

The Constitution of Norfolk Wherry Brass

1 TITLE

The Band shall be called “**Norfolk Wherry Brass**”, hereinafter referred to as “the Band”. The Band shall consist of a senior section (‘the Senior Band’) and a youth and training section (‘the Academy Band’).

2 OBJECTS

The Object of the Band is to promote, improve, develop and maintain public education in and appreciation of the art and science of music in the style and tradition of the Brass Band by rehearsal and the presentation of public concerts and other activities.

3 MEMBERSHIP

Any person desiring to become a Member shall apply to the Honorary Secretary. The applicant shall provide such evidence of musical ability as the Executive Committee may require. If considered satisfactory, and if a suitable vacancy exists, the applicant shall be admitted by the Executive Committee in consultation with the Musical Director. Names shall be placed on a waiting list if no suitable vacancy exists.

The Executive Committee may, at its discretion, grant Full Membership of the Band to:

- a) The Honorary President
- b) the Musical Directors and Assistant Musical Directors
- c) players
- d) non-players who regularly participate in the administration and activities of the Band provided that the number of non-players admitted to membership shall not result in them being a significant proportion of the total number of Full Members.

Full members under the age of 16 years shall be entitled to attend General Meetings but shall not be eligible to hold office, to propose or second candidates for office or to vote on any agenda item.

The Executive Committee may at its discretion grant Associate Membership of the Band to:

- a) players who have ceased regular playing
- b) persons who support or participate in the activities of the Band.
- c) parents or guardians of playing members aged 15 years or younger.

The Executive Committee may, at its discretion, grant Associate Membership of the Band to non-players who regularly participate in the administration and activities of the Band provided that the number of non-players admitted to membership shall not result in them being a significant proportion of the total number of Members

Associate Members shall be entitled to attend General Meetings but shall not be eligible to hold office, to propose or second candidates for office or to vote on any agenda item. They shall be subject to such special regulations as the Executive Committee may from time to time make regarding Associate Members.

All members shall pay subscriptions at the rate determined at the Annual General Meeting or at an Extraordinary General Meeting.

4 ANNUAL SUBSCRIPTION

The Annual Subscription for Full Members shall be such amount as shall be recommended by the Executive Committee and subsequently approved at a General Meeting by a simple majority of the Full Members present and entitled to vote.

A reduced Annual Subscription may be determined for Full Members who are students in fulltime education or who are aged at least 60 years and have retired from full-time employment.

The Honorary President, Musical Director, Assistant Musical Director, and Associate Members shall not be required to pay an Annual Subscription.

Instalments of the Annual Subscription shall become due on the last day of each calendar month. Any Full Member who has not paid his Annual Subscription, or instalment thereof, for two consecutive months shall be considered in arrears.

Discretion is granted to the Honorary Treasurer to waive (in whole or in part) or to accept the postponement of payment of subscriptions having regard to the personal circumstances of any member. The Honorary Treasurer shall report to the Officers and Committee whenever this discretion is exercised, but the identity of the member concerned shall not be divulged.

5 OFFICERS AND EXECUTIVE COMMITTEE

The management of the Band shall be in the hands of an Executive Committee consisting of the following Officers: Chairman, Honorary Secretary and Honorary Treasurer, and up to six other Committee Members. The Management Committee of the Academy Band shall be a sub-committee appointed for that purpose by the Executive Committee. As far as it is practicable, the Academy Band Management Committee shall be autonomous, but the Executive Committee shall always have ultimate authority. Officers of the Executive Committee will be ex officio members of the Academy Management Committee.

An appropriate member of the Executive Committee shall be appointed as a Child Protection Officer.

A representative of the Academy Band Management Committee may attend meetings of the Executive Committee and may take part in committee discussions but may not vote.”

The Officers and other Committee Members shall be elected by and out of the Band's Members at the Annual General Meeting. They shall hold office until the next Annual General Meeting, and be eligible for re-election. No member of the Committee shall be eligible for re-election who has not attended at least half the summoned meetings, unless in the opinion of the General meeting there appears to have been reasonable cause for such member's non-attendance.

