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**RULES OF  
AUCKLAND YOUTH CHOIR (INCORPORATED)**

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THE INCORPORATED SOCIETIES ACT 1908  
**RULES**  
**OF**  
**AUCKLAND YOUTH CHOIR (INCORPORATED)**

**1. NAME**

1 The name of the Society is "Auckland Youth Choir (Incorporated)".

**2. OBJECTS**

1 The objects of the Society are:

- (a) To take over the effects and liabilities of the previous unincorporated Society known as Auckland Youth Choir and to promote and forward the interests and welfare of the Society in Auckland and elsewhere;
- (b) To carry out the practice and performance of choral music of outstanding merit or interest;
- (c) To purchase, hire or provide for the members all kinds of music and other things and appurtenances which may be conveniently used in connection with the affairs of the Society;
- (d) To co-operate with any other choir or musical society, whether incorporated or not, whose objects are altogether or in part similar to those of this Society, and to procure from and communicate to any such society such information as may be likely to forward the objects of this Society;
- (e) To purchase, lease, exchange, hire or otherwise acquire, hold, mortgage and dispose of any real or personal property and any rights and privileges which the Society shall think necessary or expedient for the purposes of attaining the objects of this Society;
- (f) To seek for and enter into contracts with suitably qualified persons for appointment as Director of Music, Assistant Director of Music and Administrator; and
- (g) To do all such things as are incidental or conducive to the attainment of the above objects.

**3. MEMBERSHIP**

1 Members of the Society shall consist of:

- (a) Singers: Any person who has successfully auditioned as a chorister for the current year(s) and who has been approved by the Auditioning Sub-Committee as a member, and who has paid his or her subscription (as outlined in Section 5 below), or is paying the subscription according to an approved payment plan;

- (b) Non Singers: Any person who makes written application to the Committee and is accepted by the Committee as a member, or who is elected to the Committee at the Annual General Meeting, or who is co-opted to the Committee according to Section 13 or Section 16 below; and
- (c) Life members and honorary officers of the Society , as determined from time to time by the Committee.

2 The first members of this Society were the members, officers and life members of the previous unincorporated Society known as Auckland Youth Choir.

3 The maximum number of members as choristers shall be determined from time to time by the Director of Music after consultation with the Committee.

4 The Membership term shall begin at the beginning of payment according to Section 3 Clause 1 above, and shall terminate at the end of the Annual General Meeting held to review the performance year just past, unless the member has resigned according to Section 6 below or been expelled according to Section 7 below.

#### 4. AUDITIONS

1 Auditions shall be held annually or at such other frequency as shall be determined from time to time by the Auditioning Sub-Committee. [The Auditioning Sub-Committee shall comprise the Director of Music and others co-opted as necessary]. Auditions shall be supervised by the Director of Music.

2 The requirements and standards of performance at auditions shall be laid down by the Director of Music.

3 Each person wishing to become a member as a chorister shall present himself or herself for audition at such time and place as may be arranged by the Committee, in consultation with the Director of Music.

4 Each person attending the audition shall be advised in writing of the outcome of his or her audition immediately following a meeting of the Auditioning Sub-Committee called for the purpose of approving successful applicants for membership, and such meeting shall be held as soon as possible after auditions have been completed.

5 The Director of Music may, in consultation with the Committee, invite a singer or singers to join with the choir for a session for reasons of balance, solo performance or for any other reason which may be considered necessary for the furthering of the objects of the Society, and if any such singer wishes to continue for a subsequent session, and if a vacancy is available, the singer must be auditioned and approved for membership in the normal manner.

#### 5. SUBSCRIPTIONS

1 Every member except an honorary member or life member shall pay into the funds of the Society all the sums of money levied by resolution of the Committee, and within a period of time determined by the Committee.

## **6. RESIGNATION OF MEMBERS**

1 Any member may resign from his or her membership by giving to the Administrator and Director of Music notice in writing to that effect, and every such notice shall, unless otherwise expressed and agreed to by the Society, take effect at the expiration of one calendar month after the giving of such notice.

