

# CONSTITUTION OF WESTBOURNE ORCHESTRAL SOCIETY

Registered Charity Number 282074

**1. The society shall be called Westbourne Orchestral Society, hereinafter referred to as WOS.**

## **2. AIMS**

- 2.1 To promote and help popularise classical music, by the presentation of concerts, and thereby providing education in the art and science of music.
- 2.2 To provide a means by which musicians of various grades of competence can enjoy making music together.
- 2.3 To form its members into a symphony orchestra to encourage musical appreciation and knowledge.
- 2.4 To raise funds for various charities and causes.

## **3. MEMBERSHIP**

- 3.1 Membership shall be open to all those who are interested in the aims of WOS.
- 3.2 The members of WOS shall be those who pay the subscription at the appropriate rate, as determined by the Committee and agreed at the AGM.
- 3.3 There may be playing members, non-playing members and honorary members.
- 3.4 Playing members shall provide such evidence of musical ability as the Committee may require.
- 3.5 All playing members will be expected to be regular in their attendance at rehearsals and advise a Committee member if they are unable to attend.
- 3.6 The Committee has the singular right to terminate a membership at their discretion, after due procedure has been followed.

## **4. SUBSCRIPTIONS**

- 4.1 Subscription rates and dates for payment shall be set by the Committee and agreed at the AGM.

## **5. COMMITTEE**

- 5.1 The management of WOS shall be entrusted to the WOS Committee (the Committee), which shall consist of the following positions and individuals who must be members of WOS and will be elected to those positions annually at the AGM.

### OFFICERS

- Chairperson
- Honorary Secretary
- Honorary Treasurer

### EX-OFFICIO MEMBERS

- Librarian
- Membership Secretary

### COMMITTEE MEMBERS

- There shall be up to 6 general committee members voted in at the AGM.

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- The Vice Chairperson will be elected from the General Committee.

5.2 The Committee shall consist of the Officers, the Ex-Officio members and not more than 6 further members, of which not more than two may be non- playing members.

5.3 A quorum for committee meetings shall consist of the Chairperson (or Acting Chairperson in their absence) plus 4 elected committee members.

## **6. POWERS OF THE COMMITTEE**

6.1 The powers vested in the Committee relate to the requirements necessary to enable the fulfilment and management of WOS. The Committee has the power to:

6.1.1 Decide when committee meetings of WOS shall be held, and give at least 7 days notice of such meetings to all members.

6.1.2 Create sub-committees as deemed necessary.

6.1.3 Determine the level of subscription rates.

6.1.4 Co-opt members to fill positions on the Committee as deemed necessary.

6.1.5 Act in all matters and employ WOS funds in such a manner as deemed most effective and in the best interests of WOS.

6.1.6 To raise funds on behalf of WOS.

6.1.7 To receive funds from the benefactors, sponsors and other organisations/individuals.

6.1.8 Ensure correct financial management.

6.1.9 Nominate the Officers to be authorised cheque signatories; two signatures will invariably be required when funds are drawn from WOS's accounts.

6.1.10 To arrange the necessary insurance of WOS's instruments and possessions.

6.1.11 To arrange appropriate concert venues.

6.1.12 Take any action reasonably necessary to pursue and attain the aims of WOS.

## **7. ANNUAL GENERAL MEETING**

7.1 WOS's AGM shall be held annually before the end of the summer term.

7.2 The Society's Chairperson shall preside at all General Meetings.

7.3 Not less than 28 days notice of an AGM shall be given to all members, stating the business to be transacted. Members shall be notified in writing and/or by email.

7.4 Any Other Business items should reach the Honorary Secretary, in writing/by e-mail, at least seven days before the meeting.

7.5 Mandatory items for the agenda are:

- Apologies for absence
- Approval of minutes
- Matters arising from previous AGM minutes
- Annual report(s)

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- Adoption of accounts
- To set the subscription rate for WOS's Membership for the forthcoming year
- Election of Main Officers
- Election of General Committee
- Other business (subject to appropriate notice)

7.6 All nominations for election of the Committee shall be made to the Honorary Secretary not later than 7 days before the Annual General Meeting. Such nominations shall be in writing, and proposed and seconded by members of WOS, and the proposed nominee shall have consented to such nomination. If nominations exceed the number of vacancies, a secret ballot shall take place.

7.7 A quorum for an AGM or EGM of WOS shall consist of 20 members, or 75% of the membership, personally present and entitled to vote (whichever is the smaller).

## **8. EXTRAORDINARY GENERAL MEETING (EGM)**

8.1 An EGM may be called by WOS in the same manner as an AGM, at any time, stating the business and giving at least 14 days notice.

8.2 An EGM of WOS shall be held at the request of one fifth of the total playing members, or by a majority vote of the Committee. A letter signed by one of these qualifying groups must be lodged with the Honorary Secretary of WOS and the EGM notified to members and held within 21 days of the receipt of such a letter.

8.3 Voting entitlement shall be the same as for an AGM.

## **9.0 AGM / EGM VOTING PROCEDURE**

9.1 All playing members shall have the right to vote, the Chairperson having the casting vote.

9.2 Voting may be by a show of hands or by voting cards at the discretion of the Committee. In order to help both maximise attendance at meetings and to ensure that those voting may do so after hearing any relevant discussion, members must be present in person to vote.

## **10. AMENDMENT TO CONSTITUTION**

10.1 Amendments to this constitution require a two-thirds majority of those present and entitled to vote at any AGM or EGM. Any alterations can only be made at an AGM or EGM.

10.2 Any proposed amendment requires that at least 14 days notice has been given to all playing members.

10.3 Any proposed amendment should contain nothing that shall have the effect of causing WOS to cease to be a charity at law.

## **11. FINANCE**

11.1 The financial year shall end on 28<sup>th</sup> February each year (29<sup>th</sup> February in a leap year).

11.2 A bank account shall be opened in the name of WOS, and cheques shall be signed by any two of the nominated signatories (see 6.1.9).

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- 11.3 WOS may receive donations, grants in aid and financial guarantees, and tickets for all or any concerts, or other events, may be offered for sale to the public.
- 11.4 All monies at any time belonging to WOS and not required for immediate application for its aims, may be invested by the Committee as it deems fit, but so that monies subject to the jurisdiction of the Charity Commissioners shall only be invested in such investments as may for the time being be prescribed by law.
- 11.6 The Committee may borrow, for the aims of WOS, such monies at such rate of interest and in such manner as it may think fit, subject to the approval of members at an AGM.

## **12. DISSOLUTION**

- 12.1 In the event of the winding-up of WOS, the available funds of WOS, after all liabilities have been discharged, shall not be paid or transferred to any members of WOS, but shall be transferred to such one or more charitable bodies, having aims similar, or reasonably similar, to those herein before declared, as may be chosen by the Committee and approved by the Charity Commissioners for England and Wales.

## **13. APPOINTMENT OF CONDUCTOR, DEPUTY CONDUCTOR AND LEADER**

- 13.1 Appointments for the following positions shall be subject to annual review by the Committee at the end of the Spring term, after due and full consultation with WOS playing members:
- Conductor
  - Deputy Conductor
  - Leader

## **14. APPOINTMENT OF A NEW CONDUCTOR**

- 14.1 If a decision to change a Conductor has been taken by the Committee in conjunction with the orchestra, the selection process for a new Conductor should take place during the Summer and/or Autumn Term of the orchestra's year, to enable a new appointment to be made in time for the start of the Autumn or Spring terms respectively.
- 14.2 The appointment of a conductor shall involve a selection process determined by the Committee, and involving all playing members of the orchestra, whose final decision will be made through a secret ballot.