



Byelaws

1 Membership

- 1.1 The name of each member (including Full Members and other members) shall be entered on the Society's register of members. Any change in the details of the member's name shall be reported to the Secretary in writing and such amendments as may be necessary shall be made to the Society's register of members.
- 1.2 The rights and privileges of every member shall be personal, and not transferable, and shall be determined by the category to which he/she belongs.
- 1.3 The Council shall put in place appropriate mechanisms for deciding whether an applicant meets the requirements for membership as laid down by the Council.
- 1.4 Applicants for membership in any category shall send to the Society a written application containing such information as shall be required by the Council from time to time.

2 Membership of the Society

- 2.1 The Council shall have the power to admit to Full Membership within the meaning of the Companies Act any persons working as professionals within the music profession, and Students who are not less than eighteen years of age.
- 2.2 A Full Member shall be entitled to
 - 2.2.1 vote at all general meetings and conferences of the Society (subject to Byelaw 8);
 - 2.2.2 attend all general meetings, the Society's local group meetings and conferences (subject to payment of any fee for attendance at conference or local group meetings);
 - 2.2.3 be eligible to be a member of the Council or any committee of the Society;
 - 2.2.4 be eligible to be an officer of the Council;
 - 2.2.5 be entitled to vote in the election of Elected Council Members for the geographical area in which the Full Member's registered address is situated; and
 - 2.2.6 draw upon the services provided by the Society as appropriate to that category of membership.

- 2.3 A Full Member shall not canvass for election or appointment to any office of the Society other than to make a formal address to the Full Members as authorised by the Council, these Byelaws or other regulations of the Society.
- 2.4 A Full Member (other than a Full Member who is a Student) shall be entitled to announce the fact of his/her membership during such period as he/she shall retain it by the use of the designatory words "Member of the Independent Society of Musicians" or "Member of the ISM" or the abbreviation "MISM". A Full Member who has been a member of the society for at least 15 consecutive years shall be entitled to announce the fact of his/her membership during such period as he/she shall retain it by the use of the designatory words "Fellow of the Independent Society of Musicians" or "Fellow of the ISM" or the abbreviation "FISM". A Full Member who is a Student shall be entitled to announce the fact of his/her membership during such period as he/she shall retain it by the use of the designatory words "Student Member of the Independent Society of Musicians" or "Student Member of the ISM" or the abbreviation "SMISM". Save for the abbreviations specifically authorised by this byelaw no other abbreviations may be used by Full Members of the Society. Nothing in this byelaw is intended to prevent Emeritus members of the Society also using the designatory words "Emeritus Member of the Independent Society of Musicians" or "Emeritus Member of the ISM".

3 Honorary membership

- 3.1 The Council shall have the power to elect honorary members, who shall be persons who are publicly recognised as having made a significant contribution to music, or the arts in general.
- 3.2 The number of honorary members shall not at any time exceed 50 or such other number as shall be determined by the Council.
- 3.3 An honorary member shall not be a Companies Act member of the Society.
- 3.4 Nominations for honorary membership shall be made by either
- 3.4.1 the Chief Executive; or
 - 3.4.2 a member of the Council
- and shall be made in writing and delivered to the Secretary.
- 3.5 The election of honorary members shall take place either at a meeting of the Council or by a written resolution that meets the requirements of Article 13.5.
- 3.6 Not less than 21 days before the election of an honorary member may take place, whether at a meeting of the Council or otherwise, a notice of the election, the identity and biography of the nominees and the manner of the election shall be communicated in writing to all the members of the Council (the Notice of Election).
- 3.7 Where a nomination for election as an honorary member is to be considered other than at a meeting of the Council the members of the Council may object to the election in writing delivered to the Chief Executive not more than 14 days from the date of service of the Notice of Election.

