## RULE BOOK OF ARTISTS' UNION ENGLAND

3.7 to seek the introduction of legislation to advance the interests of the union and its members and to oppose the introduction of legislation contrary to their interests, to sell, improve, manage, prepare, develop, lease, mortgage, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the union,

## Name

The union shall be called ARTISTS' UNION ENGLAND
Head office
The Head Office of the union shall be determined at the first meeting of the founder members ("First Meeting") or such other place as the Executive Committee may from time to time deter-mine.

## Objects

The objects of the union are to improve the working conditions, status and circumstances of visual and applied artists and artists working with a socially engaged practice working in England in such manner as the Executive Committee consider to be in the interests of the members or likely directly or indirectly to benefit the union or any member of it including (without limitation):
. 1 to regulate the relations between visual and applied artists and artists with a socially engaged practice and those who employ their services ("service users"),
. 2 to protect promote and represent the interests of its members,
3 to assist and enable its members to improve the remuneration for their labour and establish and maintain better conditions of service,
to organise meetings of members ("members' meetings") and an annual meeting ("Annual Meeting") in accordance with rule 11 below,
to negotiate with and to become affiliated to or associated with societies, associations or other trades unions concerned with matters of interest to the union and/or its members, to purchase or by any other means acquire and take options over any property whatever and any rights and privileges of any kind over and in respect of any property, to invest and deal with the money of the union not immediately required in such manner as
may from time to time be determined and to hold or otherwise deal with any investments made,
4.4 The Executive Committee (or the Secretary or other person(s) to whom the Executive Committee have delegated this function) shall decide whether to accept or reject the application and shall try to communicate to the candidate their decision within 14 days of receipt by the Secretary of the application form. This decision shall be final, subject to appeal under rule 4.6. An artist seeking to re-apply may always do so again after a period of 12 months or a material change in circumstance.
4.5 If the candidate is accepted for membership, then upon receipt from the candidate of a
subscription payable under rule 12 below, the candidate's name and address shall be entered upon the register of members maintained by the Secretary.
4.6 If the application of a candidate is rejected, or a member is excluded under rule 4.7 below, the candidate or member shall be notified of his or her rejection or exclusion and may appeal to the next possible Annual Meeting (on 4 weeks' written notice to the Secretary) and the Annual Meeting may vary such decision.
4.7 The membership of a person shall, subject to rule 4.8 below, cease upon:
4.7.1 the Executive Committee deciding that there has been a substantial change in the member's work or status so that they no longer comply with the criteria needed for membership and are unlikely to do so within the next 12 months,
4.7.2 the expiry of notice of a resignation given under rule 4.12 below,
4.7.3 the Executive Committee deciding that such member had brought the union into disrepute,
4.7.4 expulsion under rule 15 below,
4.7.5 the member having been in arrears of contributions for 5 calendar months, subject always to the discretion of the Executive Committee set out in rule 12.6 below.
4.8 Any member who has been in arrears of contributions or levies for 3 calendar month shall be notified to that effect by the Secretary and shall not, from the date of that notice, in any case share or take part in the benefits of the union unless and until the member has extinguished the arrears. Any member may, at least one week before the date when the member's arrears will operate to terminate the member's membership, be sent notice of that fact in writing by the Secretary.
4.9 Any notice required to be sent to a member for any reason may be sent electronically or by post or other suitable form of communication to the electronic or postal address entered upon the register of members and any notice sent to such address shall be sufficiently served. It shall be the duty of every member to inform the Secretary if the member shall change address.
4.10 The Executive Committee may appoint on such terms and conditions as it may determine honorary life members who shall not be entitled to a vote at any meeting of the union unless a fully paid member in their own right.
4.11 A member may resign from membership of the union on giving no less than one month's prior written notice to the Secretary, provided always that such notice shall not take effect earlier than the expiry of the period for which the member has already paid any contribution under rule 12.
4.12 The founders and first members of the union shall be those persons whose names and addresses are set out in Parts 1, 2 and 3 of the Schedule and at their First Meeting they shall adopt these rules.
6.1 Subject to rule 7 below the affairs of the union shall be under the control of the Executive Committee, which shall be composed of:
6.1.1 the Secretary,
6.1.2 the Chair,
6.1.3 the Treasurer
6.1.4 a minimum of 2 up to a maximum of 7 additional members (one of whom may be the Vice Chair).
6.2 The members of the Executive Committee shall be elected every two years via postal ballot in accordance with rule 16 but the first Executive Committee will comprise the persons whose names and addresses are set out in Part 1 of the Schedule who will act as the Executive Committee until the first Annual Meeting. The First Meeting shall appoint from amongst the Executive Committee the Chair, Secretary and Treasurer.
