



RULES 2020

www.srp.org.uk
Registered Charity No. 282751
Scottish Charity No. SC038422

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Society of Recorder Players

Rules 2020

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1. NAME

1.1 The name of the Society shall be “The Society of Recorder Players”.

2. ACHIEVING OUR OBJECTS

The Society may, for example:

- sponsor or promote concerts, demonstrations, lectures, discussions, seminars, classes, courses, meetings, broadcasts and recordings.
- commission or arrange for the commissioning of musical works employing the recorder;
- print, publish and distribute to members and others (or join with others to print, publish and so distribute) books, booklets, pamphlets, leaflets, periodicals, music and recordings
- organise competitions for recorder players and composers of recorder music (whether or not members of the Society).

The Society may establish branches in any part of the United Kingdom of Great Britain and Northern Ireland, the Channel Islands, the Isle of Man and the Republic of Ireland. These shall operate in accordance with the provisions contained in the Appendix annexed hereto.

3. MEMBERSHIP

3.1 The Society offers the following types of membership:

- Branch – for those who wish to play regularly with a particular branch
- Personal – for those who do not wish to be a member of a branch
- Honorary Life – by nomination of the trustees only

There is a discount for young people aged under 30.

3.2 Any member agrees to accept the rules of the Society and should apply to the appropriate secretary to join.

3.3 Any person attending any meeting of or organised by a Branch and not being an ordinary member shall be a temporary member while so attending.

3.4 All ordinary members shall pay an annual subscription to the Central Fund of the Society of an amount to be determined from time to time by the Conference of the Society. See also Appendix 1, section 1.3.

3.5 The Society's financial year starts on the 1st September each year. Subscriptions are due and payable from 1st September.

3.6 Any ordinary member of the Society may at any time resign his/her membership of the Society by notice in writing to the Secretary of the Branch of which s/he is a member and s/he shall thereupon automatically cease to be a member of the Society and of the Branch in question.

3.7 An ordinary member who resigns or is deemed to have resigned or whose membership of the Society is terminated shall have no right to a refund of any part of his/her subscription.

4. OFFICERS AND MANAGEMENT

4.1 The Society will be managed and administered by the trustees comprising the officers and other members elected in accordance with the constitution.

4.2 The Officers and other trustees shall be Trustees of the Society for the purposes required by law.

4.3 The Chairman shall preside at all trustee meetings and at Conferences of the Society. S/he should represent the society as required by the trustees.

4.4 The Secretary shall keep minutes of all business transacted at Conferences and at meetings of the Trustees and shall give all notices required to be given under these Rules.

4.5 The Treasurer shall prepare a statement of the income and expenditure of all the Society's funds up to the 31st day of August in each year and a balance sheet of all the Society's assets and liabilities as at 31st August in each year. The audited accounts of The Society shall be presented to the trustees at the first trustees' meeting in the following calendar year. S/he shall present the same to the next Conference of the Society.

4.6 The Membership Secretary shall keep a register of members and all subscriptions to the Central Fund of the Society received by him/her shall be remitted to the Treasurer.

4.7 The trustees shall consist of :

(a) the officers plus

(b) 5 ordinary members (which may include the trustees of any Sub-Committees)

2 Musical Advisors should attend each meeting of the trustees and other people may be asked to attend trustees' meetings as necessary.

4.8 A resolution agreed by email or post by all trustees shall be considered as valid as if it had been duly passed at a duly convened meeting of the Trustees.

4.9 Trustees and other persons attending trustee meetings shall be entitled to be repaid their reasonable travelling and accommodation expenses for attendance at these meetings.

5 ELECTION OF PRESIDENT, VICE-PRESIDENTS, MUSICAL ADVISORS, OFFICERS, HONORARY LIFE MEMBERS, TRUSTEES AND AUDITOR

5.1 The Society shall have a President and not more than twelve Vice-Presidents.

5.2 The President shall be nominated by the trustees and shall take up the role when such nomination is endorsed by a resolution of the Society duly passed at a Conference. The President for the time being of the Society may be removed by a resolution of the Conference at any time. The term of office shall be for seven years, renewable for one further term.

5.3 The trustees may nominate a person for the position of Vice-President who, in its opinion, has made a significant contribution to the profile of the recorder. Vice-Presidents shall take up the post when their nomination is endorsed by a resolution duly passed at a Conference. A Vice-President may be removed by a resolution of the Conference at any time.

5.4 The Society may appoint Honorary Life Members who shall be persons who have given distinguished service to the Society. Honorary Life Members shall be nominated by the trustees and the appointment shall have effect when the nomination is endorsed by a resolution duly passed at a Conference.

