



Coleshill Town Band

(Registered Charity number 1082930)

Constitution

2015

The Constitution of Coleshill Town Band

www.coleshilltownband.co.uk

Constitution

This version of the constitution was adopted on

1 Name

The organisation shall be known as the Coleshill Town Band ("the Band") and shall be a charitable organisation.

2 Administration

Subject to the matters set out below, the Band and its property shall be administered and managed in accordance with this constitution by the Band Management Committee as constituted by clause 14 of this constitution, (hereinafter referred to as "the Committee"), as "Trustees" for the purposes of the Charities Act 2011.

3 Objects

The Band's objects are to maintain, improve and advance the education of the public through the promotion and practice of brass band music and to advance the education of young players and beginners through appropriate training and coaching.

4 Powers

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

- (i) power to raise funds and to invite and receive 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 and equip it for use;
- (iii) power, subject to any consents required by law, to sell, lease or dispose of all or any part of the property of the Band;
- (iv) 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 exchange information and advice with them;
- (v) power to do all such other lawful things as are necessary for the achievement of the objects.

5 Membership and Voting

(i) Membership of the Band shall be open to any person interested in furthering the objects and who pays the appropriate annual subscription as described at Clause 7. All applications for membership should be made to the Secretary.

(ii) Members of the Band shall be categorised as follows:

(a) Senior Band Member - Every member of the Senior Band aged 18 years or over shall have one vote on any matter concerning the Band which the Committee has considered to be material or on which the Committee has been unable to reach a decision.

(b) Youth/Junior/Beginners Band Member - Any member who is aged 18 years or over shall have the same voting right as a Senior Band member. Any member under the age of 18 years shall have a voting right only on matters considered by the Committee to be material to them. Parents/guardians of Youth/Junior/Beginners shall have voting rights at only Annual or Special General Meetings on behalf of the Junior member(s) for whom they pay band subscriptions.

(iii) The Committee may by majority 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 Committee before a final decision is made.

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6 Equal opportunities

The Band will promote equal opportunities in all of its activities. No Band Member, potential Band Member, concert-goer, or any other individual involved with the activities of the Band shall be discriminated against on the grounds of race, religion, physical/mental disability or any other discriminatory criterion.

7 Subscriptions

All members of the band shall pay subscription fees to the band at rates determined by the Committee who shall review the Subscription Rates on an annual basis and amend them as considered financially appropriate.

For the purposes of this Clause only, any player voluntarily attending 6 or more Band rehearsals in any period of 3 months shall be a "deemed member" and as such shall be liable to pay the appropriate subscription fee.

8 Training & Progression

The Band will actively encourage all members to achieve their potential through appropriate training and coaching under the direction of the Musical Director. The only requirements for entry to a Junior Band shall be enthusiasm and commitment and the approval of the parents/guardians of that Junior. Musical progression through the organisation's bands will be at the discretion of the Musical Director, based upon an assessment of an individual's ability to prepare for and to perform a programme of concert music competently in public.

9 Engagements

Formal engagements for the Senior and/or Junior Bands can be accepted by the Committee based on majority decision. In the event of there being no majority the Chairman shall have a casting vote. Where the availability of members for a particular engagement is uncertain and hence the Committee are not initially in a position to accept or decline a particular engagement an "Engagements Attendance Sheet" should be made available for members to communicate their intentions of attending.

All formal engagements and rehearsals require regular attendance by Band members.

If the help of guest players is required for any particular engagement, the level of any payment to such players shall be determined by the Committee.

10 Uniform

Dress as supplied by the Band shall be worn at all Band engagements. The Band Sergeant, as nominated by the Committee, shall be responsible for ensuring compliance by members with the appropriate attire for each engagement. See the Appendix for current uniform requirements.

11 Use of Band Property

Band property, including instruments, uniform jackets and ties, and music may be issued to individual members by the Committee for purposes connected with the Band. Any person wishing to use such property for personal use or for use with other bands, must seek the advice and permission of the Committee. The Committee is responsible for ensuring that the whereabouts of all Band property is known and that appropriate records of such property are maintained.

