

Rules of Oldham Choral Society

1. Title

The name of the Society shall be Oldham Choral Society hereinafter referred to as "the Society".

2. Objects

The objects of the Society shall be to promote, improve, develop and maintain public education in and appreciation of the art and science of choral music in all its aspects by the presentation of public concerts and other related activities.

3. 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 sex, race, colour, age, religion, sexual orientation, disability or political affiliation.

4. Interpretation of Rules

Any reference in these Rules to the masculine gender shall in all cases apply equally to the feminine gender. Any question or dispute arising as to the meaning or interpretation of these Rules shall be decided by the Committee.

5. Membership

5.1. The members of the Society shall be those who are admitted to membership and pay the annual subscription;

5.2. Members shall provide such evidence of musical ability as the Committee shall require.

5.3. All members agree that they shall be bound by the rules of the Society a copy of which shall be posted in the rehearsal room and provided to each member on request

5.4. Music supplied to members of the Society shall be treated as if it were the property of the Society. Members shall be personally liable for any financial charges incurred by the Society arising from any delay or failure to return such music by the due date notified to members.

6. Subscriptions

6.1. A member's subscription and the date or dates for payment shall be such sum and such date or dates as the members shall determine at the annual general meeting.

6.2. If a person becomes a member after the 1st January, his first subscription shall be reduced by one-half

6.3. If the whole subscription or the first instalment or the second instalment, as the case may be, is not paid within one calendar month of its due date, the member shall not be entitled to sing in any concert of the Society until payment is made.

6.4. Subscriptions of temporary members shall be at the discretion of the Committee.

7. Absence from Rehearsals

Members should aim to attend all rehearsals and should attend sufficient rehearsals for each concert in order to be able to satisfy the Musical Director and Committee of their musical competence to participate in the final performance. All Members will be expected to attend the last 2 rehearsals except, (in exceptional circumstances), with the approval of the Musical Director and the Chairman of the Society

8. Life members

A member who has given long and outstanding service to the Society may on the recommendation of the Committee be elected by the members of the Society at an annual general meeting as a life member. Members may send to the Secretary names of people suggested for election to life membership. Life members shall have the full privileges of membership and full voting rights but do not pay any further annual subscription.

9. Termination of membership

Membership is terminated if a member resigns by written notice to the Secretary or if any sum due from the member to the Society is not paid in full within six months of it falling due or if the member is removed from membership by a resolution of the Committee. The member shall not be entitled to a refund of any subscription previously paid.

10. Members not to make a profit out of the Society

No member may on any pretence or in any manner receive any profit, salary or emoluments from the funds or transactions of the Society, except for professional services rendered at the request of the Committee or except in payment of legitimate expenses incurred on behalf of the Society.

11. Members addresses and Notices

11.1. Every member of the Society shall notify the Secretary of his up-to-date address telephone number and e-mail address. All notices in writing required to be given by the Society to the members under these Rules may be posted in the rehearsal room and/or sent by post or electronic means. The non-arrival of any notice sent by the Society shall not invalidate any meeting convened by the Society.

11.2. A member present in person at any meeting of the Society shall be deemed to have received notice of the meeting and of the purpose for which it was called.

12. Management

The management and control of all the affairs of the Society shall be vested in an elective committee (referred to in these rules as "the Committee").

13. Officers and Trustees and Committee

13.1. The Committee shall consist of:

13.1.1. the Officers set out below,

13.1.2. any current member of the Society who was an ex-officio member of the Committee under the rules of the Society in force immediately prior to the coming into force of these Rules

13.1.3. eight sectional representatives (2 from each section of the Choir) and

13.1.4. such other members of the Society who shall be elected as a member of the Committee

13.2. The Musical Director shall be entitled to attend and contribute to all meetings of the Committee except when his position is being considered but shall not be counted towards the quorum nor be entitled to vote

13.3. The Chairman, the Secretary and the Treasurer shall be the Officers and Trustees of the Society. The number of Trustees shall be not more than 4 nor less than 2

14. Election of members of the Committee

14.1. The Officers and the other members of the Committee shall be elected by and out of the Society's members at the Annual General Meeting. They shall hold office until the conclusion of the next Annual General Meeting but shall be eligible for re-election. If the election is contested, the election shall be by ballot.

