

HUNTINGDONSHIRE MUSIC SCHOOL

A Charitable Incorporated Organisation

Charity Number 1167800

RULES

These are the Rules of the Huntingdonshire Music School (referred to in these Rules as the Music School).

The procedure for meeting of the members of the Music School are set out in the constitution dated 23rd June 2016 and registered with the Charity Commission.

The procedure for meetings of the trustees and any committees of the trustees shall be in accordance with these Rules.

1. Meetings

- 1.1 A meeting of the trustees shall be held within 14 days of the annual meeting of the Music School for the purpose of electing officers.
- 1.2 A minimum of one meeting of the trustees shall be held in each term of the academic year (autumn, spring and summer).
- 1.3 In addition to the foregoing, meetings of the trustees shall be held in each year on such dates and times and at such place as the trustees may direct.

2. Officers

- 2.1 At the meeting of the trustees following the annual meeting of the Music School, the trustees shall elect the following officers from among their number –

Chairman

Vice Chairman

Secretary

Treasurer

- 2.2 The officers shall hold office until the next meeting following the ensuing annual meeting of the Music School, except in the following circumstances –

An officer resigns as a member of the Music School

An officer resigns as a trustee of the Music School

An officer resigns from the office to which he or she has been appointed

Such appointment is revoked by the trustees. Any such proposal to revoke an appointment must be included on the agenda for the meeting at which it is to be considered.

- 2.3 Where more than two persons have been nominated for any position to be filled by the trustees and of the votes given there is not an absolute majority in favour of one person, the name of the person having the least number of votes shall be struck off the list and a fresh vote taken, and so on until a majority of votes is given in favour of one person. In the event that there is an equality of votes for the remaining two persons, Rule 5.5 shall apply.

3. Chairing of Meetings

- 3.1 The Chairman shall preside at meetings of the trustees at which he or she is in attendance.
- 3.2 In the event of the Chairman not being in attendance at a meeting or having left the meeting as a result of having declared a conflict of interest, the Vice Chairman shall preside.
- 3.3 In the event of the Chairman and Vice Chairman not being in attendance at a meeting or having left the meeting as a result of having declared a conflict of interest, the trustees shall elect a trustee from among their number present to preside.

4. Quorum

- 4.1 No decision shall be taken at a meeting unless a quorum is present at the time when the decision is taken. The quorum is three charity trustees or the number nearest to one third of the total number of charity trustees, whichever is the greater. A charity trustee shall not be counted in the quorum present when any decision is made about a matter upon which he or she is not entitled to vote.
- 4.2 Questions arising at a meeting shall be decided by a majority of those eligible to vote.
- 4.3 In the case of an equality of votes, the chairman shall have a second or casting vote.
- 4.4 For a quorum in relation to a committee, Rule 13 applies
- 4.5 In the event that the trustees decide to hold their meetings by electronic means, these Rules will be amended to make provision for such meetings.

5. Voting

- 5.1 Trustees shall vote by show of hands or, if at least two trustees so request before the vote is taken, by secret ballot.
- 5.2 If at least three trustees so request before a vote is taken, the Secretary shall record the names of the trustees who voted on any question so as to show whether they voted for or against it or abstained.
- 5.3 If a trustee so requests, the Secretary shall record whether the trustee voted for or against a question or abstained from voting. Such a request must be made before moving on to the next business.
- 5.4 The Chairman may give a first vote on any matter put to the vote, and in any case of an equality of votes may give a casting vote whether or not he or she gave a first vote.
- 5.5 In the event of an equality of votes for the election of Chairman at the meeting of the trustees following the annual meeting of the Music School, the choice of Chairman shall be drawn by lot.

6. Notice

- 6.1 Wherever possible at least three clear days prior to a meeting, the Secretary shall send an agenda to each of the trustees, containing the business to be discussed at the meeting.
- 6.2 The agenda may be sent by post or by electronic means.
- 6.3 Want of service of an agenda on a trustee shall not invalidate the proceedings.

