



## **Constitution of the Colne Valley Youth Orchestra Society**

Revised version, adopted October 2008

### **1. Title**

The name of the Society shall be The Colne Valley Youth Orchestra Society, hereinafter referred to as the Society.

### **2. Objects**

The object of the Society shall be to promote, improve, develop, and maintain public education in and appreciation of the art and science of music in all aspects by the presentation of public concerts and recitals and by such other ways as the Society through its committee shall determine from time to time.

### **3. Membership of the Society and Orchestra**

Membership of the Society gives the right to attend at General Meetings of the Society:

a) Full Members (with voting rights at General Meetings):

Playing Members of the Orchestra over the age of 18

Parent Members, who are parents or those acting in loco parentis in respect of each member of the Orchestra who is under 18, having the number of votes equal to the number of players they represent

Committee Members not otherwise defined as Full Members.

b) Associate Members (without voting rights at General Meetings):

Musical Directors

Players in the Orchestra under the age of 18

Parents who are not Full Members

Support Team members not otherwise defined as Associate Members.

c) Honorary Membership (with voting rights at General Meetings) may be offered to individuals where the appointment is deemed appropriate by the Committee.

## **Membership of The Colne Valley Youth Orchestra (Main and Training Orchestras)**

The members of The Colne Valley Youth Orchestra shall be those young people who provide such evidence of musical ability that the Musical Director (acting on the delegated authority of the Committee of the Society) may require and in respect of whom the annual subscription has been paid at the appropriate rate, as determined by the Committee of the Society, all subscriptions being payable in advance.

### **Termination.**

The Committee has the power to terminate the membership of the Society or of The Colne Valley Youth Orchestra of any individual (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), provided that the decision of the Committee 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 if desired by a friend, before a final decision is made. Where termination of the Orchestra is involved, a pro rata proportion of any subscription paid shall be reimbursed.

## **4. Officers, Committee and Trustees**

The management of the Society including The Colne Valley Youth Orchestra (Main and Training Orchestras) shall be in the hands of a Committee consisting of five Officers (Chair, Secretary, Treasurer, Membership Secretary, Concert Organiser) and up to four other members. The Officers and other Committee Members shall be elected by and from among the members of the Society at the Annual General Meeting. In addition, the Committee may from time to time co-opt up to four extra members.

Committee Members shall hold office until the next Annual General Meeting and be eligible for re-election.

The Trustees shall be the Treasurer and two other Committee Members.

The Musical Directors, together with not more than six representatives of The Colne Valley Youth Orchestra, as elected by and from among themselves, shall be invited to attend Committee meetings, but without voting rights.

## **5. Management**

All the arrangements for concerts and other events together with the control of finance shall be in the hands of the Committee.

## **6. Powers**

In furtherance of the objects the Committee may exercise the following powers:

- a) to raise and invite contributions provided that in raising funds the Committee shall not undertake any substantial permanent

trading activities and shall conform to the relevant requirements of the law;

b) to invest the funds of the Society in any of the investments for the time being authorised for the investment of trust funds;

c) 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;

d) subject to any consents required by law to borrow money and to charge all or part of the property of the Society with repayment of the money so borrowed;

e) to appoint and remunerate on an agreed basis a Musical Director and such other Staff and Assistants as are necessary for the proper pursuit of the objects;

f) 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;

g) to establish or support any charitable trusts, associations or institutions formed for all or any of the objects

h) to appoint and constitute such advisory sub-committees as the Committee may think fit;

i) to do all such other lawful things as are necessary for the achievements of the objects.

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

a) The Committee shall hold at least two Ordinary Meetings each year. 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 other members of the Committee of the matters to be discussed, but if the matter includes the appointment of a co-opted member, then not less than 21 days notice must be given.

b) The Chair shall act as chair at meetings of the committee. If the Chair is absent from any meeting, the members of the Committee present shall choose one of their number to act as chair before any other business is transacted.

c) There shall be a quorum when at least one third of the number of members of the Committee for the time being, or three members of the Committee (whichever is the greater), are present at the meeting.

d) Every matter shall be determined by a majority of votes of the members of the Committee present and voting on the question, but in the case of equality of votes, the Chair of the meeting shall have a second or casting vote.

e) 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 are available for inspection as required.

f) 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.

g) The Committee may appoint one or more sub-committee, 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 subcommittee, provided that all acts and proceedings of any such sub-committee shall be fully and promptly reported to the committee.

### **8. Equal Opportunities**

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

### **9. Finance**

a) The financial year shall end on 30th September.

b) A banking account shall be opened in the name of the Society and cheques shall be signed by any two officers of the Society.

c) The Society may receive donations, grants in aid and financial guarantees. Tickets for any or all of its concerts and other events shall be offered for sale to the public.

d) The income and property of the Society whencesoever derived shall be applied solely towards promoting the objects of the Society as set forth above and no portion thereof shall be paid or transferred either directly or indirectly to any member or members of the Society except in payment of legitimate expenses incurred on behalf of the Society.

### **10. Annual General Meeting**

Within six months of the end of each financial year the members of the Society shall be summoned to an Annual General Meeting of which at least 21 days notice in writing shall be given.

The Committee shall present to each AGM the report and accounts of the Society for the preceding year.

Nominations for election to the Committee must be made by members of the Society in writing and must be in the hands of the Secretary of the Committee at least 14 days before the AGM. Should nominations exceed vacancies, an election shall be held.

## **11. Special General Meeting**

A Special General Meeting, of which at least 21 days' notice in writing must be given to members of the Society, may be called for by the Committee or upon written request to the Secretary signed by at least 20 members of the Society. The notice must state the business to be discussed.

## **12. Procedure at General Meetings**

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

There shall be a quorum when at least 10% of the members of the Society at the time, or 10 members of the Society, whichever is greater, are present at any General meeting.

## **13. Accounts**

The financial accounts shall be audited or examined to the extent required by legislation, or, if there is no such requirement, scrutinized by a person who is independent of the Committee, and then submitted to the members at the Annual General Meeting.

## **14. Amendments**

The Constitution may be amended by a two thirds majority of the members present at an Annual or Special General Meeting, provided that fourteen days notice of the proposed amendment has been sent to all members and provided that nothing therein contained shall authorise any amendment which shall have the effect of the Society ceasing to be a charity.

No amendment may be made to clause 1 (the name of the charity), clause 2 (the objects), clause 9 iv (distribution of assets), clause 15 (dissolution), or this clause without the prior approval of the Commissioners.

The Committee shall send the Charity Commission a copy of any amendment made under this clause.

## **15. Dissolution**

In the event of the Society 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 Society.