

Stowmarket Chorale
Constitution

21 November 2018

1. Title

1.1. The name of the Society shall be Stowmarket Chorale (hereinafter referred to as "SC").

2. Objects

2.1. The objects of SC are:

2.1.1. to educate the public in the arts and sciences and in particular the art and science of music, by the presentation of concerts and other activities.

2.1.2. to further such charitable purpose or purposes as the committee in their absolute discretion shall think fit but in particular through the making of grants and donations.

3. Membership

3.1. The members of SC ("the members") shall be those who provide the Music Director with such evidence of singing ability as he or she may require and who pay SC's annual subscription.

3.2. The committee has the power to terminate the membership of any individual, provided that the decision of the committee (with the exception of i) the individual concerned if a member of the committee and ii) any member of the committee making or connected with the complaint against the individual) is unanimous both as to the termination and as to there being good reason for it, and provided that 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.

3.3. The Friends of Stowmarket Chorale ("the Friends") shall be Associate members of SC and shall pay a subscription to be set by the committee. The committee shall have the power to grant honorary Life Membership of the Friends.

4 Equal Opportunities

4.1 No individual shall be excluded from membership of SC or de-barred from any official capacity on the committee on the grounds of sex, race, colour, age, religion, sexual orientation, disability or political affiliation.

5 Officers and Committee

5.1 The management of SC shall be in the hands of a committee ("the committee"). It shall consist of a Chairman, Vice Chairman, Secretary and Treasurer ("the officers"), and no fewer than four and no more than seven other members.

5.2 The committee are the charity trustees.

5.3 The officers and the other committee members shall be elected at the AGM by and out of SC's members. They shall hold office for one year and be eligible for re-election.

5.4 The Music Director is not entitled to sit on the committee in an official, voting, capacity. He or she may attend certain committee meetings in an advisory capacity at the discretion of the committee.

5.5 The committee shall nominate one of their number as the Making Music representative, for such period as the committee shall determine.

5.6 In the case of a shortfall of elected members, or in order to attract specific skills or attributes, the committee shall be empowered to co-opt members, non-members or Friends onto the committee, provided that the number of co-opted members does not exceed four.

5.7 The committee shall have the power to create and use sub-committees and the power to appoint members, non-members or Friends onto sub-committees: provided that all acts and proceedings of any such sub-committee shall be fully and promptly reported to the committee.

5.8 Terms of reference in respect of sub-committees and co-opted persons (including the existence or non-existence of voting rights of those persons) shall be set by the committee and made clear to those involved. Such terms shall include the period for which co-option is to last.

5.9 Co-options shall be reported to the members.

6 Management

6.1 All the arrangements for SC's concerts and other events, and the control of SC's finances, shall be in the hands of the committee.

6.2 Choir Rules may be made by the committee.

6.3 Matters of musical judgement shall be the jurisdiction of the Music Director.

As regards the selection of choral/orchestral works and soloists the Music Director shall notify the committee of his or her proposals, and the committee shall have the opportunity to consider and comment on the proposals before the final selection. It may reject them if necessary.

7 Meetings and Proceedings

7.1 The committee shall meet not less than six times a year and at least once every three months.

7.2 Voting at meetings shall be by show of hands or voting slips, as decided by the Chairman.

7.3 Five committee members (including at least two officers) shall form a quorum as regards committee meetings.

8 General Meetings

8.1 Within ten weeks of the end of each financial year the members shall be summoned to an Annual General Meeting ("AGM") of which at least twenty-one days' notice in writing shall be given to all members.

8.2 The committee shall present to each AGM the report and accounts of SC for the preceding year.

8.3 Motions to be put to the meeting shall be submitted in writing to the Secretary, not later than fourteen days before the date of the meeting. The Secretary shall include such motions in the meeting's agenda, which shall be issued to the members not later than seven days before the meeting.

8.4 Motions shall be in the form of properly worded Resolutions.

8.5 A Special General Meeting ("SGM"), of which at least seven days' notice in writing shall be given to members, may be called for by the committee or upon the written request to the Secretary signed by at least ten members of SC. Such request shall include the reasons for it, and the Secretary's notice shall set out those reasons.

8.6 In the case of an emergency the committee without prior notice may convene an SGM.

8.7 Members eligible to vote at a general meeting shall be those who have paid the appropriate subscription.

8.8 50% of the members eligible to vote at a general meeting shall form a quorum.

8.9 The Secretary or other person specially appointed by the committee shall keep a full record of proceedings at every general meeting of the charity.

9 Finance

9.1 SC's financial year shall end on 31st July.

9.2 A bank account and any other accounts decided on shall be operated in the name of SC, and cheques and mandates shall be signed by any two of the officers.

9.3 SC may receive donations, grants and financial guarantees, and tickets for any or all of its concerts and other events may be offered for sale to the general public.

9.4 The income and property of SC (from whatever source derived) shall be applied solely towards promoting the objects of SC as set out in clause 2, and no portion thereof shall be paid or transferred either directly or indirectly to any member of SC except in payment of legitimate expenses incurred on behalf of Sc.

9.5 In the event of the winding up or dissolution of SC any assets remaining after all liabilities have been discharged shall not be paid out or transferred to any member of SC but shall be transferred to a charitable organisation or organisations whose objects are similar to those of SC and whose rules preclude distribution of income and assets amongst its members.

10 Accounts and Examining

10.1 The Treasurer shall maintain full and proper accounts.

10.2 The accounts shall be audited or examined to the extent required by Charity Commission recommended practice for the time being in force or, if there is no such requirement, scrutinised by a person who is independent of the committee.

10.3 The examiner may be a member of SC, if financially experienced, provided he or she is not a member of the committee or a sub-committee and has not been such at any time during the previous three SC years.

11 Constitution Amendments

11.1 Amendments to the Constitution (including an entire new constitution) shall require i) a two thirds majority vote of committee members and ii) a two thirds majority vote of SC members present at a general meeting, following the proceedings for general meetings as set out in clause 8.

11.2 Whenever possible, the prior notice to committee members shall also include the precise wording of any amendments or entire new constitution.

11.3 These amendment provisions do not and shall not be held to authorise or validate any amendment which would or might be construed as having the effect, whether intended or not, of SC ceasing to be (or being deemed to cease to be) a charity and consequently becoming subject to de-registration by the Charity Commission and/or the Charities Division of the Inland Revenue.

11.4 Any constitution issued to the members of SC shall include the date of adoption.