

## **St Bartholomew's Hospital Choral Society – Rules**

These Rules are made pursuant to Clause 26 of the Constitution of St Bartholomew's Hospital Choral Society (referred to in these Rules as 'the Constitution') which was agreed by members of the Charity on 15 September 2021 and came into force on 22 January 2022 when the Charity was admitted by the Charity Commission as a charitable incorporated organisation.

### **MEMBERSHIP**

#### Becoming a Member

1. Pursuant to Clause 9.1 of the Constitution, an individual of 18 or over wishing to apply for membership of St Bartholomew's Hospital Choral Society (referred to hereafter as 'Barts Choir') shall apply by
  - a.
    - i. registering an interest using the online link on the Barts Choir website at [www.barts-choir.com](http://www.barts-choir.com); or
    - ii. otherwise contacting the Secretary to register an interest;
  - and
  - b. paying the termly subscription either in respect of the term in progress at the date of paying the subscription, or, if the subscription is paid outside term-time, the next upcoming term.
2. An individual under 18 years of age may apply for membership as set out in Rule 1 above. The Charity Trustees shall consider the circumstances of each such individual and, in particular, whether the requirements of the Barts Choir Safeguarding Policy can be met in respect of that individual, and may accept that individual for membership subject to such special terms as the Charity Trustees believe reasonable and appropriate in the circumstances.
3. An incorporated body or an individual representing an organisation which is not incorporated may apply for membership of Barts Choir by
  - i. registering an interest using the online link on the Barts Choir website at [www.barts-choir.com](http://www.barts-choir.com); or
  - ii. otherwise contacting the Secretary to register an interest.

The Charity Trustees shall consider the circumstances of each such incorporated body or individual and may accept that incorporated body or individual for membership subject to payment of such periodic subscription as the Charity Trustees believe reasonable and appropriate in the circumstances.

## Voting Rights

4. A member shall have the right to vote at any Annual General Meeting of Barts Choir. Each member shall have one vote, exercisable in person or by such other means as have been notified in writing to members in advance of the Annual General Meeting. A member's right to vote continues during the period:
  - a. in the case of termination of membership under any of subclauses 9.4(a) (i), (ii) or (iv) of the Constitution, from payment of the member's first termly subscription on becoming a member of the choir until termination of membership
  - b. in the case of termination of membership under subclause 9.4(a) (iii) of the Constitution, from payment of the member's first termly subscription on becoming a member of the choir until a date 12 months from the date of the last termly subscription paid by that member.

## Deemed Membership

5. Any person who was at the date of incorporation of Barts Choir a member of Registered Charity No 273180 (St Bartholomew's Hospital Choral Society) shall be deemed to be a member of Barts Choir for all purposes under the Constitution. In applying Rule 4(b) above to any former member of Registered Charity No 273180, the period of 12 months during which voting rights continue shall expire no earlier than 12 months from the date of incorporation of Barts Choir as a CIO.

## **CHARITY TRUSTEES**

6. Subject to the transitional arrangements set out in Schedule 1 to these rules ('the Schedule')
  - a. a Charity Trustee shall be appointed for a term not exceeding three years and at the end of that term a trustee may retire or may seek reappointment where permitted to do so by these rules
  - b. no individual shall serve as a Charity Trustee for more than six years consecutively unless:
    - i. that individual is one of the First Trustees of Barts Choir as defined by clause 12(4) of the Constitution and the operation of the Transitional Rules set out in the Schedule permit a

longer term; or

- ii. that individual is appointed by the Charity Trustees as an Officer for a term of four years as provided for in Rule 7. b. below, and the term of appointment as an Officer extends beyond six years from that individual's first appointment as a Charity Trustee.
- iii. In the case of an individual falling within the terms of Rule 6. b. ii. above, the individual shall continue as a Charity Trustee for no more than nine years.

## **OFFICERS**

7. The Officers of Barts Choir shall be the Chair, the Secretary and the Treasurer.
  - a. Each Officer shall be appointed by a majority of the Charity Trustees from amongst the Charity Trustees.
  - b. An Officer shall be appointed for a period not exceeding four years unless in the opinion of a majority of the Charity Trustees it is in the interests of Barts Choir that the appointment shall be extended for a period not exceeding six months. An individual appointed as an Officer shall remain a Charity Trustee for the duration of his or her appointment as an Officer.
  - c. The Secretary and the Treasurer shall upon the cessation of such appointment not be entitled to be appointed as an Officer again save that they may be appointed as Chair in accordance with clause 6(b) above.
  - d. An Officer shall upon cessation of his or her appointment as such retire as a Charity Trustee. An individual who retires under this clause may seek reappointment as a Charity Trustee where this is permitted by clause 16 of the Constitution.
  - e. Any Officer who fails to attend more than two successive meetings of the Charity Trustees without adequate explanation, or who otherwise fails to fulfil his/her duties, may forfeit his/her position as an Officer on a resolution of two thirds of the Charity Trustees voting at a meeting of the Charity Trustees.

## Schedule 1

### WHEREAS:

(A) The Charitable Incorporated Organisation, St Bartholomew's Hospital Choral Society (Reg. No. 1197538), was incorporated in January 2022 to take over the activities of the registered charity of the same name, registered with the Charities Commission under the number 273180 ('the Registered Charity'). It was agreed that a number of trustees of the Registered Charity would be appointed as the First Trustees of Barts Choir as defined by clause 12(4) of the Constitution, namely:

Margaret Susan Shale ('SS')  
Graham Frank Rowbotham ('GR')  
Richard Stephen Vaughan ('RV')  
Philip Robert Murphy ('PM')  
Anna Evelina Hepp ('EH')

(collectively, 'the First Trustees')

(B) The constitution of the Registered Charity ('the 2015 Constitution') provided that trustees could be elected for up to three three-year terms and each of the First Trustees had been appointed as a trustee of the Registered Charity in the expectation of continuing for a maximum of the three terms rather than the two now provided for in the Constitution.

(C) The following Transitional Rules provide for a balance between the expectations of the First Trustees, the desirability of continuity between the activities of Barts Choir and those of the Registered Charity, and the need for the retirement of Charity Trustees to be in accordance with the provisions of clause 13.1(a) and (b) of the Constitution.

### **Transitional Rules**

1. Any First Trustee who had, on incorporation of the CIO in January 2022, already served as a trustee of the Registered Charity for more than three years is eligible for reappointment as a Charity Trustee for one further three-year term only.
2. In order to address the requirements of clause 13.1(a) and (b) of the Constitution, the First Trustees will, subject to the provisions of Rule 7 above concerning the appointment of Officers, retire in turn at the first three Annual General Meetings following incorporation of the CIO, the order of retirement being determined by the dates of appointment of the First Trustees as trustees of the Registered Charity, the longest serving retiring first.