

LINCOLN CHORAL SOCIETY
(Founded 1896)
(Registered Charity No. 505023)

CONSTITUTION
(Amended 24 January 2022)

1. NAME

The name of the Society shall be the **LINCOLN CHORAL SOCIETY** (hereinafter referred to as “the Society”).

2. OBJECTS

The Objects of the Society shall be to promote, improve, develop and maintain public education in, and appreciation of, the art and science of music by any means which the Society sees fit, and in particular by the presentation of public concerts and recitals.

3. PRESIDENT

The President of the Society shall be the Precentor for the time being of Lincoln Cathedral.

4. MEMBERSHIP

- 4.1.** Membership of the Society shall be open to any person who is interested in furthering the Objects of the Society and who has paid the annual subscription at the appropriate rate or rates as shall be determined by the Committee; all subscriptions shall be payable in advance.
- 4.2.** Members who wish to sing in concerts promoted by the Society shall be required to provide from time to time such evidence of musical competence as the Committee, acting in consultation with the Musical Director, shall consider appropriate.
- 4.3.** Members singing in concerts shall be required to attend at least 75% of rehearsals including the last two rehearsals prior to each concert unless the Musical Director in his or her sole discretion decides otherwise.

- 4.4.** Members singing in concerts shall be responsible for providing their own music.
- 4.5.** The Committee may terminate the membership of any member of the Society at any time provided that written notice shall be sent to the member concerned giving the reasons for such termination. The member concerned shall have the right of appeal and any such appeal shall be heard by a panel consisting of one member (not holding Society office) from each voice section.

5. COMMITTEE

The management of the Society, including the arrangements for concerts and other events and the control of finance, shall be in the hands of a Committee consisting of the following :-

Chairman

Secretary

Treasurer

Concert Manager

Four other singing members of the Society (one soprano, one contralto, one tenor, one bass)

The Chairman, Secretary and Treasurer shall be the Trustees of the Charity.

The Society may also appoint other officers at its discretion who shall not be voting members of the Committee or Trustees but who will report to and be directed by the Committee.

All such persons shall be appointed by and from among the Society's members at the Annual General Meeting; they shall hold office until the next Annual General Meeting and shall be eligible for re-appointment. The Musical Director, Assistant Musical Director and Accompanist shall be entitled to attend and speak (but not to vote) at Committee meetings and at General Meetings of the Society other than when their positions are under discussion.

6. POWERS OF THE COMMITTEE

In furtherance of the Objects of the Society but not otherwise the Committee may exercise the following powers :-

- 6.1. to raise funds and to invite contributions provided that in raising funds the Committee shall not undertake any substantial permanent trading activities and shall conform with any relevant legal requirements;
- 6.2. to buy, take on lease or in exchange any property necessary for the achievement of the Objects of the Society and to maintain and equip it for use;
- 6.3. to borrow money and to charge all or part of the property of the Society with the repayment of any money so borrowed;
- 6.4. to engage the professional services of a Musical Director, an Associate Musical Director, an Accompanist and such other persons (none of whom shall be members of the Committee) as are necessary for the proper achievement of the Objects of the Society. The Committee may, after taking account of the views of the Society via the Voice Representatives who will have carried out a comprehensive consultation, terminate such a contract of engagement at 4 weeks' notice, provided that written notice shall be sent to the person concerned.
- 6.5. to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the Objects of the Society or of similar charitable purposes and to exchange information and advice with them;
- 6.6. to establish or support any charitable trusts, associations or institutions formed for all or any of the Objects of the Society;
- 6.7. to appoint and constitute such advisory panels as the Committee may think fit;
- 6.8. to do all such other lawful things as are necessary for the achievement of the Objects of the Society.

7. MEETINGS AND PROCEEDINGS OF THE COMMITTEE

- 7.1. The Committee shall meet at least six times during each year of its office.
- 7.2. Four members of the Committee, one of whom shall be the Chairman or Secretary, shall constitute a quorum.

- 7.3.** The Chairman shall take the chair at meetings of the Committee; in the absence of the Chairman the members of the Committee present shall choose one of their number to take the chair at the meeting in question before any other business is transacted.
- 7.4.** Every matter shall be determined by a majority of the votes of the members of the Committee present and voting on the question; in the case of an equality of votes the chairman of the meeting shall have a second or casting vote but shall not be obliged to use the same.
- 7.5.** The Committee shall keep minutes of the proceedings at its meetings and shall ensure that these are stored safely and are available for inspection by members of the Society as required.
- 7.6.** The Committee may from time to time make and amend rules for the conduct of its business, the summoning and conduct of its meetings and the custody of documents. No rule may be made which is not consistent with this Constitution.
- 7.7.** The Committee may appoint one or more sub-committees, each consisting of not less than one member of the Committee and such other persons as the Committee shall consider appropriate, 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-committees shall be fully and promptly reported to the Committee.

