

# THE SUFFOLK FESTIVAL

## OF MUSIC, DANCE AND SPEECH

(Affiliated to the British Federation of Festivals for Music, Dance and Speech)

Registered charity number 1036106

### CONSTITUTION

Adopted at the Special General Meeting on 3rd November 1992 in the Library of the Town Hall, Cornhill, Ipswich, and amended at the Annual General Meeting on 8th November 1993 in Room 4 of the same Town Hall and at the Annual General Meeting on 30th October 1996 in the Library of the same Town Hall.

Amended in 2024 and re-adopted an Extraordinary General Meeting, on 3<sup>rd</sup> July 2024.

#### 1. NAME.

The name of the Association, formerly the Suffolk Festivals of Music, Dance and Speech, shall be the Suffolk Festival of Performing Arts (hereinafter referred to as 'the Association').

#### 2 OBJECT AND POWERS

The object of the Association shall be to encourage, promote and advance the study and practice of the arts of music, dance and speech, principally through providing its members with opportunities to perform those arts under expert adjudication.

In furtherance of the object of the Association but not further or otherwise the Association shall have the following powers:-

- 2.1. To hold or promote annual competitive Festivals.
- 2.2. To present and promote public performances, concerts and recitals.
- 2.3. To affiliate to the British Federation of Festivals for Music, Dance and Speech and to further the charitable objects of the said Federation.
- 2.4. To do all such other lawful things as are necessary to the attainment of the object of the Association.

#### 3. APPLICATION OF INCOME AND PROPERTY

The income and property of the Association shall be applied solely towards the promotion of its object as set forth in the Constitution and no portion thereof shall be paid or transferred, directly or indirectly, to members of the Association. Provided that nothing herein shall prevent the payment in good faith by the Association to any member or servant of the Association

- 3.1. of reasonable and proper remuneration for services actually rendered including reasonable and proper fees and usual charges for any professional services;
- 3.2. of reasonable interest on money lent to the Association;
- 3.3. of reasonable and proper rent for premises demised or let to the Association;
- 3.4. of expenses and interest properly incurred on behalf of the Association,

on condition that:

- 3.5. no person shall be entitled to vote on a Resolution nor attend any Meeting concerning his or her own appointment to his or her paid office of the Association or any payment made or to be made to him or her by the Association;
- 3.6. notwithstanding anything contained in the Constitution of the Association no Resolution relating to the payment to any member of the Committee shall be effective unless it is passed at a Committee Meeting at which there is present a quorum.

#### 4. MEMBERSHIP

Membership of the Association shall be open to any person who has a genuine interest in the object of the Association and who:

- a) has been a Festival entrant in the past 5 years
- b) is a teacher, accompanist or parent having entered or supported pupils / Festival entrants.
- c) is a Suffolk Festival committee member or Volunteer.
- d) is the President, Vice President or Patron of the Suffolk Festival

4.1 The Management Committee shall decide whether or not a member who is considered to have acted in breach of the object of the Association should be permitted to continue as a member. Any such member shall be advised in writing of the Committee's decision.

4.2 A member may at any time withdraw from the Association.

#### 5 MANAGEMENT, COMMITTEE AND OFFICERS

The Management of the Association shall be vested in the Committee. The Committee shall be elected annually at the Annual General Meeting of the Association and shall consist of the Principal Officers of the Association and up to thirteen Ordinary Committee Members. The Committee shall be empowered to create Officer posts, to fill those posts from amongst its number, and to cancel those posts. Every member of the committee shall be an ex-officio member of the Association.

The Principal Officers shall be:-

- 5.1. A Chair;
- 5.2. A General Secretary;
- 5.3. A Treasurer

## 6 INVESTMENT OF POWERS

All the powers of the Association shall be vested in the Committee save in so far as the same are hereby expressly required to be exercised by the Association in General Meeting and save that the Committee shall not be empowered to wind up the Association but such winding up can be decided upon only by a General Meeting of the Association.

## 7. PRESIDENT AND VICE PRESIDENTS

The members of the Association may by Resolution in General Meeting appoint a President and Vice Presidents in recognition of distinguished past service to the Association. Each President and Vice President shall rank as an ex-officio member of the Association and shall retain the position until he or she resigns or is removed by the members by Resolution in General Meeting.

## 8. FINANCE

8.1 All moneys belonging to the Association shall be paid into such Bank as may be specified by the Committee to the account of the Association.

8.2 All electronic payments made from the bank account shall be authorised by the Chair prior to payment and cheques drawn on the account of the Association shall be signed by two Officers of the Association.

8.3 The annual accounts of the Association will be audited by a suitably qualified person.

8.4 The annual accounts of the Association will be uploaded to the Charity Commission in line with the Charity Commission's requirements of Charitable organisations.

