

Proposed Constitution for The Axe Vale Orchestra

1. The Name of the Orchestra will be The Axe Vale Orchestra, hereafter referred to as the Orchestra.

2. The objects of the orchestra shall be:

(i) to advance, improve, develop and maintain public education in, and appreciation of, the art and science of music in all its aspects by any means the trustees see fit, including through the presentation of public concerts and recitals.

(ii) to further such charitable purpose or purposes the trustees in their absolute discretion shall think fit but in particular through the making of grants and donations.

3. Membership

Membership of the orchestra shall be open to any person interested in furthering the objects of the orchestra, and who has paid the annual subscription at the appropriate rate or rates as shall be determined by the committee, all subscriptions being in advance.

Every member shall have one vote.

The committee has the power to terminate the membership of any individual, provided that the decision of the committee (with the exception of (i) the individual concerned if a member of the committee and (ii) any member of the committee making or connected with the complaint against the individual) is unanimous as to the termination and as to there being good reason for it, and provided the individual concerned shall have the right to be heard by the committee, accompanied by a friend if desired, before a final decision is made.

4. Officers and Committee

The management of the orchestra shall be in the hands of a committee consisting of the following three Officers, Chairman, Secretary and Treasurer and five other members. The Officers and the other committee members shall be elected by and out of the orchestra's members at the Annual General Meeting. They shall hold office until the next Annual General Meeting and be eligible for re-election. The Committee are the charity trustees.

The conductor may attend all committee meetings except when his/her position is being considered.

5. Management

All the arrangements for the concerts and any other events and the control of finance shall be in the hands of the committee

6. Powers

In furtherance of the objects but not otherwise the committee may exercise the following powers:

i) power to raise funds and to invite contributions provided that in raising funds the committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law.

ii) 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.

iii) power subject to any consents required by law to borrow money and to charge all or part of the property of the orchestra with repayment of the money borrowed.

iv) power to co-operate with other charities, voluntary bodies and statutory authorities

operating in furtherance of the objects or of similar charitable purposes and exchange information and advice with them.

v) power to appoint and constitute such advisory committees as the committee may think fit.

vi) power to do other lawful things as necessary for the achievement of the objects.

7. Meetings and Proceedings of the Committee

i) The committee shall hold at least 2 ordinary meetings each year. A special meeting may be called at any time by the chairman, or by any 2 members of the committee, upon not less than 4 days' notice being given to the other members of the committee of the matters to be discussed but if the matter includes the appointment of a co-opted member then not less than 21 days' notice must be given.

ii) The chairman shall act as chairman at meetings of the committee. If the chairman is absent from any meeting, the members of the committee present shall choose one of their number to be chairman before any business is transacted.

iii) There shall be a quorum when at least one third of the number of the members of the committee for the time being, or three members of the committee (whichever is the greater) are present at a meeting.

iv) Every matter shall be determined by a majority of the votes of the members of the committee present and voting on the question, but in the case of equality of votes, the chairman of the meeting shall have the second or 'casting' vote.

v) The committee shall keep minutes of the proceedings at meetings of the committee and any sub-committee, and shall ensure that these are stored safely and they are available for inspection as required.

vi) The committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of meetings and the custody of documents. No rules may be made which is inconsistent with this constitution.

vii) The committee may appoint one or more sub-committees, consisting of three or more members of the committee, for the purpose of making any enquiry or supervising or performing any function or duty which, in the opinion of the committee, would be more conveniently undertaken or carried out by a sub-committee: provided that all the acts and proceedings of any such sub-committee shall be fully and promptly reported to the committee.

8. Equal Opportunities

No individual shall be excluded from membership of the orchestra or de-barred from any official capacity on the committee on the grounds of sex, race, colour, age, religion, sexual orientation, disability or political affiliation.

9. Finance

i) The financial year shall end on 31 December

ii) A bank account shall be opened in the name of the orchestra and cheques shall be signed by any two of the officers of the committee.

iii) The orchestra shall receive donations, grants in aid and financial guarantees. Tickets for any or all of its concerts and other events shall be offered for sale to the public.

iv) The income and property of the orchestra 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 other members of the orchestra except in legitimate expenses incurred on behalf of the orchestra (ie payment of leader, hired soloists, conductor)

10. Annual General Meeting.

Within 6 weeks of the end of the financial year the members shall be summoned to an Annual General Meeting of which at least 21 days notice in writing shall be given to all

members.

The committee shall present to each AGM the report and accounts of the preceding year.

Nominations for election to the committee must be made by members of the orchestra in writing to the secretary at least 14 days before the AGM. Should nominations exceed vacancies an election shall be held.

11. Special (Extraordinary) General Meeting

A Special General Meeting may be called by the committee or upon a written request to the secretary and signed by at least 25% of the orchestra giving 21 days notice. the notice must state the business to be discussed.

12. Procedure at General Meetings

The secretary or other person specially appointed by the committee shall keep full record of proceedings at every general meeting.

There shall be a quorum when at least 10% of the members of the orchestra at the time or 10 members, whichever is the greater, are present at any general meeting.

13. Accounts

The financial accounts shall be audited or examined to the extent required by legislation or, if there is no such requirement, scrutinized by a person who is independent of the committee and then submitted to the members at the AGM.

14. Alterations to the Constitution

The constitution may be altered by a two-thirds majority of the members present and voting at any General Meeting, provided that 14 days' notice of the proposed alteration has been sent to all members.

15. Dissolution

In the event of the orchestra being wound up, any assets remaining upon dissolution after the payment of proper debts and liabilities shall be transferred to a charitable institution or institutions having similar objects to those of the orchestra.