

## DULWICH SYMPHONY ORCHESTRA

Minutes of Extraordinary General Meeting held at 7.30 p.m. on 20<sup>th</sup> September 2011  
at Elmgreen School, Elmcourt Road, London SE27 9BZ

*[This document should be read in conjunction with the version of the Constitution of the Orchestra containing the changes proposed by the Constitution Working Party.]*

### Present

Chairman      Russell Ashley-Smith  
Secretary     Frances Barrett  
Treasurer     Ian Finn  
Other Committee members and members of the orchestra (29)

### Apologies

None

### Observers

Tom Hammond (Conductor)  
Paula Tysall (Leader)

1. The Chairman opened the meeting by explaining its purpose: to consider recommendations made by the Constitution Working Party for changes to the constitution of the orchestra. The Working Party had been set up at the request of the last AGM. It had consisted of:

Jeremy Crump (Chairman)  
Caroline Annesley  
Chris Burns  
Jane Howard  
Nikki Jackson  
Roland McCabe  
Peter Watkins

2. Jeremy Crump explained that the objectives of the Working Party had been to identify amendments to the Constitution that would make the administration of the Orchestra and the workings of the Committee more open and accessible to members. The Working Party had also borne in mind the duty of Members of the Committee in their role as Trustees to ensure sound governance of the Charity.

He explained that there were eight proposed amendments. All of these had been agreed unanimously by the Working Party except the eighth, which one member had declined to support.

3. The Chairman then invited Jeremy Crump to present each of the amendments in turn. After the presentation and justification of each proposed amendment, discussion was invited from members of the orchestra, following which a vote was taken. The proposed changes were as follows (new/amended text in italics):

i) Under 3 (Membership), add the following:

Russell 3/10/11 21:26

Deleted: Committee

*The Committee may propose to a general meeting of the Society the award of honorary membership in individual cases.*

Vote: for 22; against 2. Amendment passed.

ii) Section 7 (Meetings and Proceedings of the Committee) – add Paragraph viii:

*viii) The Committee will act fairly and promptly in response to a complaint made by a member of the Society about the management of business or about the conduct of another member. The Committee will give the complainant and any other person referred to in the complaint an account of the process by which it reached any decision.*

Vote: for 26; against 1. Amendment passed.

iii) Section 7 – add Paragraph ix:

*ix) The Committee will consult the membership of the Society in any matter relating to the appointment of the Conductor.*

Vote: for 27; against 1. Amendment passed.

iv) Under 4 (Officers and Committee), add the following:

*Vacancies on the Committee, including officer posts, which occur between Annual General Meetings shall be filled by election at an Extraordinary General Meeting and not by co-option.*

and delete the following:

*but if the matter includes the appointment of a co-opted member then not less than 21 days' notice must be given.*

Vote: for 27; against 1. Amendment passed.

v) Paragraph 7iii, line 2, change “three” to “four”

Vote: for 25; against 3. Amendment passed.

vi) Paragraph 7iii – add:

*If the number of committee members is less than the number fixed as the quorum, the remaining committee members may act only for the purpose of*

*calling a general meeting.*

In discussion, it was pointed out that the wording of this amendment could be improved. It was therefore proposed to defer discussion of this amendment until a revised version could be presented at the next Annual General Meeting.

Vote for deferral: for 18; against 2. Deferral agreed.

vii) Paragraph 7v, add “*including by members of the Society*”.

Vote: for 25; against 1. Amendment passed.

viii) Under Section 10 (Annual General Meeting), modify sentence 3 as follows:

*Nominations for election to the Committee must be made by members of the Society beforehand to the Secretary of the Committee or verbally at the AGM.*

Vote: for 26; against 5. Amendment passed.

4. There was no further business. The meeting was therefore closed at 8.15 p.m.