

# CONSTITUTION OF THE SOCIETY OF YOUNG PUBLISHERS

This constitution was adopted by a majority vote of Society members at a special general meeting convened on 29<sup>th</sup> April, 1992. Amendments ratified by a majority vote of Society members at the Annual General Meeting convened on 16<sup>th</sup> January, 2008.

## 1. Name

- 1.1 (a) The name of the Society is The Society of Young Publishers ("the Society").  
(b) The part of the Society in Oxford is called the Oxford Publishing Group of The Society of Young Publishers ("the Oxford Group").

## 2. Members

- 2.1 Any individual being a person who has not yet attained the age of thirty-six years may apply for membership of the Society by submission of an application in the prescribed form lodged at the address stated on the prescribed form. Provided that a Member does not allow his membership to lapse, such a Member shall be entitled to renew his membership indefinitely each year.
- 2.2 All applications for membership shall, save as hereinafter provided, be accompanied by the subscription ("the Subscription") for the time being applicable to the class of membership to which the application relates.

It is a condition of membership that cheques be honoured on first presentation.

- 2.3 A person becomes a member of the Society ("a Member") from the moment at which the first mailing in relation to that person is sent by ordinary post to the address supplied with that person's application for membership.
- 2.4 A body corporate or unincorporate may apply for membership of the Society in accordance with Clauses 2.1, 2.2 and 2.3 above and for this purpose Clauses 2.1, 2.2 and 2.3 shall be deemed to have been modified accordingly. Such body corporate or unincorporate becomes a member of the Society ("a Corporate Member") from the moment at which the membership card (or any such other record as the Committee may from time to time determine) in relation to that body corporate or unincorporate is sent by ordinary post to the address supplied with that body corporate or unincorporate's application for membership.
- 2.5 A Corporate Member is entitled to receive copies of all printed matter published by the Society, but is not entitled to receive notice of, attend or vote at General Meetings of the Society. This is without prejudice to the right of employees of such Corporate Members to apply for membership of the Society under Clause 2.1 above.
- 2.6 A person studying no less than part-time at a secondary or tertiary level may apply for membership of the Society in accordance with Clauses 2.1, 2.2 and 2.3 above and for this purpose Clauses 2.1, 2.2 and 2.3 shall be deemed to have been modified accordingly. Such persons become a member of the Society ("a Student Member") from the moment at which the membership card (or any such other record as the Committee may from time to time determine) in relation to that person is sent by ordinary post to the address supplied with that person's application for membership.
- 2.7 The Committee may, in its absolute discretion, grant to an individual membership of the Society in recognition of the contribution of that individual to the Society, or the book trade in general, over a number of years. Such members ("Honorary Members") shall not be required to pay subscriptions, nor have any voting powers at meetings of the Society, nor may an Honorary Member be nominated for a position on the Committee.
- 2.8 A Member may resign his membership of the Society by lodging a written notice of resignation with the Membership Secretary of the Society. In such event no amount of the Subscription paid by the Member shall be refunded under any circumstances.

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### **3. Objects**

- 3.1 The objects of the Society are to:
- (a) enable its Members to meet and make other contacts in the publishing and related industries which shall for this purpose include printing, librarianship and bookselling-,
  - (b) contribute to the general improvement of the publishing industry;
  - (c) provide opportunities for Members to extend their knowledge of publishing-,
  - (d) produce any and all such literature as may be thought by the Committee to be beneficial for Members; and
  - (e) provide and present information to the general public on publishing and related industries.

The Society shall be deemed to have all powers ancillary to the performance of its objects.

### **4. Management**

The business of the Society shall be managed by the members of the General Committee ("the Committee"), who may exercise all such powers of the Society as are not under this Constitution required to be exercised by the Society in General Meeting. Save as otherwise provided any class of Member may be elected a member of the Committee.

- 4.1 In particular the Committee shall have the power to: (a) make, vary or revoke regulations consistent with the Constitution of the Society-, and (b) fill vacancies on the Committee occurring during its tenure of office; (c) appoint sub-committees which must consist of Members of the Society who need not be members of the Committee; and consider applications for membership.
- 4.2 The Committee may from time to time, and at any time, delegate to any person or subcommittee any of the powers, authorities and discretions for the time being vested in the Committee and may authorise Members for the time being of any such subcommittee, or any of them, to fill up all such appointments and delegation may be made on such terms and subject to such conditions as the Committee may think fit, and the Committee may at any time remove any person so appointed, and may vary any such delegation.

