

Worcester Philharmonic Orchestra

Constitution

**Approved at the
Annual General Meeting
26th September 2018**

CONSTITUTION

Worcester Philharmonic Orchestra

Title:

- 1 The name of the orchestra shall be Worcester Philharmonic Orchestra (hereinafter referred to as “the Orchestra”)

Objects:

- 2 The object of the Orchestra shall be to promote, improve, develop and maintain public education in and appreciation of the art and science of music (and particularly orchestral music) in all its aspects by the presentation of public concerts and recitals and by such other means as the Society through its committee shall from time to time determine.

Membership:

- 3 The members of the Orchestra shall be those who pay the annual subscription at the appropriate rate or rates to be fixed by the Society each year in its annual general meeting.
- 4 Subscriptions shall be due from members upon joining the Orchestra and thereafter on or before 31st October in each year. Members shall, if required, provide their own music.
- 5 The Orchestra may provide for differential rates of subscription between playing members and non-playing members (the latter hereinafter referred to as “Friends”) and may further provide for concessionary rates of subscriptions for students and other such classes of person as it may from time to time determine. A member seeking a concessionary rate should in the first instance make confidential contact with the Treasurer.

Management:

- 6 All the arrangements for concerts and other events and the control of finance and the day-to-day management of the Orchestra shall be in the hands of the committee as hereinafter constituted.

The Committee:

- 7 The committee shall consist of the following persons who shall be elected by and out of the Orchestra’s members at the annual general meeting: they shall hold office for one year and shall be eligible for re-election:
 - 7.1 a chairman
 - 7.2 a vice chairman
 - 7.3 an honorary secretary
 - 7.4 an honorary treasurer
 - 7.5 an honorary librarian
 - 7.6 a publicity secretary
 - 7.7 a ticket secretary

- 7.8 a subscription secretary
- 7.9 a secretary of the Friends

- 8 The conductor, assistant conductor and leader shall be appointed by the committee and shall be ex-officio members of the committee.
- 9 It shall be permissible for one person to hold more than one office and for two persons to share the same office on the committee.
- 10 The committee shall have power to co-opt not more than two persons either for the whole of its period of office or for special occasions.
- 11 The committee shall fill any vacancy occurring during the year amongst its ex-officio and elected members.
- 12 The committee shall be responsible for choosing works to be performed.
- 13 In the absence of the chairman from a committee meeting the vice chairman shall take the chair and in the absence of the vice chairman the committee shall elect its own chairman for the meeting.
- 14 A quorum shall consist of four (4) members of the committee.
- 15 At the committee meeting decisions shall be made by the vote of the majority of those present, the chairman having the casting vote.
- 16 At the request of any two (2) members of the committee the secretary shall convene a special meeting.
- 17 Seven (7) days' notice of committee meetings shall be given to all members of the committee provided that in an emergency this rule shall be suspended so long as a quorum concurs in its suspension.

Finance:

- 18 The financial year shall end on 31 July.
- 19 A banking account has been opened in the name of the Orchestra and
 - 19.1 cheques thereon shall be signed by two of three members of the committee appointed by the committee for that purpose and
 - 19.2 payments therefrom by means of BACS may be made by the treasurer.
- 20 The Orchestra may receive donations grants in aid and financial guarantees and tickets for all of its concerts and other events may be offered for sale to the public.
- 21 The income and property of the Orchestra whencesoever derived shall be applied solely towards promoting the objects of the Society as set forth above and no portion thereof shall be paid or transferred either directly or indirectly to any member or members of the Orchestra except in payment of legitimate expenses incurred on behalf of the Orchestra.

