

CONSTITUTION

1. NAME The Association shall be known as ‘The Kelvin Ensemble’, hereinafter referred to as ‘the Ensemble’

2. OBJECTIVE

The object of the Ensemble shall be to advance public education in and appreciation of the art and science of orchestral music in all its aspects by; maintenance, support, development of orchestral performance at the highest level under professional guidance and by such format as the Ensemble shall determine.

3. ACTIVITIES

In keeping with the Ensemble’s previously stated objective, the Ensemble shall:

1. Put on at least one concert per academic semester,
2. Hold regular rehearsals during the academic semester,
3. Provide professional guidance via hired professionals, such as the chosen conductor for the academic year.

4. MEMBERSHIP

A: CATEGORIES

1. **Full Membership** is open to individuals who shall have satisfied the following criteria and who shall have paid the appropriate annual subscription as determined by the Committee.
 - i. Full membership is open to matriculated students of the University of Glasgow only.
 - ii. The year of membership shall run from the 1st of October to the 30th of September in the succeeding year.
2. **Associate Membership** is open to staff and non-University of Glasgow students.
 - i. Associate member will have no voting rights, nor will they take up more than 20% of all members.
3. **Patron Membership** is open to those who support the Ensemble financially and whom the Committee has accepted as patrons.
4. **Honorary Membership** may be given to individuals or bodies by the Committee.

B: TERMINATION

1. Membership of any individual member is terminated if:
 - i. The Ensemble ceases to exist;
 - ii. The member dies;
 - iii. The member resigns by written notice to the Committee unless, after the resignation, there would be fewer than two members;
 - iv. The member is removed from membership by a resolution of over half of the Disciplinary Committee that it is in the best interests of the charity that their

membership is terminated. A resolution to remove a member from membership may only be passed if:

- a. The member has been given at least seven days' notice in writing of the meeting of the Disciplinary Committee at which the resolution will be proposed and the reasons why it is to be proposed
 - b. The member, who may be accompanied by a friend, will be given the opportunity to make representations at the meeting
2. Membership of any Committee member is terminated if:
- i. The Ensemble ceases to exist;
 - ii. The Committee member dies;
 - iii. The Committee member resigns by written notice to the Committee unless, after the resignation, there would be fewer than two Committee members;
 - iv. The Committee member is removed from membership by a resolution of over half of the Disciplinary Committee that it is in the best interests of the charity that their membership is terminated. A resolution to remove a Committee member from the Committee may only be passed if:
 - a. The member has been given at least seven days' notice in writing of the meeting of the Disciplinary Committee at which the resolution will be proposed and the reasons why it is to be proposed
 - b. The member, who may be accompanied by a friend, will be given the opportunity to make representations at the meeting

The decision of any Disciplinary Committee meeting is final. In the time preceding the meeting, said individual member shall not be allowed to attend or participate in any activities or events organised by the Ensemble.

5. COMMITTEE

1. At the Annual General Meeting of the Ensemble the members shall elect from amongst themselves the following positions. All positions shall be eligible for re-election.

2. The Office Bearers shall be Chairperson, Secretary, Treasurer, and one Welfare Officer, all of whom shall be matriculated students of the University of Glasgow. In addition, the Treasurer is one of the Ensemble's only two Trustees in the view of the Scottish Charity Regulator (OSCR). Either the Chairperson or Secretary is the Ensemble's other Trustee in the view of the Scottish Charity Regulator (OSCR).

3. The Committee shall consist of the office bearers together with:

- i. Concert Manager(s)
- ii. Brass, Wind and Percussion Manager (s)
- iii. Strings Manager_(s)
- iv. Fundraising Manager(s)
- v. Orchestral Librarian
- vi. Social Convener(s)
- vii. Publicity Manager(s)
- viii. Webmaster
- ix. Welfare Officer(s)
- x. Ordinary Member(s)

In addition, the Committee may appoint: First Year Representative, Tour Manager, Internal Communications Officer, and/or Archivist(s) at the AGM or

any other such time as they see fit. One or more elected Committee members will be given the additional role of Welfare Representative and complete appropriate training.

4. The Disciplinary Committee is a sub-committee consisting of the Office Bearers, the Welfare Representative(s), and the Manager(s) of the section(s) affected by the subject and outcome of the termination meeting (the Strings Manager(s) and/or the Brass, Wind and Percussion Manager(s)). If a member of the Disciplinary Committee is to be the subject of a termination meeting, they will be replaced on the Disciplinary Committee by a Committee member who is not the subject of a Disciplinary Committee meeting. All matters brought to the Disciplinary Committee will be treated confidentially. If there is significant risk of harm to any members and/or laws are broken, then the appropriate authorities will be informed.

