

CONSTITUTION OF THE ROYAL TUNBRIDGE WELLS DANCE FESTIVAL

1. The name of the festival shall be **The Royal Tunbridge Wells Dance Festival** (hereinafter referred to as 'the Festival')
2. The object of the Festival shall be to assist in advancing the education of children or young people in the art of dance in all its branches.

In furtherance of the object of the Festival but not further to or otherwise the Festival shall have the following powers:

- (i) to hold and promote annual competitive festivals;
 - (ii) to present and promote public performances;
 - (iii) where funds permit, to offer a bursary each year to an outstanding local performer for furtherance of his/her dance training at a vocational establishment;
 - (iv) to affiliate to The British & International Federation of Festivals and to further the charitable objects of the said Federation;
 - (v) to abide by the laws of England and the European Union;
 - (vi) to do all such other things as are necessary to the attainment of the object of the Association.
3. The income and property of the Festival shall be applied solely toward the promotion of its objects as set forth in the Constitution and no portion thereof shall be paid or transferred, directly or indirectly, to the members of the Festival. Provided nothing herein shall prevent the payment in good faith by the Festival to any member of the Committee, member, officer or servant of the Festival:
 - (i) of reasonable and proper remuneration for services actually rendered including reasonable and proper fees and usual charges for any professional services;
 - (ii) of reasonable interest on money lent to the Festival;
 - (iii) of reasonable and proper rent for premises demised or let by the Festival;
 - (iv) of expenses reasonably incurred on behalf of the Festival, on condition that:
 - (a) no person shall be entitled to vote on a resolution not attend any meeting concerning his own appointment to his paid office of the Festival or any payment made or to be made to him by the Festival;
 - (b) notwithstanding anything contained in the Constitution of the Festival no resolution relating to any payment to any member of the Committee shall be effective unless it is passed at a committee meeting at which there is present a quorum which comprises not less than one third of the total of those entitled to attend the meeting, and a majority of persons who are not remunerated for services being rendered to the Festival.
4. Membership of the Festival shall be open to any person who is interested in the object of the Festival.
5. The Officials of the Festival shall be:
 - (i) A Chairman
 - (ii) A Vice-Chairman
 - (iii) An Honorary Secretary
 - (iv) An Honorary Treasurer

6. The Officials of the Festival shall be elected annually at the Annual General Meeting of the Festival from Members of the Festival.
7. The Management of the Festival shall be vested in the Committee.
8. The Committee shall consist of the Officials of the Festival and four members of the Festival to be elected annually at the Annual General Meeting of the Festival.
9. All the powers of the Festival shall be vested in the Committee save in so far as the same are expressly required to be exercised by the Festival in General Meeting and save that the Committee shall not be empowered to wind up the Festival but such winding up shall be decided upon only by a General Meeting of the Festival.
10. (i) All the moneys belonging to the Festival shall be paid into such Bank as may be specified by the Committee to the account of the Festival.
(ii) All the cheques drawn on the account of the Festival shall be signed by two Officials of the Festival.
11. The property and investments of the Festival (other than money at the Bank) shall be held in the name of the Festival by the Chairman, Secretary or Honorary Treasurer for the time being.
12. (i) The Annual General Meeting of the Festival shall be held in the month of July in every year and at such meeting the Officials of the Festival and the Committee shall retire but shall be eligible for re-election.
(ii) The Annual General Meeting shall be convened by the Secretary and not less than twenty-one days' notice in writing given to the Members of the Festival.
(iii) At the Annual General Meeting the Committee shall present Accounts for the year ended 1st May previous to the meeting, audited in accordance with the requirements of the Charities Act 1993. At such meeting the auditors or independent examiner for the ensuing year shall be appointed and the Officials of the Committee elected.
(iv) An Extraordinary General Meeting shall be convened by the Secretary upon a request by the Committee or by any six Members upon not less than fourteen days notice of such meeting being given to every Member which shall state the business to be conducted at the meeting.
(v) Any six Members of the Festival personally present shall be a quorum at any General Meeting.
(vi) At every General Meeting the chair shall be taken by the Chairman of the Festival or, in his/her absence, by the Vice-Chairman. In the absence of the Chairman and the Vice-Chairman, a Chairman shall be elected by the Members present.
(vii) The voting at a General Meeting shall be by show of hands but the Chairman or any three Members may demand a poll, which shall be immediately taken, and the result thereof declared by the Chairman. In the case of equality of votes, the Chairman of the Meeting shall have a second or casting vote.
13. At any General Meeting every Member of the Festival shall, subject as hereinafter provided, have one vote provided that no person other than a Member duly registered on the Register of Members and who shall have paid every subscription and other sum (if any) which shall be due and payable to the Festival in respect of his/her membership shall be entitled to vote.
14. (i) The Committee shall meet at least four times in every year.
(ii) Meetings of the Committee shall be convened by the Secretary of the Festival by giving at least seven days' notice to each Member or such shorter notice as the Chairman of the Festival may decide.
(iii) Any three Members of the Committee personally present shall form a quorum.

- (iv) The provision herein set out in relation to voting and the taking of the chair at the General Meeting shall apply to meetings of the Committee.
- (v) The Committee shall have power to fill casual vacancies on the Committee from the Members of the Festival and to co-opt not more than two members as Members of the Committee and such persons need not be Members of the Festival.

15. A Resolution to wind up the affairs of the Festival may only be moved at a General Meeting convened for the purpose. Such Resolution will become effective only if 75% (or other substantial percentage) of Members only attending the meeting vote in favour. If upon the winding up or dissolution of the Festival there remains after the satisfaction of all its debts and liabilities and any property whatsoever, same shall not be paid to or distributed among the Members of the Festival but shall be given or transferred to The British & International Federation of Festivals for its general charitable purposes, or some other Institution or Institutions, having objects similar to the object of the Festival and which shall prohibit the distribution or their income or property amongst its or their Members.
16. Subject as hereinafter provided the Constitution of the Festival as set out in this Schedule may be added to repeated or amended at any General Meeting provided that no such Resolution may be deemed to have been passed unless it be passed by a majority of at least two thirds of the Members present at the meeting and entitled to vote. Provided no amendment shall be made to Object Clause 2, the Dissolution Clause 15, and this clause and provided also that no amendment shall be made which would cause the Association to cease to be a charity in law.

Signed:

Sally-Anne Leigh – Chairman

Date: 20th June 2008 (*reviewed and revised*)