

RULES OF OUR LADY'S CHORAL SOCIETY

as adopted on 20 April 2021.

1. NAME

The name of the Society is Our Lady's Choral Society ("OLCS").

2. OBJECT

The object of OLCS is the advancement of education through the performance of choral works of a cultural and religious nature ("Object").

3. PROVENANCE

Our Lady's Choral Society (OLCS) was founded in Dublin in 1945, after the Catholic Archdiocese of Dublin brought together the best singers from all the church choirs of Dublin for a performance of Handel's Messiah. Today OLCS welcomes members from diverse backgrounds and walks of life while continuing throughout the years to maintain its close links to the diocese. For example its President is Catholic Archbishop of Dublin. From 1st May 2017 OLCS will form part of the Catholic Archdiocese of Dublin which is registered with the Charities Regulatory Authority ("Charity") registered number 20002022. The financial assets of OLCS will be a restricted fund within the Charity, which may only be used for the Object.

4. MEMBERSHIP

- 4.1 **General:** The membership of the Society shall consist of all persons who are selected as members of the Choir. All members shall pay an annual subscription in the amount and manner described at Rule 11 hereof and, further, shall be registered in a register of names and addresses to be kept by the Honorary Secretary. A fully paid up registered member shall have the right to vote at every general meeting.
- 4.2 **Selection of Members:** A person shall be selected as a member of the Choir by passing an audition to the satisfaction of the Music Director. Selection shall be operative for a period of 3 years from the date of audition or until the date of the next general auditions for all members. Re-selection, if sought, shall be determined in the same manner. General auditions for all members shall take place every 3 years unless a later period is agreed by the Committee with the approval of the Music Director. Existing members (when re-auditioning at General Auditions) may have their membership terminated if on such re-assessment, their ability is considered by the Music Director to be unsatisfactory. The selection of a new member may be terminated by the Music Director, if, within one year of the commencement thereof, the Music Director decides to re-assess the musical ability of that member in the overall context of the Choir and their ability is considered by the Music Director to be unsatisfactory. For the avoidance of doubt the Music Director shall have complete authority over termination of membership based on musical ability.

4.3 Termination of Membership: Membership shall be formally terminated upon receipt of a notice of termination from the Director. Apart from the provisions of Rule 3.2, membership may be terminated in the following cases:

- (i) failure to pay the annual subscription in the amount and manner prescribed pursuant to Rule 11.
- (ii) Failure to observe properly or at all such Rules as are made pursuant to Rule 12.

If either (i) or (ii) above occurs the following process shall be followed:

- (i) Details of the case will be discussed at the next Committee meeting or at a specially convened Committee meeting, at the discretion of the Director.
- (ii) The line representative will be requested to discuss the matter with the member in question at the first available opportunity.
- (iii) Feedback from this discussion will be shared with the Committee either remotely or again at a specially convened meeting as deemed necessary by the Director.
- (iv) The Honorary Secretary will then write to the member in question outlining any concerns and asking for a formal response.
- (v) Based on that response, the Director will discuss the matter with the Committee either remotely (email/conference call etc) or at a specially convened Committee Meeting. Those attendees at that Committee Meeting will be balloted on each of the possible outcomes below. By majority agreement only, the outcome be determined as one of the following:
 - Giving the member a period in which to fully comply with Rule 12 after which a review will be undertaken at the next Committee Meeting.
 - Suspension from the Society for a period to be determined by the Committee but at least until after the next Performance.
 - Termination of Membership with immediate effect.
- (vi) The decision of the Committee is final.

4.4 Miscellaneous Matters Pertaining to Membership:

- (i) Honorary membership may be accorded to a retired member of the Choir or to any person who is considered by the Committee to be able to render useful service to the Society. An honorary member shall not be liable to pay an annual subscription and shall not be entitled to vote at general meetings. An honorary member shall be registered under an appropriate heading in a register of names and addresses to be kept by the Honorary Secretary.
- (ii) For the avoidance of doubt, any person who was a member of Our Lady's Choral Society prior to the adoption of these Rules shall be and shall

continue to be a member of the Society under these rules subject to the requirements described at Rules 3.2 and 3.3.

5. MANAGEMENT

The Roman Catholic Archbishop of Dublin is the President of the Society.