5.5 Musical Advisors shall be nominated by the trustees and shall take up the position when their nomination is endorsed by a resolution duly passed at a Conference. A Musical Advisor may be removed by a resolution of the Conference at any time. The Musical Advisors shall be responsible for advising and assisting the trustees as to the musical and educational affairs of the Society and its Branches and members on musical and educational matters. Musical Advisors shall attend the trustee meetings by rotation on such basis as the trustees shall from time to time resolve.

5.6 Candidates, who are members of the Society, for the Offices of Chairman, Secretary, Treasurer, Membership Secretary, other Trustees and named roles shall be duly nominated as hereinafter provided and elections for such offices/roles shall be held at the Conference of the Society as required. Where there is more than one nomination for any office/role, election shall be by secret ballot amongst those eligible to vote at the Conference. All offices/roles (except President, Vice-President and Honorary Life Members) are for a term of five years, renewable once. No trustee or named role may serve more than 2 consecutive terms.

5.7 Candidates for trusteeship shall be proposed and seconded by any two members of the Society and the nominations must be sent in writing to the Secretary accompanied by confirmation of the consent of the candidates and a completed Charity Trustee Disclaimer form not less than four weeks before the Conference.

5.8 In the event of any casual vacancy occurring amongst the trustees, they shall have the power to co-opt a member of the Society to fill the vacancy. Such co-opted member shall have the same rights, powers and duties that were held by the person whose position s/he was co-opted to replace. S/he shall automatically retire on the date of the next Conference,

but shall then be eligible for election subject to being duly nominated in accordance with these Rules.

5.9 The trustees may create new roles for any specific purpose judged to be desirable or necessary to further the aims of the Society and may co-opt any member to act in that capacity in accordance with Rule 5.12. The creation of such a role shall be subject to ratification by a resolution duly passed at the next Conference of the Society and thenceforth election to that role shall be effected in accordance with these Rules.

5.10 Any Trustee or holder of a named role who resigns from the Society or whose membership of the Society is terminated shall forthwith cease to hold their named role.

5.11 An Independent Financial Examiner shall be elected at each Conference and shall serve until the next Conference, when s/he shall be eligible for re-election.

5.12 The following roles, and others as shall be required from time to time, shall be appointed by the Trustees when required:

- Chair of the Walter Bergmann Fund
- Personal Membership Secretary
- Training Co-ordinator
- SRP News Editor
- Competition Administrator
- Publicity Officer
- Web Editor
- Gift Aid Administrator

Any of these roles may be removed by a Resolution of the Conference.

6 FINANCE

6.1 The trustees shall maintain such banking account or accounts as they think fit. All sums of cash belonging to or paid to the Society other than required to maintain a float shall be paid without undue delay into the appropriate account. All payments from the Society's current accounts shall be authorised by at least two trustees.

6.2 The financial year of the Society shall end on the 31st of August in each year.

6.3 All proper costs, charges and expenses of and incidental to the management of the Society shall first be defrayed out of the income of the Society.

6.4 Subject to the payments aforesaid the trustees shall as and when they think fit (but subject to any special trusts attached to any part of the funds of the Society) apply or cause to be applied to the whole or any part or parts of the capital and income of the assets of the Society in furtherance of the objects referred to in Rule 2 hereof.

6.5 The funds of the Society may be invested in the purchase of or at interest upon the security of such stocks, funds, shares, securities or other investments or property of whatsoever nature and wheresoever and whether involving liability or not upon such personal credit with or without security as the trustees shall in their absolute discretion

think fit to the intent that the trustees shall have the same full and unrestricted power of investing and transposing investments in all respects as if it were absolutely entitled thereto beneficially.

6.6 The trustees may from time to time appoint and may determine the appointment of a custodian trustee or a trust corporation or not less than three persons to act as trustees for the purpose of holding all or any part of the property or funds of the Society and in the case of such custodian trustee or trust corporation such appointment shall be upon such terms as to remuneration and otherwise as the trustees shall in their absolute discretion from time to time think fit.

6.7 The trustees shall set aside a reserve in the Central Fund against future expenditure, equivalent to one year's running costs for the Society.

7 ANNUAL AND EXTRAORDINARY CONFERENCES

7.1 A Conference of the Society shall be held once in each calendar year. All Conferences are open to all members of the Society to attend. The business of the Conference shall be:

- a. to receive the Annual Report and the accounts of the Central Fund
- b. to elect the Officers, holders of other roles and trustees
- c. to consider any resolution which may be submitted to the Conference, and
- d. to deal with any other matters relating to the business of the Society.

