

SOCIETY OF DESIGNER CRAFTSMEN

RULES AND OBJECTIVES

Approved by Council and ratified at the 82nd Annual General Meeting 1970, with subsequent amendments and alterations at 84th Annual General Meeting 1972, Extraordinary General Meeting 1973, 87th Annual General Meeting 1975, 91st Annual General Meeting 1979, 93rd Annual General Meeting 1981, and 104th Annual General Meeting 1994. Updated to concur with current practice April/May 2003. Updated to concur with current practice and adopted at the Annual General Meeting March 2008. Amended and adopted at the Annual General Meeting March 2009. Updated to concur with current CC Guidance and adopted at the Annual General Meeting March 2010. Updated to concur with current practice and adopted at the AGM March 2016.

1. NAME

The Society shall be called the Society of Designer Craftsmen.

2. OBJECTIVES

As a non-profit making charity, the objectives of the Society shall be to:

- a. Encourage innovation, originality, and the promotion of professional standards in the work of designer-makers.
- b. Foster public understanding and interest in good design and fine craftsmanship through exhibitions, lectures and other events.
- c. Encourage emerging designer-makers in the early stages of their careers by means of the Licentiate scheme.
- d. Foster communication and exchange of ideas amongst the members and between the membership and the public.

3. OFFICERS AND TRUSTEES

The Society and its property shall be managed and administered by a committee comprising the Officers and other members of the committee elected in accordance with this Constitution. The Officers and other members of the committee shall be the Trustees of the Charity and in this constitution are together called "the Council" consisting of:-

- a. Chairman, Vice-Chairman and Honorary Treasurer, who shall be Officers of the Society.
- b. Secretary
- c. Up to TEN Fellows (If there are not sufficient Fellows elected to the Council, Members may be elected to the Council instead.)

- d. Up to FOUR Members
- e. Up to TWO Licentiates
- f. ONE Associate Member or Honorary Fellow may also serve on Council.
- g. Of the Ten Fellow Councillors, THREE shall retire by rotation annually and will be eligible for re-election.

4. THE COUNCIL

- a. Council will hold meetings at least 4 times each year.
- b. Each Council member shall have ONE vote, which must be given personally.
- c. Questions arising at meetings shall be decided by a majority of votes; in case of a tie, the Chairman shall have a second or casting vote.
- d. FOUR shall be deemed a quorum for Council.
- e. The Council shall elect the Chairman and Vice-Chairman who shall serve for a period of three years. Thereafter if it is considered to be in the best interests of the Society the Chairman may stand for re-election or shall continue as Immediate Past Chairman for not less than one and not more than two years before becoming a Vice-President. The Council shall have the power to co-opt THREE additional members, who shall be Fellows, Honorary Fellows, Members, Licentiates or Associate Members of the Society, and who shall continue in office only until the next Annual General Meeting. Further co-options may be made by a unanimous vote of the Council.
- f. The Council may also create such other appointments as it may require from time to time.
- g. In the event of there being unfilled vacancies for Fellows in the Council, up to SIX members may be elected at the AGM to fill the vacancies in addition to the FOUR Members' places. They shall retire at the following AGM. If no nominations for the vacant Fellows' places are received they may be nominated for re-election.
- h. Generally no council member shall serve for more than SIX consecutive years. However, if it is considered to be in the best interests of the Society, a Council member(s) who has/have a specific role within the SDC Council may serve for more than 6 consecutive years.
- i. Members, Honorary Fellows, Licentiates and Associate Members to serve on Council shall be elected annually.
- j. The Council shall include the Chairman of the Selection Committee, curators of the Annual Exhibitions, and the Newsletter Editor.
- k. Any Council member who fails to attend THREE consecutive meetings except through illness or other special reason shall be deemed to have resigned from the Council.

- I. The Membership Secretary shall keep a register of members, their address, telephone number(s) and email and website, if applicable, for the purpose of effective communication.

