

THE CONSTITUTION OF THE INSTITUTE OF EAST ANGLIAN ARTISTS

(As amended at the Annual General Meeting on 23 March, 2015)

1. **The name** of this association is the Institute of East Anglian Artists ('IEA'). This name shall be duly registered and protected in such manner as shall be reasonably deemed necessary.

2. **The Objects** of the IEA are to advance the practice, appreciation and general understanding of the art of painting in any medium as practiced by artists who are resident in the area of East Anglia.

3. **The administration of the IEA:**

a) The activities of the IEA shall be administered through a President, a Council and a Managing Committee. For the rules governing the appointment of the President, see paragraph 4. below. The Council shall consist of the four Founder Members listed in the First Schedule to this Constitution.

b) The Managing Committee (hereinafter called 'the Committee') shall consist of the members of the Council together with such additional Full, Associate or Provisional Members of the Institute (see paragraph 5. below) as may be elected to join the Committee from time to time. Candidates for election must be nominated by at least three Full or Associate Members and may be invited to serve upon the Committee forthwith if the majority of the serving Committee members so agree. However, formal election to the Committee shall thereafter be subject to confirmation by a majority of those Full Members attending the next Annual General Meeting ('AGM') of the IEA (see paragraph 4. below).

c) It shall be the responsibility of the Committee to consider and give effect to the Objects of the IEA and generally administer its activities. In particular the Committee shall organise an Annual Open Exhibition (see paragraph 5. below) and may organise such additional exhibitions of the work of Members at such times and in such places, and upon such terms, as the Committee may from time to time decide. In addition, the Committee may arrange demonstration days, talks and any other activities considered desirable to promote or carry out the Objects.

d) The Committee shall have the power to raise such funds as may be necessary for the proper carrying out of the Objects on such terms as it shall from time to time decide. In particular the Committee may from time to time set and/or vary annual membership fees to be paid by Members. The Committee shall also have the power to secure sponsorship of the activities of the IEA on such terms as may be commercially necessary, to include the proper publicising of any sponsor.

e) The Committee shall operate such a bank account or accounts as may be needed for the proper administration of the funds of the IEA and shall ensure that proper records of account are kept by the Treasurer (see paragraph 3 h) below) and are available for inspection by any member of the Committee on reasonable notice. A financial summary shall be presented at each meeting of the Committee and an annual statement of account shall be prepared and presented to the IEA at its AGM.

f) Should any Committee member become unable or unwilling to discharge the responsibilities described herein then by a majority vote of those Members attending the next AGM of the IEA such Committee member may be directed to resign with immediate effect.

g) The Committee shall reach its conclusions by discussion and negotiation whenever possible. Should any disagreement remain then the relevant issue shall be determined by the majority vote of those Committee members attending the relevant meeting. The President may vote upon any such issue and in the event of an equal vote for and against the issue he or she shall have an additional deciding vote.

h) The Committee shall be assisted in carrying out its obligations by an appointed and elected Secretary and Treasurer who shall be entitled to be paid for the services performed on such a basis as the Committee shall from time to time agree.

i) The Committee shall meet as often as may be required for the proper administration of the IEA and not less than four times in any calendar year. Due notice of such meetings shall be given to all Committee members by the Secretary at least fourteen days in advance.

j) Adrian Hill, as the managing director of The Gallery of Holt and commercial advisor to the IEA, shall be ex officio a member of the Committee but without having voting rights.