6.3 The Executive Committee may appoint at its first meeting immediately following any Annual Meeting from its number a Vice Chair and may appoint such sub-committees as it considers necessary from time to time to investigate, consider and report back upon any matters referred to it by the Executive Committee. If authorised to do so in writing, a sub-committee appointed by the Executive Committee may exercise any power otherwise vested in the Executive Committee subject to any requirements or regulations made or imposed by the Executive Committee. A sub-committee may co-opt of its own motion any member of the union to assist with its deliberations but such co-opted member shall not have a vote.
6.4 The Secretary, together with the Chair or any 3 or more members of the Executive Committee may cause a meeting of the Executive Committee to be convened. Notice of any meeting of the Executive Committee shall be sent by the Secretary to every member of the Executive Committee with at least 10 days' notice or such shorter notice as may subsequently be accepted by $75 \%$ of the members of the Executive Committee entitled to attend and vote. The accidental omission to give notice of a meeting to or the non-receipt of notice by any person entitled to receive notice shall not invalidate the proceedings at that meeting.
6.5 The Executive Committee will meet at least 4 times in each calendar year and may adjourn or otherwise regulate its meetings as the members of the Executive Committee shall think fit.
6.6 The quorum necessary for the transaction of business at an Executive Committee shall be 5 members.
6.7 Questions arising at an Executive Committee meeting shall be decided by a majority of votes cast and the Chair of the meeting shall have no vote except a casting vote.
6.8 The Chair shall preside at all meetings of the Executive Committee but if there be no such Chair or if the Chair is not present within 15 minutes after the time appointed for holding the meeting, the Vice Chair (if any) shall preside. If none of the foregoing shall be present within 15 minutes after the time appointed the members present shall choose one of their number to act as Chair at such meeting.
6.9 The Executive Committee has full authority to act in the name of the union and exercise all such powers of the union and do on behalf of the union everything it is legally entitled to do and which is not by the rules of the union required to be exercised or done by a members' meeting. Without limitation to the foregoing the Executive Committee shall have power:
6.9.1 to direct the trustees in the administration, investment and application of the funds of the union as the Executive Committee shall consider necessary or advisable in carrying out the objects of the union,
6.9.2 to invite to a meeting of the Executive Committee any member or person as it considers necessary for the purpose of that member or person providing the Executive Committee with factual information or with technical or professional advice with respect to matters to be taken into account by the Executive Committee in carrying out its functions.
6.10 No person may act in the name of the union or with the authority of the union save with the prior permission of the Executive Committee or with the subsequent ratification of the act by the Executive Committee. Without prejudice to the generality of the foregoing, no person other than the Executive Committee may authorise or endorse the taking of any industrial action in the name of or on behalf of the union.
6.11 A member of the Executive Committee shall vacate office:
6.11.1 at the termination of the two-year period following such member taking up office unless re-elected,
6.11.2 if such member ceases to be a member for whatever reason,
6.11.3 if by notice in writing to the union such member resigns from membership of the Executive Committee, or
6.11.4 if such member is absent from 3 consecutive meetings of the Executive Committee without apology or special leave of absence.
6.12 All acts bona fide done by any meeting of the Executive Committee or any person acting as a member of the Executive Committee shall be valid notwithstanding that it be afterwards discovered that there was some defect in the appointment of the Executive Committee or of
any member of the Executive Committee or the callers of the meeting.
6.13 A written resolution, copies of which have been signed by all the members of the Executive Committee for the time being entitled to receive notice of a meeting of the Executive Committee, shall be as valid and effective as if it had been passed at a meeting of the Executive Committee duly convened and held.
6.14 The Executive Committee shall cause records to be kept of:
6.14.1 the appointment, removal and resignation of officers of the Executive Committee, 6.14.2 the names of members present at each meeting of the Executive Committee, and 6.14.3 all orders resolutions and proceedings of general meetings, and meetings of the Executive Committee and any of its sub-committees.
6.15 In the event of a casual vacancy occurring in the membership of the Executive Committee for whatever reason, no less than 6 months prior to the next postal Election, the Executive Committee shall hold an election to fill that vacancy and in other circumstances the Executive Committee may make such an election.
6.16 The members of the Executive Committee may act, notwithstanding any casual vacancy, but if and so long as their number is reduced below the number fixed as the quorum under rule 6.6 , the continuing members may act for the purpose only of determining a timetable for an election to fill the vacancies and for no other purpose.

