



## **CONSTITUTION OF THE SING FOR PLEASURE TRUST**

### **INCLUDING AMENDMENTS AGREED AT THE 2013 ANNUAL GENERAL MEETING**

- 1.** The name of the Foundation shall be THE TRUST FOR SING FOR PLEASURE (hereinafter called "The Foundation").
- 2.** The object of The Foundation shall be to promote music education in any manner which now is or hereafter may be deemed charitable. In furtherance of the above object, but no further or otherwise, The Foundation may:
  - a. provide means and organisation for enabling young people, in particular members of youth choirs, to meet for the purpose of singing together;
  - b. stimulate an interest in choral singing among young people through appropriate courses, events, festivals or residential schools;
  - c. provide a suitable repertoire of songs and choral pieces which will cater for a wide range of ability;
  - d. create opportunities for younger singers to forge links with members of other choirs, not only in this country but with appropriate movements abroad;
  - e. offer training to those who wish to conduct choirs or lead singing groups, and establish the institution and award of diplomas or certificates to suitably qualified individuals as is from time to time appropriate;
  - f. help in forming new singing groups and youth choirs wherever the opportunity arises by providing advice, encouragement and practical help;
  - g. promote and carry out research into any matter which properly arises under the objects of The Foundation, and publish or assist in publishing the results of such research and also books of songs and any other relevant material;
  - h. co-operate with Government departments, Local Education Authorities, educational associations, youth organisations, schools and other educational institutions and other similar bodies in the furtherance of the objects of The Foundation, and join with any other charitable foundations having objects altogether or in part similar to those of The Foundation;
  - i. seek and accept endowments, donations, grants and funds from any organisations or source in order to further the objects of The Foundation;
  - j. purchase, lease or otherwise acquire any real and personal property and construct, alter and maintain any such property required for the purpose of The Foundation and sell, improve, develop, lease, mortgage or otherwise

deal with all or part of such property with any consent required by law;

- k. do all such things as may be necessary to the attainment of the forgoing objects.

**3. Membership of The Foundation shall be as follows:**

- a. individual members who shall pay an annual subscription;
- b. affiliated choir or singing group members who shall pay an annual subscription;
- c. corporate members, being Local Education Authorities or other organisations who shall pay an annual subscription;
- d. any persons appointed Honorary Life Members by The Foundation

**4. The Foundation may appoint a President and one or more Vice-Presidents, each of whom may serve for terms of three years and be eligible for reappointment.**

**5. Administrative structure**

- a. The Foundation shall be administered by a Board of Trustees whose duty it shall be to further the objects of The Foundation, and to direct the general policy and management of The Foundation. Trustees shall be members of The Foundation. The powers of The Board of Trustees shall include:
  - i) approving or rejecting applications for membership;
  - ii) fixing the amount of annual subscriptions;
  - iii) terminating, for good and sufficient reason, the membership of any member of The Foundation, provided that any member shall have the right to be heard by The Board of Trustees before the decision is made.
- b. Holding Trustees
  - i) The title to all investments or property held on behalf of The Charity, and all land held by or in trust for The Charity which is not vested in the Official Custodian for Charities, shall be vested in four individuals appointed by The Board of Trustees to act as "Holding Trustees":
  - ii) The Holding Trustees shall in accordance with the lawful directions of The Board. Provided that they only act in accordance with the lawful directions of The Board, the Holding Trustees shall not be liable for any acts or defaults of the members of The Board of Trustees.
  - iii) The Holding Trustees shall be entitled to an indemnity out of the property of The Trust for all expenses and other liabilities incurred by them in the discharge of their duties.
  - iv) Holding Trustees may be removed or appointed by The Board of Trustees at its pleasure. The Holding Trustees at the date of this constitution are Chris Green, Angela Bennett, Rob Wilding and Miles Clarke.