5. SUB-COMMITTEES

- a. The Council may from time to time appoint from their number such sub-Committees as they may think necessary or expedient, and may refer or depute to them such powers and duties as the Council may determine.
- b. Such sub-Committees shall minute their findings, shall periodically report to Council, and shall conduct their business in accordance with the directions of the Council.
- c. Any Committees so formed shall be subject to the directions of the Council, have power to co-opt additional members, whether members of the Society or not.
- d. All sub-committees are to provide adequate notice to the officers of Council of all dates and times of their meetings. The officers may attend these meetings ex-officio.

6. CONFLICTS OF INTEREST

Trustees, and members of sub-committees appointed by Council, are made aware of the Society Rules on recognising, declaring and dealing with conflicts of interest and of loyalty.

Trustees must declare any potential conflict of interest or loyalty between the interests of the Society on the one hand, and that of their professional or business interests; also personal interests which includes those of a spouse, partner, family and close relatives. Their primary interest must be for that of the Society.

7. MANAGING RISKS

Trustees have a duty to identify and review the risks to which the Charity is exposed and to ensure appropriate controls are in place to provide reasonable assurance against fraud and error; and to manage the Society property and assets

Risks will be mainly in the areas of financial stability in particular around exhibitions; managing and maintaining the assets and property of the Society; and upholding the integrity of the Society.

The Trustees will review the risk assessment policy annually before the AGM

8. MEETINGS

a. Annual General Meetings

- i. The Annual General Meeting of the Society shall be held not later than 30 June and any suggestions for business, including nominations for elections to Council or proposed changes, shall reach the Council not less than 28 days before the Meeting. Nominees shall notify their intention to stand for election by indorsing the nomination paper.

- ii. At least 21 days' notice of the meeting shall be given to members.
- iii. The CHAIRMAN shall preside over General Meetings of the Society or, in his or her absence, the Vice-Chairman or an appointed member of Council.

The Annual General Meeting of the Society shall:

- i. Receive and consider the Chairman's report.
- ii. Receive and if approved, adopt the audited accounts as submitted by the Honorary Treasurer and receive his or her report.
- iii. Elect :-
 - 1. Secretary
 - 2. Honorary Treasurer
 - 3. Membership Secretary
 - 4. Auditor
 - 5. Three Fellows to fill the rotational vacancies on Council
 - 6. Four Members
 - 7. Two Licentiates
 - 8. One Associate Member or Honorary Fellow
- iv. Invite a President (on nomination of the Council) from within or without the membership for a term not exceeding five years, which may be determined at any time by Resolution in general meeting.
- v. The outgoing President shall be eligible for re-election.
- vi. The President shall have the right to attend General and Council meetings.
- vii. Twenty shall be the quorum for Annual General Meetings.

b. Extraordinary General Meetings

- i. Extraordinary General Meetings shall be summoned whenever the Council consider necessary.
- ii. The Council shall be bound at any time to summon such a meeting on receiving a request in writing from at least ten members, specifying the business to be done.
- iii. At least 21 days' notice of the meeting shall be given to members.

- iv. The CHAIRMAN shall preside over General Meetings of the Society or, in his or her absence, the Vice-Chairman or an appointed member of Council.
- v. Twenty shall be the quorum for Extraordinary General Meetings.

9. MEMBERSHIP

a. Conditions Of Membership

- i. The election of members of the Society shall be vested in the Council subject to regulations to be determined by the Council.
- ii. Membership is open to individuals over eighteen who may submit an application to the Membership Secretary.
- iii. Applications are considered by a Selection Panel which meets at least 3 times per year.
- iv. Applicants who have satisfied the assessment panel that their work is of an acceptably high standard will be notified in writing.
- v. The Selection Committee may refuse an application for membership if the work of the applicant does not meet the selection criteria, and they consider it to be in the best interests of the Society to do so.
- vi. The Selection Committee must inform the applicant in writing of the reasons for the refusal within twenty-one days of the decision.
- vii. Fellowship and Membership are not transferable as they confirm the right to vote.
- viii. Group membership is not permissible but individuals of a group or a partnership producing a unified body of work may be eligible for individual membership.
- ix. Every member must provide the Membership Secretary with his or her address, telephone number(s) and email and website, if applicable.
- x. Members must notify any changes in their contact details such as home address, telephone number(s) email or website, to the Membership Secretary
- xi. All notices, newsletters or correspondence sent to members from the Society by post or email shall be deemed to have been duly delivered.