The trustees of the Charity shall decide on all matters not reserved to the Committee. Each member and the Committee shall properly comply with all requests from the trustees of the Charity.

The day to day management of the Society shall be vested in the Committee which shall be responsible to the trustees of the Charity for the safeguarding of the funds and property, and all matters relating to membership, rehearsals and general management of the Society.

6. DIRECTOR

There shall be a Director of the Society, who shall be Chairman of the Committee and shall be appointed by the trustees of the Charity, who shall arrange his/her terms of appointment and terms of reference.

The Director will provide information and documents to the trustees of the Charity and to those nominated from time to time by the trustees of the Charity (e.g. the auditor of the Charity).

The Director, in consultation with the Music Director, shall decide what works and performances are to be undertaken by the Society. Such decision shall be discussed with the Committee. The Director, in consultation with the Music Director, shall engage conductors and such artistes, vocal and instrumental, as are necessary for performances, on such terms as he/she may negotiate.

If the Director is temporarily unable to carry out his/her duties, he/she shall appoint an Acting Director and shall inform the President of this appointment.

The Director or Acting Director (as the case may be) shall chair all general meetings.

If the Director or Acting Director is temporarily unable to act as Chairman of a Committee meeting, or of a general meeting, he/she shall nominate a person to chair the meeting in his/her place. If he/she is not in a position to nominate, then the Committee may nominate one of its members to chair the meeting.

7. MUSIC DIRECTOR

A Music Director shall be appointed by the trustees of the Charity, who shall fix his/her terms of appointment and terms of reference. The Music Director will have the responsibility for all matters pertaining to music and in particular the preparation and performance of the scheduled music programme of the Society.

8. HONORARY SECRETARY

An Honorary Secretary of the Society shall be elected annually from among the members of the Society by the Committee who shall act under the direction of the Committee and whose duties will, amongst others, be as follows:-

- (a) To summon all general meetings of the Society, all meetings of the Committee and any sub-Committees that may be appointed.
- (b) To keep minutes of the Society and of the Committee and in particular all resolutions of the Committee and books and registers of the Society.

- (c) To carry on the correspondence of the Society.
- (d) To convene, if required, a special general meeting.
- (e) To keep in safe custody all records of the Society.

9. HONORARY TREASURER

An Honorary Treasurer of the Society shall be elected annually from among the members of the Society by the Committee, who shall receive all monies on behalf of the Society and lodge same to a separate bank account of the Society. The Honorary Treasurer shall keep due records of all monies received by the Society and of all the disbursements of the Society, and shall act under the direction of the Committee and receive their consent or confirmation for all disbursements. A meeting of the committee shall be convened prior to the Annual General Meeting at which the Honorary Treasurer presents the accounts for approval. Copies of the accounts will only be issued at 'Approval of Accounts' meeting, to those Committee Members and Officers in attendance. Once the accounts have been approved by the committee the Honorary Treasurer shall present the audited set of accounts at the Annual General Meeting. Committee Members who could not attend the 'Approval of Accounts' meeting, shall receive a hard copy of the accounts the earliest opportunity.

The Honorary Treasurer shall ensure that the trustees of the Charity and the auditor to the Charity receive documentation and co-operation. The Honorary Treasurer shall comply with all requests and directions from the Trustees of the Charity, pertaining to the financial management and reporting of the Society.

10. PUBLIC RELATIONS OFFICER

A Public Relations Officer shall be elected from among the members of the Society, annually by the Committee who shall:-

- (a) work with the Director to promote the Society;
- (b) liaise with the media to gain publicity for events involving the Society;
- (c) seek advertising for concert programmes;
- (d) co-ordinate the work of all those involved in preparing concert programmes;
- (e) work with such other persons as are designated by the Director to assist in the area of public relations.

11. COMMITTEE

The Committee of the Society shall consist of the Director, the Music Director, the Honorary Secretary, the Honorary Treasurer and the Public Relations Officer (who shall be called Officers of the Society) and ten ordinary members, who shall be elected by the members of the Society present at the Annual General Meeting, as follows:-

- (a) eight representatives, proposed, seconded and elected. In the case of more than one nomination is made the member who gets the greater number of votes shall be elected.
- (b) Committee Members will be co-opted by the Director from time to time as required. The Director will have full discretion in the length of time Committee Members are co-opted for. Committee Members will be assigned their responsibility of voice line by the Director.

