

# **THE CONSTITUTION OF THE BRITISH YOUTH BAND ASSOCIATION**

## **1. NAME**

The Association shall be known as the 'British Youth Band Association', hereinafter referred to as 'The Association'.

## **2. AIMS**

The object of The Association shall be to educate the public in the arts and sciences and in particular the art and science of music in relation to Youth Bands.

3. In furtherance of the above mentioned object but not otherwise The Association shall have the following powers:

- a) To raise the standards of performance of charitable Youth Bands by training leaders and senior members of such bands,
- b) To standardise rules at contests,
- c) To secure consultations and exchange of views between charitable Youth Bands,
- d) To bring the activities of charitable Youth Bands to the notice of the public,
- e) To publish magazines and websites,
- f) To undertake any other lawful acts and assurances necessary to advance the objects,
- g) To employ staff,
- h) To raise funds and apply for grant aid or loans in the pursuance of the aims and objects of the Association.

## **4. MEMBERSHIP**

Membership is open to any charitable Youth Band, Competition or Individual interested in advancing the objects of the Association. Youth Bands and Youth Band Competitions may nominate one of its number to be a member of The Association to represent its interests.

5. The Council of The Association may refuse or withdraw membership of The Association if it is deemed contrary to the interests of The Association, or individual members of The Association. The decision is subject to the right of appeal as shown in Rule 48.

6. The annual subscription for membership shall be decided from time to time by the Annual General Meeting of The Association. Council is also empowered to increase the annual membership subscription. Elected members of Council shall be exempt from paying the annual subscription.

~~7. For the purpose of democratic representation the membership is allocated to one of three (3) regions. These are:~~

- ~~a) Northern;~~
- ~~b) Midlands;~~
- ~~c) Southern.~~

~~The distribution of Counties to these Regions will be approved by Council and published annually.~~

## **8. PATRONAGE**

The Association may appoint a Patron or Patrons, an Honorary President, and Fellowship Members ratified at the AGM, as below:

- a) One or more Patrons will be appointed by Council, the period of patronage being negotiated on an individual basis;
- b) An Honorary President will be appointed in a non-Trustee role by Council for a three (3) year term of office. This will allow the President to remain objective in a neutral advisory capacity leaving the operational business to Council. The President will support BYBA in public engagements, and be available to BYBA Council and members on an individual basis, as set out in a role agreement;
- c) Based on services to BYBA, Fellowship Members will be appointed on a life time basis by Council, following nominations from BYBA members. Fellowship members will be eligible to a membership package defined and reviewed by Council. These appointments can only be ratified at the Annual General Meeting of The Association.

## **9. ANNUAL GENERAL MEETING**

The Association will hold an Annual General Meeting once in every twelve (12) month period for the purpose of:

- a) Transacting business affecting the welfare or interests of members; or Youth Bands or Competitions whom they may represent,
- b) Receiving the annual Balance Sheet and Statement of Accounts of The Association,
- c) Electing the Officers (Association Chair, Association Secretary & Association Treasurer), who will be known as the Executive,
- d) Electing the Portfolio Chairs of the six (6) Standing Committees,
- ~~e) Receiving notification of each Region's duly elected Officers;~~
- ~~f)e) Ratifying Council's recommendation of new members of the BYBA Fellowship.~~
- ~~g)f) Acknowledging Council's appointment of Chair of the Dalton ~ Wright Bursary Fund.~~

10. Notice of the Annual General Meeting must be given at least twenty eight (28) days before the meeting. This will be published on The Association's website, and by email and social media. Members who are not online will receive hard copy communications, by exception.
11. Any member wishing to include a specific subject in the Agenda must notify the Association Secretary in writing at least twenty-eight (28) days before the meeting.
12. Any member wishing to nominate another member for election to Council must notify the Association Secretary in writing at least twenty-eight (28) days before the meeting. Such nominations should be supported by the name of a further member who is prepared to second the nomination.
13. Ten (10) days before the Annual General Meeting the Association Secretary will circulate to all members an Agenda for the meeting, together with details of those members nominated for election to Council.
14. Any matter raised by a member from the floor at the meeting which has not previously been notified to the Association Secretary in accordance with Rule 11, may only be considered at the meeting at the discretion of the Chairman.
15. A member unable to attend the meeting may delegate another member to act as proxy for him/her. In such cases the member unable to attend must notify the Secretary of the proxy nomination seventy-two (72) hours before the meeting, and the member acting as proxy must produce at the meeting the membership card of the member being represented. No member may carry more than one (1) proxy vote. Council shall not be allowed to act or carry proxy votes.
16. The quorum requirement for the Annual General Meeting shall be fifteen (15) members present including at least four (4) members of the Council, one (1) of which must be an Officer.
17. All resolutions and amendments to the Constitution will be carried by a simple majority.
18. The Annual General Meeting shall appoint a Council to manage the business of The Association until the next Annual General Meeting.
19. The Council shall consist of ~~eleven~~ ten members (10):
  - a) An elected Association Chair
  - b) An elected Association Treasurer
  - c) An elected Association Secretary
  - d) An elected Chair of Communications and Membership
  - e) An elected Chair of Contesting

