

## **CONSTITUTION OF PINSUTI CHOIR, ILKLEY**

### **1. Name**

The name of the organisation is Pinsuti Choir, (the Ilkley and Skipton Chamber Choir) called 'the Choir' in this Constitution.

### **2. Aims**

To be a choir that aims to perform music in the chamber choir tradition to a high standard; to enjoy singing together and to share that enthusiasm and enjoyment with our audiences; to introduce new and less well known music to audiences in an accessible manner; and to grow our individual musicality by our practice together.

### **3. Values**

The Choir is not aligned to any political party or religious denomination. The values of the Choir embrace equality, humanity and respect.

### **4. Membership and Subscriptions**

a) Membership is open to any individual who is suitable in the judgement of the Musical Director, following an audition.

b) The Membership Secretary, Treasurer or a nominated Officer of the Committee, will keep a full record of all members and subscriptions paid.

c) Prospective new members will be asked to complete and submit a registration form. New members will receive their first 2 sessions free prior to their audition. The Committee may defer or decline any application to join the Choir if they reasonably consider it appropriate taking into account the views of the Musical Director and the preferred size of the choir.

d) All members are expected to abide by and act in accordance with the aims and values of the Choir. A member's concerns (including any grievance or complaint) relating to the Choir should, where appropriate, be raised with the Musical Director in the first instance, and may be referred to the Committee if the Musical Director is unable to resolve it to the member's satisfaction.

e) Any member intending to leave the Choir should inform the Membership Secretary. In the event that a member has not attended for one term, the Membership Secretary will contact them to ascertain if they intend to return. If no reply is received within a reasonable time, it will be assumed that they have left the Choir.

f) Any member of the Choir may have their membership terminated by the Committee in the case of serious or persistent breaches of this Constitution, or failure to abide by or act in accordance with the aims or values of the Choir.

g) Any member whose membership is terminated by the Committee shall have the right of appeal to the next General Meeting or AGM, whichever is the sooner.

h) Only members whose subscriptions are paid up to date will be allowed to vote at an AGM or other General Meeting.

i) Each membership year will be a period of 12 months ending on 31 July, and will be divided into three terms. Members will be encouraged to pay subscriptions on an annual or termly basis, or by monthly standing orders.

j) The Committee will decide the annual subscription rate before the beginning of each membership year, based on keeping subscriptions as low as practicable for members, while maintaining a sound financial base for the Choir. Any increases will be agreed in advance at the AGM.

## **5. Meetings**

### **5.1 General terms for all meetings**

- a) The Secretary will arrange for a written record of all meetings to be kept, and will circulate:
  - ☐ minutes of all Committee meetings to all Committee members and the Musical Director, and
  - ☐ minutes of the AGM and all other General Meetings to all members.
- b) Minutes of Committee meetings will also be made available to all members of the Choir on request.
- c) Any proposed changes to the Constitution or proposal to wind up the Choir will be notified to all members at least 14 days before the meeting at which the proposal is to be discussed. Such proposals must be agreed by three-quarters of those present and eligible to vote.
- d) Any other matters put to the vote at any meeting will be decided by a simple majority of those present and eligible to vote.
- e) In the event of a tied vote at any meeting, the Chair of the meeting will have an additional casting vote.
- f) Voting will be by a show of hands, unless a proposal to use a secret ballot is put forward, seconded and passed by the meeting.
- g) The quorum for all General Meetings, including the AGM, will be ten members or one quarter of the current membership, whichever is the lesser.

### **5.2 Annual General Meeting**

- a) The Annual General Meeting ('AGM') will be held at the beginning of the Summer term of each membership year, at a date, time and venue determined by the Committee. The Secretary or another Committee member will give members no less than 14 days written notice of the meeting.
- b) The business of the AGM will include:
  - ☐ \_ Election of Committee Members
  - ☐ \_ Financial Report
  - ☐ \_ Other Officers' Reports
  - ☐ \_ Musical Director's Report
  - ☐ \_ Any other matter properly proposed by any member, and which has been notified to the Secretary in writing at least 3 days before the meeting

### **5.3 General Meetings**

- a) Any other General Meeting shall be called by the Secretary if so requested by the Committee or by a request signed by at least 7 members.
- b) 14 days written notice of any such General Meeting, and the agenda, will be given to members.

### **5.4 Committee meetings**

- a) Committee meetings can be called at the request of the Chair or at least 3 Committee members. All Committee members will be notified at least 7 days before the meeting.
- b) A Committee meeting will be held at least once a term.
- c) The quorum for a Committee meeting is half the total number of Committee members (with fractions rounded down to the nearest whole number) plus one and must include at least 2 Officers.

