

CONSTITUTION OF THE BERKSHIRE ORGANISTS' ASSOCIATION

Founded 1921

1 NAME

The charity's name is The Berkshire Organists' Association (*hereafter* The Association)

2 THE PURPOSES OF THE ASSOCIATION ARE:-

To advance the education of the public in the study of church and organ music

3 OFFICES AND TRUSTEES

- (1) The Association shall be managed by a committee of trustees who are appointed at the Annual General Meeting (AGM) of the Association.
- (2) A trustee must be a member of the Association.
- (3) The Association shall have the four offices of President, Secretary, Treasurer and Safeguarding Officer. Each office holder is a trustee and shall be elected for one year and shall be eligible for re-election to the same office. The President shall only be eligible for re-election for a second consecutive year. The Presidency may be extended at the discretion of the Trustees.
- (4) There shall be a minimum of six and a maximum of twelve trustees, which shall include the officers.
- (5) The trustees may appoint any person who is willing to act as a trustee and may also appoint trustees to act as office holders. A person appointed by the trustees will stand down at the next Annual General Meeting, but will be eligible for re-election.
- (6) Individual trustees shall be elected to the offices of Editor of the *Berkshire Organist*, Programme Secretary, Newsletter editor and Webmaster as required and as described in 7(1).

4 CARRYING OUT THE PURPOSES

The Association shall be affiliated to the Incorporated Association of Organists.

In order to carry out the charitable purposes, the trustees have the power to:

- (1) raise funds, receive grants and donations
- (2) apply funds to carry out the work of the Association
- (3) co-operate with and support other charities with similar purposes
- (4) do anything which is lawful and necessary to achieve the purposes

In particular, the trustees may arrange and present:

- (5) public lectures, discussions and debates;

- (6) public demonstrations of instruments, choral and organ music;
- (7) open competitions for playing, singing and composition of such music;
- (8) meetings to advise members of the clergy and other members of the public on any matter concerned with the improvement of standards of composition or performance of such music.

5 MEMBERSHIP

- (1) The Association shall have a membership. People who support the work of the Association and are aged 18 or over, can apply to the trustees to become a member. The trustees will accept all bona fide applications. The trustees will keep an up-to-date membership list.
- (2) Persons under the age of 18 can apply to the trustees to become a junior member. A junior member may not vote at General Meetings of the Association.
- (3) New honorary members shall be proposed at the Annual General Meeting by the trustees for approval by a majority of the membership attending.
- (4) Each member shall pay an annual subscription which shall be due on the first day of January each year. The trustees shall review each year the amount of the annual subscription and may, as they think fit, fix lower rates for:
 - a. persons under the age of 18;
 - b. full time students;
 - c. retired members;
 - d. persons joining during the year;
 - e. persons in circumstances of hardship;
 - f. members who have made an exceptional contribution to the work of the Association during their membership;
 - g. Honorary members.
- (5) Any member whose subscription remains unpaid three months after it became due shall cease to be a member.
- (6) Honorary fellows elected in General Meeting as a token of appreciation of their work for the Association shall automatically become honorary members.
- (7) The trustees may remove a person's membership if they believe it is in the best interests of the Association. The member has the right to be heard by the trustees before the decision is made and can be accompanied by a friend.

6 ANNUAL GENERAL MEETING - AGM

- (1) The AGM must be held every year, with 14 days notice given to all members telling them what is on the agenda. Minutes must be kept of the AGM.
- (2) There must be at least 10% of voting members present if there are fewer than 15 members present at the AGM. If this quorum is not met, the meeting will be adjourned for 14 days at which point it will be considered quorate regardless of numbers.

- (3) Every member has one vote. The President has a casting vote to be used in the event of a tied vote.
- (4) The trustees shall present the annual report and accounts.
- (5) Any member may stand for election as a trustee.
- (6) Members shall elect three trustees to hold the three offices and a minimum of three and a maximum of nine further trustees to serve for the next year. They will retire at the next AGM but may stand for re-election, save for the President who may only stand once for re-election as President. However, the President may stand for re-election as a trustee or other officer

7 TRUSTEE MEETINGS

- (1) Trustees must hold at least 4 meetings each year. At least 14 days notice of meetings will be given to trustees telling them what is on the agenda. At their first meeting after the AGM they will elect an Editor of the *Berkshire Organist*, Programme Secretary, Newsletter editor and Webmaster as required. Trustees may act by majority decision. The president has a casting vote to be used in the vent of a tied vote.
- (2) At least 3 trustees must be present at the meeting to be able to take decisions. Minutes shall be kept for every meeting.
- (3) Any trustees having a conflict of interest must declare it and leave the meeting while this matter is being discussed or decided.
- (4) The trustees may appoint sub-committees to assist in their work.
- (5) The trustees may make reasonable additional rules to help run the Association. These rules must not conflict with this constitution or the law.

8 MONEY AND PROPERTY

- (1) Money and property must only be used for the Association's purposes.
- (2) Trustees must keep accounts. The most recent annual accounts can be seen by anybody on request.
- (3) Trustees cannot receive any money or property from the Association, except to refund reasonable out of pocket expenses. Excepting that a member of the Association, being a professional musician, may be paid a fee for musical work, such as teaching the organ, which he or she is engaged by the Association to perform. Any such agreement will require the approval of all trustees, and all such financial transactions will be detailed in reporting of BOA accounts. Individuals due to receive such fees will exclude themselves from the approval process.
- (4) Money must be held in the Association's bank account. All payments must be approved by two trustees.

9 GENERAL MEETINGS

If the trustees consider it is necessary to change the constitution, or wind up the Association, they must call a General Meeting so that the membership can make the decision. Trustees must also call a General Meeting if they receive a written request from the majority of members. All members must be given 14 days notice and told the reason for the meeting. All decisions require a two thirds majority. Minutes must be kept.

- (1) **Winding up** – If on the winding-up or dissolution of the Association, there remains, after the satisfaction of all debts and liabilities, any property whatsoever, this shall not be paid to nor distributed among the members of the Association, but shall be given or transferred to some other charitable institution having objects similar to the objects of this Association.
- (2) **Changes to the Constitution** – This Constitution shall not be altered or added to except by resolution at a General Meeting, and no alteration shall be made which would cause the Association to cease to be a charity at law. No amendment shall be made to this Article 9 (2), Article 2 or Article 9 (1) without the prior consent in writing of the Charity Commissioners
- (3) **General Meeting** – shall be called on written request from a majority of members.
- (4) Trustees may also call a General Meeting to consult the membership

10 **ADOPTION OF THIS CONSTITUTION**

This constitution was adopted on 13 May 2023 by a majority of the members of the Association attending a General Meeting on that date.

R Sedding
President