

Aylesbury Choral Society

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THE CONSTITUTION OF AYLESBURY CHORAL SOCIETY, ADOPTED BY THE MEMBERSHIP AT THE ANNUAL GENERAL MEETING, 19TH SEPTEMBER, 2023

The original 'version' of our Constitution was adopted on 8th November, 1977 and amended on 17th May, 1994; and again in 2009.

1. Title

The name of the Society shall be the Aylesbury 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; and, in furtherance of this object but not otherwise, to effect the rehearsal and performance of choral music.

3. Honorary Officers

At the Annual General Meeting of the Society the members shall elect from amongst themselves a chairman, a secretary and a treasurer, who shall hold office from the conclusion of that meeting.

4. Executive Committee

- i. The Executive Committee shall consist of not less than 9 (nine) members not more than 13 (thirteen) members being:
 - (a) the honorary officers specified in the previous clause;
 - (b) not less than 5 (five) and not more than 9 (nine) members elected at the Annual General Meeting who shall hold office from the conclusion of that meeting; these additional members to include the core roles of membership secretary and concert manager unless either or both of these posts are vacant for the time being;
 - (c) the Society's contact with the National Federation of Music Societies, trading under the name *Making Music*.
- ii. The Executive Committee may, in addition, appoint not more than 4 (four) co-opted members but so that no one may be appointed as a co-opted member if as a result, more than one third of the members of the Executive Committee would be co-opted members. The conductor / musical director may sit on

the Executive Committee as a co-opted member in an advisory role only (he/she will have no voting or decision-making role).

- iii. All members of the Executive Committee shall retire from office together at the end of the annual general meeting next after the date on which they came into office but they may be re-elected or reappointed.
- iv. The proceedings of the Executive Committee 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 member.

5. Powers

In furtherance of the objects but not otherwise, the Executive Committee may exercise the following powers:

- i. the power to manage the day-to-day running of the Society, including the making of any necessary regulations to enable this to effectively operate;
- ii. the power to raise funds and to invite and receive contributions provided that, in raising funds, the Executive Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;
- iii. the power 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;
- iv. the power to employ such staff (who shall not be voting or decision-making members of the Executive Committee) as are necessary for the proper pursuit of the objects;
- v. the 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;
- vi. the power to establish or support any charitable trusts, associations or institutions formed for any or all of the objects;
- vii. the power to appoint and constitute such advisory committees as the Executive Committee may think fit;
- viii. the power to do all such other lawful things as are necessary for the achievement of the objects.

6. Membership

The members of the Society shall be those persons who pay the annual (these may be paid on a termly basis) subscription at the appropriate rate as shall be determined by the Executive Committee, the subscriptions being payable in advance, and who shall provide such evidence of musical ability as is required by the Executive Committee.

7. Determination of Membership of the Executive Committee

A member of the Executive Committee shall cease to hold office if he or she:

- i. is disqualified from acting as a member of the executive Committee by virtue of section 45 of the Charities Act 1992 (or any statutory re-enactment or modification of that provision);

- ii. becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
- iii. is absent without the permission of the Executive Committee from all their meetings held within a period of six months and the Executive Committee resolve that his or her office be vacated; or
- iv. notifies to the Executive Committee a wish to resign (but only if at least three members of the Executive Committee will remain in office when the notice of resignation is to take effect).

8. Management

- i. The management of the Society shall be in the hands of the Executive Committee.
- ii. All the arrangements for the concerts and other events, and the control of finance shall be in the hands of the Executive Committee.

9. Meetings and proceedings of the Executive Committee

- i. There shall be a quorum when at least one third of the number of members of the executive Committee for the time being or three members of the Executive Committee, whichever is the greater, are present at a meeting. If the quorum has not been reached at a scheduled meeting of the Executive Committee, the meeting will be re-convened as soon as is practically possible and within one calendar month at the latest.
- ii. In instances when the executive Committee casts votes for a particular strategy or action and where there is a tied vote, the Chairman shall have the casting vote.
- iii. In the case of absence of the Chairman, the meeting will be chaired by any one of the other four core positions on the Executive Committee (Honorary Secretary, Membership Secretary, Treasurer, Concert Manager).

10. Finance

- i. The financial year shall end on the 31st July.
- ii. A banking account shall be opened and maintained in the name of the Society and cheques shall be signed by any two of three designated officers of the Society (in practice, these will include the Chair and the Treasurer unless either or both of these posts are vacant for the time being).
- iii. The Society may receive donations, grants in aid and financial guarantees; and tickets for any or all of its concerts and other events may be offered for sale to the public.
- iv. 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.
- v. 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.

11. General Meeting

- i. Within eight weeks of the end of each financial year, the members shall be summoned to an Annual General Meeting of which at least fourteen days' notice in writing shall have been given.
- ii. There shall be a quorum when at least one tenth of the number of members of the Society for the time being or ten members of the Society, whichever is the greater, are present at any general meeting. If the quorum has not been reached at the Annual General Meeting, the meeting will be re-convened as soon as is practically possible and within one calendar month at the latest.
- iii. All members of the Society who have passed their voice assessment (for new members) and have paid their subscriptions for the current term at least will be entitled to vote at the Annual General Meeting.
- iv. A majority of the members of the Executive Committee or at least ten members of the Society may petition to call a Special General Meeting. The Committee shall give notice to all members in the normal way of the place, date and time of that meeting, which should be within 40 days of such a petition. Such notice is to include a summary, provided by the petitioners, of the matter or matters to be debated.

12. Accounts

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

13. Amendments

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

We hereby certify that this is a true copy of the amended constitution as adopted at the AGM of 19 September 2023



Dr C.G.Dalladay
Chairman

J.Ion
Honorary Secretary

Last updated: August 2023