

MP001: Issue 5

Management Manual

Approved by Council

Date: August 2013

Review:

August 2015

Scope

This Manual and the referenced documents (the Management Procedures) supplement the Charter, By-Laws and Rules as necessary to define the day-to-day management and administration of The Society to meet its obligations under the Charter, its objectives, and the requirements of the Charities Act, Health and Safety, Employment and Tax legislation. The Charter, By-Laws and Rules are the ruling documents should there be a conflict in meaning or instruction.

Contents

1. Introduction
2. Purpose of the Manual
3. Charter, By-Laws and Rules
4. Objectives - Purpose
5. Organisation and Management
6. Responsibilities
7. Council Procedures
8. Finance
9. Distinctions and Professional Qualifications
10. Special Interest Groups
11. Regions and Chapters
12. National Media Museum and the Collection
13. Awards
14. Document Control
15. Employment
16. Health and Safety
17. Environment
18. Training
19. Feedback
20. Audit
21. Data Protection
22. Risk Assessment
23. Freedom of Information
24. Corporate Identity
25. Review and Revisions

1. Introduction

The Royal Photographic Society of Great Britain is a registered Charity No 1107831 incorporated by Royal Charter. The Charter, By-Laws and Rules define the constitution, objectives, and governance of The Society. The Society is also required to comply with the requirements of the Charity Commission (see SORP2005 - Statement of Recommended Practice, Accounting and Reporting by Charities) with regard to managing, monitoring and reporting its activities.

The Society is funded mainly by its subscribing members and in addition by its investments, corporate sponsors, donations and grants.

2. Purpose of the Manual

This Manual and its supporting procedures supplement the Charter, By-Laws and Rules by defining the day-to-day management and processes of The Society. The summaries in section 3 are included to assist in providing a complete description of The Society. The Charter, By-Laws and Rules are the ruling documents should there be a conflict in meaning or instruction in this document or in any of the supporting documents.

Adoption by Council

This document and its supporting documents as listed in the index shall be adopted at the first meeting of a newly-elected Council. This acknowledges the Management System and endorses its continuing use for the Management of the Society.

3. Charter, By-Laws and Rules

3.1 The Charter

The Charter provides The Society with an overall framework and defines the following:-

- Objects and powers of The Society
- A definition of photography as applicable to The Society
- Matters in respect of real and personal property
- Membership and qualifications
- Meetings
- Governance
- Dissolution

Changes to the Charter and By-Laws require the approval of the Privy Council. The Rules may be changed by the voting members of The Society.

3.2 The By-Laws

The By-Laws provide regulations concerning the following:-

- Classes of membership and conditions for membership
- Election of Fellows, Associates and Licentiates
- Honorary Members and Fellows
- Junior Members
- Fees and subscription
- Suspension and termination of membership
- General Meetings
- Elected Honorary Officers
- Composition of Council
- Powers of Council
- The Advisory Board
- Investments

- Records and Accounts

3.3 The Rules

The Rules supplement the By-Laws with details of governance which are determined by the membership via the Annual General Meeting and address the following:-

- Membership (subscriptions etc)
- Proceedings and Votes at General Meetings
- Council Management and Proceedings
- Advisory Board
- Elections to Council and the Advisory Board

4. Objectives - Purpose

The Objectives of The Society as defined in the Charter are:

“... to educate members of the public by increasing their knowledge and understanding of Photography and in doing so to promote the highest standards of achievement in Photography in order to encourage public appreciation in Photography.”

Supplementary objectives are stated as:-

The principle activities which support the Objects are listed below. The Charter defines all means by which The Society may promote its objects.

- Recognition of achievement by the award of photographic honours
- Award of Distinctions and Imaging Science qualifications
- International exhibitions
- Lectures and publications
- Publication of The Society Journal and Imaging Science Journal.
- Lectures, publications and exhibitions by the Special Interest Groups and Regional Organisations.
- Collaborative ventures with the National Media Museum (NMeM), formerly NMPFT, to implement The Agreement.
- Support initiatives with Schools and Colleges.

5. Organisation and Management

5.1 The Society is governed by an elected Council of trustees who define policy. An Advisory Board comprising representatives from the Regions and Groups, with elected and co-opted representatives, assists Council with the formulation of policy and provides a link to the membership for feedback and input of advice. Committees of specialists are appointed by Council to provide guidance in various areas as necessary including the Distinctions, the Awards, Education and Exhibitions.

