

CONSTITUTION OF THE CECILIAN SINGERS

INCORPORATED

as amended: 22 July, 1999

1.0 NAME

The name of the Society shall be THE CECILIAN SINGERS Incorporated, hereinafter referred to as the Society.

2.0 OBJECTS

The objects of the Society shall be:

- 2.1 to perform choral music
- 2.2 to promote the development of and foster interest in music in general and choral music in particular.

3.0 REGISTERED OFFICE

The registered office of the Society shall be the place decided from time to time by the Committee and duly notified to the Registrar of Incorporated Societies.

4.0 MEMBERSHIP

4.1 PERFORMING MEMBERSHIP

- 4.1.1 The number of members of the Society shall be fixed by the Committee.
- 4.1.2 Any persons may apply to the Music Director and present themselves for audition by him/her.
- 4.1.3 A new member of the Society shall be appointed by the Committee if her audition is successful and if there is a vacancy.
- 4.1.4 A new member shall be on probation to no less than three months nor more than six months from the date of her first audition.
- 4.1.5 The Music Director may re-audition any member at any time.
- 4.1.6 The Committee may terminate a person's membership if the Music Director feels that the member is prejudicing the Society's standard of performance, by not coping musically, by unsatisfactory attendance at rehearsals, or by other activity prejudicial to performance standard.
- 4.1.7 All members shall attend scheduled rehearsals and concerts unless excused by prior arrangement with the Music Director or a Committee member.
- 4.1.8 All members and probationary members as at 31 March shall pay the annual subscription (as set at the Annual General Meeting of the Society in the preceding year) payable before 31 May. Any new members joining after 1 June shall pay one half of the annual subscription before 30 September.
- 4.1.9 Any member wishing to resign from the Society shall do so in writing to the Committee.

4.2 LIFE MEMBERSHIP

- 4.2.1 The Committee may confer life membership on any person who has given outstanding service to the Society.
- 4.2.2 Life members shall be exempt from payment of any subscription.
- 4.2.3 Life members shall not take part in any performances by the Society nor shall they be entitled to do so except by the express wish of the Music Director.
- 4.2.4 Life members shall be entitled to a maximum of two complimentary tickets to any performance given by the Society.

5.0 OFFICERS OF THE SOCIETY

5.1 MUSIC DIRECTOR

- 5.1.1 The Music Director shall be appointed by the Society, in General Meeting, on the recommendation of the Committee. His/her appointment shall be for a term of

not less than two and not more than four years, the term to be fixed by the Committee upon appointment. The Society, upon the recommendation of the Committee, may reappoint the Music Director upon the expiry of any term.

- 5.1.2 The Music Director wishing to resign on or before the expiry of his/her term shall be required to give not less than three months notice of his/her intention to resign.
- 5.1.3 The Music Director shall be a member of the Committee ex officio during the term of his/her appointment.
- 5.1.4 The Music Director shall choose music to be performed by the Society.
5. 1.5 The Music Director shall conduct rehearsals and concerts for the Society. The Music Director may from time to time, with the approval of the Committee, authorise other persons to conduct rehearsals or concerts, in whole or part, if he/she wishes.
5. 1.6 The Music Director may from time to time appoint ad hoc associates.

5.2 TREASURER

- 5.2.1 The Treasurer of the Society shall be a member of the Committee and shall be chosen by the Committee.
- 5.2.2 The Treasurer shall be responsible for the custody of all funds of the Society and shall keep sufficient records thereof.
- 5.2.3 The Treasurer shall from time to time present to the Committee a Financial Report and shall as soon as is practicable after the end of the financial year present an audited statement of Income and Expenditure and Balance Sheet for the preceding year.

5.3 THE COMMITTEE

- 5.3.1 The affairs of the Society shall be managed by a Committee of no less than four nor more than six members of the Society. In addition the Music Director shall be a member ex officio. The Committee shall be elected at the Annual General Meeting and shall hold office until another Committee is appointed.
- 5.3.2 The Committee shall choose from within its membership a Treasurer, Secretary, (or Secretary/Treasurer) and Chairperson and any other officers it considers necessary.
- 5.3.3 Three members of a Committee of five, or four members of a Committee of six, or five members of a Committee of seven, shall constitute a quorum at a Committee meeting.
- 5.3.4 The Committee may fill any Committee vacancies which may arise during the year.
- 5.3.5 The Committee shall have the power to co-opt to the Committee.
- 5.3.6 That Committee shall be responsible to the Society and shall control in trust the funds, property and investments of the Society.
- 5.3.7 The Committee shall present an Annual Report and Financial Statement to each Annual General Meeting.
- 5.3.8 A majority of members of the Committee or the Music Director may convene a meeting of the Committee.
- 5.3.9 The Committee shall keep a register of all members containing their names, addresses and the date on which they became members of the Society.

6.0 GENERAL MEETINGS OF THE SOCIETY

6.1 QUORUM

A quorum for any general meeting of the Society shall be two thirds of the current membership.

