

# **WORKSOP MUSIC AND DRAMA FESTIVAL ASSOCIATION**

## **CONSTITUTION**

### **1. NAME**

The name of the Festival shall be the Worksop Music and Drama Festival Association (hereinafter referred to as 'The Association').

### **2. OBJECTS**

The object of The Association shall be to advance the education of the public in the Arts, in particular the Arts of Music, Speech and Drama, in all their branches.

### **3. POWERS**

In furtherance of the object of The Association but not further or otherwise The Association shall have the following powers:

- a) To hold or promote competitive Festivals.
- b) To present and promote public performances, concerts and recitals.
- c) To affiliate to the British Federation of Festivals for Music, Dance and Speech and to further the charitable objects of the said Federation.
- d) To do all such other lawful things as are necessary to the attainment of the object of The Association.
- e) To arrange employment and payment of any person or persons to supervise, organise and carry on the work of the Association.
- f) To engage and pay fees to professional and technical advisors / consultants to assist in the work of the Association.

### **4. MEMBERSHIP**

- a) Membership of The Association shall be open to any person who is interested in the object of The Association.
- b) Everyone submitting entries and every individual entrant named on an entry form becomes an Associate Member of The Association on the date on which the entry form is received and remains an Associate Member of The Association until ONE month after the closing date for entries to the Festival next following that entered or until ONE year after the first day of the Festival entered whichever is earlier. However The Association reserves the right to deny Associate Membership in respect of refused entries.
- c) Committee members are, for all purposes, Members of the Association.
- d) Members of the Association will be entitled to vote at the Annual General Meeting of the Association.

## **5. HONORARY PRESIDENT AND VICE-PRESIDENT**

The Association may appoint an Honorary President and Honorary Vice Presidents, such appointments to be made at the Annual General Meeting of the Association and to be held during the pleasure of the Association.

## **6. OFFICERS**

- a) At the Annual General Meeting, the Association shall elect a CHAIRMAN, VICE-CHAIRMAN, SECRETARY and TREASURER and such other Honorary Officers as the Association shall from time to time decide from the members of the Association.
- b) The Chairman and other Honorary Officers of the Association shall hold office until the conclusion of the Annual General Meeting next after their election but shall be eligible for re-election.
- c) The Association shall appoint an independent examiner annually at the Annual General Meeting and determine their remuneration (if any).
- d) The Officers shall comprise an Executive Committee, which shall meet with such frequency as may be determined by the business of the Association.
- e) The Executive Committee shall arrange the appointment and remuneration of any Director or Administrator as may be in their opinion necessary. Any Director or Administrator appointed by the Association would be a non-voting member of the Executive Committee.

## **7. MANAGEMENT COMMITTEE**

- a) The Management of The Association shall be vested in the Committee.
- b) All the powers of The Association shall be vested in the Committee save in so far as the same are hereby expressly required to be exercised by The Association in General Meeting and save that the Committee shall not be empowered to wind up The Association but such winding up can be decided upon only by a General Meeting of The Association.
- c) The Committee shall consist of the Officials of The Association and FOUR members of The Association to be elected annually at the Annual General Meeting of The Association.
- d) The Committee shall meet at least FOUR times per annum.
- e) Meetings of the Committee shall be convened by the Secretary of The Association by giving at least SEVEN days' notice to each Member or such other shorter notice as the Chairman of The Association may decide.
- f) Any FOUR Members of the Committee personally present shall form a quorum.
- g) The provisions set out in relation to voting and the taking of the chair at General Meetings shall apply to meetings of the Committee.
- h) The Committee shall have power to fill casual vacancies on the Committee from Members of The Association and to co-opt not more than FOUR persons as members of the Committee and such persons need not be Members of The Association.
- i) Voting at a Committee Meeting will be by show of hands but the Chairman or any three members may demand a vote by ballot. In the case of equality of votes the Chairman shall have a second or casting vote.

- j) At any General Meeting every Member of The Association shall have ONE vote provided that no person other than a Member duly registered on the Register of Members and who shall have paid every subscription and other sum (if any) which shall be due and payable to The Association in respect of his membership shall be entitled to vote.

