

# WINCANTON CHORAL SOCIETY

*Registered Charity No 1029009*

## CONSTITUTION

### 1 Name

The name of the charity shall be Wincanton Choral Society - hereinafter known as "the Choir".

### 2 Objects

The object of the Choir shall be to advance, improve, develop and maintain public education in and appreciation of the art and science of choral music in all its aspects, and the practice of such music by person of all ages, including the encouragement and support of choral singing by young persons, and by the presentation of public choral concerts.

### 3 Membership

- (i) Wincanton Choral Society shall be a Community Choir, and will specifically exclude the holding of auditions for membership. Membership of the Choir shall be open to any person interested in furthering the objects of the Choir who has paid the appropriate subscription.
- (ii) The Committee has the power to terminate the membership of any individual provided that the decision of the Committee is unanimous (with the exception of the individual concerned if a member of the Committee, and any member of the Committee making or connected with the complaint against the individual). The individual concerned shall have the right to be heard by the Committee, accompanied by a friend if desired, before a final decision is made.
- (iii) The Committee shall have the power to restrict or terminate membership of the Choir where necessary in order not to infringe current health and safety, fire, or other applicable regulations in respect of the premises used for rehearsal or concert performances. Any individual concerned shall have the right to be heard by the Committee, accompanied by a friend if desired, before a final decision is made.

### 4 Officers and Committee

The Choir shall be managed by a Committee comprising the Chair, Vice-Chair, Treasurer, Secretary, Membership Secretary and Librarian and not more than two other members, all elected at each Annual General Meeting by and out of the Choir's membership.

The Committee shall have the power to co-opt up to four additional members and to fill any casual vacancy amongst the Officers, but at no time shall the Committee membership exceed twelve in number.

Committee members shall hold office until the next Annual General Meeting.

The Musical Director shall normally be invited to attend and contribute to Committee meetings but shall have no voting rights.

## **5        Music**

The Musical Director will select music for each concert in consultation with the Committee.

## **6        Powers**

In furtherance of the objects, but not otherwise, the Committee may exercise the following powers:

- (i) To raise funds and to invite contributions provided that in raising funds the Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law.
- (ii) To buy, take on lease or in exchange, any property necessary for the achievement of the objects and to maintain and equip it for use.
- (iii) Subject to any consents required by law, to borrow money and to charge all or part of the property of the Choir with repayment of the money so borrowed.
- (iv) To employ such staff (who shall not be members of the Committee) as are necessary for the proper pursuit of the objects of the Choir.
- (v) To co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes and to exchange information and advice with them.
- (vi) To establish or support any charitable trusts, associations or institutions formed for all or any of the objects.
- (vii) To appoint and constitute such advisory committees as the Committee may think fit.

(viii) To do all such other lawful things as are necessary for the achievement of the objects.

## **7 Meetings and Proceedings of the Committee**

- (i) The Committee shall hold at least three ordinary meetings each year.
- (ii) A special meeting may be called at any time by the Chair, or by any two members of the Committee, upon not less than four days' notice being given to the other members of the Committee of the matters to be discussed.
- (iii) The Chair shall act as Chair at meetings of the Committee. If the Chair is absent from any meeting the Vice-Chair shall act as Chair. If both the Chair and Vice-Chair are absent from any meeting, the members of the Committee present shall choose one of their number to be Chair before any other business is transacted. The quorum at a meeting shall be at least one third of the total voting members of the Committee, or three members of the Committee (whichever is the greater).
- (iv) Every matter shall be determined by a majority of votes of the members of the Committee present and voting on the question. In the case of equality of votes, the Chair of the meeting shall have a second or casting vote.
- (v) The Committee shall keep minutes of the proceedings at meetings of the Committee and any sub-committee, and shall ensure that these are stored safely, and that they are available for inspection by members of the Choir, due notice having been given.
- (vi) The Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings, and the custody of documents. No rule may be made which is inconsistent with this Constitution.
- (vii) The Committee may appoint one or more sub-committees, consisting of three or more members of the Committee, for the purpose of making any enquiry or supervising or performing any function or duty which, in the opinion of the Committee, would be more conveniently undertaken or carried out by a sub-committee, provided that all acts and proceedings of any such sub-committee shall be fully and promptly reported to the Committee.

