

Standard governing document (constitution)

For youth marching bands, show bands & drum corps

Covering notes

This constitution has been approved by the Charity Commissioners as a Standard Governing Document suitable for the 'Youth Marching Band' activity and which, if adopted without major revision, should achieve 'fast track' approval by the Commissioners.

Our recommendation would be to complete the part clauses left blank as they apply to your band (A,C,G,J1,P1) and submit a copy of this document as written.

As with all such constitutions, this one has been created to broadly cover all foreseeable situations, and experience suggests that this forms the basis of an organisational structure to which must of course be added goodwill and consensus. Our recommendation is to accept this constitution as it stands, and then agree changes as needed (must be minuted in committee). Note that some changes such as the band's objectives, may need charity commission approval, as such alteration may fundamentally alter the nature of the registered charity. None of us would want to create a bureaucratic monster that hinders the main objects of the 'charity'. (Note the obligations under clause T).

We have chosen to clarify membership (see E) under two sections so that our young performers are 'members', but as this is a formal process, only adults can vote. This is generally what happens at the AGMs/Special Meetings of many Bands, the only occasions when such a wide use of the vote is applicable. It is recommended that if it is intended to formalise the appointment by the Executive Committee of the Bandmaster/ Corps Director and instructional staff, then this should be considered a sub committee for ease of constitutional administration (see J7).

It is suggested that membership of the Executive committee (see G) be 'odd numbers' eg 'not less than five nor more than thirteen'. As you will note from this clause, co-opted members can add up to a third of this number to the committee if considered appropriate.

There are benefits to registering as a charity (e.g no VAT on newspaper advertisements; wider scope for business and trust fund donations, relief from income tax etc.) However, it is nevertheless a requirement to register if an organisation has annual income in excess of £5,000 from fund raising or public subscription, or owns land. The Commission does not register organisations unless they have this minimum income.

It is of course possible to create a different constitution for your band, by negotiating directly with the Commissioners using their model documents (on which the enclosed is based). Bands connected to some national youth organisations are likely to be registered through their respective parent body.

To register, you must complete application form APP1 and Trustee declaration DEC1 which can be obtained from the Charity Commission. It is important that trustees realise their obligations, and the Commission publish brochures

which clearly explain this role and other requirements. It is suggested that you select a title for the official name of your band that cannot be confused with another. When applying for Charity status it is important that your treasurer is familiar with the simple annual audit and return requirements.

These two forms, together with a completed copy of this constitution and a copy of the minutes of the meeting at which it was adopted, should be forwarded to the Commissioners. Both documents should be certified by a committee member writing on the constitution and on the minutes " I certify that this is a true copy of the original" and then signing and dating the documents.

The Federation does not have expertise in the requirements of the Charity Commission, and recommend that if you have any queries, to raise them directly with them at one of the offices listed below or preferably by phoning their helpline 0870 333 0123 Please also note that the Charity Commission change regulations from time to time, and at the beginning of the registration process it is useful to check that all the guidance in this document still applies.

Registration Check List

1. Send for or download the application pack from the Charity Commissioners. If writing or e mailing the Commission, explain that you are likely to adopt the model constitution agreed between them and the Federation. (these and other Commission publications can be downloaded from their web site <http://www.charity-commission.gov.uk>)
2. Circulate copies of the proposed constitution and trustee responsibilities to your committee members/leaders , allowing time for them to read and understand the documents, and their obligations
3. Discuss the constitution with Executive Committee and Leaders. Try not to be embroiled in the minutiae of interpretation!
4. Agree the numbers/words to be added to blank spaces in respective clauses.
5. Minute the adoption of the constitution in your committee records
6. At least three persons to then sign your original copy of the constitution
- 7 Send to the Charity Commissioners
 - a) Completed application form(s) from their application pack.
 - b) A copy of both the minutes of the meeting at which the constitution was adopted, and a copy of the constitution. Each document to have written on it 'I certify that this is a true copy of the original' and to then be signed by a committee member.
 - c) A covering letter again explaining that you are adopting the agreed model constitution, and drawing attention to your additions.

Remember, if you change the constitution substantially you will need to negotiate with the Commissioners on the basis of it being a new document, which will exclude you from the 'fast track' process.

Charity Commission Offices

London

Harmworth House, 13-15 Bouverie St.,
London. EC4Y 8DP. Tel 020 7210 4556

Liverpool

2nd Floor, 20 Kings parade, Queens Dock,
Liverpool L3 4DQ. Tel 0151 703 1500

Taunton

Woodfield House, Tangier, Taunton,
Somerset. TA1 4BL Tel 01823 345000

Charity Commission Helpline - 0870 333 0123

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Hampshire, SO50 9LH.
E. marchbands@aol.com
W. www.marchingbands.org.uk

**Do not submit these covering notes
with your application**

Model Governing Document

Agreed between the Charity Commissioners and The British Federation of Youth Marching Band Organisations

Constitution of the (name of band)

.....

adopted on the day of20

A. Name

The name of the Association is (name of band)

.....