Committee Members will generally serve on the Committee for three years or any period agreed with the Director.

An outgoing Honorary Secretary, Honorary Treasurer or Public Relations Officer shall be eligible for re-election by the Committee, provided that no person shall serve for more than six consecutive years without the approval of the majority of the members attending and voting by ballot at an Annual General Meeting.

The Committee may appoint annually a Stage Manager, a Librarian and/or such other assistants as may be deemed necessary to carry out specific tasks, and may, where necessary, appoint an Acting Honorary Secretary and an Acting Honorary Treasurer to carry out temporarily the functions designated respectively by these Rules to the Honorary Secretary or Honorary Treasurer.

The function of the Stage Manager is to ensure that proper facilities are provided for each performance.

The Librarian shall see that every member is supplied with appropriate music.

The Committee shall meet not later than two weeks after the Annual General Meeting and at this meeting and at each meeting thereafter shall fix the date of the next meeting before concluding its business. Committee Meetings are convened on the instruction of the Director as required to carry on the business of the Society.

12. ANNUAL SUBSCRIPTION

Members shall pay an annual subscription, the annual amount of which shall be approved at a General Meeting of the Society (the Approved Annual Rate). The subscription shall apply to a period of twelve calendar months or, pro-rata, to a lesser or longer period, the dates of the Relevant Period having been fixed by the Committee. The Committee may, at its discretion, apply a discount to the Approved Annual Rate for any Relevant Period without prejudice to the extent of members' rights or benefits. Subscriptions shall be payable in full within the earlier of:

- a) four calendar months of the commencement of the Relevant Period or
- b) the end of the relevant period.

Members whose subscriptions are payable but unpaid on the occasion of the Annual General Meeting shall be deemed to have ceased to be members. Members who join the Society more than half-way through the Relevant Period or who are absent for reasons of sickness, shall have their subscription reduced or refunded by the appropriate amount as determined by the Honorary Treasurer. Members who resign during the Relevant Period shall not be eligible for any reimbursement.

13. RULES

These rules, may only be amended, by a simple majority on a ballot of all members of the Society attending at a general meeting and with the written approval of the Trustees of the Charity. Notice of any such proposed amendment shall be given to the members by the Honorary Secretary at least ten clear days before the meeting.

14. GENERAL MEETINGS

A general meeting of the Society shall be convened by the Honorary Secretary on the direction of the Committee by giving notice thereof to all members of the Society. Not less than twenty-six clear days notice shall be given prior to the date of the intended meeting, and such notice shall be sufficient if sent by email or posted to members at their respective registered addresses, and shall be deemed to have been posted/emailed in due time if sent not less than twenty-seven clear days before the date fixed for the meeting. Such notice shall indicate in a general way the business intended to be

transacted at such meeting and shall notify members of their right to submit motions for discussion at the meeting and requiring that notices of motion shall arrive with the Honorary Secretary at least fifteen clear days prior to the meeting. In the case of the Annual General Meeting such notice shall also notify the members of their right pursuant to Rule 10 to nominate members for election to the Committee at such meeting, and requiring that every such nomination, which shall be seconded by another member, should be sent in writing to the Honorary Secretary so as to arrive at least fifteen clear days prior to the date of the meeting. The consent of a person to be nominated must be obtained prior to such nomination.

The quorum for a general meeting shall be fifty members in attendance, and if such quorum is not present the Chairman of the Committee shall adjourn the meeting to a future date and at the adjourned meeting the business of the meeting shall be conducted whether or not a quorum is present. Any part of the business of a general meeting may be adjourned to a later date.

15. ANNUAL GENERAL MEETING

Each year there shall be an Annual General Meeting, the business of which shall include:-

- Minutes of previous Annual General Meeting.
- The Director's Report.
- The Honorary Secretary's Report.
- The Statement of Accounts.
- The Music Director's Report.
- The election to the Committee of four ordinary members (one from each voice line, nominated and elected by the corresponding voice line) and to hold office for such duration as is specified in Rule 10.
- The discussion of motions submitted by members on notice.
- Any other business of which notice shall have been given or the chairman shall permit.

