



Thames Vale Youth Orchestra: Constitution and Regulations

Preamble

The Orchestra was originally established by the Trustees of the Thames Vale Music Trust (TVMT). In October 2011 a new Unincorporated Charity, the Thames Vale Youth Orchestra Trust (TVYOT), was established and registered with the Charity Commission (Charity Number 1144327) and all the resources and governance responsibilities of the TVMT were transferred to the TVYOT. The TVMT was removed from the Charities Commission Register in 2012.

1. Name

The name of the Society shall be the Thames Vale Youth Orchestra Trust, which will trade as Thames Vale Youth Orchestra ('TVYO'), hereinafter referred to as the Society.

2. Objects:

- i. To advance the musical education of young people who live in and/or attend school in the Thames Vale or surrounding area through the provisions of orchestral training and the opportunity to perform in concerts.
- ii. To assist and further such charitable institutions and charitable purposes as the Trustees shall from time to time determine.

3. The Trustees

- i. There shall be a minimum number of three Trustees, and their names shall be registered with the Charity Commission for England and Wales.
- ii. In summary, Trustees are required by law:
 - a. To ensure the charity is carrying out its purposes for the public benefit
 - b. To ensure the charity complies with its governing document and with charity law
 - c. To act in the charity's best interests
 - d. To manage the charity's resources responsibly
 - e. To act with reasonable, care and skill
 - f. To ensure that the charity is accountable and complies with statutory accounting and reporting requirements.
- iii. All Trustees are automatically members of the Management Committee (Section 6), which also has some non-Trustee members, including the Director of Music. Trustees are expected to play an active role in the business of the Management Committee. The principal distinction between Trustee and non-Trustee members of the Management Committee is that the Trustees can be jointly and personally held to account by external bodies, the Charity Commission in particular, for the decisions and actions of the Charity.
In keeping with their legal obligations, and requirement for accountability, Trustees take joint responsibility for:
 - a. Financial control of the Charity, and control of its assets, including to ensure that the Charity produces annual accounts; budgets appropriately for proceeding financial years; maintains an appropriate level of reserves to sustain its purposes; and approves new donations and gifts to the Charity, and the conditions attached to those donations/gifts.
 - b. The appointment of new Trustees and the Music Director.

- c. Ensuring that long-term strategy and major changes in practice within the Society are in keeping with their responsibilities defined in (i) above.
- d. Maintaining an overview of the governance of the Society and ensuring the Governing Documents of the Society are fit for purpose, including the Constitution, the Regulations and Policies.
- e. Ensuring the Society is accountable to its Members.
- f. Such other responsibilities as are defined below and in regulations and policies of the Society.

In furtherance of the objects, but not otherwise, the Trustees may exercise the following powers, in consultation with, and with the agreement of, the full Management Committee:

- g. The power to raise funds and to invite contributions provided that in raising funds the Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;
 - h. The power to buy, take on lease or in exchange any property necessary for the achievement of the objects and to maintain and equip it for use;
 - i. The power to hire such staff, (who shall not be Trustees), as are necessary for the proper pursuit of the objects of the Society.
 - j. The power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes, and to exchange information and advice with them.
 - k. The power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects;
 - l. The power to appoint and constitute such advisory Committees as they deem fit
 - m. The power to do all other such lawful things as necessary for the achievement of the objects.
- iv. New Trustees shall be appointed at a meeting of all continuing Trustees with a majority approval required, and also requiring the agreement of the Management Committee. When a vacancy arises, the Trustees shall notify the Membership of the Society that a new Trustee is being sought and invite interest, but may also instigate a search outside the Membership for suitable candidates.
 - v. Potential Trustees to be considered must be eligible to be the trustee of a charity according to Charity Commission rules; in particular they must be at least 18 years of age and must not be disqualified from being a trustee for reasons specified by the Charity Commission.
 - vi. One of the Trustees shall be appointed as Chair, by the other Trustees, in consultation with, and with the approval of, the Management Committee. A Chair may be appointed from persons who are not current Trustees, provided that they are willing to become a Trustee on appointment as Chair.
 - vii. The Chair shall act as Chair of the Management Committee, shall take the lead on ensuring that Trustees comply with their duties and the charity is well governed, and may act as an external spokesperson for the charity.
 - viii. One of the Trustees shall be appointed as Treasurer, by the continuing Trustees, in consultation with, and with the agreement of, the Management Committee. A Treasurer may alternatively be appointed from persons who are not current Trustees, provided that they are willing to become a Trustee on appointment as Treasurer.
 - ix. The Treasurer shall take the lead in making sure the charity keeps proper accounts, reviewing the charity's financial performances, ensuring the charity has effective and robust financial controls in place, and reporting on financial matters to the Management Committee and the members.
 - x. The Trustees may meet at such frequency as is required to conduct their business, and may invite other members of the Management Committee to attend as required. A written record of the meetings of Trustees will be kept.
 - xi. A Trustee may benefit from trustee indemnity insurance cover purchased at the Society's expense with, and subject to the conditions in, section 189 of the Charities Act 2011.

