



# Cardiff Bach Choir Constitution

Agreed September 2002  
1<sup>st</sup> amendment September 2003  
2<sup>nd</sup> amendment November 2006  
3<sup>rd</sup> amendment Sept 2009



# September 2009

## Cardiff Bach Choir Constitution

### 1. TITLE

The society shall be called Cardiff Bach Choir

### 2. AIMS

The aims of the Choir are to promote the study and practice of choral music and to foster public knowledge and appreciation of music through public performances.

The Choir will achieve its aims through the following powers invested in its Committee :-

1. To promote programmes of choral works which will include a wide variety of music, particularly music of the Baroque period.
2. The choir will also from time to time make donations from the proceeds of individual events to such charitable bodies as it deem appropriate
3. To purchase, acquire and obtain any interests in the copy-right of or the right to perform any such musical works
4. To hire, purchase or otherwise acquire musical works for use by the Choir
5. To purchase, hire or otherwise acquire any necessary orchestral players, an accompanist, equipment or effects to enable the performance of musical works.
6. To raise funds and invite and receive contributions from any person or persons by way of subscription, donation or otherwise provided that the Society shall not undertake any permanent trading activities in raising funds.
7. The society will run as a voluntary and not for profit organization promoting the aims of the Society
8. To do all such lawful things as shall further the aims of the Choir

### 3. MANAGEMENT

The Choir shall be managed on behalf of the members by an elected Committee consisting of the following:-

- a. The Chairperson
- b. The Honorary Secretary
- c. The Honorary Treasurer
- d. The librarian
- e. Six other elected non officer members who will undertake tasks as decided by the committee
- f. The Committee shall have the power to co-opt any Choir member on to the Committee at any time during the year
- g. The conductor is an ex officio member of the committee with no voting powers

No person may hold more than one officer post

### 4. ELECTION AND RETIREMENT OF OFFICERS

- a. The Conductor shall be appointed by the committee in consultation with the members of the Choir and will hold office until he/ she retires or is removed from office by the unanimous decision of the Committee. Consultation with the choir will be through a special meeting called in accordance with clause 8a

- b. All other candidates for membership of the Committee shall be proposed and seconded by two members of the Choir at the Annual General Meeting. If more names are proposed than the number required to fill the vacancies, the election shall be by ballot unless the Chairperson directs otherwise
- c. The Chairperson may at any time in consultation with the Committee nominate any member of the Choir to fill any vacancy on the Committee. The nominated person will remain on the committee until the conclusion of the next Annual General Meeting. That person may then be nominated as a full committee member in the normal way
- d. The Committee shall hold office until the conclusion of the Annual General Meeting at which its successors are elected
- e. No non officer committee member may serve for more than three years before standing down
- f. At each AGM two non officer committee member who has been in office for three years will stand down. In the event that there are no nominations to the committee at the AGM the retiring members may offer themselves for a re-election for up to a maximum period of three years. No member will serve for more than six years consecutively
- g. Officers and the librarian may hold office for three years without the need for re-election. In the event of there being no other nominations at the end of three years the retiring officer may stand for re election with the agreement of the members
- h. The posts of Deputy Chairperson, Assistant Treasurer and assistant secretary will be established from within the elected membership of the Committee at the first Committee Meeting following the AGM

#### **5. APPOINTMENT OF SUBCOMMITTEES**

- a. The Committee has the power to appoint a subcommittee from Choir members and delegate to that subcommittee all or any of its powers.
- b. The subcommittee will not incur any expenditure without the permission of the full Committee.
- c. Any subcommittee established must report to the Committee on a regular basis as agreed by the Committee

#### **6. COMMITTEE MEETINGS**

- a. Committee meetings will be convened by the Chairperson or the Honorary Secretary
- b. Notice of meetings will be sent to each member of the Committee five working days before the meeting
- c. There will be a minimum of four committee meetings in any one year.
- d. If a request is received from 5 members of the committee, the Honorary Secretary will call a meeting within 10 days of receiving the request
- e. A quorum for committee meetings shall be five members of the Committee and must include two of the following:- Chairperson, Conductor, Honorary Secretary, Honorary Treasurer

#### **7. ANNUAL GENERAL MEETING**

- a. The Annual General Meeting of the Choir shall be held every year upon a date fixed by the Committee to consider the accounts of the previous year and to elect officers to the Committee. The meeting shall be held within four months of the end of the financial year.
- b. 14 days written notice shall be given of the annual general meeting

#### **8. SPECIAL GENERAL MEETINGS**

- a. 14 days notice shall be given to members of any special general meeting called by the Committee and the general nature of the business to be

discussed will be included in the notice. No other business may be discussed without the prior approval of the Chairperson.

- b. If 25% of choir members request a special general meeting then this shall be arranged by the Honorary Secretary and 14 days written notice will be given to members. The agenda will be agreed with the Chairperson and will be included in the notice to members.

