

# Constitution

## Article I: Name and Headquarters

The organisation shall be called the International Association of Music Libraries, Archives and Documentation Centres (United Kingdom and Ireland Branch), hereinafter referred to as the Branch. The title may be abbreviated as IAML (UK & Irl). The Branch shall be the United Kingdom and Ireland National Branch of the International Association of Music Libraries, Archives and Documentation Centres, hereinafter referred to as the Association. The headquarters shall be established at the office of the General Secretary of the Branch.

## Article II: Purposes

As a non-governmental, non-profit-making organisation, the Branch shall have the following purposes:

1. To bring together all members of the Association working or resident in the United Kingdom and Ireland together with such others as may be members of the Branch but not the Association.
2. To do all such things as may promote the interests of music libraries and music librarians, and those in associated disciplines and occupations insofar as these bear on music librarianship.
3. To promote a better understanding of the cultural importance of music libraries, archives and documentation centres and to represent the interests of music librarianship in the musical and library worlds, and to such government bodies, public authorities, professional bodies and other organisations and individuals as may be relevant.
4. To further the purposes of the Association within the United Kingdom and Ireland, to represent the views of Branch members in all the Association's work through its various constituent bodies, and to make known to those in the United Kingdom and Ireland the activities and views of the Association.
5. To encourage and promote the activities of libraries, archives and documentation centres concerned with music and music materials, to strengthen cooperation among institutions and individuals working in these fields and to publish information concerning their work.
6. To support and facilitate the realisation of projects in music bibliography, music documentation and music library science and to encourage and support the development of standards in all areas that concern the Association.
7. To further the bibliographical control of music materials of all kinds and to promote the availability of all publications and documents relating to music, particularly through the encouragement of exchange and lending.
8. To promote and encourage the availability of suitable education and training and to assist members and others in study by arranging amongst other things, conferences, study weekends, courses, meetings and visits.
9. To support the protection and preservation of musical documents of all periods.
10. To co-operate with other organisations in the fields of librarianship, bibliography, archival science, documentation, music and musicology.
11. To publish an official journal dealing with all matters of professional interest.

### **Article III: Membership**

1. The Branch shall have the following categories of membership for persons and institutions interested in the purposes of the Branch:
  - a. Institutional (International)
  - b. Institutional (National)
  - c. Personal (International)
  - d. Personal (National)
  - e. Honorary
2. Members in categories (a), (c) and (e) shall be members of both the Branch and the Association. Members in categories (b) and (d) shall be members of the Branch but not of the Association.
3. Honorary membership shall be offered as a mark of distinction to anyone, whether already a member of the Branch or not, who has made a distinctive contribution to music librarianship or music bibliography or who has rendered notable service to the Branch. Honorary members shall be elected at an Annual General Meeting on a proposal of the Executive Committee. Any paid-up member of the Branch may propose a nomination for Honorary Membership to the Executive Committee.
4. An Institutional Member may be represented by only one person at any one time. Persons representing Institutional Members may also be Personal Members in their own right.

### **Article IV: Subscriptions**

1. Subscriptions shall be determined by a General Meeting of the Branch which may make such provision for reduced rate subscriptions as it shall see fit.
2. Subscriptions are due on January 1st annually.
3. Honorary members shall be exempt from paying any subscriptions and any subscriptions due to the Association shall be paid by the Branch on the member's behalf.

### **Article V: Governance**

1. Paid-up members shall be entitled to attend and vote at General Meetings of the Branch.
2. A General Meeting of the Branch is the highest authority within the Branch and decisions taken and directions given at General Meetings are binding on the policy, management and administration of the Branch.
3. The Executive Committee shall be the representative body of the Branch, shall be responsible for the management of the Branch and shall act for the Branch between General Meetings.

### **Article VI: Organisation and Management - General Meetings**

1. Paid-up members shall be entitled to attend and vote at General Meetings of the Branch.
2. General Meetings of the Branch shall be presided over by the President of the Branch, or, in the absence of the President, by the Immediate Past President or other member of the Executive Committee agreed by the Meeting.