4. Playing Membership

- i. Playing Membership of the Society shall be open to young persons in full-time school attendance or receiving education through a 'home schooling programme' (usually between the ages of 13 and the end of the academic year in which they attain the age of 18), who live close enough to the rehearsal venue (for the time being) to attend regular weekly rehearsals there.
- ii. Applicants must have attained a playing standard appropriate to that of the orchestra, as assessed at a mandatory audition.
- iii. All Playing Members are required to pay a subscription to Thames Vale Youth Orchestra Trust, set from time to time by the Trustees of the TVYOT ('the Trustees'). The subscription is annual, and is payable in advance, usually in two instalments ('Termly Membership Fees', September and January).
- iv. No individual shall be excluded from Playing Membership of the Society (provided they meet the playing criteria) on the grounds, as stated in the Equality Act 2010, of age, gender reassignment, being married or in a civil partnership, being pregnant or on maternity leave, disability, race including colour, nationality, ethnic or national origin, religion or belief, sex, or sexual orientation.
- v. No individual shall be excluded from Playing Membership of the Society (provided they meet the playing criteria) on the grounds of financial need. No individual should have to leave the Society for financial reasons. The Trustees will fund a limited number of 'TVYOT Bursaries', to be made available as described in the Regulations for the Administration of the Thames Vale Youth Orchestra Bursary Scheme.
- vi. Playing Members shall be exempt from paying fees whilst their parent(s) or guardian(s) are in receipt of any of the following benefits (or the equivalent as defined current Government arrangements such as Universal Credit): Jobseekers' Allowance; Housing Benefit; Council Tax Benefit; Income Support.
- vii. Players may be considered for a reduced fee whilst the family receive Working Tax Credit.

5. Musical Director

When the situation becomes vacant by virtue of the retirement or resignation of the incumbent Musical Director, a new Musical Director shall be appointed by the Trustees, after consultation with the Management Committee ('the Committee', see below) and others, as appropriate.

The Musical Director shall be responsible for all aspects of musical policy including choice of works for rehearsal and performance, preparing rehearsal schedules, conducting rehearsals and concerts, and selection of all specialist instrumental coaching staff, in association with the Committee.

6. Management Committee

- i. The day-to-day management of the Society shall be in the hands of a Management Committee ('the Committee'). The Committee shall be responsible to the Trustees for all matters affecting the Orchestra and its running:
- ii. The Committee's responsibilities include: ensuring all the practical arrangements and detailed planning for the rehearsals, concerts, auditions and recruitment and other events, including publicity and website management; arranging venues; ticket sales and transport arrangements in support of events; maintaining the database of Members; ensuring the provision, and monitoring the condition of the necessary equipment and music for rehearsals, concerts and events; ensuring sufficient presence of volunteers at rehearsals, concerts and other events including First Aid provision; monitoring compliance with policies of the TVYO. These responsibilities exclude those defined as Responsibilities of the Music Director in Section 5 regarding musical policy.
- iii. The Committee shall also discuss matters of long-term planning and development of the Society and make recommendations as appropriate for the approval of the Trustees.
- iv. The composition of the Committee shall be:
 - Chair – Trustee
 - Treasurer – Trustee
 - Any other Trustees

- Secretary – appointed
 - Admissions Secretary – appointed
 - Publicity Manager – appointed
 - Librarian – appointed
- v. The Musical Director shall be an ex officio member of the Committee.
 - vi. The Committee may co-opt additional members, at its discretion.
 - vii. A Secretary, Admissions Secretary, Publicity Manager and Librarian shall be appointed from time to time by continuing members of the Committee.
 - viii. The non-Trustee Officers and other Committee members shall be elected, or re-elected, by the Society's Voting Members at the Annual General Meeting: they shall hold office until the next Annual General Meeting and be eligible for re-election.