## **8 Finance - General**

- (i) The financial year shall end on 31<sup>st</sup> July.
- (ii) A banking account shall be opened in the name of the Choir. Any two authorised signatories shall be required to sign cheques.

- (iii) The Choir can receive donations, grants in aid, and financial guarantees.
- (iv) Tickets for its concerts and other events shall be offered for sale to the public.
- (v) The income and property of the Choir, however derived, shall be applied solely towards promoting the objects of the Choir as set forth above, and no portion thereof shall be paid or transferred either directly or indirectly to any member or members of the Choir except in payment of legitimate expenses incurred on behalf of the Choir.

### **Finance – Subscriptions**

- (i) Members' subscriptions for the year commencing September shall be agreed by the previous AGM.
- (ii) The Committee may, at its discretion, reduce the subscription for new members joining from January, or for existing members unable to sing for both concert seasons.
- (iii) The Committee may, at its discretion, reduce the subscription for new members in case of ill-health or hardship.
- (iv) Membership subscription payments shall be made in a single sum, or in instalments by Banker's Standing Order, or as otherwise agreed with the Committee. This authority may be delegated to the Chairman and Membership Secretary acting jointly.
- (v) Persons between the ages of 16 and 20 as of 1<sup>st</sup> September shall not be required to pay the annual subscription.

### **10 Finance - Concert Budgets**

Outline budgets for the Spring and Christmas Concerts shall be produced by the Treasurer assisted by the Musical Director for approval by the Committee.

Outline budgets shall comprise the following:

- all projected costs, including professional fees, venue hire, etc.
- all projected receipts, including realistic expected ticket sales, fund-raising, grants, etc.
- any Choir funds considered necessary to subsidise the concert.

Any change to an agreed budget shall require approval of the Committee.

## **11      Finance - Professional Fees and Contracts**

A contract and job description shall be agreed between the Choir and the Musical Director. A contract and job description shall be agreed between the Choir and the Accompanist. The fees and contracts shall be reviewed annually and no later than one month after the AGM.

## **12      General Meetings**

- (i)     The Annual General Meeting of the Choir shall be held after the Spring Concert; at least 21 days' notice shall be given to the members.
- (ii)    Nominations for election to the Committee shall be made by members of the Choir in writing, and must be in the hands of the Secretary of the Committee before the AGM. Should nominations exceed vacancies, an election shall be held.
- (iii)   The Committee shall present the Report and examined Accounts of the Choir for the preceding year for approval by the members at a General Meeting held in October, for which at least 21 days' notice shall be given to all members. Extraordinary General Meetings, of which at least 21 days' notice in writing must be given to members, may be called for by the Committee or upon written request to the Secretary signed by at least four members of the Choir. The notice must state the business to be discussed. The Secretary or other person specially appointed by the Committee shall keep a full record of proceedings at every General Meeting of the Choir. There shall be a quorum when at least ten per cent of the members of the Choir at the time or ten members, whichever is the greater, are present at any General Meeting.
- (iv)   At General Meetings every member shall have one vote; the Choir's Chair shall have a second or casting vote when necessary.

## **13      Accounts**

The financial accounts shall be audited or examined to the extent required by legislation or, if there is no such requirement, scrutinised by a person who is independent of the Committee and then submitted to the members at the October General Meeting (see 12 (iii) above).

## **14      Alterations to the Constitution**

The Constitution may be altered by a two-thirds majority of the members present and voting at any General Meeting, provided that 14 days' notice of the proposed alteration has been sent to all members, and provided that nothing therein contained shall have the effect of the Choir ceasing to be a charity.

No amendment may be made to Clause 1 (Name of the Charity), Clause 2 (Objects), Clause 8 (v) (Distribution of Assets), or Clause 13 (Dissolution), without the prior written consent of the Charity Commission. The Committee shall send the Charity Commission a copy of any amendment made.

## **15      Dissolution**

In the event of the Choir being wound up, any assets remaining upon dissolution after the payment of proper debts and liabilities shall be transferred to a charitable institution or institutions having similar objects to those of the Choir.

Amended by AGM 21 May 2018