b. Termination Of Membership

Membership will be terminated if:

- i. The member dies; membership is not transferrable as it confirms the right to vote.
- ii. The member resigns by written notice to the Society.
- iii. The member's annual subscription, in full or in part, is three months in arrears (i.e. not received in full by 1st May) shall cease to be a member. He or she may however be reinstated by application to the Council within two years and if agreed by Council payment in full of the current year subscription. An absence of longer than two years will require a new application.
- iv. A resolution has been made by the Trustees to remove a member whose conduct or work is injurious to the Society or its reputation. Such resolution may only be passed if:
 - a. The member has been given 21 days notice in writing of the meeting at which the resolution will be proposed and the reasons why it is to be proposed.
 - b. The member or the member's representative has been allowed to make representations at the meeting.

c. Membership Subscriptions

- i. The annual subscription shall be determined by the Council and changes published six months in advance of institution, i.e. In June-July each year.
- ii. The subscription for licentiateship is a subsidised rate proportional to that for full membership; it is on a sliding scale and for a period of up to FIVE years only.
- iii. Subscriptions will be due or on 1st February each year, the financial year to be taken as commencing on January 1st.
- iv. On appointment a new member will be required to pay an amount on a pro rata basis to the time remaining in the accounting year of their appointment. They will be notified of the amount in their appointment letter. Subsequent subscriptions will be due annually on 1st February.
- v. At its discretion, the Council may accept a lesser subscription.
- vi. Any member whose subscription, in full or in part, is three months in arrears (i.e. not received in full by 31st March) shall cease to be a member. However he or she may be reinstated by application to the Council within two years and if agreed by Council payment in full of the current year subscription. An absence of longer than two years will require a new application.

10. The Society's Membership shall consist of:

- i. Fellows
- ii. Honorary Fellows
- iii. Members
- iv. Licentiate Members
- v. Associate Members

a. Fellows

- i. Fellowship is awarded in recognition of services to the Society and to Crafts and Design.
- ii. Distinguished Designer-Craftsmen may be invited to become Fellows without the submission of work but by a unanimous vote of the Fellows on Council.
- iii. Nominations for Fellowship may be made by Council members or active Fellows of the Society. At least one nomination shall be made by a Fellow in the same discipline.
- iv. Any full Member of the Society may be elected a Fellow by a majority vote of the Fellows in the Council.
- v. Eligible to submit work for exhibitions.
- vi. Eligible to vote at General meetings
- vii. Fellows shall be entitled to use the letters FSDC after their names unless their membership is terminated for any reason [Section 9 b)] including if their subscription lapses [Section 9 c) vi)].
- viii. Fellows no longer producing work may have their subscription waived on application to Council but may continue to be a Fellow and use the letters FSDC after their name.

b. Honorary Fellow

- i. Honorary Fellows are people recognised for their commitment to the crafts and design but are not necessarily designers or makers.
- ii. By a unanimous vote, the Council may elect as an Honorary Fellow any person distinguished for services in connection with the crafts.