7. Meeting and Proceedings of the Committee

- i. The Committee shall hold ordinary meetings during the year at whatever intervals are deemed to be appropriate for the effective running of the Society.
- ii. A special meeting may be called at any time by the Chair of the Committee, or by two members of the Committee, upon not less than 4 days' notice being given to the other members of the Committee of the matters to be discussed, but if the matter includes the appointment of a co-opted member then not less than 21 days' notice must be given.
- iii. The Committee shall hold an Annual General Meeting during the course of each season. Notice of the date shall be given in writing to all TVYO Voting Members as defined in Section 10. At this point nomination forms for elected members can be sent out if desired.
- iv. The Chair shall chair meetings of the Committee. If the Chair is absent from any meeting, the members of the Committee present shall choose one of their number to be Chair before any other business is transacted.
- v. There shall be a quorum when at least one third of the number of members of the Committee for the time-being, or three members of the Committee (whichever is greater), are present at the meeting.
- vi. Every matter shall be determined by a majority of votes of the members of the Committee present and voting on the question, but in the case of equality of votes, the Chair of the meeting shall have a second or 'casting' vote.
- vii. The Committee shall keep minutes of the proceedings at meetings of the Committee and any sub-Committee, and shall ensure that these are stored safely, and that they are available for inspection as required.
- viii. The Committee may from time to time make and alter rules for the conduct of its business, the summoning and conduct of its meetings, and the custody of its documents. No rule may be made which is inconsistent with this constitution.
- ix. The Committee may appoint one or more sub-Committees, consisting of three or more members of the Committee, for the purpose of making any enquiry or supervising or performing any function or duty which, in the opinion of the Committee would be conveniently undertaken or carried out by a sub-Committee: provided that all acts and proceedings of any such sub-Committee shall be fully and promptly reported to the Committee.

8. Equal opportunities - Committee

No individual shall be excluded from membership of the Committee on the grounds of age, gender reassignment, being married or in a civil partnership, being pregnant or on maternity leave, disability, race including colour, nationality, ethnic or national origin, religion or belief, sex, or sexual orientation.

9. Finance

- i. The financial year shall end on 31st August of any given year.
- ii. A banking account shall be opened in the name of the Society, and cheques drawn on this account shall be signed by 2 members of the Committee. There shall be at least two possible

signatories at any time, but ideally for convenience, three signatories should be entered onto to the banking paperwork, of which at least 2 should normally be Trustees.

- iii. The Society shall receive donations, grants in aid and financial guarantees on behalf of TVYO.
- iv. Tickets for any or all of its concerts and other events shall be offered for sale to the public.
- v. The income and property of the Society, whencesoever derived, shall be applied solely towards promoting the objects of the Society as set forth above and no portion thereof shall be paid or transferred either directly or indirectly to any member or members of the Society except in payment of legitimate expenses incurred on behalf of the Society.
- vi. Clause 9v does not prevent a member who is not also a Trustee from receiving a benefit from the Society in the capacity of a beneficiary of the charity; or reasonable and proper remuneration for any goods or services supplied to the Society.

10. Annual General Meeting

- i. For the purposes of the AGM the Voting Members shall be defined as the parents or guardians of the Playing Members, with no more than 2 such Voting Members per family; the Trustees; and the Members of the Management Committee. Playing Members may also attend the AGM but may not vote unless they are over the age of 18.
- ii. Within 10 months of the end of each financial year the Voting Members shall be summoned to an Annual General Meeting of which notice in writing shall be given.
- iii. The Committee shall present to each AGM the report and accounts of the Society for the preceding year.
- iv. Nominations for election to the Committee must be made by members of the Society in writing and must be in the hands of the Secretary of the Committee at least 14 days before the AGM. Should nominations exceed vacancies, an election shall be held.

