



Constitution

As promulgated 1 September 1976 and adopted at the inaugural meeting of the Society held on that date.

Previously amended at the annual general meetings held on 16 June 1999 and 28 June 2000, and at the extraordinary general meeting of 2nd October 2013.

This version adopted at the AGM on 28th September 2016.

1. NAME The name of the Society shall be Bath Opera

2. OBJECTS The objects of the Society shall be: -

To advance public education in the art of opera, and of music in general, in particular by giving public performances.

3. MEMBERSHIP

3.1 Membership is open to all who desire to take a full part in the activities of the Society and participate in production or performance, provided that they satisfy the Management Committee, Musical Director and Director, as may be appropriate, as to their ability to serve the Society in the capacity in which they offer themselves. Membership will begin on payment of the current subscription.

3.2 Termination of Membership

The Management Committee shall have the power to request any member to resign for any reason they consider to be in the best interests of the society.

Any such request shall be conveyed in writing to such member stating the reason for the decision and the right of appeal (see below)

A member unwilling to comply with such a request may, within seven clear days of the receipt thereof, give written notice to the secretary of his or her intention to appeal. The appeal will be heard by an Appeal Committee comprised of three senior members of the Society not currently members of the management committee. The Appeal Committee will be proposed by the management committee and approved by members of the Society. The appeal will be heard within seven days and reported forthwith to the management committee. The appellant has the right to be accompanied by a 'friend' at any meeting with the appeal committee.

If such a member does not exercise the right of appeal he or she shall be deemed to have terminated his or her membership at the expiration of the period above mentioned.

4. MANAGEMENT COMMITTEE

The general management of the Society's affairs shall be vested in a Committee of Honorary Officers which shall include the following principal officers; the Chairman, the Treasurer and the Secretary together with three ordinary members each of whom shall be elected at the annual meetings of the Society.

No officer or member shall hold office for more than one year without re-election at the next annual meeting.

The Chairman and Secretary shall hold office for not more than three years consecutively.

The Management Committee shall appoint a Musical Director who shall become an *ex officio* member of the membership committee, and, for each production, a Production Director who may become an *ex officio* member of the Management Committee. Non-voting members may be co-opted as deemed necessary by the management committee.

5. MEETINGS OF THE SOCIETY

(a) Annual General Meeting: The Annual General Meeting shall normally be held during the month of October for the purpose of electing the Society's officers; for considering the Management Committee's report; for considering the report and statement of the Society's financial position; and for any relevant view of the membership on any matter concerning the Society's affairs and policy. Such meeting shall be called by notice and agenda issued by the Secretary to all members giving not less than fourteen clear days' notice of the date, time and place of such meeting and of the business to be transacted. All questions thereat shall be decided by a simple majority vote of the members present. Not less than one third of the current paid-up membership shall constitute a quorum at any such meeting.

(b) Ordinary General Meeting: an Ordinary General Meeting of the Society shall be convened by the like notice as in section 5 (a) above

- 1) whenever the Management Committee consider it to be necessary; or
- 2) on the signed requisition to the Secretary or the Chairman of not less than ten members stating the reason therefor; or
- 3) in consequence of the operation of sections 3.2 and 8 of this constitution and all such meetings shall be subject to the same majority and quorum provisions.

6. SUBSCRIPTIONS

The annual subscription of an amount or amounts to be fixed from time to time by resolution at a general meeting of the Society shall be due and payable to the Treasurer within 4 weeks of the date of the above general meeting.

7. ACCOUNTING AND AUDIT

The financial transactions of the Society shall be duly recorded by the treasurer and properly accounted for. A bank account shall be opened in the name of Bath Opera and operated only by the signatures of at least two of such officers as the Management Committee shall authorise by resolution. Accounts shall be made up and audited to a suitable date by the auditors approved by the Management Committee and a summary of the accounts in the form of an Income and Expenditure Account and a Balance Sheet shall be circulated with the agenda for the Annual Meeting.

8. ALTERATIONS TO THE CONSTITUTION

These may be altered or amended only by resolution passed by a two thirds majority of those present at an Annual or Ordinary General Meeting and after not less than fourteen clear days' notice given by the Secretary setting out the proposal(s) which may emanate either by way of recommendation from the Management Committee or upon written notice to the Secretary signed by not less than ten members.

The Management Committee shall have the power to deal with any question not specifically provided for in the constitution and to act in any emergency in such a manner as they consider to be in the best interests of the Society and shall report any matter so acted upon to the next full meeting of the Society.

No amendment shall be made to clause 2 (the objects clause), clause 10 (the property clause), or this clause without the prior written approval of the Charity Commission, and no amendment shall be made which would have the effect of making the Society cease to be a charity at law.

9. HONORARY LIFE MEMBERS, PRESIDENTS & VICE-PRESIDENTS, PATRONS

a) Honorary life members, being those whom the Management Committee consider that, by reason of their association with the Society or with the encouragement of opera in Bath, merit special recognition, shall be elected by a majority of not less than two thirds of the membership of the Society, present and voting at an Annual or Ordinary Meeting.

b) A President and any Vice-Presidents may be invited to accept office upon the recommendation of the Management Committee and by the same minimal majority as in para 9a) above.

c) Individuals and corporate groups who wish to support the society financially may be invited to become Patrons, in return for various privileges as determined by the Management Committee.

10. PROPERTY

All the property of any description purchased out of the Society's funds or which may from time to time be acquired by or presented or given to the Society or any of its officers for the benefit of the Society shall be deemed to vest in the Society's members as a whole. In the event of the dissolution of the Society all such property and funds of any description, after the discharge of debts, shall be realised, accounted for and disposed of in such a manner as may be decided upon by recommendation of the Management Committee provided that any funds remaining after dissolution shall be applied for exclusively charitable purposes.

11. THE CONSTITUTION

A copy of the current constitution with any amendments as may be made under section 8 shall be posted on the Society's website.