

## Constitution of Pentland Singers

### Title

The name of the choir shall be **PENTLAND SINGERS**.

### Objects

The objects of the choir shall be:

- a) To advance, 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 choral concerts and thereby provide for the enjoyment of amateur music making in the community, and to share that enjoyment with others; and
- b) to act for such other purposes as are charitable in law as the committee may from time to time decide, including, but not limited to, making charitable donations to recognised or registered charities.

### Powers

In pursuance of these objects (but not otherwise) the Choir shall have the following powers:

- a) engage and pay fees to professional and technical advisors/consultants to assist in the work of the Choir;
- b) **enter into contracts on behalf of the Choir. A contract cannot be entered into unless it has been approved by the committee or, if the contract is above a value of the annual income of the choir, a special meeting of the choir;**
- c) take out membership of such organisations as are considered to be in the interests of and compatible with the objects of the Choir;
- d) **establish additional choirs for young people under the care of the PENTLAND SINGERS in order to advance the objects of the choir;**
- e) collect and disseminate information on all matters affecting the objects and exchange such information with other bodies having similar objects whether in this country or overseas;
- f) cause to be prepared and printed or otherwise reproduced and circulated, free of charge or for payment, such papers, books periodicals, pamphlet or other documents or films or recorded tapes or compact disks **or electronic music files** (whether audio or visual or both) as shall further the objects;
- g) borrow or raise money for the objects and accept gifts on such terms and on such security as shall be deemed to be appropriate; raise funds and invite and receive contributions from any person or persons by way of subscription or otherwise;
- h) invest the funds of the Choir not immediately required for the objects in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) as may at the time be imposed by law and
- i) do all such other lawful things as are incidental or conducive to the attainment of the objects.

### Membership

The members of the choir shall be those people who wish to be associated with the choir in a singing capacity, and who have paid the annual subscription as laid down by the after mentioned committee from time to time.

### Office bearers and Committee

The management of the choir shall be in the hands of a committee consisting of a Convenor, an Honorary Secretary, an Honorary Treasurer, and **up to six** other members. The office bearers and the other committee members shall be elected by and out of the choir members at the after mentioned Annual General Meeting **or Special General Meeting**. They shall hold office for two years, and be eligible for re-election, but may not serve on committee for more than **five** years consecutively. The conductor of the Choir and the accompanist shall be permanent members of the committee but may not participate in or vote on any matters concerning their own terms and conditions. A member of the committee shall vacate office ipso facto if he or she ceases to be a member of the choir, and the remaining committee members shall have the power to co-opt another member of the choir onto committee to fill the vacancy. The member so appointed shall have full voting rights until the next Annual General Meeting. **Five**

members, two of whom must be office bearers, shall be a quorum, and such quorum may exercise the powers of the committee. The quorum shall at all times be made up of non-remunerated members. In the case of equality of votes, the Convenor shall have a second or casting vote. **The Committee may set up sub-committees with special functions as necessary. The sub-committee will consist of at least two full Committee members, one of whom is an office-bearer, and report back to the Committee.**

### **Finance**

The financial year shall end on July 31st.

A banking account shall be opened in the name of the PENTLAND SINGERS, and the Treasurer, and either the Convenor or Secretary shall sign cheques. The committee shall cause proper accounts to be kept, and a written statement made available for inspection at the Annual General Meeting. It will be competent for the choir to have their books audited by two members of the choir who are not members of the committee.

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

### **Annual General Meeting**

Not later than **three calendar months** after the end of each financial year, i.e. by 31<sup>st</sup> October at the latest. This should be long enough for the Treasurer to prepare the Accounts and have them audited by two members of the choir, Secretary to prepare and send out the Notice, the members shall be summoned to an Annual General Meeting, of which at least fourteen days notice i.e. 14th Oct at the latest in writing shall be given. Fifteen choir members, of whom four must include two office-bearers and three other members of committee, shall constitute a quorum, and such quorum may exercise the powers of the Annual General Meeting. A Special General Meeting may be convened by the committee whenever they think fit, or by the requisitioning in writing of not less than one third of the members. At least fourteen days notice in writing shall be given, and the business to be submitted to the meeting stated.

### **Amendments**

The Constitution **or membership of the Committee** may be amended by a two thirds majority of the members present at an Annual or Special General Meeting, provided that fourteen days notice of the proposed amendment has been sent to all members and provided that nothing therein contained shall have the effect of the choir ceasing to be a charity.

### **Dissolution**

In the event of the choir being wound up, any assets remaining after the satisfaction of all debts and liabilities shall not be paid to or distributed among the members of the Choir but shall be given or transferred to a recognised charitable organisation(s) having objects similar to those of the Choir.

END

Sarah Dawson, 19<sup>th</sup> November 2013