## **7. EXPULSION OF MEMBERS**

1 The Committee may at any time by letter invite any member within a specified time to retire from membership for breach by him or her of these Rules, or for misconduct or insubordination at any practice or performance of the Society, or, in the case of a chorister, for absenting himself or herself from any session without the express consent of the Director of Music.

2 In default of such retirement, the Committee may deal with the question of such a member's expulsion at a meeting of the Committee to be held within one calendar month from the date of the letter. At such a meeting, the member whose expulsion is under consideration shall be allowed to offer an explanation verbally or in writing and, if thereupon two-thirds of the members present shall vote for his or her expulsion, he or she shall forthwith, without releasing him or her from antecedent liability to the Society, cease to be a member.

## **8. ALTERATION OF RULES**

1 These Rules may be altered, added to rescinded or otherwise varied or amended by a resolution passed by a two-thirds majority of those present at a general meeting of which fourteen days' notice has been given.

2 Every such notice shall set forth the purport of the proposed alteration, addition, rescission, variation or amendment, and may be given by delivering the same by post to each member or by hand and/or verbally to members present at the usual rehearsals of the Society.

3 Duplicate copies of every such alteration, addition, rescission or amendment shall forthwith be delivered to the Registrar in accordance with the Act.

4 No addition or alteration or rescission of the Rules shall be approved if it affects the non-profit Objects (2), the Personal Benefits Clause (24A), or the Dissolution Clause (32).

## **9. ANNUAL GENERAL MEETING**

1 The annual general meeting of the Society shall be held at a time and place fixed by the Committee for the following purposes:

- (a) To receive, consider and, if approved, to adopt the annual reports and audited financial statements;
- (b) To elect Members of the Committee for the ensuing year;
- (c) This sub-clause removed

- (d) To appoint an auditor for the ensuing year; and
- (e) To decide on any resolution which may be duly submitted to the meeting.

2 Not less than seven clear days before the annual general meeting a notice thereof shall be given verbally at a rehearsal of the Society and/or by prepaid letter addressed to each member at his or her last known place of abode.

## 10. GENERAL MEETINGS

1 The Committee may at any time call a general meeting, and it shall do so forthwith upon requisition in writing or by verbal notice from twelve or more members stating the purpose for which the meeting is required.

2 At all general meetings a duly elected Chairperson shall take the chair and every member present shall be entitled on every motion to one vote exercised in person. In the case of an equality of votes, the Chairperson shall have a casting as well as a deliberative vote.

3 Honourary members shall have no voting rights

4 Elected officers are also eligible to vote.

5 The mode of voting on all questions (other than elections) at all general meetings shall be by the voices or, if the Chairperson or any three members shall require, by a show of hands.

6 The mode of voting on all elections at the annual general meeting shall be by secret ballot for which purpose a returning officer and a sufficient number of assistants and scrutineers shall be appointed at the meeting.

## 11. QUORUM

1 At all general meetings twenty five percent of those eligible to vote shall constitute a quorum.

2 Should a quorum not be present at a General Meeting, the meeting shall be postponed for seven days, during which time the Committee shall make all reasonable efforts to notify all members of the postponement of the meeting, and the reason for that postponement. The General Meeting shall be reconvened after seven days at the same time and in the same place as the original meeting, at which time the quorum required shall be the number of members present.

## 12 Officers

1 The officers of the Society shall consist of the Chairperson, the Treasurer, the Administrator (Secretary), the Librarian, and the Director of Music.

## 13. COMMITTEE

1 The affairs and business of the Society shall be controlled and managed by a

Committee consisting of:

- (a) The Officers of the Society; and
- (b) No fewer than three nor more than five other members to be elected at the Annual General Meeting or co-opted by the Officers of the Society acting as a sub-committee.
- (c) At least one member of the Committee shall be a bona fide chorister of the Auckland Youth Choir .

