***WIRRAL COMMUNITY CHOIR ASSOCIATION CONSTITUTION***

***Draft of 14 May 2019 – minor changes all shown in red below***

***For Approval by Members – ref item 2, AGM of 11 July 2019***

1. **Name**

The name of the Association shall be **The Wirral Community Choir** Association hereafter referred to as the Choir.

1. **Objects**

The key object of the Choir shall be:

‘to promote, develop and improve public education in, and appreciation of the art of music and singing by rehearsing and performing concerts to the public in ways and at venues as decided by the Musical Director in consultation with the Choir’

1. **Membership**

Membership is open to any member of the Community over the age of 18 years who have an interest in joining and singing in a choir.

The candidate will be given a limited audition by the Musical Director to determine that they can sing in tune and allocate them to the appropriate section for their vocal range.

If they are considered not suitable for a place in the choir the MD’s decision is final.

A nominal cap of 100 members will be ensure that the Choir is a practical and manageable size taking account of rehearsal/concert venues and providing enough attention to rehearsing all parts for new pieces (and refreshing known music) to achieve performance standard.

1. **Fees**

The membership fee will be reviewed annually by the Association’s Officer/Trustees and will be agreed at the AGM by the membership. The Choir members are only deemed full member status when after payment of fees. They will then be able to register and gain access to the Members Page of the Choir’s website. Member’s details will be kept in accordance with General Data Protection Regulations (GDPR) (See membership application form and guidance notes)

1. **Termination of membership**

Members may be asked to leave the Choir for the following reasons:

* Non-payment of membership fees.
* Disruptive attitude that prevents the Choir from performing.
* Ill health prevents the individual from performing and participating at the required level.
* Poor attendance.

1. **The Right To Sing At Concerts**

~~New members joining in September would not be expected to sing until the Christmas concert. This rule is to ensure that any new member will have sufficient time to learn the number of pieces of music to performance standard. This is at the full discretion of the Musical Director. A similar approach will be taken with joiner’s part way through Choir year.~~

Given the variety of the music we work with, and the different complexities from piece to piece, (and the unique abilities of the individual), a hard rule is not appropriate.

Generally, new members should be included on the platform of the next upcoming concert after they join the choir, but that they should sing only the selections that they are confident with. This may create a 'visual' situation (from audience view), where some person(s) appear not to be contributing but what matters ultimately is that each new member is trusted to judge their concert, or selection, readiness in the best interest of overall performance.

1. **Officer/Trustees**

The Choir and its property shall be managed and administered by an appropriately qualified team of Officer/Trustees.

The Officer/Trustees will be duly elected for a 1 year period at the Annual General Meeting (AGM) held in ~~September~~ July each year. By agreement amongst themselves, under normal circumstances no more than 2 Officer/Trustees will step down from their roles *without* seeking re-election per year, thus providing continuity and opportunity to other interested Choir members.

The Choir will have:

1. A Chair
2. A Vice Chair
3. A Secretary/Manager
4. A Treasurer.

Any interested Choir member with relevant experience can seek election to a specific role at every AGM with the appropriate proposer and seconder, and this is encouraged.

Additional Officer/Trustee roles may be appointed if deemed necessary by the trustees (initially the inaugural management team).

An Officer/Trustee must be a member of the Choir.

The number of Trustees must not be less than 3.

~~The first Officer/Trustees shall be those persons elected at the meeting at which this constitution is adopted.~~

A Trustee may not appoint anyone to act on his or her behalf at meetings of the Trustees.

1. **Payment of trustees**

Trustees can be paid legitimate expenses incurred on behalf of the Choir. (Note: none are envisaged; none are budgeted for 2018/19).

1. **Meetings and Proceedings of the Officer/Trustees**

The elected Officer/Trustees may regulate their meetings as they see fit within the constitution but there must be at least 2 ordinary meetings per year. Initially, one per term is envisaged.

A special meeting may be called at any time by the Chairman or by 2 Officers.

A quorum will be 3 Officer/Trustees.

The Musical Director will be invited to attend meetings, as required, as an Ex Officio member to provide musical advice and information but will not have a vote.

The Chairman will have a casting vote if this is necessary.

No decision may be made by a meeting without a quorum being present at the time the decision is purported to be made.

The Officer/Trustees will ensure that minutes are taken and stored safely and are available for inspection as required.

The Officer/Trustees may appoint one or more sub committees, consisting of 3 or more members in order to carry out specific tasks.

*Conflict of interests and conflict of loyalties.*

An Officer/Trustee must declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed decision, transaction or arrangement with the Choir.

The Officer/Trustee must also absent themselves from any discussion in which this conflict may arise. Any trustee absenting themselves from any part of the discussion therefore must not have a vote or be considered as part of the quorum and this will be reflected in the record of the discussion.

1. **Finance**

The Financial Year will end on ~~31~~~~st~~ ~~August~~ 30th June each year.

A banking account must be held in the name of the Association and payments shall be authorised by any 2 Officer/Trustees.

The ticket secretary may be able to pay money into the account from the sales of tickets but is not a signatory for the account.

Public Liability insurance for concerts will be a mandatory expenditure.

Budgeting, monitoring, forecasting, cash management and reporting of the Association’s finances will be the responsibility of the Officer/Trustees and the accounts will be financially audited ~~(see 14 below)~~ by an appropriately qualified person (see 13 below).

1. **Annual General Meeting**

The Choir must hold a general meeting within 12 months of the date of the adoption of ~~this~~ its initial constitution.

An AGM must be held each subsequent year.

At least 21 days written notice of an AGM shall be given to all members.

The Officer/Trustees must present to each AGM the report and accounts for the preceding year.

Nominations for election to the Officer/Trustee roles must be made by members of the Choir in writing. If nominations exceed vacancies, elections will be held.

1. **Special General Meeting**

All general meetings other than AGM’s shall be called special general meetings.

The Officer/Trustees may call a special general meeting at any time.

The trustees must call a special general meeting if requested to do so in writing by at least 10 members. ~~or one tenth of the membership whichever is the greater.~~

1. **Accounts**

The financial accounts shall be audited or examined to the extent required by legislation or law. If there is no such requirement, then scrutiny by a person who is independent of the Officer/Trustees and then the accounts will be submitted to the members at the AGM.

The Officer/Trustees will be transparent about financial matters relating to the Association. The intent is to avoid ‘surprises’, and to keep members well informed.

1. **Alterations to the constitution**

The constitution may be altered by a two thirds majority of members present and voting at any general meeting, providing that 14 days’ notice of the proposed alteration has been sent to all members.

1. **Dissolution**

In the event of the choir being wound up, any assets remaining upon dissolution after the payments of proper debts and liabilities shall be distributed equally to the members of the Choir at that time.

However, if the surplus is not a material amount then the surplus may be donated to local charity(ies).

*~~13~~~~th~~ ~~Sept 2018~~ 14th May 2019*