7. Attendance

- 7.1 The names of the trustees present at a meeting shall be recorded in the minutes of the meeting.
- 7.2 Meetings of the trustees shall be open to members of the Music School but such members who are in attendance shall not be entitled to speak at a meeting except with the consent of the Chairman or person presiding at the meeting.
- 7.3 The Manager of the Music School and any other tutor contracted by the trustees shall be invited to attend meetings at the discretion of the trustees but shall be excluded from the meeting in the event of the consideration of any matter affecting the terms of their contractual engagement. Rules 7.4 to 7.7 inclusive apply in the case of the attendance of the Manager and any tutor.
- 7.4 In the event of the trustees considering that a matter to be discussed is confidential, a motion may be moved and seconded that any person who is not a trustee shall leave the meeting. In the event of the motion being passed, all such persons other than the trustees shall leave the meeting for the duration of that item.
- 7.5 No trustee or member shall at a meeting persistently disregard the ruling of the Chairman, wilfully obstruct business, or behave irregularly, offensively, improperly or in such manner as to bring the Music School into disrepute.
- 7.6 If, in the opinion of the Chairman, a trustee or member has acted in a manner contrary to that required, the Chairman shall express that opinion to the trustees and thereafter any trustee may move that the trustee or member named be no longer heard or that the trustee or member named do leave the meeting, and the motion, if seconded, shall be put forthwith and without discussion.
- 7.7 If the motion mentioned in Rule 7.5 is disobeyed, the Chairman may adjourn the meeting or take such further steps as may reasonably be necessary to enforce them.
- 7.8 Meetings of the trustees shall not be open to members of the press or public without the express permission of the Chairman or person presiding at the meeting.

8. Agenda

- 8.1 The agenda shall contain the business to be discussed at the meeting.
- 8.2 The Chairman may, at his or her, discretion permit other matters to be considered at the meeting if he or she considers them to be of an urgent nature.
- 8.3 A trustee may ask for an item to be included on the agenda for a meeting by notifying the Secretary in writing at least 5 clear days prior to the meeting.
- 8.4 A member may ask for an item to be included on the agenda for a meeting by notifying the Secretary in writing at least 5 clear days prior to the meeting and in such case, the member shall be entitled to receive an agenda for the meeting and to address the trustees in relation to the item. The member shall not be entitled to vote on any item that he or she has asked to be placed on the agenda.
- 8.5 The Secretary shall have discretion to refuse to place an item on the agenda if, in his or her opinion, it could be construed as malicious, libellous or prejudicial to the interests of the Music School.

9. Minutes

- 9.1 The minutes of the proceedings of a meeting of the trustees shall be prepared by the Secretary or such other trustee in attendance if the Secretary is not present.

- 9.2 The minutes shall be submitted to the next ensuing meeting of the trustees for approval.
- 9.3 Copies of the minutes of meetings of the trustees shall be made available on request to any trustee or member of the Music School, except that the minutes may be redacted in the event of them relating to any confidential business at which a motion has been passed to exclude persons other than trustees from the meeting.

10. Committees

- 10.1 The following Rules apply to committees of the trustees.
- 10.2 The trustees may appoint one or more committees to make decisions on their behalf.
- 10.3 Where such committees are appointed, they shall have clear terms of reference approved by the trustees in respect of each committee. Such terms of reference may be altered at any time by the trustees. The delegation of any decision making by the trustees to a committee does not preclude the trustees from taking a decision on any subject matter that has been delegated to a committee.
- 10.4 A committee of the trustees may include a member or members of the Music School.
- 10.5 The trustees shall determine the name and size of each committee and shall appoint such trustees and members to the committee as they may decide. The trustees may also remove a trustee or a member from a committee at any time by resolution at a meeting of the trustees.
- 10.6 A committee shall include in its membership at least two trustees appointed by the trustees.
- 10.7 Meetings of a committee shall be held in each year on such dates and times and at such place as the members of that committee may direct.

11. Chairing of Committees

- 11.1 A committee shall elect a Chairman, Vice Chairman and Note Taker from among their number who shall hold office until the meeting of the trustees following the ensuing annual meeting of the Music School, except in the case of the person so elected resigning or ceasing to be a member of the Music School or is removed from the committee by the trustees.
- 11.2 Rule 2.3 applies in the case of more than one person having been proposed and seconded for the positions referred to in Rule 11.1.

12. Chairing of Meetings

- 12.1 The Chairman of a committee shall preside at meetings of that committee in the event that he or she is in attendance.
- 12.2 In the event of the Chairman not being in attendance at a meeting of a committee or having left the meeting as a result of having declared a conflict of interest, the Vice Chairman shall preside.
- 12.3 In the event of the Chairman and Vice Chairman not being in attendance at a meeting of a committee or having left the meeting as a result of having declared a conflict of

interest, the members of the committee shall elect a person from among the members present to preside.

13. Quorum

- 13.1 No decision shall be taken at a meeting of a committee unless a quorum is present at the time when the decision is taken. The quorum is three members or the number nearest to one third of the total number of the committee, whichever is the greater. A quorum must include at least one trustee. A member of the committee shall not be counted in the quorum present when any decision is made about a matter upon which he or she is not entitled to vote.
- 13.2 Questions arising at a meeting of a committee shall be decided by a majority of those eligible to vote.
- 13.3 In the case of an equality of votes, the chairman shall have a second or casting vote.