### **5. The Committee**

- 5.1 Unless and until the Society in General Meeting shall otherwise determine the number of members of the Committee shall not be less than four.
- 5.2 The Committee shall be elected by the Members at the annual general meeting of the Society and the Committee so elected shall continue in office until the conclusion of the next annual general meeting.
- 5.3 The Committee so elected shall consist of a Chairperson, Secretary, Treasurer, Membership Secretary and such other positions without limit as the Committee may from time to time determine.
- 5.4 The Chairperson for the time being must have been a member of the Committee for the year immediately preceding the annual general meeting at which such the Chairperson was elected as such.
- 5.5 No person having been at an annual general meeting elected as the Chairperson of the Society may be at any subsequent annual general meeting nominated for the position of Chairperson.
- 5.6 No person may be a member of the Committee for more than three consecutive years.
- 5.7 No more than three persons from any one organisation (or three from a group of organisations) and, being Members of the Society, may be elected as members of the Committee at any one annual general meeting of the Society.

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### **6. Proceedings of the Committee**

- 6.1 The members of the Committee may save as hereinafter provided regulate their proceedings as they in their absolute discretion think fit.
- 6.2 Until otherwise determined four members of the Committee present in person shall constitute a quorum.
- 6.3 Questions arising at any meeting of the Committee shall be decided on a majority of votes. In the case of an equality of votes the Chairperson shall have a second or casting vote.
- 6.4 Any three members of the Committee may, and the Secretary on the requisition of such three members of the Committee shall, at any time summon a meeting of the committee.
- 6.5 Meetings of the Committee shall be held at a minimum of seven days' notice to the members of the Committee.
- 6.6 Notice of a meeting of the Committee shall be deemed to be duly given to a member of the Committee if it is given to him personally or by word of mouth or sent in writing to him at his last known address or any other address given by him to the Society for this purpose.
- 6.7 All members of the Committee shall be entitled to receive notice, attend and (save as hereinafter provided) vote at any meeting of the Committee.
- 6.8 Any Members of the Society may attend but not vote at meetings of the Committee, with the permission of a member of the Committee.
- 6.9 The Committee must meet on a minimum of nine occasions between the conclusion of the annual general meeting at which the members of the Committee for the time being are elected and the conclusion of the next annual general meeting of the Society.
- 6.10 The former Chairperson of the Society most recently succeeded by a Chairperson elected at an annual general meeting of the Society shall be deemed to be a member of the Committee in an ex officio capacity. The former Chairperson shall for this purpose not count in the quorum nor have the power to vote at any meeting of the Committee.
- 6.11 The Chairperson or his designated nominee shall be the official representative of the Society on any and all such bodies and organisations on which the Society is, or is invited to be, represented.

### **7. Subscription**

- 7.1 In relation to membership of any class the Subscription ("the Subscription") is the sum of money for the time being in force payable to the Society as a condition precedent of membership of the Society.
- 7.2 Same as otherwise provided, no person or body corporate or unincorporate may be a Member unless the appropriate Subscription has been paid.
- 7.3 The rates of the Subscription shall be as follows:  
For a Standard Member (in employment) - £30 per annum  
For a Student / Unwaged Member (membership to be granted only on production of proof of status) - £24 per annum  
For an Honorary Member - nil
- 7.4 The Subscription is payable at any point in the calendar year, and once paid membership lasts for 12 months.
- 7.5 The Committee may in their absolute discretion and from time to time review the rates of the Subscription in Clauses 7.3 and 7.4 above.

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### **8. General Meetings**

- 8.1 All meetings of the Society (other than Speaker meetings and meetings of the Committee and Oxford Committee) are general meetings.
- 8.2 All general meetings other than annual general meetings shall be called Extraordinary General Meetings.
- 8.3 The Committee may call general meetings, and on the requisition of any ten Members, shall forthwith proceed to convene an extraordinary general meeting for a date not later than eight weeks after the date of the requisition.
- 8.4 An annual general meeting shall be called by at least twenty-one days' notice in writing to all Members. An annual general meeting of the Society shall be held in January or February of each year. The Committee may in its absolute discretion levy a charge and such level as it sees fit for entry to an annual general meeting of the Society.
- 8.5 An extraordinary general meeting shall be called by at least seven days' notice in writing to all Members.
- 8.6 The notice of a general meeting shall specify the time and place of the meeting and the general nature of the business to be transacted. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.