- 3.8 If within 14 days of service of the Notice of Election no written objection to the election has been received by the Chief Executive the nominees shall be deemed to be and shall be declared elected.
- 3.9 If within 14 days of service of the Notice of Election, the Chief Executive has received a written objection from a member of the Council the nomination shall be considered at the next or a subsequent meeting of the Council as appropriate.
- 3.10 The Council may remove an individual from honorary membership if in the reasonable opinion of not less than 75% of the members of the Council either:
- 3.10.1 the honorary member has brought the Society into disrepute; or
 - 3.10.2 a failure to terminate the honorary member's membership could potentially undermine the reputation of the Society.
- 3.11 An honorary member shall have the right to
- 3.11.1 announce the fact of his/her honorary membership during such period as he/she shall retain it but only by the use of the designatory words "Honorary Member of the Independent Society of Musicians", "Honorary Member of the ISM" or the abbreviation "Hon MISM" and not by any other abbreviation.
 - 3.11.2 attend all general meetings, the Society's local group meetings and conferences (subject to payment of any fee for attendance at conference or local group meetings);
 - 3.11.3 draw upon the services provided by the Society as appropriate to that category of membership.
- 3.12 An honorary member shall not have the right to
- 3.12.1 vote at a general meeting or on a resolution of the Society;
 - 3.12.2 be eligible for election as an officer or member of the Council;
 - 3.12.3 propose or vote in the election of officers and Council members.

4 Associate membership

- 4.1 The Council shall have power to admit to associate membership any person who
- 4.1.1 supports the aims and objects of the Society whether or not, he/she is engaged in any capacity in musical activity;
 - 4.1.2 applies for membership in a form approved by the Council; and
 - 4.1.3 is not less than eighteen years of age.

- 4.2 An associate member shall not be a Companies Act member of the Society.
- 4.3 An associate member shall have the right to
- 4.3.1 announce the fact of his/her associate membership during such period as he/she shall retain it but only by the use of the designatory words "Associate Member of the Independent Society of Musicians" or "Associate Member of the ISM" and not by any other abbreviation.
 - 4.3.2 attend all general meetings, the Society's local group meetings and conferences (subject to payment of any fee for attendance at conference or local group meetings);
 - 4.3.3 draw upon the services provided by the Society as appropriate to that category of membership.
- 4.4 An associate member shall not have the right to
- 4.4.1 vote at a general meeting or on a resolution of the Society;
 - 4.4.2 be eligible for election as an officer or member of the Council;
 - 4.4.3 propose or vote in the election of officers and Council members.
- 5 Corporate membership**
- 5.1 The Council shall have power to admit to corporate membership any organisation or company which
- 5.1.1 operates in fields associated with music and musicians and supports the aims and objects of the Society; and
 - 5.1.2 applies for membership in a form approved by the Council.
- 5.2 A corporate member shall not be a Companies Act member of the Society.
- 5.3 A corporate member shall be entitled through its authorised representative, to
- 5.3.1 announce the fact of its corporate membership during such period as it shall retain it but only by the use of the designatory words "Corporate Member of the Independent Society of Musicians" or "Corporate member of the ISM" and not by any other abbreviation.
 - 5.3.2 receive such benefits of corporate membership as are determined by the Council from time to time; and
 - 5.3.3 attend all general meetings, the Society's local group meetings and conferences (subject to payment of any appropriate fee for attendance at conference or local group meetings).

- 5.4 A Corporate member shall not be entitled to
- 5.4.1 vote at a general meeting or on a resolution of the Society;
 - 5.4.2 be eligible for election as an officer or member of the Council; or
 - 5.4.3 propose or vote in the election of officers and members of the Council.

6 Emeritus Membership

- 6.1 Emeritus members are Full Members of the Society who have been Full Members for forty five years or more. They shall have such rights and privileges as the Council may decide from time to time.

7 Subscriptions

- 7.1 The terms, conditions, mode of application and fees, if any, (including the membership subscription fee) for admission to any category of membership shall be determined by the Council from time to time.
- 7.2 A Full Member whose subscription is unpaid after it becomes due shall not be entitled to vote at any general meeting or on a resolution of the Society.