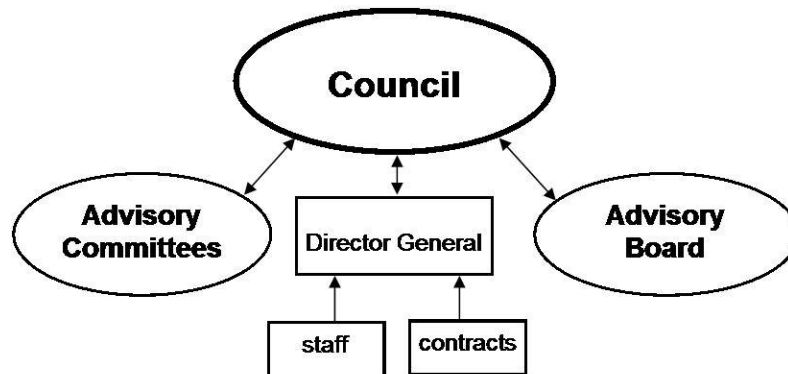
5.2 Staff, reporting to the Director General, provide the central management and administrative functions.

5.3 Unpaid volunteers are a vital resource and are essential to many activities which enable The Society to deliver its objectives. These activities include the Regional and Special Interest Groups and the Distinctions advisory and assessment processes.

5.4 The organisational and management interfaces are shown below.

5.5 The staff management structure is shown in document MF005.

The Royal Photographic Society Management interfaces



Advisory Committees

Awards
Education
Exhibitions
Investments
Journal
Membership
Science
Imaging Science Board

Distinctions and Qualifications

Distinctions Advisory Board
Fellowship Board
Panel Chairmen
Panels

Advisory Board Members

Regional Representatives
Special Interest Group Representatives
Elected Members
Co-opted members

Notes:

1. All advisory committees are appointed by, and report to, Council
2. All except the Director General and staff are unpaid volunteers

6. Responsibilities

6.1 The President

- 6.1.1 Represents The Society formally and informally as its figure head.
- 6.1.2 Chairs Council, Advisory Board and Regional Organisers and other key committees and meetings as required.
- 6.1.3 Ensures that key policy and management issues are addressed by Council as required to meet the Society's legal and constitutional obligations.
- 6.1.3 Approves major items of expenditure as a signatory to the bank accounts.
- 6.1.4 Ensures the Annual Report is prepared.

6.2 The Vice President

- 6.2.1 Deputises for the President as required.
- 6.2.2 Assists the President in the management of strategy and policy issues.
- 6.2.3 Approves major items of expenditure as a signatory to the bank accounts.
- 6.2.4 Chairs Council and other meetings as required.

6.3 The Honorary Treasurer

- 6.3.1 Ensures that the financial management policies and procedures are in line with current accepted best practice.
- 6.3.2 Approves major items of expenditure as a signatory to the bank account.
- 6.3.3 Works with and assists the Director General on financial strategy planning and management.
- 6.3.4 Assists with the preparation of the Annual Report.

6.4 Council Members

- 6.4.1 The direction and management of The Society and its affairs and business shall be vested in the Council, subject to the provisions of the Charter, By-Laws and Rules.
- 6.4.2 The business of the Council shall be conducted in such manner as the Council may from time prescribe.
- 6.4.3 The Council may meet for the dispatch of business, adjourn and otherwise regulate its meetings as it thinks fit, but shall meet at intervals of not more than two months. Five Council members, of whom at least one shall be an Honorary Officer, shall constitute a quorum. Questions arising shall be decided by a majority of votes; in case of an equality of votes the Chairman shall have an additional casting vote.
- 6.4.5 Members of the Council shall be the charity trustees for the purposes of the Charities Acts.
- 6.4.6 The Council shall have power to make and prescribe such Rules as it shall think fit (not being inconsistent with The Charter and Bye-laws) for the management of The Society subject to approval at a General Meeting of The Society.
- 6.4.7 All monies of The Society as the Council may authorise or require to be kept in hand to meet the current expenses of The Society shall be invested in accordance with the provisions in the Royal Charter and By-Laws.
- 6.4.8 As Trustees, Council Members are responsible for ensuring that The Society complies with all relevant legislation. This includes the Charities Act and Health and Safety, Data Protection, Employment and Financial legislation.
- 6.4.9 All Members of Council are required to comply with the Code of Conduct for Members of Council.
- 6.4.10 Individual Council Members may be delegated specific responsibilities for defining policy, representing the Society's interests or managing certain activities.

