



NWEMF

North West Early Music Forum

Constitution

Version 0.7
Revised 2009
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Approved at EGM ?

NWEMF

Registered by the Charity Commission: Registration No. 508218

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Document Version Control

Version	Description	Comments	Date
0.1	Initial draft revision	Incorporates latest Charities Act changes	March 2009
0.2	Minor revisions	Change to accommodate revised Making Music membership status	August 2009
0.3	Minor revisions	Further change to terms to accommodate Making Music	September 2009
0.4	Minor revisions	Changes following discussion with the Charity Commission	September 2009
0.5	Minor revisions	Final changes following approval from Charity Commission	September 2009
0.6	Minor revisions	Remove 'honorary' from title of secretary and treasurer to avoid confusion	January 2010
0.7	Minor revisions	Remove references to 'season'. Approved by Committee 10.1.2010	January 2010

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1 TITLE

The name of the Society shall be North West Early Music Forum, hereinafter referred to as the Society. It may be referred to as “NWEMF”.

2 OBJECTS

The Society is established for charitable purposes only.

The objects of the Society shall be the education of the public in the study, practice and appreciation of the art of music and the allied arts and in particular (but without prejudice to the generality of the foregoing) music of the medieval, renaissance and baroque periods (hereinafter called “early music”). In pursuance of the foregoing object and within the limits permissible to charity the Society may (inter alia):

- i. Sponsor or promote or join in sponsoring or promoting concerts, recitals, broadcasts, recordings, seminars, lectures, classes, and courses and events of an allied nature
- ii. Disseminate information relating to early music to members of the Society and others by means of a regular newsletter and otherwise.
- iii. Print, publish, and distribute books, pamphlets, and leaflets relating to early music.

3 MEMBERSHIP

There shall be two categories of membership: Ordinary and Honorary.

- 3.1 The Committee may appoint persons as Honorary Members of the Society. Honorary membership is for life and no subscription is payable. Honorary members may not vote at General Meetings of the Society.
- 3.2 The Committee may recommend to a General Meeting of the Society that a person be appointed as an Honorary President of the Society. Honorary Presidents shall have the same rights and privileges as Honorary Members. In addition, Honorary Presidents are ex officio members of the Committee. Honorary Presidents may not vote at Committee Meetings, nor at General Meetings of the Society.
- 3.3 The Ordinary members of the Society shall be those persons who pay the annual subscription.
- 3.4 A body corporate, or an unincorporated society, may apply for Ordinary membership of the Society. Such groups, provided that they have paid the relevant subscription, may nominate an individual to vote on their behalf at General Meetings of the Society.
- 3.5 Prospective and existing members may be required to complete an application form and provide such information as the Committee shall determine from time to time.

4 SUBSCRIPTIONS

- 4.1 The level of subscriptions and details of any deferred payment scheme(s) for the following year shall be determined by the Committee and notified to all members at the start of each year.
- 4.2 Subscriptions, or the first payment of a deferred payment scheme, shall be payable on 1st January annually. Subscriptions outstanding, unpaid by March 31st, shall involve removal from the Register of Members, and membership shall be forfeited.

5 MANAGEMENT

- 5.1 The sole management and control of the Society, both financial and otherwise, shall be vested in the Committee hereinafter defined.
- 5.2 The Committee shall prepare an annual budget of all estimated expenditure and income before determining the level of subscriptions for the following year.
- 5.3 The Committee is empowered to take any action not covered by the Constitution, which is in their opinion desirable for the benefit of the Society.

6 COMMITTEE

- 6.1 The Committee shall consist of the Executive Officers of the Society and Ordinary Committee Members.
- 6.2 The Executive Officers are the Chairman, up to two Vice Chairmen, Secretary, and Treasurer, who shall hold office until the next Annual General Meeting, at which they will be eligible for re-election.
- 6.3 There shall be a minimum of two and a maximum of eight Ordinary Committee Members who shall hold office until the next Annual General Meeting, at which they will be eligible for re-election.
- 6.4 The Executive Officers and other Committee Members shall be elected by and out of the Society's Ordinary Members at the Annual General Meeting.
- 6.5 A quorum of the Committee shall be three, which must include at least one Executive Officer.
- 6.6 The Committee shall have the power to co-opt Members, appoint sub-committees and Officials in addition to and other than those specified in the Constitution.
- 6.7 Vacancies arising on the Committee may be filled by the Committee; such members to serve until the next Annual General Meeting.
- 6.8 The Chairman, or designated deputy, shall have a personal deliberative vote and a casting vote at Committee Meetings and all General Meetings of the Society.
- 6.9 The Trustees of the Charity are all of the elected members of the Committee, excluding any honorary, ex-officio, or co-opted members of the Committee.

7 PRESIDENT, PATRONS, AND BENEFACTORS

- 7.1 The Committee may from time to time appoint a president, patrons and/or benefactors. The roles, and other terms of such appointments, shall be agreed by the Committee, and the appointee, before the appointments are made.