Individuals issued with Band property are required to maintain it in the condition that it was issued. If an instrument requires professional repair or maintenance this should be brought to the attention of the Committee at the earliest opportunity. The instrument will be repaired as necessary as directed by the Committee. Depending on the reason(s) for the need for repair or maintenance the individual member/junior member's parents or guardians may be required to contribute toward the cost of the repair or maintenance, or any insurance excess charge which may be incurred.

Any individual leaving the Band, for any reason whatsoever, is required to immediately return to a member of the Committee any Band property previously issued to them. Any property not so returned within 3 months of an individual leaving the Band may be regarded by the Committee as stolen and appropriate legal action taken.

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12 Sponsorship

The Committee may, in pursuance of the Band's objects, attempt to obtain sponsorship or support from potential sponsors or supporters.

13 Officers

At an Annual General Meeting of the Band the members shall elect from amongst themselves a Management Committee consisting of a chairman, a secretary and a treasurer, and up to 6 additional band members who shall hold office from the conclusion of that meeting. No one shall be appointed as a member of the Committee who is aged 18 years or under or who would if appointed be disqualified under the provisions of Clause 15.

14 Band Management Committee

(i) The Management Committee, as elected in accordance with Clause 13, shall be responsible as Trustees in accordance with Clause 2 for the administration and management of the Band.

(ii) The Musical Director is to be invited to Committee meetings as required by the Committee.

(iii) The Committee may in addition appoint co-opted members to replace any Committee vacancies arising. Each appointment of a co-opted member shall be made at a meeting of the Committee and shall take effect from the end of that meeting unless the appointment is to fill a place which has not then been vacated in which case the appointment shall run from the date when the post becomes vacant.

(iv) All the Officers and other members of the 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.

(v) The proceedings of the 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.

(vi) No person shall be entitled to act as a member of the Committee whether on a first or on any subsequent entry into office until after signing in the minutes of the Committee a declaration of acceptance and of willingness to act in the trusts of the Band.

15 Determination of Membership of Committee

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

(i) Is disqualified from acting as a member of the Committee by virtue of the Charities Act 2011 (or any statutory re-enactment or modification of that provision);

(ii) becomes incapable by reason of mental disorder, illness, or injury of managing and administering his or her own affairs;

(iii) is absent without the permission of the Committee from all their meetings held within a period of 6 months and the Committee resolve that his or her office be vacated; or

(iv) notifies to the Committee a wish to resign (but only if at least three members of the Committee will remain in office when the notice of resignation is to take effect).

16 Committee members not to be personally interested

No member of the Committee shall -

(i) acquire any interest in property belonging to the Band (otherwise than as a trustee for the Band) or

(ii) receive remuneration from the Band or be interested (otherwise than as a member of the Committee) in any contract entered into by the Committee on behalf of the Band.

17 Meetings and proceedings of the Committee

(i) The Committee shall hold at least four ordinary meetings each year. Further or special meetings may be called at any time by the chairman or by any two members of the Committee upon not less than 4 days' notice being given to the other members of the Committee of the matters to be discussed.

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(ii) The Band chairman shall act as chairman at meetings of the Committee. If the Band chairman is absent from any meeting, the members of the Committee present shall choose one of their number to be chairman of the meeting before any other business is transacted.

(iii) There shall be a quorum when at least one third of the number of members of the Committee for the time being or three members of the Committee, whichever is the greater, are present at the meeting.

(iv) Every matter shall be determined by a majority of votes of the majority of the members of the Committee present and voting on the question but in the case of equality of votes the chairman of the meeting shall have a casting vote.

(v) The Committee shall keep minutes of the proceedings at meetings of the Committee and any sub-committee.

(vi) The 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 Committee may appoint one or more sub-committees consisting of one or more members of the Committee for the purpose of making any enquiry or supervising or performing any function or duty which in the opinion of the 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 Committee.

(viii) A representative for the Youth bands shall be appointed to put forward any items/issues concerning them for consideration by the Committee.

