

## **Northwich Folk Club Constitution**

adopted on the 7th day of April 2017

### **1. NAME**

The name of the Association is Northwich Folk Club.

### **2. ADMINISTRATION**

Subject to the matters set out below the Association and its property shall be administered and managed in accordance with this constitution by the members of the Committee, as defined by Clause 5 following.

### **3. OBJECTS**

The Objects of the Associations are to encourage the performance of such music and such other activities as its members may from time to time define as "Folk Music and Folk Activities".

### **4. MEMBERSHIP**

- a) Membership of the Association shall be open to any individual interested in furthering the objects of the Association.
- b) The Secretary shall maintain a list of current members.
- c) Every member shall have one vote.
- d) The Committee may for good reason terminate the membership of any individual, provided that the individual concerned shall have the right to be heard by the Committee, accompanied by a friend, before the final decision is made.

### **5. COMMITTEE**

a) The management of the Association shall be by Committee, consisting of Officers and as many Additional Committee Members as the Committee deems necessary up to a maximum number of seven elected Committee Members. The Officers shall include Chair, Treasurer, Programme Secretary and Secretary (whose roles may be shared by a number of Committee members) and any others that the Committee deem necessary. The Officers shall be appointed by the Committee from the elected Committee Members.

b) The Committee may in addition appoint co-opted members as deemed appropriate. Co-opted members shall not have a vote in Committee.

c) After serving a maximum of three years, Committee Members shall retire from office immediately before the elections held at the Annual General Meeting, but may be re-elected or re-appointed.

d) Four members of the Committee shall form a quorum.

e) Membership of the Committee implies acceptance of the Objects of the Association.

### **6. AUTHORITY**

No person other than authorised officers of The Association shall use the name or purport to act on behalf of or to represent the Association unless the Committee have first granted him/her specific authority to act on behalf of The Association.

### **7. POWERS**

The Committee shall undertake the general management and direction of the affairs and funds of the Association in pursuit of the Objects of the Association, provided that in raising funds the Committee shall not undertake any substantial permanent trading activities. This may include (but not exclusively) setting subscriptions and entry fees, booking guests, leasing premises and such other lawful things necessary for the achievement of the Objects.

### **8. RECEIPTS AND EXPENDITURE**

a) The funds of the Association shall be paid into an account, operated by the Committee in the name of the Association at such bank as the Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two members of the Committee.

b) The funds shall be applied only in furthering the Objects of the Association.

### **9. ACCOUNTS**

The accounts shall be properly kept and audited.

## **10. ANNUAL GENERAL MEETING**

a) There shall be an Annual General Meeting ("AGM") of the Association which shall be held in the month of April each year, or as soon as practicable thereafter.

b) The Secretary shall give at least forty-two days notice of the AGM to all of the members, setting out also the process for nomination of members of the Committee. The business of the AGM shall be to receive a report from the Committee of the activities of the past year, to receive the annual accounts, to discuss activities for the future, to agree subscription rates for the following year and to consider any proposal which has been distributed with the notice of the meeting.

c) Forty-two days before the AGM a list shall be placed on the Association's notice board and website, and notified to Members according to Paragraph 13, indicating the current members of the Committee, their offices, their availability for re-election, and the date by which any nomination is to be made. The list shall remain in place until twenty-one days before the AGM, and having confirmed the nominee's willingness to stand, any member of the Association is entitled to write any nomination on such list, or alternatively send the nomination to the Secretary electronically. All nominations will require a proposer and seconder. Nominees must have current Membership of the Association of at least 12 months standing.

d) Fourteen days before the AGM, a list of nominations and the agenda shall be posted on the Association's notice board and website, and notified to Members according to Paragraph 13 .

e) All members are entitled to attend and to vote. Alternatively they may communicate their vote to the Secretary by post or electronically to be received at least twenty-four hours before the AGM.

f) If the Chairman is not present, the persons present shall elect a chairman for the meeting.

g) The Committee shall present to each AGM the report and accounts of the Association for the preceding year.

## **11. SPECIAL GENERAL MEETING**

The Secretary shall call a Special General Meeting if ten members so request it.

## **12. PROCEDURE AT MEETINGS**

The Secretary shall keep a record of all proceedings conducted at every meeting of the Association.

## **13. NOTICES**

Notices to members shall be deemed sufficiently served if sent by electronic means to the address of the member of the Association registered on his/her subscription form, or by ordinary prepaid post where no electronic address has been provided.

## **14. ALTERATIONS TO THE CONSTITUTION**

The Constitution may be altered by a resolution passed by not less than two-thirds of all of the membership present and voting at an AGM . The notice of the meeting must include notice of the resolution, setting out the terms of the alteration proposed.

## **15. DISSOLUTION**

If the Committee decides that it is necessary to dissolve the Association the Secretary shall call a meeting of all members, of which twenty-one 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, the Committee shall have power to realise any assets held by or on behalf of the Association. Any assets remaining after the satisfaction of any proper debts and liabilities shall be applied for some charitable purpose.

This Constitution was adopted at the date mentioned above, and replaces any previous Constitution.