



*The Association of English Singers & Speakers*

*Honorary Presidents*

*Sir Thomas Allen CBE Michael Chance CBE Sir Nicholas Hytner*

*Graham Johnson OBE Dame Cleo Laine DBE*

*Patricia Routledge CBE Professor Robert Saxton*

*Registered Charity No. 1106279*

## **CONSTITUTION**

### **A) TITLE**

The Association shall be called:

‘The Association of English Singers and Speakers’.  
(‘The Charity’)

### **B) PURPOSE**

The purpose of the Association is to encourage the communication of English words in speech and singing with clarity, understanding and imagination. This may be achieved in the main by the following charitable objective:

The cultivation and education in the arts and science of communicating of English in music and speech and to afford facilities for its development by assisting with general instruction of persons desirous of acquiring a knowledge thereof through the holding of meetings and discussions, the provision of recitals in English song and the holding of competitions and awarding of prizes for the singing and speaking of English.

(Adopted March 14<sup>th</sup> 2004)

The Association will look to encourage the publication of English songs currently out of print or not readily obtainable.

### **C) MEMBERSHIP**

Full Membership of the Association is open to any person over the age of 18, who is, or has been professionally engaged in some aspect of performing or teaching of singing and speaking or indirectly as conductor, producer, repetiteur, accompanist, translator, author, composer or administrator.

Full Membership is also open to any person not mentioned above who supports the purpose of the Association

Student Membership is open to students of singing, speech and drama.

Joint Membership is available for couples living at the same address.

Corporate Membership is available for other bodies interested in furthering the work of the Association.

Every fully subscribed Member shall have one (1) vote.

Honorary Life Membership is awarded to those deemed by the Committee to have given service to the Association and to the first prize winner and the winner of the accompanist's prize in the senior competition of the Association. Those nominated will be ratified by Members at the next AGM.

## **D) HONORARY PRESIDENTS**

The Committee will nominate up to ten people who have rendered outstanding contributions to the singing and speaking of English to become Honorary Presidents of the Association. Honorary Presidents will not be expected to play an active part in the running of the Association but their acceptance will be regarded as an endorsement of the purpose of the Association and a willingness to make an occasional contribution to the educational aims of the Association at some point.

## **E) ADMINISTRATION**

Subject to the matters set out below the Charitable Association shall be administered and managed in accordance with this constitution by the Officers and Members of the Committee.

### **(i) OFFICERS**

The Officers of the Association are honorary positions and comprise a Chairman, Vice Chairman (AGM 2007), Secretary, Membership Secretary and Treasurer. The Officers shall be elected annually by members at the AGM.

### **(ii) COMMITTEE**

The Committee shall comprise the Officers (five (5)) and up to six (6) other Members who are required to be re-elected annually by members at the AGM. Members, subject to annual re-election, may serve for up to five (5) consecutive years and are then only eligible for re-election after an interval of one(1) year.

Specialist Members (up to three (3)) may be co-opted, as deemed necessary, by the Committee.

The Committee shall meet at least twice a year, not including the AGM, and be available for electronic consultation as and when necessary. A minimum of four(4) Members must attend for a meeting to be quorate.

In the event of an Officer or Committee Member relinquishing office at any time for whatever reason, the Committee shall have the power to appoint a successor to fill the vacancy until the next AGM.

## **F) COMMITTEE MEMBERS NOT TO BE PERSONALLY INTERESTED**

1) Subject to the provisions of sub-clause (2) of this clause, no Member of the Committee shall acquire any interest in property belonging to the Charity (otherwise than as a Trustee for the Charity) or receive remuneration or be interested (otherwise than as a Member of the Committee) in any contract entered into by the Committee

2) Any Member of the Committee for the time being who is a solicitor, accountant or any other person engaged in a profession ma charge and be paid all the usual professional charges for business done by him or her or his or her firm when instructed by the other Members of the Committee to act in a professional capacity on behalf of the Charity. Provided that at no time shall a majority of the Committee benefit under this provision and that a Member of the Committee shall withdraw from any meeting at which his or her own instruction or remuneration, or that of his or her firm, is under discussion.

