

City Voices Cardiff
Extraordinary General Meeting

20th February 2024

Minutes of the meeting

Present: There were 111 members of the choir in attendance (names by request)

Apologies: There were 24 apologies (names by request)

1.0 Introduction

1.1 David Elworthy (Secretary) introduced the agenda for the meeting and explained that the choir intends to seek registered charity status that requires the adoption of a new Constitution to meet with Charity Commission and HMRC approval.

The perceived benefits of obtaining charitable status include the potential to attract grant funding, the ability to reclaim gift aid on donations and subscriptions from HMRC and increased governance.

2.0 New Constitution

2.1 Caitriana Arnold (Treasurer) stated that the choir are using *Making Music's* charity registration service to submit the application to the Charity Commission and using their model constitution. (*Making Music* is a charity which champions leisure-time music groups across the UK with practical services, artistic development opportunities and by providing a collective voice for its members.) It was confirmed that a copy of the proposed new Constitution was placed on the Guild and City Voices Facebook pages on 7th February 2024 for members' information and consideration. Members were invited to ask any questions or raise any queries regarding the proposed constitution.

2.2 A member (MN) raised a query relating to *para 3(4) Membership* which states '*The trustees must keep a register of names and addresses of the members. This must be made available to any member upon request, assuming the relevant data protection permissions are in place.*'

The member challenged the use of must in the second sentence without specifying what the relevant data protection permissions are and suggested that it should either read

(I) This may be made available to any member upon request, assuming the relevant data protection permissions are in place.' Or

(ii) This must be made available to any member upon request, provided that the following data protection permissions of ...are in place.'

2.3 Another member (SJ) questioned the proposal to co-opt a non-choir member as an independent chair of trustees. The member understood that a chair of trustees had to come from the membership. The member also asked whether a formal proposer and seconder were needed prior to the meeting voting on the adoption of the new constitution.

2.4 Caitriana Arnold agreed to seek clarity from *Making Music* on the queries raised but subject to the response not requiring any amendments to the constitution recommended that the constitution be adopted.

The meeting approved the proposal that the new constitution be adopted

3.0 Appointment of Trustees

The new Constitution requires the appointment of a minimum of three trustees, including a Chair. *Making Music* recommends that the Musical Director is not a trustee. It was confirmed that the Musical Director will continue to have full responsibility for all the day to day operations of City Voices. This includes the musical direction and content, organisation of concerts, performances and rehearsals including the appointment of accompanists, arrangers and orchestral support.

3.1 It was proposed that the other three current members of the choir's Executive Committee (David Elworthy – Secretary; Katy Dale – Finance Officer (Fundraising and Events) and Caitriana Arnold – Treasurer) become the first elected trustees under this new Constitution.

3.2 Members noted that under the new constitution, a third of all trustees would retire at each AGM but be eligible for re-election if they chose to put themselves forward again

The meeting approved the proposal that David Elworthy, Katy Dale and Caitriana Arnold be appointed as the first trustees under the new constitution

4.0 Appointment of Chair

The meeting was advised that it is best practice that the Chair of Trustees is independent from the current membership of the choir. Bob Bird a long-standing

former member of the choir has been approached and agreed to put his name forward for consideration.

The Chair role is classed as a co-opted trustee (a trustee co-opted by the other trustees) and while it does not require formal approval, the support of the membership is sought.

The meeting supported the appointment of Bob Bird as Chair of the Trustees