3. An Annual General Meeting (AGM) shall be held on or before 31st July unless otherwise determined by the membership at a previous General Meeting.
4. The Annual General Meeting will be held, inter alia, to receive the Annual Report of the Executive Committee and the Annual Statement of Audited Accounts, to appoint Honorary Auditors, to determine subscriptions, to receive notice of the results of elections and the appointment of committees, to elect Honorary Members, to consider affiliations etc to other organisations, and to consider motions put forward to the Meeting.
5. No less than eight weeks before the AGM the General Secretary shall invite motions for the agenda paper. Motions must be communicated in writing to the General Secretary by the proposer and seconder, both of whom must be paid-up members, and must be received not less than six weeks before the AGM. The General Secretary shall be responsible for verifying that motions are validly proposed.
6. At least 35 days prior notice of the date of the AGM must be sent by the General Secretary to all paid-up members, together with an agenda.
7. Amendments to motions on the agenda paper, or requests to withdraw such motions, must be received by the General Secretary at least 21 days prior to the AGM. Such amendments or requests to withdraw motions must be communicated in writing by the proposer and seconder, both of whom must be paid-up members. The final agenda paper, together with the Annual Report and the Annual Statement of Audited Accounts shall be circulated to all paid-up members no later than the date 14 days prior to the AGM.
8. A Special General Meeting for the purpose of considering a motion or motions may be called either: a. by resolution of the Executive Committee, or b. by written request to the General Secretary by not less than twenty paid-up members of the Branch. In either case the motion(s) must be stated and no new motion will be admitted.
9. The General Secretary shall circulate a notice of the SGM giving at least 35 days prior notice together with an agenda. Amendments to motions on the agenda paper, or requests to withdraw such motions, must be received by the General Secretary at least 21 days prior to the SGM. Such amendments or requests to withdraw motions must be communicated in writing by the proposer and seconder, both of whom must be paid-up members. The final agenda paper shall be circulated to all paid-up members no later than 14 days prior to the SGM.
10. Any person shall be entitled to attend a General Meeting as an observer provided that they do so at their own expense and subject to advance notice having been given to the General Secretary. Such observers may be asked to withdraw during discussions of confidential issues.

#### **Article VII: Organisation and Management - Executive Committee**

1. The Executive Committee shall consist of:
  - i. the President
  - ii. the Immediate Past President
  - iii. the President-elect
  - iv. the General Secretary
  - v. the Treasurer

- vi. No more than seven other Voting Officers, appointed by the Executive.
  - vii. Seven elected members
  - viii. Not more than three members co-opted by resolution of the Executive, such persons to cease to serve at the time of the next AGM unless confirmed by resolution of that meeting.
  - ix. Nominees of other interested bodies, not more than one from each body, and not more than three in total.
  - x. Any member of the Board of the Association who is also a member of the Branch, such persons to cease to serve at the time of the next AGM following the time they cease to serve as a member of the Board.
2. With the exception of nominees of other interested bodies, all members of the Executive Committee shall be paid-up Personal members or honorary members of the Branch. In addition the President, General Secretary, Treasurer and President-elect (upon assuming office) shall be Personal (International) members.
  3. With the exception of nominees of other interested bodies, all members of the Executive Committee shall have full voting rights on the Committee.
  4. Meetings of the Executive Committee shall be presided over by the President of the Branch. In the absence of the President, another member of the Executive, elected by the Committee, shall preside.
  5. In the event of a vacancy occurring on the Executive Committee between Annual General Meetings or in the event of insufficient nominations for places under section I (vii) above, the Committee shall have the power to appoint another person to fill the vacancy for its duration, such persons to cease to serve in this capacity at the conclusion of the next Annual General Meeting.
  6. The Executive Committee shall take up its duties after the Annual General Meeting and shall meet as regularly as it feels necessary but not less than two meetings per year shall be held.
  7. The President may convene extraordinary meetings of the Executive Committee at any time and must do so at the request of five or more members of the Executive.
  8. The Executive Committee shall have the power to appoint and dissolve such other committees and groups as it may from time to time decide and shall determine the powers and terms of reference of these committees and groups, provided that such actions are reported to the next Annual General Meeting. The President, General Secretary and Treasurer shall have the right to attend and vote at any meeting of any committee or group appointed by the Executive Committee.
  9. The Executive Committee shall have the power to engage paid staff and to pay honoraria as it may from time to time determine subject to such actions being reported at a General Meeting.
  10. The Executive Committee shall have the right to suspend an officer and to appoint a replacement pro tempore.
  11. The Executive Committee shall have the right to appoint non-voting officers to assist the Committee in achieving the purposes of the Branch and to be in attendance at the Executive Committee.

