

# BRITISH BLUEGRASS MUSIC ASSOCIATION CONSTITUTION

## **1 NAME**

1.1 The Association's name shall be the:

**“BRITISH BLUEGRASS MUSIC ASSOCIATION”**

or

**“BBMA”**

## **2 FORMATION**

2.1 The Association was formed at a meeting of interested parties held on 3rd November 1990.

## **3 AIMS AND OBJECTIVES**

3.1 To provide a focal point for the UK Bluegrass community to keep them informed of Bluegrass UK news, events and sessions by:

- i) Promoting Bluegrass music in the UK wherever practical,
- ii) Providing reliable timely information cost-effectively to the membership,
- iii) Promoting the flow of all Bluegrass related information to provide the membership with a full picture of the UK Bluegrass scene,
- iv) Acting as a communications resource, assisting Members in their Bluegrass activities,
- v) Promoting Bluegrass Music in Britain and increase public awareness,
- vi) Encouraging existing festivals, show promoters, radio, television, print and e-media outlets to include Bluegrass in their programming or coverage.

## **4 DISCRIMINATION**

4.1 The Association shall not discriminate against any person in any way on the grounds of race, religion, gender, sexual orientation, or age.

## **5 MEMBERSHIP:**

5.1 All individuals, corporate bodies and associations who support the aims and objectives of the Association are eligible to apply for membership.

5.2 Each member of the Association shall pay an annual membership fee for each calendar year of membership

5.3 Applicable membership fees shall be determined by the Committee from time to time.

5.5 Every Member shall, as long as they have paid their subscription, be entitled:

- i) To attend and vote at the Association's Annual General Meetings.
- ii) To stand for election to the Committee, Chair, Secretary, Treasurer or Elected Officer at Large.

5.6 The Committee may in their absolute discretion refuse any application for membership or renewal of membership without being obliged to give reasons.

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- 5.7 The Committee may expel any member whose conduct, in the opinion of the Committee, renders him unfit for membership of the Association.
- 5.8 Before any such member is expelled, the Secretary must give him fourteen (14) days written notice to attend a meeting of the Committee and must inform him of the complaints made against him.
- 5.9 No member shall be expelled unless he has first had an opportunity to appear before the Committee and answer complaints made against him and at least two thirds of the Committee then present vote in favour of his expulsion.

## **6 PROTECTION OF PERSONAL DATA**

- 6.1 The Society holds personal data in respect of its Members on computer unless the Member has specifically requested manual processing.
- 6.2 In accordance with the Data Protection Act 1984, the Society may use personal data for any and all of the following purposes:
- i) The publication of a list of Members' names, addresses (both postal and electronic) and telephone numbers for use only within the Society, though a Member has the right to have their addresses and/or telephone number excluded,
  - ii) Disclosures to a computer operator and/or service when this is necessary in order to repair/maintain equipment for computer programs,
  - iii) Other disclosures for the purposes of the Society which the Committee decides to be necessary.

## **7 THE COMMITTEE AND ASSOCIATION OFFICERS**

- 7.1 The Association's business shall be conducted by the Committee.
- 7.2 The Committee will consist of the following personnel all of whom must be members of the Association:
- i) Chairman,
  - ii) Secretary,
  - iii) Treasurer,
  - iv) Two elected Officers-at-Large.
- 7.3 The Committee will meet, adjourn, as and when it shall think fit and will organise proceedings as deemed appropriate for the interests of the Association.
- 7.4 Elected officers will be appointed for a tenure of two years after which they may seek re-election at the AGM.
- 7.5 Officers and persons appointed by the Committee to head special projects or act as area representatives will be appointed for a tenure of two years.
- 7.6 Where the appointed person's performance is not satisfactory, their position will be reviewed by the Committee.
- 7.8 Where necessary, the committee may appoint an assistant to support an officer's activities.

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- 7.7 Where an officer is deemed by the Committee to not be acting in the general interests of the Association, the process laid out in clauses 5.7 to 5.9 will apply.
- 7.8 Four Committee Members present or in contact by telephone shall be a quorum. In voting each Member shall have one vote, except the Chair, who shall have both a deliberative and a casting vote.
- 7.9 The Committee may appoint Area Representatives to provide contact with Members in the different regions of the UK who shall be entitled to attend and speak at Committee meetings, but not to vote.
- 7.10 Likewise, organisers of Bluegrass Music Festivals and other major Bluegrass events, providing they are paid-up Members, shall be entitled to attend and speak at Committee meetings, but not to vote.
- 7.11 The Committee may also appoint Members as other officers or subcommittees at its discretion, and may delegate to such officer/subcommittee any powers it may hold itself.
- 7.12 The Committee at its discretion, and with consideration of its Members, shall have the authority to confer Honorary Membership on any individual in recognition of that persons service to the Association.
- 7.13 The Committee may, subject to the Association's Constitution, transact business as it thinks fit, except where inconsistent with a resolution passed at a General Meeting. No such resolution shall have the effect of invalidating any past action by the Committee.
- 7.14 Fully paid up Members may stand for elected positions on the BBMA Committee. The procedure for elections is as follows:
- i) The Member will be asked to present a resume setting out his/her experience and suitability for the role to which he/she is seeking election. Candidates will be required to demonstrate to the satisfaction of the Committee that they have the skills necessary to undertake the role in question.
  - ii) Nominations signed by the candidate and by a proposer and seconder (both of whom shall be members of the Association) shall be submitted to the Secretary no later than twenty eight (28) days prior to the date of the AGM,.
  - iii) Where appropriate, the Member seeking election should provide a manifesto outlining his/her plans to fulfil his duties as an active Member of the BBMA committee.
  - iv) The Member must accept the demands of the role he wishes to take up in terms of time, workload and commitment.

