

CONSTITUTION OF BASEMENT JAZZ

1. The Organisation shall be known as Basement Jazz (hereinafter called "The Organisation").

2. The purpose of the Organisation shall be to promote and encourage the study, practise, performance and knowledge of jazz music primarily in Skye and the Highlands and Islands Enterprise operating area but also on occasion elsewhere in Scotland where this serves the aim of alleviating geographic disadvantage and other charitable literary, educational and cultural purposes connected therewith.

3. In order to achieve the objects as stated in paragraph 2 the Organisation will:

(a) Organise, manage, promote and produce live performances of jazz music and other presentations as will advance public interest in jazz music, including the provision of a well managed regular events programme and the promotion of same as a focal point for jazz entertainment within the Organisation's operating area.

(b) Do all other acts as are incidental to the attainment of the objects hereinbefore stated.

4. Membership is open to any person, company or body interested in the objects of the Organisation.

5. An Executive Committee shall be responsible for the administration, management and control of the affairs and property of the Organisation including the details of membership and subscription. The Executive Committee shall:-

(a) Consist of not more than 3 members, exclusive of Officers who shall be members of the Executive Committee ex officio.

(b) Establish such sub-Committees for such purposes and on such terms and conditions as they shall deem necessary.

The first members of the Executive Committee shall be appointed by a meeting of members to be held within fourteen days of the Organisation being constituted. Thereafter the Executive Committee shall be appointed by the members of the Organisation at the Annual General Meeting.

6. (a) The following Officers shall ..be elected annually by the Executive Committee:
- (1) The Chairman
 - (2) The Treasurer
 - (3) The Secretary
 - (4) Such other Officers as the Organisation may appoint.
- (b) The Officers shall be responsible for such duties as the Executive Committee may decide from time to time.
- (c) The Officers shall be appointed for a period of one year but shall be eligible for re-election on retiral.
7. (a) An Auditor shall be appointed by the Members of the Organisation at the Annual General Meeting. The first Auditor shall be appointed by the Executive Committee.
- (b) The Auditor shall be responsible for auditing the accounts of the Organisation and shall report to the Annual General Meeting.
8. (a) The Organisation shall hold an Annual General Meeting in each year at such time and place as the Executive Committee shall determine.
- (b) A Special Meeting of the Organisation shall be called by the Secretary on the written request of 3 members or on the unanimous request of the Officers or on the written request of a majority of the Executive Committee.
- (c) Seven clear days notice in writing shall be given by the Secretary for all Meetings of the Organisation; the Notice shall state the reason for calling the Meeting and in the case of a Special Meeting the terms of any Resolution to be put before the Organisation shall be annexed to such Notice.
- (d) Three Members of the Organisation or such greater number as may be determined at the Annual General Meeting shall form a quorum.
9. (a) The business at the Annual General Meeting shall include the election of an Executive Committee the appointment of an Auditor and the consideration of an Annual Report which shall be prepared by the Executive Committee of the work done by the Organisation and of the Report of the Auditor and the accounts of the Organisation.
- (b) The Agenda and Accounts shall be made available to all Members prior to the meeting.
- (c) Any Member may have a motion placed on the Agenda by submitting it to the Secretary not less than 48 hours before an Annual General Meeting.
- (d) The Chairman may at his/her discretion accepts motions at

the Annual General Meeting.

10. (a) The funds of the Organisation shall be applied solely towards the promotion of the objects as stated in paragraph 3 hereof,':

(b) The Treasurer shall keep books showing all the income and expenditure of the Organisation.

(c.) There shall be prepared and presented at the A.G.M. audited accounts of the Organisation.

(d.) No Officer or member of the Executive Committee or any other member of the Organisation shall receive any remuneration or other financial benefit from the Organisation or its activities other than reimbursement of expenses properly incurred by her/him on its behalf.

(e.) All monies received by the Organisation or any of its Officers shall be handed promptly to the Secretary or Treasurer and forthwith lodged by her/him without deductions of any kind in the Organisation's Banking accounts.

(f.) The Treasurer shall be empowered to open a banking account in the name of "Basement Jazz Organisation". The Treasurer shall be permitted where necessary to obtain overdraft facilities in respect of the banking account on the Organisation's behalf if the Executive Committee give approval for this.

11. (a) The Organisation may at any time be dissolved by a Resolution passed by a two-thirds majority of those Members present and voting at an A.G.M. on Special Meeting.

(b) All remaining assets of the Organisation at the date of dissolution shall be donated to a body that is a charity in law having objects similar to those of the Organisation.