6.5 The Director General

The Director General reports to the President and is responsible for:

- 6.5.1 Approval of all items of expenditure as a signatory to the bank accounts.
- 6.5.2 Working with the Hon Treasurer on financial strategies and planning.

- 6.5.3 Management of the agreed budgets.
- 6.5.4 Implementation of Council's policies.
- 6.5.5 Management of the employed staff.
- 6.5.6 Safe keeping of The Seal and Legal Documents.
- 6.5.7 Assisting in preparation of the Annual Report.
- 6.5.8 Implementation of Health and Safety Policy as defined in the Health and Safety Manual (HS003).

6.6 All Staff

- 6.6.1 Staff are required to be aware of and to implement Society policies and procedures.
- 6.6.2 Maintain good working practices in line with best HR practice and Health and Safety legislation.

Note: The definition of staff is anyone appointed as a paid employee of the Society.

6.7 Volunteers

- 6.7.1 Volunteers are responsible for delivering many of The Society's activities. In doing so, they will be aware of and comply with The Society's policies and guidelines.

6.8 Codes of Conduct

- 6.8.1 The Code of Conduct for Members is given in procedure MP012.
- 6.8.2 The Code of Conduct for Members of Council is given in procedure MP011.
- 6.8.3 The Code of Practice for the use of Electronic Communications is given in procedure MF006.

7. Council Procedures

The Rules set out the fundamental authorities and rules for the conduct of meetings and Council business. Key elements of the Rules are summarised below. In cases of conflict of meaning or instruction with this document The Rules are definitive.

7.1 Meetings

- 7.1.1 A meeting shall be held at least every two months.
- 7.1.2 Meetings are chaired by the President or in his absence by the Vice President, or Hon Treasurer.
- 7.1.3 A quorum for Council meetings is 5 members including an Officer.
- 7.1.4 The Director General attends Council meetings in an ex-officio capacity. Other staff may also attend by invitation usually for specific agenda items.
- 7.1.5 Meetings are held in camera.
- 7.1.6 Minutes are taken and a summary of Council proceedings or a report of key issues and decisions is published regularly in The Journal. This may be as part of a President's report.
- 7.1.6 Questions arising in Council shall be decided by a majority of votes. Issues of major financial or long-term implications require unanimous approval.
- 7.1.7 By previous agreement in Council, issues not requiring debate may be decided by circulating the information and a postal or email vote may be taken. A simple majority will decide the issue. The matter will be brought to the next Council so that the decision can be formally minuted.
- 7.1.8 Minutes of the previous Council meeting shall be circulated to Council members prior to a meeting with the agenda and papers.
- 7.1.9 A system of starring of items 'For Information Only' on the agenda may be used for items which are reports. Where an item on the agenda is starred, it will not be discussed unless it is agreed otherwise by a majority at the start of the meeting.
- 7.1.10 Business discussed at Council is CONFIDENTIAL and may not be revealed outside except with permission of the President. The President may also rule that a particular item

of business is STRICTLY CONFIDENTIAL in which case it may not be revealed to anyone who is not a member of Council.

- 7.1.11 Any Member of The Society may bring a matter which is considered to be of importance to the attention of Council. This must be done through the Director General so that it may be put on the Agenda. This is to enable appropriate information to be obtained to ensure that Council has a fully informed debate. Details of the matter which concerns the Member must be submitted in writing to the Director General six working days before the Council meeting. Any matter submitted after this deadline may, at the discretion of Council, be held over until the following Council meeting.