18 Property

The Committee shall cause the title to:

(i) all land held by or in trust for the Band which is not vested in the Official Custodian for Charities; and

(ii) all investments held by or on behalf of the Band;

to be vested in not less than three individuals appointed by them as Holding Trustees. Holding Trustees may be removed by the Committee at their pleasure and shall act in accordance with the lawful directions of the Committee. Provided they act only in accordance with the lawful directions of the Committee, the Holding Trustees shall not be liable for the acts and defaults of its members.

19 Receipts and expenditure

(i) The funds of the Band, including all donations contributions and bequests, shall be paid into an account operated by the Committee in the name of the Band at such banks and building societies as the Committee shall from time to time decide. All cheques drawn on Band accounts must be signed by at least two Officers of the Committee.

(ii) The funds belonging to the Band shall be applied only in furthering the objects of the Band.

20 Accounts

The Committee shall comply with their obligations under the Charities Act 2011 (or any statutory re-enactment or modification of that Act) with regard to:

(i) The keeping of accounting records for the Band;

(ii) The preparation of annual statements of account for the Band;

(iii) The auditing or independent examination of the statements of account for the Band;

(iv) The transmission of the statements of account and returns annually to the Charities Commission.

The Band's Financial Year shall end on the 30th September, following which accounts shall be prepared by the Treasurer.

21 Treasurer's responsibilities

All monies received by the Treasurer shall be paid into the Band's bank/building society accounts at his/her discretion whilst maintaining a petty cash float for Band functions.

All outgoing cheques shall be signed by any two persons from the Chairman, Treasurer and Secretary, as agreed by the Committee. The majority of Band funds should be invested in a savings

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account with a float of money maintained in a suitable current account. The Treasurer shall inform the Committee of account balances and outstanding monies at each meeting of the Committee. As described at clause 20, a fully written financial statement shall be prepared by the Treasurer and presented at the AGM.

Unless there is a statutory obligation for a professional audit of the Band financial statements, to save on professional costs whilst at the same time maintaining the integrity of the accounts, the Treasurer is required to have the figures reviewed independently by a person deemed suitable by the Committee.

22 Annual Report

The Committee shall comply with their obligations under the Charities Act 2011 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Charity Commission.

23 Annual return

The Committee shall comply with their obligations under the Charities Act 2011 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Charity Commission.

24 Annual General Meeting

(i) An Annual General Meeting will be held no later than 12 weeks after the 1st December each year.

(ii) Every Annual General Meeting shall be called by the Committee. The secretary shall give at least 21 days' notice of the Annual General Meeting to all members of the Band.

(iii) All Band members are expected to attend the Annual General Meeting. There shall be a quorum when at least one half of the number of members of the Band for the time being or ten members of the Band, whichever is the greater, are present at the meeting.

(iv) The secretary or other person specially appointed by the Committee shall keep a full record of proceedings at every Annual General Meeting of the Band.

(v) The Treasurer shall present, on behalf of the Committee, the financial report and accounts of the Committee for the preceding financial year.

(vi) The Band Chairman shall initiate the Annual General Meeting, after which the following order of procedure shall be strictly adhered to:

1. Minutes of the previous year's AGM shall be read out or presented by the Secretary. These minutes must be passed as a true record, signed and cleared by the Band Chairman and Secretary.

2. Matters arising from the minutes as read.

3. Chairman's report.

4. Secretary's report.

5. Treasurer's report.

6. Musical Director's report.

7. Election of Officers and other Committee members.

8. Any other business relevant to the AGM. Resolutions should be notified to the Secretary prior to the meeting for inclusion in the Agenda. Any further resolutions arising in the course of the meeting may only be introduced at the Band Chairman's discretion. If the meeting feels it appropriate, formal written voting may be arranged for any resolution. Two tellers are to be appointed from the members present (but not Band Officers or Committee members) to collect and count the votes and to announce the result of the voting.

9. Chairman to close meeting. The previous Officers and Committee members shall resign and the newly elected Officers and Committee members shall take office.