..... (“the Charity”).

B. Administration

Subject to the matters set out below the Charity and its property shall be administered and managed in accordance with this constitution by the members of the Executive Committee, constituted by clause G of this constitution (“the Executive Committee”).

C. Objects

The charity’s Objects (“the objects”) are

The advancement of education of members and leaders of the (name of band)

.....

youth marching band and the promotion of mental, moral and physical development of young people up to 25 years of age through the provision of exhibitions, competitions, concerts of music and dance and such other charitable purposes in furtherance of the objects as the trustees decide

D. Powers

In furtherance of the Objects but not otherwise the Executive Committee may exercise the following powers:

- (i) Power to raise funds and to invite and receive contributions provided that in raising funds the Executive Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law.
- (ii) Power to buy, take on lease or in exchange any property necessary for the achievement of the objects and to maintain and equip it for use.
- (iii) Power subject to any consents required by law to sell, lease or dispose of all or any part of the property of the Charity.
- (iv) Power to employ such staff (who shall not be members of the Executive Committee) as are necessary for the proper pursuit of the Objects and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependants.

(v) Power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes and to exchange information advice with them.

(vi) Power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects.

(vii) Power to appoint and constitute such advisory committees as the Executive Committee may think fit.

viii) Power to do all such other lawful things as are necessary for the achievement of the objects.

E. Membership

1. There shall be two membership classifications

- a) **Youth** - young people up to the age of 18 years of age who have paid any subscription laid down from time to time by the Executive Committee.
- b) **Adult** - any person over the age of 18 years interested in furthering the objects and who has paid any subscription laid down from time to time by the Executive Committee

2. Every member of the adult section shall have one vote

3. The Executive Committee may unanimously and for good reason terminate the membership of any individual : Provided that the individual concerned shall have the right to be heard by the Executive Committee, accompanied by a friend or relative, before a final decision is made.

F. Honorary Officers

At the Annual General Meeting of the Charity the charities members shall elect from amongst themselves a Chairman, a Secretary and a Treasurer who shall hold office from the conclusion of that meeting.

G. Executive Committee

1. The Executive Committee shall consist of not less than

..... members nor more than members being:

- a) The honorary officers specified in the preceding clause;
- b) Not less than and not more than members elected at the Annual General Meeting who shall hold office from the conclusion of that meeting.

2. The Executive Committee may in addition appoint co-opted members who shall in total not exceed one third of the elected members

3. All the members of the Executive Committee shall retire from office together at the end of the annual general meeting next after the date on which they came into office but they may be re-elected or re-appointed.

4. The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.

5. Nobody shall be appointed as a member of the Executive Committee who is aged under 18 or who would if appointed be disqualified under the provisions of the following clause.

6. No person shall be entitled to act as a member of the Executive Committee whether on a first or on any subsequent entry into office until after signing in the minute book of the Executive Committee a declaration of acceptance and of willingness to act in the trusts of the Charity.

H. Determination of Membership of Executive Committee

A member of the Executive Committee shall cease to hold office if he or she:

- 1. Is disqualified from acting as a member of the Executive Committee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision).

2. Becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs.
3. Is absent without the permission of the Executive Committee from all their meetings held within a period of six months and the Executive committee resolve that his or her office be vacated; or
4. Notifies to the Executive Committee a wish to resign (but only if at least three members of the Executive committee will remain in office when the notice of resignation is to take effect).

I. Executive Committee Members not to be personally interested

1. No member of the Executive 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 Executive Committee) in any contract entered into by Executive Committee.

J. Meetings and Proceedings of the Executive Committee

1. The Executive committee shall hold at least ordinary meetings each year. A special meeting may be called at any time by the Chairman or by any two members of the Executive Committee upon not less than four (4) days' notice being given to the other members of the Executive Committee of the matters to be discussed.
2. The Chairman shall act as Chairman at meetings of the Executive Committee. If the chairman is absent from any meeting, the members of the Executive Committee present shall choose one of their number to be Chairman of the meeting before any other business is transacted.
3. There shall be a quorum when at least one third of the number of members of the Executive Committee for the time being or five members of the Executive Committee, whichever is greater, are present at a meeting.
4. Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question but in the case of equality of votes the Chairman of the meeting shall have a second or casting vote.
5. The Executive Committee shall keep minutes, in books kept for the purpose, of the proceedings at meetings of the Executive committee and any sub-committee.
6. The Executive Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this constitution.
7. The Executive Committee may appoint one or more sub-committees consisting of three or more members of the Executive Committee for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Executive Committee would be more conveniently undertaken or carried out by a sub-committee : provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the Executive Committee.

