

# **EAST GRINSTEAD CHORAL SOCIETY**

## **CONSTITUTION AND RULES**

### **1. TITLE**

The name of the society shall be the EAST GRINSTEAD CHORAL SOCIETY, hereinafter referred to as the Society.

### **2. OBJECTIVES**

The objectives of the Society shall be to educate the public in the art and science of music, by the presentation of concerts and other relevant activities.

### **3. POWERS**

In furtherance of the objectives but not otherwise, the Trustees may exercise the following powers:

- 3.1 Power to raise funds, and to invite and receive contributions provided that in raising funds the Trustees shall not undertake any substantial permanent trading activities, and shall conform to any relevant requirements of the law;
- 3.2 Power to buy, take on lease or in exchange any property necessary for the achievement of the objectives and to maintain and equip it for use;
- 3.3 Power subject to any consents required by law to sell, lease or dispose of all or any part of the property of the Society;
- 3.4 Power 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;
- 3.5 Power to employ such staff (who shall not be Trustees) as are necessary for the proper pursuit of the objects of the Society;
- 3.6 Power 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;
- 3.7 Power to establish or support any charitable trusts, associations or institutions formed for all or any of the objectives;
- 3.8 Power to appoint and constitute such advisory sub-committees as the Trustees think fit;
- 3.9 Power to terminate the membership of any member, provided that the decision by the Trustees is unanimous and that there is good reason, and provided that the member concerned shall have the right to be heard by the Trustees, accompanied by a friend, before a final decision is made;
- 3.10 Power to do all such other lawful things as are necessary for the achievements of the objectives.

### **4. MEMBERSHIP**

- 4.1 The members of the Society shall be those persons who pay the subscription at the appropriate rate or rates as shall be determined by the Trustees, the subscription being payable in advance;
- 4.2 In the case of performing members, the Trustees may, in consultation with the Musical Director, ask a member to show their musical ability;
- 4.3 Every member who is aged over 18 years shall have one vote.

### **5. TRUSTEES**

- 5.1 The management of the Society shall be in the hands of the Trustees, and constituted as follows:
  - 5.1.1 The elected Officers of the Society, who shall be Chairman, Hon. Secretary, and Hon. Treasurer;
  - 5.1.2 An elected Vice-Chairman;
  - 5.1.3 Two elected Ordinary Members shall serve as Independent Trustees.
- 5.2 Trustees may in addition appoint not more than two co-opted Trustees. No-one may be appointed as a co-opted Trustee if, as a result, more than one third of them would be co-opted members. Each appointment of a co-opted Trustee shall be made at a special meeting of the Trustees and shall take

effect from the end of that meeting. If the appointment is to fill a place which is not yet vacant, the appointment shall run from that date when the post does become vacant;

- 5.3 All Trustees shall retire from office at the end of the next Annual General Meeting following their election or co-option. They may be re-elected or re-appointed;
- 5.4 The proceedings of the Trustees shall not be invalidated by any vacancy among their number, or by any failure to appoint or any defect in the appointment or qualification of a Trustee;
- 5.5 Nobody shall be elected or appointed as a Trustee who is aged under 18, or who would be disqualified under the provisions of the following clause;
- 5.6 No person shall be entitled to act as a Trustee whether on a first or on any subsequent entry into office until after signing a declaration of acceptance and of willingness to act as a Trustee of the Society.

## **6. NON-TRUSTEES**

- 6.1 A number of Members shall assist in the day to day running of the Society, comprising:
  - 6.1.1 Administration Secretary, Box Office Manager, Business Manager, Concert Secretary, Friend's Secretary, Librarian, Membership Secretary, Publicity Officer, Safety Officer, Social Secretary, Stage Manager; representative from each voice part;
  - 6.1.2 A Representative for Making Music.
- 6.2 The list of positions defined in clause 6.1 may be amended by the Trustees as needs require;
- 6.3 The Trustees may in addition appoint other Non-Trustees to fill any casual vacancies that may arise during the course of the year;
- 6.4 Nobody shall be appointed to any Position who is aged under 18.

## **7. DETERMINATION of MEMBERSHIP of TRUSTEES**

- 7.1 A Trustee shall cease to hold Office if s/he:
  - 7.1.1 Becomes incapable by reason of mental disorder, illness or injury, or managing their own affairs;
  - 7.1.2 Notifies to the Trustees a wish to resign. At least three Trustees shall remain in Office;
  - 7.1.3 Is absent without permission of the Trustees from all their meetings held within a period of six months, and the Trustees resolve that this Office has been vacated.
  - 7.1.4 Is disqualified from acting as an Elected Member of the Trustees by virtue of section 45 of the Charities Act 1992 (or any statutory re-enactment or modification of that provision).

## **8. MANAGEMENT**

- 8.1 All the arrangements for the concerts and other events and the control of finance shall be in the hands of the Trustees.