Each member of the Society shall be given at least ten days clear prior to the Annual General Meeting, a report from the Director, Music Director, Honorary Secretary, a list of persons nominated to act on the Committee and a copy any Motion by members for discussion at the meeting. A Statement of Accounts from the Honorary Treasurer will be available for inspection by the members at the meeting.

16. SPECIAL GENERAL MEETING

A special general meeting shall be convened at the written request of not less than forty members of the Society. Such request must be made to the Honorary Secretary and must state the reason for the request and the special general meeting shall be called within fourteen days from the receipt of such request and shall be fixed for a day not more than twenty eight days there from.

17. DATE OF COMING INTO OPERATION OF THESE RULES.

These rules will come into effect from **20 April 2021**.

APPENDIX.

- (a) Members shall be subject to the directions of the Music Director and shall not transfer from one section of the Choir to another except on his direction or with his consent.
- (b) Rehearsals shall be held weekly throughout each season at such times as the Committee shall determine, with the addition of such extra rehearsals as may be deemed necessary from time to time.
- (c) It shall be the responsibility of the line representatives to maintain a record of the attendance at rehearsals of each member in the line. In the event of non-availability a line representative shall arrange for this function to be carried out by his/her colleague line representative.
- (d) Members shall comply at all times with the directions of their line representative or the stage manager with regard to seating arrangements and places in the line at both rehearsals and performances.
- (e) Members must attend punctually at not less than three quarters of the rehearsals for each performance and at all orchestral rehearsals in order to be eligible to take part in such performances unless exempted from these requirements by the Director in consultation with the Music Director. Any communication around eligibility to perform will be made by the line representatives.
- (f) Members must take part in all performances and orchestral rehearsals arranged for the choir, unless exempted by the Director in consultation with the Music Director or they have been informed by their line representative that they are not eligible to take part.
- (g) It shall be the responsibility of each member to inform a line representative of inability to attend rehearsals.
- (h) All communication with the Committee shall be made through the line representatives.
- (i) It shall be the responsibility of an individual member who has been absent from rehearsal to inform him/herself about the date of next following rehearsal.
- (j) Prior to each performance, the line representatives shall inform those who are not eligible to take part.
- (k) Members shall notify the Honorary Secretary of any change of address, telephone number(s) and e-mail address.
- (l) Leave of absence may be granted in exceptional circumstances at the discretion of the Director in consultation with the Music Director and in any case for a period not longer than three months. Where a member is absent for more than three months they must apply to re-join and shall pass an audition in the manner provided for in Rule 4.2.
- (m) Members must observe choir dress and decorum at performances and such additional requirements as may be stipulated by the Committee from time to time.

(n) At performances members shall comply with the following requirements for stage etiquette:

1. Score Presentation - black covers or folders (unless otherwise stipulated).
2. When the choir is called, be ready to go on stage in your lines as directed by the stage manager.
3. Carry your score by your side in your left hand.
4. When you arrive on stage, remain silent so that you can hear the stage manager say 'be seated'. All sit at the same time. While on stage remain engaged for the entire time. Both feet should be on the ground (no crossing of legs).
5. On the stage: Standing
1st half - when the conductor emerges, thereafter only when called by the conductor.
2nd half - not when the conductor emerges, only when called by the conductor.
Standing and sitting should be synchronised and executed silently as indicated by the Conductor or Stage Manager.
6. While on the stage members should not talk, point or wave, foot tap, hum, use chewing gum or whistle at any time.
7. No necklaces shall be worn. Stud earrings only are permitted.
8. Black floor length skirts/dresses/trousers and black tops must be worn under Ladies Uniforms. All members shall wear black shoes.
9. Gentlemen shall wear black dinner jacket and trousers, black bow tie, wing collar white shirts.
10. Purse size bags only to be taken on stage.
11. Mobile phones must be switched off - not on silent mode during orchestra rehearsals and performances.
12. Members should not applaud while standing. The only occasion when members should applaud is when the conductor and soloists take an encore.
13. Members should closely watch the conductor at all times.
14. At the end of a choral movement, when the choir has finished singing, members should not turn score pages until the orchestra has finished playing, unless otherwise directed.