8 Suspension and termination of membership

- 8.1 The Chief Executive has the power to suspend any privileges of membership in accordance with the Society's Disciplinary Procedure with immediate effect for a maximum of 30 days on the following grounds:
- 8.1.1 the member's conduct has brought or could bring the Society into disrepute; or
 - 8.1.2 a failure to suspend any such privilege could potentially undermine the reputation of the Society; or
 - 8.1.3 the member's conduct is not in the best interests of the Society; or
 - 8.1.4 the member's conduct is undermining the functioning of the Society or the Council; or
 - 8.1.5 the Chief Executive has good and sufficient reason taking all relevant factors into account.
- 8.2 The Child Protection Committee, which is a committee appointed by Council and made up of three Council Members with relevant experience in child protection, has the power to suspend membership and/or suspend any privileges of membership in accordance with the Society's Disciplinary Procedure with immediate effect if
- 8.2.1 the member in question is being investigated by the police in relation to a child protection issue; or
 - 8.2.2 the member concerned has been charged or convicted of a criminal offence which could bring the Society or the member into disrepute; or

- 8.2.3 the member's conduct has brought or could bring the Society into disrepute; or
 - 8.2.4 circumstances have arisen whereby the suspension of membership, or the suspension of privileges of membership or termination of membership is necessary in order to prevent the reputation of the Society from being adversely affected; or
 - 8.2.5 the member's conduct is not in the best interests of the Society; or
 - 8.2.6 the member's conduct is undermining the functioning of the Society or the Council; or
 - 8.2.7 in the case of a corporate member the member has failed to uphold the values, objects or aims of the Society.
- 8.3 A committee of two Full Members of the Society together with a member of the Council shall make up the Disciplinary or Appeal Committee as appropriate. The committee shall be selected by the President from the Council and from a panel of twelve Full Members of the Society who each have not less than five years membership of the Society ('the Panel') and have been appointed by the Council to serve on the Panel from which the Disciplinary and Appeal Committees will be drawn. The Disciplinary Committee shall have power to suspend membership and/or any privileges of membership on such basis as it thinks fit or to terminate membership in accordance with the Society's Disciplinary Procedure on the following grounds:
- 8.3.1 the member concerned has been charged or convicted of a criminal offence which could bring the Society or the member into disrepute; or
 - 8.3.2 the member's conduct has brought or could bring the Society into disrepute; or
 - 8.3.3 circumstances have arisen whereby the suspension of membership or suspension of privileges of membership or termination of membership is necessary in order to prevent the reputation of the Society from being adversely affected; or
 - 8.3.4 the member's conduct is not in the best interests of the Society; or
 - 8.3.5 the member's conduct is undermining the functioning of the Society or the Council; or
 - 8.3.6 in the case of a corporate member the member has failed to uphold the values, objects or aims of the Society.
- 8.4 Membership is terminated if the member concerned:
- 8.4.1 gives written notice of resignation to the Secretary at least one month before his/her subscription is due; or
 - 8.4.2 dies or (in the case of an organisation) ceases to exist; or
 - 8.4.3 has not paid his/her subscription for a particular year within 90 days of the due date for payment (but in such a case the member may be

reinstated without re-election and at the discretion of the Council on payment of the amount due in good time) unless the Council has suspended the operation of this provision in exceptional circumstances; or

8.4.4 is removed from membership by resolution of the Disciplinary Committee in accordance with the Society's Disciplinary Procedure.

8.5 A person whose membership is terminated in accordance with the Society's Disciplinary Procedure shall not be eligible for re-admission, nor may attend any meetings of the Society.

9 Adjournment of General meetings

9.1 A general meeting shall be adjourned to such time and place as the Council shall determine if:

9.1.1 a quorum is not present within one hour from the time appointed for a general meeting; or

9.1.2 during a general meeting a quorum ceases to be present.

9.2 The Council must reconvene the meeting and must give at least seven clear days' notice of the reconvened meeting stating the date, time and place of the meeting.

9.3 If no quorum is present at the reconvened general meeting within 15 minutes of the time specified for the start of the meeting the Full Members present in person or by proxy at that time shall constitute the quorum for that meeting.

