

Strathfield Symphony Orchestra Inc – Rules approved 26 May 2009

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PREAMBLE

The Strathfield Symphony Orchestra was founded in 1969 by Emily Finn with the support of Strathfield Municipal Council and is a community orchestra based in Strathfield.

1 NAME

The name of the organisation shall be the Strathfield Symphony Orchestra Inc and the organisation may be referred to in short as the Strathfield Symphony Orchestra or SSO or in these rules as the Orchestra.

2 OBJECTIVES

The objectives of the organisation are:

- to provide members with opportunities to perform symphonic music to a high standard
- to promote public performances by the Orchestra
- to promote the performance and composition of Australian musical works

3 MEMBERSHIP

3.1 Membership shall be subject to:

- approval of the Committee and meeting such requirements as the Committee may from time to time prescribe, and
- payment of such subscriptions (if any) as the Committee may from time to time prescribe.

The Committee may on application reduce or dispense with the fees otherwise payable by a member.

3.2 By virtue of his or her position, the Chief Conductor (or if appointed, the Musical Director) is not required to satisfy the above membership criteria and is automatically a member of the organisation.

3.3 The Committee may decline an application for membership or terminate a member's membership of the organisation and need not give reasons for doing so.

3.4 On winding up of the organisation the liability of members to contribute to the liabilities of the organisation or the costs of winding up shall be limited to the amount (if any) of subscriptions due but unpaid.

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4 MANAGEMENT

4.1 The affairs of the organisation shall be managed by a Committee comprising:

- the President, Secretary, Treasurer *and one or more Vice-Presidents*,
- the Chief Conductor (or if appointed, the Musical Director), the Concertmaster, the Librarian and the Orchestra Manager, and
- no more than five other persons.

4.2 One person may occupy more than one of the positions referred to in Clause 4.1. No objection may be taken to any vacancy in any of the Committee positions referred to in Clause 4.1.

4.3 The Committee may appoint an Executive comprising the President and such other members of the Committee as it appoints from time to time to perform any of its functions and may otherwise delegate any of its functions.

4.4 The Committee shall be elected annually at the Annual General Meeting. Any occasional vacancy on the Committee may be filled by a member appointed by the Committee or by a member elected at a General Meeting, and

4.5 A quorum for a meeting of the Committee shall be four (4) members of the Committee. Decisions of the Committee shall be by majority vote of the members present, with the chairperson having a casting vote. The Committee and any Executive may regulate their meetings as they think fit and may meet and make decisions by telephone or by exchange of electronic communications.

4.6 The Committee shall cause minutes to be kept of all proceedings of meetings of the Orchestra and of the Committee.

4.7 The Committee shall have power to do whatever a natural person can do.

4.8 The office of a member of the Committee will become vacant if in the opinion of the Committee the member is unable or fails to carry out the functions of the office (including attending Committee meetings).

5 CHIEF CONDUCTOR AND MUSICAL DIRECTOR

5.1 The Committee shall have the power to appoint and to determine the appointment of a Chief Conductor and/or a Musical Director. The same person may be appointed Chief Conductor and Musical Director.

5.2 The Chief Conductor and/or the Musical Director shall be responsible for the musical standards of the organisation subject to the direction of the Committee.

6 FUNDS

6.1 All monies received by the organisation shall be under the control of the Treasurer and shall be deposited at the earliest possible date to the credit of the organisation's bank or other deposit account.

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6.3 Any cheque account shall be operated on only by the joint signature of any two (2) members of the Committee.

6.4 The funds of the organisation may be invested in permanent building societies, credit unions or such alternative investments as the Committee shall from time to time determine.

6.5 In the event of voluntary winding up of the organisation any surplus funds may not be distributed to members of the organisation but shall be distributed in such other way as the Committee decides best fits the objectives of the organisation.

7 GENERAL MEETINGS

7.1 An Annual General Meeting of the organisation shall be held each year within 6 months after the end of the financial year. The financial year shall be 1 January to 31 December unless the Committee decides otherwise.

7.1.1 The election of members of the Committee shall be by a simple majority of the members present and entitled to vote..

7.1.2 The outgoing Committee shall present an annual report and a financial report to the Annual General Meeting.

7.1.3 A quorum for an Annual General Meeting shall be one half of the members of the organisation entitled to vote or seven (7) whichever is the lesser.

7.1.4 Notice of an Annual General Meeting, including the agenda, shall be given to members not less than fourteen (14) days prior to the meeting.

7.2 A Special General Meeting may be called by the Committee at any time and shall be called at the written request of at least fifteen (15) members entitled to vote at meetings .

7.2.1 A quorum for a Special General Meeting shall be one third of the members entitled to vote or five (5) whichever is the lesser.

7.2.2 Notice of a Special General Meeting, including the agenda, shall be given to members not less than seven (7) days prior to the meeting.

7.4 The President shall chair Special General Meetings, Annual General Meetings and meetings of the Committee but in his or her absence the Committee may appoint another of their number to chair the meeting.

7.5 Members shall not be entitled to vote at any meeting of the organisation if their subscriptions are in arrears.

7.6 Notices to and other communications with members may be given in any form deemed appropriate by the Committee including electronically.

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8 ALTERATIONS TO THESE RULES

8.1 These Rules (including the Objectives of the organisation) may be amended by a resolution passed by a two-thirds majority of members present at any Special General Meeting or Annual General Meeting.

9 REGISTER OF MEMBERS

9.1 The public officer shall maintain a register of members, specifying the name and address of each person who is a member together with the date on which the person became a member.

9.2 The register of members shall be kept at the principal place of administration of the organisation and shall be open for inspection by any member, free of charge, on reasonable notice at a time agreed by the public officer and the member.

10 INTERNAL DISPUTES

Disputes between members (in their capacity as members) of the organisation, and disputes between members and the organisation, should in the first instance be referred to the Committee. If the dispute persists, it shall be referred to a community justice centre for mediation in accordance with the *Community Justice Centres Act 1983*.

11 VOTING BY PROXY

11.1 Each member entitled to vote is entitled to appoint another member as proxy by notice given to the Secretary or the President before the time of the meeting in respect of which the proxy is appointed.

11.2 The notice appointing the proxy is to be in a form approved by the Committee.

12 FUNDS SOURCES

The funds of the organisation are to be derived from ticket sales for concerts, subscriptions of members, donations and, subject to any resolution passed by the organisation in general meeting, such other sources as the Committee determines.

13 COMMON SEAL

13.1 The common seal of the organisation must be kept in the custody of the public officer.

13.2 The common seal must not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal must be attested by the signatures either of two (2) members of the Committee or of one (1) member of the Committee and of the public officer or the Secretary.

14 CUSTODY OF BOOKS

Except when otherwise directed by the Committee, the public officer must keep in his or her custody or control all records, books and other documents relating to the organisation.

15 INSPECTION OF BOOKS

The records, books and other documents of the organisation shall be open for inspection, free of charge, by any member of the organisation on reasonable notice at a time agreed by the member and the public officer.