## **G) POLICY**

Policy shall be the responsibility of the Committee who shall direct the affairs of the Association.

## **H) NOMINATIONS**

Nominations for the Officers and Committee shall be given to the Secretary not less than three days before the AGM. Such nominations shall be in writing, bearing the signature of the proposer and seconder and the written consent of the nominee.

## **I) GENERAL MEETINGS**

Twelve (12) Members or twenty percent(20%) of paid-up Members, whichever shall be the less, shall constitute a quorum at general meetings.

The AGM shall take place in March each year.

An Extraordinary General Meeting of the Association may be called by the Committee or by the written request of at least twelve(12) Members, who should provide detailed reasons for the request to the Secretary.

At least twenty one days (21)notice must be given for all general meetings.

All decisions at either General or Committee meetings will be by a majority vote of Members present with the Chairman exercising a casting vote, if required.

## **J) ASSOCIATION FUNDS**

The Committee is responsible for the funds of the Association.

The Committee shall control all expenditure. The Treasurer shall manage the day to day finance of the Association on behalf of the Committee. All proposals for major expenditure shall be submitted to the Committee together with detailed estimates for consideration.

The Treasurer shall account to the Committee for all income and expenditure and shall present a summary of the financial position of the Association at each Committee Meeting.

The Treasurer shall draw up annual accounts for certification by the Honorary Auditor.

The Treasurer shall submit accounts annually to the Charities Commission together with an Annual Report and an Annual Return.

The Association's financial year shall run from 1st February to 31<sup>st</sup> January. The Treasurer shall submit accounts of income and expenditure for the previous financial year at each AGM. These accounts should be certified by the Association's Honorary Auditor.

The funds of the Association will be used to defray the normal running costs of the administration and the staging of events and competitions and the publication of educational materials. Any surplus will, at the discretion of the Committee, be used to fund educational activities connected with the 'aims' of the Association.

The funds of the Charitable Association, including all donations, contributions and bequests, shall be paid into an account operated by the Treasurer on behalf of the Committee at such bank as the Committee from time to time decide on advice from the Treasurer. (CAF Bank 2006) All cheques drawn on the account must be signed by two Members of the Committee.

## **K) SUBSCRIPTIONS**

Members shall pay an annual subscription due at the end of March. The rate will be fixed by Members at the AGM. All new members shall pay the appropriate subscription. Subscriptions for those joining part way through a year may be adjusted at the discretion of the Committee. Members in arrears with their subscription, having formally been notified by the Membership Secretary in writing, shall have their membership cancelled six (6) months after such notification.

## **L) TRUSTEES**

The nominated Trustees for the Charitable Association shall be all the Officers and Committee Members in post. The names of these Trustees, together with their addresses and dates of birth will be lodged with the Charities Commission and amended, as required, electronically.

## **M) ALTERATIONS TO THE CONSTITUTION**

Subject to the following provisions of this clause, the Constitution may be altered by a resolution passed by not less than two thirds of the Members present at the AGM. The notice of the general meeting must include notice of the resolution, setting out the terms of the alteration proposed.

No amendment may be made to section **A** – the title of the Association, **B** – the purpose, **F** – the Executive Members not to be personally interested section and **O** – the dissolution, without prior consent, in writing, of the Charity Commission.

No amendments may be made which would have the effect of making the Charitable Association cease to be a charity at law.

The Committee should promptly send to the Charity Commission a copy of any amendment made under this clause.

## **O) DISSOLUTION**

If the Committee decides that it is necessary or advisable to dissolve the Charity it shall call a meeting of all Members of the Charity, of which not less than twenty one (21) days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two thirds majority of those present and voting the Committee shall have power to realise any assets held on behalf of the Charity. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having a purpose (object) similar to the purposes (objects) of the Charity as the Members of the Charity may determine, or, failing that, shall be applied for some charitable purpose. A copy of the statement of accounts, or account and statement for the final accounting period of the Charity must be sent to the Commission.