General Meetings:

- 22 Not later than 30th September in each year an annual general meeting shall be held:
- 22.1 to receive the secretary's and treasurer's reports
 - 22.2 to adopt the statement of accounts
 - 22.3 to elect officers and committee as hereinbefore provided
 - 22.4 to elect an auditor
 - 22.5 to consider any other business that may arise.
- 23 Special general meetings shall be held
- 23.1 whenever the committee thinks it advisable
 - 23.2 within one month of the delivery to the secretary of a notice signed by not less than three (3) members of the Orchestra requesting that such a meeting may be held and specifying the business to be brought forward.
- 24 At least seven (7) days' notice shall be given of every annual general meeting; the same notice shall be given of every special general meeting unless two-thirds of the members are present at such meeting and unanimously agree to waive the specified period of notice.
- 25 At any general meeting decisions not involving any alteration to the Constitution of the Orchestra shall be made by the vote of the majority of those present and in the event of an equality of votes the chairman shall have a casting vote.
- 26 In an annual general meeting the Orchestra may additionally elect a president and vice presidents of the Society.

General Provisions:

- 27 Prospective playing members shall be required to audition. Upon satisfying the audition sub-committee consisting of the chairman, vice-chairman, conductor, leader and section principal a prospective playing member shall become a playing member of the Orchestra on payment of the appropriate subscription.
- 28 All members of the Orchestra agree to accept the Constitution of the Orchestra; in the event of any dispute as to the interpretation thereof the decision of the committee as to such interpretation shall be final.
- 29 Each member of the Orchestra shall be given a copy of this Constitution.
- 30 No member may order any article or enter into any engagement or transaction on behalf of or in the name of the Society without the authority of the committee.
- 31 Each member of the Orchestra shall be deemed to sanction the contracts and obligations entered into by the committee or under its authority.

- 32 The committee shall have the power to remove the name of any member of the Orchestra on due cause being shown subject to the right of appeal of any such member to a general meeting.
- 33 A member having been accepted into the Orchestra shall remain liable for the appropriate subscription each session unless written notice of resignation is given to the secretary.
- 34 Rehearsals will normally be held once a week throughout the season and members may be required to attend additional rehearsals.
- 35 In connection with each performance the committee shall be empowered:
- 35.1 to fix the price of all tickets
 - 35.2 to issue a limited number of complimentary tickets
 - 35.3 the audition sub-committee shall be empowered to exclude from participation or to allocate the playing position of any member
 - 35.4 to invite such additional players as the audition sub-committee shall recommend to take part provided that they have been rehearsed to the satisfaction of the audition sub-committee.

The Friends of the Orchestra:

- 36 The Friends of the Orchestra encourage and promote the aims of the Orchestra.

In consideration of payment of the annual subscription as hereinbefore provided each Friend is entitled to:

- 36.1 one pass to each of four concerts held during the year
 - 36.2 such additional benefits as the committee may decide in each year
 - 36.3 participate in all events of the orchestra as a full member.
- 37 The affairs of the Friends shall be in the hands of a sub-committee elected by the annual general meeting for that purpose.
- 38 The vice chairman of the Orchestra shall be chairman of the Friends sub-committee.
- 39 The annual general meeting shall also elect a secretary of the Friends who will be responsible for all matters concerning the enrolment and administration of the Friends.
- 40 Friends of the Orchestra shall be eligible for election as officers of the Orchestra if so proposed at a general meeting of the Orchestra.

Alteration of the Constitution:

- 41 This constitution supersedes all previous written or unwritten rules of the Orchestra.
- 42 Any general meeting shall be competent to alter the provisions of this Constitution whether by way of addition amendment or deletion but no alteration hereto shall be effective unless:
- 42.1 all members of the Orchestra have been notified of the proposed alteration not less than seven (7) days before the general meeting at which it is discussed and
- 42.2 at least two-thirds of those present have voted in favour of such alteration.
- 43 No amendment hereto may be made or deemed to be effective which would have the effect of the Orchestra ceasing to be a charity.

Dissolution:

- 44 In the event of the winding up or dissolution of the Orchestra any remaining assets after all liabilities have been discharged shall not be paid or transferred to any member or members of the Orchestra but shall be transferred following the vote of a general meeting convened for that purpose to a charitable organisation whose objects are similar to those of the Orchestra and whose rules preclude the distribution of income and assets among its members.

Dated this day 26th September 2018