14. Voting

- 14.1 Members of a committee shall vote by show of hands or, if at least two members so request before the vote is taken, by secret ballot.
- 14.2 If at least three members of a committee so request before a vote is taken, the Note Taker shall record the names of the members who voted on any question so as to show whether they voted for or against it or abstained.
- 14.3 If a member of a committee so requests, the Note Taker shall record whether the member voted for or against a question or abstained from voting. Such a request must be made before moving on to the next business.
- 14.4 The Chairman may give a first vote on any matter put to the vote, and in any case of an equality of votes may give a casting vote whether or not he or she gave a first vote.
- 14.5 In the event of an equality of votes for the election of Chairman, the choice of Chairman shall be drawn by lot.

15. Notice

- 15.1 Wherever possible at least three clear days prior to a meeting, the Note Taker shall send an agenda to each of the members of the committee, containing the business to be discussed at the meeting.
- 15.2 A copy of the agenda for the meeting shall also be sent to the Chairman, Vice Chairman and Secretary of the trustees.
- 15.3 The agenda may be sent by post or by electronic means.
- 15.4 Want of service of an agenda on a member of a committee shall not invalidate the proceedings.

16. Attendance

- 16.1 The names of the members present at a meeting of a committee shall be recorded in the minutes of the meeting.
- 16.2 Meetings of a committee shall be open to trustees and to members of the Music School but such other trustees or members who are in attendance shall not be entitled to speak at a meeting except with the consent of the Chairman or person presiding at the meeting.

- 16.3 The Manager of the Music School and any other tutor contracted by the trustees shall be invited to attend meetings of committees at the discretion of the trustees but shall be excluded from the meeting in the event of the consideration of any matter affecting the terms of their contractual engagement. Rules 16.4 to 16.7 inclusive apply in the case of the attendance of the Manager and any tutor.
- 16.4 In the event of a committee considering that a matter to be discussed is confidential, a motion may be moved and seconded that any person who is not a trustee or a member of the committee shall leave the meeting. In the event of the motion being passed, all such persons other than the trustees or a member of the committee shall leave the meeting for the duration of that item.
- 16.5 No trustee or member shall at a meeting persistently disregard the ruling of the Chairman, wilfully obstruct business, or behave irregularly, offensively, improperly or in such manner as to bring the Music School into disrepute.
- 16.6 If, in the opinion of the Chairman, a trustee or member has acted in a manner contrary to that required, the Chairman shall express that opinion to the committee and thereafter any member may move that the trustee or member named be no longer heard or that the trustee or member named do leave the meeting, and the motion, if seconded, shall be put forthwith and without discussion.
- 16.7 If the motion mentioned in Rule 16.5 is disobeyed, the Chairman may adjourn the meeting or take such further steps as may reasonably be necessary to enforce them.
- 16.8 Meetings of a committee shall not be open to members of the press or public without the express permission of the Chairman or person presiding at the meeting.

17. Agenda

- 17.1 The agenda shall contain the business to be discussed at the meeting.
- 17.2 The Chairman may, at his or her, discretion permit other matters to be considered at the meeting if he or she considers them to be of an urgent nature.
- 17.3 A trustee or a member of a committee may ask for an item to be included on the agenda for a meeting by notifying the Note Taker in writing at least 5 clear days prior to the meeting and in such case, the trustee shall be entitled to receive an agenda for the meeting and to address the committee in relation to the item. The trustee shall not be entitled to vote on any item that he or she has asked to be placed on the agenda.
- 17.4 The Note Taker shall have discretion to refuse to place an item on the agenda if, in his or her opinion, it could be construed as malicious, libellous or prejudicial to the interests of the Music School.

18. Minutes

- 18.1 The minutes of the proceedings of a meeting of a committee shall be prepared by the Note Taker or such other member of the committee in attendance if the Note Taker is not present.
- 18.2 The minutes shall be submitted for approval to the next ensuing meeting of the committee for approval.
- 18.3 The minutes of any meeting of a committee shall be submitted for information to the next ensuing meeting of the trustees.

- 18.4 Copies of the minutes of meetings of a committee shall be made available on request to any trustee or member of the Music School, except that the minutes may be redacted in the event of them relating to any confidential business at which a motion has been passed to exclude persons other than trustees or members of the committee from the meeting.

19. Interpretation

19. The ruling of the Chairman of trustees or of a committee as the interpretation of these Rules at a meeting of trustees or committee respectively shall be final.

21. Meaning

- 21.1 In these Rules –

A ‘trustee’ means a charity trustee in accordance with the charity’s constitution.

A ‘member of the Music School’ has the same meaning as provided in the charity’s constitution.

‘Clear days’ includes Saturdays, Sundays and Bank Holidays.

22. Availability of Rules

- 22.1 These Rules will be available on the Music School’s website at www.huntsmusicschool.org.uk and will be made available to any member of the Music School on request to the Secretary.