

**BIRMINGHAM LADIES
BARBERSHOP
HARMONY CLUB**

Governing Document

And

Rules of the Club

Amended November 2017

Birmingham Ladies Barbershop Harmony Club Governing Document

1. Name

The name of the Society shall be Birmingham Ladies Barbershop Harmony Club, hereinafter referred to as the Society.

2. Objects

The objects of the Society shall be:

- i) to advance, improve, develop and encourage public education and appreciation of the art and science of barbershop harmony music in all its aspects by any means the Trustees see fit, including through presentation of public concerts and recitals.
- ii) to further such charitable purpose or purposes as the Trustees in their absolute discretion shall think fit but in particular through the making of grants and donations.

3. Membership

Membership of the society shall be open to any ladies aged 14 years and over 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.

Every member shall have one vote at the appropriate meeting(s).

The Committee has the power to terminate the membership of any individual, provided that the decision of the Committee (with the exception of (a) the individual concerned if a member of the Committee and (b) any member of the Committee making or connected with the complaint against the individual) is unanimous both as to the termination and as to there being good reason for it, and provided that the individual concerned shall have the right to be heard by the Committee, accompanied by a friend if desired, before a final decision is made.

Treasurer's Report for the preceding year.

- iv. To receive the Report of the Music Director for the preceding year.
- v. To consider, and if agreed, approve any proposed changes to the Governing Document.
- vi. To consider, and if agreed, approve any proposed changes to the Rules of the Club (see 11 below)
- vii. To award the 'Anvil Trophy' to the Society's 'Barbershopper of the Year'.
- viii. to elect the following officers for the ensuing year:
 - Chairman
 - Vice Chairman
 - Secretary
 - Treasurer
 - Membership Secretary
 - Public Relations Officer
 - Fundraising Officer

and to review the Music Director's appointment.

- viii. Notice of the AGM shall be given verbally by the secretary no later than 28 days before the date of the meeting.
- ix. Any member wishing to have a resolution placed on the Agenda must send the resolution in writing to the Secretary of the Committee and must be in the hands of the secretary no later than 21 days before the date of the AGM. Resolutions must be correctly proposed and seconded.
- x. The Secretary shall publish the Agenda no later than 1 week prior to the date of the AGM.

11. Alterations to the Club Rules

The Club Rules may be altered by a two thirds majority of the members present and voting at any General Meeting, provided that 14 days notice of the proposed alteration has been sent to all members and provided that nothing herein contained shall authorise any amendment which shall have the effect of the Society ceasing to be a charity.

- i. The Committee shall write to the member explaining the actions/behaviour causing concern.
- ii. The Committee shall determine a timescale for improvement and advise the member accordingly.
- iii. If there is no significant improvement in the member's actions/behaviour then the Committee shall have the power to expel the member. Expulsion shall be determined by a unanimous decision and the member will be notified in writing of any decision.
- iv. An expelled member may be eligible for renewed membership through appeal to the Committee which will review the case.

The decision of the Committee is final.

9. Music Management

The Committee will appoint a Music Director. This appointment will be reviewed at the AGM. The Music Director will appoint a Music Team and Performance Team, the appointment of which will be subject to ratification by the Committee.

The Music Team shall control all music matters involving the Club. This team should consist of one member from each of the four sections, the Assistant Music Director and a member of the Performance Team. Each member of the Music Team shall have musical knowledge. The Music Team will meet as and when required. The Team will co-opt other members as tasks warrant.

10. Annual General Meeting

The AGM shall be held at the Society's venue and shall transact the following business:

- i. To confirm the Minutes of the previous AGM and any Extraordinary General Meetings held during the year.
- ii. To receive reports of the Chairman, Membership Secretary, Public Relations Officer and Fundraising Officer for the preceding year.
- iii. To receive and approve the audited accounts of the Society and the

4. Officers and Committee

The management of the Society shall be in the hands of an Executive Committee (hereinafter referred to as the Committee) consisting of the following officers:- Chairman, Vice Chairman, Secretary, Treasurer, Public Relations Officer, Membership Secretary, Fundraising Officer, Music Director (ex officio).

The Officers and the other Committee Members shall be elected by and out of the Society's members at the Annual General Meeting. They shall hold office until the next Annual General Meeting and be eligible for re-election.

The Committee are the Charity Trustees. The Committee may co-opt other members onto Committee as tasks warrant.

5. Management

All arrangements for the day to day business, shows, singouts and other events and the control of finance shall be in the hands of the Committee.

6. Powers

In furtherance of the objects but not otherwise the Committee may exercise the following powers:

- i. power 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 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 borrow money and to change all or part of the property of the Society with repayment of the money so borrowed.
- iv. Power to cooperate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes and to exchange information and advice with them
- v. Power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects.
- vi. Power to appoint and constitute such advisory committees as the Committee may think fit.
- vii. Power to do all such lawful things as are necessary for the achievement of the objects.

7. Meetings and Proceedings of the Committee

- i. The Committee shall hold at least 4 ordinary meetings each year. A special meeting shall be called at any time by the Chairman, or by any 2 members of the Committee, upon not less than 4 days notice being given.
- ii. The Chairman shall act as chairman at meetings of the Committee. If the Chairman is absent from any meeting, the Vice Chairman shall act as chairman. If both the Chairman and Vice Chairman are absent the Secretary shall act as Chairman.
- iii. There shall be a quorum when at least 4 members of the Committee are present at a meeting.
- iv. 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. Subscriptions

- i. An annual subscription will be paid by each member, the rate of which will be determined by the Committee and ratified at a General Meeting.
- ii. All members under the age of 18 years or in full time education or training will pay a reduced amount which will be determined by the Committee and ratified at a General Meeting.
- iii. New members will pay a one-off enrolment fee as determined by the Committee.