- f) An elected Chair of Development
- g) An elected Chair of Education
- h) An elected Chair of Judging
- h)i) 2 representatives of the membership
- i) ~~Regional Chairs will be elected within their Region as per Clause 21~~

Council will have six (6) Standing Committees with fully delegated responsibilities agreed with Council and published annually, with all acts and proceedings of any such Standing Committees fully and promptly reported to Council. These Standing Committees are:

- a) Finance
- b) Communications & Membership
- c) Development
- d) Contesting
- e) Education
- f) Judging

20. All Council members will be elected for a term of office of three (3) years.
  - a) However, the Association Chair is a period of three (3) years, after which he/she should stand down, but could be re-elected if willing to stand for a second three (3) year term. After that the individual could be elected to one of the other posts, but could not stand again as Association Chair until there had been a break of 12 months from the end of the second three (3) year term.
21. ~~Members within a Region will meet within the period two months prior to the National Annual General Meeting to elect a Regional Chair, a Regional Secretary and a Regional Treasurer, who will manage regional affairs reporting at this time Regional Finances annually to Council. The Regional Secretary and Regional Treasurer will be elected for a two year term of office. will meet on a biannual basis, with the meeting being convened by the Association Chair and at one of these meetings to elect the two representatives of the membership pursuant to clause 18(i) above.~~
22. The outgoing Association Chair will act as Chair of the Annual General Meeting. The newly elected Association Chair for the ensuing period will not be deemed to hold office until after the business of the Annual General Meeting has been completed, unless specifically requested to by the outgoing Association Chair.
23. The Association Treasurer for the period in question will present to the Annual General Meeting a Statement of Accounts and Balance Sheet of the funds of The Association for the appropriate period (1st December - 30th November).

24. The Annual General Meeting will receive reports from Council and any of its Committees or Working Groups on any business that has been carried out in the previous period.
25. An Extraordinary General Meeting may be called, either by the Council of The Association or by fifteen (15) members of The Association, including at least four (4) members of the Council, one (1) of which must be an Officer.
26. Notice of such an Extraordinary General Meeting of The Association must be communicated to all members in accordance with Rules 9 and 12.
27. In such cases, whereby resolutions or amendments to the Constitution result in a tied vote, the Association Chair will have a second and casting vote.

## **28. COUNCIL**

The Council of The Association is defined in Rule 19, and furthermore the Association Chair will appoint a Vice-Chair to act in the unavoidable absence of the Association Chair.

29. Should the elected Association Chair be unable to carry out the duties of Chairman during the year of office or reign, the Vice-Chair will act until an Extraordinary General Meeting can be held in accordance with Rule 25 and a new Association Chair elected.
30. Should the Association Treasurer or Association Secretary be unable to carry out their duties during their elected period of office or resign, then Council may appoint a successor/s to act with full powers until the next Annual General Meeting.
31. Membership of the Standing Committees will be nominated by the respective Chair, approved by Council, and published annually. Standing Committee members should be fully paid up members of the Association with voting rights, in order to vote in committee and implement the business of the Association affecting the membership.
32. The Association Chairman, Association Treasurer and Association Secretary will be ex-officio members of all Committees and Working Groups, ~~and must be fully paid up members of the Association.~~
33. Council may co-opt up to five (5) members of The Association on to Council.
34. Co-opted members of Council have full voting powers.

35. Co-options will only be valid for the period of election of Council and must be renewed at the first Council meeting after an Annual or Extraordinary General Meeting.
36. Other paid up members of The Association:
  - a) may be invited to meetings of Council as required by Council, but do not have any voting rights,
  - b) may make a request to attend meetings of Council, but will not have any voting rights. 14 days' notice in writing must be given to the Association Secretary.

