

## **LEEDS PHILHARMONIC SOCIETY :**

### **Charitable Incorporated Organisation**

#### **DRAFT CONSTITUTION – Member Consultation**

1. Members will recall that on 2<sup>nd</sup> October 2014 – the Society agreed, at a Special General Meeting, to commence the process for setting up a Charitable Incorporated Organisation (CIO). This would be a new status for the Society into which the existing Leeds Philharmonic Society (governed by the Constitution adopted on 14 April 2011) would transfer its assets and governance arrangements upon completion of the legal and regulatory processes.
  
2. The legal process involves a number of stages :

#### **SETTING UP THE NEW CHARITABLE INCORPORATED ORGANISATION**

- i. Agreeing a Draft Constitution;
  - ii. Submitting an application to the Charity Commission – including the proposed Constitution;
  - iii. Responding to questions and issues raised by the Charity Commission;
  - iv. Receiving Regulatory approval for the new Charitable Incorporated Organisation – CIO.
  - v. Holding Final AGM of the Leeds Philharmonic Society (2011) including agreement to “wind-up” or “dissolve” the existing charity with the transfer of assets to the new CIO;
  - vi. Transferring assets and informing Bankers and others about the changed status and new Charity Number associated with the CIO;
  - vii. Holding First AGM of the new Leeds Philharmonic Society - CIO;
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3. The actual timing and wording of resolutions that will need to be put to Members of the Society, will be developed with the advice of the Charity Commission and legal advisers as the process runs along.

#### **DRAFT CIO CONSTITUTION :**

4. The Charity Commission have usefully produced a “model” association constitution for CIO status. This has been used by the Constitution Working Party, which was set up following the October 2014 meeting, and each clause of the “model “ has been considered, options chosen, where appropriate, and amendments made where these have been considered necessary. A basic principle set by the Charity Commission however is that a proposed CIO should follow the “Model “ Constitution as closely as possible.

For those who may be interested the published “model” Constitution from the Charity Commission may be viewed at :

[www.gov.uk/government/publications/setting-up-a-charity-model-governing-documents](http://www.gov.uk/government/publications/setting-up-a-charity-model-governing-documents)

5. The outcome of the Constitution Working Party in terms of a Draft CIO Constitution for the Leeds Philharmonic Society is now circulated to Society Members for information and comment.
6. **Please NOTE** : - Charity Commission advice is to keep the Governance of the Charity separate and distinct from the Management of the Chorus. The Charity Commission considers that the Constitution should not be over-burdened by elements or issues that are more properly “Rules” regarding day to day management rather than governance of the charity and therefore do not require regulatory approval.
7. The possible “Rules” are not with this draft Consultation, but will form a separate Annex as they are not required to be submitted to the Charity Commission for approval. The actual “Rules” will be developed and presented to the Membership for their consideration and approval as the CIO process rolls out.
8. Possible Rules include :
  - a. Approval of Rules;
  - b. Titles of Charity Trustees;
  - c. Structure of Management arrangements for the Society
  - d. Rules for the Appointment of the Chorus Master;
  - e. Rules relating to Members Singing in Concerts;
  - f. Rules for an occasional Survey of Membership;
  - g. Other Rules will need to be considered as the Management of the Chorus develops.

The Constitution Working Party will continue to consider the “Rules” that will be made under the new CIO Constitution.

#### **CONSULTATION :**

1. Do you agree that the proposed draft CIO Constitution as circulated is appropriate for submission to the Charity Commission?  
If not – What changes would you wish to see?
2. Do you have any comments about Rules that may be required?

**PLEASE PROVIDE ANY COMMENTS By 15 March 2015.**

Any comments can be emailed to [enquiries@leedsphil.org](mailto:enquiries@leedsphil.org) OR

Sent by Post to : Secretary, LPS, 7 West Royd Villas HALIFAX, HX1 3LS