and also 24, which deal with irregularities.
- j) In exceptional circumstances the voting for Officers and Trustees at the AGM may be conducted electronically by email, and the outcome advised to all members. The approach used will ensure only members may take part in this.
- k) Members will be asked to indicate their acceptance of the Trustees Report and the Society's Financial Statements by email at the AGM. Steps will be taken to ensure only members can vote.

8. Financial matters

- a) The Society's financial year shall end on 30th June in every year.
- b) The Treasurer is responsible for keeping proper books of account, to include but not necessarily limited to, a cashbook, a journal, an income and expenditure statement and a balance sheet. The books of account must be kept up to date.
- c) The Treasurer is responsible for providing to Officers and Trustees relevant financial reports on a monthly basis.



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- d) An independent Financial Examiner shall be appointed at the AGM, whose duties shall be to examine and report on the annual accounts of the Society for submission to the Members.
- e) The Trustees shall consider and if appropriate approve an annual budget before the start of each financial year. Funds may only be expended in line with the approved budget, unless the Trustees agree otherwise. If for whatever reason a budget is not approved it must be amended until a majority of the Trustees do approve it.
- f) The Board shall authorise the Treasurer to arrange payment and reimbursement on behalf of the Society. The funds of the Society will be paid into current, deposit or investment accounts in the name of the Society with any other banks, building societies and other investment institutions as the Board determines.
- g) Cheques and other instruments shall be signed by two Officers or other signatories authorised by the Board, provided always that one of the two persons signing cheques or other instruments shall be the Chairman or Treasurer.
- h) Payment for outings, study days or other events will be due at the time of booking and will not normally be refundable.
- i) The Treasurer is responsible for ensuring that all properly authorised payments by the Society are made in good time.

Approved by TASO Board via emails (due to Covid) from 16 July 2020