

# **KIDDERMINSTER CHORAL SOCIETY**

## **CONSTITUTION (as amended 30 June 2016)**

### **1 TITLE**

The name of the Society is “Kidderminster Choral Society” referred to in the text as the Society.

### **2 OBJECTIVES**

- 1 To provide the opportunity and facilities for the study and practice of choral music.
- 2 To foster knowledge and appreciation of such music through public performances
- 3 To encourage a spirit of fellowship among members.

### **3 MEMBERSHIP**

Members of the Society are those who pay an annual subscription.

### **4 MANAGEMENT**

The Society is managed by two honorary officers, a Secretary and a Treasurer and a committee consisting of a minimum of ten and a maximum of twenty four members. All are elected by and from the Society’s membership at the Annual General Meeting. The officers are elected for a period of three years and form, together with the Committee Chair an Executive Committee. The other committee members are elected for three year periods. All Officers, Committee and Committee Chair may hold office for three terms before retirement. The Committee elects its Chair from the elected committee members.

### **5 PRESIDENT AND VICE PRESIDENTS**

The Committee recommends to members at the Annual General Meeting those whom the Society should invite to serve as its President and Vice President(s). The President is an ex-officio member of the Committee.

### **6 MUSICAL DIRECTION**

This is in the hands of a Musical Director (MD) in consultation with the Committee. The MD is an ex-officio member of the Committee.

### **7 GENERAL ADMINISTRATION**

The general administration for rehearsals, concerts and other activities is in the hands of the Committee.

### **8 FINANCE**

1. The financial year ends on August 31<sup>st</sup>.
2. Bank accounts are retained in the name of the Society and cheques are signed by the two officers or by one officer and a signatory authorised by the Committee.
3. The accounts are examined and submitted to members at the Annual General Meeting.

4. The Committee determines the subscription to be paid by members.
5. The Society seeks grants in aid, financial guarantees, donations and sponsorship.
6. Tickets for concerts are sold publicly.
7. The income and property of the Society is used solely in promoting its objectives. No portion may be paid to transferred directly or indirectly to any member except in reimbursement of legitimate expenses incurred on behalf of the Society

## 9 ANNUAL GENERAL MEETING

The Annual General Meeting is held within six months of the end of the financial year.

## 10 SPECIAL GENERAL MEETING

- 1 A Special General Meeting may be convened by the President or any ten members.
- 2 Election of officers may, exceptionally, be made at a Special General Meeting at the discretion of the Committee.

## 11 AMENDMENTS

This constitution may be amended by a two thirds majority of members present at the Annual General Meeting or Special General Meeting, provided that fourteen days' notice has been given of the proposed amendment.

## 12 DISSOLUTION OF THE SOCIETY

The Society may be dissolved only by a resolution passed by a majority of at least three quarters of members present and voting at a Special General Meeting called for the consideration of Dissolution. The assets remaining after all liabilities have been met shall be transferred to another organisation whose objectives are similar to those of the Society and whose rules preclude the distribution of income or assets to its members.

# **RULES**

## 1 GENERAL MEETING

All General Meetings will be chaired by the President or nominated deputy.

## 2 ANNUAL GENERAL MEETING

- 1 Two weeks' notice of the date and agenda will be given.
- 2 The business will include Annual Reports of Chair of the Committee, Treasurer's report and adoption of accounts, Election of officers and President and Vice-President(s) and appointment of Examiner of accounts, and consideration of any other proposal under rule 2:3
- 3 Proposals for other matters to be discussed will be submitted to the Secretary at least three weeks before the meeting and signed by at least three members.
- 4 Nominations for Committee will have nominee's consent.
- 5 Elections will be by ballot where there are more nominees than vacancies.

### 3 SPECIAL GENERAL MEETINGS

- 1 Convening such a meeting requires a written request to the Secretary.
- 2 Two weeks' notice will be given to members, stating the purpose of the meeting.

### 4 COMMITTEE MEETINGS

- 1 10 members will form a quorum
- 2 Committee Chair will have second or casting vote in the event of a tied vote.
- 3 Vacancies may be filled by co-option
- 4 Minutes will be posted on the Society noticeboard.

### 5 MEMBERS

- 1 All members will pay an annual subscription This is due on joining the Society and thereafter by October 1<sup>st</sup> each year.
- 2 Members will be expected to attend a minimum number of rehearsals, as requested by the MD in order to participate in concerts. The MD will use their discretion to request non-participation at a concert by any member whose attendance has been unsatisfactory.

### 6 MUSICAL DIRECTION

- 1 The MD is appointed by the Committee. Fees for the MD will be agreed by the Committee.
- 2 The MD will recommend an accompanist for the approval of the Committee. The Accompanist's fees will be agreed by the MD, Accompanist and Committee.
- 3 The MD will recommend repertoire soloists and orchestra for the approval of the Committee.

### 7 MAKING MUSIC

The Society will be affiliated to Making Music and will have a Representative appointed by and from the Committee.

### 8 INTERPRETATION OF RULES

The Committee have the power to decide any questions arising out of these

Rules

## 9 AMENDMENTS

These rules may be amended by a two thirds majority of members present at an Annual or Special General Meeting, provided that Fourteen days notice of the proposal has been given to members.

## 10. INVESTMENT POWER

Money to be invested may be applied or invested in the purchase of or at interest upon the security of such shares, stocks, funds, securities or other investments of any nature and whether involving liabilities or producing income or not as the Committee shall, in its absolute discretion, think fit to the intent that the Committee shall have the same powers in all respects as if they were absolute owners beneficially entitled.

## 11. CUSTODIAN TRUSTEE

The Committee shall have the power to appoint a custodian trustee or corporation on the terms as to remuneration and otherwise laid down in Section 4 of The Public Trustee Act 1906 and rules made thereunder for not less than 3 nor more than 4 of their number or such other nominee(s) as the Committee shall, in their absolute discretion think fit to hold any money or property held by or in trust for the Society.

## 12. TRUSTEE LIABILITY

In the professed execution of these trusts and powers no Committee member, being an individual, shall be liable for any loss to the asset of the Society arising by reason of any improper investment made in good faith (so long as (s)he shall have sought professional advice before making such an investment) or for the negligence or fraud of any agent employed by them or by any other Committee member hereof in good faith, although the employment of such agent is not strictly necessary or expedient (provided reasonable supervision shall have been exercised) or by reason of any mistake or omission made in good faith by the Committee member or by reason of any matter or thing except wilful and individual fraud or wrong doing or wrongful omission on the part of the Committee member who is sought to be made liable.

## 13. NOTICES

Notices to be given to the Committee members shall be in writing and shall be sufficiently given if delivered to any one of the Committee members either personally or sent first class post to the usual or last known address of such Committee member( in which case they shall be assumed to have arrived next day)