



Rochester Choral Society Rules and Regulations

Since (date), Rochester Choral Society has adopted the model Constitution provided by Making Music (the National Federation of Music Societies). This document contains further Rules & Regulations of the Society which supplement but do not override those in the Constitution. They have been agreed by the Committee on 6th February 2017 and can be altered as and when deemed necessary by agreement of a majority of Trustees at an ordinary meeting of the Committee.

Terms used in the Constitution and Rules & Regulations documents

Terms referring to the masculine gender (he, him, his) shall apply equally and without any implied or imputed prejudice to both the masculine and feminine gender.

Trustees – Voting members of the Committee elected by Members of the Society (at an Annual General Meeting) to manage the Society and its property in accordance with the Constitution, ie. all members of the Committee other than the Musical Director and Assistant Musical Director.

Officers – Trustees with a specific role on the Committee, e.g. Chair, Treasurer, Secretary, Librarian.

Annual General Meeting (AGM) – Annual meeting of the Membership, held at the start of each season and including election of Trustees and Officers.

Special General Meeting - any General Meeting of the Membership other than the AGM

Musical Director - Elected by the Membership to have ultimate artistic control of the choir. Responsible for selecting repertoire and soloists, rehearsing and conducting concerts and assessing vocal competence of members. May be invited to attend Committee meetings in an advisory role, without voting rights.

Assistant Musical Director - appointed by the Musical Director as his deputy.

Voice Representative - A volunteer (not necessarily a Trustee) from each vocal section of the choir, who monitors and encourages attendance and ensures that views of members of their section are passed on to the Committee or Musical Director

Rules and Regulations

Numbering of these Rules & Regulations refers to the corresponding clause (if any) of the Rochester Choral Society Constitution.

1) Name

Rochester Choral Society shall be affiliated to Making Music (the National Federation of Music Societies).

2) Objects

The Objects of the Society will be achieved by:

- a) providing opportunities for members of the Medway and local communities to enjoy choral music through participation and involvement.
- b) the performance of public concerts and recitals and by such other means as the Society through its Committee shall determine from time to time.

3) Membership

3(1) The Trustees will approve the membership of any singer who shall satisfy the Musical Director or the Assistant Musical Director as to vocal competence that shall include a reasonable facility of reading music.

The Society operates a policy of Non-Discrimination. Approval of or continuation of membership depends upon the individual Member or prospective member being capable of meeting and retaining the musical standards required. So long as this standard is met, no individual shall be excluded from membership of the Society or de-barred from any official capacity on the Committee on the grounds of sex, race, colour, age, religion, sexual orientation, physical impairment or political affiliation and there are no age limits.

If someone has not attended rehearsals for more than two years then they will be required to re-do the voice assessment – even if they are still paying their subscription by standing order. If someone is still paying their subscription by standing order and has not attended for more than two years, then after two years their details will be removed from the membership database and added to the Friends database. They will be informed in advance that this will happen.

3(4) By signing the application form, new members will agree to (at least) their names and addresses being held on a register kept up to date by the Secretary and made available on a need-to-know basis to the Librarian and Voice Reps but not passed on to other parties without prior permission of the person concerned. The preferred procedure is that the Secretary will request the Member whose details are sought to contact directly the Member who has need of their details.

3(5) Each member shall have one vote at General Meetings. Members are required to pay the agreed annual subscription, to attend weekly rehearsals and to provide (or pay for hire of) their own music. A Member's subscription must be paid in advance, in full at the beginning of the Season, in termly instalments or by standing order to the Society's bank account. Student Members or those Members temporarily through distress unable to pay the full subscription shall pay a reduced sum agreed upon and approved by the Chairman and Treasurer. No Member whose subscription is in arrears may take part in a concert, vote at a meeting or claim any other privileges of membership. Participation in a concert shall normally depend upon a 75% attendance at the rehearsals preceding the concert, subject to the discretion of the Musical Director.

