

Richmond upon Thames Performing Arts Festival (formerly the Richmond upon Thames Music Festival)

Constitution

1. The name of the Festival shall be the Richmond upon Thames Performing Arts Festival (Hereinafter referred to as 'the Association')
2. The object of the Association shall be to advance the education of the public in the Arts and in particular the arts of Music, Speech & Drama and Dance, in all their branches, In furtherance of the object of the Association, but not further or otherwise the Association shall have the following powers:
 - 1) to hold or promote annual competitive Festivals
 - 2) to present and promote public performances, concerts and recitals
 - 3) to affiliate to the British Federation of Festivals for Music, Dance and Speech and to further the charitable objects of the said Federation
 - 4) to carry out all such other lawful actions as are necessary to the attainment of the object of the Association
3. The income and property of the Association shall be applied solely towards the promotion of its objects as set forth in the constitution and no portion thereof shall be paid or transferred, directly or indirectly, to members of the Association provided nothing herein shall prevent the payment in good faith by the Association to any member of the Committee, member, officer or servant of the Association
 - a) of reasonable and proper remuneration for services actually rendered including reasonable and proper fees and usual charges for any professional services
 - b) of reasonable interest on money lent to the Association
 - c) of reasonable and proper rent for premises demised or let to the Association
 - d) of expenses properly incurred on behalf of the Association, on condition that
 - No person shall be entitled to vote on a resolution nor attend any meeting concerning his/her own appointment to his/her paid office of the Association or any payment made or to be made to him/her by the Association
 - 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 which comprises not less than one-third of the multiple of three next above the total of those entitled to attend the meeting and a majority of persons who are not remunerated for services being rendered to the Association
4. Membership of the Association shall be open to any person who is interested in the object of the Association
5. The officials of the Association shall be:
 - 1) A President and Vice-Presidents

- 2) A Chairman
- 3) An Honorary Organising Secretary
- 4) An Honorary Treasurer
- 5) Honorary Section Secretaries
- 6) An Honorary Membership (Patrons') Secretary

6. The officials of the Association shall be elected annually at the Annual General meeting of the Association from the members of the Association

7. The Management of the Association shall be vested in the Committee

8. The Executive Committee shall consist of the officials of the Association listed in point 5 and they must be elected at the Annual General meeting of the Association. Other additional members may be elected as required onto the Executive at the AGM. Nominations for the Executive Committee and any additional members shall be made by members of the Association and both proposer and seconder must be members. Nominations, signed by the proposer and seconder, shall be sent to the Honorary Organising Secretary not less than ten days before the date of the annual General meeting. The elections shall be by ballot. The Executive Committee shall be elected at the Annual General meeting and its members shall hold office for three years. One third of the Committee will retire annually. Retiring members will be eligible for re-election.

9. 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.

10.

- 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
- 2) All cheques drawn on the account of the Association shall be signed by two Officials of the Association.

11. 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, Honorary Organising Secretary or Honorary Treasurer for the time being.

12.

- 1) The Annual General meeting of the Association shall be held within the months of June - August every year and at such meeting the officials of the Association and one third of the Committee shall retire but shall be eligible for re-election.
- 2) The annual General meeting shall be convened by the Secretary by not less than 21 days' notice in writing given to Members of the Association.
- 3) At the Annual General meeting a full audited Account of all receipts, expenditure and property of the Association, together with a Balance Sheet for the year ended April

30th previous to the meeting, shall be presented by the Committee. At such meeting the Auditor by the ensuing year shall be appointed and the officials and the Committee elected.

- 4) An Extraordinary General meeting shall be convened by the Secretary upon a request by the Committee, or by any six members. Not less than fourteen days notice of such meeting shall be given to every member which shall state the business to be conducted at the meeting.
- 5) Any 8 members of the Association personally present shall be a quorum at any General meeting.
- 6) At every General meeting, the chair shall be taken by the Chairman of the Association or in his/her absence by the president. In the absence of the Chairman and the President, a Chairman shall be elected by the members present.
- 7) The voting at a General meeting shall be by show of hands but the Chairman or any three members may demand a poll 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.

13. At any General meeting every member of the Association shall have, subject as hereinafter provided, one vote provided that no person other than a member, duly registered on the Register of members and who shall have paid every subscription and other sum (if any) which shall be due and payable to the Association in respect of his membership, shall be entitled to vote.

14.

- 1) The Executive Committee shall meet at least one every year
- 2) Meetings of the Committee shall be convened by the Secretary of the Association by giving at least seven days' notice to each member or such other shorter notice as the Chairman of the Association may decide.
- 3) Any four members of the Committee personally present shall form a quorum
- 4) The provision herein before set out in relation to voting and the taking of the chair at General meetings shall apply to meetings of the Committee.
- 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 three persons as members of the Committee and such persons need not be members of the Association. Members elected to fill casual vacancies shall serve the remainder of the term of the member they replace.

15. The Executive Committee may appoint a General Purposes Sub-Committee which shall be empowered to deal with the detail of general administration of the Festival and the Festival Concert and to act in urgent matters, its recommendations or actions being reported to the next meeting of the Executive Committee. The Executive Committee shall have power to appoint other sub-committees as it sees fit. The President, the Chairman of the Festival, the Honorary Treasurer and the Honorary Organising Secretary shall be ex-officio members of any sub-committees that may be formed.

16. Alterations in the rules of the Festival and conditions of entry shall be made on recommendation of the Executive Committee by the Annual General Meeting. Suggestions for rule alterations, etc/. must be submitted in writing in time for the Committee to consider them before the next Annual General meeting. Members wishing to raise any other matters for discussion at the Annual General meeting must submit them to the Honorary Organising Secretary not less than ten days before the date of that meeting.

17. A Resolution to wind up the affairs of the Association may only be moved at a General Meeting convened for the purpose. Such Resolution will become effective only if 75% (or other substantial percentage) of members only attending the meeting vote in favour. 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 given to or transferred to the British Federation of Festivals for Music, Dance & Speech for its Institutions, having objects similar to the object of the Association and which shall prohibit the distribution of its or their income and property amongst its or their members.

18. Subject as hereinafter provided, 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 that no such Resolution shall be deemed to be valid unless it be passed by a majority of at least two-thirds of the members present at the meeting and entitled to vote, provided no amendment shall be made to the Object (Clause 2), the Dissolution (Clause 17) and this clause and provided also that no amendment shall be made which cause the Association to cease to be a charity in law.

June 1992

Amended June 1999

Amended July 2024