K. Receipts and expenditure

1. The funds of the Charity, including all donations, contributions and bequests, shall be paid into an account operated by the Executive Committee in the name of the Charity at such bank as the Executive Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two members of the Executive Committee from four nominated for this purpose.
2. The funds belonging to the Charity shall be applied only in furthering the objects.

L. Property

1. Subject to the provisions of sub-clause (2) of this clause, the Executive Committee shall cause the title to:
 - a) all land held by or in trust for the Charity which is not vested in the Official Custodian for Charities; and
 - b) all investments held by or on behalf of the Charity to be vested either in a corporation entitled to act as custodian trustee or in not less than three individuals appointed by them as holding trustees. Holding trustees may be removed by the Executive Committee at their pleasure and shall act in accordance with the lawful directions of the Executive Committee. Provided they act only in accordance with the lawful directions of the Executive Committee, the holding trustees shall not be liable for the acts and defaults of its members.

2. If a corporation entitled to act as custodian trustee has not been appointed to hold the property of the charity, the Executive Committee may permit any investments held by or in trust for the charity to be held in the name of a clearing bank, trust corporation or any stockbroking company which is a member of the International Stock Exchange (or any subsidiary of any such stockbroking company) as nominee for the Executive Committee, and may pay such a nominee reasonable and proper remuneration for acting as such.

M. Accounts

The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to:

1. The keeping of account records for the Charity;
2. The preparation of annual statements of account for the Charity;
3. The auditing or independent examination of the statements of account of the Charity; and
4. The transmission of the statements of account of the Charity to the Commission.

N. Annual Report

The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commission.

O. Annual Return

The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Commission.

P. Annual General Meeting

1. There shall be an annual general meeting of the Charity which shall be held in the month of in each year or as soon as practicable thereafter.
2. Every annual general meeting shall be called by the Executive Committee. The secretary shall give at least 21 days' notice of the annual general meeting to all the members of the Charity. All the members of the Charity shall be entitled to attend and vote at the meeting on the basis of one vote per adult section member
3. Before any other business is transacted at the first annual general meeting the persons present shall appoint a chairman of the meeting. The chairman shall be the chairman of subsequent annual general meetings, but if he or she is not present, before any other business is transacted the persons present shall appoint a chairman of the meeting.
4. The Executive Committee shall present to each annual general meeting the report and accounts of the Charity for the preceding year.
5. Nominations for election to the Executive Committee must be made by members of the Charity in writing and must be in the hands of the secretary of the Executive Committee at least 14 days before the annual general meeting. Should nominations for elected positions exceed vacancies, election shall be by ballot. All nominations for elected positions must be proposed and seconded and must include the agreement of the member standing.

Q. Special General Meetings

The Executive Committee and/or members of the Charity may call a special general meeting of the Charity at any time. If at least 6 adult section members of the charity request such a meeting in writing stating the business to be considered the secretary shall call such a meeting. At least 21 days' notice must be given. The notice must state the business to be discussed.

R. Procedure at General Meetings

1. The secretary or other person specially appointed by the Executive Committee shall keep a full record of proceedings at every general meeting of the Charity.
2. There shall be a quorum when at least one tenth of the number of adult section members of the Charity for the time being or ten members of the Charity, whichever is greater, are present at any general meeting.

S. Notices

Any notice required to be served on any member of the Charity shall be in writing and shall be served by the secretary or the Executive Committee on any member either personally or by sending it through the post in a prepaid letter addressed to such member at his or her last known address in the United Kingdom and any letter so sent shall be deemed to have been received within 10 days of posting.

T. Alterations to the Constitution

1. 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 and voting at a general meeting. The notice of the general meeting must include notice of the resolution, setting out the terms of the alteration proposed.
2. No amendment may be made to clause A (the name of charity clause), clause C (the objects clause), clause I (Executive Committee members not to be personally interested clause), clause U (the dissolution clause) or this clause without the prior consent in writing of the Commissioners.
5. No amendment may be made which would have the effect of making the Charity cease to be a charity at law.
6. The Executive Committee should promptly send to the Commission a copy of any amendment made under this clause.

U. Dissolution

If the Executive 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 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 Executive Committee shall have power to realise any assets held by or 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 objects similar to the objects of the Charity as the members of the Charity may determine or failing that shall be applied for some other 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.

V. Arrangements until first Annual General Meeting

Until the first annual general meeting takes place this constitution shall take effect as if references in it to the Executive Committee were references to the persons whose signatures appear at the bottom of this document.

This Constitution was adopted on the date mentioned above by the persons whose signatures appear at the bottom of the document.

Signed

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.....

If this constitution is submitted in its entirety, with only the blank spaces completed, it should achieve fast track status for youth marching bands seeking Charity registration. Please see accompanying notes.