4) Termination of Membership

The Society reserves the right to suspend or refuse to renew the membership of any Member (or refuse the joining of a prospective Member) whose actions bring the reputation of the Society into disrepute, or whose actions are likely to be deleterious to the Society. A subcommittee of Trustees may first consider the grounds for suspension of membership and forward a Report with recommendations for further action to the Committee. Where the individual concerned is a Trustee, he shall not be a member of the subcommittee called to investigate the matter. Having received these recommendations, the Trustees shall decide what further process is necessary to resolve the issue (eg. seeking legal advice and/or advice from Making Music). Any resolution to terminate an individual's membership must be passed by a majority of the Trustees at a meeting of which the Member must be given 21 days' notice in writing, at which they may be accompanied and/or represented by a friend (who need not be a Member of the Society) and are given the opportunity to explain their conduct. A decision by the Committee to terminate a membership is final, must be communicated in writing to the individual concerned within 7 days of the meeting and shall not entitle any refund of subscription.

5) Officers and Trustees

Officers and other Trustees are elected at an AGM at the start of each season. To be eligible for election, Trustees must have been fully paid-up Members for at least the whole of the previous season. In addition to the Chair, Secretary and Treasurer, the Members will aim to elect at the AGM at least five other Trustees to fulfil the administrative roles of the Committee, which include:

- Membership Secretary
- Orchestra Secretary
- Librarian
- Concert Manager
- Publications Manager
- Press & Communications Manager
- Making Music Representative

6) Payment of Trustees

No member of the Committee other than the Musical Director and the Assistant Musical Director (both ex-officio, without voting rights) shall have any personal interest or gain financially from the operation of the Society except where there is an exceptional requirement that is satisfied by that person's professional qualification or capacity, in which case the Committee shall appoint the person to fulfil that specific requirement and approve such remuneration as shall be applicable, subject to the requirements of the Charities Commission. The Musical Director and the Assistant Musical Director shall be paid for professional musical services provided by them at rates agreed at the AGM or a Special General Meeting.

7) Appointment of Trustees

At least eight Trustees, to include the Officers, will generally be elected for a 3-year term at the AGM. At each AGM, one third of Committee members shall retire and be eligible for re-election for up to two 3-year terms, after which they must stand down for a minimum of one year unless co-opted as described below. Each Trustee must be willing to accept at least one of the essential administration jobs. These will normally be assigned at the first meeting of the new Committee or at the earliest appropriate opportunity. Jobholders may with the approval of the Committee request

assistance from other Committee members and other Society members as and when it may prove necessary best to expedite their allotted tasks. Once delegated a task they may act independently without further authority from the Committee for the fulfilment of their task, provided that the Chair is kept informed of progress and that they do not exceed the budgetary limitation assigned to them by the Committee.

The Committee may co-opt up to two Trustees needed to fill vacancies occurring during the season or it may decide to leave such vacancies other than those of Officers unfilled provided that the total number of the Committee elected and co-opted does not fall below six. Some of the regular administration jobs (eg. Librarian, Orchestra Secretary) are of an on-going nature. To ensure the continuity of such tasks, the Committee may co-opt for a period not exceeding one year Trustees recently stood-down after a 3-year term. Co-opted Trustees can be re-elected at the next AGM for a further period not exceeding three consecutive years.

9) Powers

The Committee may exercise the power to revise these Rules and regulations, provided that they remain consistent with the Constitution and the Society's status as a registered charity.

The Committee may exercise the power to confer the positions of Patron and President and the honour of Life Fellowship (see Clauses 20 and 25).

10) Meetings and proceedings of the Committee

10 (2) Following election at the AGM, the Committee shall meet at least three times before the next AGM. The first meeting of the Committee shall normally be held within three weeks after the AGM and shall include the appointment of Officers to fulfil the administrative roles of the Committee (see Clause 5 above). A minimum of seven days' notice shall be given of all Committee meetings and the Agenda and any supporting documents shall be circulated not less than four days beforehand.