## 6. The Board of Trustees

- a. Membership of The Board of Trustees is as follows;
  - i) The minimum number of trustees is three, and the maximum number is at the discretion of The Board of Trustees but is not normally expected to exceed six.
  - ii) One Trustee shall be elected by postal ballot of Foundation members.
  - iii) One Trustee shall be nominated by the Regional Chairs from amongst themselves.
  - iv) One Trustee shall be nominated by a major supporter (e.g. sponsor or partner).
  - v) Other Trustees may be nominated by members of The Foundation.
- b. Persons nominated to fill casual vacancies on The Board of Trustees may be appointed by The Board of Trustees. Any person so appointed shall hold office until the next Annual General Meeting at which he or she shall be eligible for re-election.
- c. A Trustee shall serve for a term of three years, not normally renewable more than twice.
- d. The Chair, Honorary Treasurer and Honorary Secretary shall be elected annually by The Board of Trustees from existing Trustees. No Trustee may hold more than one such office at a time, nor may a Trustee act simultaneously as a member of the management team.
- e. The Board of Trustees shall meet at least twice a year, and there shall be a quorum when at least three Trustees are present.
- f. The Board of Trustees may invite any person to attend its meetings as an observer but without power to vote.
- g. Members of The Board of Trustees shall be allowed to receive normal fees, accommodation provision and expenses for working as tutors or staff members at courses or events organised by, or in collaboration with, The Foundation, as paid to other tutors or staff members who are not members of The Board of Trustees. Members of The Board of Trustees must withdraw from any meeting whilst any aspect of his or her employment is being discussed.

## 7. General Meetings

- a. The first General Meeting of The Foundation shall be held not later than 31st December 1974. Subsequent Annual General Meetings of The Foundation shall be held at such time and place as The Board of Trustees shall determine (not normally more than 14 months after the previous AGM). There shall be a quorum when at least fifteen members of The Foundation are present.
- b. Six weeks' notice of and Annual General Meeting shall be given to all members of The Foundation. Notice of business to be discussed should be

in the hands of The Honorary Secretary not later than twenty-eight days before the Annual General Meeting. Other business may be discussed at the discretion of the Chair.

- c. An Extraordinary General Meeting of The Foundation may be called at fourteen days' notice upon the written demand of twenty members, or by The Chair, or by The Board of Trustees. There shall be a quorum when at least fifteen members of The Foundation are present.
- d. Each choir and corporate member which is in membership of The Foundation may have two votes during elections and may be represented by two voters at an Annual General Meeting. No other member shall exercise more than one vote, except that in the case of equality of votes The Chair shall have the casting vote. Subject to the provision of clauses 9 and 10 hereof, all questions arising at any meeting shall be decided by a simple majority of those present and entitled to vote thereat.

## **8. Finance**

- a. A bank account shall be opened in the name of The Foundation. The Board of Trustees shall authorise in writing from three to five persons to sign cheques on behalf of The Foundation. All cheques must be signed by at least two of the authorised signatories.
- b. The accounts of The Foundation shall be subject to annual examination by an Independent Examiner appointed by The Board of Trustees, and thereafter shall be presented to The Board of Trustees and to the Annual General Meeting for approval.

## **9. Alterations to the Constitution of The Foundation shall receive the assent of not less than two thirds of the members present and voting at a General Meeting, provided that no alterations to clauses 1,9 and 10 shall be made without the approval of The Court, or of the Charity Commissioners or any other authority having jurisdiction under the Charities Act 1993. Written notice of such proposed alterations must have been received by The Honorary Secretary not less than twenty-eight days before the meeting at which they are to be considered, for circulation to members fourteen days before the meeting.**

## **10. If at any General Meeting of The Foundation a resolution for the dissolution of The Foundation (for which at least fourteen days notice shall be given to members of The Foundation) shall be passed by a majority of not less than two thirds of the members present and voting thereon, The Board of Trustees shall in accordance with such resolution proceed to discharge the debts and liabilities of The Foundation and to pay or transfer any surplus assets to such other charitable foundation having objects similar to those of The Foundation as may be decided by The Board of Trustees and approved by The Charity Commissioners or other authority having jurisdiction under the Charities Act 1993.**

## **11. The Interpretation Act of 1889 (or such other Act as may supersede that Act) shall apply for the interpretation of this Constitution as it applies to the interpretation of an Act of Parliament.**

12. Any notice may be served by The Honorary Secretary to 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 United Kingdom; any letter so sent shall be deemed to have been received within seven days of posting.

August 17th 2013