

**Tilford Bach Society**  
Constitution and Rules

1. The name of the society shall be **the Tilford Bach Society** hereinafter known as **the Society**.
2. The Objectives of the Society are the advancement of musical education by the public performance of:-
  - a. works by J.S.Bach in a manner consistent with the style and demands of his period.
  - b. works by other composers at the discretion of the Committee.
  - c. works which the Society may commission.
3. Membership shall be open to those who support the objectives of the Society.
4. Subscriptions.
  - a. the annual subscription shall be fixed by the Committee.
  - b. the annual subscription shall be payable in advance on January 1st in each year.
  - c. any member whose subscription is unpaid for one year may cease to be a member of the Society at the discretion of the Committee.
5. The Executive Committee (hereinafter known as the Committee).
  - a. the general management of the Society shall be conducted by the Committee whose members shall not exceed twelve, the Committee to be elected at the Annual General Meeting.
  - b. the Committee shall consist of a Chairman, Deputy Chairman, Secretary and Treasurer elected from within the Committee and up to eight members not being officers. The Priest in Charge, or equivalent, of All Saints Tilford shall normally be invited to join the committee as a co-opted member (see below). The Chairman, Deputy Chairman, Secretary and Treasurer shall be elected for a period of three years at the end of which they will be eligible for re-election.
  - c. the Society may appoint a Musical Director (not being a member) and pay him/her such professional fees as appropriate. The MD shall serve as a co-opted member of the Committee without voting power.
  - d. the Committee shall have power to fill any casual vacancy until the next Annual General Meeting, at which such appointments shall be considered for confirmation.
  - e. the Committee shall have power to co-opt additional persons (not exceeding three, including the Priest-in-Charge or equivalent of All Saints) to serve without voting powers from time to time, for such a period as the Committee shall determine.
  - f. the Committee shall meet as often as may be necessary for the proper management of the Society but routine issues may be handled by telephone and email. At least seven days notice shall be given of meetings. A meeting may be summoned at the request of the Chairman, Musical Director, or any two members of the Committee.
  - g. a quorum for a committee meeting shall consist of two officers and either two other members of the Committee or half of the other members, which ever is the greater. The Committee shall have power to appoint a Chairman to preside over the meeting if neither the Chairman nor the Deputy Chairman is present.

- h. all resolutions shall be carried by a majority vote. If there is equality of votes, the Chairman shall have a casting vote.

NB: The Chairman votes normally and in addition has a casting vote if there is equality. Majority vote means the votes for exceeding the votes against. Abstentions do not count as votes.

- i. the Society may elect a President, and such Vice-Presidents as may be approved by a General Meeting.

6. Trustees

- a. Trustees shall be appointed by a General Meeting to supervise the running of the Society and shall have power to hold any property, monies or invested funds belonging to the Society. All trustees shall be paid up members of the Society and shall remain so for the duration of their appointment. Any trustee that is more than six weeks in arrears of payment of their subscription shall be suspended from acting as a trustee and any trustee that is more than three months in arrears of payment of their subscription shall cease to be a trustee.

NB: Under Charity Law all elected committee members who consequently have voting rights are automatically trustees.

- b. Trustees shall have access at any time on request to all documents of the Society.
- c. Committee members on appointment may also be appointed as trustees normally for the duration of their appointment on the Committee. Where possible at least three External Trustees who are not Committee Members shall be appointed by a General Meeting for a period of up to four years and may be reelected.
- d. Any two External Trustees may call a special General Meeting to consider a specific issue. External Trustees may propose the removal of the Officers or any Committee Member. Such motion shall require a quorum of thirty members and shall be passed if it has the support of two thirds of the members present.
- e. The routine approval of Trustee Reports may be made by letter or email and does not require a physical meeting unless there are contentious issues that need discussion.

7. The Annual General Meeting

- a. the Annual General Meeting shall be held on a date determined by the Committee. The business of such a meeting shall consist of the appointment of members of the Committee, the presentation of reports and accounts and of any other business of which notice in writing has been given to the Secretary ten days before the meeting.
- b. At least fourteen days written notice shall be given of any General Meeting.
- c. at any General Meeting the chair shall be taken by the Chairman or Deputy Chairman, or failing them, a member of the Committee chosen by the meeting. Resolutions shall be carried by a majority vote by members of the Society . The person chairing the meeting shall have a casting vote only.
- d. Amendment of rules. The rules may be altered and repealed and new rules made by the Committee. All such alterations and additions shall be confirmed at the next General Meeting, and failing such confirmation shall cease to have effect.
- e. The accounts and related reports shall be examined or audited in accordance with Charity Law by a person appointed by the Committee and they shall be approved according to those rules. They shall be presented to the Annual General Meeting.

8. Finance

- a. the Society may receive donations, grants in aid or financial guarantees.
- b. the income and property of the Society, howsoever derived, shall be applied solely towards the promotion of the objectives of the Society as set forth above, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or payment of a professional fee to any member of the Society.
- c. on winding up of the Society any assets remaining after the satisfaction of all its debts and liabilities shall not be paid or distributed over the members of the Society but shall be handed over to some other charitable institution or institutions having objectives similar to the Society.
- d. the Society shall maintain a Reserve Fund, additional to and separate from any funds that may be set up by the Committee for promoting the objectives of the Society. Its purpose is to offset any deficit in these funds due to unforeseen circumstances arising during the course of a year, and also to be set against any temporary deficit that may arise from cash flow variations during the year. It shall not be available for funding any musical event. The amount of the Fund shall be determined by the Committee.

Approved at the AGM on 26 September 2014