2 The Committee (except the Director of Music) shall be elected at the Annual General Meeting. The Committee shall appoint a Director of Music as and when it deems appropriate under the terms of Section 18 1 (b).

3 The Committee shall appoint from its number a Chairperson who shall take the chair at all meetings of the Committee and General Meetings.

#### **14. MEETINGS OF COMMITTEE**

1 The Committee shall meet at such times and places as shall from time to time be determined by the Chairperson and at all such meetings the Committee shall determine its own procedure.

2 Verbal or written notice of every such meeting shall be given by the Administrator to each Member of the Committee, and shall be deemed to be duly given if the Member of the Committee is advised, or if notice is posted in a prepaid letter, not less than twentyfour hours prior to the time appointed for the holding of the meeting in question or as convenience permits by verbal notice at a rehearsal of the Society , and the meeting may then be held forthwith.

#### **15. ABSENCE FROM COMMITTEE MEETINGS**

1 Any Member of the Committee who shall absent himself or herself without leave from three consecutive meetings of the Committee shall ipso facto cease to be a Member of the Committee.

#### **16. VACANCIES ON COMMITTEE**

1 The Committee shall have power to appoint a member of the Society to fill any casual vacancy on the Committee until the next annual general meeting, and any Member of the Committee so appointed shall retire at the next annual general meeting, together with the rest of the Committee, but all or any of the retiring Committee shall be eligible for reelection except as elsewhere set out herein.

#### **17. POWERS OF COMMITTEE TO CO-OPT**

1 The Committee shall have the power to co-opt any member of the Society for all such special duties as may be considered conducive to the attainment of the objects of the Society .

#### **18. DUTIES OF COMMITTEE**

1 It shall be the duty of the Committee generally to:

- (a) conduct the affairs of the Society;
- (b) recommend, determine remuneration for, and contract with a Director of Music, Assistant Director of Music and an Administrator;
- (c) collect all subscriptions and keep usual and proper books of account properly posted and other records of the business of the Society; and
- (d) prepare and submit to the annual general meeting a report, balance sheet and statement of accounts for the preceding Year.
- (e) it shall be the responsibility of the Administrator to:

Receive and receipt all income,

Operate the Society's bank account,

Control term investments,

Write cheques for payment to creditors.

2 There shall be three cheque signatories, one of which shall be the Administrator.

3 The Committee is charged with maintaining the fiscal integrity of the Choir, particularly in respect of Sections 3, 18.1 (b), (c), (d), and (e), 22, and 23. As such it must take early cognizance of any overdue or bad debts, and has the authority to take any legal action deemed appropriate in the collection of these debts.

## **19. NOTICES**

1 The accidental omission to give notice to, or the non-receipt of any notice by, any member or any other person entitled to such notice under these Rules shall not invalidate the proceedings of any general meeting or Committee meeting to which such notice relates.

## **20. COMMON SEAL**

1 The common seal of the Society shall be that appointed by the Committee who shall be responsible for the safe custody and control thereof.

## **21. ATTESTATION OF DOCUMENTS**

1 Wherever the common seal of the Society is required to be affixed to any deed, document, writing or other instrument, the seal shall be affixed thereto pursuant to a resolution of the Committee and in the presence of two Members of the Committee (one of whom shall be the Chairperson or the Administrator) who shall sign the document or instrument to which the seal is so affixed.

## **22. INVESTMENT OF FUNDS**

1 The Committee may from time to time invest and reinvest in such securities and

upon such terms as it shall think fit the whole or any part of the funds of the Society which shall not be required for the immediate business of the Society.

### **23. BORROWING POWERS**

1 The Society shall, in addition to the other powers vested in it, have power to borrow or raise money from time to time by the issue of debentures, bonds, mortgages or any other security founded or based on all or any of the property and/or rights of the Society, or without any such security, and upon such terms as to priority and otherwise as shall seem fit to the Committee who shall also be entitled to exercise such power to borrow or raise money.

### **24. LIABILITY OF MEMBERS**

1 No member shall be under any liability in respect of any contract or other obligation made or incurred by the Society .

