



## **1. NAME**

The name of the charity is The Worthing Music and Arts Festival. (Hereafter referred to as WMAAF)

## **2. OBJECT**

The object of WMAAF is the promotion, and advancement, of education in the arts in all its forms. In the sole interest of achieving its purpose WMAAF has the powers to:

- i. Hold or promote annual competitive festivals.
- ii. Present and promote public performances, concerts and recitals.
- iii. Affiliate to the British Federation of Festivals, and to further the objects of said Federation.
- iv. To do all that is necessary to attain the object of WMAAF, subject to compliance with English law.

## **3. MONEY & PROPERTY**

- i. Money and property must only be used for WMAAF purposes.
- ii. The Treasurer must keep accounts.
- iii. Accounts must be presented to members at the AGM.
- iv. Accounts must be available for inspection by any member of WMAAF.
- v. No Committee member can receive payment or payment in kind, for being a Committee member.
- vi. Committee members are entitled to receive payment for reasonable out of pocket expenses.
- vii. Committee members can receive payment, in arrears, for services rendered, subject to approval by a quorum of the executive committee, and compliance with English law.
- viii. Money must be held in WMAAF's bank account(s), investment account(s) or petty cash account.
- ix. The Chair, Vice-Chair, Secretary and Treasurer will be authorised signatories.
- x. All cheques must bear two authorised signatures.
- xi. An authorised signatory cannot sign a cheque, for which they are a beneficiary
- xii. WMAAF's financial year end is 30<sup>th</sup> May

## **4. MEMBERSHIP**

- i. Membership shall be open to anyone who has an interest in assisting WMAAF to achieve its aims, and is willing to adhere to the rules of WMAAF, as detailed in the Constitution.
- ii. Membership does not become effective until the annual membership fee is paid.
- iii. Only fully paid members, registered no later than 21 days prior to the AGM, are eligible to vote.
- iv. Where it is considered membership would be harmful to the aims and activities of WMAAF the Committee shall have the power to terminate or suspend membership.
- v. Any person whose membership has been suspended or terminated has the right of appeal at a general meeting of WMAAF.
- vi. A member may resign by providing the Secretary with written notice.
- vii. Resignation, suspension, or termination of membership does not entitle the member to claim a refund of membership fees.

## **5. OFFICERS**

The Honorary Officers of WMAAF shall be:

- i. Chair
- ii. Vice-Chair
- iii. Secretary
- iv. Treasurer

## **6. ELECTION OF OFFICERS**

The Officers of WMAAF shall be elected annually at the Annual General Meeting of WMAAF.

## **7. MANAGEMENT OF WMAAF**

A Committee of elected members will manage WMAAF.

## **8. COMMITTEE**

The Committee will be comprised of 4 honorary officers, and not more than 8 additional members.

## **9. TRUSTEES**

The honorary officers will be registered as Trustees; all Committee members will undertake to assume Trustee responsibilities, in compliance with English Law.

## **10. POWERS**

To carry out the purpose of WMAAF the Committee has the power to:

- i. Invite and raise funds, where appropriate, to finance the work of WMAAF.
- ii. Open a bank account(s) to manage funds.
- iii. Invest assets.
- iv. Co-operate with, and support, other Associations with similar purposes.
- v. Employ staff and volunteers as necessary, to meet the purpose of WMAAF.
- vi. Introduce, implement and revoke standing orders throughout the financial year.
- vii. Do anything that is lawful, and necessary, to achieve the purposes of WMAAF; unless specifically prohibited by the constitution or English law.

## **11. COMMITTEE MEETINGS**

- I. The Committee shall meet at least 6 times per year. Such meetings may be entirely in person, entirely virtual, or a combination of personal attendance and virtual attendance.
- II. All Committee members shall be given at least 7 days' notice of when a meeting is due, unless it is deemed an emergency.
- III. Notice of any meeting must contain an agenda.
- IV. At least 7 members must be present to form a quorum.
- V. In his/her absence the Chair shall nominate a deputy to chair the meeting.
- VI. Minutes must be taken, and circulated to Committee members within 14 days of meeting.
- VII. A member cannot participate in any discussion in which there is a conflict of interest
- VIII. During the year the Committee may co-opt two other members, providing the Committee does not exceed 16 members in total.
- IX. All members, including co-opted members, are entitled to one vote; in the event of a tied vote the status quo will be preserved.

## **12. ANNUAL GENERAL MEETING**

- i. An Annual General meeting (AGM) must be held every year, with at least 28 days notice given to all members. Such meetings may be entirely in person, entirely virtual, or a combination of personal attendance and virtual attendance.
- ii. Nominations for honorary officers and committee members must be received no later than 14 days before AGM.
- iii. Notice of the AGM must contain an agenda and minutes of previous AGM.
- iv. The AGM must be held no later than four months after the end of the financial year.
- v. There must be a minimum of 12 members present at the AGM.
- vi. Minutes of the AGM must be taken, and made available to all members, within 28 days of the AGM.
- vii. In his/her absence the Chair must nominate a deputy to chair the AGM.
- viii. The Chair, Treasurer and Secretary will present a report to the members.
- ix. All fully paid members, registered in accordance with section 4(iii), are entitled to one vote at the AGM, except the Chair; in the event of a tie the Chair has one casting vote.
- x. Voting is normally by a show of hands; however a ballot can be held, subject to at least three members requesting a ballot.
- xi. Any member may stand for election to the Committee.
- xii. Committee members shall resign annually, but are eligible to stand for re-election.

### **13. EXTRAORDINARY GENERAL MEETINGS**

An Extraordinary General Meeting (EGM) can be called at any time by the committee, or a minimum of six members requesting an EGM. At least 14 days' notice must be given to every member, unless it is deemed by the Committee that a shorter period of notice is necessary.

### **14. STANDING ORDERS**

Standing orders must not conflict with any part of the Constitution.

### **15. DISSOLUTION**

- i. WMAAF may be dissolved, if deemed necessary, by a majority of members in a vote at a special meeting called for the sole purpose of seeking dissolution.
- ii. A resolution to dissolve WMAAF will be effective providing at least two thirds of members attending the meeting vote in favour.
- iii. Any assets must, in the first instance, be used for the payment of outstanding liabilities.
- iv. Any assets remaining after payment of debts must be given, or transferred, to the British Federation of Music Festivals for its charitable purpose, or to some other institution or institutions that has similar objects to the objects of WMAAF, providing it, or they, prohibits the distribution of its, or their, income and property amongst its, or their, members.

### **16. CHANGES TO CONSTITUTION**

Subject to no amendments being made to clauses 2, 15 and 16 of this constitution, and providing no amendment shall be made that would cause WMAAF to cease to be a charity in law, the Constitution, as set out in this schedule, may be added to, repealed or amended by resolution at any General Meeting, provided at least two thirds of those attending the meeting vote in favour of the resolution.

**ADOPTED BY RESOLUTION AT ANNUAL GENERAL MEETING – 30<sup>TH</sup> AUGUST 2012 – AMENDED BY ADOPTION BY RESOLUTION AT ANNUAL GEENERAL MEETING – 16<sup>TH</sup> SEPTEMBER 2021**