

Nantwich Choral Society

Constitution

Version 2.1

Revised 2020

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Amended Adrian Percy 2020

Approved at AGM 27-01-2021

Document Version Control

Version	Description	Comments	Date
1.0	New version	Incorporates latest Charities Act changes	24 September 2008
1.1	Draft changes	Changes to definition of trustees (clause 6.10 added). Clauses 9.9, 9.10, and 9.11 added to control payment of fees to Committee members.	April 2010
2.0	New version	Changes in v1.1 approved at EGM	29 September 2010
2.1	Draft Changes	Changes in Objects to include Singing Days and Come and Sing Events for public involvement Clause 3.8 added to identify Inclusivity and Equality Clause 3.9 added to identify Child Protection Clause 3.10 added to identify Vulnerable Adult Protection Clauses 9.1 and 9.9 changed to reflect Charities Act 2016 Removal of Honorary from treasurer and secretary roles. Replacement of Audit with Independent examination.	30 March 2020 9 April 2020

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Nantwich Choral Society

Registered by the Charity Commission: Registration No. 516572

1. TITLE

The name of the Society shall be Nantwich Choral Society, hereinafter referred to as the Society.

2. OBJECTS

The objects of the Society shall be to educate the public in the arts and sciences, and in particular the art and science of music, by the presentation of concerts, Singing Day workshops for the public, Come and Sing events for public participation and other events when appropriate.

3. MEMBERSHIP

- 3.1 There shall be two categories of membership: Ordinary and Honorary.
- 3.2 The Committee may appoint persons as Honorary Members of the Society. Honorary membership is for life and no subscription is payable. Honorary members may not vote at General Meetings of the Society.
- 3.3 The Ordinary members of the Society shall be those persons who pay the annual subscription.
- 3.4 Prospective and existing members may be required to give such evidence of musical ability as the Committee and the Music Director shall determine.
- 3.5 All Ordinary Members of the Society are expected to take part in all rehearsals and all concerts outlined in the annual programme.
- 3.6 A register of attendance at rehearsals shall be kept. Members will be expected to advise of any cause preventing their attendance at rehearsals.
- 3.7 Members shall attend a minimum of 75 per cent of rehearsals for each concert or event.
- 3.8 Members who are unable to meet the minimum rehearsal obligation may be permitted to participate provided that they can satisfy the Music Director that they are adequately prepared for the concert or event.

The Music Director's decision with regard to who may or may not participate in a given concert or event is final.

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- 3.9 The society is open to all members of the community and operates an Equality and Inclusion policy
- 3.10 The Society does occasionally perform with persons under the age of 18, or with other choirs of children. In these circumstances we operate under our own Child Protection Policy (2020) and with the Body of Persons Approval Section 37(3)(b) of the Children and Young Persons Act 1963, The Children (Performance and Activities) (England) Regulations 2014.
- 3.11 The Society complies with its own policy regarding Vulnerable Adults 2020.

4. SUBSCRIPTIONS

- 4.1. The level of subscriptions and details of any deferred payment scheme(s) for the following year shall be determined by the Committee and notified to all members at the start of each concert season.
- 4.2. Subscriptions, or the first payment of a deferred payment scheme, shall be payable at the start of the new season. Subscriptions outstanding, unpaid by December 31st, shall involve removal from the Register of Members, and membership shall be forfeited.

5. MANAGEMENT

- 5.1. The sole management and control of the Society, both financial and otherwise, shall be vested in the Committee hereinafter defined.
- 5.2. The Committee shall prepare an annual budget of all estimated expenditure and income before determining the level of subscriptions for the following year.
- 5.3. The Committee is empowered to take any action not covered by the Constitution, which is in their opinion desirable for the benefit of the Society.

6. COMMITTEE

- 6.1. The Committee shall consist of the Executive Officers of the Society and Ordinary Committee Members.
- 6.2. The Executive Officers are the Chairman, up to two Vice Chairmen, Secretary, and Treasurer, who shall hold office until the next Annual General Meeting at which they will be eligible for re-election.

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- 6.3. The Executive officers shall be collectively responsible for formulating and implementing appropriate policies to ensure that the society complies at all times with relevant statutory and regulatory requirements. Such policies will include, but are not limited to, Health and Safety, Safeguarding, and Equality and Diversity.
 - 6.4. All policies of the society will be agreed by the full committee before they are implemented. Policies shall be regularly reviewed and updated to ensure that they continue to meet all relevant requirements.
 - 6.5. The Executive Officers may not serve for more than three consecutive years in the same post.
 - 6.6. There shall be a minimum of four and a maximum of eight Ordinary Committee Members who shall hold office until the next Annual General Meeting at which they will be eligible for re-election.
 - 6.7. The Executive Officers and other Committee Members shall be elected by and out of the Society's Ordinary Members at the Annual General Meeting.
 - 6.8. A quorum of the Committee shall be five.
 - 6.9. The Committee shall have the power to co-opt Members, appoint subcommittees and Officials in addition to and other than those specified in the Constitution.
 - 6.10. Vacancies arising on the Committee may be filled by the Committee, such members to serve until the next Annual General Meeting.
 - 6.11. The Chairman, or designated deputy, shall have a personal deliberative vote and a casting vote at Committee Meetings and all General Meetings of the Society.
 - 6.12. The Trustees of the Charity are all of the elected members of the Committee, excluding any honorary, ex-officio, or co-opted members of the Committee.