#### **9. QUORUM AT MEETINGS**

If there is not a quorum of 10% of the Choir members present then no business shall be transacted at a special general meeting or annual general meeting other than to adjourn the meeting

#### **10. REGULATIONS AT MEETINGS**

Any decision at a general meeting shall be decided by a majority of votes which will be properly recorded. In the case of an equal vote, the Chairperson shall have the casting vote

#### **11. CONSTITUTION AND MEMBERSHIP**

- a. Membership shall be open to all those who wish to and have the ability to further the aims of the choir, who have agreed to pay the annual subscription prescribed by the rule when they are accepted as members. In certain circumstances the membership fee will be waived. This will be at the discretion of the treasurer and the secretary
- b. Acceptance of this constitution is a condition of membership
- c. Applications for membership may be made to the Conductor or the Honorary Secretary, but the decision to accept the application will be dependent upon a satisfactory voice test. The decision of the Conductor is final in this matter
- d. Where there is a need to strengthen the Choir for performances, the Conductor has the discretionary power to invite people to sing with the Choir on a temporary basis. These people will not be asked to pay any subscription nor will they receive any remuneration

#### **12. DATA PROTECTION**

Personal details of members will not be released to any other organization or member without the written permission of the member

#### **13. ATTENDANCE AT REHEARSALS**

- a. Members will be expected to attend two thirds of rehearsals in any term.
- b. Members who do not fulfill this requirement may not be allowed to take part in the performance for that term. This decision will be taken by the Conductor in consultation with the Committee
- c. Members who persistently fail to attend rehearsals without good reason may be asked to resign under the conditions in section 13a and 13b of the rules

#### **14. DISMISSAL**

If the Conductor or Committee is satisfied that the interests of the Choir require it, a member of the choir may be invited to resign after agreement of the committee is given. If the member does not resign within 4 weeks of the initial invitation a special Committee Meeting will be held and the member invited to make representation either in person or in writing to the Committee. The decision of the committee following consideration of these representations is final. If the dismissal relates to a committee member, including the conductor, that person will be asked to stand down from the committee while the matter is considered.

## 15. SUBSCRIPTION

- a. The subscription of the Choir shall be decided at the Annual General Meeting and shall be paid by each Choir member before the 31<sup>st</sup> October or within one month of joining, other than special arrangements for payment which are made with the treasurer
- b. Any member whose subscription remains unpaid in accordance with the above rule shall cease to be a member of the Choir
- c. The Committee may from time to time but not more than once in each financial year raise a levy not exceeding the annual subscription
- d. Where a member is asked to resign there will be no refund of the annual subscription. This will be pointed out to members on joining
- e. People who are asked to sing with the choir on a temporary basis will not be asked to pay a subscription

## 16. AUDITORS

At every Annual General Meeting, one or two persons not being members of the Committee shall be elected to serve as auditors for the ensuing year if necessary. If a vacancy occurs in the office of auditor during the year the Committee shall appoint a replacement auditor who is not a Committee Member

## 17. FINANCIAL YEAR

The financial year of the Choir shall end on **August 31st** in each year

## 18. FINANCE

- a. The Choir may maintain such banking accounts as the Committee may from time to time authorise
- b. All cheques drawn on the Choirs accounts shall be signed by any two of the Chairman, Honorary Secretary and Honorary Treasurer
- c. The income and property of the Society whencesoever it is derived shall be applied solely toward promoting the objectives of the society as set out above. No portion of the income shall be 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

## 19. DISSOLUTION

The Choir may be dissolved by a majority of members present at a special meeting called to consider any dissolution. In the event of dissolution, any balance of funds remaining after realisation of assets and payments of debts, shall be transferred to a charitable institution or institutions having similar objectives to those of the Society as the Committee may decide. The Committee for this purpose is those members of the committee immediately prior to the dissolution who shall remain in office to oversee the distribution of the said remaining funds

## 20. INSOLVENCY AT DISSOLUTION

If, after dissolution it is found that the liabilities exceed the assets, the Society's debts shall be borne by the members at the time of dissolution in equal shares. For this purpose a member is deemed to be anyone who has been a member at any time in the 12 months prior to dissolution

## 21. INTERPRETATION OF THE RULES

The Committee shall have the power to decide any questions arising out of these rules and all other matters connected with the Choir other than those which can only be dealt with at an Annual General Meeting.

## 22. ALTERATION TO THE RULES

- a. No alteration may be made to these rules except at a general meeting and not unless 14 days notice in writing is given of the proposed alteration to the secretary. Members will then be given seven days notice of the meeting. The resolution for any proposed alteration must carry a two thirds majority of the votes cast at the meeting
- b. In the event of the choir achieving charitable status then no alteration may be made to Clause 2, 18 or 21 without the approval of the Charity Commissioners of England and Wales
- c. In the event of the choir achieving charitable status then no alteration may be made to the Rules which would cause the Choir to cease to be a Charity at Law

Signed

Chair person  
Cecil James

10<sup>th</sup> October 2009

Cardiff Bach Choir is registered with the Charities Commission : registration number 1115503