

# The Kibworth Band

## Constitution

*Adopted on the Nineteenth day of May 2002*

### A. NAME

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The name of the Association is The Kibworth Band ("the Charity")

### B. ADMINISTRATION

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Subject to the matters set out below the Charity and its property shall be administered and managed in accordance with this constitution by the members of the Management Team, constituted by clause G of this constitution.

### C. OBJECTS

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To advance the education of the public in the art of brass band music and to develop public appreciation in the said art by the presentation of concerts, musical festivals and similar activities and to encourage the musical education of brass band players by the provision of tuition.

### D. POWERS

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

- i. Power to raise funds and to invite and receive contributions that in raising funds the Management Team 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 property necessary for the achievement of the objects and to maintain and equip it for use;
- iii. Power to subject to any consents required by law, and the provisions of clause L to sell, lease or dispose of all or any part of the property of the Charity;
- iv. Power subject to any consents required by law to borrow money and to charge all or any part of the Property of the Charity with repayment of the money so borrowed;
- v. Power to co-operate 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;
- vi. Power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects;

### E. MEMBERSHIP

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- i. Membership of the Charity shall be open to any person 18 years of age and over who is of good musical standing regardless of sex, marital status, race, colour, nationality, ethnic or national origin or disability and who has paid the annual subscription laid down from time to time by the

Management Team. This clause shall not prevent persons under the age of 18 being playing members of Kibworth Band.

- ii. Every member shall have one vote.
- iii. The management team may by unanimous vote and for good reason terminate the membership of any individual: Provided that the individual concerned shall have the right to be heard by the Management Team, accompanied by another member of the Charity, before the final decision is made.

## F. HONORARY OFFICERS

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- i. At the annual general meeting of the charity the members shall elect from amongst themselves a Band Manager, Treasurer and Contest Secretary, who shall hold office from the conclusion of that meeting.
- ii. At the annual general meeting the members shall also elect a President and as many Vice-Presidents as are deemed appropriate.

## G. MANAGEMENT TEAM

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- i. The Management Team shall consist of not less than four members nor more than eight members being:
  - a. The honorary officers specified in clause F(i);
  - b. Not less than one and not more than five members elected at the annual general meeting who shall hold office from the conclusion of that meeting.
- ii. The Management Team may in addition appoint not more than 2 co-opted members but so that no-one may be appointed as a co-opted member if, as a result more than one third of the members of the Management Team would be co-opted members. Each appointment of a co-opted member shall be made at a special meeting of the Management Team called under clause J (i) and shall take effect from the end of that meeting unless the appointment is to fill a place which has not then been vacated in which case the appointment shall run from the date when the post becomes vacant.
- iii. All the members of the Management Team shall retire from office together at the end of the annual general meeting next after the date on which they came to office but they may be re-elected or re-appointed.
- iv. The proceedings of the Management Team shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification or a member.
- v. Nobody shall be appointed as a member of the Management Team who is aged under 18 or who would if appointed be disqualified under the provisions of clause H.
- vi. No person shall be entitled to act as a member of the Management Team whether on a first or on any subsequent entry into office until after signing a declaration of acceptance and of willingness to act in the trusts of the charity.

## H. DETERMINATION OF MEMBERSHIP OF THE MANAGEMENT TEAM

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A member of the Management shall cease to hold office if he or she:

- i. Is disqualified from acting a member of the Management Team by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision);
- ii. Becomes incapable by reason of mental disorder, illness or injury of managing his or her own affairs.
- iii. Is absent without the permission of the Management Team from all their meetings held within a period of six months and the Management Team resolve that his or her office be vacated; or
- iv. Notifies the Management Team a wish to resign (but only if at least three members of the Management Team will remain in office when the notice of resignation is to take effect).

## **I. MANAGEMENT TEAM MEMBERS NOT TO BE PERSONALLY INTERESTED**

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No member of the Management Team shall acquire any interest in property belonging to the Charity (otherwise than as a trustee for the Charity) or receive remuneration or be interested (other than as a member of the Management Team) in any contract entered into by the Management Team.

## **J. MEETINGS AND PROCEEDINGS OF THE MANAGEMENT TEAM**

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- i. The Management Team shall hold at least two ordinary meetings each year. A special meeting may be called at any time by the Band Manager or by any two members of the Management Team upon not less than 4 days' notice being given to the other members of the Management Team of the matters to be discussed but if the matters include an appointment of a co-opted member not less than 21 days' notice must be given.
- ii. The Band Manager shall act as chairman at meetings of the Management Team. If the Band Manager is absent from and meeting the members of the Management Team present shall choose one of their number to be chairman of the meeting before any other business is transacted.
- iii. There shall be a quorum when at least four members of the Management Team are present at a meeting.
- iv. Every matter shall be determined by a majority of votes of the members of the Management Team 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.
- v. The Management Team shall keep and publish minutes of the proceedings at meetings of the Management Team and any sub-committee.
- vi. The Management Team 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 the documents. No rule may be made which is inconsistent with this constitution.
- vii. The Management Team may appoint one or more sub-committees consisting of three or more members of the Management Team for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Management would be more conveniently undertaken or carried out by a sub-committee: provided that all acts and proceedings of any such sub-committee shall be fully and promptly reported to the Management Team.
- viii. The Management Team may delegate routine functions or duties relating to the day to day management of the Charity's affairs to individual members of the Management Team: provided that the actions of such individuals shall be reported periodically to the Management Team.

