

Risingholme Orchestra Incorporated Constitution and Rules 2015

1. Name

The name of the orchestra shall be Risingholme Orchestra Incorporated and shall hereinafter be referred to as 'the orchestra'.

2. Objects

- a) To form an orchestra so that musicians who have leisure time during the day can enjoy making music together.
- b) To hold regular rehearsals and from time to time hold concerts or join with other organisations in performances.
- c) To purchase, hire, or provide various kinds of instruments, stands, music and other things which may be used in connection with the affairs of the orchestra.
- d) The orchestra may acquire by purchase, lease, hire, gift or otherwise, any property, both real and personal, or interest in any property, which it may consider necessary.
- e) To establish and maintain an orchestra exclusively for charitable purposes, and not carried on for the private profit of any individual.

3. Registered Office

The Registered Office of the orchestra shall be situated at the Risingholme Community Centre or such place as may be determined by the committee.

4. Membership

- a) Any person may apply to join the orchestra. Although auditions are not demanded and previous orchestral experience is not necessary, a reasonable standard of proficiency is required. Applicants will be on trial for at least one month. At the end of the trial they may withdraw if they feel unable to meet the standard or they may be advised by the conductor if this is the case.
- b) The committee reserves the right to refuse membership to any person without assigning the reason.
- c) Membership of the orchestra may be extended by the committee to non-players in special circumstances, e.g. those who are helping to support the running of the orchestra. The committee may excuse such members from subscription payment.
- d) A member may apply in writing to the committee for leave of absence, if that absence will be longer than 3 weeks during 'rehearsal time'; the committee will decide on a case by case basis. Leave of absence granted does not change the status of financial responsibility with respect to payment of subscriptions.
- e) Retired playing members of the orchestra may hold membership of the orchestra as a "Friend of Risingholme Orchestra". Friends of Risingholme Orchestra will be invited to morning tea and to stay for the second half of the rehearsal twice a year. These members will also receive two complimentary tickets for two concerts each year.

5. Life Members

Any person may be elected a Life Member of the orchestra in recognition of distinguished service in the interests of music in general or the orchestra in particular. Nominations in writing shall be considered by the committee and if approved, considered by the members at a general meeting. Life members shall be entitled to all the rights and privileges enjoyed by members of the orchestra, without being called upon to pay a subscription.

6. Rights and Duties of Members

- a) Every new member shall be provided with a copy of the constitution and rules and shall be bound by and observe the rules of the orchestra. Existing members shall be provided with a copy of the new constitution and rules within a calendar month after these have been amended.

- b) It shall be the duty of every member to communicate their address or changes thereof to the secretary who shall record the same in a register kept of the purpose.
- c) No member shall be required to contribute to the liability of the orchestra, whether on dissolution or otherwise, beyond payment of their subscription.
- d) The secretary shall be notified in writing of a member's intention to resign from the orchestra. Any subscription of one term or more shall be refunded at the request of the resigning member.

7. Subscriptions

- a) Subscriptions shall be payable either by the term or the year. Annual subscriptions will be charged at a reduced rate as compared with term subscriptions. Where financial constraint has obliged the member to pay by the term, at the discretion of the committee the subscription for the final term may be reduced to make the subscription for four terms the same as the annual subscription. In extreme financial hardship the subscription may be reduced or waived at the discretion of the committee.
- b) Annual subscriptions become due at the beginning of the orchestral year, term subscriptions at the beginning of each term. The amount shall be decided at the Annual General Meeting. Subscriptions paid before the annual general meeting will be accepted at the rate in force before the Annual General Meeting.
- c) Any member who has played in the orchestra for a term and has not paid a subscription shall forfeit membership rights. This does not apply to Life Members and persons having exemption under 4c.
- d) Any member who wishes to be a "Friend of the Orchestra" shall pay a reduced annual subscription to be voted on at the Annual General Meeting.

8. Financial Year

The financial year of the orchestra shall end on the 31st December in each year.

9. General Meetings

- a) The Annual General Meeting shall be held in the first term of each year
- b) The business of the Annual General Meeting shall be:
 - i. To confirm minutes of the previous Annual General Meeting
 - ii. To receive annual reports and financial statements
 - iii. To consider any notice of motion before the meeting
 - iv. To elect patron(s)
 - v. To elect chairperson, vice-chairperson, secretary, treasurer, librarian and four other committee members
 - vi. To fix the annual and term subscriptions
 - vii. Such business as the committee may decide upon
- c) Special General Meetings
 - i. A Special General Meeting may be called at any time by the chairperson. This meeting shall be held within 15 days of calling.
 - ii. The secretary shall call a Special General Meeting after the receipt by her/him of a request by at least ten financial members requesting the meeting and stating the purpose for which the meeting is required.
- d) Notice of all general meetings shall be given at least seven clear days before such a meeting. Notice shall be given to members at a rehearsal by announcement and to absentee members by telephone, letter or email. The secretary and persons appointed by him/her may delegate this task to other persons.
- e) A quorum at any general meeting shall be 20% of the financial membership.
- f) At all general meetings the chairperson, if present and physically able to, shall preside. Otherwise the Vice-chairperson shall preside. If neither is able to preside the members present shall appoint one of their number to preside.