10 (6) The expected quorum for Committee meetings shall be six persons, including at least two Officers.

10 (12) An Executive, consisting of the Musical Director, the Secretary, the Treasurer and one other Trustee (elected by the Committee) shall be authorised to make decisions consistent with known Committee policy in emergencies where early action is called for and a meeting of the full Committee is impracticable. It may meet at any time at the request of any of its members with or without notice provided that all are summoned. Three members shall form a quorum of whom one shall be either the Secretary or the Treasurer. A written record of decisions taken by the Executive shall be presented and ratified at the next Committee meeting.

10(13) The Musical Director may be invited to attend Committee meetings in an advisory, non-voting capacity and shall not hold any other office within the Society.

The Committee may appoint Associate Members (not Trustees), such as Fundraising Manager(s) and Friends Secretary, who may be invited to attend Committee meetings in an advisory, non-voting capacity.

13) Finance

13(2) The Committee will authorise four Trustees, including two Officers, of whom any two can act as joint signatories for payments from the Society's bank accounts.

The Society may 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. Other forms of fund raising (Eg. sale of concert programmes, sale of promotional items or organisation of other events) shall be permitted when approved by the Committee. Only Trustees may handle the Society's monies. Where Members of the Society not being Trustees organise events on behalf of the Society, they must seek and comply with the advice of the Treasurer and keep him fully informed with written reports.

14) Annual General Meeting

An AGM will normally be held within the autumn term of each year. The business shall include:

- (a) Chair's opening remarks;
- (b) Musical Director's report;
- (c) Presentation of approved Accounts and the Independent Examiner's report;
- (d) Elections as follows:

- Chair
- Secretary
- Treasurer
- At least 5 other Trustees (if possible - see Clause 5 above)
- Musical Director
- Independent Examiner of Accounts

(e) Ratification of the appointment of the Assistant Musical Director;

(f) Matters which have been brought in writing to the notice to the Secretary;

(g) Opportunity for Members to raise matters of general interest and concern (no notice required)

Written minutes of the meeting shall be recorded for review and approval by the Membership at the next AGM

16) Procedure at General Meetings

With the exception of any decisions on amendment to the Constitution or Dissolution of the Society (which require a two-thirds majority of the members present), all resolutions shall be determined by a simple majority of the votes of those present. In the event of a tie, the Chair shall have a second or "casting" vote.

16(1 to 4) If fewer than one third of fully paid-up Members are present at a General Meeting, the meeting should be deferred to a later date, giving all Members at least 7 days' notice of the reconvened meeting.

17) Accounts

No person who has previously held the office of Treasurer is eligible to hold the position of Independent Examiner until at least three years have elapsed since last having held the former office.

18) Alterations to the Constitution

In the event of any difference of opinion arising over the interpretation of the Constitution, the Committee shall consider such difference of opinion and recommend a unanimous interpretation to

the Membership. If this cannot be agreed by a simple majority of the Committee, they shall refer such dispute to Making Music or other similar body, whose decision shall be final and binding upon the Society.

19) Dissolution

If the Committee decides that it is necessary or advisable to dissolve the Society it shall call a General Meeting stating the terms of the resolution to be proposed at the notice of the meeting. In the event that dissolution is decided upon the Committee shall dissolve the Society. A copy of the accounts for the final accounting period of the Society shall be sent to the Charity Commissioners by the Treasurer.

20) Patron and President

At the discretion of the Committee the Right Reverend the Lord Bishop of Rochester or another person deemed suitable shall be invited to become Patron and the Very Reverend The Dean of Rochester or another person deemed suitable shall be invited to become President. The President may preside at any meeting of the Society or its Committee in the absence of the Chair or in the event of the office of Chair becoming vacant.