### **8 ANNUAL GENERAL MEETINGS:**

- 8.1 The Association's first Annual General Meeting was in 1992 and an Annual General Meeting shall be held in every calendar year thereafter.
- 8.2 The date of each AGM shall be fixed by the Committee.
- 8.3 Advance notice of the Annual AGM is subject to a minimum period of thirty five (35) days.

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- 8.4 The business to be dealt with at an Annual General Meetings is:
- i) To receive a report by the Committee on the Association's affairs.
  - ii) To consider the Accounts for the year to the preceding Financial Year.
  - iii) To elect Association Officers as required and according to the posts specified in 7.2 to serve a tenure of two years after which they must seek re-election to the committee.
  - iv) To deal with any resolutions proposed and seconded by Members either present or by proxy.
  - v) These resolutions shall be passed by a simple majority of Members present.
  - vi) If desired by the Meeting, and subject to a candidate standing, to appoint an auditor to serve until the next Annual General Meeting.
- 8.5 Elections are to be by a simple majority of Members present and votes by proxy, or by post.
- 8.6 Any resolutions relating to changes in the Association's Constitution shall be known as Special Resolutions and must be passed by a majority vote of Members present and those voting by post or proxy.
- 8.7 Special Resolutions must be presented to the Secretary at least twenty-eight (28) days before the Annual General Meeting date.
- 8.8 The newly elected Officers and Committee shall immediately take up their places.

### **9 EXTRAORDINARY GENERAL MEETINGS**

- 9.1 The Committee may call an Extraordinary meeting of the Association at any time.
- 9.2 The Association may also hold Extraordinary Meetings as follows:
- i) If the Secretary receives a request in writing signed by twenty paid-up Members and stating a resolution to be put to such a Meeting, he/she shall within fifty six (56) days call an Extraordinary Meeting of the Association to be held not later than fifty six (56) days after the date of delivery of the request.
  - ii) Not less than thirty five days notice must be given to Members of Extraordinary General Meetings, setting out the resolutions as presented.
  - iii) In the above case, if the Secretary does not call such a Meeting within ninety days, the Members requesting it shall be entitled to convene an Extraordinary Meeting as described above, and shall be entitled to compensation for the costs involved.
  - iv) The Committee may for any reason and at any time instruct the Secretary to call and Extraordinary General Meeting.

### **10 PROCEDURE AT MEETINGS**

- 10.1 Meetings of the Association shall be chaired by the Chairman or in his absence by a Committee member appointed by the committee.
- 10.2 All members shall register with the Secretary prior to the start of the meeting.

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- 10.3 The Committee may arrange for any proxy or postal voting that it considers appropriate for any General Meeting of the Association.
- 10.4 Ten paid-up Members present shall constitute a quorum at all General Meetings. In voting each Member shall have one vote, except for the Chair who shall have both a deliberative and a casting vote.

## **11 FINANCE**

- 11.1 The financial year of the Association shall run annually from January 1<sup>st</sup> to December 31<sup>st</sup>.
- 11.2 The Treasurer shall be responsible to the Association for the good management of its finances and shall maintain such books and records as may be necessary for the proper discharge of his/her duties.
- 11.3 The Treasurer shall submit to each Annual General Meeting a report on the financial state of the Association together with a revenue account and a balance sheet as at the closing of the preceding year. The account and balance sheet shall have been audited by the Auditor(s) appointed by the preceding Annual General Meeting.
- 11.4 The funds of the Association shall be kept in the name of the Association at a bank or banks to be nominated by the Committee.
- 11.5 Cheques drawn on the Association funds shall be signed by such person or persons, and to such limits, as shall from time to time be authorised by the Committee.
- 11.6 Members authorised to trade on behalf of the Association, or to hold stock, shall maintain such books and records as may be necessary for the proper discharge of their duties. They shall submit to the Treasurer when requested, and in any case at the end of each financial year, a statement of their accounts and stock in hand.

## **12 GENERAL**

- 12.1 Neither the Association nor its officers shall be liable for any loss, damage or injury, howsoever caused, in respect of persons or property present at or participating in any Meeting or other activity of the Society.
- 12.2 Any notice or other matter required to be sent to or served upon any Member of the Association shall be deemed to have been adequately served if sent by post to the address of that Member recorded with the Membership Secretary.
- 12.3 The Society's address for service shall be the address of the Secretary for the time being, save that in the case of registration for Value Added Tax and other taxes it shall be the address of the Treasurer for the time being.

## **13 AFFILIATIONS**

- 13.1 The Committee may offer affiliation to any other Organisation it decides may be suitable.

## **14 DISSOLUTION**

- 14.1 In the event of the Association being wound up, the property (e.g. instruments and office equipment) should be donated to another Organisation with similar aims.

## **BRITISH BLUEGRASS MUSIC ASSOCIATION CONTITUTION**

### **15 INTERPRETATION:**

- 15.1 In case of any doubt as to the interpretation of the provisions of this constitution, the decision of the Chair shall be final.

### **16 DATE OF ADOPTION**

- 16.1 This version of the Constitution was proposed and adopted at the AGM held on *insert date and location*.

Prepared by: Richard Sims (Legal Adviser) and John Wirtz (Chairman)

Date of final Draft: 17<sup>th</sup> July, 2009

Issued for approval on Friday 17<sup>th</sup> July, 2009