If the number of candidates for election is equal to or less than the number of vacancies to be filled then all candidates shall be deemed to be elected if two thirds of those present at the Annual General Meeting, and entitled to vote, vote in favour of such election. In the event of there not being the required majority the candidates shall be individually elected by a majority of those present at the Annual General Meeting, and entitled to vote. The election shall be by ballot. In the event of the ballot failing to determine the members of the Committee because of an equality of votes the candidate or candidates to be elected from those having an equal number of votes shall be determined by lot.

In addition, the Musical Directors of the Senior Band or Academy Band, as appropriate, shall be appointed by the Executive Committee and shall participate as advisors to the Committee. The Musical Director for the time being of the relative Band shall have absolute discretion in deciding which playing members shall take part in or present any rehearsal, concert, recital or contest on behalf of the Band and shall have the authority to place members according to ability and requirements.

Committee meetings may be called by the Chairman and Secretary. The quorum for a committee meeting shall be four persons. The Committee shall meet at least every two months making such arrangements as to the conduct, place of assembly and holding of such meetings as it may wish. The Chairman, or in his absence a Chairman elected by those present, shall preside.

6 POWERS

The Committee

- a) Shall be responsible for setting out and executing the policies of the Band.
- b) Shall manage the affairs of the Band in accordance with the Constitution and Rules.
- c) Shall be responsible for all arrangements for the concerts and other events and the control of finance.
- d) Shall have the power to enter contracts for the provision of concerts by the Band.
- e) Shall have the power to offer for sale and to sell tickets for any concerts and other events to the public.
- f) Shall have the power to borrow money and to charge all or any property of the Band with repayment of the money so borrowed.
- g) Shall have the power to refuse or terminate Membership.
- h) Shall have the power to appoint, and curtail the appointment of, the Musical Directors at their pleasure.
- i) Shall have the power to pay fees and expenses to professional musicians and deputy players as they considered necessary for the satisfactory performance of any concert programme.
- j) May fill any vacancy that occurs on the committee or co-opt additional members as necessary. Not more than two co-options may be allowed in any one year.
- k) May appoint sub-committees and may co-opt any members to serve on such sub-committees. The sub-committee will report to the Executive Committee on the matters discussed and decisions reached and will keep the Secretary informed of any matters with which they are dealing.
- l) May prepare motions for consideration at the Annual General Meeting or at an Extraordinary General Meeting.
- m) Shall have the power to do all such other lawful things as are necessary for the achievement of the objects.

In pursuance of the authority vested in the Committee by members of the Band, members of the Committee are entitled to be indemnified by the members of the Band against any liabilities properly incurred by them or any one of them on behalf of the Band. The limit of an individual member's indemnity in this respect shall be a sum equal to one year's subscription at the then current rate of membership unless the Committee has been authorised to exceed such limit by a General Meeting of the Band.

7 EQUAL OPPORTUNITIES

No individual shall be excluded from membership of the Band or de-barred from any official capacity on the Committee on the grounds of sex, age, race, colour, religion, sexual orientation, physical or mental disability, or political affiliation.

8 VOTING AT COMMITTEE MEETINGS

Voting (except in the case of a resolution relating to the expulsion of a member) shall be by show of hands. In the case of an equality of votes the Chairman (as the case may be) shall have a second and casting vote (except in the case of a resolution relating to the expulsion of a member).

9 ANNUAL GENERAL MEETING (AGM)

The Annual General Meeting shall be held within three months of the end of each financial year, fourteen days notice having been given to all members, notification to be displayed in the band room. The full agenda shall be displayed in the band room for one week prior to the meeting. The quorum for an AGM shall be five persons or twenty percent of the membership, whichever is the greater.

The business to be transacted at the Annual General Meeting shall be:

- a. to approve the minutes of the last Annual General Meeting and any Extraordinary General Meeting(s) and deal with matters arising there from;
- b. to receive from the Executive Committee and the Musical Director the Annual Report on the year's working;
- c. to receive the Statement of Accounts for the previous year;
- d. to elect the Honorary President and all officers and Executive Committee members for the ensuing year, (candidates for election must be proposed and seconded by Full Members of the Band);
- e. to transact any other business relating to the affairs of the Band of which at least 14 days notice has been given to The Honorary Secretary in writing and which has been included in the agenda;
- f. to transact, at the Chairman's discretion, any other business relating to the affairs of the Band.

10 EXTRAORDINARY GENERAL MEETING (EGM)

An Extraordinary General Meeting may be called by the Committee or upon written request to the Secretary of at least ten members of the Band, giving reasons, in the form of a motion.