7.2 The trustees shall have the power to call an Extraordinary Conference, as detailed in the Constitution, article 10.5.

7.3 The trustees shall determine the date of all Conferences as detailed in the Constitution, article 11. Due notice of the Conference shall also be published in any periodical bulletin that may at the time be in issue by the Society and on the Society's web site. The non-receipt of notice by any member shall not invalidate any of the proceedings of the Conference.

7.4 The Chair of the trustees shall preside as Chair of the Conference. In the absence of the Chair the Constitution article 13.2 shall apply.

7.5 Resolutions at Conferences may be moved by the trustees, named post holders or by any Branch but in the latter case the Branch shall give notice thereof in writing to the Secretary at least four weeks before the Conference. The Chair may, at the discretion of the Conference, accept a resolution moved without such notice.

7.6 Trustees, holders of other named roles and one Delegate, being a member of the Society, from each Branch shall be entitled to vote at any Conference, and to have their reasonable travelling expenses repaid from the Central Fund.

7.7 The President and Vice-Presidents shall be entitled to be present and to speak at any Conference but shall not be entitled to vote.

7.8 A resolution shall be decided on a show of hands by a simple majority of those present and eligible to vote unless a secret ballot is proposed and seconded by two persons entitled to vote. This proposal must be approved by a majority show of hands. On a secret ballot

each person entitled to vote shall have one vote. If there is an equality of votes the person who is chairing the Conference then also has a casting vote.

7.9 Each Branch Delegate shall cast his/her vote or votes in what seems to him/her personally to be in the best interests of the Society and shall not be bound by any resolution of the Branch s/he represents or the views of any of the members of such Branch.

7.10 Any Branch unable to send a Delegate to the Conference shall be entitled to claim a postal vote on the election of Officers, holders of named offices/roles and trustees only. A request for a postal vote must be received by the Secretary in writing not less than three weeks before the Conference. The Secretary shall send to the Branch a postal vote form and list of nominations received for any vacancy for which a vote is required. The Branch shall return the postal vote form duly signed by the Branch Secretary or other authorised officer to be received by the Secretary not later than three days before the Conference. Any postal vote so received shall be treated as though the Branch Delegate had attended the Conference and voted in person.

8 PANEL OF VISITING CONDUCTORS

8.1 The Secretary shall from time to time prepare and distribute to Branches a list of visiting conductors. This panel shall consist of such persons as the trustees shall consider to be suitable and are willing to serve.

9 PRIVILEGES

9.1 A Branch of the Society shall be entitled:

- a.** To receive one visit in each year commencing on 1st September from a member of the Panel of Visiting Conductors referred to in Rule 8, chosen by the Branch, but subject always to the consent of that member and to the consent (which shall not be unreasonably withheld) of the trustees. The travelling and reasonable overnight accommodation expenses of such member shall be paid from the Central Fund, but the Branch concerned shall offer hospitality in the form of meals and drinks.
- b.** To send one Delegate to the Society's Conference. The Delegate's reasonable travelling and overnight accommodation expenses shall be paid from the Central Fund. These expenses shall be paid in two parts. The first part shall be paid by the Branch, the amount being determined by the trustees. The remainder shall be paid from the Central Fund. The trustees may determine a cap on these expenses.

9.2 Members and Branches shall be entitled to such other privileges as may from time to time be determined by the trustees or by the Conference.

10 BRANCHES

10.1 Every Branch of the Society shall adopt the specimen rules set out in the Appendix hereto. The Branch shall have the right to determine the amount of the Branch subscription from time to time and to make such further rules as it thinks fit and which shall not be inconsistent with such specimen rules. Any such further rules however shall not come into effect unless and until the same have been ratified by the Trustees of the Society.

10.2 A copy of the accounts of each Branch after they have been approved by independent examination shall be sent to the Treasurer of the Society no later than the 31st day of October in each year for incorporation into the full accounts. An independent examination means an external review carried out by an independent person with the requisite ability and practical experience to carry out a competent examination.

An independent person means a person who is not:

- (a) a child, parent, grandchild, grandparent, brother or sister of the Branch Treasurer;
- (b) the spouse or civil partner of the Branch Treasurer or of any person falling within sub-clause (a) above;
- (c) a person carrying on business in partnership with the Branch Treasurer or with any person falling within sub-clause (a) or (b) above;

10.3 The Society will not be responsible for any debt incurred by a Branch unless the trustees have previously sanctioned it, and no Branch will represent that the Society is liable for any of its debts.