## **8. FINANCE**

- a) The Association's financial year shall run from 1st May to 30th April.
- b) The income and property of The Association however derived shall be applied solely towards the promotion of the object of The Association as set forth in this constitution and no portion thereof shall be paid or transferred directly or indirectly to the Members of The Association.
- c) Provided that nothing herein shall prevent the payment in good faith by The Association to any Member of the Committee, Member, Officer or servant of The Association:
- i) of reasonable and proper remuneration for services actually rendered including reasonable and proper fees and usual charges for any professional services on condition that the particular persons are the only ones able to provide the services in question and that they will provide them more cheaply or efficiently than they could otherwise be obtained and in either case that it is vital to The Association that the persons concerned should in fact be directly concerned with the administration of The Association;
  - ii) of interest on money lent to The Association at a rate per annum not exceeding TWO per cent less than the base lending rate prescribed for the time being by a clearing bank selected by the Committee of Management or THREE per cent whichever is the greater;
  - iii) of reasonable and proper rent for premises demised or let to The Association;
  - iv) of expenses properly incurred on behalf of The Association on condition that
    - No person shall be entitled to vote on a Resolution nor attend any meeting concerning his own appointment to his paid office of The Association or any payment made or to be made to him by The Association.
    - notwithstanding anything contained in the constitution of The Association no Resolution relating to the payment to any Member of the Committee shall be effective unless it is passed at a Committee Meeting at which there is present a quorum which comprises not less than one-third of the multiple of three next above the total of those entitled to attend the meeting, and a majority of persons who are not remunerated for services being rendered to The Association.
- d) All moneys belonging to The Association shall be paid into such Bank as may be specified by the Committee to the account of The Association. All cheques drawn on the account of The Association shall be signed by two Officials of The Association.
- e) The property and investments of The Association (other than money at the Bank) shall be held in the name of The Association by the Chairman Secretary and Honorary Treasurer for the time being as holding trustees.

## **9. NOMINATIONS OF HONORARY OFFICERS AND EXECUTIVE COMMITTEE MEMBERS**

With the exception of Co-opted members appointed by the Advisory Group who are not members of the Association, only members of the Association whether individual or representative shall be eligible to serve as Members of the Executive Committee. Only members of the Association will be eligible to serve as Honorary Officers of the Association. Nominations with the approval of the nominees may be made by full members at the Annual General Meeting. Should nominations exceed vacancies, an election shall be held.

## **10. ANNUAL GENERAL MEETING**

- a) The Annual General Meeting of The Association shall be held in the month of JUNE or JULY in every year, the place, date and time being determined by the Management Group and at such meeting the Officials of The Association and the Committee shall retire but shall be eligible for re-election.
- b) The Annual General Meeting shall be convened by the Secretary by not less than TWENTY - ONE days' notice and will be published.
- c) At the Annual General Meeting a full Account duly audited of all receipts, expenditure and property of The Association together with a Balance Sheet for the year ended the 31st May previous to the meeting, shall be presented by the Committee. At such meeting, the Auditors for the ensuing year shall be appointed and the Officials and Committee shall be elected.
- d) An Extraordinary General Meeting shall be convened by the Chairman / Secretary upon a request by the Committee or by any SIX Members upon not less than FOURTEEN days' notice of such meeting being given to every Member which shall state the business to be conducted at the Meeting.
- e) Any FOUR Members of The Association personally present shall be a quorum at any General Meeting.
- f) At every General Meeting the chair shall be taken by the Chairman of The Association or in their absence by the Vice-Chairman. In the absence of the Chairman and the Vice-Chairman, a Chairman shall be elected by the Members present.
- g) The voting at a General Meeting shall be by show of hands but the Chairman or any THREE Members may demand a poll which shall be immediately taken and the result thereof declared by the Chairman. In the case of equality of votes, the Chairman of the Meeting shall have a second or casting vote.
- h) Motions and Resolutions from members to be considered at the Annual General Meeting or Extraordinary General Meeting must be submitted in writing to the Secretary no later than 7 days prior to the date of the Meeting.
- i) no such Motion or Resolution shall be deemed to have been passed unless it be passed by a majority of at least TWO-THIRDS of the Members present at the meeting and entitled to vote.

## **11. DISSOLUTION**

A Resolution to wind up the affairs of The Association may only be moved at a General Meeting convened for the purpose. Such Resolution will become effective only if SEVENTY -FIVE per cent of Members only attending the meeting vote in favour. If upon the winding up or dissolution of The Association there remains after the satisfaction of all its debts and liabilities any property whatsoever, same shall not be paid to or distributed among the Members of The Association but shall be given or transferred to The British Federation of Festivals for Music Dance and Speech for its general charitable purposes or some other charitable Institution or Institutions having objects similar to the objects of The Association and which shall prohibit the distribution of its or their income and property amongst its or their Members.

## **12. ALTERATION TO THE CONSTITUTION**

- a) The constitution may only be altered via a formal resolution made and passed according to the rules of an Annual or Extraordinary General Meeting as in Clause 10.
- b) No amendment shall be made to the Object Clause 2, the Dissolution Clause 11 and this Clause 12, and provided also that no amendment shall be made which would cause The Association to cease to be a charity in law.

Amended 16/10/2014.