10 Proceedings for the conduct of a poll at a general meeting

10.1 At a general meeting a poll may be demanded:

10.1.1 by the person chairing the meeting; or

10.1.2 by at least five Full Members present in person or by proxy and having the right to vote at the meeting; or

10.1.3 by a Full Member or Full Members present in person or by proxy representing not less than one-tenth of the total voting rights of all the Full Members having the right to vote at the meeting.

10.1.4 The declaration by the person who is chairing the meeting of the result of a vote shall be conclusive unless a poll is demanded.

10.1.5 The result of the vote must be recorded in the minutes of the Society but the number or proportion of votes cast need not be recorded.

10.1.6 A demand for a poll may be withdrawn, before the poll is taken, but only with the consent of the person who is chairing the meeting.

10.1.7 If the demand for a poll is withdrawn the demand shall not invalidate the result of a show of hands declared before the demand was made.

- 10.1.8 A poll must be taken as the person who is chairing the meeting directs, who may appoint scrutineers (who need not be members) and who may fix a time and place for declaring the results of the poll.
- 10.1.9 The result of the poll shall be deemed to be the resolution of the meeting at which the poll is demanded.
- 10.1.10 No poll may be demanded on the election of a person to chair a meeting or on a question of adjournment.
- 10.1.11 A poll demanded on any other question must be taken either immediately or at such time and place as the person who is chairing the meeting directs.
- 10.1.12 The poll must be taken within thirty days after it has been demanded.
- 10.1.13 If the poll is not taken immediately at least seven clear days' notice shall be given specifying the time and place at which the poll is to be taken.
- 10.1.14 If a poll is demanded the meeting may continue to deal with any other business that may be conducted at the meeting.

11 Proxies

- 11.1 Proxies may only validly be appointed by a Full Member by a notice in writing (a "proxy notice") which
 - 11.1.1 states the name and address of the Full Member appointing the proxy;
 - 11.1.2 identifies the person appointed to be that Full Member's proxy and the general meeting in relation to which that person is appointed;
 - 11.1.3 is signed by or on behalf of the Full Member appointing the proxy, or is authenticated in such manner as the Council may determine; and
 - 11.1.4 is delivered to the Society in accordance with the Articles and any instructions contained in the notice of the general meeting to which they relate.
- 11.2 The Society may require proxy notices to be delivered in a particular form, and may specify different forms for different purposes.
- 11.3 Proxy notices may specify how the proxy appointed under them is to vote (or that the proxy is to abstain from voting) on one or more resolutions.
- 11.4 Unless a proxy notice indicates otherwise, it must be treated as –
 - 11.4.1 allowing the person appointed under it as a proxy discretion as to how to vote on any ancillary or procedural resolutions put to the meeting; and
 - 11.4.2 appointing that person as a proxy in relation to any adjournment of the general meeting to which it relates as well as the meeting itself.

- 11.5 A person who is entitled to attend, speak or vote (either on a show of hands or on a poll) at a general meeting remains so entitled in respect of that meeting or any adjournment of it, even though a valid proxy notice has been delivered to the Society by or on behalf of that person.
- 11.6 An appointment under a proxy notice may be revoked by delivering to the Society a notice in writing given by or on behalf of the person by whom or on whose behalf the proxy notice was given.
- 11.7 A notice revoking a proxy appointment only takes effect if it is delivered before the start of the meeting or adjourned meeting to which it relates.
- 11.8 If a proxy notice is not executed by the person appointing the proxy, it must be accompanied by written evidence of the authority of the person who executed it to execute it on the appointor's behalf.

