

**RICHMONDSHIRE CHORAL SOCIETY  
CONSTITUTION**

**1. THE NAME**

1.1 The full name of the Charity is Richmondshire Choral Society (*The Society*).

**2. ADMINISTRATION**

2.1 Subject to the matters set out below, the Society and its property shall be administered and managed in accordance with this Constitution by the members of the Executive Committee constituted by Clause 7 of this Constitution.

**3. THE OBJECTS OF THE SOCIETY**

3.1 The Society's objects are to promote, improve, develop and maintain public education in, and appreciation of, the art and science of music in all its aspects, by the presentation of public concerts and by such other ways as the Society, through its Executive Committee, shall determine from time to time.

**4. THE POWERS**

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

- (a) raise funds and 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;
- (b) buy, take on lease, or in exchange, any property necessary for the achievement of the objects and maintain and equip it for use;
- (c) hire the services of such persons as are necessary for the proper pursuit of the objects;
- (d) 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;
- (e) do all such other lawful things as are necessary for the achievement of the objects.

**5. MEMBERSHIP OF THE SOCIETY**

5.1 Ordinary Membership of the Society shall be open to any person over the age of 16 years interested in furthering the objects and who has paid the annual subscription laid down from time to time by the Executive Committee.

5.2 Ordinary Members considered to have served the Society with distinction may be elected by the Executive Committee to Honorary Life Membership. No subscription shall be payable from the date of election.

5.3 Individuals or businesses wishing to support the Society may join as Patrons on payment of a donation of a minimum amount to be decided from time to time by the Executive Committee. Patrons may receive benefits as decided by the Executive Committee.

5.4 Ordinary Members may also be Patrons, but shall be expected to make at least the minimum Patron's donation to the Society in addition to their annual subscription.

**6. THE HONORARY OFFICERS**

6.1 The Honorary Officers of the Society shall be a Chairman, a Secretary and a Treasurer.

6.2 The Honorary Officers shall –

- (a) be elected by the Ordinary Members of the Society, from amongst themselves, at the Annual General Meeting and will hold office for one year from the conclusion of that meeting; and
- (b) be eligible for re-election, save that the Chairman shall serve for a maximum of three successive years.

**7. THE EXECUTIVE COMMITTEE**

7.1 The Executive Committee shall consist of nine members being –

- (a) the three Honorary Officers specified in the preceding clause; and
- (b) six members elected by the Ordinary Members of the Society, from amongst themselves, at the Annual General Meeting, to serve for one year from the conclusion of that meeting.

- 7.2 The Executive Committee may allocate, within its membership, such specific responsibilities as it deems necessary for the effective management of the Society. Such roles shall include those of membership secretary, publicity officer and librarian.
- 7.3 The Executive Committee may co-opt members to fill any casual vacancies arising in the course of the year, but its proceedings shall not be invalidated by any vacancy remaining unfilled.
- 7.3 Save as provided in Clause 7.4, the members of the Executive Committee shall de facto be the Trustees of the Charity.
- 7.4 The Society's Musical Director and Accompanist shall, ex officio, be members of the Executive Committee, but shall not be entitled to vote in any proceedings of the same and shall not be Trustees of the Charity.

#### **8. PERSONAL INTERESTS OF MEMBERS OF THE EXECUTIVE COMMITTEE**

- 8.1 No member of the Executive Committee shall acquire any interest in property belonging to the Society (otherwise than as a Trustee of the Charity), or receive remuneration, or be interested (otherwise than as a member of the Executive Committee) in any contract entered into by the Executive Committee.

#### **9. MEETINGS AND PROCEEDINGS OF THE EXECUTIVE COMMITTEE**

- 9.1 The Executive Committee shall hold at least two ordinary meetings each year. A special meeting may be called at any time by the Chairman, or by any two Members of the Executive Committee, upon not less than four days' notice being given to the other Members of the Executive Committee of the matters to be discussed.
- 9.2 The Chairman shall act as chairman at meetings of the Executive Committee. If the Chairman is absent from any meeting, the Members of the Executive Committee present shall choose one of their number to be chairman of the meeting, before any business is transacted.
- 9.3 There shall be a quorum when at least one third of the Members of the Executive Committee, for the time being, are present at any meeting.
- 9.4 Every matter shall be determined by a majority of the votes of the Members of the Executive Committee present and voting on the question. In the case of an equality of the votes, the chairman of the meeting shall have a second or casting vote.
- 9.5 The Executive Committee shall keep minutes of the proceedings at all its meetings and those of any sub-committee.
- 9.6 The Executive Committee may appoint one or more sub-committees, consisting of three or more Members of the Executive Committee, for the purpose of making any inquiry or supervising or performing any function or duty which, in the opinion of the Executive Committee, 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 Executive Committee.
- 9.7 The Executive Committee may take decisions of an urgent nature by means of electronic communication if it is not possible to arrange a regular meeting of the Committee, provided that:
- (1.) each such decision is considered on an individual basis
  - (2.) the Chair has the agreement of the majority of Committee members that it is appropriate for the particular decision to be made by such means
  - (3.) each member's response is transmitted to all other members
  - (4.) any such decision is made by a quorum of the committee
  - (5.) the decision is noted in the Minutes of the next following meeting of the Executive Committee.