At least fourteen days notice of such a meeting must be given to all members of the Band stating motions to be discussed. No other business may be discussed and decisions shall be on a simple majority of those present. The quorum for an EGM shall be five persons or twenty percent of the membership, whichever is the greater.

11 FINANCE

The financial year shall run from 1st April until 31st March.

Banking accounts, approved by the Executive Committee, may be opened in the name of the Senior Band and the Academy Band and cheques shall be signed by any two of the Officers of the respective band.

The Band shall receive subscriptions, 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.

The income and property of the Band, however derived, shall be applied solely towards promoting the Objects of the Band as set forth above, and no portion thereof shall be paid or transferred, either directly or indirectly, to any member or members of the Committee except in payment of legitimate expenses incurred on behalf of the Band. This rule shall not prevent the payment of a reasonable and proper remuneration to any member, officer or servant of the Band.

12 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 person who is independent of the Committee and then submitted to the members at the Annual General Meeting.

13 DISSOLUTION

A resolution to discontinue the work of the Band shall be considered at a General Meeting of which proper notice has been given and at which not less than one half of the Members shall be present. If passed, any property and monies belonging to the Band, after payment of expenses and liabilities properly incurred, shall not be distributed to its members, but shall be devoted to some charity or charities or other organisation having Objects similar to those of the Band. However, the Band shall not be dissolved so long as there are nine playing members opposed to that course, nor within 24 months of the final General Meeting.

14 AMENDMENTS TO THE CONSTITUTION AND RULES

The constitution and rules may be altered only at a General Meeting.
Any alteration must be submitted to the Secretary in writing and bear the signatures of the proposer and seconder.
Notice of any proposed alteration shall be posted in the band room for at least 14 days previous to the meeting.
Any alteration shall require the votes of at least two-thirds of the Full Members present at such meeting.
No alteration to the constitution or rules is valid if it is inconsistent with the objects of the Band.

15 TRUSTEES

There shall be at least three Trustees of the Band who shall be appointed from time to time as necessary by the Committee from among Full or Honorary Members who are willing to be so appointed.

A Trustee shall hold office during his lifetime or until he shall resign, by notice in writing given to the Committee, or until a resolution removing him from office shall be passed at a meeting of the Committee by a majority comprising two-thirds of the members present and entitled to vote.

All the property of the Band, including land and investments, shall be held by the Trustees for the time being, in their own names so far as it is necessary and practicable, on trust for the use and benefit of the Band. In the death, resignation, or removal from office of a Trustee, the Committee shall nominate a new Trustee in his place, and shall as soon as possible thereafter take all lawful and practicable steps to procure the vesting of all Band property into the names of the Trustees as constituted after such nomination. For the purpose of giving effect to any such nomination, the Honorary Secretary for the time being is hereby nominated as the person to appoint new Trustees of the Band within the meaning of Section 36 of the Trustee Act 1925 and he shall by Deed duly appoint the person or persons so nominated by the committee.

The Trustees shall in all respects act, in regard to any property of the Band held by them, in accordance with the directions of the Committee and shall have power to sell, lease, mortgage or pledge any Band property so held for the purpose of raising or borrowing money for the benefit of the Band in compliance with the Committee's directions (which shall be duly recorded in the Minutes of the proceedings of the Committee) but no purchaser, lessee or mortgagee shall be concerned to enquire whether any such direction has been given.

The Trustees shall be effectually indemnified by the Committee out of the assets of the Band from and against any liability, costs, expenses and payments whatsoever which may be properly incurred or made by them in the exercise of their duties or relation to any property of the Band vested in them, or in relation to any legal proceedings, or which otherwise relate directly or indirectly to the performance of the functions of a Trustee of the Band.

Limitation of Liability of Band Trustees (To be incorporated in every contract, lease, licence or other agreement entered into by the Trustees of the Band).

The liability of the Trustees for the performance of any contractual or other obligation undertaken by them on behalf of the Band shall be limited to the assets of the Band.

16 AGREEMENT

This Constitution which replaces any and every former Constitution was agreed at an Annual General Meeting held on 8th May 2018 at the New Victory Hall, Neatishead.

Signed _____ (Chairman)

Signed _____ (Secretary)