12 Election and appointment of Council Members

- 12.1 Subject to Article 12, Elected Council Members shall be elected from among the Full Members in the following manner:
- 12.1.1 The Council shall from time to time establish not more than eight geographical areas in the British Isles from which candidates for appointment as Elected Council Members may be elected by the Full Members in those areas and until altered by the Council the geographical areas shall be as shown on the map annexed to these Byelaws;
- 12.1.2 A notice inviting nominations for a vacancy as an Elected Council Member shall be published in the appropriate publication of the Society or in such other manner as the Council shall direct not less than 90 days before the next AGM.
- 12.1.3 To be nominated as an Elected Council Member to fill a vacancy for a geographical area the nominee shall
- (a) complete in writing the nomination form approved by or on behalf of the Council;
 - (b) be proposed and seconded by not less than two Full Members on the nomination form whose registered address is in that geographical area;
 - (c) sign the nomination form to indicate his/her willingness to serve if elected; and
 - (d) deliver the nomination form to the Chief Executive not less than 60 days before the next AGM.
- 12.1.4 A candidate may withdraw his/her nomination at any time before his/her election.

- 12.1.5 An election by postal ballot of Full Members whose registered address is in the relevant geographical area for the relevant candidate shall forthwith be held prior to the AGM in accordance with Byelaw 16 and the retiring Elected Council Members shall continue in office until the result of the ballot is declared at the AGM.
- 12.2 Appointed Council Members to fill vacancies arising at the AGM for the office of Appointed Council Member shall be appointed in the following manner:
- 12.2.1 Prior to an AGM the Council shall identify the experience, skills, aptitude and the sector the member should come from (“the criteria”) required by the Council to meet its responsibilities to the Society. Having identified the number of vacancies and the criteria required Council shall make this known to the Full Members. A notice inviting nominations for the vacancy of an Appointed Council Member shall be published in the appropriate publication of the Society or in such other manner as the Council shall direct not less than 90 days before the AGM.
- 12.2.2 Eligible candidates must complete the nomination form approved by the Council setting out how they meet the criteria and submit it to the Chief Executive not less than 60 days before the AGM.
- 12.2.3 The President, two members of Council and the Chief Executive (“the Nominations Committee”) shall be responsible for
- (a) considering the candidates and their nomination forms and determining who best meets the criteria and is most likely to be able to contribute to the work of the Council; and
- (b) making formal recommendations for appointment to the Council.
- 12.2.4 The Council shall appoint Appointed Council Members from those recommended by the Nominations Committee either at a meeting of the Council or by a written resolution that meets the requirements of Article 13.5 or 13.6. Council may reject any such recommendation provided it gives reasons for its decision.
- 12.3 No candidate for election as an Elected Council Member shall be eligible for appointment unless he/she
- 12.3.1 is a Full Member; and
- 12.3.2 prior to his/her election, has discussed with the Nominations Committee or members of it the role and the responsibilities of being a member of the Council.
- 12.4 No candidate for election as an Appointed Council Member shall be eligible for appointment unless he/she
- 12.4.1 is a Full Member; and

12.4.2 prior to 12.2.3(b) taking place the Appointed Council Member has discussed with the Nominations Committee or members of it his/her nomination form and the role and responsibilities of being a member of the Council.

- 12.5 A person who ceases to be a Full Member shall be deemed to have immediately withdrawn from any election or appointment of Council Members.
- 12.6 Where Council considers that a member of Council is in serious breach of the ISM's Articles of Association, Byelaws, the ISM Directors' Code of Practice, the ISM Council Members' Obligations and Declaration document, or any other obligations imposed on Council Members in relation to their duties as Directors of the ISM, Council may pass a resolution requesting the relevant Council Member to resign from Council with immediate effect.

13 President and Treasurer

- 13.1 No less than 30 days before the date of the Council meeting at which a President or Treasurer is to be appointed, a nomination for the relevant office shall be made as follows:
- 13.1.1 in a form approved by the Council which shall be:
- (a) signed by the candidate
 - (b) signed by the nominating Council member; and
 - (c) countersigned by one other Council member.
- 13.1.2 delivered to the Secretary; and
- 13.1.3 accompanied by a short curriculum vitae of the nominee and a brief citation setting out the reasons for the nomination.
- 13.2 A copy of a valid nomination for the relevant office shall be sent to each Council member before the Council meeting at which the election is to be made.
- 13.3 At the Council meeting at which the election is to be made the Council shall consider and if thought fit vote for the preferred nominee for that office in such manner as it shall decide.
- 13.4 Postal votes (including votes sent by email) will be accepted from Council members who cannot attend the Council meeting at which the election is to be made provided they are received by the Secretary no later than 48 hours before the meeting.
- 13.5 The election shall take effect at the end of the AGM following the Council meeting at which the appointment took place.