8 FINANCE

- 8.1 All annual accounting and reporting requirements shall meet the requirements of The Charities (Accounts and Reports) Regulations 2005, the Charities Act 2006 and any subsequent amendments and requirements.
- 8.2 The financial year shall end on the 31st of December.
- 8.3 The Honorary Treasurer shall present the Society's Annual Accounts (subject to audit) to the Members at the Annual General Meeting. Copies of the accounts are to be available to the membership at the Annual General Meeting.
- 8.4 Members may inspect the Society's accounts on request upon giving reasonable notice.
- 8.5 The Society's Accounts shall be audited and the Auditor's Report shall be communicated to all members and be made available for inspection by members before July 31st of the following year.
- 8.6 Banking account(s) shall be opened in the name of the Society and cheques may be signed by any of the Honorary Treasurer, the Chairman, the Vice Chairman, or the Honorary Secretary. The Committee shall decide from time to time on the numbers of signatures required on each cheque, which may vary according to the cheques' value. The Committee shall also decide on the number of Committee Members who will receive regular bank statements.
- 8.7 The Society may receive donations and grants.
- 8.8 Tickets for any concerts, workshops, lectures, and other events, may be offered for sale to the public.
- 8.9 All the income and property of the Society shall be applied solely towards promoting the objects of the Society as set out 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 reasonable and legitimate expenses incurred on behalf of the Society.
- 8.10 The Committee may engage the services of Members and Committee Members in accordance with the provisions of Sections 73A - C of the 1993 Charities Act as amended 2006.
- 8.11 Where a Member is engaged to provide a professional service to, or on behalf of, the Society, the appropriate fees for the service shall be payable as agreed with the Committee.

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- 8.12 If a Committee Member is engaged to provide a service on behalf of the Society, that member may not participate in the vote nor be counted as a part of the quorum of the Committee for the vote for that engagement.
- 8.13 In the event of the winding-up or dissolution of the Society, any remaining assets after all liabilities have been discharged shall not be paid or transferred to any member or members of the Society, but shall be transferred, subject to the approval of the Charity Commissioners, to a charitable organization whose objects are similar to those of the Society, and whose rules preclude the distribution of income and assets among its members.

9 ANNUAL GENERAL MEETING

- 9.1 The members shall be summoned to an Annual General Meeting of the Society within sixteen weeks of the end of each financial year. At least twenty-eight days' notice of the date of the Annual General Meeting shall be given to all Members.
- 9.2 The Agenda shall include
- 9.2.1 A report of the Committee presented by the Chairman. The report will include a review of the events and activities during the past year, a summary of plans for the future, and a statement setting out the Society's' policy on financial reserves.
- 9.2.2 The Honorary Treasurer to present the Annual Accounts (subject to audit) for the previous year
- 9.2.3 The adoption of the Committee's Report and Annual Accounts.
- 9.2.4 Election of the Executive Officers and of the Committee Members for the following year.
- 9.3 Nomination and Election of Committee Members
- 9.3.1 The Committee shall nominate its own list of candidates for the Executive Officers and Committee Members. The list shall be notified to the members together with the AGM notice to members.
- 9.3.2 Any paid-up member of the Society may stand for any post on the Committee. Candidates, other than those nominated by the Committee, shall submit a written request confirming that they agree to stand, the request to be proposed and seconded by two members. The written request is to be received by the Honorary Secretary not less than fourteen days before the date of the Annual General Meeting.
- 9.3.3 If any post on the Committee is contested, a ballot shall be held. The Committee shall determine the means by which the ballot shall be conducted.

10 EXTRAORDINARY GENERAL MEETINGS

- 10.1 Extraordinary General Meetings may be called at the discretion of the Committee, who will determine the agenda.
- 10.2 The Committee shall call any Extraordinary General Meeting of which a minimum of fourteen days' notice shall be given, within twenty-one days after the receipt by the Secretary of a written request signed by not less than twenty percent of members. No business shall be discussed at the meeting other than that specified on the request.
- 10.3 Quorum for an Extraordinary General Meeting shall be twenty-five paid-up members of the Society, or twenty-five per cent of the paid-up members, whichever is the smaller.

11 AMENDMENTS TO THE CONSTITUTION

- 11.1 The Constitution may be amended by a two-thirds majority of the members present at a General Meeting and entitled to vote, provided that fourteen days' notice of the proposed amendment has been given to all the members and that at least 25 members are present, and provided also that nothing herein contained shall authorize any amendment which shall have the effect of the Society ceasing to be a Charity.
- 11.2 No alteration to or revocation of rules 1, 2, 8.10, 8.11, 8.12, 11, and 12 shall be made without the prior approval of the Charity Commissioners or other authority having charitable jurisdiction.

12 DISSOLUTION

12.1 The Society may be dissolved by a resolution passed by a two-thirds majority of those present and entitled to vote at a General Meeting of the Society.

12.2 After the satisfaction of all debts and liabilities, the Society's assets may only be disposed or transferred to another charitable institution or institutions having objects similar to those of the Society, or as the Charity Commissioners, or others with charitable jurisdiction, may determine.

END OF DOCUMENT