



BEDFORD CHORAL SOCIETY CONSTITUTION

1. NAME

The name of the Society shall be 'Bedford Choral Society'.

2. OBJECTS

The aims and objects of the Society shall be:

- (i) the study and practice of choral music in order to foster the public knowledge and appreciation of such music by means of public performance;
- (ii) to provide a regular series of first class choral concerts by maintaining a chorus, and by engaging orchestras and artists of high repute;
- (iii) for the general purposes of such charitable bodies or such other purposes as shall be exclusively charitable as the Trustees may from time to time decide.

3. POWERS

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

- (i) power to raise funds and to invite contributions provided that in raising funds, the General Committee shall not undertake any substantial trading activities and shall conform to any requirements of the law;
- (ii) power 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) power subject to any consents subject by law to borrow money and to charge all or part of the property of the Charity with the money so borrowed;
- (iv) power to employ such staff (who shall not be members of the General Committee) as are necessary for the proper pursuit of the objects, and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependents;
- (v) power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objectives or of similar charitable purposes, and to exchange information and advice with them;
- (vi) power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects;
- (vii) power to appoint and constitute such advisory committees as the General Committee may think fit;
- (viii) power to do all such other lawful things as are necessary for the achievement of the objects.

4. THE SOCIETY

The Society shall consist of a President, Vice-Presidents, and its members. From these members, a General Committee shall be elected for management purposes.

5. MEMBERSHIP

There shall be two categories of member, Choir members and Friends of the Society. Applications for Choir membership shall be made to the Chorus Secretary. The Musical Director, in consultation with the Committee, shall determine the appropriate ability required for membership. Full membership shall begin when the Musical Director is satisfied that an applicant meets the standard, and the appropriate subscription has been paid. The Director may at his/her discretion, refer the case of an individual applicant to the Committee for determination.

Friends of the Society shall be those persons who pay a minimum annual subscription to the society as determined by the Committee.

6. PRESIDENT, OFFICERS AND COMMITTEE

- (i) The President and Vice-Presidents shall be elected by the membership at the Annual General Meeting and shall serve until replaced.
- (ii) The Principal officers of the Society shall be a Chairman, a General Secretary, and a General Treasurer. Other officers shall include a Chorus Secretary, a Chorus Treasurer, a Front of House Manager, a Marketing/Sponsorship Manager, a Librarian, and such other officers as the General Committee may propose from time to time.
- (iii) The General Committee shall be made up of all the officers described above, together with a representative for N.F.M.S. liaison, a Friends' Secretary and three other representatives from the general membership. All officers shall be elected at the Annual General Meeting in accordance with the requirements set out in 6 (v). The Musical Director shall be ex officio a member, but without the right to vote. The Committee may co-opt two additional members, also without the right to vote, such co-option to run until the following AGM.
- (iv) The officers of the Society and other members of the General Committee shall be elected at the Annual General Meeting after due nomination. Nominations for election shall be made in writing to the General Secretary seven clear days before the AGM, or at the meeting itself, provided that the person nominated has signified consent;
- (v) All officers after election shall hold office for a two year term, and shall be eligible for re-election in their post, subject to the limitations defined as follows: officers may not serve for more than three consecutive 2-year terms. However, provided that the General Committee pass an unanimous resolution in favour, they may exceptionally, be re-nominated for a further 1-year term only. Any office-holder reaching the end of a term in one office, will be eligible for nomination to any other office.

Committee members shall when elected, serve for 1 year. They shall be eligible for election for 2 further 1-year terms making a maximum of 3 years service. They are also eligible for election to any named position on the General Committee

during or after completion of a 3 year term. Unless so elected, there must be a lapse of two years before they again become eligible for election as an ordinary member on to the committee. The representative for N.F.M.S. liaison and the Friends' Secretary shall remain in post until replaced.

(vi) the committee shall have the power to make appointments to fill any vacancies that arise during the year which will then run until the following AGM.

7. MANAGEMENT

(i) The General Committee shall take responsibility for the conduct of the Society in all its various activities. At its first meeting after election, it shall appoint an Executive Committee to manage the Society's affairs, and to be responsible for development and marketing policy. This Committee shall include the three Principal Officers, the Marketing/Sponsorship Manager, and any two others from the General Committee. The Musical Director shall be ex officio a member, but without the right to vote.

(ii) The General Secretary shall convene Executive Committee meetings whenever necessary, or shall do so at the request of the President, Chairman, Musical Director, or any two members of the Committee. Four members with the right to vote shall form a quorum. Where members are unavoidably absent, it shall be permissible for them to appoint substitutes from the General Committee, who shall have the right to vote. Other members from the General Committee shall be invited to attend whenever the Chairman or General Secretary considers it necessary. The Minutes of the Executive Committee meetings shall be circulated to all other members of the General Committee.

(iii) The General Secretary shall convene meetings of the General Committee whenever necessary, and at intervals not exceeding six months. Meetings shall also be convened if the President, Chairman, Musical Director or any three members of the Committee request it. Seven members with the right to vote shall form a quorum.

(iv) The General Committee or Executive Committee may appoint one or more sub-committees from within its membership, and may delegate such executive powers as it deems appropriate. Such sub-committees may co-opt up to three additional persons from the general membership, and any person, not being a member, in an advisory capacity. Only members of the society shall have the right to vote.

(v) The General Committee shall adopt and publish 'Conditions of Membership and General Guidance' for issue to all choir members, and which may be amended from time to time.

