

TRINITY ORCHESTRA CONSTITUTION

Adopted on 7 November 2019

1. Title

The name of the Society shall be Trinity Orchestra hereinafter referred to as the Society.

2. Objects

The object of the Society shall be to promote, develop and maintain public education in and appreciation of the art and science of orchestral music in all its aspects by the presentation of public orchestral concerts; and for the general purpose of such charitable bodies or for such other purposes as shall be exclusively charitable as the Committee may from time to time decide.

3. Membership

The members of the Society shall be those who pay an appropriate subscription at a rate or rates as shall be determined by the Committee and ratified at a General Meeting, or, exceptionally, at the discretion of the Committee.

In rare circumstances, the Committee may confer Honorary Membership to individuals who have made particular contributions to the orchestra. Honorary Members would not be expected to pay a subscription.

4. Officers and Committee

- i) The management of the Society shall be in the hands of a Committee consisting of a Chair, Secretary, Treasurer and not less than two other members, one of whom shall be the *Making Music* contact. The total size of the Committee shall not exceed eight elected members.
- ii) Committee members shall be elected out of the Society's members at the Annual General Meeting; they shall hold office until the next Annual General Meeting and be eligible for re-election. After election by members, the Committee will review all committee roles and elect three of themselves to be Chair, Secretary and Treasurer.
- iii) In addition the Committee may co-opt such other persons as it deems necessary. Such co-options will be terminated at the end of the current season unless re-confirmed for a further year at the Annual General Meeting.
- iv) The Committee as elected at the Annual General Meeting are the charity trustees.

5. Management

All the arrangements for the concerts and other events and the control of finance shall be in the hands of the Committee.

6. Powers

In furtherance of the objects, but not otherwise, the Committee may exercise the following powers:

- i) 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;
- ii) power to buy, take on lease or in exchange any property necessary for the achievement of the objects and to maintain it and equip it for use
- iii) 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;
- iv) power to hire or contract such staff, not being members of the Society, as are necessary for the proper pursuit of the objects of the Society;
- v) 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

- vi) power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects;
- vii) power to appoint and constitute such advisory committees as the Committee may think fit; and
- viii) power to do all such other lawful things as are necessary for the achievement of the objects.

7. Meetings and Procedure of the Committee

- i) The Committee must meet at least four times a year. A quorum at Committee meetings is four, unless there are only five Committee members, in which case the quorum is three.
- ii) The Musical Director and Leader may attend all Committee meetings in a non-voting capacity except when their positions are being considered.
- iii) The Committee may appoint sub-committees including at least three people, at least two of whom must be Committee members, to advise them or to carry out specific tasks in the management of the Society, but sub-committees must always report back to the Committee as soon as possible.
- iv) The Committee must keep minutes of its meetings and proceedings and keep safe all records relating to the Society in accordance with Charity Commission and other legal requirements, and shall make them available to any member who requests them.
- v) The Committee may draw up guidelines concerning the frequency and conduct of its meetings and the duties of members of the Committee.

8. 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, religion, sexual orientation or political affiliation.

9. Recruitment and Termination

- i) Each potential member may be required to give evidence of his or her musical ability to the Committee, Musical Director and/or section leader. The Committee may authorise the engagement of additional players as required.
- ii) Members are responsible for maintaining their playing standards to a level commensurate with that of the orchestra as a whole. Any member whose playing standards or personal conduct give cause for concern or compromise the performance standard or reputation of the Society may, if necessary, have their membership revoked, subject to the right to present their case to the Committee, assisted by a friend if they wish.

10. Expectations of Members

- i) Members who are able are encouraged to assist in the running of the Society by, for example, selling tickets or programmes, serving refreshments, or preparing a venue for rehearsal or concert and restoring it to its previous condition afterwards.
- ii) Members are expected to be punctual and to maintain an appropriate level of attentiveness during rehearsals, keeping discussion, other than related to the rehearsal, to a minimum.
- iii) Members should send apologies for absence to the relevant fixer. Wind and brass players should endeavour to provide a competent deputy.
- iv) Members are also expected to have prepared the music in advance of the first rehearsal. Music will be available prior to the first rehearsal and notification will be given as to its availability; if collection is not practical, it may be possible to download parts from IMSLP. Listening to the music will also help familiarise players with the music. Practice is required between rehearsals to ensure high performance standards.
- v) Members are expected to take good care of parts and ensure that they are returned to

- vi) Members are responsible for the safety and insurance of their own property, including instruments, while engaged on the Society's business.
- vii) All regular players are expected to pay subscriptions (as set in Clause 3) in a timely way and thereby to become members of the Society.

11. Appointment and Remuneration of the Musical Director and Leader

- i) The Musical Director and Leader shall be appointed by the Committee in consultation with the membership of the Society. Both appointments are subject to review every three years. Either appointment may be terminated by the Committee, giving a minimum of three months' notice.
- ii) The Musical Director and Leader shall receive professional fees for each concert at a level to be reviewed annually by the Committee.
- iii) The Committee will establish a written "Agreement" with the Music Director to set out the Committee's expectations of the Music Director.

12. Finance

- i) The financial year shall end on 31st August.
- ii) A banking account shall be opened in the name of the Society and the Treasurer and any one other member of the Committee shall sign cheques.
- iii) The Society shall receive donations, grants in aid and financial guarantees. Tickets for any or all of its concerts and other events shall be offered for sale to the public.
- iv) The income and property of the Society whencesoever derived shall be applied solely towards promoting the objects of the Society as set forth 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 legitimate expenses incurred on behalf of the Society.

13. Dissolution

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.

14. Annual General Meeting

- i) Within four months of the end of each financial year the members shall be invited to an Annual General Meeting of which at least 21 days' notice shall be given to all members.
- ii) The Committee shall present to each AGM the reports and accounts of the society for the preceding year.
- iii) Nominations for election to the Committee must be made by members of the society in writing and must be in the hands of the secretary of the Committee at least seven days before the AGM.
- iv) Should nominations exceed vacancies, an election shall be held.

15. Extraordinary General Meeting

An Extraordinary General Meeting of which at least 14 days' notice must be given to all members may be called for by the Committee or upon written request to the Secretary signed by at least five members of the Society. The notice must state the business to be discussed.

16. Procedure at General Meetings

There shall be a quorum when at least 50% of the members of the Society at the time or 15 members, whichever is the greater, are present at any general meeting. The secretary or other person specially appointed by the Committee shall keep a full record of proceedings at every general meeting.

17. Accounts

The financial accounts shall be audited or examined to the extent required by legislation or, if there is no such requirement, scrutinised by a competent person who is independent of the Committee and then submitted to the members at the Annual General Meeting.

18. Amendments

The constitution may be amended by a two-thirds majority of the members present at any Annual or Extraordinary General Meeting, provided that at least 14 days' notice of the proposed amendment has been sent to all members and provided that nothing herein contained shall authorise any amendment which shall have the effect of the Society ceasing to be a charity.