- iii. An honorary Fellow who is a designer maker may apply to exhibit in Society events but will be required to pay exhibition fees.

c. Member

- i. Full Members are designer makers who have shown evidence of innovation, originality and quality in their work.
- ii. Admitted on assessment following direct application to the Society.
- iii. Eligible to submit work for exhibitions.
- iv. Eligible to vote at General meetings
- v. Members shall be entitled to use the letters MSDC after their names, unless their membership is terminated for any reason [Section 9 b)] including if their subscription lapses [Section 9 c) vi)].
- iv. Members no longer producing work may apply to be an Associate member.

d. Licentiate Members

- i. Licentiate membership is offered to new graduates to provide a supportive bridge between being a student and becoming an established, confident and accomplished designer maker. It can also be awarded to people who are setting up in business after a career break or re-training.
- ii. Licentiate membership is awarded for a period of up to FIVE years only from the following 1st January after assessment and after this to apply for another form of membership; in some circumstances Licentiate membership may be extended on request to, and at the discretion of the selection committee.

Licentiate members shall be:

- i. Admitted on assessment of their attainment.
- ii. Eligible to submit work for exhibitions.
- iii. Eligible to apply for full membership.
- iv. Licentiates who have satisfied the assessment panel that their work is of an acceptably high standard will be awarded full membership.
- v. Entitled to use LSDC after their name unless their membership is terminated for any reason [Section 9 b)] including if their subscription lapses [Section 9 c) vi)].
- vi. Eligible to apply to re-grade to Associate member.
- vii. Be eligible to attend General Meetings but NOT to vote.

e. Associate Members

- i. Associate Members shall:
- ii. Be Designer-Makers who are not actively producing work, or any other persons who are interested in the aims and objectives of the Society.
- iii. Receive invitations to exhibitions, lectures and events organised by the Society.
- iv. Be eligible to attend General Meetings but NOT to vote.

11. CHANGES IN THE RULES

These shall only be made at the Annual General Meeting or at an Extraordinary General Meeting. Suggested changes shall reach the Secretary not less than 28 days before the meeting.

12. EXHIBITIONS

- a. Prior to each exhibition the Council shall appoint a Curator who will be responsible for selecting work submitted and for hanging the exhibits.
- b. The Curator will submit to the Council, a budget which will include charges, commissions on sales, publicity, entrance and hanging fees, for approval.
- c. The Curators of Designer Crafts may be paid an honorarium of £600, agreed by Council in 2006, for the time and commitment required to plan and deliver the exhibition.

13. AUDIT

- a. An Auditor shall be appointed at the Annual General Meeting in each year.
- b. The Auditor shall be entitled to attend any Meeting of the Society and to make any observation on the accounts, which he deems advisable.
- c. The Honorary Treasurer shall keep the accounts of the Society, which shall be examined by the auditor at least once in every year.
- d. At the Annual General Meeting of the Society each year the Honorary Treasurer shall submit a statement of accounts, which shall be duly certified by the Auditor(s) appointed by the Society.

14. BORROWING

- a. If at any time the Society in Meeting shall pass a resolution authorising the Council to borrow money, Council shall then be empowered to borrow for the purpose of the Society such amount of money, either at one time, or from time to time, and at

such rate of interest and in such form and manner as shall be specified in such resolution.

- b. The Council then shall make all such dispositions of the Society's property or any part thereof, and enter into such agreements in relation thereto, as the Council may deem proper for giving security for such loans and interests.
- c. All members of the Society, whether voting on such resolutions or not, and all persons becoming members of the Society after passing on such resolution, shall be deemed to have assented to it.

15. DISSOLUTION

- a. A motion to dissolve the Society may only be made at the Annual General Meeting or at an Extraordinary General Meeting called for that purpose.
- b. To affect dissolution at least three-quarters of the members with voting rights actually present at the meeting shall vote in favour of the dissolution.
- c. If a motion to dissolve the Society is carried by the said majority the Society's surplus funds, property and assets (if any) shall be disposed of for charitable purposes in connection with the Objectives of the Society, or given or transferred to some other institution, or institutions, having objectives similar to the Society.
- d. No Fellow, Member, Licentiate Member, or Associate Member shall receive any of the said funds, property or assets by virtue of his or her membership.

19 March 2016