



Founded 1962
Registered charity No 514557
Constitution

1. Name

The name of the Society shall be **Durham Choral Society** hereinafter referred to as the Society'

2. Objects

The objects of the society shall be:

- 2.1 The study and practice of choral music in order to educate the public in the knowledge and appreciation of such music by the presentation of concerts and other activities.
- 2.2 to further such charitable purposes as the trustees in their absolute discretion shall think fit, financially or otherwise but in particular by the making of small grants and donations.

3. Membership

- 3.1 Full membership of the society shall be open to any person aged 18 or over interested in furthering the objects of the society, and who has paid the annual subscription at the appropriate rate.
- 3.1b Junior membership is open to those under 18 years of age without voting rights, by invitation of the Committee and with appropriate adult supervision arrangements.
- 3.2 Existing members shall provide such evidence of musical ability as the committee may require. For new members, a full audition is not normally required but a simple voice test may be necessary.
- 3.3 Applicants who are considered to be musically unsuitable may have their membership refused by the Committee. In the event of a dispute the individual concerned shall have the right to be heard by the Committee, accompanied by a friend, before a final decision is made.
- 3.4 Members must pay their full subscription no later than five weeks after the Annual General Meeting, unless explained by extenuating circumstances. However, allowance will be made for those facing financial difficulties, as the Committee shall from time to time determine.
- 3.5 Every member shall have one vote at General Meetings.
- 3.6 Singing members will be expected to be regular in attendance at practices. Subject to the committee's discretion, any member who has failed to attend two thirds of the rehearsals for any concert performance shall not sing at the performance.
- 3.7 The Society normally hires out music to members at an appropriate charge. It is the responsibility of each member to keep this in good condition and to return the music on the date and time specified by the Librarian. If any music is damaged or lost which incurs a cost to The Society, the Society will pass the charges on to the member responsible. All members are reminded that unauthorised photocopying of copyright music is illegal.
- 3.8 The committee has the power to terminate the membership of any member, 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. Presidents and Vice Presidents

The Society will have a President and the committee may invite Vice Presidents.

5. Officers and Committee

5.1 The management of the Society shall be in the hands of a Committee consisting of the following Officers Chair, Secretary, Treasurer, and eight other members, one of whom will be the Making Music Representative.

5.2 The Officers shall serve for no more than five consecutive years. Initial appointment shall be for three consecutive years with the option of the Society to extend this by a maximum of two years. The officer becomes re-eligible for election after an interval of three years.

5.3a The other Committee members shall be elected by and out of the Society's members at the Annual General Meeting for two years. They will be eligible for re-election.

5.3b 50% of the posts will be subject to election every year. No committee member should normally be re-elected on more than two occasions. The member becomes re-eligible for election after an interval of two years.

5.4 The Committee shall act in accordance with all resolutions carried at General Meetings of the Society.

5.5 The committee shall have the power to co-opt such persons as it may deem necessary from time to time provided that the number co-opted shall not exceed one third of the total committee.

5.6 The Musical Director shall be an ex-officio member of the committee and may attend all committee meetings in an advisory capacity except when their position is being considered. They shall be registered as being 'in attendance'.

5.7 A minimum of seven committee members, including the Officers, are the charity trustees.

5.8 In the event that a Committee cannot be established, the remaining Trustees will be responsible for taking appropriate action.

6. Management

6.1 The governance and direction of the Society and control of finance shall be in the hands of the Trustees.

6.2 The running of the Society will be in the hands of the Committee, in accordance with the Standing Orders and the agreed Policies of the Society.

7. Powers of the Committee

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

7.1 to raise funds and to invite contributions provided that this is not part of any substantial permanent trading activity and shall conform to the requirements of the law;

7.2 to buy, or hire any property necessary for the activities of the Society;

7.3 to co-operate with and support other charities, voluntary bodies and statutory authorities that operate towards objects of similar charitable purposes and to exchange information and advice with them;

7.4 to appoint and constitute such advisory committees as the Committee may think fit;

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

8. Meetings and Proceedings of the Committee

8.1 The committee shall hold at least five ordinary meetings each year. A special meeting may be called at any time by the chairman, or by any two members of the committee, upon not less than four days' notice being given to the other members of the committee of the matters to be discussed.

8.2 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.

8.3 There shall be a quorum when six members of the committee are present at a meeting. This will include a minimum of two Officers and a minimum of three Trustees.

8.4 Relevant matters shall be determined by a majority of votes of the Trustees and/or 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.

8.5 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.

8.6 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.

8.7 The committee may appoint one or more sub-committees, consisting of three or more members of the committee, or members of the Society, provided that at least two members shall be 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, and is subject to the agreement of the Committee.

9. Finance

9.1 The financial year shall end on 31st August

9.2 A banking account shall be maintained in the name of the Society and cheques or withdrawals shall be signed/approved by any two of the three Officers. The account will be operated in line with the Society's Standing Orders.

9.3 The Society shall receive donations, grants in aid and financial guarantees. Tickets for any or all of its concerts and other events may 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.

9.5 The financial accounts shall be examined to the extent required by legislation or, if there is no such requirement, scrutinised by a person who is independent of the Committee and then submitted to the members at the Annual General Meeting.

10. Annual General Meeting

10.1 Within six weeks of the end of each financial year the members shall be summoned to an Annual General Meeting of which at least fourteen days' notice in writing shall be given to all members.

10.2 The main business shall be:

- a. the receiving and approval of the annual report and the audited financial accounts.
- b. the election of officers of the society and members of the committee.
- c. the appointment of the financial Examiner
- d. The setting of the Annual subscription.

10.3 Nominations for election to the committee may be made by any members of the society in writing, subject to the said member's consent and must be in the hands of the secretary of the committee at least 14 days before the AGM. Should nominations exceed vacancies, an election shall be held.

10.4 Any resolution for the Annual General Meeting must be given in writing to the Secretary, at least 14 days prior to the meeting. The resolution must have a seconder. The proposer should be available to speak at the meeting.

11. Special (Extraordinary) General Meeting

A Special General Meeting (also known as 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 or 10% of the members of the Society, whichever is the greater. 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, are present at any general meeting.

13. Equal Opportunities

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

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 fourteen days' notice of the proposed alteration has been sent to all members, setting out the terms of the alteration proposed, 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 10.4 (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

15.1 The Society may be dissolved by a resolution passed by a two-thirds majority of those present and voting at a Special General Meeting convened for the purpose of which 21 days notice shall be given to the members.

15.2 In the event of the Society being wound up, any assets remaining upon dissolution after the payment of proper debts and liabilities shall not be paid to or distributed among the members of the Society but shall be transferred to a charitable institution or institutions having similar objects to those of the Society and whose rules preclude the distribution of income and assets among its members as the committee shall decide with the approval of the Charity Commissioners for England and Wales.

This Constitution was adopted by the Society at the EGM held on 6 May 2015 and updated following the 2017 AGM

This constitution is based on a model created by Making Music, updated by them October 2013, and approved by the Charity Commission and the Office of the Scottish Charity Regulator (OSCR) for use by unincorporated voluntary music groups.

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