## 7 The Chair

7.1 The union shall have a Chair who shall be elected in accordance with rule 16.
7.2 The Chair shall have authority to act and to transact business in the name of the union between meetings of the Executive Committee provided that any action or transaction done by or entered into by the Chair pursuant to this rule capable of ratification shall be subject to ratification by the Executive Committee at its meeting next following the action or transaction,
7.3 In the event of a casual vacancy in the office of Chair by reason of the person elected Chair ceasing to be a member of the Executive Committee, the members for the time being of the Executive Committee shall elect from their number a new Chair who shall hold office for the remainder of the term of office of the person previously in that office.

## 8 The Honorary President

The Executive Committee may from time to time appoint on such terms as it thinks fit an Honorary President of the union who shall not be entitled to a vote at any meeting of the union unless a fully paid member in his/her own right.

## 9 <br> The Secretary and the Treasurer

9.1 The Secretary and the Treasurer shall be jointly responsible to the union for the supervision
and control of the administration of the union and of its officials and staff.
9.2 The Secretary's duties shall be:
9.2.1 to convene and attend all members' meetings and meetings of the Executive Committee and of its sub-committees but with power to appoint the Treasurer or another member of the Executive Committee as a deputy so to attend if not available,
9.2.2 to arrange for minutes of all members' meetings and meetings of the Executive Committee and its sub-committees to be taken,
9.2.3 if so authorised to counter-sign cheques in settlement of accounts presented to him/her,
9.2.4 to arrange for the conduct of the union correspondence including the preservation of all documents, books and papers received by the Secretary and for the preparation of memoranda, circulars, rules, membership cards and other documents as required for issue as necessary to members of the union and to others,
9.2.5 to maintain a register of members and uphold current Data Protection guidance, reporting any changes in legislation or governance to the members at members meetings for discussion and ratification if needed.
9.2.6 to maintain adequate organising and publicity arrangements,
9.2.7 to supervise the preparation of the agenda for members' meetings and the preparation of adequate reports to the Annual Meeting of the business conducted on behalf of the union since the previous Annual Meeting,
9.2.8 to uphold and propagate the policies and actions of the union as propounded by the members' meetings or by the Executive Committee from time to time,
9.2.9 to assist the Treasurer generally.
9.3 The Treasurer's duties shall be:
9.3.1 to collect subscriptions from members,
9.3.2 to engage such staff and professionals as may be necessary to conduct the work of the union and report individual appointments to the Executive Committee,
9.3.3 to keep the accounts of the union in accordance with applicable laws and prepare adequate accounts and reports to the Annual Meeting of the business conducted on behalf of the union since the previous Annual Meeting including therein audited statements of account of the union's funds,
9.3.4 to sign cheques and to prepare cheques for counter-signature,
9.3.5 in accordance with directions from the Executive Committee and under the supervision of the trustees, to invest, safeguard and keep all funds and property of the union in such manner as may, from time to the safeguarding of union funds,
9.3.6 to uphold and propagate the policies and actions of the union as propounded
by the members' meetings or by the Executive Committee from time to time,
9.3.7 to assist the Secretary generally.
9.4 All staff or professionals engaged by the Treasurer shall be engaged upon such terms and at such remuneration as the Treasurer, acting on the direction of the Executive Committee, may agree.
9.5 Each of the Secretary and the Treasurer must be a member of the Executive Committee and shall be elected annually. Either or both officers may be remunerated either as an employee or a consultant if the Annual Meeting shall so decide.