25 Honorary Band President

At the Annual General Meeting an individual, not being a Senior or Junior member of the Band, may be elected to the honorary post of Band President.

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26 Musical Director

The role of Musical Director of Coleshill Town Band shall carry the following duties -

- (i) To be responsible to the Committee for the musical progress of the Band.
- (ii) To construct a reasonably ambitious and varied programme of music for the Band.
- (iii) To select suitable schedules of music for band engagements.
- (iv) To determine whether additional rehearsals are required in advance of specific Band engagements.
- (v) To be responsible for advising the Committee on the purchase of instruments, music and equipment.
- (vi) To be responsible for Band training including the progress of individuals and advising members to practice certain routines.

The contract between the Musical Director and the Band may be unwritten and will be negotiated between the Committee and the Musical Director. A letter of appointment from the Committee to the Musical Director will outline fees (if any) and allowable budgets. Any fees and/or expenses incurred on behalf of the Band will be payable monthly and such time shall be the notice required to be given by either party.

An Assistant Musical Director may be appointed and may be paid fees/expenses in addition to those of the Musical Director. This post may be combined with that of the Musical Director.

If the Committee have reason to be concerned about the performance of the Musical Director or Assistant Musical Director they shall adopt the following course of action:

- (i) Invite that Musical Director to a meeting to discuss the situation.
- (ii) If, after such meeting, a majority of the Committee are of the opinion that a new Musical Director or Assistant should be appointed, the Committee shall call a Special General Meeting of the Band as detailed at Clause 27 at which the members will be asked to vote, by majority decision, whether or not to replace that Musical Director. If the Band decides that a Musical Director or Assistant Director is to be replaced, the Committee is then to advertise the vacancy, to interview suitable applicants and to negotiate the terms of the appointment.

27 Special General Meetings

The Committee may call a Special General Meeting of the Band at any time. If at least ten Band members request such a meeting in writing stating the business to be considered the secretary shall call such a meeting. At least 21 days' notice must be given. The notice must state the business to be discussed.

There shall be a quorum when at least one half of the number of members of the Band for the time being or ten members of the Band, whichever is the greater, are present at the meeting. Formal written ballot procedure as set out in Clause 1.24 is to be used for voting on all resolutions at Special General Meetings.

The secretary or other person specially appointed by the Committee shall keep a full record of proceedings at every General Meeting of the Band.

28 Notices

Any notice required to be served on any member of the Band shall be in writing and shall be served by the secretary or the Committee on any member 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 UK, and any letter so sent shall be deemed to have been received within 10 days of posting.

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29 Alterations to the Constitution

Subject to the following provisions of this clause the Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice of the general meeting must include notice of the resolution, setting out the terms of the alteration proposed.

No amendment may be made to clause 1.1 ("Name"), clause 1.3 ("Objects"), clause 1.16 ("Committee members not to be personally interested"), clause 1.30 ("Dissolution") or this clause without the prior consent of the Charity Commission.

No amendment may be made which would have the effect of making the Band cease to be a charity at law.

The Committee should promptly send to the Charity Commission a copy of any amendment made under this clause.

30 Dissolution

If the Committee decides by unanimous agreement that it is necessary or advisable to dissolve the Band it shall call a Special General Meeting of all members of the Band, of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by unanimous agreement of those present and voting, the Committee shall have power to realise any assets held on behalf of the Band. Any assets remaining after the satisfaction of proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having similar objects to the Band as the members of the Band may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts for the final accounting period must be sent to the Charity Commission.

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APPENDIX

PRESENT UNIFORMS (Clause 10)

To be supplied by the Band:

For Coleshill Town Band -

Concert Performance Jackets: Red with gold trim.

Walking Out/Off Stage Uniform: Black blazer, band emblem on the badge pocket, and band tie.

For Coleshill Youth Band - Reversible black/red waistcoat & red bow tie

For Coleshill Beginner Brass - Red bow tie

Each player is expected to supply a long sleeved white shirt/blouse, black trousers, black shoes, black tights/socks (and a black bow tie for use with the Town Band concert uniform).