

Otley Brass Association Constitution

1. Name

- 1.1. The name of the organisation shall be the Otley Brass Association (hence forth referred to as the Association).

2. Aim

- 2.1. The aim of the organisation shall be to promote purposeful and enjoyable music making by brass ensemble instrumentalists, to entertain audiences and to promote brass banding within the community of Otley and the surrounding area.

3. Membership of the Association

- 3.1. Full Membership of the Association shall be open to all players of brass ensemble instruments subject to the prospective member's capabilities to play at the required standard and an appropriate space within one of the ensembles of the Association.

- 3.1.1. The capability of a prospective member and the available space within an ensemble is determined by the Musical Director (see Section 6.7.7.1).

- 3.1.2. If a player belongs to more than one ensemble they shall declare one of these ensembles to be their primary ensemble.

- 3.2. Associate membership of the Association is granted to parents/ guardians of full members of the Association under the age of 15.

- 3.2.1. Associate members may attend AGMs and EGMs and may vote in accordance with the rules on the conduct of elections.

- 3.2.2. At the discretion of the Executive Committee, Associate membership may also be granted to non-playing members over the age of 17 at the time of appointment who make a significant contribution to the running of the organisation.

- 3.3. Membership shall not be refused on grounds of race, gender, religion, sexual orientation or political views.

- 3.4. Membership of any player may be terminated by the Executive Committee on the grounds of failure to pay the required subscription, gross misconduct (including violent or abusive behaviour), behaviour which is disruptive to rehearsals and the business of the Ensemble or actions which are contrary to the constitution.

4. Subscription

- 4.1. Members are required to pay a subscription to the Association the level of which will be set at the Annual General Meeting.
- 4.2. Members who play in more than one ensemble shall pay the subscription to their primary ensemble.
- 4.3. The executive Committee may waive the subscription fee in cases of financial hardship.

5. Administration of the Association

- 5.1. The Association will be administered by an Executive Committee. The Committee, with the exception of members which are Musical Directors will be elected at the Annual General Meeting of the Association.
- 5.2. The Committee shall be responsible for all matters pertaining to the running of the Association.
- 5.3. The day to day running of individual ensembles is delegated to individual Ensemble Management Committees which are represented on the Executive Committee.
- 5.4. Committees may co-opt up to a maximum of three additional members per committee to assist with the running of the Ensemble or Association events.
 - 5.4.1. Co-opted members do not have voting rights on the committee.
 - 5.4.2. Co-option is intended to provide the committee with short term expertise. Where a role is required for a significant period of time then membership of the committee should be reviewed to create elected posts either by revision of the constitution or as defined in Section 7.3.2.

6. The Executive Committee

- 6.5. The Executive Committee shall consist of the officers of the Association and representatives of the Ensembles run by the Association.
 - 6.5.1. The Executive Committee shall be deemed quorate when at least 4 of these members are present including at least one representative from each ensemble and at least two of the following: the Association Chairperson, Treasurer or Secretary.
 - 6.5.2. All members of the Executive Committee shall be informed of committee meetings in advance and there shall be at least 3 Executive Committee meetings per year.

- 6.5.3. In the event that the Executive Committee are unable to reach a consensus point of view then matters may be decided by a vote.
- 6.5.4. If a member is Musical Director of more than one ensemble they shall still only have one vote.
- 6.5.5. If the Executive Committee is unable to reach a majority decision then the Chairperson will have the casting vote.

6.6. The Executive Committee's role is:

- to provide a strategic direction to the running of the Association.
- to oversee financial planning and use of assets.
- To ensure that the individual ensembles of the organisation work towards common goals and towards the overall objectives of the Association.
- To set up or terminate new ensembles as appropriate to the Associations remit.

6.7. Membership of the Executive Committee

6.7.1. Chairperson

The Chairperson shall:

- Be responsible for the running of the Association's affairs.
- Be able to answer for the actions of the Association and the Executive Committee.
- Chair meetings of the Executive Committee and the AGM.

6.7.2. Secretary

The Secretary shall:

- Be responsible for arranging a programme of engagements in consultation with the individual Ensemble Management Committees and their Musical Directors.
- Take minutes at Committee meetings and the AGM.
- Deal with day to day correspondence of the Association Executive Committee

6.7.3. Treasurer

The Treasurer shall:

- Be responsible for the financial affairs of the Association.
- Produce detailed accounts for the Association as set out in Section 11.
- Setting Budgets for the individual ensembles in conjunction with the Executive Committee and individual Ensemble Management Committees.

6.7.4. Asset Manager

The Asset Manager shall:

- Be able to account for the property of the Association.
- Keep records of who holds Association assets.
- Keep records of the original and depreciated values of Association assets.

6.7.5. Publicity Coordinator

The Publicity Coordinator shall:

- Act as a central point of contact for external public relations including media and web.
- Work with individual ensembles to ensure that external communication consistently reflect the aims of the Association.
- To coordinate website management.