8. FINANCE

- 8.1.** The Society's financial year shall end on the 31st July in each year.
- 8.2.** The Society may maintain such banking and other accounts as may from time to time be deemed appropriate by the Committee. All financial arrangements and transactions shall be in accordance with the Society's Standing Financial Instructions. In particular, all payments shall be authorised by two persons and no person shall authorise a payment to themselves.
- 8.3.** The Society may receive donations, grants in aid and financial guarantees. Tickets for all concerts and other events promoted by the Society may be offered for sale to the general public.

- 8.4.** The income and property of the Society whencesoever derived shall be applied solely towards promoting the Objects of the Society as herein contained and no portion thereof shall be paid or transferred either directly or indirectly to any member or members of the Society except in reimbursement of legitimate expenses incurred on behalf of the Society.

9. ANNUAL GENERAL MEETING

The Annual General Meeting of the Society shall be held within six months of the end of the financial year; all members of the Society shall be given not less than twenty one days' prior notice by written or electronic means of the date, time and place of the Annual General Meeting. The business to be transacted at the Annual General Meeting shall be as follows :-

1. Apologies for absence
2. Minutes of the last Annual General Meeting (and of any other General Meetings held since the last Annual General Meeting)
3. Matters arising from such Minutes
4. Report of the Committee
5. Report of the Musical Director
6. Presentation of Independently Examined Accounts
7. Election of Committee *
8. Appointment of Independent Examiner
9. Consideration of business of which not less than fourteen days' prior notice by written or electronic means has been given to the General Secretary and which is not inconsistent with this Constitution (except a motion under clause 13 hereof).
10. Any other business at the discretion of the Chairman

* Nominations for election to the Committee must be made by members of the Society in writing and delivered to the General Secretary not later than 7.30 pm on the date of the Annual General Meeting.

10. EXTRAORDINARY GENERAL MEETINGS

- 10.1.** The Committee may call an Extraordinary General Meeting at any time.
- 10.2.** If at least 10% of the members of the Society sign and submit to the General Secretary a written request for and/or a motion to be dealt with at an Extraordinary General Meeting, the Committee shall call an Extraordinary General Meeting and such meeting shall be held within six weeks of the date of receipt by the General Secretary of such request.
- 10.3.** All members of the Society shall be given not less than twenty one days' prior notice by written or electronic means of the date, time and place of any Extraordinary General Meeting and such notice shall set out the business to be transacted at any such meeting.

11. PROCEDURE AT GENERAL MEETINGS

- 11.1.** 20% per cent of the members of the Society shall constitute a quorum at a General Meeting.
- 11.2.** At all General Meetings the chair shall be taken by the President of the Society or in the absence of the President by the Chairman; if both the President and the Chairman are absent, a member of the Committee shall be elected to take the chair by a simple majority of the members of the Society present.
- 11.3.** Voting at a General Meeting shall be by a show of hands or by secret ballot if the chairman of the meeting shall so direct; there shall be no voting by proxy.
- 11.4.** The Secretary or other person specially appointed by the Committee shall keep a full record of all proceedings at every General Meeting of the Society.

12. ACCOUNTS

The financial accounts of the Society shall be audited or examined to the extent required by law or, if there is no such requirement, scrutinised by a person who is independent from the Society and then submitted to the members at the Annual General Meeting.

13. AMENDMENTS TO THIS CONSTITUTION

This Constitution may be amended by a two-thirds majority of the members of the Society present and voting at any General Meeting provided that not less than twenty one days' prior notice by written or electronic means of the proposed amendment has been given to all members. No proposed amendment shall have the effect of causing the Society to cease to be a charity.

14. DISSOLUTION OF THE SOCIETY

The Society may be wound up at any time by a resolution passed by not less than 75% of the members present at a General Meeting called for that purpose. In such event, after the payment of all proper debts and liabilities the remaining assets of the Society shall be transferred to such registered charity or charities having aims and Objects similar to those of the Society as the members present at the meeting shall decide.

Issue 1 Approved at AGM 12 Oct 2009

Issue 2 Amended at EGM 30 Sept 2013 Para 7.4

Issue 3 Amended at EGM 05 Oct 2015 Paras 6, 8.2, 10, 11, 14

Issue 4 Amended at AGM 7 Nov 2016 Paras 9.2, 10

Issue 5 Amended at AGM 6 Nov 2017 Para 7.4

Issue 6 Amended at EGM 14 May 2018 Para 9.2

Issue 7 Amended at AGM 5 Nov 2018 Para 9.2

Issue 8 Amended at AGM 24 Jan 2022 Paras 6, 9.2, 11.2. Deleted Para 4 and renumbered other paras.