## The Trustees

10.1 The First Meeting shall appoint the 2 trustees whose names appear in Part 3 of the Schedule as trustees of the union in whom all the property and funds of the union shall be vested on such terms as may be determined by the Executive Committee. A person appointed trustee must be a member of the union. Subsequent trustees appointments are made only by the Executive Committee unless otherwise directed by a members' meeting. A person appointed trustee shall hold office for the period commencing from the termination of the meeting of the Executive Committee at which such person was appointed until the termination of the first Executive Committee Meeting after the next following Annual Meeting. In the event of a casual vacancy occurring for whatever reason, the Executive Committee shall appoint a trustee to fill that vacancy at the next following Executive Committee Meeting.
10.2 The duties of the trustees shall be:
10.2.1 in accordance with directions from the Executive Committee and in conjunction with the Treasurer, to invest, safeguard and keep all funds and property of the union received by them in such manner as may, from time to time be authorised by Act of Parliament for the investment of trust funds,
10.2.2 to supervise and examine at any time the accounts and records of the Treasurer and all payments made by the union,
10.2.3 as and when required by the Executive Committee to direct a bank, at which all cash not immediately required by the union is placed in an account, to honour not less than the Treasurer and one or more as joint signatures of the persons (not being any of the trustees), named in the direction whereupon the trustees shall be relieved from all liability in respect of payments made in the nature authorised by the direction while it is in force,
10.2.4 to supervise the defraying from the funds of the union the expenditure incurred by the Executive Committee and Treasurer and in respect of such expenditure as may from time to time be authorised by the Executive Committee and the Treasurer,
10.2.5 to supervise the payment out of funds of the union of all and any premiums any I
insurance policy or fidelity guarantee taken out by the Executive Committee upon members of the union handling the funds of the union.
10.3 The trustees shall have authority to enter into such transactions and to execute such documents as may be necessary for the proper management and investment of the funds of the union and, acting on the direction of the Executive Committee, shall have the power to borrow money on security or otherwise and to dispose of any assets of the union.
10.4 The trustees shall be authorised to take such professional advice, as they shall deem necessary, from time to time, to ensure the proper investment and management of the funds of the union and to defray any expense of taking such advice out of the funds of the union.
10.5 The Executive Committee may at any time remove a person from the office of trustee for any rea-son and may appoint someone to fill the casual vacancy so created in accordance with rule 10.1 above.

