

# CONSTITUTION OF THE EXETER CHILDREN'S ORCHESTRA

## 1 TITLE

The name of the Orchestra shall be: The Exeter Children's Orchestra, referred to hereafter as the Orchestra.

## 2 OBJECTS

To promote, 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 recitals and by such other ways as the Orchestra through its Committee, shall determine from time to time.

## 3 MEMBERSHIP

There shall be 2 categories of membership:

- (i) Playing Membership, open to any child from the age 5 - 18, at the discretion of the Committee in consultation with the Director of Music. New entrants may be required to join a waiting list. Playing Members have no voting rights.
- (ii) Ordinary Membership, to which all parents or guardians of the Playing Members shall be entitled to be admitted. Any other adult persons interested in furthering the purposes of the Orchestra shall also be eligible for Ordinary Membership.

The title of 'Life Member' is purely an honorary one awarded by the Committee. A Life Member has no voting rights unless that person is also an Ordinary Member.

Members will pay any annual subscription appropriate to their category of membership at a rate set and modified as necessary by the Committee. Members must keep their subscriptions up-to-date. Any Ordinary Member who has not paid the current subscription within three months of the due date shall be deemed to have ceased membership.

Registers should be maintained by the Committee of Playing and Ordinary Members.

The Committee has the right to refuse membership and to ban any person from Orchestra activities. This does not apply to Committee Members in their capacity as Trustees of the charity. Any person who has been refused membership has the right of appeal to the Committee.

#### **4 COMMITTEE**

- a) The management of the Orchestra shall be in the hands of a Committee consisting of between seven and thirteen persons who shall be elected by and out of the Orchestra's Ordinary Members at the Annual General Meeting. At least seven of these persons must at the time of their election be parents or guardians of Playing Members of the Orchestra. The Chairperson, Treasurer and Secretary shall be elected by the Committee Members (the Trustees) from the membership of the Committee at a properly convened Committee meeting following the AGM, and shall serve a maximum of one year before re-election. The Chairperson, Secretary and Treasurer can be removed from office (although not removed from the Committee) at any time, by a simple majority vote of the Committee Members.
- b) Subject to a limit of a total of thirteen Committee Members, the Committee shall have the power to co-opt persons, who must be Ordinary Members of the Orchestra, to serve on the Committee until the next Annual General Meeting. The Committee must always have at least seven members who, at the time of their election or co-option, are parents or guardians of Playing Members of the Orchestra.
- c) Election to the Committee shall be until the next Annual General Meeting.
- d) No elected or co-opted member of the Committee shall serve for more than six consecutive years. On the expiration of such period one further year must elapse before any such member shall again be eligible for election.
- e) All elected or co-opted members of the Committee shall be required to attend no fewer than half of its meetings in any year of their service; a member who fails to do so is not eligible for re-election at the Annual General Meeting following such failure, and one further year must elapse before he or she shall again be eligible for election or co-option.
- f) The Committee shall appoint a Director of Music of the Orchestra and shall determine his or her remuneration, conditions of service and agree a contract of employment with him or her.
- g) The proceedings of the Committee shall not be invalidated by any failure to elect or appoint, or any defect in the election, appointment, co-option or qualification of any member thereof.
- h) Any Committee Member may resign following written notification to the Committee provided that at least seven members (who have been elected by the Ordinary Members) remain to properly administer the charity. Otherwise, either a Special General Meeting should be called to elect additional members to the Committee, or the Annual General Meeting held.
- i) The following apply to the running of Committee Meetings:
  - the quorum shall be five Committee Members;
  - voting will be by a simple majority, with the Chairperson having a casting vote in the event of a tie.

In addition, the calling and running of Committee Meetings will be governed by a set of Standing Orders drawn up and maintained by the Committee. These must contain the following:

- the procedure for calling meetings;
- how items are placed on the agenda;
- procedures for the circulation and approval of minutes;
- how standing orders are altered;
- financial procedures and reporting.

## **5 FINANCE**

The financial year shall end on 31st July.

All year-end accounts shall be presented to, and agreed by, the Committee prior to being independently examined for presentation at the AGM.

A banking account shall be opened in the name of the Orchestra and cheques signed by any two of the following; four Committee Members nominated by the Committee.

## **6 INCOME AND PROPERTY**

The Orchestra may receive donations, grants in aid, financial guarantees and bequests. The income and property of the Orchestra whencesoever derived shall be applied solely towards promoting the objects of the Orchestra as set forth above and no portion thereof shall be paid or transferred either directly or indirectly to any member or members of the Orchestra except as set out in paragraph 4f hereof and in payment of reasonable and proper out-of-pocket expenses incurred on behalf of the Orchestra.

Separate funds may be created to purchase instruments, and to provide assistance with tuition fees, the money in these funds to be non-transferable.

## **7 ANNUAL GENERAL MEETING**

Within three months after the end of each financial year the Ordinary Members of the Orchestra shall be summoned to an Annual General Meeting of which at least 14 days notice in writing shall be given.

## **8 DISSOLUTION**

The Orchestra may be dissolved by a Resolution passed by a two-thirds majority of Ordinary Members present and voting at a Special General Meeting convened for the purpose, of which 21 days notice shall have been given to the Ordinary Members. Such Resolution may give instructions for the disposal of any assets held by or in the name of the Orchestra, provided that if any property remains after satisfaction of all debts and liabilities such property shall not be paid to or

distributed among the Ordinary Members of the Orchestra but shall be given or transferred to such other charitable institution or institutions having objects similar to some or all of the objects of the Orchestra as the Orchestra may determine and if and in so far as effect cannot be given to this provision then to some other charitable purpose.

## **9 AMENDMENTS TO CONSTITUTION**

- a) Alteration to this constitution shall receive the assent of two-thirds of the Ordinary Members present and voting at an Annual General Meeting or a Special General Meeting. A resolution for the alteration of the constitution must be received by the Committee at least 21 days before the meeting at which the resolution is to be brought forward. At least 14 days notice of such a meeting must be given by the Committee to the membership and must include notice of the alteration proposed.
- b) Provided that no alteration shall be made to the objects clause, the dissolution clause or this clause until the approval in writing of the Charity Commissioners or other authority having charitable jurisdiction shall have been obtained; and no alteration shall be made which would have the effect of causing the Orchestra to cease to be a charity in law.