14.2. A candidate for election must be proposed by one member and seconded by another member

14.3. The Secretary shall circulate a list (Nomination List) to be signed by candidates, proposers and seconders. The Nomination List shall be closed 7 days prior to the calling of the Annual General Meeting

14.4. Sectional Representatives shall be proposed and seconded only by members of the section of the Choir that they are to represent

14.5. A candidate signifies his willingness to stand for election by personally signing the Nomination List

14.6. Where there is an equal number of vacancies as there are candidates for election, the names appearing on the Nomination List shall be declared elected as members of the Committee.

14.7. Every member of the Society is entitled, but not obliged, to vote for as many candidates as there are vacancies to be filled

14.8. Up to the number of vacancies for each position, the candidates who receive most votes must be declared elected and in the case of 2 or more candidates receiving an equal number of votes, the matter shall be decided by ballot.

15. Powers of the Committee

15.1. In furtherance of the objects of the Society but not otherwise the Committee may exercise the following powers:

15.1.1. power in consultation with the Musical Director to determine the concert programme for each season

- 15.1.2. 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;
- 15.1.3. power to buy, take on lease or in exchange any property necessary for the achievement of the objects of the Society and to maintain and equip it for use;
- 15.1.4. 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;
- 15.1.5. power to employ such staff (who shall not be members of the Committee) as are necessary for the proper pursuit of the objects of the Society;
- 15.1.6. 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;
- 15.1.7. power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects;
- 15.1.8. power to appoint and constitute such advisory or sub-committees as the Committee may think fit and may depute or refer to them such of its powers and duties as it may determine;
- 15.1.9. 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 a right to be heard by the Committee, accompanied by a friend if desired, before a final decision is made.
- 15.1.10. power to do all such other lawful things as are necessary for the achievement of the objects.

15.2. No alteration of the rules of the Society or any resolution of the Society in general meeting shall have retrospective effect to invalidate any prior act of the Committee.

16. Meetings of the Committee

16.1. The Committee shall meet as often as the needs of the Society require. The Chairman of the Society (or in his absence the Vice-Chairman) shall be the chair of the meeting and shall have an additional or casting vote at any meeting. All resolutions or decisions taken by the Committee shall require a simple majority of those present at the meeting.

16.2. The Committee may regulate their proceedings as they think fit subject to the provisions of these Rules.

16.3. No decision may be made at a meeting of the Committee unless a quorum is present at the time the decision is purported to be made.

16.4. 5 members of the Committee forms a quorum.

16.5. If the number of members of the Committee is less than the number fixed as the quorum, the continuing members of the Committee may act only for the purpose of filling vacancies or of calling a general meeting.

16.6. If for any reason a vacancy occurs during its term of office the Committee shall have power to appoint another member to fill that vacancy for the remainder of the term.

16.7. A resolution in writing signed by all of the members of the Committee or of a sub-committee or who have otherwise indicated their agreement by electronic means shall be as valid and effectual as if it had been passed at a meeting of the Committee or (as the case may be) a sub-committee duly convened and held.

16.8. A resolution in writing may comprise several documents containing the text of the resolution in like form each signed or otherwise indicate agreement by electronic means by one or more members of the Committee (or sub-committee as the case may be).

16.9. Minutes of all proceedings of the Committee must be taken and be open to inspection by any member of the Society on application to the Secretary

17. Sub-committees

17.1. All sub-committees must minute their meetings, periodically report their proceedings to the Committee for approval or ratification and must conduct their business in accordance with its directions.

17.2. No expenditure may be incurred on behalf of the Society except in accordance with a budget previously agreed by the Committee.