12. Members of the Branch shall be entitled to attend meetings of the Executive as observers provided that they do so at their own expense and subject to advance notice having been given to the General Secretary.

### **Article VIII: Organisation and Management - Officers and Elected Members**

1. President
  - a. The President shall be the principal officer of the Branch and shall normally take the chair at General Meetings and meetings of the Executive Committee.
  - b. The President shall normally be in office for no longer than three years and shall not be eligible for immediate re-election as President.
  - c. The election of the President shall take place at the Annual General Meeting previous to the President taking office, and the person elected shall be known as the President-elect until the conclusion of the next Annual General Meeting.
  - d. At the end of the period of office, the President shall be known as the Immediate Past President and shall continue to serve on the Executive Committee for two years.
2. General Secretary and Treasurer
  - a. The General Secretary and Treasurer shall be appointed by the Executive Committee.
  - b. Subject to the requirements of the Constitution and decisions of General Meetings and the Executive Committee, the General Secretary shall be responsible for the administrative and organisational work of the Branch and the Treasurer shall manage the finances of the Branch.
3. Other Officers
  - a. Voting Officers shall be appointed by the Executive Committee. No Voting Officer shall hold the same office for more than five consecutive years.
  - b. Non-voting Officers shall be appointed by the Executive Committee. The term of office of a non-voting Officer shall be such as is determined by the Executive Committee.
4. Elected Members. Seven paid-up members of the Branch shall be elected annually to the Executive Committee.
5. With the exception of non-voting officers and members of the Board of the Association who are serving as Executive Committee members under Article VII.1.x, all officers, elected members and co-opted members of the Executive shall serve until the conclusion of the AGM at which their period of office ends.

### **Article IX: Organisation and Management - Elections to the Executive**

1. Not less than eight weeks before the Annual General Meeting, the General Secretary must invite nominations from all paid-up members for all positions on the Executive for which elections are due.
2. All nominations must be made in writing with the consent of the nominee, and must be communicated to the General Secretary by the nominee, proposer

and seconder, all of whom must be paid-up members. The General Secretary shall be responsible for verifying the validity of all nominations.

3. Nominations must be received by the General Secretary not less than six weeks before the AGM.
4. In the event that seven members or fewer are nominated for the seven elected places, the persons nominated shall be deemed to have been elected.
5. In the event that more than seven members are nominated for the seven elected places, the General Secretary shall conduct a ballot of all paid-up members.
6. For the office of President, the General Secretary shall conduct a ballot of all paid-up members. In the event that only one member is nominated, the choice of electing the candidate or re-opening nominations shall be offered
7. Not less than four weeks prior to the Annual General Meeting the General Secretary shall invite all members to participate in the election. At the discretion of the Executive Committee, the ballot may be conducted by electronic means, in which case postal ballot paper(s) shall be sent to any member who has not provided an email address. The ballot shall close not less than seven days prior to the AGM.
8. The candidates receiving the highest number of votes for each position shall be deemed to be elected and the result(s) shall be made known at the Annual General Meeting.
9. In the event of a tie which affects the outcome of any election, a further secret ballot of paid-up members shall be held at the Annual General Meeting between those candidates involved.

#### **Article X: Organisation and Management - Finances**

1. All monies raised by or on behalf of the Branch shall be applied solely towards the promotion of the purposes of the Branch and for no other purpose.
2. Subject to the requirements of the Constitution and decisions of General Meetings and the Executive Committee, the Treasurer shall manage the finances of the Branch and keep proper accounts which shall be audited at least once a year by two Auditors who shall be appointed by the Annual General Meeting.
3. An audited Statement of Accounts for the last financial year shall be submitted by the Treasurer to the Annual General Meeting.
4. The Auditors shall be given access to all records of income and expenditure and related financial information, to all minutes of the Branch and to any other papers and information which shall enable them to audit the accounts of the Branch.
5. The financial year shall be the calendar year.
6. The accounts of the Branch shall be open to inspection by any member of the Branch on application to both the General Secretary and the Treasurer.

#### **Article XI Relations to other organisations**

The Branch may seek affiliation to, enrol as a member of, or enter into formal collaboration with such organisations as the Executive shall decide, subject to such decisions being ratified at a General Meeting.

