

Constitution of the Strange Weather Gospel Choir Inc.

**Constitution of the
Strange Weather Gospel Choir
Incorporated**

As adopted December 2005.

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The Strange Weather Gospel Choir was formed after the performance of "Carmina Burana" on the shores of Lake Burley Griffin in 1995 by a massed community choir of over 500 people.

The name of the group comes from two jazz classics: Billie Holiday's 1939 civil rights movement lament, "Strange Fruit", and another Holiday classic, "Stormy Weather", which was also sung by Ella Fitzgerald and Lena Horne.

The Choir is a community-based choral group that comes together to enjoy the singing of gospel and other four part harmonies, and to perform for the broader community in a variety of settings. It consists of a main choir of up to 60 voices and smaller performance groups made up from members of the main choir, as required.

A. INTRODUCTORY PROVISIONS

1. NAME

The name of the Association is the Strange Weather Gospel Choir Incorporated. The short title is SWGC.

2. OBJECTIVES.

The objectives of the SWGC are to:

- a. Convene a non-religious and non-denominational community choir that is not for profit;
- b. Provide members with the opportunity to use and develop their musical abilities in a supportive environment; and
- c. Perform as group and share its music with other members of the community.

3. MEMBERSHIP

Any person who:

- a. Wishes to rehearse and perform the choir's repertoire, as developed by the Musical Director and the SWGC;
- b. Is able to attend and participate in most rehearsals and performances;
- c. Applies to join the choir by filling in an application form and paying a membership fee

may become an active member of the SWGC.

The Administrative Committee may determine the maximum number of active and associate members for the SWGC and/or for any particular section within the SWGC.

Constitution of the Strange Weather Gospel Choir Inc.

The Musical Director may, to maintain the balance of the choir, request the Administrative Committee to make a determination that no further members be allowed to join the SWGC and/or any particular section until there is a vacancy.

Partners of performers may apply to the Administrative Committee to be an associate member of the SWGC. Associate members may not hold executive positions or have voting rights.

4. FEES

Active members and associate members of SWGC will pay an annual fee of \$20.

Active members of the SWGC will pay tuition fees, on a per-term basis.

Tuition fees will be determined each year by the Administrative Committee.

5. MEMBERS' LIABILITY

The liability of the members of SWGC is limited. Members of the SWGC will only be liable for the outstanding balance of any membership or tuition fees outstanding as at the date of dissolution of the Association.

6. DISCIPLINE

Where any member of SWGC or staff of SWGC is of the opinion that a member has refused or neglected to comply with the rules of the SWGC, or has acted in manner prejudicial to the objects and interests of the SWGC, such action is to be reported to the SWGC Administrative Committee with a recommendation for action, which may include a recommendation of expulsion from the choir and revocation of membership.

The Administrative Committee may, on consideration of such a report, decide to expel a member from the choir and revoke their membership.

Before making such a decision, the Administrative Committee must provide the member with an opportunity to respond to the report.

Constitution of the Strange Weather Gospel Choir Inc.

B. ADMINISTRATIVE COMMITTEE

7. STRUCTURE

The committee structure of the SWGC consists of an Administrative Committee and such other sub-committees that may be constituted by the Administrative Committee to further the purposes of the SWGC from time to time.

The Administrative Committee may also co-opt additional persons from the membership to assist on the Committee or with specific tasks that facilitate the functioning of the SWGC.

8. ROLE OF THE ADMINISTRATIVE COMMITTEE.

The role of the Administrative Committee is to manage the day to day running of the incorporated association. This includes:

- a. ensuring that the SWGC meets its legal obligations;
- b. applying for funding as required;
- c. subject to confirmation by a General meeting, making rules under this Constitution and altering, amending or rescinding such rules. Rules have full force and effect, provided they are consistent with this Constitution;
- d. approving ordinary expenditure of funds of the SWGC;
- e. subject to confirmation by a General meeting, appointing staff members and committees to assist the Administrative Committee with the day to day running of the incorporated association and dismissing those staff members and abolishing those committees; and
- f. employing and dismissing the Musical Director and Assistant Musical Director for the SWGC.

9. MEMBERSHIP OF THE ADMINISTRATIVE COMMITTEE.

The Administrative Committee consists of:

- a. A Convenor
- b. A Co-Convenor
- c. Treasurer
- d. Secretary; and
- e. up to 3 General Committee members.

The Administrative Committee will include the Public Officer, a position that can be held concurrently with any of the other Administrative Committee positions. The Administrative Committee must determine which of the members of the Administrative Committee is to be the public officer.

Constitution of the Strange Weather Gospel Choir Inc.

Should an office on the Administrative Committee fall vacant for any reason, the vacancy is to be filled by appointment by the Administrative Committee.

The term of office of members of the Administrative Committee is from the close of one Annual General meeting to the close of the next Annual General Meeting.

C. MEETINGS

10. CONVENING OF GENERAL MEETINGS

General Meetings

A General Meeting can be called at the request of the Administrative Committee or at the request of any five members of the SWGC membership.