7.2 Appointment of Committees and Distinction Panels

- 7.2.1 The Council may delegate any of its powers to committees of such Members of The Society as it thinks fit, and any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations imposed upon it by the Council.
- 7.2.2 The Council shall appoint a chairman of each committee and/or panel to be the convenor of the committee. The chairman may delegate responsibility for the summoning and reporting of that committee or panel.
- 7.2.3 The term of membership for all committee and panel members is two years, by appointment or renewal at the first Council meeting after the AGM in which elections take place.
- 7.2.4 Unless Council in any particular case determines otherwise, members may serve for a maximum of 8 years and for a further maximum of 6 years as chairman. A member may not be re-appointed or re-elected to serve on a committee or panel until after a minimum period of absence of two years.
- 7.2.5 The President, Vice President, Hon. Treasurer and Director General are ex-officio members of all advisory committees and receive copies of all agendas, papers and minutes.
- 7.2.6 Advisory committees may co-opt with Council's agreement, up to two non-members of The Society to serve as full members of the committee.
- 7.2.7 The Director General (or delegated staff member) should receive copies of all agendas, papers and minutes and may attend any committee meeting as a non-voting member.
- 7.2.8 The quorum at committee meetings, except where otherwise specified, shall be three including one officer.
- 7.2.9 All committees shall prepare minutes of all meetings, as well as reports and financial statements as appropriate, and, with the exception of the Awards Committee, send them to the Director General for distribution to the Council.
- 7.2.10 Committees appointed by Council are as follows:-
- Awards Committee.
 - Science Committee
 - Distinctions Advisory Board.
 - Distinctions Chairmen's Committee
 - Fellowship Board
 - The Distinctions Panels.
 - Imaging Science Qualifications Board
 - Exhibitions Committee
 - Education Committee
 - Investments Advisory Board
 - Journal Management Board
 - Membership Committee
- 7.2.11 Recruitment of Volunteers
Many volunteer positions within The Society, such as Regional Organisers, Committee and Panel members, require approval or ratification by Council. These volunteers are highly valued and many of the appointments are considered prestigious.
As it is essential that this process is handled sensitively and with clarity to avoid the possibility of giving offence or causing any misunderstanding, should they not subsequently be put forward to Council or appointed by Council, it is recommended that an approach is made to Council before any contact with the individual. It must always be made clear that any discussions or invitations are on the basis of consideration on both sides and this should be confirmed to the individual in writing.
- 7.2.12 In addition Committees appointed by the Regions and Groups are:

Regional Organisers' Committees
Special Interest Group Committees.

- 7.2.13 The eligibility of the Regional Organiser (RO) is ratified by Council. The RO is elected by the Region.

Normally the RO is recruited by the Regional Committee. If for any reason this is not possible then Council will recruit and appoint an RO.

Council endorses the appointment of the Group Chairmen who chair the Group Committees, normally elected at the Annual General Meetings of each Group.

- 7.2.14 The roles and regulation of the above committees are set out in separate documents.

8. Finance

- 8.1 The Honorary Treasurer is responsible for keeping Council informed as to the financial state of The Society.
- 8.2 Accounts are kept, based on best practice and in accordance with the requirements of the Charity Commissioners and international accounting standards.
- 8.3 At the beginning of each financial year, the Treasurer will submit to Council, for its approval, a financial budget for the forthcoming period. The budget, prepared with the assistance of budget managers, includes both recurrent and development (new) expenditure. The budget as presented will not necessarily be balanced and Council will prioritise the resources available until a balance has been achieved.
- 8.4 Any expenditure during the year not included in, or liable to exceed, the approved budget will require a Council meeting minute for approval.
- 8.6 The Investment Advisory Board is appointed by Council to meet the Fund Managers and to monitor The Society's investment portfolio. The Board reports back to Council on such meetings. Terms of reference for the Board are found in the management procedure FP002.
- 8.7 General financial delegation and control procedures are set out in procedure FP001.
- 8.8 Instructions for the Delegation and Control of Finance for the Groups and Regions can be found in procedure FP003 and for special events, such as the International AV Festival, in procedure FP 004.