### **9. Proceedings at General Meetings**

- 9.1 No business shall be transacted at any general meeting unless a quorum is present. Five Members (excluding members of the Committee) present in person shall be a quorum.
- 9.2 The Chairperson of the Society shall also be Chairperson of any general meeting. Questions and business arising at any general meeting shall be decided on a majority of votes. Save as otherwise provided, each Member of any class shall have one vote. In the case of an equality of votes the Chairperson shall have a second or casting vote.

### **10. Business at an Annual General Meeting**

- 10.1 At an annual general meeting of the Society the following business shall be transacted:
  - (a) the submission of the annual report of the Chairperson;
  - (b) the submission of the report of the Oxford Committee, if the Oxford AGM has taken place;
  - (c) the election of the Committee; and any other business included in the notice of the annual general meeting.

### **11. The Oxford Group**

- 11.1 The Oxford Group shall be entitled to elect its own Committee ("the Oxford Committee") consisting of such positions as may be deemed expedient for the time being which may regulate its proceedings as it sees fit, provided always that such proceedings are regulated within the terms and spirit of the Constitution of the Society.
- 11.2 The Committee is entitled to receive notice of and attend, though not vote at, all Committee meetings and general meetings of the Society, though this is without prejudice to the right of Members to vote at general meetings of the Society.
- 11.3 The Oxford Committee may delegate any two of its members to attend and vote at meetings of the Committee.
- 11.4 The Oxford Committee shall in January of each year convene a meeting for the purpose of electing a new Oxford Committee and conducting such other business as may be included in the

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notice of the meeting. All Members of the Society are entitled to receive notice of, attend and vote at this meeting.

- 11.5 The Oxford Committee shall prepare a report for presentation at the annual general meeting of the Society, if the Oxford AGM is held before the Society's AGM in London. If it is held after the Society's AGM, the report should be submitted for a Society Committee Meeting.

### **12. Funding Meeting**

- 12.1 A meeting shall be held by the end of February of each year for the purpose of the allocation of funding. The Chairperson, Vice Chair, Treasurer and any other two members of the Committee and any four members of the Oxford Committee should be present, each of whom shall be entitled to receive notice of, attend and vote at the meeting.
- 12.2 The Chairperson of the Society shall be Chairperson of this Committee.
- 12.3 Questions and business arising at the meeting shall be decided on a majority of votes. Save as otherwise provided, each person present shall have one vote. In the case of an equality of votes the Chairperson shall have a second or casting vote.
- 12.4 Each member of the Committee and the Oxford Committee shall be entitled to receive notice of, and attend the meeting, though only committee members as stated in 12.1 may vote at the meeting.

### **13. Alterations to the Constitution**

- 13.1 No alteration, variation, deletion or addition may be made to this Constitution without the prior consent of a two-thirds majority of those Members attending and voting at a general meeting of the Society at which such alteration, variation, deletion or addition is proposed.
- 13.2 A resolution of the Society to alter, vary, delete or add to the Constitution carried by the requisite majority shall have effect only from the conclusion of the general meeting at which it was so carried.

### **14. Speaker Meetings**

- 14.1 The Society shall between 1st February of each year and the following 31st January next following convene a minimum of nine meetings ("Speaker Meetings") which are neither general meetings of the Society nor meetings of the Committee or Oxford Committee.
- 14.2 Members and non-Members may attend Speaker Meetings.
- 14.3 The Committee may in its absolute discretion levy a charge at such level as it sees fit for entry to Speaker Meetings.

### **15. BTBS**

- 15.1 The SYP undertakes to hold at least one major fundraising event each year in support of BTBS - the welfare charity of Publishing - with all proceeds raised sent to BTBS in support, minus expenses incurred in holding the event.

### **16. Dissolution of the Society**

- 16.1 The Society may only itself resolve to be dissolved at a general meeting of the Society convened for that purpose.
- 16.2 A proposal to dissolve the Society may not be implemented unless carried by a three-quarters majority of those Members in attendance and voting at the general meeting convened for such purpose.

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- 16.3 After the Society has resolved that it be dissolved, the Committee shall have the power to realise the assets of the Society (including the power to sell), and the proceeds of such realisation must be applied in the following order:

To the satisfaction in full of all debts and liabilities of the Society (including the expenses of realisation of the assets of the Society); the balance (if any) of the proceeds after the satisfaction of the debts and liabilities in (a) above must be applied for such charitable and/or philanthropic purposes as the Committee may in its absolute discretion determine.

- 16.4 The Society is not dissolved until the assets of the Society have been dealt with in accordance with Clause 15.