5. All the arrangements for the concerts and other events shall be in the hands of the Committee.

6. Sub-committees may be appointed for any purpose by the Committee. Membership of such sub-committees shall be entirely at the discretion of the Committee.

7. The Chairperson shall, unless prevented by illness or other sufficient reason, represent the Ensemble on all public occasions, and take the chair at all meetings of the Ensemble and Committee. At such meetings, they shall have a deliberate as well as a casting vote, preserve decorum and decide all points of order, for which their ruling shall be final. In their absence, a Committee member, appointed by the Chairperson, shall take their place.

Additionally, the Chairperson or Secretary as a Trustee shares responsibility for the Ensemble as a charity with the Treasurer and in the event of the permanent absence of the Treasurer, the Chairperson or Secretary Trustee is responsible for reporting to the OSCR as detailed in §5.7.

8. The Treasurer shall keep correct accounts showing the financial position of the Ensemble and shall submit a report and draft accounts showing the estimated financial position of the Ensemble at the Annual General Meeting. As a Trustee of the Ensemble, the Treasurer shall organise and submit the signed specified accounts, the annual return, independent examiners review and signed Trustee's report to the Scottish Charity Regulator (OSCR). This will maintain the Ensemble's charity status and submission of the required documents is within a specified time frame determined by OSCR after the financial year-end of 30th April. These dealings with OSCR determine that the Treasurer and either the Chairperson or the Secretary are the Charity's only Trustees.

9. Should there not be enough volunteers to fill every Committee role, one person may take on two roles, except in the case of Office Bearers, which should only be filled by one person per position. A role can also be split between two or more members if necessary.

10. The duties, responsibilities, and suitability of the Ensemble's Trustees is determined by the Scottish Charity Regulator (OSCR), the body the Trustees reports to. Ultimately the Trustees are responsible for the Ensemble's governance and can account for the Ensemble's activities and outcomes. The Trustees ensure the Ensemble, as a charity, complies with relevant legislation.

**6. COMMITTEE
RESPONSIBILITIES
A: POWERS**

In furtherance of the Objectives but not otherwise the Committee may exercise the following powers:

- power to raise funds and to invite and receive 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;
- power to buy, take on lease or exchange any property necessary for the achievement of the objects and to maintain and equip it for use;
- power (subject to any consents required by law) to borrow money and to use all or part of the property of the Ensemble as part of or whole repayment of the money so borrowed;
- power to employ such staff (who shall not be members of the Committee) as are necessary for the proper pursuit of the objects and to make all reasonable and necessary provision of payment to any staff;
- power to establish or support any charitable trusts, associations or institutions formed for all or any of the Objectives;
- power to appoint and constitute such advisory Committees as the Committee may think fit;
- power to do all such other lawful things as are necessary for the achievement of the objects.

B. GOVERNANCE

In continuation of the above stated POWERS, the committee shall adhere to the following:

- The Ensemble shall be under control of the membership;
- The Ensemble bank accounts must always be under control of the current Chairperson and Treasurer;
 - The business of the Ensemble shall be conducted by an elected committee of full members;
 - Any society member who is matriculated student of the University of Glasgow shall have full voting rights at General Meetings and Special General Meetings of the Ensemble. Associate members have no voting rights;
- The Ensemble shall have a least four Office Bearers, including a Welfare Officer;
- Office bearers shall be elected by the membership at the Annual General Meeting or at a Special General Meeting called to elect a replacement during the event of a vacancy;
 - Any full member of the Ensemble is entitled to stand for the Office Bearer positions;
 - No full member should be barred from standing for office in the Ensemble unless the position is in existence for a particular group or

- community of interest;
- All elections must be held by secret ballot;
 - All Office Bearers shall be registered students at the University of Glasgow and shall not have opted out of SRC representation under the Education Act 1994;
 - The Annual General Meeting, at which Office Bearers shall be elected and where the Ensemble's accounts shall be submitted and approved by the membership, shall be called no less than 14 days' notice to the membership;
 - Resignations from the Committee shall be instituted by a letter of resignation to the Secretary of the Ensemble. In the case of the resignation of the Secretary, resignation may be instituted by a letter to the Chairperson.

7. EQUAL OPPORTUNITIES

No individual shall be excluded from the membership of the Ensemble or debarred from any official capacity on the Committee on the grounds of sex, gender identity, race, colour, ethnic or national origin, age, religion or beliefs, HIV status, sexual orientation, status, physical or mental disability, state of health, appearance, family circumstances, or political affiliation.

8. COMPLAINTS AND DISPUTES

A. GRIEVANCE PROCEDURE

1. Who to Contact

i. Kelvin Committee

You are free to contact anyone in the Committee. The most ideal people you could let know are the Welfare Officers, followed by BWP/String Managers and Chairperson .

ii. University Senate

If you feel a student has broken the University of Glasgow Code of Conduct, you can contact them by email.