10.4 Any body of recorder players numbering six persons or more may apply to the trustees to be recognised as a Branch of the Society. The trustees may recognise such a Branch subject always to ratification by the next Conference.

10.5 A Branch may be dissolved by resolution of a Conference.

11 AMENDMENT

11.1 These Rules may be altered or revoked and new Rules may be altered or revoked by a resolution put to a Conference in accordance with Rule 7.5 and passed in accordance with Rule 7.8 provided that no alteration to or revocation of the Rules shall be made which would have the effect of the Society ceasing to be established for exclusively charitable purposes.

12 PROVISION FOR THE DISSOLUTION OF THE SOCIETY OR A BRANCH

12.1 The Society may be dissolved by a resolution duly passed at a Conference of the Society. Any assets remaining in the hands of the Society after payment of all debts and liabilities including any funds remaining in the Central Fund of the Society shall not be paid to or distributed among members but shall be given to such other charitable institution or institutions having objects similar to some or all of the objects of the Society as the trustees may, with the consent of the Charity Commissioners of England and Wales and the Office of the Scottish Charity Regulator or other authority having charitable jurisdiction, determine.

12.2 On the dissolution of a Branch any assets remaining after payment of all debts and liabilities shall be transferred to the Society. Assets shall include all Musical Instruments and Records of the Branch as well as any balance remaining in the Branch Funds.

13 AFFILIATION TO THE SOCIETY

13.1 Recorder orchestras and other ensembles may affiliate themselves to the Society with the agreement of the trustees. Such groups shall pay an annual basic affiliation fee equal to two Central Fund subscriptions. The basic affiliation fee will be sent to the Society. Affiliated groups shall receive two copies of The Recorder Magazine or bulletin which may be in issue which shall be sent to the leader, secretary or other person who registered the affiliated group.

13.2 Corporate bodies may affiliate themselves to the Society with the agreement of the trustees. Such bodies shall pay an annual basic affiliation fee equal to three Central Fund subscriptions. The basic affiliation fee will be sent to the Membership Secretary of the Society.

14 COMMUNICATIONS

14.1 Any reference in these Rules to communications made in writing shall include communications by electronic mail.

End of Rules

APPENDIX 1

RULES OF THE BRANCH OF THE SOCIETY OF RECORDER PLAYERS

1 MEMBERSHIP

1.1 All members of the Branch shall be bound by the Rules of the Society insofar as the same are applicable to Branch members and by the rules set out here.

1.2 Any person who on application to the Branch Secretary undertakes to abide by the Rules of the Society and the rules of the Branch shall be eligible to be a Branch member.

1.3 Members shall pay (in addition to their subscriptions to the Central Fund) such Branch subscriptions (if any) as the Committee of the Branch shall from time to time consider necessary to permit the continuance of Branch activities which Branch subscriptions shall be due and payable on 1st September in each year.

1.4 Any member of the Branch whose membership of the Society is terminated by the trustees shall automatically cease to be a member of the Branch subject to reinstatement if the resolution of the trustees is rescinded by the Society at Conference.

1.5 The Branch may admit any member of the Society as an Associate/Special Member. Associate/Special Members shall pay such Branch subscription as the Branch Committee shall determine and enjoy the same privileges in relation to the Branch as the Branch Members unless the Branch Committee resolves otherwise.

1.6 Any person attending any meeting of or organised by the Branch and not being a member of the Society shall be a temporary member of the Society while so attending and shall pay such fee as the Committee of the Branch shall from time to time determine.

1.7 Any reference in these rules (other than rule 1.1) to members of the Branch shall not include temporary members unless otherwise specified.

2 OFFICERS AND COMMITTEE

2.1 The Officers of the Branch shall be:

- a.** the Branch Chairman
- b.** the Branch Secretary
- c.** the Branch Treasurer, and
- d.** the Branch Musical Director (if appointed).

2.2 The Branch Chairman shall preside at all meetings of the Branch Committee. In the absence of the Branch Chairman the Branch Committee shall elect one of its members to be chairman of the meeting.

2.3 The Branch Secretary shall:

- a.** Keep the records of members of the Branch including temporary members.
- b.** In conjunction with the Branch Treasurer advise the Society's Membership Secretary of the Society when a new member joins the Branch, when a member changes name, address or other contact details, their status regarding GDPR and when a member resigns or otherwise ceases to be a member of the Branch.

- c. Convene all meetings and other functions of the Branch as directed by the Committee and keep minutes of all Branch Committee meetings.
- d. Ensure that all formal communications from the Branch contain the words '*Registered Charity No. 282751/SC038422*'.