## **K. RECEIPTS AND EXPENDITURE**

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- i. The funds of the Charity, including any donations, contributions and bequests shall be paid into an account or accounts operated by the Management Team in the name of the Charity at such bank(s) as the Management Team shall from time to time decide. All cheques drawn on the account(s) must be signed by at least two members of the Management Team.

- ii. The funds belonging to the Charity shall be applied only in furthering the objects.

## L. PROPERTY

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- i. The Management Team shall cause the title to:
  - a. The land and building located at 20 Halford Road, Kibworth Beauchamp, Leicestershire; and
  - b. All instruments, equipment and music owned by the charity;To be veeted in a minimum of four Holding Trustees appointed by the Management Team.
- ii. The Management Team may from time to time, by resolution, remove a Holding Trustee from office any may make any nomination necessary to fill any vacancy created by such removal or the death or resignation of a Holding Trustee. For the purpose of giving effect to such appointment, the President of the Charity is hereby nominated as the person to appoint new Holding Trustees of the Band within the meaning of Section 36 of the Trustees Act, 1925 and he shall, by deed, duly appoint the person or persons so nominated by the Management Team as the new Holding Trustee or Holding Trustees of the Band and the provisions of the Trustees Act, 1925 shall apply to any such appointment. Any statement of fact in any such Deed of Appointment shall be in favour of a person dealing bona fide, and for value with the Holding Trustees or the Management Team be conclusive evidence of the fact so stated.
- iii. The Holding Trustees and their respective states and effects shall be indemnified out of the property and assets of the Charity against all cost claims and demands arising out of or by reason of their holding the office of Holding Trustee.

## M. ACCOUNTS

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- i. The Management Team shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of the Act) with regard to:
  - a. The keeping of accounting records for the Charity;
  - b. The preparation of annual statements of account for the Charity;
  - c. The auditing or independent examination of the statements of account of the Charity;
  - d. The transmission of the statements of account of the Charity to the Charity Commission.
- ii. The Charity's financial accounting year shall be from 1 April to 31 March.
- iii. For the period from 1 January 2001 to 31 March 2002 there shall be a fifteen-month accounting period to enable transition to the accounting year specified in ii above.

## N. ANNUAL REPORTS

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The Management Team shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of the Act) with regard to the preparation of an annual report and its transmission to the Charity Commission.

## O. ANNUAL RETURN

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The Management Team shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of the Act) with regard to the preparation of an annual return and its transmission to the Charity Commission.

## P. ANNUAL GENERAL MEETING

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- i. There shall be an annual general meeting of the Charity which shall be held in the month of May each year or as soon as practicable thereafter.
- ii. Every annual general meeting shall be called by the Management Team. The Band Manager shall give at least 21 days' notice of the annual general meeting to all members of the Charity. All members of the Charity shall be entitled to attend and vote at this meeting.
- iii. The Band Manager shall be the chairman of the 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.
- iv. The Management Team shall present to each annual general meeting the report and accounts of the Charity for the preceding year.
- v. Nominations for election to the Management Team and other honorary officers must be made by members of the Charity in writing and must be in the hands of the Band Manager at least 14 days before the annual general meeting. Should nominations exceed vacancies, election shall be by ballot.

## Q. SPECIAL GENERAL MEETINGS

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The Management Team may call a special general meeting of the Charity at any time. If at least twelve members request such a meeting in writing stating the business to be considered the Band Manager shall call such a meeting. At least 21 days notice must be given. The notice must state the business to be discussed.

## R. PROCEDURE AT GENERAL MEETINGS

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- i. The member of the Management Team acting as secretary for the meeting shall keep a full record of proceeding at every general meeting of the Charity.
- ii. There shall be a quorum when at least one third of the number of members of the Charity for the time being or twelve members of the Charity, whichever is the greater, are present at any general meeting.

## S. NOTICES

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Any notice required to be served on any member of the Charity shall be in writing and shall be served by the Management Team on 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, and any letter so sent shall be deemed to have been received within 10 days of posting.

## T. ALTERATIONS TO THE CONSTITUTION

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- i. 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 members 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.
- ii. No amendment may be made to clause A, clause C, clause I, clause U or this clause without the prior consent of the Charity Commissioners.
- iii. No amendment may be made which would have the effect of making the Charity cease to be a charity at law.

- iv. The Management Team should promptly send to the Charity Commission a copy of any amendment made under this clause.

## U. DISSOLUTION

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If the Management Team decides that is necessary or advisable to dissolve the Charity it shall call a meeting of all members of the Charity, 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 Management Team shall have the power to realise any assets held by or on behalf of the Charity. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of the Charity as the members of the Charity may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, or account and statement, for final account period of the Charity must be sent to the Charity Commission.

## V. ADOPTION OF THIS CONSTITUTION

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This constitution was adopted at the Annual General Meeting of the Kibworth Band on Sunday 19 May 2002 at 20 Halford Road, Kibworth Beauchamp, Leicestershire.