10. Voting at General Meetings

- a) At all general meetings every financial member present shall be entitled on every motion to one vote exercised in person and in the case of equality of votes the chairperson shall have a casting vote as well as a deliberative vote.
- b) Unless the meeting decides otherwise the mode of voting at elections at the Annual General Meeting shall be by secret ballot for which the meeting shall appoint two scrutineers. In the case of equality of votes the chairperson shall have casting a vote which shall be passed to the scrutineers.
- c) Voting rights shall not be extended to “Friends of the Orchestra” subscribers.

11. Patrons

The orchestra shall have one or two patrons who shall be elected at the Annual General Meeting. The patron(s) shall have all the privileges of financial membership.

12. Conductor

- a) The principal conductor shall be appointed by the executive committee, and shall be paid an honorarium which shall be determined from time to time by the committee. The conductor shall be an ex-officio member of the committee to which he/she shall be accountable. He/ she shall advise the committee on all matters pertaining to the orchestra’s musical activities.
- b) Other conductors may be appointed should the conductor be unavailable, and may be paid an honorarium at the discretion of the committee.

13. Invited Artists

The committee may, on the advice of the conductor, invite musicians as soloists, etc, or to augment the orchestra. Such musicians may be paid an honorarium at the discretion of the committee.

14. Executive Committee

- a) The committee shall have the power to fill any vacancy occurring.
- b) It shall be the duty of the committee to conduct the affairs of the orchestra, and in particular to collect subscriptions, keep accounts and other records of the orchestra and to prepare and submit to the Annual General Meeting a report, and financial statements of the preceding year.
- c) The quorum necessary for the transaction of business by the committee shall be four, and subject to these rules the committee shall determine its own procedure.
- d) The committee may reimburse any member out of orchestra funds for any expense incurred in assisting the orchestra.

15. Finance

- a) Moneys belonging to the orchestra shall be deposited in a bank account in the name of the orchestra. Cheques and withdrawals shall be signed by any two signatories appointed by the committee.
- b) The committee may invest in securities, approved by law for the investment of trust funds, the whole or any of the funds of the orchestra which shall not be required for the immediate business of the orchestra.
- c) The committee may borrow, raise and give security for money by issue of debenture stock, mortgage or charge upon all or any part of the property of the orchestra.

16. Reviewer

The accounts for presentation at the Annual General Meeting shall be reviewed by a suitably qualified person who is not a member of the committee.

17. Seal

The orchestra shall have a common seal which shall be kept in the custody of the secretary. Whenever the common seal is required to be affixed to any document or writing it shall be affixed pursuant to a resolution of

the committee and the persons so affixing the seal shall sign the document to which the seal is affixed.

18. Alteration to Constitution and Rules

- a) The constitution and rules of the orchestra may be altered or repealed or added to at any Annual General Meeting or any Special General meeting called for the purpose, provided that notice of such proposal shall be advised at least fourteen clear days prior to such meeting.
- b) Any notice of motion to alter, repeal or add to this constitution and rules shall be in the hands of the secretary at least 21 days prior to the date of such general meeting.
- c) Duplicate copies of each amended constitution shall be delivered forthwith to the Charities Commission in accordance with legal requirements.

19. Matters not provided for

If any question shall arise concerning any matter not provided for in this constitution and rules, the decision of the committee shall be final.

20. Winding up

In the event of the orchestra winding up, the surplus assets after payment of the orchestra's liabilities and expenses of the winding up shall be in accordance with the provisions of the Incorporated Societies Act 1908 and subsequent amendments. Upon dissolution, the property and surplus assets subject to any trust affecting the same, shall be delivered to some charitable musical organization as decided by a general meeting of financial members.

Amendments

2 e Added 09-08-2007

4 d Added 27-03-2008

20 Charitable added 17-04-2008

18 c Registrar of Incorporated Societies changed to Charities Commission 8-04-2010

4 e Added 11-4-2013.

7 d Added 11-4-2013.

10 c Added 11-4-2013.

16 Audit requirement removed, and replaced by reviewer requirement. 19-03-2015