#### **Article XII Rules of Procedure**

1. The Executive Committee shall have power to adopt and issue Rules of Procedure, Standing Orders and Terms of Reference provided that such Rules, Orders and Terms shall not be inconsistent with the provisions of the Constitution and subject to their being ratified by a General Meeting.
2. Voting
  - i. Subject only to the provisions of Articles XIV and XV, all questions arising at any meeting shall be decided by a simple majority of those entitled to vote thereat.
  - ii. Subject only to the provisions of Article XV and sections (iii) & (iv) below, no person at any meeting of the Branch shall exercise more than one vote except at General Meetings where one person may be both a Personal Member and be the representative of an Institutional Member.
  - iii. Proxy votes shall be permitted only at General Meetings. Proxy votes shall require written authorisation by the member giving the proxy.
  - iv. Subject only to Article IX.9, in the event of a tie in voting at a General Meeting or at a meeting of the Executive Committee, the Chair shall have a second or deciding vote.
3. Quorums
  - a. Thirty paid-up members of the Branch shall constitute a quorum at General Meetings of the Branch.
  - b. Eight members of the Executive Committee shall constitute a quorum at meetings of that Committee.
  - c. A minimum of three members shall constitute a quorum at all meetings of committees appointed by the Executive Committee.
4. Minutes.
  - Minutes shall be taken of all General Meetings and meetings of the Executive Committee.
  - Minutes shall be taken, or reports shall be made, of all other formal meetings within the Branch.
  - Minutes of a General Meeting shall be submitted to the next General Meeting for approval.
  - Minutes or reports of all formal meetings within the Branch shall be submitted to the next meeting of the Executive Committee.

#### **Article XIII: Publications**

1. The official journal and any other periodical issued by the Branch shall be sent to each member regularly and free of charge.
2. The Editors of the official journal and the branch newsletter shall be Voting Officers of the Branch.

3. Other publications issued by or on behalf of the Branch shall require the approval of the Executive Committee.

#### **Article XIV: Alterations to the Constitution**

1. The Constitution may be altered only by a resolution of a General Meeting of the Branch and only if the votes cast for the resolution exceed two thirds of the votes cast at the Meeting; such alterations shall take effect from the end of the Meeting at which they are agreed.
2. Motions to alter the Constitution, except for those proposed by the Executive Committee, must be communicated in writing to the General Secretary by the proposer and seconder, both of whom must be paid-up members. Having verified that such motions are validly proposed, the General Secretary shall arrange for them to be submitted to the next AGM unless a Special General Meeting has been called for the purpose.
3. Amendments to motions can be made as provided for in Article VI.
4. A ballot of the full membership on a constitutional matter may be requisitioned only by a majority at a General Meeting.

#### **Article XV: Dissolution of the Branch**

1. A Special General Meeting of the Branch, called solely for the purpose, may dissolve the Branch only if the votes cast for dissolution exceed half the voting strength of the Branch.
2. If the vote for dissolution at such a Special General Meeting exceeds one eighth of the voting strength of the Branch and that against does not reach half of the voting strength, a ballot of the full membership shall be held and a simple majority of the votes returned shall decide the issue.
3. In order for any vote for dissolution (whether at a SGM or through a ballot of the full membership) to be valid, there must be a simple majority of International members voting in favour of the proposition.
4. Proxy votes will be allowed on a motion to dissolve the Branch.
5. The disposal of any Branch assets remaining after the satisfaction of all proper debts and liabilities, shall be determined by the Special General Meeting.

#### **Article XVI Interpretation**

Throughout the text of this Constitution the expression "paid-up member(s)" shall mean:

those who paid in the previous calendar year, such period of grace to expire on April 30th of the current year, and

1. those who have paid in the current year.
2. The rights and privileges of members in arrears of payment shall be restored when the subscription has been paid and are not retrospective.
3. In Articles VII, VIII and XIII, the term "year" shall be taken to mean the period between Annual General Meetings.
4. Throughout the text of this Constitution the expression "in writing" shall mean any written communication, whether transmitted in hard copy or by electronic means.



5. Subject to the overriding authority of a General Meeting of the Branch, the interpretation of the Constitution shall be a matter for the Executive Committee.