It is advised that instances of Grievous Bodily Harm and Sexual Assault will not be dealt with internally by the Ensemble. Instead, the Ensemble will seek specialised support and guidance from external professional bodies.

iii. Advice Centre

The on-campus Advice Centre can provide impartial advice and help guide you to the appropriate resources.

2. Confidentiality

All matters which are brought to our attention will be treated seriously and with dignity. We will ensure that only those in the Committee who need to know will be aware. However, we cannot promise confidentiality if we are made aware of something which we feel needs to be escalated. We will always let you know if we have done this.

Records will be kept for the remainder of the membership year. Thereafter, they will be destroyed.

In the first instance, only the Welfare Officers and Chairperson will be made aware, unless those members of the Committee are directly involved with the complaint.

3. Severity of Behaviour

We realise that people make honest mistakes/slip-ups, which are very different from active intents of malice. Therefore, the severity of behaviour will be circumstantial, and will depend on a number of factors, including:

- Type of behaviour
- Number of occurrences
- Number of complaints
- Intent of the individual
- Effect on the individual

The lists below give some examples of how we may classify different types of behaviour.

i. Minor Misconduct

- Offensive language
- Disrespecting property (other member's/university's)
- Unwelcoming behaviour
- Acting in conflict with the interests of the ensemble or bringing the ensemble into disrepute
- Mild actions of bullying, which includes, but is not limited to; behaviour that can be seen as patronising, ostracising, and/or ignoring or excluding on purpose; shouting and sarcasm with malicious intent; constant destructive criticism.

ii. Major Misconduct

- Sexual harassment and sexual assault, which includes, but is not limited to; unwanted, sexually suggestive, hostile or personally intrusive phone calls, e-mails, texts, letters or

electronic communications; leering, rude gestures, touching, grabbing, patting or other unnecessary bodily contact such as brushing up against others; sexual comments or noises- for example, catcalling or wolf-whistling; as well as sexual comments such as sexual 'jokes', sexual innuendos or suggestive comments, unwanted sexual advances or flirting, sexual requests or asking for sexual favours.

- Harassment of any type, such as, but not limited to; race, colour, nationality, ethnic or national origins, sexual orientation, gender, religious beliefs, age, appearance, differing abilities.
- Abuse of any kind, such as, but not limited to; verbal, physical, sexual, actions that could lead to unwanted distress and/or humiliation.
- Direct or indirect discrimination.
- Direct or indirect victimisation.

4. What Will Happen

In all situations, we will listen and offer advice to everyone who reaches out to us. As a group we will discuss how we can learn from this incident/prevent it from occurring again.

i. Minor Misconduct

- See if can be resolved there and then;
- Encourage accuser to speak with accused to resolve, supervision can be offered if requested or required.

ii. Major Misconduct

- Escalated to the disciplinary subcommittee (Welfare Officers, Office Bearers, instrument managers of the accused/accuser);
- May need escalated further.

B. DISCIPLINARY PROCEDURE

As outlined in the Grievance Procedure document, after a complaint has been made about a serious misbehaviour within the Ensemble, the Welfare Officers and Chairperson will decide the most appropriate action to be taken.

Whenever possible, situations will be dealt with subtly there and then. If a resolution cannot be made, or in the event of a serious breach of the member's

agreement, this disciplinary procedure will take place. This procedure follows that outlined in the constitution.

1. Disciplinary Committee

The disciplinary committee will consist of:

- Chairperson, Secretary, and Treasurer
- Welfare Officers
- Instrument managers of the members involved.

2. Disciplinary Meeting

The committee will arrange a date and time for the meeting. They must give at least seven days' notice. Before this meeting, the disciplinary committee can ask for any or all members to not attend any Kelvin events, including socials, rehearsals, concerts, and any fundraising events.

During the meeting, the disciplinary committee will listen to the statements given from all members involved. A friend or trusted member can represent the member if they wish. A written statement may also be submitted.

3. Resolutions

After hearing all statements, the Disciplinary Committee will decide upon one of three outcomes.

- No action required
- Formal warning
- Termination of membership

An additional outcome exists for members who are also committee members:

- Termination of Committee membership

At least 50% of members within the Disciplinary Committee must agree on the outcome.

The disciplinary committee will provide their reasoning for the decision they have made and offer to support all parties during and after the process.

In addition, the following authorities may be informed if deemed appropriate.

- Police
- University

9. DATA PROTECTION

The Ensemble records personal information about its

members (e.g. names, contact details, etc.) for the purposes of running the Ensemble. This information will be held securely and only for as long as it is needed. The information will not be sold or otherwise passed on to third parties without the individuals' consent. Ensemble members have the right to a copy of the information held on them on request, and to correct any inaccuracies in the information held.