6.7.6. Ensemble Manager(s)

- Represent each ensemble on the Executive Committee.
- Are responsible for the day to day running of one of the Associations ensembles in conjunction with the respective Ensemble Management Committee.

6.7.7. Musical Director(s)

An unelected post; the musical director for each ensemble has a number of responsibilities:

6.7.7.1. Membership of an ensemble:

The Musical director is responsible for determining if a player is of an appropriate standard to be a member of an ensemble and if there is space within the Ensemble to accept new members.

6.7.7.1.1. The capabilities of a prospective member will be judged by the Musical Director of the Ensemble either in rehearsal or through a formal audition.

6.7.7.1.2. In a formal audition another member of the Ensemble Management Committee must also be present.

6.7.7.1.3. The total number of players within any section of any ensemble and hence the capacity for new members shall be determined by the Musical Director.

6.7.7.2. Parts, Concerts and Contests

6.7.7.2.1. The positioning of players within each ensemble and the parts that they play shall be determined by the Musical Director.

6.7.7.2.2. In the interests of balance, Musical Directors may, in the most extreme cases and with the backing of the Ensemble Management Committee ask players to step down for certain occasions.

6.7.7.2.3. The Musical Director may also ask players to step down for competition appearances if the maximum number of players permitted by the rules of the contest is less than the number of players within the ensemble.

6.7.7.3. Musical Direction

6.7.7.3.1. The Musical Director is responsible for the musical standard of the Ensemble and the development of its musical standard.

6.7.7.3.2. The Musical Director is responsible for the conducting of the Ensemble at rehearsals and concerts.

6.7.7.3.3. The Musical Director is responsible for the selection of music for concerts and where required contests.

7. The Ensemble Management Committee(s)

7.1. Day to Day running of individual ensembles is delegated to Ensemble Management Committees.

7.1.1. Ensemble Management Committees shall be deemed quorate when at least 4 of these members are present.

7.1.2. All members of the Committee shall be informed of committee meetings in advance and there shall be at least 3 committee meetings per year.

7.1.3. In the event that the Committee are unable to reach a consensus point of view then matters may be decided by a vote.

7.1.4. If the Committee is unable to reach a majority decision then the Association Chairperson will have the casting vote.

7.2. Role of the Ensemble Management Committee

The Ensemble Management Committee's role is:

- to provide day to day running of the Ensembles.

- to work with the Executive Committee to achieve the longer term objectives of the Association.

7.3. **Membership of Ensemble Management Committees**

7.3.1. The Ensemble Management Committee is made up of a minimum of 4 posts detailed in Section 7.3.5. along with ex-officio members from the Executive Committee.

7.3.2. Additional permanent posts on the Ensemble Management Committee may be created if required to ensure efficient running of the organisation.

7.3.3. The nature of such additional posts on the Ensemble Management Committee must be approved by the membership of the Ensemble at an AGM or EGM and posts filled according to the conduct of elections (Section 8).

7.3.4. The total competency of the Ensemble Management Committee is defined by the Association constitution and individual ensembles may not assume competencies from the Association without approval by an Association AGM or EGM in accordance with the rules on constitutional amendment.

7.3.5. **Compulsory Management Committee Posts**

7.3.5.1. **Ensemble Manager**

The Ensemble Manager is responsible for:

- the day to day running of the Ensemble in conjunction with the Ensemble Committee.
- chairing meetings of the Ensemble Management Committee.

7.3.5.2. **The Musical Director**

- is responsible for musical matters within the Ensemble as detailed in Section 6.7.7

7.3.5.3. **Librarian**

The Librarian shall

- Be responsible for the maintenance of the music of the Association that is assigned to it by the executive Committee.

7.3.5.4. **Ensemble Representative**

The Ensemble representative shall

- Represent the views of the Ensemble at committee meetings.

- Solicit views of members of the Ensemble at regular intervals through forums that give all members the opportunity to express their views.

7.3.5.5. **Ex Officio Members of the Ensemble Management Committees**

The Association Chairperson, Treasurer and Secretary are ex-officio members of each of the Ensemble Management Committees and have full voting rights.

8. Election/appointment of committee members

- 8.1. Committee members with the exception of the Musical Director(s) shall be elected at the Annual General Meeting.
- 8.2. Committee members must be members or associate members of the Association over 17 years of age on the date of the election.
- 8.3. The Association Chairperson, Treasurer, Secretary, Asset Manager, and Publicity Coordinator are elected by the full membership of the Association subject to the rules for conduct of elections.
- 8.4. The remaining elected members of the Ensemble Management Committees are elected by members of the Ensemble which they represent subject to the rules for conduct of elections.
- 8.5. Nominations for committee posts must be received by the chairperson at least 24 hours before the meeting. Nominations must be proposed and seconded by members of the Association.
- 8.6. If no nominations are received then nominations may be made at the AGM.
- 8.7. **Conduct of Elections**
 - 8.7.1. All full members over the age of 15 on the date of the election will have the right to vote directly.
 - 8.7.2. Associate members who are Parents or Guardians of members under the age of 15 on the date of the election are given a proxy vote for the member.
 - 8.7.2.1. No person may exercise more than 1 proxy vote even if they have more than one child in the Association.

