

Constitution of Rising Voices Wessex Community Choirs



Constitution adopted on 15.12.2015

Updated and agreed at AGM on 21 May 2018

and supersedes all previous versions.

1 Name

The name of the association is Rising Voices Wessex, Community Choirs.

2 Administration

Subject to the matters set out below Rising Voices Wessex and its property shall be administered and managed in accordance with this Constitution by the Trustees of Rising Voices Wessex and any organisational sub-committees or steering groups of the community choirs or music therapy associated with Rising Voices Wessex.

3 Objects and Powers

3.1 Rising Voices Wessex has been established to promote the good health and wellbeing of people living with or affected by cancer for the public benefit in particular but not exclusively by:

- providing and promoting music participation through singing as a means of regaining confidence, health and wellbeing to complement rehabilitation during and following treatment for cancer;
- providing support to families and carers of people living with or affected by cancer;
improving public awareness regarding the problems and circumstances of people living with and beyond cancer as well as their families and carers through information and education;
- seeking to "normalise" post-cancer living by making available support through singing in the community;
- fostering mutual help, co-operation and friendship in an understanding and empathetic environment for those affected by cancer;
- making appropriate representations to relevant statutory bodies and other organisations on behalf of people affected by cancer;
- promoting, conducting, and engaging in research/evaluation as to the benefits of music and singing to those affected by cancer (publishing the useful results of which for the public benefit); and
- promoting a strategy that supports the development of other choirs within the Wessex Region (covering mainly Dorset, Hampshire and Wiltshire) and forges appropriate musical and cultural links with other like-minded choirs.

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3.2 Rising Voices Wessex shall have the following powers to:

- lease or hire or otherwise acquire any property for rehearsals and performance and maintain, alter and equip as appropriate for the function, subject to such consents as may be required by law to manage, hire, or otherwise deal with all or any part of the property;
- borrow money in such manner and on such security as Rising Voices Wessex may think fit, subject to such requirements that are imposed by law;
- raise money and to invite and accept any gifts, subscriptions or donations, provided to Rising Voices Wessex;
- undertake, accept, execute and administer any community trust;
- invest any monies raised by Rising Voices Wessex and not immediately required for its purposes as may be thought fit, subject to such requirements that are imposed by law;
- engage and pay any agents or employees (who shall not be persons of the Trustees) and to make all reasonable and necessary provisions for appropriate to employees;
- appoint and constitute such advisory committees as the Trustees may think fit;
- apply income of the Community Choirs in paying premiums on a policy or policies of insurance to indemnify the Trustees, committee persons (or any of them) against personal liability arising from acts and omissions other than any act or omission which the Trustees concerned knew to be a breach of trust or breach of duty or add to which the Trustees concerned was reckless whether it was or was not a breach of trust or breach of duty;
- do all such other lawful things as shall further the attainment of the Rising Voices Wessex objectives;
- do any of the above either alone or in conjunction with any other organisation or persons as appropriate and agreed by the Trustees.

4 Membership

To maximise accessibility to Rising Voices Wessex choirs there is no formal annual membership subscription. Therefore for the definition of membership and ability to vote at the AGM, members are considered to be those who have attended choir rehearsals over the preceding 3 months or more; for those attending for less than 3 months those eligible to vote will be those who have attended at least 2 rehearsals during that time.

4.1. Membership of the Community Choirs shall be open to:

- individuals affected by cancer who are interested in Rising Voices Wessex and singing for fun;
- individuals who wish to support Rising Voices Wessex 'friends of' for backstage support, promotion and/or fundraising;
- any corporate or unincorporated association which is interested in furthering the Rising Voices Wessex community choirs and has paid a subscription, donation or sponsorship to support the organisation (any such body being called in this constitution "a member organisation").

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- 4.2. Each choir member, as defined above, shall be eligible to vote, where requested or required, at the Annual General Meeting of Rising Voices Wessex
- 4.3. Each Rising Voices Wessex community choir or organisation shall appoint an individual to represent it and to vote on its behalf at meetings of Rising Voices Wessex, where invited or appropriate to do so.
- 4.4. Each member organisation shall notify the name of the representative appointed by it and of any alternate to the secretary. If the representative or alternate resigns or otherwise leaves the member organisation, he or she shall forthwith cease to be the representative of the member organisation.
- 4.5. The Trustees may unanimously and for good reason terminate the membership of any individual or member organisation and confirmed in writing; provided that the individual concerned or the appointed representative of the member organisation concerned (as the case may be) shall have the right to be heard by the Trustees, accompanied by a friend, before a final decision is made (see separate Grievance Policy and Adults Safeguarding Policy).