2.4 The Branch Treasurer shall:

- a. Collect subscriptions to the Central Fund and remit the same to the Society's Membership Secretary by the specified date.
- b. Collect Branch Subscriptions (if any).
- c. Operate a bank account on behalf of the Branch but subject to the control of the Branch Committee.
- d. Ensure that all cheques and statements issued on behalf of the Branch shall contain the words 'Society of Recorder Players' (or SRP).
- e. Prepare a statement of the income and expenses of the Branch up to the 31st day of August in each year and a balance sheet of the Branch's assets and liabilities as at 31st August in each year and ensure that the Branch's accounts are examined and approved by an independent person.
- f. Present the same to the Annual General Meeting of the Branch.
- g. Submit the said approved statement and balance sheet to the Society Treasurer by the specified date.

2.5 The Musical Director, if appointed, shall have charge of all musical affairs of the Branch.

2.6 The Committee of the Branch, who are members of the Society, shall consist of the officers and not less than two nor more than eight other members of the Branch. Three persons present shall form a quorum of the Branch Committee. The Committee shall be responsible for administration of the Branch subject to the Rules of the Society and of the Branch and to any resolutions passed from time to time by the Conference of the Society and the Annual General Meeting of the Branch and to any directions by the trustees of the Society.

2.7 In particular the Committee of the Branch shall:

- a. Arrange all meetings and other functions of the Branch
- b. Choose and appoint conductors for meetings
- c. Fix Branch subscriptions
- d. Appoint a Delegate, being a member of the Society, to attend the Society's Conference
- e. Make such byelaws (being not inconsistent with the Rules of the Society or these rules) as they shall consider necessary from time to time for the conduct of the Branch's affairs.

2.8 Every committee member shall have one vote at Committee meetings and in the case of an equality of votes the chairman of the meeting shall have the casting voting.

2.9 The Officers and Committee shall be elected annually at the Annual General Meeting of the Branch.

2.10 The Branch Committee shall have power to co-opt a member of the Branch to fill any casual vacancy in the Branch Committee.

3 GENERAL MEETINGS

3.1 The Annual General Meeting of the Branch shall be held once in each financial year.

3.2 The business of the Annual General Meeting shall be:

- a. To receive the annual report of the Chairman or such other officers as the Committee may direct and the accounts of the Branch
- b. To elect the Officers and Committee of the Branch until the next Annual General Meeting
- c. To deal with any other business of the Branch.

3.3 The Branch Committee shall have power to call an Extraordinary General Meeting at any time and such meeting shall have all the powers of the Annual General Meeting.

3.4 The Branch Committee shall determine the date of all general meetings and shall give not less than three weeks' notice thereof to all members of the Branch.

3.5 The non-receipt of notice by any members shall not invalidate any proceedings at any general meetings.

3.6 In the absence of the Branch Chairman the meeting shall choose one of the members of the Branch to be chairman of the meeting.

3.7 Each member of the Branch present at the meeting shall be entitled to one vote and the Chairman shall have a casting vote in the event of an equality of votes.

3.8 All resolutions shall be carried by a simple majority.

3.9 The Branch may apply to Conference to be dissolved by a resolution passed at a general meeting of the Branch and ratified at the next Conference. If any assets remain after the satisfaction of all debts and liabilities such assets shall be transferred to the Society. Assets shall include all Musical Instruments and Records of the Branch as well as any balance remaining in the Branch Funds.

4 FINANCE

4.1 The Branch Committee shall maintain a banking account for the Branch and such account shall be operated by the Branch Treasurer subject to the control of the Branch Committee.

4.2 All sums of cash belonging to or paid to the Branch other than required to maintain a float shall be paid without undue delay into the Branch account. All payments from the Branch's account shall be made by such persons being not less than two in number and in a manner as the Branch Committee shall from time to time authorise.

4.3 No liabilities shall be incurred in excess of the current assets of the Branch and in particular no bank account shall at any time be overdrawn without the previous written consent of the Treasurer of the Society.

5 ALTERATIONS

5.1 These rules may be altered or revoked and new rules may be adopted altered or revoked by a resolution duly passed at a general meeting of the Branch provided that

- a.** no alteration or revocation or new rules shall come into effect unless and until the same have been ratified by the trustees of the Society and
- b.** no alteration or revocation shall be made and no new rules passed which shall be inconsistent with or conflict with the rules of the Society or would otherwise cause the Branch to cease to be a charity in law.

End of Specimen Branch Rules