- 8.7.3. Associate members who are granted this status by the committee will have the right to vote directly at the AGM and EGMs.
- 8.7.4. Elections shall be conducted by written ballot with each post considered individually.
- 8.7.5. Elections shall use the transferable vote system in which voters may rank candidates in order of preference on the ballot paper. After each count the candidate in last place shall be eliminated and the votes for this candidate shall be transferred to the next highest preference choice indicated on the ballot. This process shall continue until one candidate receives a simple majority of the vote of those present.
- 8.7.6. In each election, even if only one candidate has been nominated an additional choice of 'reopen nominations' shall be added to the ballot paper.
- 8.7.7. If 'reopen nominations' is the selected in the vote then the post will remain vacant and new candidates may be nominated for the post. An EGM must be convened 2 weeks later to enable a vote to be conducted for the unfilled position(s).
- 8.7.8. In the event of a tie the outgoing Chairperson shall have the casting vote.

8.8. Appointment of Musical Director(s)

- 8.8.1. The musical director shall be appointed by the Executive Committee following consultation with the Ensemble concerned and its Ensemble Management Committee.
- 8.8.2. In the event of a vote within the Executive Committee on the appointment of a Musical Director only elected members of the executive committee shall vote.
- 8.8.3. The Musical Director may be removed by:
- A vote with a two thirds majority of the rest of the elected members of the Association Executive Committee
 - Following passing of a motion of no confidence by the Ensemble at an Ensemble EGM.

9. Annual General Meeting

- 9.1. There shall be an Annual General Meeting of the Association to review the past year's activities.
- 9.2. Members shall be given at least 2 weeks' notice of the Annual General Meeting.

- 9.3. The Annual General Meeting shall include reports from the Chairman and Treasurer of the Association, Musical Directors of ensembles and Ensemble Managers and the election of officers.
- 9.4. Other motions for consideration at the Annual General meeting should be supplied to the Chairperson one week before the meeting.

10. Extraordinary General Meeting

- 10.1. An Extraordinary General Meeting of the Association may be called:
- by the Executive Committee.
 - by members of the Association in a letter to the Chairperson signed by at least 25 members of the Association.
 - by members of a single ensemble following a resolution passed at an Ensemble EGM.
- 10.2. An Extraordinary General Meeting of an Ensemble may be called:
- by the Ensemble Management Committee.
 - by members of the Ensemble in a letter to the Association. Chairperson signed by at least 15 members of the Ensemble.
- 10.3. When an EGM has been requested by the membership or by a resolution of an Ensemble, the meeting must be held within 21 days of the receipt of such a request.
- 10.4. Voting on any motions at an EGM will be by two thirds majority of those present with at least 50% of Full Members, who are eligible to vote directly, in attendance.

11. Finance, Assets and Audit

- 11.1. All assets and monies are held by the Association. Individual Ensembles may not hold assets or monies.
- 11.2. All income derived from the activities of the Association and its ensembles is payable to the Association.
- 11.3. The financial year shall commence on the 1st of October and finish on the 30th of September
- 11.4. At the end of the financial year the treasurer shall prepare the accounts for audit.
- 11.5. The accounts shall be audited by a non committee member unrelated to the treasurer.

11.6. The accounts shall be signed by the treasurer and auditor and presented at the AGM.

12. Bank account

12.1. The Association shall have a bank account, withdrawal from which (either directly, by cheque or bank order) shall require authorisation of two signatories from the elected members of the committee.

12.2. No two authorised signatories shall be related by birth or marriage.

13. Wind up of the Association

13.1. The Association may be wound up following a vote at either an AGM or EGM of the Association.

13.2. The motion to wind up the Association must be approved by a two thirds majority of those present with at least 50% of Full Members, who are eligible to vote directly, in attendance.

13.3. In the event of wind-up the Associations assets shall be disposed of for the benefit of community Arts organisations within the local area except in the cases where specific instructions for asset disposal have been stipulated (Section 13.4).

13.4. In the event that assets have been procured with specific support from an external body then such assets will be disposed of in accordance with any undertakings made at the time of procurement in line with the conditions of the award.

14. Alterations to the constitution

14.1. The constitution may be amended at an Annual General Meeting or an Extraordinary General Meeting of the Association subject to a motion approved by a two thirds majority of those present with at least 50% of the Association membership in attendance.