4. The Annual General Meeting and Special General Meetings:

a) Through the Secretary, the Committee shall give due notice of, and shall hold, an AGM of all Members of the IEA (see paragraph 5 below) with each such AGM being held not later than fifteen months after the date of the last.

b) At the AGM the IEA shall appoint or confirm the appointment of the following officers: a President, a Vice-President, a Treasurer and a Secretary. It may also confirm, or otherwise, the appointment of any Deputy Vice-President co-opted by the Council since the last AGM. It shall also confirm, or otherwise, the election to the Committee of any new members (see paragraph 3 b) above). In the event that the appointment of any such officer or Committee member shall be contested then such appointment shall be decided by the majority of those Full Members attending the meeting, with each such Member being entitled to exercise one vote. The office of President may only be held by a Full Member of the IEA but the offices of Secretary and Treasurer may be held by a person or persons who are not Members of the IEA.

c) At the AGM the President for the year just ending shall present a report to Members summarising the activities of the IEA and the Committee's plans for the following year. Should there be any dispute amongst the Members there present concerning such activities or plans then any such dispute shall be determined by the majority of those Members attending such meeting, with each Member being entitled to exercise one vote.

d) A group of not less than eight Members of the IEA may at any time give at least one month's written notice to the Secretary of their wish to call a Special General Meeting, stating the issue or issues to be discussed. Due notice of such meeting shall be distributed by the Secretary to all current Members of the IEA, each of whom shall be entitled to attend and exercise a single vote in order to determine any disputed issue.

5. The organisation of the Annual Open Exhibition and Membership of the IEA:

a) As proscribed in paragraph 3 d) above, the IEA will hold an Annual Open Exhibition ('AOE') to which any artist who is resident in East Anglia may submit works for selection. The number of works allowed to be submitted, the conditions of entry and the fees to be paid shall be made available in advance of each exhibition.

b) The selection of the works to be displayed at each AOE will be made by the majority of the Selection Committee appointed for that year by the Council. The Selection Committee may include Full Members, Associate Members and/or Provisional Members but such Members must not exceed in number the independent persons invited to serve on the Selection Committee for that year. The President of the IEA for the time being shall not take part in voting for inclusion but should opinion within the Selection Committee be equally divided then the President shall have a deciding vote.

d) The appointment of Members will be considered during or after each Annual Open Exhibition by the Council of the IEA.

e) Membership of the IEA shall consist of three categories: i) Full Member, ii) Provisional Member and iii) Associate Member.

f) From among the artists showing work at the AOE, and whose work is regarded as being of an appropriate quality and standard, the Council may select persons who are not already Members to be appointed as Provisional Members of the IEA. Provisional Members who succeed in exhibiting at further AOE's may be selected (on the same basis) to be Associate Members. Similarly, Associate Members who succeed in exhibiting at further AOE's may be selected to be Full Members.

g) Any such selection for membership shall be confirmed with the majority agreement of those Full Members attending the next meeting of the Committee.

h) Full Members of the IEA shall be entitled to display the initials 'IEA', and Associate Members the initials 'AIEA', after their signature or mark upon their works if they so wish. Full Members and Associate Members may also submit works for inclusion in any 'satellite exhibition' (which is not an open exhibition) organised by the IEA.

i) Further rules may in due course be introduced to require Full Members and Associate Members to pay an annual membership fee to the IEA, in consideration of which additional benefits may be granted to them.

j) Full Members and Associate Members may only lose their membership status if their conduct is such as to be regarded by the Committee as incompatible with their entitlement to membership. Provisional Members may in addition have their membership removed if without good reason they fail to submit works for selection at following AOE's or if the works they submit shall fail to be selected for exhibition on a number of occasions.

6. Amendments to the Constitution:

This Constitution may at any time be amended by the IEA at a Special General Meeting of all Members called for the purpose. Full details of the proposed amendment/s shall be circulated with the notice convening such meeting and such modification shall be determined by the majority of those Members who attend and vote.

7. Dissolution of the IEA:

In the event that the IEA shall cease to operate, any funds held to its credit shall be distributed in such manner as the Committee shall decide and the Full Members of the IEA in a General Meeting shall approve.

The First Schedule

List of Founder Members:

Brian Ryder ROI PIEA
Andrew Dibben DipAD IEA
Andrew King ROI EAGMA IEA
Bob Brandt IEA.