8. FINANCE

- (i) The Society may receive donations, grants in aid or financial guarantees, and shall have the power to issue tickets for the Society's concerts and other events at prices to be determined by the Committee;
- (ii) The Society shall maintain a bank account through which all its financial transactions shall pass. All cheques shall be signed by any two from a list of Officers designated by the Committee for this purpose, and including the Chairman, the General Secretary and the General Treasurer. The Committee may at its discretion open an additional bank account or place part of its funds on deposit in a Building Society or National Savings account;
- (iii) The income and property of the Society wheresoever derived shall be applied solely towards promoting the objects of the Society as set out above, and no portion thereof shall be paid either directly or indirectly to any member or members of the Society except in payment of legitimate expenses incurred on behalf of the Society;
- (iv) The Committee may delegate authority to incur expenditure to any sub-committee appointed by them up to a sum to be specified annually. The Committee may also resolve to allow any two from the Chairman, General Secretary and General Treasurer to incur expenditure up to a nominated sum, subject to such expenditure being reported to the next meeting of the Committee;
- (v) The Society's financial year shall run from 1st July to 30th June.

9. SUBSCRIPTIONS

- (i) The annual subscriptions of members shall be such amounts as are decided from year to year by the General Committee. The Committee shall take the needs of those in full time education into account when setting the rate of subscription of choir members;
- (ii) Subscriptions shall become due on 1st September in each year, or on entry to membership. Subscriptions paid on entry to the Society after the spring concert shall have effect to the end of the following concert year;
- (iii) Any choir member who is in arrears with the annual subscription two weeks before the date of the first concert shall be reported to the Committee, who shall have full power to deal with such cases of non-payment, including the power to refuse participation in the concert, and the power to determine membership.

10. PRIVILEGES OF MEMBERSHIP

All members shall be entitled to all the benefits and privileges of membership, and shall be entitled to attend rehearsals and the Annual General or any Special Meetings of the Society.

11. CESSATION OF MEMBERSHIP

A Choir member shall cease to be a member of the Choir in any of the following circumstances:

- (i) by giving notice to the General Secretary of Chorus Secretary, such notice to take effect from the end of the season in progress. The Society shall not be liable for the refund of any part of the subscription paid in that year;
- (ii) if the General Secretary shall be of the opinion that the interests of the Society so require, they may, by letter, invite any member to resign from the membership within a time specified in such letter. In default of resignation, the Committee may resolve that the member shall be expelled from the Society, providing the resolution for such expulsion is carried by at least two thirds majority of the members present and voting.

Friends of the Society shall cease to be a member if they have failed to pay a minimum subscription by the end of the financial year.

12. APPOINTMENTS

The General Committee shall appoint the Musical Director and Accompanist and fill any other post that it deems appropriate for the proper conduct of the Society. Such appointments may be paid or honorary, as the Committee may determine.

13. ANNUAL GENERAL MEETING

The Annual General Meeting shall be held not later than 31st October following the end of the Society's financial year. Notice of the meeting, together with a copy of the Annual Accounts and Balance Sheet shall be sent to all members, at not less than fourteen days notice.

14. SPECIAL MEETINGS

The General Secretary shall call a Special General Meeting of the Society if requested to do so by the General Committee, or on receipt of a written request for this which has been signed by fifteen members of the Society. The request must clearly set out the object of the proposed meeting, and the exact words of any motion which it is intended to bring before such meeting.

15. CONDUCT OF MEETINGS

Fourteen clear days notice in writing shall be given of all meetings whether of the Society or of the Committee, unless all the members entitled to attend such meetings shall agree to accept shorter notice.

At all General Meetings of the Society, the President shall be invited to take the Chair. In his/her absence, or if he/she declines, the Chairman, or if he/she also absent, a person appointed by the Meeting shall take the Chair.

16. VOTING

At any meeting of the Society, every member shall be entitled to one vote upon every motion, and in the case of equality of votes, the chairman shall have a casting vote. For elections to the General Committee, where nominations exceed vacancies, elections shall be conducted by ballot.

17. ACCOUNTS

The Accounts shall as soon as practicable after the end of the financial year, be audited by a professional Accountant who shall be appointed at each Annual General Meeting. If a vacancy occurs in the office of Auditor during the year, the Committee shall make a fresh appointment.

18. INTERPRETATION OF THE CONSTITUTION

The General Committee shall be the sole authority for the interpretation of these Rules, and the decision of the Committee upon any question of interpretation, or upon any matter affecting the Society and not provided for by these Rules, shall be final and binding on the members.

19. AMENDMENTS TO THE CONSTITUTION

Proposals for amendments to the Constitution must appear on the Agenda for the Annual General Meeting or a Special General Meeting. Unless sponsored by the Committee, any proposals for change must be sent to the General Secretary or at least twenty-one days before the date of the General Meeting. A two thirds majority of members present and voting shall be required for the passing of any such resolution. No amendment put forward under this Rule shall be considered which would cause the Society to cease to be a charity at law. No amendment shall be made to this Clause, Clause 2 of Clause 20 without the written consent, in advance, of the Charity Commissioners.

20. DISSOLUTION

If a resolution for the dissolution of the Society shall be passed by two-thirds majority at any General Meeting or Special General Meeting called for that purpose, then the General Committee is empowered to put this resolution into effect forthwith, unless a specific future date was set out in the resolution. The Committee shall proceed to realise all assets of the Society and, after the discharge of all liabilities, any remaining assets shall be handed over to a charitable Society or Association having similar aims and objects, and preferably within the county of Bedfordshire.

October 2000