

## CONSTITUTION FOR THE SOUTH WEST EARLY MUSIC FORUM

As adopted by the Annual General Meeting on 3.5.2014

Paragraph 12 (Procedure at general meetings) was amended 23.7.2016

### 1. Name

The name of the Society shall be the South West Early Music Forum, hereinafter referred to as the Society.

### 2. Objects

The objects of the Society shall be:

1. to coordinate, publicise and organise activity in the field of medieval, renaissance, baroque and pre-classical music in the South West region and advance, improve, develop and maintain public education in the same field. The area of coverage shall be Bristol, Cornwall, Devon, Dorset, Gloucestershire, Somerset and Wiltshire.
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

The Society shall consist of Institutional, Individual and Family (husband and wife and children under eighteen) members. Every member shall have one vote except Institutional members who shall be given no other right than to receive the Diary and all other publicity circulated by the Society.

Membership of the Society shall be open to any individual or institution interested in furthering the objects of the society and who has paid the annual subscription.

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.

A member shall be deemed to have resigned from the Society when his or her annual subscription is six months in arrears.

#### **4. Officers and Committee**

The management of the Society shall be in the hands of a Committee consisting of the following Officers: Chairman, Secretary, Treasurer, Editor of the Diary, Membership Secretary and Web Editor plus further members selected in such a way that each of the seven areas is represented on the Committee: the officers and the other Committee members shall normally 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 Committee shall have the power to co-opt another member of the Society on to the Committee. The Committee are the charity trustees.

#### **5. Management**

All the arrangements for events and the control of finance shall be in the hands of the Committee. Members of SWEMF who wish to organise events may do so provided that arrangements of events shall be overseen by 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 Society with repayment of the money so 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 to exchange information and advice with them;
- v) power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects;
- vi) power to appoint and constitute such advisory committees as the Committee may think fit;
- vii) power to do all such other lawful things as are 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 two 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 other business is transacted.
- iii) There shall be a quorum when at least one third of the number of 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 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.
- 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 that 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 their meetings, and the custody of documents. No rule 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 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 Society and no adult 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 annual rates of subscription shall be approved by a simple majority of those present and voting at an Annual General Meeting of the Society and shall remain in force until the next Annual General Meeting, being payable on 1 April.
- ii) The subscriptions shall be paid to the Treasurer who shall prepare an audited account of the income and expenditure of the Society for presentation to the Annual General Meeting following the end of each financial year.
- iii) The financial year shall end on 31 March and the Annual General Meeting shall be held not more than six months later.
- iv) A banking account shall be opened in the name of the Society and cheques shall be signed by any two of the designated Committee members of the Society.
- v) The Society may receive donations, grants in aid and financial guarantees, and tickets for any event which it promotes may be offered for sale to non-members.
- vi) The Society may charge members for admission to events which it promotes but shall endeavour to make charges less than that asked of non-members.
- vii) 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, provided that nothing shall prevent the payment in good faith by the Society of reasonable and proper remuneration for services actually rendered including reasonable and proper fees and usual charges for professional services.
- viii) In the event of the winding-up or dissolution of the Society under clause 15 any remaining assets after all liabilities have been discharged shall be transferred to a charitable organisation whose objects are similar to those of the Society and whose rules preclude the distribution of income and assets among its members.

## **10. Annual General Meeting**

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.

The Committee shall present to each AGM the report and accounts of the society for the preceding year.

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 14 days before the AGM. Should nominations exceed vacancies, an election shall be held, with appointments made by a simple majority of members present and voting.

Persons representing Institutional Members shall not be eligible for election to the Committee of the Society.

Persons under the age of eighteen shall not be eligible for election to the Committee of the Society.

## **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 three members of the Committee or any ten other members of the Society. 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 a full record of proceedings at every general meeting of the charity.

There shall be a quorum of ten members of the society (of whom at least three shall be members of the Committee) present at any general meeting and at a meeting of the Committee it shall be at least one third of the number of members of the Committee for the time-being, or three members of the Committee (whichever is the greater).

## **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 Annual General Meeting.

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

The constitution may be altered by a 75% 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 and provided that nothing herein contained shall authorise any amendment which shall have the effect of the Society ceasing to be a charity.

No amendment may be made to clause 1 (the name of the charity), clause 2 (the objects), clause 9 vii) (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**

The Society may be dissolved by resolution of the members on a motion proposed by the Committee that the pursuit of the Society's stated aims is no longer possible.

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. Members will vote to decide on the charitable institution or institutions.