## 11 Members' Meetings

11.1 The union shall hold an Annual Meeting at which members of the union shall be entitled to attend and vote. The Annual Meeting shall constitute the main policy-making body within the union.
11.2 The union shall in each year hold an Annual Meeting in addition to any other meetings in that year and shall specify the Annual Meeting as such in the notice calling it.
11.3 Not more than 20 months shall elapse between the dates of one Annual Meeting of the union and that of the next but subject to the above, the Annual Meeting shall be held at such time and place as the Executive Committee shall appoint.
11.4 In addition to the Annual Meeting of the union the Executive Committee may at any time convene other members' meetings designated a "Special Members' Meeting" of the union and must convene a Special Members' Meeting of the union if requisitioned to do so, in writing, for a stated purpose by at least $10 \%$ of the members of the union within 2 months of receipt by the Secretary of such requisition.
11.5 An Annual Meeting or Special Members' Meeting of the union shall be convened by the giving of, in the case of the Annual Meeting, at least 2 months' notice and, in the case of all Special Members' Meeting, at least 10 days' notice. In both cases, such notice shall be given by the Secretary (or other appointed officer) to every member at the address listed for that member in the register of members such notice to be exclusive of the day on which it is served or deemed to be served and of the day for which it is given. Such notice shall specify the place, day and the hour of the meeting and in the case of a Special Members' Meeting, the general nature of the business of that meeting.
11.6 A members' meeting of the union shall notwithstanding that it is called by shorter notice than that specified in rule 11.5 above be deemed to have been duly called if it is so agreed:
11.6.1 in the case of a meeting called as the Annual Meeting by $75 \%$ of the members,
11.6.2 in the case of any other Special Members' Meeting by a majority in number of the members.
11.7 The accidental omission to give notice of a members' meeting to or the non-receipt of notice of a members' meeting by any person entitled to receive notice shall not invalidate the proceedings at that meeting.
11.8 Provided that the AGM or other member meeting has been publicised in good time and in an appropriate manner, business shall be transacted at a members' meeting by those present, whether in-person or remotely.
11.9 The Chair of the union shall preside as Chair at every members' meeting but if the Chair shall not be present within 15 minutes after the time appointed for the holding of the meeting or wishes to stand down on a particular issue the Vice Chair (if any) shall act as Chair of the meeting and failing that the members present shall elect a Chair of the meeting.
11.10 The Chair of the meeting may with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place and if a meeting is adjourned for 4 days or more notice of the adjourned meeting shall be given as in the case of an original meeting but no other notice shall be necessary for an adjournment or of the business to be transacted at an adjourned meeting.
11.11 The business of the members' meeting shall be conducted in accordance with these rules and such standing orders from time to time determined by the Executive Committee provided always that:
11.11.1 at any members' meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a secret ballot is demanded by the Chair of the meeting or by any one half of the members present in person having the right to vote at the meeting,
11.11.2 unless a secret ballot be so demanded a declaration by the Chair of the meeting that a resolution has on a show of hands been carried or carried unanimously or by a particular majority or lost, an entry to that effect in the minutes shall be conclusive evidence of the fact,
11.11.3 the demand for a secret ballot may be withdrawn,
11.11.4 if a secret ballot is duly demanded it shall be taken in such manner as the Chair directs and its result shall be deemed to be the resolution of the meeting at which it was demanded,
11.11.5 in the case of an equality of votes whether on a show of hands or on a secret ballot the Chair of the meeting at which the show of hands takes place or at which
the secret ballot is demanded shall be entitled only to a casting vote,
11.11.6 at any Annual Meeting no proposition may be debated unless either the proposition has been notified to the Secretary at least 1 week before the meeting or it is agreed by at least two-thirds of those present and voting at the Annual Meeting to admit the proposition for debate and a vote.
11.12 Not less than 2 weeks before the date fixed for the commencement of the Annual Meeting the Executive Committee shall publish to members its report and statement of accounts for the year

## 12 Funds

12.1 All members shall pay to the Treasurer of the union an annual contribution, which is to be deter-mined with input from the membership and agreed by the Executive Committee.
12.2 The annual contribution may be changed by the union at the Annual Meeting, notwithstanding the provisions of rule 19 below, by a simple majority.
12.3 The member's annual contribution shall be paid, by arrangement with the Treasurer, either quarterly, half-yearly or annually provided always that the first instalment shall become payable on a designated date in the calendar year in question.
12.4 The Annual Meeting may from time to time direct that persons on admission to membership of the union pay an admission fee of such sum as it may determine.
12.5 In addition to the contribution set out in rule 12.1 above, the Executive Committee shall have the power, from time to time, to call upon each member to pay an additional contribution by way of levy for the purpose or purposes set out in the notice calling for the additional contribution.
12.6 Notwithstanding anything to the contrary contained in rule 12.1 above the Executive Committee may, in its discretion waive the duty of a member to pay contributions or extend the member's time for payment of contributions specified in rule 12.3 above save that this power should only be exercised in cases where the Executive Committee is satisfied that the payment of contributions will cause financial hardship to the member concerned.