11. Special (Extraordinary) General Meeting

A Special General Meeting (also known as an Extraordinary General Meeting), of which at least 21 days' notice in writing must be given to all Voting Members, may be called for by the Committee or upon written request to the Secretary of the Committee signed by at least 6 Voting Members of the Society. The notice must state the business to be discussed.

12. Procedure at General Meetings

- i. The Secretary or other person specially appointed by the Committee shall keep a full record of proceedings at every General Meeting of the charity.
- ii. There shall be a quorum when at least 10 Voting Members are present at any general meeting.

13. Accounts

The financial accounts shall be audited or examined to the extent required by legislation or, if there is no such requirement, scrutinized by a person who is independent of the Committee, and then submitted to the Voting Members at the Annual General Meeting.

14. Alterations to the Constitution

- i. The Constitution may be altered by a two-thirds majority of the Voting members present at any General Meetings, provided that 14 days notice of the proposed alteration has been sent to all Voting members and provided that nothing herein contained shall authorise any amendment which shall have the effect of the Society ceasing to be a Charity.
- ii. No amendment may be made to clause 1 (name), clause 2 (objects), clause 9 v (distribution of assets) or clause 15 (dissolution), without the prior written consent of the Charity Commission.

15. Dissolution

In the event of the Society being wound up, any assets remaining upon dissolution after the payment of proper debts and liabilities shall be transferred to a charitable institution or institutions having similar objects to those of the Society.

Thames Vale Youth Orchestra Trust Bursary Scheme

Historical Note

In October 1994, an anonymous donor gave the Thames Vale Youth Orchestra a substantial sum of money. After discussion with the donor, and in accordance with her wishes, part of it was initially allocated to the 'Fee support and leaving grant fund', and the remainder, including a tax rebate claimed under the Gift Aid scheme, was placed in the 'Instruments fund'. Subsequently, the Fee Support Fund was merged into general reserves, but the commitment to award Bursaries was continued in accord with the wishes of the original donor.

1. The Trustees will fund a limited number of 'Thames Vale Youth Orchestra Bursaries' to be made available in two styles, viz. 'single' and 'double'. Single-playing-member families may apply only for a single bursary; families with two or more playing members may apply for a single or double bursary.
2. Bursaries will be applied to reduce the Thames Vale Youth Orchestra termly membership fee, for members who for financial reasons would otherwise be unable to continue as members, or who would find continuing membership a severe financial strain. Bursaries will be awarded annually. An award to any one playing member in any year will not confer automatic entitlement to an award in subsequent years, though an application may be made every year.
3. Each bursary will be divided into three tranches, a tranche to be made available at the start of the Autumn, Spring and Summer terms.
4. Bursaries will not be payable in cash but will have the effect of reducing the fee payable by a member(s). To maintain confidentiality as far as its reasonably possible the residual component of the fee payable should be forwarded directly to the Treasurer, and not handed in at a weekly rehearsal. In addition to the fee reduction a bursary will entitle the recipient to two complimentary tickets for each concert given by TVYO in the relevant season.
5. Single bursary.
This shall be the normal style, for allocation to single-member families. The value of the bursary shall be determined at the absolute discretion of the Trustees. It will be dependent on the need of the individual concerned. Additionally, a single bursary shall entitle the recipient to two complimentary tickets for each concert given by TVYO in the relevant season.
6. Double bursary.
This special style shall be allocated only to multiple-member families. The value of the bursary shall be determined at the absolute discretion of the Trustees. It will be dependent on the need of the individual concerned. Additionally, a double bursary shall entitle the recipient to two complimentary tickets for each concert given by TVYO in the relevant season.
7. Each recipient of a bursary of either style shall be expected to attend regularly at weekly rehearsals and make an extra effort to be available for all concerts during the season, subject only to illness or school functions held on concert days at which attendance is mandatory.
8. The Chair of the TVYO Management Committee shall ensure that details of the scheme are made available, and shall keep under review the best management of the fund.
9. Applications for a bursary shall be addressed to the Chair of the TVYO Management Committee. The Chair will be responsible for making the initial assessment regarding suitability for a bursary, and will make recommendations to the Trustees. The Trustees will decide whether an award will be made. Parents will be informed of the Trustees' decision.