17.3. The Chairman of the Society and Secretary shall be ex-officio members of all sub-committees.

17.4. A sub-committee at its first meeting after the Annual General Meeting shall choose a Chairman from one of its own number and shall decide on the quorum for any meeting of the sub-committee. The chairman of the sub-committee shall have a second or casting vote at any meeting of the sub-committee. All resolutions of the sub-committee shall require a simple majority of those present at the meeting

18. Annual General Meeting

18.1. Within 3 months of the end of each financial year the members shall be summoned to an Annual General Meeting.

18.2. The date and time of the Annual General Meeting shall be fixed by the Committee provided that not more than 15 months may elapse between successive annual general meetings

- 18.3. The business of the Annual General Meeting shall be to:
- 18.3.1. receive the report of the Chairman, the report of the Musical Director and the report of the Treasurer
 - 18.3.2. receive the accounts of the Society
 - 18.3.3. appoint the Committee for the ensuing year
 - 18.3.4. fix the annual subscription of the Society
 - 18.3.5. and consider any other business as determined by the Committee and decide on any resolution which may be submitted to the meeting in the manner provided below

19. Notice of business at annual general meeting

Any member who desires to move any resolution at the Annual General Meeting must give notice in writing to the Secretary not later than 7 days prior to the calling of the meeting

20. Extraordinary General Meeting

- 20.1. An Extraordinary General Meeting may be called by the Committee at any time
- 20.2. An Extraordinary General Meeting must be called by the Committee if requested to do so by written request to the Secretary signed by at least 12 members or 10 percent of the total membership at that time whichever is the greater. The request must state the nature of the business that is to be discussed and any resolution that is to be put to the Extraordinary General Meeting. If the meeting is not called within 28 days of the request the members may proceed to call an extraordinary meeting but in so doing they must comply with the provisions of these Rules.

21. Convening general meetings

- 21.1. At least 21 days before the Annual General Meeting or any Extraordinary General Meeting, notice of the meeting and the business to be transacted at it must be given to members.
- 21.2. No business other than that of which notice has been given may be brought forward at a general meeting.

22. Proceedings at general meetings

- 22.1. At all general meetings of the Society the Chairman, or in his absence the Vice-chairman or a member selected by the members of the Society at the meeting must take the chair.
- 22.2. Every member present is entitled to one vote upon every motion and in the case of an equality of votes the chairman of the meeting may have a second or casting vote.

23. Quorum

- 23.1. No business shall be transacted at any general meeting unless a quorum is present.
- 23.2. The quorum for all general meetings is 30 members or 25 percent of the total membership at that time whichever is the greater

23.3. If a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall be adjourned to such time and place as the Committee shall decide.

23.4. The Committee must re-convene the meeting and must give not less than 5 clear days' notice of the re-convened meeting stating the date time and place of the meeting.

23.5. If no quorum is present at the re-convened meeting within fifteen minutes of the time specified for the start of the meeting the members present at that time shall constitute the quorum for that meeting.

24. Finance

24.1. The financial year of the Society ends on 30th April in each year and the accounts of the Society must be balanced to that date.

24.2. The accounts shall be audited or 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

24.3. Banking accounts shall be maintained in the name of the Society and cheques shall be signed by any two of the Officers.

24.4. The Society may receive donations, grants in aid, financial guarantees and income from ticket sales. Tickets for any or all of its concerts and other events may be offered for sale to the public.

24.5. The income and property of the Society from whatever source shall be applied solely towards promoting the objects of the Society.

25. Amendments

These Rules may be amended by the votes of 75 percent of the members present at any general meeting of the Society provided that nothing in these Rules shall authorise any amendment that shall have the effect of the Society ceasing to be a charity.

26. Dissolution

26.1. The Society may be dissolved by the votes of 75 percent of the members present at a general meeting of the Society.

26.2. If the members resolve to dissolve the Society the Trustees will remain in office as Trustees and be responsible for winding up the affairs of the Society in accordance with this Rule 26

26.3. The Trustees must collect in all assets of the Society and must pay and make provision for all liabilities of the Society.

26.4. 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.

26.5. In no circumstances shall the net assets of the Society be paid to or distributed among the members of the Society