

THE CITY OF OXFORD CHOIR CONSTITUTION

Preamble

The City of Oxford Choir is constituted by its members. The formal organisation of the Choir (in this document it is also called the Charity) which this constitution describes is the possession of the current membership.

1. The Name, Objects and Composition of the Choir

- a. The Society shall be called the City of Oxford Choir.
- b. The Choir is established to promote, develop and maintain public interest and education in, and appreciation of choral music in all its aspects by rehearsing and giving concerts in Oxford and elsewhere and for exchanges with other musical organisations. The choir also exists to or for such charitable purposes as the choir through its committee shall from time to time decide.
- c. The Choir shall consist of a Musical Director and ordinary members, and may additionally include a President and honorary members. Its business shall be conducted by the members and the Musical Director in Annual and Extraordinary General Meetings and by a committee. The terms 'member' and 'membership' shall be understood to refer only to ordinary members unless otherwise indicated.

2. The Members

- a. Membership of the Choir shall be open to any person who satisfies the Musical Director at an audition of his or her ability as a singer. Members of the Choir shall be re-auditioned by the Musical Director at the Musical Director's discretion and at intervals of not more than three years after their admission. Members shall be required to take part regularly in rehearsals and public performances and to pay an annual subscription.
- b. A General Meeting of the Choir may appoint as honorary members persons whom the Choir wishes to acknowledge because of their active interest in the Choir. Honorary members shall not be required to pay an annual subscription and shall not be permitted to sing at any rehearsal or public performance unless they have the permission of the Musical Director. Honorary members shall not have the power to vote at a General Meeting.

3. The Committee

- a. The day to day business of the Choir shall be conducted by a Committee comprising five officers, and up to four other members of the Choir.
- b. The members of the Committee shall be the Trustees of the Charity.

c. The officers shall be Chair, Secretary, Treasurer, Publicity Officer and Librarian. The officers shall be elected by a General Meeting to serve for three years, subject to sub-clause (e). Outgoing officers may stand for re-election. The term of three years of officers and other elected members of the Committee shall be deemed to expire at the third Annual General Meeting following the General Meeting at which they were elected.

d. In addition to the officers, up to four members of the Choir shall be elected by a General Meeting, subject to sub-clause (f), to serve on the Committee for three years. They may not be re-elected within one year from the end of their last term of membership of the Committee.

e. The Committee has the power to co-opt members (subject to sub-clause (f)) if and when necessary.

f. No person may serve as a member of the Committee if:

i. he or she has been disqualified for acting as a Trustee by virtue of s. 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision); or

ii. he or she ceases to be a member of the Choir; or

iii. lacks the mental capacity to act as a Trustee; or

iv. resigns as a member of the Choir; or

v. is absent without the permission of the Committee from all their meetings held within a period of six consecutive months and the Committee resolves that his or her office be vacated.

g. The Committee shall meet when required and not less than three times a year. A written record of each meeting shall be kept.

h. The quorum of the Committee shall be five members of the Committee of whom two must be officers.

i. The Committee shall have the power to audition and appoint and terminate the appointment of the Musical Director and also to decide the amount of honoraria paid to the Musical Director and the Accompanist.

j. The Committee shall have the power to terminate the membership of any member of the Choir who fails to carry out his or her obligations as specified in Clause 2a or who behaves in a manner likely to bring the Choir into disrepute.

k. The Committee must notify the Commission promptly of any changes to the Charity's entry on the Central Register of Charities.

l. The Musical Director shall be an invited attendee of committee meetings however the Musical Director shall not have formal membership of the committee and may not vote.

4. General Meetings

a. The election of officers, other elected members of the Committee, and honorary members, the setting of the annual subscription, and any other business pertaining to the general life of the Choir shall be conducted at a General Meeting of the Choir.

b. An Annual General Meeting shall be held each year in October.

- c. Special General Meetings shall be held at the discretion of the Committee or on the written demand of at least ten members of the Choir.
- d. Every member of the Choir shall be given at least twenty one days' notice in writing of the date of the Annual General Meeting or of any Special General Meeting. Substantive points for the agenda must reach the Secretary at least fourteen days before the Meeting. The agenda shall be made available to the members at least seven days before the meeting.
- e. The quorum at any General Meeting shall be 50% of the members.
- f. All nominations for elected positions in the Choir and for honorary membership shall be duly proposed and seconded at a General Meeting. No person may be so nominated without his or her prior consent.
- g. A written record shall be kept of each General Meeting.

5. The Musical Director

The responsibilities of the Musical Director shall be the musical direction of the Choir; the selection of the music, subject to the approval of the Committee; the appointment of the Accompanist and other musicians as and when required and subject to the approval of the Committee; and the auditioning and selection of singers.

6. Financial Management

- a. All monies received by the Choir shall be used solely towards promoting the objectives of the Choir as set forth above and no portion thereof shall be paid either directly or indirectly to any member of the Choir except in payment of legitimate expenses incurred on behalf of the Choir.
- b. In the event of the dissolution of the Choir, any assets remaining after the payment of proper debts and liabilities shall be transferred to a charitable organisation having similar objectives to those of the Choir. The Committee must notify the Commission promptly that the Charity has been dissolved. If the Committee are obliged to send the Charity's accounts to the Commission for the accounting period which ended before its dissolution, they must send the Commission the Charity's final accounts.
- c. The Treasurer shall be responsible for maintaining the Choir's accounts with a bank acceptable to the Committee and shall give a report on the accounts, to the Annual General Meeting for formal adoption.
- d. The Treasurer shall be responsible for complying with the Trustees' obligations under the Charities Act 1993 with regard to:
 - i. the keeping of accounting records for the Charity;
 - ii. the preparation of annual statements of account for the Charity;
 - iii. the transmission of the statements of account to the Charity;
 - iv. the preparation of an annual report and its transmission to the Commission;

- v. the preparation of an annual return and its transmission to the Commission.
- e. Accounts must be prepared in accordance with the provisions of any Statement of Recommended Practice issued by the Commission, unless the Trustees are required to prepare accounts in accordance with the provisions of such a Statement prepared by another body.
- f. Two auditors shall be appointed by the Annual General Meeting. Retiring auditors may be re-appointed.

7. Subscriptions

- a. An annual subscription shall be set by the Annual General Meeting.
- b. Members joining during the spring or summer terms shall pay two thirds or one third of the annual subscription respectively.

8. The President

The Choir may appoint a President at the Annual General Meeting to hold office for five years.

9. The Constitution

- a. The Constitution may be amended by a two-thirds majority of the members present at an Annual General Meeting or an Extraordinary General Meeting, provided that:
 - i. no amendment may be made that would have the effect of making the Choir cease to be a Charity at law;
 - ii. no amendment may be made to alter the Objects if the change would not be within the reasonable contemplation of the members of or donors to the Choir;
 - iii. no amendment may be made to clause 6 without the prior written consent of the Commission.
- b. All members of the Choir shall be given notice in writing of all proposed amendments to the Constitution at least fourteen days before the amendments are considered by an Annual or Extraordinary General Meeting.
- c. A copy of any resolution amending this Constitution shall be sent to the Commission within twenty one days of it being passed.