In either a) or b) above, those members may be excluded from some parts of the meeting on the basis of confidentiality, which will be determined by the Association Chair.
37. Council will meet regularly throughout the period of its election, in locations and at times decided by itself, bearing in mind places of residence and travel difficulties of individual members of Council.
38. A quorum for meetings of the Council will be four (4) members of Council, which must include one (1) Officer, as defined in Rule 19.
39. In the absence of a quorum the Association Chairman, Association Treasurer and Association Secretary and one (1) other member of Council may be authorised to act on behalf of Council until the next meeting of Council can be held, and any decisions taken by them ratified.
40. All business of Council will be defined by a simple majority.
41. In the case of a tied vote, the Association Chair (or Vice-Chair in his absence) will have a second or casting vote.
42. Confirmation of the meetings will be circulated by the Association Secretary to all members of Council at least fourteen (14) days before the meeting giving an Agenda of the items to be considered.
43. Minutes of the Council meetings will be prepared by the Association Secretary and circulated to members of the Council within fourteen (14) days of the meeting being held.
44. At the following meeting the minutes of the previous meeting will be confirmed by those present and signed by the Association Chair (Vice-Chair or other Council member, voted in the chair, in their absence).

45. Chairs of Sub Committees and Chairs of Working Groups will be required to present reports of the business of their Sub Committee/Working Group to each meeting of the Council. If they are not invited to the meeting then a written report must be presented to the Association Secretary at least fourteen (14) days in advance for tabling at the meeting.
46. The Association Treasurer will be required at each meeting of Council to give an up to date statement of the financial position of The Association.
47. The Council of The Association may suspend a duly elected member of Council if it is deemed that the elected member has acted contrary to the interests of the Council or The Association in general. This decision is subject to the right of appeal as shown in Rule 48.
48. Appeals against the rulings of Council as specified in Rules 5 and 47 will be considered by an Appeals Committee consisting of three (3) members of the Association nominated by The Association Chair or Council. Who are neither members of Council nor involved in the dispute. The appellant will have the right of attendance and/or be represented at the hearing of the appeal. The Appeals Committee's decision is final. NB. The Association Chair should not be involved in any appeals, as he/she has been party to the decision being appealed against.

#### **49. FINANCE**

All trustees are jointly and severally responsible for the assets of the charity. The Association Treasurer shall be responsible for maintaining the all financial records of The Association.

50. All receipts and payments shall be recorded by the Association Treasurer in a properly maintained account, and balanced at least once every twelve (12) months.
51. The Association will maintain a general fund bank account and such other special accounts as may be deemed necessary by Council.
52. Every cheque or withdrawal, including internet banking and card transactions will require two (2) signatories, supported by appropriate proof of expenditure. Internet banking is managed by the Association Treasurer, though another trustee has approved access rights.
53. Those eligible to be signatories are The Association Chair, Association Treasurer and Association Secretary, and others as deemed necessary. In special circumstances as decided by Council an additional member of Council may be nominated as a further signatory.

54. The balanced accounts of The Association for the previous period and Balance Sheet must be presented to the membership at the Annual General Meeting following the accounting period in question.
55. The balanced accounts of The Association must be audited by independent auditors and audited accounts and Balance Sheet presented to the membership within twelve months of the closing of the accounting period.
56. All property owned by The Association shall be recorded and the value shall be shown in The Association's accounts.
57. Property owned by The Association may be depreciated in accordance with rates for fair wear and tear etc.
58. The Council and members of The Association acting on behalf of The Association will be covered by Legal Liability insurance in accordance with levels recommended by The Association's insurance brokers.

## **59. AMENDMENTS TO THE CONSTITUTION**

Amendments to the Constitution may be made at the Annual General Meeting in accordance with Rules 9, 11, 12 and 16, provided that all members of The Association shall have received notes of a proposed change and wording thereof.

60. No amendment shall be made to 'the Aims' (Rule 2), 'the Termination proceedings' (Rule 61), nor the remaining provisions which would cause The Association not to be a charity in law.

## **61. TERMINATION**

The dissolution of The Association may be affected by the resolution passed by three-fourths majority of The Association present in person or by proxy at a special general meeting convened for that purpose and of which notice had been served on every then member of The Association at his last known address in the United Kingdom. If a motion to dissolve is carried by the said majority, The Association's funds, property and assets (if any) shall not be distributed among the membership, but shall be disposed of for such charitable institutions of purposes having similar objects to those of The Association as the members shall decide.