9. Distinctions and Qualifications

- 9.1 As authorised in the By-Laws Section 3, Council may elect members to Licentiate, Associate or Fellow.
- 9.2 Nominations for election to Fellowship, Associateship and Licentiateship, and for the award of the Imaging Science Qualifications, are based on the assessment of evidence by Panels of experts under the guidance of a chairman. No person shall be elected unless two-thirds of the votes of all the members of the Council present are in favour of election.
- 9.3 Individuals with Distinctions whose Society membership has lapsed may apply for re-instatement. Such applications shall be considered and determined by the Council and shall require the same majority in favour as for new applications. In cases of doubt, either on election or re-instatement, the Council may refer the matter to the Distinctions Advisory Board for advice.
- 9.4 An overview of the Distinctions and Qualifications is provided in The Distinctions and Qualifications Criteria booklet DP004.
- 9.5 The Distinctions Advisory Board is appointed by Council to advise on all matters concerning the Distinctions and Qualifications. The Regulations for the Distinctions Advisory Board are set out in DP007
- 9.6 The Distinctions Chairmen's Committee provides a forum for the Chairmen of the various Panels to meet and discuss matters relating to the operation of the Panel assessment procedures. Regulations for Distinction Chairmen's Committee are set out in procedure DP007.

10. Special Interest Groups

- 10.1 A group of members wishing to establish a Group for approval to study, to practise or to further specific interests within The Society's aims and objectives may make an application to Council to hold a formal meeting for the formation of such a Group.

- 10.2 At that meeting, an Acting Chairman, Secretary, Treasurer and Committee shall be nominated. The Acting Officers and Committee shall, within twelve months, draw up a Constitution under which the affairs of the Group shall be conducted, which shall be approved by Council before becoming effective. Applications may also be made either by Groups or by Council for Groups to be disbanded or amalgamated.
- 10.3 No Group shall allow itself to become liable for any financial obligations beyond the means currently at its disposal, unless by express permission of the Council.
- 10.4 Each Group shall annually submit proper accounts in time for inclusion in The Society's Annual Accounts, and shall assist The Society's Finance Officer and Auditors as required.
- 10.5 Each Group shall be responsible for arranging a number of meetings each year and shall supply details to the Journal and post event information on The Society's web site. All Group meetings, other than business meetings, shall be open to all members of The Society and to non-members but if charges are to be made, the sum to be paid by Group members, by non-Group Society members and by non-members, shall be clearly stated and be in accordance with the differential scale policy laid down by the Council.
- 10.6 Each Group at an AGM shall (unless its constitution otherwise provides, or it is otherwise represented on Council) elect a member of the Group to represent it on the Advisory Board. No person may hold such post for more than eight consecutive years.
- 10.7 Detailed regulations governing Special Interest Groups are set out in procedure MP004.

11. Regions and Chapters

11.1 United Kingdom

- 11.1.1 For the purpose of providing facilities for meetings and local involvement and communication with the membership the United Kingdom is divided into geographical regions based primarily on post codes.
- 11.1.2 A Regional Organiser for each Region is elected by the Region (see 7.2.13).
- 11.1.3 Detailed regulations governing the Regions are set out in procedure MP003.

11.2 Overseas Organisations

- 11.2.1 With the same objectives as the UK Regions (11.1) a group of 15 or more members resident outside the UK may, if they qualify, form themselves into an Overseas Chapter in accordance with the terms determined by Council for overseas Chapters. See procedure MP005.

12. NMeM and the Collection

- 12.1 The Society has a commitment and legally binding agreement with the National Media Museum for a continuing involvement with the historic collection of photographic material housed at the NMeM and identified as The Royal Photographic Society Collection.
- 12.2 Details of the agreement can be found in procedure GC004 and Appendix 5 of the NMeM's Acquisitions Policy.

13. Awards

- 13.1 The Society recognises achievements in all areas of photography and photographic imaging by the annual award of the following:
 - Progress Medal
 - Centenary Medal
 - Outstanding Service to Photography
 - Fenton Medals
 - Honorary Fellowships
 - Selwyn Award
 - Davies Medal
 - Education Award
 - Vic Odden Award
 - Saxby Award

- Lumière Award
- J Dudley Johnston Award
- Hood Medal
- Colin Ford Award
- The Combined Royal Colleges Medal
- Joan Wakelin Award
- Members Award

13.2 Regulations and details for the Awards are set out in MP008.

14. Document Control

- 14.1 Critical information, Rules, Policies, Procedures and Instructions are identified and documented in Controlled Documents.
- 14.2 The procedure for control, creation, revision and issue of Controlled Documents is given in procedure MP006.
- 14.3 Distribution may be as paper copies, by electronic means or via the web site. Master copies are held by the Director General.