5 Honorary Officers.

At the Annual General Meeting of Rising Voices Wessex members present shall elect a Chairman, a Vice-Chairman and a Treasurer, and at least two other officers without portfolio who shall hold office from the conclusion of that meeting.

6 Trustees.

The Trustees shall consist of not less than 5 persons and not more than 9 persons being the honorary officers specified in the preceding clause and persons elected at the Annual General Meeting who shall hold office from the conclusion of that meeting.

- 6.1 At the first Annual General Meeting all persons of the Trustees shall stand for re-election and at every subsequent Annual General Meeting thereafter one-third of the Trustees may stand for re-election; if there is only one person of the Trustees who is subject to retirement by rotation, he/she shall retire
- 6.2 If at the AGM of Rising Voices Wessex a person of the Trustees retires by rotation, and the vacancy is not filled the retiring person of the Trustees shall, if willing to act, be deemed to have been reappointed unless at the meeting it is resolved not to fill the vacancy or unless a resolution for the reappointment of a person to the Trustees is put to the meeting and lost.
- 6.3 In appropriate circumstances the Trustees may elect to co-opt a Trustee mid-term.
- 6.4 The proceedings of the Trustees or the Steering Groups shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or disqualification of a person.
- 6.5 No person shall be entitled to act as a Trustee or member or a Steering Group whether on a first or any subsequent entry into office until after signing the Terms of Reference (see

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separate document) - a declaration of acceptance and of willingness to act in the best interest of Rising Voices Wessex.

- 6.6 Nobody shall be appointed as a person of the Trustees or member of a Steering Group who is aged under 18 or who if appointed would be disqualified under the following categories.

7 Determination of Membership of the Trustees or Steering Group

A person of the Trustees or of a steering group shall cease to hold office if he or she:

- becomes incapable by reason of declining physical or mental health, illness or injury of managing or administering his or her own affairs;
- is absent without permission of the Trustees from all their meetings held within a period of six months and the Trustees resolve that his or her office be vacated; or
- notifies to the Trustees of a wish to resign (but only if at least three persons of the Trustees will remain in office when the notice of resignation is to take effect).

8 The Trustees or steering group personal interests:

No person of the Trustees shall acquire any interest in property belonging to Rising Voices Wessex or receive remuneration or be the interested party in any contract entered into by the Trustees.

- 8.1 Anyone who is a Trustee for the time being who is a solicitor, accountant or other person engaged in a profession may charge and be paid for all the usual professional charges for business done by him or her or his or her firm when instructed by the other persons of the Trustees to act in a professional capacity on behalf of Rising Voices Wessex, provided that at no time shall any of the Trustees personally benefit under this provision. An individual Trustee shall withdraw from any meeting at which his or her own instruction or remuneration, or that of his or her firm, is under discussion.

- 8.2 No person of the Trustees or any sub-committee shall supply or be interested in the supply of goods or services to the Trustees or a Steering Group of Rising Voices Wessex except by way of free gift or on a basis which shows no profit or gain directly or indirectly to the persons concerned.

This clause shall not apply to:

- the repayment to any such person of reasonable out of pocket expenses;
- any such person only by the virtue of the holding of not more than one hundredth part of the capital of a company supplying goods or services to Rising Voices Wessex;
- any such person only by virtue of being an official at a bank where funds of Rising Voices Wessex are deposited;
- any such person who prior to election or appointment was already carrying on the business of supplying goods or services to Rising Voices Wessex at a price not exceeding the fair market price and on normal trade terms; but the person shall

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leave any meeting during the discussion of such business and shall refrain from voting on the matter.

9 Meetings and proceedings of the Trustees.

The Trustees shall hold at least four ordinary meetings each year. A special meeting may be called at any time by the chairman or by any two persons of the Trustees not less than 4 days' notice being given to the other persons of the Trustees of the matters to be discussed but if the matters include an appointment of a co-opted person not less than 21 days' notice must be given.

- 9.1 The chairman shall act as chairman at meetings of the Trustees. If the chairman is absent from any meeting, the persons of the Trustees present shall choose one of their number to be chairman of the meeting before any other business is transacted.
- 9.2 There shall be a quorum when at least one third of the number of persons of the Trustees or three persons of the Trustees, whichever is greatest, are present at a meeting.
- 9.3 Every matter shall be determined by a majority of votes of the persons of the Trustees 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.
- 9.4 The Trustees shall keep minutes of the proceedings at meetings of the Trustees and any sub-committee/steering group.
- 9.5 The Trustees may from time to time make revisions to or 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.
- 9.6 The Trustees may appoint one or more sub-committees consisting of two or more persons for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Trustees 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 minuted (available on the Rising Voices Website) and reported to the Trustees.