21) The Musical Director

The Musical Director shall be responsible for the musical direction of the Society, including selecting, rehearsing and conducting repertoire to be performed in concerts and setting standards of vocal competence to be met by prospective Members. After consultation with the Committee, he shall recommend the engagement of soloists and instrumentalists as required. The Musical Director shall be paid for his professional musical services at rates agreed by the Trustees.

The Musical Director shall ex-officio be a member of the Committee in an advisory, non-voting capacity and shall not hold any other office within the Society. The Musical Director shall be required to give the Society a period of twelve weeks written notice of his intention to resign or not to seek re-election at the following AGM. In the event of the Musical Director seeking to resign from his appointment without sufficient notice being given, the Committee shall have full power to engage a Musical Director for the remaining period of the current season and if necessary for the following season only (without prejudice to the annual election and appointment) and advise the Membership at the earliest opportunity of the action taken. Appointment of a new Musical Director shall be ratified at a General Meeting.

22) The Assistant Musical Director

The Musical Director may appoint an Assistant Musical Director for the current or ensuing Season, who shall be paid for his professional musical services at rates agreed by the Trustees. Such appointment shall be ratified by the membership at a General Meeting.

The Assistant Musical Director shall ex-officio be a member of the Committee in an advisory, non-voting capacity and may be remunerated for his services as recommended by the Committee. The duties of the Assistant Musical Director shall be as specified by the Musical Director, who may invite other persons to act as accompanists in an emergency or in special circumstances at his discretion.

23) Choice of music

The Director of Music will send ideas about the programme for the following season to the committee prior to the May/June committee meeting for discussion at the committee meeting. The

Committee shall have the power to amend or reject his suggestions. Then, at a General Meeting, the final choice shall be conveyed to the Membership, who will be invited to comment upon it, without a vote being taken. The committee shall note any opinions expressed but retain the right to make the final decision.

24) Friends and subscribers

Those interested in the advancement of the Society while not necessarily being Members may become "Friends of the Society" on making a minimum annual donation or a single donation for life membership of a sum agreed upon by the Committee. Friends have the advantage of prior booking and reduced price tickets for concerts, should the Committee so decide. Subscribers obtain season tickets for reserved seats for all concerts throughout the season at reduced rates by means of a single payment.

25) Life Fellowship

From time to time the Committee may approve and confer the honorary award of "Life Fellow of the Rochester Choral Society" to persons whose conduct or contribution is deemed to be exceptional. Such exceptional contribution may be, for example, in promoting or improving the musical standards of the Society, increasing the public benefit (musical or other) that the Society has brought or a notable contribution to the administration of the Society. A certificate of Life Fellowship shall be presented upon conferral.

When the candidate is or has been an Officer or Trustee, the award may be conferred only upon or following retirement from the Committee. Life Fellowship shall present no bar to the candidate remaining a Member (and continuing to sing at rehearsals and concerts) but shall relieve the Life Fellow from the need to pay the minimum subscription. This shall not preclude the Life Fellow from making a voluntary donation and/or subscription should they so choose. Life fellowship does not preclude subsequent election to Office or Committee but a period of five years should elapse between award of the Life Fellowship and election or co-option for Office or Committee. Unless remaining a Society Member, a Life Fellow shall have no voting rights. When the prospective candidate is or has been the Director of Music, the Assistant Director of Music, the Patron or the President, the award shall be conferred only on or after the candidate's retirement from office.

A proposal to the Committee for the award of Life Fellowship may be made by any Member but must be seconded by a Member unrelated to the candidate and/or the proposer. The Committee shall consider the proposal and, having made any research or sought any further opinion believed necessary, shall make the decision as to conferring the award. Other than for the purposes of retirement from office, it shall not be necessary to seek the prior agreement of the candidate for conferral of the award. This shall not preclude a candidate from refusing the award should they so wish but any such refusal shall be final and shall then preclude the candidate from any future award. There shall be no upper or lower limit to the number of Life Fellowships that may be awarded but in view of the exceptional nature of the honour it should be considered unusual for more than five Life Fellows to hold the honour at any one time.