

Test Valley Brass

Constitution

1. Name:

Test Valley Brass is a group of amateur Brass players which is an unincorporated association with charitable objects.

That this organization be called and known by the name of “Test Valley Brass.” The term “Test Valley Brass” in this context is to be taken as covering what is commonly known as the Senior Band and is hereby extended to cover any ensemble, learner’s class, Youth Band or Concert Band as may be formed time to time under the auspices of “Test Valley Brass.”

2. Aims

The charitable objects of Test Valley Brass are:-

(a) The advancement of the education of the public in the study, practice and appreciation of music and the allied arts.

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 Charity;

(iv) Power subject to any consents required by law to borrow money and to charge all or any part of the property of the Charity with repayment of the money so borrowed;

(v) Power to employ such staff (who shall not be members of the Committee) as are necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependants;

(vi) 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 advise with them;

(vii) Power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects;

(viii) Power to appoint and constitute such advisory committees as the Committee may think fit;

(ix) Power to do all such other lawful things as are necessary for the achievement of the objects.

(b) In particular but without prejudice of the foregoing the advancement, in the Villages/Towns of Test Valley and in the County of Hampshire and surrounding areas, of the Brass Band Movement, the playing of brass band music band the provision of opportunities to participate in rehearsals, concerts, recording sessions and issue and sale of recordings, radio broadcasts, television broadcasts, musical competitions, the encouragement of the commissioning of new works of Brass Band music either alone or in association with any other organization and, or person or persons and the teaching and playing of instruments normally associated with Brass bands and the engagement or employment of any person or persons for these purposes.

(c) The provision of concerts or other entertainments for the benefit of the public or section of the public (whether or not payment for admission is required) including so doing in order to raise funds for any other Charitable or Philanthropic organization operating within the above area and the provision of band music for ceremonial occasions and public functions in or around such area.

(d) The provision of facilities and the use of musical instruments for members of the said band and others within the said areas desirous of using the same in such manner as the Committee at its absolute discretion shall from time to time see fit.

(e) The entry of Test Valley Brass into membership of any Associations, Federations or other bodies formed for the benefit of the Brass band movement in Executive that the Committee at its absolute discretion shall form time to time see fit.

(f) The Committee shall be empowered to buy, sell or exchange any music and/or musical instrument and/or other appropriate equipment and/or uniform, in order to fulfill these objects.

3. Administration:

(a) The day to day administration of Test Valley Brass affairs shall be delegated to a Committee which shall be elected annually by the members at the Annual General Meeting. The Committee shall consist of Chairmen, Secretary, Treasurer, and Band Manager, and up to four non office-bearing persons. Nominations for these positions duly proposed and seconded shall be made by the membership. In addition to the aforementioned the following shall also serve as Committee Members.

(b) Any person or persons (not exceeding four) elected by the Annual General Meeting of the membership at the recommendation of the Committee and duly proposed and seconded to act in the capacity of Trustee. The period of office shall run for Five years from election or as long as is necessary to reconstitute the Band in the event of a disbandment.

(c) The Rules of Test Valley Brass shall come into force when approved by an Annual General Meeting or an Extraordinary General Meeting and may be amended by any such meeting.

4. Meetings and Proceedings of the Committee

(1) The Committee shall hold at least six ordinary meetings each year. A special meeting 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 but if the matters included an appointment of a co-opted member then not less than 21 days notice must be given.

(2) The Chairman shall act as Chairman at meetings of the Committee. If the 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.

(3) 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 a meeting.

(4) Every matter shall be determined by a majority of votes 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 second or casting vote.

(5) The Committee shall keep minutes, in books kept for the purpose of the proceedings at meetings of the Committee and any sub-committee.

(6) 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.

(7) The Committee may appoint one or more sub-committees consisting of one or more members of the Committee for the purpose of making any inquiry 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-committees shall be fully and promptly reported to the Committee.

(8) Any person in membership may be co-opted by the Committee at any time in order to serve on the Committee for any length of time required in order to provide any specialized knowledge or skill as may be required from time to time.

(9) Any vacancy that may arise on the Committee must be first filled by co-option of the next eligible nominee from the last Annual General Meeting according to the votes cast. In the event of a refusal of such co-option then it will be extended to the next eligible. In the event of such co-option by this method by all persons eligible in turn, then co-option shall be offered to any willing available member.

(10) The Committee may offer the honorary positions of President and Vice-Presidents to a suitable person who shall hold such office until the next Annual General Meeting. Such nominations may be made to persons not in membership of the Band.

(11) No member or members of the Committee shall be held personally responsible either jointly or severally other than the duly appointed Trustees for

(i) Any debt incurred on behalf of or by Test Valley Brass.

(ii) Any legal liability either civil or criminal incurred by any other member of the Committee and/or Band membership as a whole.