6.2 ANNUAL GENERAL MEETINGS

- 6.2.1 The Committee shall call an Annual General Meeting of the Society within three months from the end of the financial year. The financial year shall end of 31 December.
- 6.2.2 All members shall be informed in writing of the Annual General Meeting not less

than fourteen days before the meeting is scheduled.

- 6.2.3 The Annual Report and Statement of Accounts and Balance Sheet shall be presented to the Annual General Meeting.
- 6.2.4 The annual subscription shall be fixed at the Annual General Meeting.
- 6.2.5 If the Annual General Meeting lapses due to lack of a quorum, the Annual General Meeting shall be called again within thirty days of the previous date. Members shall be informed in writing not less than fourteen days before the meeting. If there is still no quorum at this meeting then after thirty minutes those members present, if not fewer than one half of the current membership, shall be deemed a quorum.

6.3 ELECTION OF THE COMMITTEE

- 6.3.1 One half of the members of the Committee shall retire by rotation at each Annual General Meeting, . The minimum number to retire in any one year shall be two members. At the first Annual General Meeting the existing members of the Committee shall determine which of their number shall retire. Thereafter it shall be those Committee members who shall have served the longest since the last two consecutive Annual General Meetings who shall retire.
- 6.3.2 Committee members who retire by rotation shall be eligible for re-election to the Committee.
- 6.3.3 Nominations shall be received from the floor at an Annual General Meeting providing the nominee gives consent.
- 6.3.4 Voting at elections shall be by secret ballot. Each financial member shall be entitled to one vote.
- 6.3.5 A scrutineer who is not a contestant in the election shall be appointed by resolution of the Annual General Meeting. In the event of equality of votes for the last position on the Committee a further secret ballot shall be held. The Chairperson shall exercise the casting vote in the event of a further tie.

6.4 VOTING

Voting at any meeting on all matters other than election of the Committee shall be on a show of hands unless otherwise resolved at any such meeting.

6.5 AUDITOR

An Auditor who shall not be a member of the Society shall be appointed at the Annual General Meeting for the ensuing year.

6.6 SPECIAL GENERAL MEETINGS

- 6.6.1 A Special General Meeting may be called at any time by resolution of the Committee.
- 6.6.2 All members must be informed in writing not less than seven days before the meeting except in the case of dissolution when not less than fourteen days written notice is required.

6.7 MEETING BY REQUISITION

- 6.7.1 A General Meeting of the Society shall be called if more than one half of the members of the Society request it.
- 6.7.2 The Committee must schedule the meeting within twenty-one days of the request and inform all members in writing not less than seven days before the meeting.

7.0 AMENDMENTS TO THE CONSTITUTION

- 7.1 This Constitution may be amended by a three-quarters majority at a General Meeting providing twenty-one days written notice of the amendment(s) has been given to all members.
- 7.2 No addition or alteration shall be made that will detract from or alter in any way the purpose of the Society.

8.0 MEMBERS' COPY OF THE CONSTITUTION

Any member shall be supplied with a copy of the Constitution upon request.

9.0 FINANCE

- 9.1 The financial year shall end on 31 December or other date which shall be determined by resolution at an Annual General Meeting.
- 9.2 All monies received by the Society shall be deposited in the bank account(s) chosen by the Committee.
- 9.3 Cheques shall be signed by the Treasurer and any one of the other Committee members.
- 9.4 All payments shall be made by cheque and authorised by the Committee before payment.
- 9.5 An Annual Income and Expenditure Statement and Balance Sheet, which shall have been audited, shall be presented at the Annual General Meeting.
- 9.6 If the Committee wishes to borrow in excess of two hundred and fifty dollars (\$NZ250.00) in any financial year the approval of the Society must be obtained by resolution at a General Meeting of the Society.

10.0 GENERAL

- 10.1 Any income, benefit or advantage shall be applied to the charitable purposes of the Society.
- 10.2 No member of the Society or any person associated with a member shall participate in or materially influence any decision made by the Society in respect of the payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever.
- 10.3 Any such income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value).
- 10.4 The provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document

11.0 COMMON SEAL

- 11.1 The Common Seal of the Society shall be held by the Secretary of the Committee and shall be affixed to any document upon the authorisation of the Committee in the presence of the Secretary and anyone of the other Committee members.
- 11.2 The Secretary shall maintain a register of all documents to which the Common Seal of the Society has been affixed.

12.0 DISSOLUTION

- 12.1 The Society shall be dissolved if a resolution to this effect is carried by a simple majority at a Special General Meeting and confirmed by resolution at a second Special General Meeting held not earlier than thirty days nor later than sixty days after the first meeting.
- 12.2 All members must be informed in writing of the proposed resolution not less than fourteen days before the meeting.
- 12.3 Disposal of the assets of the Society shall be to similar tax-exempt charitable organizations within New Zealand, and the manner in which this is done shall be decided at the second Special General Meeting.
- 12.4 If for any reason no decision is made as to the disposal of the assets, the assets shall be disposed of at the discretion of the Registrar of Incorporated Societies.