15. Employment

15.1 Staff

- 15.1.1 The Society values its staff and aims to be a fair considerate and appreciative employer.
- 15.1.2 The roles and responsibilities of staff are set out in individual or generic Job Descriptions.
- 15.1.3 Employment contracts define the terms and conditions of employment.
- 15.1.4 Society policies concerning the employment of staff are set out in the Employment Manual.

15.2 Volunteers

- 15.2.1 The Society values the considerable contribution made by a large number of unpaid volunteers to achieving its mission and objectives.
- 15.2.2 The Policy concerning the role and contribution of volunteers is set out in procedure MP008.

16. Health and Safety - Policy Statement

- 16.1 The Council of The Royal Photographic Society of Great Britain recognises that:
- The Society has a legal duty of care towards protecting the health and safety of its employees and others who may be affected by its activities.
 - managing health and safety is a critical function for The Society.
- 16.2 In order to discharge its responsibilities The Society's policy is to:
- comply with all relevant health and safety legislation.
 - provide an organisational structure that defines the responsibilities for health and safety.
 - regularly monitor performance and revise policies and procedures to pursue a programme of continuous improvement.
 - provide adequate resources to control the health and safety risks arising from its activities.
 - encourage staff to identify and report hazards so that all contribute towards improving safety.
 - communicate and consult with our employees on matters affecting their health and safety.
 - maintain Society premises and provide and maintain safe plant and equipment.
 - provide information, instruction and supervision for employees and volunteers as appropriate.

- provide adequate training to ensure that all employees are competent to do their tasks.
 - carry out and regularly review risk assessments to identify proportionate and pragmatic practical solutions for reducing risk.
 - eliminate risk through selection and design of buildings, facilities, equipment and processes. Where risks cannot be eliminated they will be minimised, by the use of physical controls and by systems of work and personal protection.
 - only engage contractors and suppliers who fully comply with health and safety regulations and are able to demonstrate due regard to health and safety matters.
 - bring this Policy Statement to the attention of all employees and volunteers.
- 16.3 This Health and Safety Policy will be reviewed at least annually and revised as necessary to reflect changes to the business activities and any changes to legislation. Any changes to the Policy will be brought to the attention of all employees and volunteers. Full details of The Society's Policies and rules concerning Health and Safety are given in the Health and Safety Manual (HS003) which has been prepared in consultation with Ellis Whittam who are contracted to act as the Competent Person and to provide advisory support.
- 16.4 Safety guidance for the Regions and Groups with respect to events is provided in procedures MP003 and MP 004 respectively. The guidance given is based on Health and Safety Executive publications and advice from Ellis Whittam.

17. The Environment

Environmental policy is set out in HS002.

18. Training

- 18.1 It is policy that staff and volunteers should receive training appropriate to their roles.
- 18.2 Most training will take place 'on the job'. Volunteers' roles and training are covered mainly by the documented Rules and Guidelines which are made widely available and briefings are given when changes are made.
- 18.3 External or internal training courses are used where these are identified as being necessary.
- 18.4 Distinctions assessments are only carried out by suitably experienced and qualified volunteers and training is given via regular briefings and training sessions as appropriate.
- 18.5 Staff training needs are reviewed as part of the appraisal process.
- 18.6 Records of training are kept.

19. Feedback, Complaints and Corrective Actions

- 19.1 Feedback from members and attendees at events is recognised as a valuable means for improvement of processes and to give better alignment of activities for meeting The Society's objectives.
- 19.2 Feedback on Society events is encouraged by the provision of forms for attendees to complete.
- 19.3 Surveys of the membership or groups of members are carried out at appropriate intervals.
- 19.4 Complaints are handled as defined in the Feedback Procedure MP007.

20. Audit

- 20.1 The Society is audited annually by external auditors appointed by Council.
- 20.2 The audit includes compliance with the current SORP requirements.

21. Data Protection

Membership data held by The Society are subject to the requirements of the Information Commissioner as set out in the Data Protection Act 1998 and associated legislation. See procedures MP003 and MP004 for guidance for Regions and Groups.

22. Risk Assessment.

The 'business' risk management process is described in MP010

23. Freedom of Information

The Society does not come under the provisions of the Act.

24. Reviews and Revisions

- 24.1 Reviews of procedures are carried out when the Annual Report is compiled.
- 24.2 Amendments are incorporated by the re-issue of complete documents.