## 13 Benefits

13.1 All fully paid up members of the union shall, at the discretion of the Executive Committee, be eligible for all benefits provided to the membership as a whole.

## 14 Accounts

14.1 The Treasurer shall ensure that proper books of account are kept setting out:
14.1.1 all sums of money received and expended by the union and the matters in respect of which the receipt and expenditure takes place,
14.1.2 all sales and purchases of goods and services by the union,
14.1.3 the assets and liabilities of the union, and
14.1.4 all such other matters as, according to good accountancy practice, should be set out in the books of account.
14.2 At the Annual Meeting there may be appointed a member to act as auditor who shall, from time to time and not less than once in each calendar year, inspect and report to the next Annual Meeting on the accounts of the union.
14.3 Upon completion of the annual accounts the Treasurer shall:
14.3.1 cause the accounts to be published in the union's journal or elsewhere by a suitable method available to all members to be made not less than 2 weeks before the Annual Meeting of the union next following, and
14.3.2 cause to be sent to the Certification Officer an annual return as required by the Trade Union and Labour Relations (Consolidation) Act 1992.

## 15 Discipline

The Annual Meeting may lay down from time to time a disciplinary code for members.

## 16 Elections and ballots

16.1 The following officers of the union shall be elected to the office to which they hold:
16.1.1 the Chair,
16.1.2 the Secretary,
16.1.3 The Treasurer,
16.1.4 2 to a maximum of 7 additional members of the Executive Committee.
16.2 Any person elected a member of the Executive Committee shall take up office for the period of two years commencing with their success in a postal ballot and terminating at the end of the two year period, unless re-appointed following successful candidature in a second or subsequent election.
16.3 Only a member of the union is eligible to stand for election to the Executive Committee and should be nominated firstly by one member (i.e. not self nominated) and seconded by another member.
16.4 The procedure for the election shall be decided from time to time by the Annual Meeting

## Amalgamation

The union may amalgamate with any other union or unions of artists, or may affect a transfer of engagements to or from any other trade union under the provisions of legislation regulating such amalgamations and transfers from time to time in force. Save as stated above, the union may re-solve to enter into such an amalgamation or transfer upon a
proposition introduced at an Annual members' meeting of the union convened for the purpose.

## Remuneration

Except as specifically provided for by these rules, or by agreement made, no person, whether an officer or member shall be entitled to any remuneration for any services rendered to or on behalf of the union provided always that the Executive Committee may make provision for members to be reimbursed reasonable expenses reasonably incurred on the behalf of the union.

## 21 Interpretation and definitions

21.1 Any dispute regarding the interpretation of these rules or arising in a matter where these rules are silent shall be referred to the Executive Committee and its decision upon any matter of interpretation shall be final.
21.3 Words importing the masculine gender shall include the feminine and the neuter and words importing the singular number the plural and vice versa.
21.4 A copy of these rules shall be supplied to each member of the union upon their acceptance as a member of the union and upon payment by them of any fee determined, from time to time, by the Executive Committee.

Notice

Notices to be given under these rules shall be sent by prepaid first class mail or delivered by the relevant party to the other and shall be deemed to be served, if posted, the day after posting and, if personally delivered, at the time of delivery. Notice may also be given by email if the person to whom such notice is given has so agreed in advance and is deemed delivered at the time it is sent.

## SCHEDULE

## PART 1

MEMBERS OF THE EXECUTIVE COMMITTEE 2023

| Name | Address |
| :--- | :--- |
| Martin Sundram | London |
| Zita Holbourne | London |
| Loraine Monk | London |
| Vanessa Maurice Williams | Hove |
| Katriona Beales | London |