#### **24A Personal Benefit**

1 Any income, benefit or advantage shall be applied to the charitable purposes of the Auckland Youth Choir. No member of the Auckland Youth Choir or any person associated with a member shall participate in or materially influence any decision made by the Choir in respect to the payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever. Any such income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being open market value).

### **25. REHEARSALS AND PERFORMANCES**

1 The Society shall meet for rehearsal on one or more nights in every week of the choir year and for performances upon such other occasions as shall from time to time be decided by the Director of Music.

### **26. ATTENDANCE AT REHEARSALS**

1 At all rehearsals of the Society a roll of the choristers shall be maintained and a record of attendance kept.

2 The absence of any chorister from three or more consecutive rehearsals or any other unexplained absences shall be a matter for discussion by the Committee, who shall have the power to suspend such chorister from any further rehearsal in that session and/or to require such chorister to re-audition for membership, and/or to consider the continued membership of such chorister.

### **27. STANDARDS OF PERFORMANCE**

1 If, in the opinion of the Director of Music, any chorister is not sufficiently conversant with the music to be performed at any forthcoming performance, the Director of Music in consultation with the Assistant Director of Music shall have the power to exclude such chorister from the said performance or series of performances.

### **28. ACCOMPANIST**

1 The Committee may from time to time appoint on the recommendation of the Director of Music an accompanist from the membership of the Society or from elsewhere.

## **29. LIFE MEMBERS**

1 Any member, former member or other person who has taken an active part and displayed outstanding service in furthering the objects of the Society may, on the recommendation of the Committee, be elected a Life Member at the annual general meeting.

## **30. CARE OF MUSIC ETC**

1 Every member shall take due and proper care of, and shall, upon demand by the Committee or upon his or her ceasing to be a member, forthwith deliver and return all music or other property whatsoever upon issue to him or her from the Society, and shall pay for all such articles as may be lost, damaged or destroyed excepting only damage or loss by fair wear and tear, fire or other inevitable accident without default or neglect on the part of the member. The committee shall determine whether all or part of the music deposit shall be withheld in the event of non return of any music.

## **31. COPIES OF RULES**

1 Every member shall be entitled to one copy of these Rules free of cost.

## **32. DISSOLUTION**

1 The Society may be voluntarily wound up in accordance with Section 24 of the Incorporated Societies Act 1908.

2 In the event of the Society being wound up, the surplus assets and funds after payment of the Society's liabilities and the expenses of winding up shall vest absolutely in the body corporate called the Mayor, Councilors and Citizens of the City of Auckland, to be used by it for charitable purposes.

## **33. REGULATIONS**

1 The Society may, from time to time by resolution in general meeting, make, amend or rescind regulations not inconsistent with these Rules governing the Society and conduct of its rehearsals, performances or meetings.

## **34. DRESS**

1 Each chorister shall, himself or herself, care for the choir uniform as hired to him/her and shall return said uniform in good condition upon resignation from the choir.

2 Each chorister shall present him/herself for performances to the standard of dress and grooming as determined from time to time by the Committee.

## **35. INTERPRETATION**

1 In these Rules, except where a different interpretation appears:

“Act” means the Incorporated Societies Act 1908.

“Committee”, “Members of the Committee”, “Chairperson”, “Administrator”, “Librarian” and “Director of Music” mean respectively the Committee, Members of the Committee, Chairperson, Administrator, Librarian and Director of Music of the Society appointed in accordance with these Rules.

“Chorister” means a person who has successfully auditioned and has been approved by the Auditioning Sub-Committee for membership.

“Member” means any person who is a member of the Society in accordance with these Rules.

“Rules” means these Rules as originally framed or as from time to time altered by resolution of the Society in terms of section [8] of these Rules.

“Session” means the series of rehearsals held for the purpose of rehearsing the music for a specific performance.

“Society” means Auckland Youth Choir (Incorporated) as incorporated under these Rules.

“Year” means the financial year of the Society as fixed by the Committee.