**LAMPETER MUSIC CLUB - CYMDEITHAS CERDD LLAMBED**

Registered charity number 1051509

**CONSTITUTION**

(adopted at the AGM of December 1995; amended at the AGM of

9 November 1999 & 23 November 2002 & 7 December 2004)

1. The name of the Charity is "Lampeter Music Club" (hereinafter referred to as 'the Club").
2. Subject to the matters set out below, the Club and its property shall be administered

and managed in accordance with this constitution by the members of the Executive

Committee constituted by clause 8 of this constitution ("the Committee").

1. The objects of the Club ('the objects") are to promote, improve, develop and

maintain public education in, and appreciation of, the art and science of music in all

its aspects by the presentation of public concerts and recitals and by the organization

of other events of musical interest.

1. In furtherance of the objects but not otherwise the Committee may exercise the following

powers:

* 1. power to raise funds and to invite and receive contributions, provided that in raising funds the Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;
  2. power, subject to any consents required by law, to borrow money and to charge all or any part of the property of the Club with repayment of the money so borrowed;
  3. power to co-operate with other charities, voluntary bodies or statutory authorities operating in furtherance of the objects or of similar charitable purposes and to exchange information and advice with them;
  4. power to support any charitable trusts associations or institutions formed for all or any of the objects;
  5. power to do all such other lawful things as are necessary for the achievement of the objects.
  6. Membership of the Club shall be open to any person on payment of the subscription for a season of concerts.
  7. The Committee shall have discretion to determine categories of membership, with differential rates of subscription as appropriate. Rates Of subscription shall be determined annually.
  8. Every member shall have one vote.
  9. The Committee may by unanimous vote and for good reason terminate the membership of any person: provided that the person concerned shall have the right to be heard by the Committee, accompanied by a friend, before a final decision is made.
  10. There shall be a President of the Club, who shall be elected at a General Meeting on the nomination of the Committee, and who shall hold office for life or until resignation.
  11. The Club may, on the nomination of the Committee, elect Honorary Life Vice-Presidents in recognition of exceptional service to the Club. Such persons shall not be currently Officers or members of the Committee.

