



## **CONSTITUTION**

Adopted on the 22<sup>nd</sup> day of February 2005.

### **A. NAME**

The name of the organisation is "Music in the Vale" (the Organisation).

### **B. ADMINISTRATION**

Subject to the matters set out below the Organisation shall be administrated and managed in accordance with this Constitution by the members of the Executive Committee, constituted by clause (G) of this constitution ("the Executive Committee").

### **C. AIMS**

The Organisation's Aims ("the Aims") are: -

- To conduct annual competitions for both vocal and instrumental young musicians within the Vale of Glamorgan and South East Wales.
- To encourage excellence and enjoyment in the performance of vocal and instrumental music among young people.
- To give a platform for young musicians to perform in concert conditions in front of an appreciative audience.
- To introduce young musicians to the rigours of competitive performance in a less daunting setting than those experienced in larger scale events.
- To provide young musicians with advice regarding their strengths and weaknesses.
- To draw public attention to young musicians and their achievements.

### **D. POWERS**

In furtherance of the Aims but not otherwise the Executive Committee may exercise the following powers: -

- (i) Power to raise funds and to invite and receive contributions provided that in raising funds the Executive Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law.
- (ii) Power to cooperate with other charities, voluntary bodies and statutory authorities operating in furtherance of the Aims or of similar charitable purposes and to exchange information and advice with them.
- (iii) Power to establish or support any charitable trusts, associations or institutions formed for all or any of the Aims.
- (iv) Power to do all such other lawful things as are necessary for the achievement of the Aims.

## **E. MEMBERSHIP**

- (i) Membership of the Organisation shall be open to any person interested in furthering the Aims who has paid the annual subscription laid down from time to time by the Executive Committee.
- (ii) Every member shall have one vote.
- (iii) The Executive Committee may by unanimous vote and for good reason terminate the membership of any individual, provided that the individual concerned shall have the right to be heard by the Executive Committee, accompanied by a friend, before a final decision is made.

## **F. HONORARY OFFICERS**

At the Annual General Meeting of the Organisation the members shall elect from amongst themselves a Chairman, a Secretary and a Treasurer, who shall hold office from the conclusion of that meeting.

## **G. EXECUTIVE COMMITTEE**

- (i) The Executive Committee shall consist of not less than six(6) and not more than twelve(12) members being:-
  - (a) The honorary officers specified in the preceding clause
  - (b) Not less than three(3) members and not more than nine(9) elected at the Annual General Meeting who shall hold office from the conclusion of that meeting
- ii) The Executive Committee may in addition appoint co-opted members, but so that no one may be appointed as a co-opted member if as a result more than one third of the members of the Executive Committee would be co-opted members.
- (iii) All of the members of the Executive Committee shall retire from office together at the end of the Annual General Meeting next after the date on which they came into office, but they may be re-elected or re-appointed.
- (iv) The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.
- (v) Nobody shall be appointed as a member of the Executive Committee who is aged under eighteen(18).
- (vi) Four(4) Committee members form a quorum.

## **H TERMINATION OF MEMBERSHIP OF EXECUTIVE COMMITTEE**

A member of the Executive Committee shall cease to hold office if he or she:-

- (i) Becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs.
- (ii) Is absent without permission of the Executive Committee from all their meetings held within a period of six months and the Executive Committee resolve that his or her office be vacated.
- (iii) Notifies to the Executive Committee a wish to resign (but only if at least three members of the Executive Committee shall remain in office when the notice of resignation is to take effect).

## **I. EXECUTIVE COMMITTEE MEMBERS NOT TO BE PERSONALLY INTERESTED**

No member of the Executive Committee shall acquire any interest in property belonging to the Organisation or receive remuneration or be interested (otherwise than as a member of the Executive Committee) in any contract entered into by the Executive Committee.

## **J. ANNUAL GENERAL MEETING**

- (i) There shall be an Annual General Meeting of the Organisation which shall be held in the month of February in each year, or as soon as practicable thereafter.
- (ii) Every Annual General Meeting shall be called by the Executive Committee. The Secretary shall give at least 21 days notice of the Annual General Meeting to all members of the Organisation. All the members of the Organisation shall be entitled to attend and vote at the meeting.
- (iii) The Chairman of the Organisation shall be Chairman of the Annual General Meeting, but if he or she is not present, before any other business is transacted the persons present shall appoint a Chairman at the meeting.
- (iv) The Executive Committee shall present to each Annual General Meeting the report and accounts of the Organisation for the preceding year.
- (v) Nominations for election to the Executive Committee must be made by members of the Organisation in writing and must be in the hands of the Chairman of the Executive Committee at least seven(7) days before the Annual General Meeting. Should nominations exceed the vacancies, election shall be by ballot.

## **K. MEETINGS AND PROCEEDINGS OF THE EXECUTIVE COMMITTEE**

- (i) The Executive Committee shall hold at least four(4) ordinary meetings each year.
- (ii) A special meeting may be called at any time by the Chairman or by any two(2) members of the Executive Committee upon not less than four(4) days notice being given to the other members of the Executive Committee of the matters to be discussed.
- (iii) The Chairman shall act as Chairman at meetings of the Executive Committee. If the Chairman is absent from any meeting the members of the Executive Committee present shall choose one of their number to be Chairman of the meeting before any other business is transacted.
- (iv) Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question but in the case of equality of votes the Chairman of the meeting shall have a second or casting vote.
- (v) The Executive Committee shall keep minutes in books kept for the purpose of the proceedings at meetings of the Executive Committee.
- (vi) The Executive Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this Constitution.

- (vii) The Executive Committee may appoint one or more sub-committees consisting of three(3) or more members of the Executive Committee for the purpose of making an enquiry or supervising or performing any function or duty which in the opinion of Executive Committee would be more conveniently undertaken or carried out by a sub-committee, provided that all acts and proceedings of any such sub-committee shall be fully and promptly reported to the Executive Committee.

#### **L. RECEIPTS AND EXPENDITURE**

- (i) The funds of the Organisation including all donations, contributions and bequests shall be paid into an account operated by the Executive Committee in the name of the Organisation at such bank as the Executive Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two(2) members of the Executive Committee.
- (ii) The funds belonging to the Organisation shall be applied only in furthering the Aims.

#### **M. ACCOUNTS**

The Executive Committee shall: -

- (i) Keep accounting records for the Organisation
- (ii) Prepare annual statements of account for the Organisation

#### **N. NOTICES**

Any notice required to be served on any member of the Organisation shall be in writing and shall be served by the Secretary of the Executive Committee on any members either personally or by sending it through the post in a prepaid letter addressed to such member at his or her last known address in the United Kingdom, and any letter so sent shall be deemed to have been received within 10 days of posting.

#### **O. ALTERATIONS TO THE CONSTITUTION**

The Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at the Annual General Meeting.

#### **P. DISSOLUTION**

If the Executive Committee decides that it is necessary or advisable to dissolve the Organisation, it shall call a meeting of all the members of the Organisation, of which not less than twenty-one(21) days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting, the Executive Committee shall have power to realise any assets held by or on behalf of the Organisation. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having aims similar to the Aims of the Organisation as the members of the Organisation may determine or failing this shall be applied for some other charitable purpose.