A General Meeting must be held within 62 days of receipt of the requisition by the Convenor or the Secretary. The request for a General Meeting must state the nature of the topics to be discussed, and the terms of any resolutions which will be put to that meeting. Such details must be provided to all active members not less than 7 days before the meeting. No other business is to be discussed at the General Meeting.

Notice of a General Meeting must be published to active members by the Secretary not less than 7 days before the date of the meeting.

Annual General Meetings

The Administrative Committee must provide active members with notice of the AGM by post or email not less than 21 days prior to the AGM.

The AGM is to be held no later than five (5) months after the end of the financial year, following the completion of the audit of accounts.

The business of the AGM is to consider:

- a. Consider the audited financial statements,
- b. Receive a report from the Convenor on the conduct of the SWGC since the previous AGM,
- c. Receive such other reports as may be appropriate,
- d. Undertake the election of the Administrative Committee for the next year,

Constitution of the Strange Weather Gospel Choir Inc.

- e. Appoint the auditor, and
- f. Consider any further resolutions that may be appropriate for the AGM. Notice of any resolutions to go an AGM must be provided to the Secretary for distribution at least a week before the AGM.

11. CONDUCT OF MEETINGS.

General meetings and administrative committee meetings are to be chaired by the Convenor, or in their absence the Co-Convenor, or in their absence, a deputy as appointed by the Administrative Committee.

The minimum number of members which constitute a quorum at an Administrative Committee meeting is three (3) voting members.

The minimum number of members which constitute a quorum at a General Meeting is six (6) active members.

Should a quorum not be reached within 30 minutes of the advertised starting time of a meeting, the chair will reconvene to a later date. A reconvened meeting does not require a quorum, however such meetings are considered informal and any decisions taken at such meetings do not have effect unless confirmed at a subsequent ordinary meeting.

Voting on resolutions is by simple majority of voting members present at the meeting. Proxy voting is not permitted.

Standing orders and procedures for the conduct of meetings may be adopted at the discretion of the Administrative Committee and/or the General meeting.

12. FINANCIAL YEAR.

The financial year of the Association is from July 1st of one year to June 30th of the next year.

13. SOURCES OF FUNDS.

The SWGC may derive funding from any or all of the following sources:

- a. Membership fees
- b. Tutorial fees
- c. Donations of cash
- d. Gifts or legacies
- e. Fundraising activities

Constitution of the Strange Weather Gospel Choir Inc.

- f. Performance payments
- g. Prizes
- h. Government or private grants

The Administrative Committee may decide that the SWGC may derive funds from other sources.

14. APPLICATION OF FUNDS.

The assets and income of the SWGC are to be applied solely in furtherance of the aims and objective of the SWGC. No portion is to be distributed directly or indirectly to the members of the organization except as bona fide compensation for services rendered or expenses incurred on behalf of the SWGC.

No payments may be made without the approval of the Administrative Committee, where possible, before funds are expended.

15. TREASURER.

The Treasurer is to keep the accounts of the SWGC and is responsible for the prompt banking of all moneys received and for the disbursements as the Administrative Committee will from time to time approve. As soon as possible after the end of each financial year the Treasurer must prepare a statement of accounts and balance sheet as at that date and submit them and such other records as may be required to the SWGC Auditor for audit.

All cheques are to be signed by two members of the Administrative Committee.

16. AUDIT OF ACCOUNTS.

The Audit of the books and accounts of the SWGC is to be conducted in accordance with the Act. The Auditor is to examine the books and accounts of the SWGC and report the truth and fairness of the statement of accounts and balance sheet, for presentation at the AGM.

D. CONCLUDING PROVISIONS.

17. COMMON SEAL.

The Secretary is to provide for the custody and use of the Common Seal of the SWGC.

Constitution of the Strange Weather Gospel Choir Inc.

18. CUSTODY OF BOOKS.

Subject to the Act, the Associations Incorporations Regulations and these rules, the Secretary is to keep in his or her custody or under his or her control the records, books and other documents of the SWGC. The Secretary is to maintain the record of active and associate members of the SWGC. The Secretary is also responsible for sending notices of meetings to active members, which may be by way of email, telephone or post.

19. INSPECTION OF BOOKS.

The records, books and other documents of the SWGC are to be open to inspection of another member of the SWGC at a place, in the ACT, free of charge, at any reasonable time and place.

20. INDEMNITY.

Each member of the Administrative Committee, the SWGC and staff is indemnified out of the funds of the SWGC against all reasonable losses and expenses incurred in the discharge of any duties imposed upon the member, except where such losses or expenses may happen by willful neglect or default of such member.

21. INCORPORATION

SWGC is an incorporated association in accordance with the Act. The Public Officer shall carry out such functions and take such actions as required by that Act.

22. DISSOLUTION CLAUSE

In the event of the SWGC being dissolved, the amount that remains after such dissolution after the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purposes which is not carried on for the profit or gain of its individual members.

22. GLOSSARY.

"Act" means the *ACT Associations Incorporation Act 1991*.

"Active members" means the members who attend more than two (2) rehearsals in the current term and have paid their fees for that term.

"AGM" means Annual General Meeting.

Constitution of the Strange Weather Gospel Choir Inc.

"Term" means the Australian Capital Territory school term.

"SWGC" means Strange Weather Gospel Choir.