10 Receipts and expenditure.

The funds of the Rising Voices Wessex, including all donations, contributions and bequests, shall be paid into an account operated by the Trustees in the name of Rising Voices Wessex at such bank as the Trustees shall from time to time decide (see separate Fraud Policy).

- 10.1 All cheques drawn on the account in excess of £100 must be signed by at least 2 persons of the Trustees.

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10.2 The funds belonging to Rising Voices Wessex shall be applied only in furthering the objects identified in this document.

11 Accounts.

The Trustees shall comply with their obligations as a Community Organisation by the:

- keeping of accounting records for Rising Voices Wessex;
- preparation of annual statements of account for Rising Voices Wessex;
- auditing or independent examination of the statements of account of the Rising Voices Wessex; and
- reporting of the statements of account of Rising Voices Wessex to the Members at the AGM.

12 Annual Report

The Trustees shall develop an annual report outlining the activities of Rising Voices Wessex to be shared with Members at their AGM.

13 Annual Financial Return.

The Trustees shall comply with their obligations with regard to the preparation of an annual financial return to be shared with Members at their AGM.

14 Annual General Meeting.

There shall be an Annual General Meeting of Rising Voices Wessex which shall be held after the end of the financial year in the month of May in each year or as soon as practicable thereafter.

14.1 Every Annual General Meeting shall be called by the Trustees. The secretary shall give at least 21 days' notice of the Annual General Meeting to all the persons of the Rising Voices Wessex. All the persons of Rising Voices Wessex shall be entitled to attend and vote at the meeting.

14.2 Before any other business is transacted at the first Annual General Meeting the persons present shall appoint a chairman of the meeting. The chairman shall be the chairman of subsequent Annual General Meetings, but if he or she is not present, before any other business is transacted, the persons present shall appoint a chairman of the meeting.

14.3 The Trustees shall present to each Annual General Meeting the annual report and the annual financial return of Rising Voices Wessex for the preceding year.

14.4 Nominations for election to the Trustees must be made by persons of Rising Voices Wessex in writing together with the written nomination of at least one other person of Rising Voices Wessex and must be in the hands of the Secretary of the Steering Trustees at least 14 days before the Annual General Meeting. Should nominations exceed vacancies, election shall be by ballot.

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15 Special General Meetings.

The Trustees may call a special general meeting of Rising Voices Wessex at any time. If at least ten persons 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.

16 Procedure at General Meetings.

The secretary or other person specially appointed by the Trustees shall keep a full record of proceedings at every general meeting of the Rising Voices Wessex.

- 16.1 There shall be a quorum when at least one tenth of the total membership of Rising Voices Wessex present at any general meeting or other such numbers as the Trustees may determine.

17 Notices.

Any notices required to be served on any person of Rising Voices Wessex shall be in writing and shall be served by the secretary or the Trustees on any person either personally or by sending it through the post in a prepaid letter addressed to such person at his or her last known address in the United Kingdom, and any letter so sent shall be deemed to have been received within 10 days of posting.

18 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 persons 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.

- 18.1 No amendment may be made without the prior discussion and consent in writing of the Trustees of Rising Voices Wessex.

19 Dissolution.

If the Trustees decide that it is necessary or advisable to dissolve Rising Voices Wessex it shall call a meeting of all persons of Rising Voices Wessex, 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 a two-thirds majority of those present and voting the Trustees shall have power to realise any assets held by or on behalf of Rising Voices Wessex. Any assets remaining after the satisfaction of any property debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of Rising Voices Wessex as the persons of Rising Voices Wessex may determine.

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20 Arrangements until first Annual General Meeting.

Until the first Annual General Meeting takes place this constitution shall take effect as if references in it to the Trustees were references to the persons whose signatures appear at the bottom of this document.

This constitution was amended and adopted on the date mentioned above by the persons whose signatures appear at the bottom of this document.

Signed:

Alastair Smith

Noeline Young

Jean Querol

Robert Taylor

Susi Caesar

Roger Preston

Sarah Culley

Further Documents for Rising Voices Wessex are available on our website and include:

- **Fraud Policy.**
- **Grievance Policy.**
- **Adults Safeguarding Policy.**
- **Data Protection Policy.**
- **Communications and Marketing Policy.**
- **Strategy 2017 – 2020.**
- **Terms of Reference.**

Website: www.risingvoices.org.uk email: admin@risingvoices.org.uk