## **6. Committee Members and Officers**

- a) Committee members will be elected at the AGM in accordance with clause 5.1f), up to a maximum of 9 Committee members at any time.
- b) The Committee members will elect, at the first Committee meeting after each AGM, the following Officers from amongst their number: Chair, Secretary, Membership Secretary, Treasurer and Assistant Treasurer, to hold office until the end of the following AGM. The roles of Membership Secretary and Treasurer may be held by the same person. We expect the membership to include a representative from each voice (unless already serving on the Committee).
- c) Any member can volunteer to serve on the Committee at the AGM, and all members will be expected to help with the running of the Choir from time to time. Committee members are expected to attend all meetings, wherever practicable, and to perform their designated roles.
- d) All members of the Committee will retire at each AGM. Any individual will be eligible for re-election.
- e) The Committee can co-opt any member as a full Committee member until the next AGM.
- f) The Committee can establish working groups or sub-committees to deal with specific aspects of running the Choir, provided that
  - ☐ any working group consists of at least three members, including one Committee member where considered necessary by the Committee and
  - ☐ all proposals made by working groups shall be subject to approval by the Committee.
- g) The Committee, or any working group, can invite any non members with special expertise to attend Committee or working group meetings, although they will not have voting rights.

## **7. Finance**

- a) The Committee will open and maintain a bank account in the name of the Choir. All monies will be paid into the account.
- b) Subject to 7d) below, money paid out in the name of the choir in excess of £25 will only be paid i) by cheque, debit card or online payment and ii) by the Treasurer or assistant Treasurer with the written authority of another Officer or Committee member, and where the invoiced expenditure is in line with that anticipated. The Committee will decide and the Treasurer will instruct the bank from time to time, which signatures can be accepted. There will always be at least 2, and normally 3, signatories to the bank account. All Cheques are countersigned.
- c) Sums of £25 or less may be paid in cash on the authority of the Treasurer or assistant Treasurer, subject to suitable receipts.
- d) No Committee member will derive any financial benefit from the Choir, other than the payment of reasonable expenses.
- e) Any Committee member who carries out an activity agreed beforehand by the Committee will not be personally liable for debts and will be entitled to be indemnified from the Choir's funds, provided that no payment will be made, or obligation entered into, which cannot be met from the Choir's funds.
- f) A copy of the Choir's most recent bank statements will be made available to any member on request.
- g) The Choir's financial year will run from 1st August to 31st July
- h) Each AGM will receive a written financial statement for the preceding year, audited by a competent, independent person chosen by the Committee, but not a member of the Committee.

## **8. Musical Director**

a) The Choir will appoint a Musical Director and substitutes as required. The Committee shall be responsible for agreeing (a) the process of selection, (b) what remuneration s/he shall receive. The Musical Director shall not be a member of the Committee, but may be invited to attend Committee Meetings.

b) The Musical Director shall have the responsibility of musically directing the Choir. These responsibilities shall include, but not be limited to, music selection, the teaching of music to the Choir, the finding of additional musicians, as needed, and special Choir tasks. The Musical Director will also have the responsibility of directing the Choir at scheduled performances. The choice of music will be in the hands of the Musical Director who will on a regular basis seek and be open to suggestions from the Choir.

## **9. Changes to the Constitution**

a) Changes to the Constitution can be made at the AGM or at a General Meeting called specifically for the purpose.

b) Any member of the Choir can propose and second a change to any part of the Constitution by writing to the Secretary, at least 21 days before the meeting at which the proposal is to be discussed.

## **10. Winding Up**

a) The Choir can only be wound up by a vote at a General Meeting called in accordance with clause 5.

b) If the proposal to wind up the Choir is passed, and after settling all proper debts and obligations, including refund of grant to funding bodies, there are any assets remaining, these shall not be given to any member of the Choir. Instead they shall be transferred to another organisation agreed by the meeting which passes the resolution to wind up the Choir. Any body put forward as a potential recipient should be charitable and in keeping with the ethos of the Choir, i.e. not a registered political or religious body.

## **11. Notice**

a) All written notice given to any member (including any Committee member) pursuant to this Constitution shall normally be sent by email to the email address notified to the Committee for that purpose, and will be deemed served on the date and time of transmission.

b) Each member shall provide the Committee with an email address for notices, and will notify the Committee of any changes in email address. If the member does not have an email address, s/he should make alternative arrangements with the Secretary.

This Constitution was adopted at a General Meeting of the Pinsuti Choir on 7<sup>th</sup> February 2018

Name Alan Wingfield, Chair

Signature