7. PRESIDENT, PATRONS, AND BENEFACTORS

- 7.1. The committee may from time to time appoint a president, patrons and/or benefactors. The roles and other terms of such appointments shall be agreed by the Committee and the appointee before the appointments are made.

8. MUSIC DIRECTOR AND ACCOMPANIST

- 8.1. The Music Director shall be appointed by the Committee on behalf of the Society. The Committee in consultation with the Music Director may appoint an accompanist.

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- 8.2. The method of appointment and levels of remuneration of the Music Director and Accompanist shall be determined by the Committee.
- 8.3. The Music Director shall attend and advise the Committee. The Music Director may raise items of business with the Committee.
- 8.4. The Music Director may not vote at either Committee or General Meetings of the Society.
- 8.5. The Music Director is responsible for selecting and planning the works to be performed by the Society. The Music Director will prepare estimates of the costs of each concert or event.
- 8.6. The programme of works and estimated costs are subject to approval by the Committee.

9. FINANCE

- 9.1. All annual accounting and reporting requirements shall meet the requirements of The Charities (Accounts and Reports) Regulations 2008, the Charities Act 2016 and any subsequent amendments and requirements.
- 9.2. The financial year shall end on the 31st of August.
- 9.3. The Treasurer shall present the Society's Annual Accounts (subject to independent examination) to the Members at the Annual General Meeting. Copies of the accounts to be available to the members at the Annual General Meeting.
- 9.4. Members may inspect the Society's accounts on request upon giving reasonable notice.

The Society's Accounts shall be independently examined and the Examiner's 'Report shall be communicated to all members and be made available for inspection by members before May 31st of the following year.

- 9.5. Banking account(s) shall be opened in the name of the Society and cheques may be signed by any of the Treasurer, the Chairman, the Vice Chairman, or the Secretary. The Committee shall decide from time to time on the numbers of signatures required on each cheque, which may vary according to the cheques 'value. The Committee shall also decide on the number of Committee Members who will receive regular bank statements.
- 9.6. The Society may receive donations and grants. Tickets for any or all of its concerts and other events may be offered for sale to the public.

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- 9.7. All the income and property of the Society shall be applied solely towards promoting the objects of the Society as set out 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 reasonable and legitimate expenses incurred on behalf of the Society.
- 9.8. 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, subject to the approval of the Charity Commissioners, to a charitable organization whose objects are similar to those of the Society, and whose rules preclude the distribution of income and assets among its members.
- 9.9. The Committee may engage the services of Members and Committee Members in accordance Charities Act 2016.
- 9.10. Where a Member is engaged to provide a professional service to, or on behalf of, the Society, the appropriate fees for the service shall be payable as agreed with the Committee.
- 9.11. If a Committee Member is engaged to provide a service on behalf of the Society, that member may not participate in the vote nor be counted as a part of the quorum of the Committee for the vote for that engagement.

10. ANNUAL GENERAL MEETING

- 10.1. The members shall be summoned to an Annual General Meeting of the Society within eight weeks of the end of each financial year. At least twenty-eight days 'notice of the date of the Annual General Meeting shall be given to all Members.

The Agenda shall include

- 10.1.1 A report of the Committee presented by the Chairman. The report will include a review of the events and activities during the past year, a summary of plans for the future, and a statement setting out the Society's 'policy on financial reserves.
- 10.1.2 The Treasurer to present the Annual Accounts (subject to independent examination) for the previous year
- 10.1.3 The adoption of the Committee's Report and Annual Accounts.
- 10.1.4 The Music Director to present his report.

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- 10.1.5 Election of the Executive Officers and of the Committee members for the following year.
- 10.1.6 Nomination and Election of Committee Members
- 10.2 The Committee shall nominate its own list of candidates for the Executive Officers and Committee Members. The list shall be notified to the members together with the AGM notice to members.
- 10.3 Any paid-up member of the Society may stand for any post on the Committee. Candidates, other than those nominated by the Committee, shall submit a written request confirming that they agree to stand, the request to be proposed and seconded by two members. The written request to be received by the Secretary not less than fourteen days before the date of the Annual General Meeting. The Secretary shall notify all members of the names of all such nominees not less than seven days before the Annual General Meeting.
- 10.4 If any post on the Committee is contested, a ballot shall be held. The Committee shall determine the means by which the ballot shall be conducted.

11. EXTRAORDINARY GENERAL MEETINGS

- 11.1. Extraordinary General Meetings may be called at the discretion of the Committee, who will determine the agenda.
- 11.2. The Committee shall call any Extraordinary General Meeting of which a minimum of seven days' written notice shall be given, within twenty-one days after the receipt by the Secretary of a written request signed by not less than twenty percent of members. No business shall be discussed at the meeting other than that specified on the request.

12. AMENDMENTS TO THE CONSTITUTION

- 12.1. The Constitution may be amended by a three-quarters majority of the members present at a General Meeting, provided that fourteen days' notice of the proposed amendment has been given to all the members and that 50% of the members are present, and provided also that nothing herein contained shall authorize any amendment which shall have the effect of the Society ceasing to be a Charity.

END OF DOCUMENT

Reviewed October 2023