

## **Tonbridge Philharmonic Society (Registration No 253972)**

### **Rules and Bye-laws and Code of Conduct (to be read in conjunction with The Constitution)**

#### **PART 1 Rules and Bye Laws**

These rules and bye-laws are made under Clause 12 of the Constitution of Tonbridge Philharmonic Society (referred to hereinafter as “the Society”) dated **1 September 2016** (referred to hereinafter as “the Constitution”). In the event of a conflict of interpretation, the Constitution will always have precedence.

The Society has an Equal Opportunities Policy Statement which can be viewed on the Society’s website.

#### **Glossary**

**Constitution** - means the Constitution of the Society under clause 12 of which these Rules and Bye-laws have been promulgated.

**Committee** – is the governing Committee of the Society set up under Clause 5 of the Constitution, and is known as Exco .

**Trustees** – are the members of the Committee

**Officers** – are those members of the Committee holding official positions on the Committee under Rule 2 below

**Post Holder** – is an individual given responsibility for certain tasks by the Committee under Rule 2c.

**Working Group** – is a group of one or more individuals given tasks by the Committee but is not a sub-Committee of the Committee.

#### **1. Clause 3 Membership**

- a. membership is open to performing and non-performing individuals.
- b. applicants for performing membership may be required by the trustees to undertake an audition. Such an audition may be held by the Music Director who shall make recommendations to the committee in the light of such auditions.
- c. membership of the orchestra or choir is contingent upon the applicant meeting an acceptable standard of musicianship and there

being sufficient space within the orchestra or choir for the particular voice part or instrument played.

- d. musicians wishing to join the choir or orchestra are welcome to attend rehearsals for a trial period of two weeks prior to contributing membership fees.
- e. membership can be terminated at any time on notice by any person who no longer wishes to remain a member of the Society.
- f. membership fees shall be payable in accordance with Rule 1g below and all individuals who have paid the appropriate fee or for whom the fee has been waived under Rule 1g shall be members of the Society. Only members who are fully paid up in accordance with Rule 1d below at the date when a notice of an Annual General meeting or Special General Meeting is issued shall be entitled to vote on resolutions put to the membership whether at the AGM or at other times.
- g. membership fees will be reviewed annually and approved at the Annual General Meeting of the Society. Members who are under 21 and not in full time employment on 1<sup>st</sup> September shall not be required to pay a membership fee. Members who are aged between 21 and 30 pay 50% of the normal membership fee. Members who join on or after 1<sup>st</sup> January in a season may pay 50% of the corresponding membership fee. The Committee may vary the membership fee in individual cases as it sees fit to reflect special circumstances. Free membership is also offered to Honorary Members of the Society which and to those known as Life Members who have been subscribing members of the Society for 50 seasons or more.
- h. The Society has an Access Fund known as the Morrish Fund in recognition of the work of our President and former Music Director. This fund is available to provide financial assistance to members and potential members for whom the subscription cost may be a barrier to participation either through temporary or long term financial constraints. Consultation with Robin Morrish will be required if any change to the purpose of the Access Fund is deemed appropriate. Details of the Morrish Fund and how to apply can be found on the Society's website.
- i. -performing members are known as Friends or Patrons and pay the appropriate fee as set at the Annual General meeting.
- j. The Society shall have a President elected to this position by the Annual General Meeting, voting on recommendation(s) from the Committee and agreed by the majority of the members present. Individuals to whom the Society wishes to give special recognition may, on recommendation of the Committee, be elected vice-Presidents at the Annual General Meeting. Individuals will remain in these positions for life or until they resign.

- k. The President and Vice-Presidents as such shall not pay a membership fee. Individuals will remain in these positions for life or until they resign, and shall be considered Honorary Members of the Society.
- l. All personal information relating to members, Friends, Patrons, President and Vice-Presidents will be held securely by the Society and in accordance with the General Data Protection Regulations and other current legislation. A full list of members including contact details is available to officers. Members may at any time request all details about themselves held by the Society.

## **2. Clause 5 Officers and Trustees**

- a. Subject to Rule 2b below, Officers and trustees shall be elected in accordance with the Constitution. The Society will elect officers to undertake the following roles:

- Chair
- Deputy Chair
- Secretary
- Treasurer
- Membership Secretary
- Orchestral Chair
- Orchestral Deputy Chair
- Choral Chair
- Choral Deputy Chair
- Marketing Officer
- Digital Officer

- b. The Orchestral Chair and Orchestral Deputy Chair shall be nominated by orchestral members while the Choral Chair and Choral Deputy Chair shall be nominated by choral members.

- c. The Committee may also appoint Post Holders from time to time and for a period which is renewable at the discretion of the Committee. Post Holders may include for example:

- Box Office Manager
- Front of House and Concert Manager
- Choral Librarian
- Orchestral Librarian
- Programme Editor
- Web Master
- PR and Social Media Coordinator
- Archivist
- Printer
- Communications co-ordinator
- Patrons & Friends liaison manager
- Making Music Representative

### **3. Clause 6**

No payment will be made to trustees save the reimbursement of reasonable expenses incurred on behalf of the Society and approved in advance by two of the Chair, Deputy Chair or Treasurer

### **4. Clause 7 Appointment of Trustees**

- a) The maximum number of continuous four year terms that a trustee may serve is three, other than in exceptional circumstances.
- b) All Trustees must stand for re election at the end of every term of 4 years in office.
- c) At the end of each 4 year term the Chair and Deputy Chair of the Society may hold structured discussions with each Officer regarding their continued appointment as Trustee and the role to be undertaken on the Committee per Rule 2 a).

### **5. Clause 10 Meetings and proceedings of the Committee**

- a. The Music Director shall attend in an advisory capacity only, either in person or by telephone or other electronic means, any ordinary meetings of the Committee to which he is invited but shall have no vote, and shall not attend, unless requested by the Chairman, at discussions concerning his role/contract or concerning any other items as the Committee sees fit.
- b. Trustees can attend a Committee meeting by telephone or other electronic means and their attendance can be so minuted.

### **6. Clause 12 Rules**

- a. These Rules and Bye-laws may be amended at any time by the trustees as they see fit and in accordance with the needs of the Society, subject always to Clause 12 of the Constitution.
- b. Amended Rules and Bye-laws will be communicated to the Society members at an appropriate time and at least at the AGM following the making of the amendments.

### **7. Clause 13 Finance**

Authorisation of all payments by bank transfer and of others exceeding a sum agreed from time to time by the Committee shall require the electronic authorisation or physical signature of two officers, one of whom may be the Treasurer. The Committee authorises the Treasurer to make all other payments having first obtained authorisation to do so from one other officer, either orally, or in writing (for example by email).

### **8. Clause 14 Annual General Meeting**

- a. An AGM will be held in conformity with the Constitution and typically by the end of the month of April in each year.
- b. Any member seeking election to the Committee must be nominated in writing by two other members. Any nomination for election to the Committee must be accompanied by written consent of the nominee.

**9. Clause 19 Dissolution**

The Society may be dissolved by the consent of three fourths of the members present and voting at a Special General Meeting called for that purpose. On dissolution the assets of the Society shall be distributed in accordance with Clause 19 of the Constitution.

2 June 2021