(12) All income derived from whatever source will be deposited in a current account in the name of Test Valley Brass from which all running costs of whatsoever nature will be paid – these to include expenses incurred by officers or members and authorized by the Committee. Deposits or other accounts in the name of Test Valley Brass may be authorized by the Committee. All cheques and other banking documents shall require at least two authorized signatories.

The Committee may authorize honorariums for the services to Test Valley Brass and to make donations within the objects of Test Valley Brass as may be thought appropriate. Subscriptions may be levied upon the membership as may be approved at the Annual General Meeting.

5. General Meetings:

(a) Annual General Meeting – This shall be held within six months of the end of Test Valley Brass financial year which shall be on the such date as the Committee shall from time to time determine. At this meeting the Committee including Trustees where

appropriate, and Hon. President and Hon. Vice Presidents for the forthcoming year shall be elected and the Test Valley Brass income and expenditure account and balance sheet for the year just ended shall be presented. This meeting shall also be the occasion on which Officers' reports shall be made concerning the previous year and on which Band Members can raise points under "Any Other Business." 21 days notice should be given of any proposed resolutions or matters to be discussed. These to be included in a notice to members convening the meeting. 14 days written notice of the AGM shall either be given to members by hand or sent by post to their last known addresses.

(b) At the first Committee meeting following the AGM, key Committee appointments including Musical Director and Librarian will be appointed for a period of one year. The MD appointment may be terminated by giving three months notice on either side, unless the Committee acknowledges a risk of damage to the reputation of Test Valley Brass, in which case the Chairman has the right to instigate immediate dismissal, with the support of the Committee. The Musical Director will appoint an Assistant Conductor with the agreement of the Band Committee.

(c) Extraordinary General Meetings – may be called by either the Committee at its discretion or at the written request of ten members. At such meetings the point only for which the meeting is called may be discussed. The period of notice shall be fourteen days prior to the meeting such notice shall be given in the same manner as for an Annual General Meeting.

(d) Quorums – These shall be the lesser of twenty members or 50% of the total membership, three of which to be Officers, for the Annual general Meetings and Extraordinary General Meetings. In the absence of the Chairman any member at any meeting may be nominated to take the chair.

(e) Voting – Any vote at any meeting shall be by show of hands unless a majority require a secret ballot duly proposed, seconded and voted upon. Each member shall have one vote, with the exception of any person who is an Honorary President or Honorary Vice – President unless he or she has a vote in his or her capacity as a Member. In the event of a tied vote the Chairman of any meeting shall have the casting vote. Decisions shall be by simple majority and the Chairman shall act as scrutineer. Proxy voting will not be allowed unless a secret ballot is called for and agreed. All motions must be duly proposed and seconded.

(f) At all meetings the Minutes of the appropriate previous meeting will be signed by the Chairman when agreed as correct.

6. Membership:

(a) Any person who plays an instrument normally associated with Brass Bands or who desires to receive instruction in the playing of such instruments may apply to become a member of Test Valley Brass. The Committee shall consider and accept or reject such applications. Each and every person accepted in membership will sign a membership book agreeing to the constitution and rules of Test valley Brass.

(b) Applications will be considered from persons under the age of 18 years subject to parental consent in writing. The parents will agree on behalf of the applicant to:

(i) Observe the Constitution and Rules of the Band.

(ii) Accept directions from the person(s) in charge.

(iii) Agree that they may be taken to events in which the Band may be performing or attending.

(c) The Committee shall have the right to expel any member for misconduct, prolonged non-attendance without good cause, or breach of the rules as it sees fit.

(d) No member shall hold claim to any Test Valley Brass property and on leaving membership must give up all Test Valley Brass property to the Committee. Such property shall be carefully treated at all times and any deficiency or damage be made good by a quitting member. Where appropriate a quitting member's Test Valley Brass Registration with any Association of Brass bands, or any other Brass Band Registration Authority may be allowed to be retained for contesting purposes.

7. General:

(a) Any member may write to or request an audience with the Committee.

(b) No member other than Committee Members may attend meetings of the Committee except in cases covered by 5(a) above and persons either co-opted or serving as Hon. President or Hon. Vice – President as in 6(a).

(c) The Committee shall formulate rules for the general administration and welfare of Test Valley Brass.

(d) Each member shall be given a copy of this Constitution and Rules.

(e) Any change of constitution must be approved by the membership either at the Annual General Meeting or at an Extraordinary General Meeting called for that purpose.

8. Dissolution.

If the Committee decides that it is necessary or advisable to dissolve the Charity it shall call a meeting of all members of the Charity, 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 two-thirds majority of those present and voting the Committee shall have power to realize any assets held by or on behalf of the Charity. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of the Charity as the members of the Charity may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, or account and statement, for the final accounting period of the Charity must be sent to the Commission.