



Calderdale Industrial Museum Association

Bye Laws

1. Definitions

“The Charity” means Calderdale Industrial Museum Association.

“Articles” means the Articles of Association of Calderdale Industrial Museum Association, a company limited by guarantee, registered number 8422411.

2. Classes of Membership

The Charity will have the following classes of Membership:

a. Individual Members

b. Joint Members

Two people who live at the same address may apply to become Joint Members. They will pay a joint subscription fee less than that of two Individual Members but will enjoy all the rights and status of Individual Members.

c. Student Members

A person who is at least 16 years old and less than 25 years old at the time of joining or renewing their Membership, may apply to be a Student Members and pay a reduced subscription fee, but will enjoy all the rights and status of an Individual Member.

d. Corporate Members

Companies or other organisations may join the Charity and will be treated as, and have the same rights as an Individual Member. They will have only one vote at any meeting and will receive only one copy of any newsletter or notices circulated to Members. They may nominate an individual to receive such correspondence and to attend and vote at general meetings of the Charity.

Subscriptions will normally be set as follows:

i. For Commercial organisations a subscription level equal to ten times the rate for Individual Members

ii. For Non-Commercial (not for profit) Organisations a subscription level equal to five times the rate for Individual Members.

e. Patrons

The Directors may approach suitable individuals or organisations to become Patrons of the Charity. Patrons will pay no subscription and will not be entitled to vote at meetings of the charity.

The Directors are authorised to set annual subscription fees to be paid by Members, and to waive such fees, at their discretion, for charitable reasons or where significant support has been given to the Charity.

3. Termination of Membership

Any Member whose Membership is terminated under paragraph 12(4) of the Articles may appeal to a general meeting of the Charity to have the termination reversed. Such appeal to be treated as an ordinary resolution.

4. General Meetings

Further to paragraph 14 of the Articles, the Directors must call a General Meeting if 25 or more members request such a meeting in writing. At any General Meeting of the Charity only those Members whose subscription payments are up to date shall be entitled to vote and to be included in the required quorum for the meeting.

5. Election of Directors

a. Directors of the Charity shall be elected at the Annual General Meeting

b. The Directors of the Charity shall include

i. Chairman

ii. Finance Director

iii. Funding Director

iv. Health and Safety Director

v. Marketing Director

vi. Exhibition Director

vii. Education Director

viii. Building Development Director

ix. Operations Director

- x. Collection Director
 - xi. Retail Development Director
 - xii. Business Development Director
 - xiii. Up to two other Directors
- c. Further to Article 34 (2) Directors shall be elected for a term of three years and will retire in the following sequence:
- i. First year Chairman, Health and Safety, Education, Collection, first other Director
 - ii. Second year Finance, Marketing, Building Development, Retail, second other Director
 - iii. Third year Funding, Exhibition, Operations, Business Development
- Directors elected mid-term shall be elected for the remainder of that term and then retire according to the above sequence.
- d. Retiring Directors may stand for re-election.
 - e. Further to paragraph 44(1) of the Articles the Directors shall appoint the elected Chairman to chair meetings of the Directors.
 - f. A quorum for meetings of the Directors shall be at least half of the number of Directors in post at the time of the meeting.

6. Banking

- a. A bank account shall be maintained in the name of Calderdale Industrial Museum Association
- b. The account shall be held at a convenient clearing bank.
- c. Funds belonging to the Charity shall be applied only in furthering the objects of the Charity.
- d. All instructions to the bank to authorise expenditure, whether digital or written, must be approved by two of: the Chairman; the Finance Director; another Director agreed by the Board and registered with the bank. These officers shall, when exercising this authority, operate in accordance with the Articles and these Bye Laws and any policy agreed for the time being by the Directors or by a General Meeting.
- e. All officials of the Charity who receive monies on behalf of the Charity shall pay such monies into a branch of a bank for credit to the Charity account within one month of receipt.
- f. All members seeking reimbursement for costs incurred in carrying out actions on behalf of the charity shall submit proper accounts with receipts to the Finance Director or Manager
- g. A copy of the Articles and of these Bye Laws shall be supplied to the bank as required

7. Accounts

- a. The Finance Director shall be responsible to the Charity for the correct keeping of accounts in respect of assets, liabilities, payments, income and expenditure.
- b. The financial year of the Charity shall end on 31 December each year, for which date the Finance Director shall prepare a statement of accounts for the previous year.
- c. In the absence of a statutory requirement for the Charity to prepare audited financial statements, the annual trading profit and loss account and balance sheet shall be inspected by an independent auditor and agreed by the Directors, these accounts shall be presented to the Annual general Meeting for approval.

8. Reserves

The Directors may invest any funds not required for the day to day operation of the Charity in any clearing bank, building society, or ethical investment fund as judged appropriate to the needs of the charity and its Objects.

9. Data Protection

The Charity may use information collected on membership forms and other approved documents for all and any purposes which are in the opinion of the Executive Committee necessary or desirable in connection with the running of the Charity. The Charity shall at all times comply with the General Data Protection Regulation 2018 to the extent applicable.

10. Ethics

The Charity, its Members and Directors shall at all times adhere to the Museum Association's Code of Ethics for Museums in so far as such Code is not in conflict with any over-riding legal powers or obligations.

11. Revision of the Bye Laws

These Bye Laws may be altered only by a special resolution passed by the Members present and voting at an Annual General Meeting or at a Special General Meeting called for the purpose. Notice of the meeting must contain notice of such resolutions.

12. **Interpretation**

Where any conflict arises between these Bye Laws and the Articles, the Articles shall take precedence.

13. **Date**

These Bye laws were amended by the Charity on 21th September 2022.