#### **10. RECEIPTS AND EXPENDITURE**

- 10.1 The funds of the Society, including all donations, subscriptions, contributions and bequests, shall be paid into an account operated by the Executive Committee in the name of the Charity at such bank as the Executive Committee shall from time to time decide. All cheques drawn on the account must be signed by two of at least three of the Members nominated by the Executive Committee, and one of whom should be the Treasurer.
- 10.2 The funds belonging to the Society shall be applied only in furthering the objects.

#### **11. ACCOUNTS**

- 11.1 The Executive Committee shall comply with their obligation under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to –

- (a) the keeping of accounting records of the Charity and the preparation of annual statements of account, as soon as practicable after 31<sup>st</sup> May each year;
- (b) the independent examination of the statements of account of the Charity; and
- (c) the transmission of the statements of account of the Charity to the Charity Commission.

## **12. ANNUAL REPORT**

- 12.1 The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commission.

## **13. ANNUAL RETURN**

- 13.1 The Executive Committee shall comply with their obligation under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Charity Commission.

## **14. ANNUAL GENERAL MEETING**

- 14.1 There shall be an annual general meeting of the Society which shall be held in the month of September each year.
- 14.2 The annual general meeting shall be called by the Executive Committee. The Hon Secretary shall give at least 21 days' notice to all members of the Charity. All members of the Charity shall be entitled to attend and vote at the annual general meeting.
- 14.3 The Chairman shall be chairman of the annual general meeting. If he or she is not present, and before any other business is transacted, the members present shall appoint a chairman of the meeting.
- 14.4 The Executive Committee shall present to each annual general meeting the report and accounts of the Society for the preceding financial year.
- 14.5 Nominations for Honorary Officers and for the members of the Executive Committee shall be made by members of the Society and submitted to the Hon Secretary before the date of the annual general meeting. Each nomination requires a proposer and a seconder and the signature of the nominee indicating a willingness stand.
- 14.6 In the event that there is more than one candidate for any post, election will be by ballot. In the event that no nominations are received in advance, these may be accepted at the annual general meeting provided that each nomination has a proposer and a seconder and the nominee indicates a willingness to stand.

## **15. EXTRAORDINARY GENERAL MEETINGS**

- 15.1 The Executive Committee may call an extraordinary general meeting of the Society at any time. Alternatively, ten or more members of the Society may request the Hon Secretary to call such a meeting. In either case, the Hon Secretary shall give at least 21 days' notice and a statement of the business to be discussed to all members of the Society.

## **16. PROCEDURE AT GENERAL MEETINGS**

- 16.1 The Hon Secretary, or other person appointed by the Executive Committee, shall keep a full record of the proceedings at every general meeting of the Society.
- 16.2 There shall be a quorum when at least one tenth of the members of the Society, for the time being, or ten members of the Society, whichever is the greater, are present at any general meeting.

## **17. ALTERATION TO THE CONSTITUTION**

- 17.1 Subject to the following provisions, this Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice of the general meeting must include notice of the resolution, setting out the terms of the alterations proposed.
- 17.2 No amendment may be made which would have the effect of making the Charity cease to be a charity in law and the Executive Committee should promptly send to the Commission a copy of any amendment made under this clause.

## **18. DISSOLUTION**

- 18.1 If the Executive Committee decides that it is necessary or advisable to dissolve the Society it shall call a meeting of all members, of which not less than 21 days' notice (stating the terms of the

resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting the Executive Committee shall have power to realise any assets held by or on behalf of the Society. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions with objects similar to the objects of the Society as the members may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts for the final accounting period of the Society must be sent to the Commission.

**This Constitution was adopted at the Annual General Meeting  
of Richmondshire Choral Society held at the Methodist Church,  
Dundas Street, Richmond, North Yorkshire on 21 October 2019**

Signed:

**Judy Moorhouse (Chair)**.....

**Mary Branigan (Hon Secretary)**.....

**Patricia Fairey (Hon Treasurer)**.....