1. The Officers of the Club shall be the Chairman, the Treasurer, the Secretary and the Programme Organiser. They shall be elected at the Annual General Meeting by the members of the Club from amongst themselves and shall hold office from the conclusion of that meeting.
   1. The Executive Committee shall consist of the Officers and not fewer than two nor more than four other members, who shall be elected at the Annual General Meeting and shall hold office from the conclusion of that meeting. The Committee shall have power to co-opt not more than four additional members, and to invite two representatives of students of the University of Wales, Lampeter, to attend its meetings.
   2. All the members of the Committee shall retire from office together at the end of the Annual General Meeting next after the date on which they came into office, but they may be re-elected or re-appointed.
   3. The proceedings of the Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.
   4. Nobody shall be appointed a member of the Committee who is aged under 18 or who would, if appointed, be disqualified under the provisions of the following clause.
   5. No person shall be entitled to act as a member of the Executive Committee, whether on a first or on any subsequent entry into office, until after signing in the minute book of the Committee a declaration of acceptance and of willingness to act in the trusts of the Club.
2. A member of the Executive Committee shall cease to hold office if he or she:
   1. is disqualified from acting as a member of the Executive Committee by virtue of section 45 of the Charities Act 1992 (or by any statutory re-enactment or modification of that provision);
   2. becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
   3. is absent without the permission of the Committee from all its meetings held within a period of six months, and the Committee resolves that his or her office be vacated; or
   4. notifies to the Committee a wish to resign (but only if at least three members of the Committee will remain in office when the notice of resignation is to take effect).
3. No member of the Executive Committee shall acquire any interest in property belonging to the Club (otherwise than as a trustee for the Club) or receive remuneration or be interested (otherwise than as a member of the Committee) in any contract entered into by the Committee.
   1. The Committee shall hold at least two ordinary meetings each year. A special meeting may be called at any time by the Chairman or by any two members of the Committee upon not less than four days' notice being given to the other members of the Committee.
   2. The Chairman shall act as chairman at meetings of the Committee. If the Chairman is absent from any meeting, the members of the Committee present shall, before any other business is transacted, choose one of their number to be chairman of the meeting.
   3. There shall be a quorum when at least three members of the Committee are present at a meeting.
   4. Every matter shall be determined by a majority of votes of the members of the Committee present and voting on the question, but in case of equality of votes the chairman of the meeting shall have a second or casting vote.
   5. The Committee shall keep minutes, in books kept for the purpose, of the proceedings at meetings of the Committee and any sub-committee.
   6. The Committee may from time to time make and alter rules for the conduct of its business, the summoning and conduct of its meetings and the custody of documents. No rule may be made which is inconsistent with this constitution.
   7. The Committee may appoint one or more sub-committees, consisting of three or more members of the Committee, for the purpose of making any inquiry or performing any function or duty which in the opinion of the Committee would be more conveniently undertaken or carried out by a sub-committee: provided that all acts and proceedings of such sub-committees shall be fully and promptly reported to the Committee.
   8. The funds of the Club, including all donations, contributions and bequests, shall be paid into an account or accounts operated by the Committee in the name of the Club at such bank or building society as the Committee shall from time to time decide. All cheques drawn on the account(s) must be signed by at least two members of the Committee.
   9. The funds belonging to the Club shall be applied only in furthering the objects.
   10. The Executive Committee shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to:
4. the keeping of accounting records for the Club;
5. the preparation of annual statements of account for the Club;
6. the auditing or independent examination of the statements of account of the Club; and
7. the transmission of the statements of account of the Club to the Commissioners.
   1. The financial year of the Club shall run from 1st September to 31st August. The Committee shall appoint an Auditor, who shall audit the accounts for presentation to the AGM.
8. The Executive Committee shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commissioners.
9. The Executive Committee shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Commissioners.
10. The Executive Committee shall adopt, and the Club shall implement, an Equal Opportunities Policy and a Child Protection Policy.
    1. The Annual General Meeting of the Club shall be held during the Michaelmas Term of the University.
    2. Every Annual General Meeting shall be called by the Executive Committee. The Secretary shall give at least twenty-one days' notice of the Annual General Meeting to all the members of the Club. All the members of the Club shall be entitled to attend and vote at the meeting.
    3. The Chairman shall be the chairman of Annual General Meetings. If the Chairman is not present the persons present shall, before any other business is transacted appoint a chairman of the meeting.
    4. The Committee shall present to each Annual General Meeting the report and accounts of the Club for the preceding year.
    5. Nominations for election to the Executive Committee must be made by members of the Club in writing and must be in the hands of the Secretary at least seven days before the Annual General Meeting. Should nominations exceed vacancies, election shall be by ballot.
11. Special General Meetings of the Club may be called at any time either by the Committee, or by the Chairman on the receipt of a written requisition signed by ten members and stating the business to be discussed. Notice shall be given in the same manner as for the AGM.
    1. The Secretary or other person specially appointed by the Committee shall keep a full record of proceedings at every general meeting of the Club.
    2. There shall be a quorum when at least one tenth of the number of members of the Club for the time being or ten members of the Club, whichever is the greater, are present at any general meeting.
12. Any notice required to be served on any member of the Club shall be in writing and shall be served by the Secretary or the Committee on any member either personally or by sending it through the internal mail of the University or through the post in a prepaid letter addressed to such member at his or her last known address in the United Kingdom, and any letter so sent shall be deemed to have been received within ten days of posting.
    1. Subject to the following provisions of this clause, amendments to this Constitution may only be made by a resolution passed by not less than a two-thirds majority of those present and voting at a General Meeting called after due notice and attended by not less than one quarter of the total membership.
    2. No amendment may be made to any of clauses 1, 2, 10, 22 or this clause without the prior consent in writing of the Commissioners.
    3. No amendment may be made which would have the effect of making the Club cease to be a charity at law.
    4. The Executive Committee should promptly send to the Commissioners a copy of any amendment made under this clause
13. lf the Committee decides that it is necessary or advisable to dissolve the Club, it shall call a meeting of all members of the Club, of which not less than 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 and voting the Committee shall have power to realize any assets held by or on behalf of the Club. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to The Arts Council of Wales (Registered Number 1034245) or to or for such other charitable institution or institutions having objects similar to the objects of the Club as the members of the Club may determine, or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, or account and statement, for the final accounting period of the Club must be sent to the Commissioners.