10. FINANCE

1. The Ensemble's financial year shall be the period between the 1st of May and the 30th of April of the succeeding year.
2. The funds of the Ensemble, including all donations, contributions, and bequests, shall be paid into an account operated by the Committee in the name of the Ensemble at such bank as the Committee shall from time to time decide. Cheques up to and including £1000 can be signed by the Treasurer alone; however, cheques over £1000 must be signed in the Ensemble's name by any two of the three official bearers of the Committee. Cheques of £1000 and over must be approved in writing or signed by the Treasurer.
3. Tickets for any or all of the Ensemble's concerts and other events shall be offered for sale to the public.
4. The income of the Ensemble 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 Ensemble except in payment of legitimate expenses incurred on behalf of the society.

11. ANNUAL GENERAL MEETING

1. There shall be an Annual General Meeting of the Ensemble which shall be held annually.
2. The Committee shall call every Annual General Meeting. The Secretary shall give at least fourteen 14 days' notice to all members of the Ensemble. All members of the Ensemble shall be entitled to attend. All full members who are matriculated students of the University of Glasgow shall be invited to vote at the meeting.
3. The Committee shall present to each Annual General Meeting the report and accounts of the Ensemble for the preceding year.
 4. Members of the Committee shall be elected as necessary at the Annual General Meeting. Nominations for election to the committee may be made by members of the Ensemble by notifying the Secretary in writing prior to the meeting, or at the meeting itself.

5. Other business at the Annual General Meeting:
 - i. to determine the following forthcoming subscription
 - ii. to consider relevant business placed on the agenda by the Committee
 - iii. to consider any other business by leave of the Chairperson
6. A quorum at the Annual General Meeting shall be a minimum of fifteen (15) members.
7. A resolution put to the vote of a meeting shall be decided by a show of hands, unless before or on the declaration of the result a poll is duly demanded, subject to the provisions of the act. A poll may be demanded by the Chairperson, or by at least two members having the right to vote at the meeting, or by a member or members representing not less than one-tenth of the total voting rights of all the members having the right to vote at the meeting.

The election process is conducted via secret ballot. Said election process shall be made available to the candidates in advance of the election.

The outcome of a vote, as stated by the Chairperson, shall be entered into the minutes, but the number or proportion of the votes shall not be recorded.

If a vote is tied, whether on a show of hands or on a poll, the Chairperson shall be entitled to a casting vote in addition to any other vote they may have.

8. If there are more than two people running for a Committee role, and no single member claims a majority of the votes, the two members with the most votes will then proceed to a second round of voting.

12. SPECIAL GENERAL MEETING

A Special General Meeting of the Ensemble can be called as follows:

- i. by written request of the Office Bearers
- ii. by a written request stating the business to be considered at the meeting signed by a minimum of ten (10) members of the Ensemble.

Upon receipt of such a request the Secretary shall call a special meeting. At least fourteen days' written notice must be given. The notice must state the business to be discussed.

13. ALTERATIONS TO THE CONSTITUTION

1. Subject to the following provisions of this clause, the constitution may be altered by a resolution passed by

not less than two-thirds of the members present and voting at a General Meeting. The notice of the General Meeting must include notice of the resolution, setting out the terms of the alterations proposed.

2. No amendment may be made to Clause 1 (the name of Ensemble clause), Clause 2 (the objects clause), clause 14 (the dissolutions clause), or this clause without prior consent in writing of the charity commissioners.
3. No amendment may be made which would have the effect of making the Ensemble cease to be a charity at law.
4. The Committee should promptly send to the Scottish Charity Regulator (OSCR) a copy of any amendment made under this clause.
5. No resolution for alterations to the constitution will be accepted by the Secretary unless: it has been accepted by the Committee by a majority vote, or the Secretary has received a written request signed by at least fifteen (15) members. Such alterations should be discussed and voted on at a General Meeting of the Ensemble. Fourteen (14) days' notice shall be given of the said meeting.

14. DISSOLUTION

If the Committee decides that it is necessary or advisable to dissolve the Ensemble it shall call a meeting of all members of the Ensemble, of which not less than twenty one (21) days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by two-thirds of the majority of those present and voting the Committee shall have the power to realise the assets held by or on behalf of the Ensemble. Any assets remaining after the satisfaction of any debts or liabilities shall be given or transferred to such other charitable institution or institution having objects similar to the object of the ensemble as the members of the Committee may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, for the final accounting period of the Ensemble will be made available to all members of the Ensemble and must be sent to the Scottish Charity Regulator (OSCR). The Ensemble may not be wound up or dissolved if its liabilities exceed its assets.

Updated 18 October 2023