5. Attendance and Standards

We are a Chorus striving for continuous improvement and therefore all members are expected to attend all possible rehearsals and sing outs. Any member not reaching the accepted level of performance and/or attendances required by the Music Director will be asked not to sing in public. This includes competitions.

5. Absenteeism

In the event of a prolonged absence by a member due to personal or immediate family (partner, parents or children) illness, the paying of subscriptions is as follows:

- i. Any absent member must pay their subscription for the first month of illness. The first month of illness is considered as the first month after the Committee have been informed about the illness. Subsequently, subscription payment is suspended for the remaining duration of the illness.
- ii. In all other cases of absenteeism, all backdated subscriptions must be paid in full.

8. Expulsions

Any member infringing the Objects of the Club as defined in the Governing Document and/or the Chorus policies shall be subject to the following process:

RULES OF BIRMINGHAM LADIES BARBERSHOP HARMONY CLUB

- 1. The name of the Chorus shall be Second City Sound**
- 2. The Society will be a member of LABBS and pay the required annual levy.**
- 3. The Club is a not for profit organisation.**
- 4. Membership**

Full Membership shall be restricted to ladies who have demonstrated to the satisfaction of the Music Director that their singing ability is of an acceptable standard.

In addition to membership defined by the Governing Document (known her as Full Members) the Club can appoint Honorary Life Members and Associate Members. Honorary Life Members shall be granted the status by approval of a simple majority of Full Members at a General Meeting, following a proposal by the Executive Committee to recognise an exceptional and personal contribution to the Club. If, prior to being granted Honorary Life Member status, a person was a Full Member of the Club then the Full Member status shall remain, notwithstanding that such a member may elect not to pay a Club subscription.

Associate Members comprise both male and female non-singing members. Such members shall be required to pay a subscription to the Club as determined at a General Meeting, in return for which they will be able to attend Chorus rehearsals and workshops, have access to the Club website and attend and speak at General Meetings, but not vote. Applications to become an Associate Member shall be submitted to the Executive Committee which has the right to approve, defer or reject such an application.

A member of the Society may at any time resign from membership by giving the Secretary notice in writing. Any such resignation shall be effective from the date on which the secretary receives notification. Society property must be returned to the Wardrobe Mistress, and music sheets to the Club Librarian.

- v. The Committee shall keep minutes of the proceedings at meetings of the Committee and any subcommittees, and shall ensure that these are stored safely and that they are available for inspection as required.
- vi. 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 Governing Document.
- vii. The Committee may appoint one or more subcommittees, consisting of three or more members of the Committee, for the purposes 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 subcommittee; provided that all acts and proceedings of any such subcommittee shall be fully and promptly reported to the Committee.

8. Equal Opportunities

No individual shall be excluded from membership of the Society or debarred from any official capacity on the Committee on the grounds of race, colour, age, religion, sexual orientation, disability or political affiliation. With reference and due regard to the Society's Equal Opportunities Policy.

9. Child Protection

The Society shall have in place suitable arrangements for the safeguarding and protection of children and young people who may be members or associated in any way with the Society and its activities, with reference and due regard to the Society's Safeguarding Policy. All under 16s visiting the Club should be accompanied by their parent or legal guardian.

10. Finance

- i. The financial year shall end on 31st October.
- ii. A banking account shall be opened in the name of the Society and cheques shall be signed by any two of the Officers.

- iii. The Society shall receive donations, grants in aid and financial guarantees. Tickets for any or all of its concerts and other events shall be offered for sale to the public.
- iv. The income and property of the Society whencesoever derived shall be applied solely towards promoting the objects of the Society as set forth and no portion thereof shall be paid or transferred either directly or indirectly to any member or members of the Society except in payment of legitimate expenses incurred on behalf of the Society.

11. Annual General Meeting

The Society's Annual General Meeting shall be held on the last Club night in November each year.

The Committee shall present to each AGM the report and accounts of the Society for the preceding year.

Nominations for election to the Committee must be made by members of the society in writing, proposed and seconded, and must be in the hands of the Secretary of the Committee at least seven days before the AGM. Should nominations exceed vacancies, an election shall be held.

12. Special (Extraordinary) General Meeting

A Special General Meeting (also known as an Extraordinary General Meeting) of which at least 14 days notice in writing must be given to members, may be called for by the Committee or upon written request to the Secretary signed by at least 20% of members of the Society. The notice shall state the business to be discussed.

13. Procedure at General Meetings

The Secretary or other person specially appointed by the Committee shall keep a full record of proceedings at every General Meeting of the Society. There shall be a quorum when at least two thirds of members of the Society at the time are present at any General Meeting.

14. Accounts

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

15. Conflict of Interest

A conflict of interest is a situation where a person is in a position to derive personal benefit from actions or decisions made in their official capacity. If any member of the Society has a conflict of interest it must be declared.

16. Alterations to the Governing Document

The Governing Document may be altered by a two thirds majority of the members present and voting at any General Meeting, provided that 14 days notice of the proposed alteration has been sent to all members and provided that nothing herein contained shall authorise any amendment which shall have the effect of the Society ceasing to be a charity.

No amendment may be made to clause 1 (the name of the charity), clause 2 (the objects) or clause 17 (dissolution) without the prior written consent of the Charity Commission.

The Committee shall send the Charity Commission a copy of any amendment made under this clause.

17. Dissolution

Proper notice having been given, the Society may be dissolved by affirmative resolution at any AGM or EGM. In the event of the Society being wound up, any assets remaining upon dissolution after the payment of proper debts and liabilities shall be transferred to a charitable institution or institutions having similar objects to those of the Society.