## **9. EQUAL OPPORTUNITIES**

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

## **10. MEETINGS**

- 10.1 The Trustees shall hold as many meetings during the year as are necessary to conduct the business of the Society. The Trustees may invite Non-Trustees to attend as many of these meetings as they think necessary to further the objectives of the Society;
- 10.2 The Chairman shall act as chairman at all meetings. If the chairman is absent from any meeting the Vice Chairman shall be chairman of the meeting. If s/he is absent, then providing there is a quorum present the Trustees shall choose one from their number to be chairman of the meeting before any business is transacted;
- 10.3 There shall be quorum when at least one third of the Trustees are present at a meeting;
- 10.4 Every matter shall be determined by a majority of votes of the Trustees present and voting on the question but in the case of equality of votes the chairman of the meeting shall have a second or casting vote;

10.5 The Trustees shall keep minutes of the proceedings of meetings;T

10.6 The Trustees may appoint one or more sub-committees for the purpose of making any inquiry or supervising or performing any duty which in their opinion would be more conveniently undertaken or carried out by a sub-committee. All acts and proceedings of any such sub-committee shall be fully and promptly reported to the Trustees. At least one Trustee shall serve on each sub-committee

## **11. FINANCE**

11.1 The financial year shall end on 31 July;

11.2 A banking account shall be opened in the name of the Society and cheques shall be signed by any two Officers of the Society;

11.3 The Society may receive donations, grants in aid, bequests and financial guarantees. Tickets for any or all of its concerts and other events may be offered for sale to the public. Any money so received shall be paid into the bank account

11.4 The income and property of the Society whencesoever derived shall be applied solely towards promoting the object of the Society as set forth above. 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.

## **12. AUDITED ACCOUNTS**

12.1 The Trustees shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to:

12.1.1 The keeping of accounting records for the Society;

12.1.2 The preparation of annual statements of account for the Society;

12.1.3 The auditing or independent examination of the statements of account of the Society;

12.1.4 The transmission of the statements of account of the Society to the Commissioners on request.

## **13. ANNUAL REPORT**

13.1 The Trustees shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commissioners.

## **14. ANNUAL RETURN**

14.1 The Trustees shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Commissioners.

## **15. ANNUAL GENERAL MEETING**

15.1 The Annual General Meeting shall be held between the end of one season and the beginning of the next;

15.2 Every Annual General Meeting shall be called by the Trustees. The Secretary shall give at least fourteen days' notice of such meeting in writing to each member of the Society;

15.3 The chairman of the meeting shall be the Chairman of the Society. If s/he is not present the Vice-Chairman shall be chairman of the meeting. If s/he is absent, then providing there is a quorum present the Trustees shall choose one from their number to be chairman of the meeting before any business is transacted;

15.4 There shall be a quorum when at least 20 per cent of the members are present;

15.5 The Trustees shall present to each Annual General Meeting the accounts of the preceding year;

15.6 Nominations for election to be a Trustee must be made by members of the Society in writing and should be in the hands of the Secretary at least 7 days before the Annual General Meeting. Should nominations exceed vacancies, election shall be by ballot.

15.7 This constitution shall come into effect immediately upon its adoption by a two thirds majority of the members present and voting at an Annual or Extraordinary General Meeting. Any nominations sought and received under clause 15.6 of this constitution shall be treated as having been received in accordance with this clause and can be used accordingly upon adoption of this constitution, notwithstanding that such nominations were sought prior to the adoption of this constitution.

## 16. EXTRAORDINARY GENERAL MEETING

- 16.1 An Extraordinary General Meeting may be held at any time called for by the Trustees; or after receipt in writing by the Hon. Secretary of a notice of motion signed by at least ten members, and it must be held within 28 days;
- 16.2 The Hon. Secretary shall give at least fourteen days' notice of such meeting and its purpose to all members of the Society in writing.

## 17. AMENDMENTS

- 17.1 Subject to the following provisions this constitution may be amended by a two-thirds majority of the members present and voting at an Annual or Extraordinary General Meeting. The notice of the general meeting must include notice of the resolution, setting out the terms of the proposed amendment;
- 17.2 No amendment to clause 1 (Name), 2 (Objectives), 17 (Amendment), 18 (Dissolution) without prior consent in writing from the Charity Commissioners;
- 17.3 No amendment shall be made that would cause the Society to cease to be a charity in law;
- 17.4 The Trustees shall promptly send to the Commissioners a copy of any amendment made under this clause.

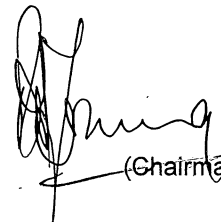
## 18. DISSOLUTION

- 18.1 In the event of the winding up or dissolution of the Society any remaining assets after all liabilities have been discharged shall not be paid or transferred to any member or members of the Society but shall be transferred to a charitable organisation whose objects are similar to those of the Society and whose rules preclude the distribution of income and assets among its members;
- 18.2 A copy of the statement of accounts for the final accounting period shall be sent to the Commissioners.

2nd Secty 2015

Date adopted

Signed

  
(Chairman)