General Regulations applying to the Bursary Scheme

1. Trustees shall make regular reviews of these Regulations, and shall make any changes to the Regulations, within the spirit of the original donation, which are necessary to meet changing circumstances.
2. The total value of TVYO Bursaries awarded in any year, shall be reported as a separate item in the TVMT Annual Accounts

Thames Vale Youth Orchestra Trust

Regulations for the Administration of the 'Instrument Fund'

Historical Note

In October 1994, an anonymous donor gave the Thames Vale Youth Orchestra a substantial sum of money. After discussion with the donor, and in accordance with her wishes, part of it was initially allocated to the 'Fee support and leaving grant fund', and the remainder, including a tax rebate claimed under the Gift Aid scheme, was placed in the 'Instruments Fund'. At the same time the Trustees of the TVMT ('Trustees') agreed that, for simplicity of management and flexibility of administration, the instruments already owned by the Orchestra should also be included under the provisions of the Instruments Fund. At a meeting on 31st January 1995, Trustees approved joint regulations for the administration of these two funds.

Subsequently it was found convenient to define Regulations for each fund in separate documents and to make changes as a result of experience gained in the operation of the funds. Regulations for the administration of the Instruments Fund are given here; they supersede and replace all earlier Regulations for this Fund.

The Instrument Fund

1. For the purpose of these Regulations the term 'Instrument Fund' shall mean:
 - all the money received from the anonymous donation less that sum allocated to the Fee Support Fund under the Regulations approved on 31st January 1995;
 - all money accruing through sales and other additions;
 - all instruments, (which include associated equipment, e.g. stands) owned by TVYO Trust.
2. The Fund shall be used exclusively for the purchase of instruments for use by the orchestra members, and expenditure incurred in connection with such instruments, e.g. repair.
3. Purchases shall be either of specialised instruments required by the orchestra, which individual members could not reasonably be expected to acquire or, exceptionally, higher quality instruments which it would benefit specially talented and deserving members of the orchestra to have available.
4. The TVYO Management Committee shall be responsible for the implementation of the Fund; its tasks will be:
 - to keep under review the best deployment of the Fund;
 - to make recommendations for the approval by Trustees;
 - to seek out and arrange for the purchase of the most suitable instruments available after approval by Trustees;
 - to make suitable arrangements for storage, safe keeping and repair of instruments;
 - to recommend to Trustees appropriate holders of special quality instruments.
5. In the execution of duties listed in paragraph 4 above the TVYO Management Committee may co-opt or call upon the expert advice of anyone considered to be necessary.
6. Loan tenure of instruments purchased will depend upon circumstances: special instruments on loan will be retained only for the rehearsal term and concert for which they are required unless the holder gives good reason why the tenure should be extended. Quality instruments may be held for a longer period. Only in very exceptional circumstances shall an instrument from the Fund be retained by a holder who ceases to be a member of TVYO.
7. Holders of an instrument loaned for any period shall be required to sign a document confirming receipt of the instrument and their understanding of their responsibilities for its care and safe keeping for the duration of the loan. Any defect must be declared as soon as possible after its occurrence.
8. In all circumstances, all instruments on loan remain the property of TVYO Trust. Any instrument on loan shall be strictly for the sole use of the member signing for it.
9. At any time, Trustees, at their absolute discretion, may re-deploy the holding by selling one or more instruments. All money thus acquired shall be re-invested in the Fund.

General Regulations applying to the Fund

1. Trustees shall make regular reviews of these Regulations and the state of the Fund, and shall make any changes to the Regulations, within the spirit of the original donation, which are necessary to meet changing circumstances.
2. Trustees at their absolute discretion may from time to time augment the Fund by transfer of money to it from the General Fund.
3. The financial state of the Fund will appear as a separate item in the TVYOT Annual Accounts.

Original: June 1992.

Updated: January 1995, June 2000, June 2011, June 2016, March 2025.