14 Local Groups of the Society

- 14.1 The Council shall establish groups of the Society based in localities of the British Isles and shall make regulations for the conduct of the groups from time to time.
- 14.2 These local groups shall be known as “ISM” followed by the name of that particular locality. The Council shall from time to time provide guidelines for the management of the affairs of each local group. The Council shall have full power from time to time to amalgamate, sub-divide and modify these local groups.
- 14.3 If at any time a local group shall in the opinion of the Council become disorganised inactive or fail to follow the objects and aims of the Society the Council may take whatever action is appropriate including to restore the local group or dissolve it.
- 14.4 The Society may make such contributions or grants to a local group as it deems appropriate and the local group shall have no power to pledge the credit of the Society.
- 14.5 The purpose of a local group shall be to:
- 14.5.1 facilitate music making opportunities;
 - 14.5.2 create opportunities for networking and social interaction;
 - 14.5.3 hold pupil concerts; and
 - 14.5.4 support the professional development work of the Society.
- 14.6 Each local group shall have a minimum of two and a maximum of four representatives. Local group representatives may recruit volunteers to assist them in relation to the delivery of local group activities. All such representatives will work closely with Head Office to ensure that the local groups function effectively. Local group representatives shall ensure that the conduct of the local group shall at all times meet the objects and aims of the Society.
- 14.7 The Council shall put in place appropriate regulations for the selection of the local group representatives and the application process for representative roles shall be undertaken by Head Office.
- 14.8 Any Full Member of the Society may put themselves forward to be considered for the role of local group representative and can apply for a position at any of the local groups. Induction and guidance will be provided by the Society for local group representatives.
- 14.9 The term of a local representative will be three years renewable at the Society’s discretion, followed by a break of one year. If a vacancy arises in relation to a local group representative position, then, in consultation with Head Office, a suitable person will be identified in order to take on this role.
- 14.10 The local group representatives shall hold at least one planning meeting each year at which they will discuss and plan future events and raise any issues which affect members in their area. The local group representatives shall ensure there is a written record of this meeting and that a copy of this written record is sent to Head Office. In

addition, local groups will be held financially accountable for the way in which they manage the accounts of each local group. Head Office shall provide support and guidance on the management of opening and closing bank accounts. The specific funding arrangements for each of the local groups will be as follows:-

- 14.10.1 One bank account will be held by each local group.
 - 14.10.2 If the funds of the local group are less than £300, the Society will provide funding to bring the total of funds up to £300 on an annual basis.
 - 14.10.3 Funds in excess of two year's grant (namely £600) are to be returned to the Society at the end of the Society's financial year.
 - 14.10.4 Funds are to be spent on activities relating to social events, networking, music making and pupils' concerts and such other professional activities as the local group may determine.
 - 14.10.5 Local representatives are not required to pay to attend their own local group events.
 - 14.10.6 Expenditure forms prepared to 31 August by the local groups must be completed and returned to the Society with a current bank statement by no later than 31 October each year.
- 14.11 The local group representatives shall be responsible for the retention of correspondence, accounts, and adequate records of the local group.
 - 14.12 Local groups are encouraged to work with other local groups of the Society in order to maximise their effectiveness.
 - 14.13 It is acknowledged that some local groups may require time to make changes that will allow them to comply fully with these Byelaws. The Council shall have power to agree in writing alternative transitional arrangements for the purpose, conduct and regulation of any local group for such period as the Council considers appropriate.

