

# **Llysfaen Singers Constitution**

## **1. Name**

The name of the Society shall be “**Llysfaen Singers**” hereinafter referred to as the “Society”.

## **2. Objects**

The objects of the society shall be:

2.1 To promote community participation in the learning and enjoyment of music, and in particular singing, through the provision of opportunities to join in choral singing and 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 including utilising the services of a Musical Director.

2.2 To further such charitable purpose or purposes as the trustees in their absolute discretion shall think fit but in particular through the making of grants and donations.

## **3. Membership**

3.1 Membership of the Society shall be open to any person interested in furthering the objects of the Society, and who has paid the appropriate subscription at a rate or rates as shall be determined by the Committee from time to time; all subscriptions being payable in advance.

3.2 Membership of the Choir shall not be dependent upon auditions and musical ability, but upon the desire to obtain pleasure from singing and to give pleasure to other people by their singing.

3.3 Every member shall have one vote.

3.4 The Secretary will keep a record of the Choir's membership.

3.5 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 both as to the termination and as to there being good reason for it, and provided that 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**

4.1 The management of the Society shall be in the hands of a Committee which shall consist of not less than 5 members nor more than 9 being:

- i) The Officers, namely: Chairperson, Secretary and Treasurer;
- ii) Sectional Representatives; ~~and~~
- iii) Librarian; and
- iv) Social Secretary.

4.2 The Officers and the other Committee members shall be elected by and out of the Society's members at the Annual General Meeting; they shall hold office until the next Annual General Meeting and be eligible for re-election. The members of the Committee are the Charity Trustees.

#### **5. Management**

5.1 All the arrangements for the concerts and 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:

6.1 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.

6.2 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.

6.3 Power to 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.

6.4 Power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects.

6.5 Power to appoint and constitute such advisory committees as the Committee may think fit; including the ability to appoint not more than 2 co-opted members with specific knowledge, skills or experience for a suitable period of time.

6.6 Power to do all such other lawful things as are necessary for the achievement of the objects.

## **7. Meetings and Proceedings of the Committee**

7.1 The Committee shall hold at least 3 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.

7.2 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 other business is transacted.

7.3 There shall be a quorum when at least 5 members of the Committee for the time-being and including at least one Officer are present at a meeting.

7.4 Every matter shall be determined by a majority of 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 a second or 'casting' vote.

7.5 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 that they are available for inspection as required.

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

7.7 The Committee may appoint one or more sub-committees, consisting of two 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 acts and proceedings of any such sub-committee shall be fully and promptly reported to the Committee.

## **8. Equal Opportunities**

The Society shall be non-political and non-sectarian. Membership shall be irrespective of political allegiance, nationality, religious belief, race, colour, gender, age, disability or sexual orientation.

## **9. Finance**

9.1 The financial year shall end on 31<sup>st</sup> March.

9.2 A banking account shall be opened in the name of the Society and cheques shall be signed by any one of the Officers.

9.3 The Society 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.

9.4 The income and property of the Society whencesoever derived shall be applied solely towards promoting the objects of the Society as set forth above and no portion thereof shall be paid or transferred either directly or indirectly to any member or members of the Society except in payment of legitimate expenses incurred on behalf of the Society.

## **10. Annual General Meeting**

10.1 Within six months of the end of each 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.

10.2 The Committee shall present to each AGM the report and accounts of the Society for the preceding year; the election of Officers and Committee; agreeing any amendments to this Constitution; appointment of auditor; and such other business as the Society may decide.

10.3 Nominations for election to the Committee must be made by members of the Society in writing and must be in the hands of the Secretary of the committee at least 7 days before the AGM. Should nominations exceed vacancies, an election shall be held.

## **11. Extraordinary General Meeting**

An Extraordinary General Meeting of which at least 21 days' notice in writing must be given to members, may be called for by the Committee **or** upon written request to the Secretary signed by at least ten members of the Society. The notice must state the business to be discussed.

## **12. Procedure at General Meetings**

12.1 The Secretary or other person specially appointed by the Committee shall keep a full record of proceedings at every general meeting of the charity.

12.2 There shall be a quorum when at least 40% of the members of the Society at the time or 20 members, whichever is the greater, are present at any general meeting.

### **13. Accounts**

13.1 The Treasurer shall prepare and keep up to date accounts and will provide financial reports to the Society at regular intervals.

13.2 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 Annual General Meeting.

### **14. Alterations to the Constitution**

14.1 The Constitution may be altered by a two-thirds majority of the members present and voting at any General Meeting, provided that ten days' notice of the proposed alteration has been sent to all members and provided that nothing herein contained shall authorise any amendment which shall have the effect of the Society ceasing to be a charity.

14.2 No amendment may be made to clause 1 (the name of the Charity), clause 2 (the Objects), clause 9.4 (Distribution of Assets), or clause 15 (Dissolution), without the prior written consent of the Charity Commission. The Committee shall send the Charity Commission a copy of any amendment made under this clause.

### **15. Dissolution**

In the event of the Society 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 Society.

---

Revision 3 of the Llysfaen Singers Constitution adopted at the Special General Meeting of the Society held on Wednesday, 18<sup>th</sup> September 2019.

Martin R. Bye

Secretary, Llysfaen Singers