8.5 The financial year of the Association shall commence on the first day of April.

## 9. TRUSTEES

The property and investments of the Association (other than money at the Bank) shall be held in the name of the Association by the Chairman, General Secretary or Treasurer.

## 10, GENERAL MEETINGS

10.1 All Officers shall be appointed by ordinary resolution of the Club at the Annual General Meeting or any other General Meeting convened in accordance with the Articles for that purpose. Any person properly appointed may hold more than one office but in such circumstances shall count only as one for the purposes of quorum and shall have only one vote at Management Committee meetings

10.2. The General Secretary shall give notice of every General Meeting and such notice shall state the business to be conducted. It shall be sufficient for such notice to be given in writing not less than fourteen days before the General Meeting.

10.3. The Annual General Meeting of the Association shall be held once in every financial year of the Association, and at such Meeting the Committee shall retire but shall be eligible for re-election.

10.3.1 Notice of the Annual General Meeting specifying the time and place and the resolutions to be considered shall be communicated to members not less than 14 clear days prior to the date fixed for the Annual General Meeting.

10.3.2 A member qualified to vote at the Annual General Meeting may move a resolution at the Annual General Meeting. Any member intending to move a resolution at the Annual General Meeting shall, not less than 42 clear days before the date appointed for the meeting, give notice of his intention to the Association executed by him and another member qualified to vote at the Annual General Meeting. The notice shall state the proposed resolution and may be supported by a statement by the member concerned of no more than 1000 words with respect to the matter referred to in the proposed resolution.

10.3.3 Any member proposing to move a resolution and the second member having executed the notice shall attend at the Annual General Meeting in person or by proxy to make a more detailed proposition, offer any additional information and respond to any questions at the meeting. If the member or the second member fail to attend in accordance with the terms of the Articles the proposed resolution shall be deemed to have been withdrawn and shall not be considered at the meeting.

10.4. At the Annual General Meeting a full Account of all receipts, expenditure and property of the Association together with a Balance Sheet for the next preceding financial year of the Association shall be presented by the Committee.

10.5. An Extraordinary General Meeting shall be convened by the General Secretary upon a request by the Committee or by any six Members.

10.6. Any six Members of the Association personally present shall be a quorum at any General Meeting. In the event that an Annual General Meeting is inquorate, no business shall be conducted and the presentation of the Account and Balance Sheet shall be postponed until the next following quorate Annual General Meeting and clause 10.2 hereof shall be waived in respect of that Meeting. In the event that a General Meeting other than an Annual General Meeting is inquorate, no business shall be conducted and clause 10.4 hereof shall be deemed satisfied in respect of that Meeting.

10.7. At every General Meeting the chair shall be taken by the Chairman of the Association or in his or her absence by a Chairman elected by the Members present.

10.8. The voting at General Meetings shall be by show of hands but the Chairman or any three Members may demand a secret ballot which shall be immediately taken and the result thereof declared by the Chairman. In the case of equality of votes the Chairman of the Meeting shall have a second or casting vote.

## 11. VOTING RIGHTS

At any General Meeting every Member of the Association shall have one vote and no person other than a Member of the Association shall be entitled to vote.

## 12. COMMITTEE MEETINGS

12.1. The Committee shall meet at least three times in every year.

12.2. Meetings of the Committee shall be convened by the General Secretary of the Association by giving at least seven days' notice to each Committee Member or such other shorter notice as the Chairman of the Association may decide.

12.3. Any four Members of the Committee present shall form a quorum. In the event that a Committee Meeting is inquorate, no business shall be conducted.

12.4. The provisions herein before set out in relation to voting and the taking of the Chair at General Meetings shall apply also to Meetings of the Committee

12.5. The Committee shall have power to fill casual vacancies on the Committee from Members of the Association and to co-opt not more than two persons as Members of the Committee.

### 13. DISSOLUTION

A Resolution to wind up the affairs of the Association may only be moved at a General Meeting convened for the purpose. any meeting for the purpose of passing a resolution for the winding up of the Club shall be convened on at least 56 clear days' notice to the members Such Resolution shall not be deemed to have been passed unless it is passed by a majority of at least two-thirds of the Members present at the Meeting. If upon the winding up or dissolution of the Association there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the Members of the Association but shall be passed to some other Institution or Institutions with similar aims and objectives as the Association and which shall prohibit the distribution of its or their income and property amongst its or their Members.

### 14. AMENDMENT OF CONSTITUTION

The Constitution of the Association as set out in this schedule may be added to, repealed or amended by Resolution at any General Meeting, provided

14.1. that no such Resolution shall be deemed to have been passed unless it be passed by a majority of at least two-thirds of the Members present at the Meeting;

14.1. that no Resolution shall be made which would cause the Association to cease to be a charity in law.

**End of Constitution.**