15 Distinguished Musician Award

- 15.1 The Council shall have power to award the Distinguished Musician Award (the 'DMA') on the following terms set out below.
- 15.2 A candidate for the DMA
 - 15.2.1 must, in the Council's opinion, have rendered an outstanding contribution to British musical life;
 - 15.2.2 must be an individual;
 - 15.2.3 need not be a member of the Society, or a UK national.
- 15.3 The Council
 - 15.3.1 is not obliged to award the DMA in any year;
 - 15.3.2 may award no more than one DMA in any one year.

- 15.4 The DMA of a particular year will be awarded by a resolution of the Council passed as a specific agenda item at a Council meeting (the Nomination Meeting) not more than 6 months after the AGM.
- 15.5 A nomination (if made) for the DMA in any year shall be made as follows:
- 15.5.1 by a member of the Council;
 - 15.5.2 in a form approved by the Council which shall be:
 - (a) signed by the nominating Council member; and
 - (b) countersigned by three other Council members.
 - 15.5.3 in writing;
 - 15.5.4 delivered to the Chief Executive at least 30 days before the Nomination Meeting; and
 - 15.5.5 accompanied by a short curriculum vitae of the nominee and a brief citation setting out the reasons for the nomination.
- 15.6 A copy of a valid nomination for the DMA shall be sent to each Council member before the Nomination Meeting.
- 15.7 At the Nomination Meeting the Council shall consider and if thought fit vote for the preferred nominee for that year in such manner as it shall decide.
- 15.8 Where more than one candidate has been nominated, the Award shall be made to the candidate who obtains the most votes at the Nomination Meeting; in the event of a tied vote the President (or, in the absence of the President, the person presiding at the Nomination Meeting) shall have a casting vote; as well as listing the nominated candidate or candidates the ballot paper must also provide an option for members of Council to vote not to make the Award to any of the nominated candidates. Where four or more Council members vote not to make the Award, then no award shall be made.
- 15.9 Postal votes (including votes sent by email) will be accepted from Council members who cannot attend the Nomination Meeting provided they are received by the Chief Executive no later than 48 hours before the meeting.
- 15.10 All nominations for the DMA shall be kept strictly confidential.

16 Elections by postal ballot

- 16.1 Elections by postal ballot shall proceed as follows
- 16.1.1 The Secretary shall forward a voting paper to each person who shall be qualified to vote which shall contain the following particulars:
 - (a) the names of the candidates;
 - (b) the number of vacancies;
 - (c) the date by which the voting paper is to be returned; and

- (d) notice that the names of the candidates to be voted for shall be marked with an X in ink and the papers signed by the Full Member and that if more candidates are voted for than there are vacancies the paper will be void.

16.1.2 Each voting paper returned to the Secretary shall be placed in a box to be opened by the scrutineers and, after scrutiny, kept for one month whereafter each such voting paper shall be destroyed. The scrutineers shall be appointed by the President and shall not be less than three in number.

16.1.3 The report of the scrutineers shall be signed by them and shall contain:

- (a) the total number of papers received;
- (b) the number rejected;
- (c) the number of votes in favour of each candidate; and
- (d) the names of those elected.

16.2 The postal ballot for the election of Elected Council Members and the re-election of Elected Council Members who are retiring must be held in sufficient time for the election to be announced at the AGM at the end of which relevant vacancies are due to arise.

17 Sub Committees and special interest groups

17.1 The Council shall establish subcommittees and special interest groups from time to time for specific purposes or in relation to the specific interests of particular sections of the membership.

17.2 These groups shall be set up by the Council under terms of reference determining the membership, purpose, powers and duties, governance and conduct of the business of such committees.

17.3 Special interest groups referred to in this Byelaw shall include groups to consider and promote the interests of members who are engaged in any facet of:

- 17.3.1 educating;
- 17.3.2 performing;
- 17.3.3 composing; and
- 17.3.4 such other groups including a group for corporate members as the Council may determine from time to time.

18 Notices

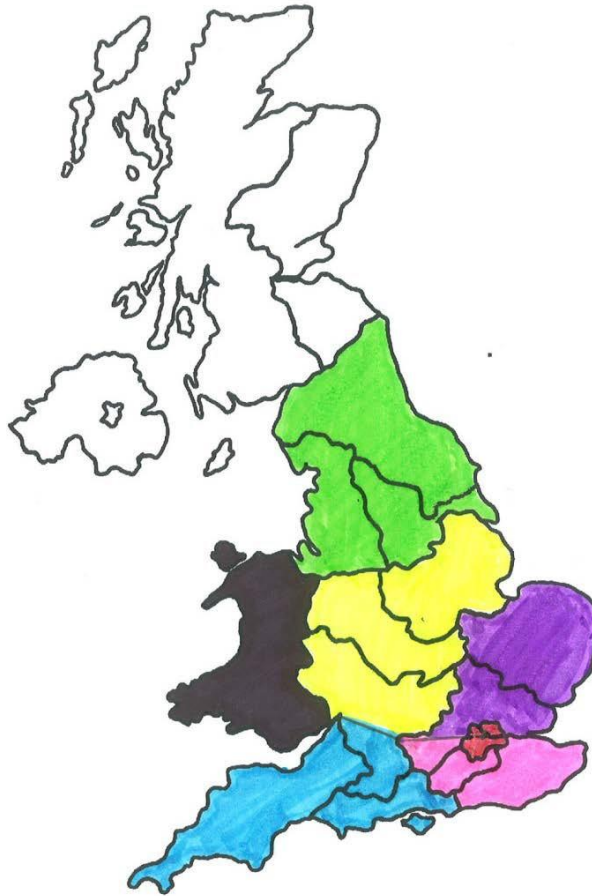
18.1 The provisions of Article 20 shall apply to these Byelaws.

19 Interpretation

- 19.1 The provisions of Article 21 of the articles of association of the Society shall apply for the interpretation of these Byelaws as they apply to the Articles.
- 19.2 These Byelaws shall be construed so as not to be contrary to any of the Articles nor to amount to such alteration of or amendment or addition to the Articles as could only legally be made by a Special Resolution.
- 19.3 In these Byelaws
- 19.3.1 words incorporating one gender shall include all genders, and the singular includes the plural and vice versa;
 - 19.3.2 **authorised representative** means an individual authorised in writing by a corporate member to participate in the business of the Society;
 - 19.3.3 **Full Member** and **Full Membership** refer to Companies Act membership of the Society and for the avoidance of doubt has the same meaning as in the Articles;
 - 19.3.4 **geographical area** means an area determined by the Council from time to time in accordance with Article 10.2.2;
 - 19.3.5 **officer** means the President, Past President, President Elect and the Treasurer of the Society;
 - 19.3.6 **person** includes an individual and a corporate body;
 - 19.3.7 **membership** means membership of the Society;
 - 19.3.8 **the Society and ISM** means the Incorporated Society of Musicians, company number 36882 trading as the Independent Society of Musicians;
 - 19.3.9 **the Society's Complaints and Disciplinary Procedure** means the Complaints and Disciplinary Procedure of the Society as determined by the Council from time to time.

Annex

Map of geographical areas referred to in Byelaw 12.1.1



Colour	Area Name	Existing Centres / Local Groups
Red	London	South East London, South West London, West London, North London
Black	Wales	North Wales, Mid Wales, South Wales
Pink	South	Reading, Brighton, Eastbourne and Hastings, Kent, Croydon, Guildford
Blue	West	Oxford, Wiltshire, Bournemouth, Southampton, Portsmouth, Bristol, Devon and Cornwall
Purple	East	Cambridge, Norwich, Suffolk, Lea Valley, St Albans
Yellow	Midlands	Leicester, Lincoln, Nottingham, Birmingham, Staffordshire, Warwickshire and Northamptonshire, Cheltenham, Hereford and Worcester
Green	North	Lancaster, Liverpool, Manchester, Hull and East Riding, Sheffield, West Yorkshire, North of England, North Yorkshire
White	Scotland and Northern Ireland	North East Scotland, South East Scotland, South West Scotland, Highlands and Islands, Northern Ireland