

CONSTITUTION OF THE  
THE SPANISH DANCE SOCIETY  
SOCIEDAD DE DANZA ESPAÑOLA



Dated 30th October 2020

This Constitution was approved at the SDS AGM on the 10<sup>th</sup> of January 2020  
This Constitution supersedes any previous Constitutions

SCHEDULE ONE

**Members of the 2018-2021 Executive Committee of the Society**

Marina Keet de Grut

Isabel Baquero

Conchita del Campo

Nuria Garcia

Cheryl Crossen White

Jacqueline Christie

Gary White

1. The Society shall be known as the Spanish Dance Society in the English Language or the Sociedad de Danza Española in the Spanish Language (hereinafter called “the Society”).
2. The Objectives of the Society shall be to promote, maintain, improve and advance the education of the public in the art of Spanish dance. In furthermore of the above Objectives (but not otherwise) the Society shall have power to:
  - 2 (a) provide a syllabus or syllabuses and programmes of study for any persons interested in teaching Spanish dance;
  - 2 (b) set and hold examinations in Spanish dance with a view to providing suitably qualified persons to teach the subject;
  - 2(c) establish or subscribe to a bursary fund to assist with the education and training of any promising student or teacher of Spanish Dance;
  - 2 (d) promote and maintain a high standard of teaching of Spanish dance in the United Kingdom and Europe and any other centres (countries) as agreed by the Executive Committee;
  - 2 (e) obtain, collect and receive money and funds by way of legacies, grants and other lawful methods and accept and receive gifts of property of any description (whether subject to any special trusts or not);
  - 2 (f) procure and provide information to the public on aspects of Spanish dancing;
  - 2 (g) procure to be written and print, publish, issue and circulate gratuitously or otherwise any reports or periodicals, books, pamphlets, leaflets or other documents;
  - 2 (h) arrange and provide for or join in arranging and providing for the holding of exhibitions, meetings, lectures and classes;
  - 2 (i) promote, encourage or undertake experimental work;
  - 2 (j) operate a register of members of the Society who have obtained sufficient skill and expertise in order to further fulfil the aims of the Society;
  - 2 (k) affiliate with or to co-operate with any organizations or bodies established for similar charitable purposes: and
  - 2 (l) carry out such other lawful activities as are necessary for the attainment of the above objectives.
- 3 (a) Any statutory authority or voluntary organization which is pursuing any of the Objectives of the Society may be invited by the Society to participate in its

work and to appoint such number of representative members as the Society may from time to time determine.

3 (b) Members of the International Board of Examiners and Management may be invited by the Society to attend the Annual General Meeting of the Society and to attend any Executive Committee Meeting worldwide.

3 (c) The Society may from time to time invite any person holding any office to become an ex-officio member of the Society.

3 (d) The Society may co-opt persons having specialist knowledge or experience provided that the number of co-opted members shall not exceed one quarter of the representative membership of the Society.

3 (e) The Executive Committee of the current members of the Society are referred to in Schedule One hereto.

3 (f) Further members shall be appointed by the Executive Committee of the Society on attaining a recognised certificate to the level of competence as decided by the Executive Committee.

3 (g) The Executive Committee may in its discretion appoint as members of the Society other persons who although not having attained a recognised certificate have in the opinion of the Executive Committee fulfilled the aims of the Society by their knowledge and experience in the field of Spanish dancing.

3 (h) Participating authorities and organizations may appoint deputies to replace representative members who are unable to attend any particular meeting of the Society.

3 (i) The Society may invite any person to attend its meetings as an observer. Such an invited person shall not have the right to vote at the meetings.

4 (a) At the Annual General Meeting, the Society shall elect a Chairperson and such other honorary officers (including a President and one or more Vice-Presidents) as the Society may from time to time require.

4 (b) The Chairperson and the honorary officers shall hold office until the conclusion of the next Annual General Meeting of the Society subsequent to their appointment.

4 (c) The Chairperson and honorary officers shall be ex-officio members of the Executive Committee and any other committees of the Society.

4 (d) The Society shall appoint a Secretary and they shall determine remuneration, duties and condition of service.

4 (e) The Society shall appoint one or more qualified auditors and shall determine their remuneration (if any).

4 (f) The Society shall appoint a firm of Solicitors and may determine their remuneration.

5 (a) There shall be an Executive Committee consisting of members of the Society whose duty it shall be to carry out the general policy of the Society and subject to any conditions posed from time to time by the Society to provide for the administration, management, control of the affairs and property of the Society. The Executive Committee and the membership of the Society who make up the Executive Committee shall be permanent residents of the United Kingdom.

5 (b) The Chairperson of the Executive Committee shall have power to co-opt persons not being members of the Society to serve on sub-committees provided that the number of such co-opted members shall not exceed one quarter of the total number of elected members serving on the sub-committee.

5 (c) One third of the members of the Executive Committee shall retire annually and shall be eligible for re-election. The members so to retire being those who have been the longest serving members in office since their last appointment, not including ex-officio members. As between members who have been in office the same length of time those due to retire shall be chosen by lot.

5 (d) The Executive Committee may invite any official of any statutory authority to attend Executive Committee meetings as an observer. Such an invited official shall not have the right to vote at the meetings.

5 (e) The Executive Committee shall meet not less than twice each year.

5 (f) Any casual vacancy in the Executive Committee may be filled by members of the Executive Committee and any person appointed to fill such casual vacancy shall hold office until the conclusion of the next Annual General Meeting of the Society and shall be eligible for re-election at that meeting.

5 (g) The proceedings of the Executive Committee shall not be invalidated by any failure to appoint or by any defect in the appointment, election or qualification of any member.

6 (a) Nominations from members of the Society for honorary officers or for members of the Executive Committee must be in writing and must be in the hands of the Secretary at least fourteen days prior to the Annual General Meeting. Should the number of nominations exceed the number of vacancies, then election shall be by ballot. The Executive Committee may fill any casual vacancy occurring in the offices of honorary officers appointed by the Society and may, subject to any conditions imposed by the Society, appoint any other honorary officers. All such appointments shall be subject to confirmation by the members of the Society at the next Annual General Meeting of the Society.

7 (a) The Society, or failing the Society the Executive Committee, may appoint a finance committee and such other special or standing committees as may be deemed necessary and may determine their terms of reference, powers and duration and composition, provided that no committee may be given power to co-opt more than one quarter of its total membership.

8 (a) The Annual General Meeting of the Society shall be held each year at such a time (not being more than fifteen months after the holding of the preceding Annual General Meeting) and at such place as the Executive Committee shall determine. At least twenty-one clear days' notice shall be given in writing by the Secretary to the members of the Society of such an Annual General Meeting. Other meetings of the Society shall be held at such times as may be determined by the Society.

8 (b) A special meeting of the Society shall be called upon the serving of fourteen clear days' notice in writing by the members of the Society or by the President or Vice President or in their absence by the Chairperson of the Society or by the Executive Committee.

8 (c) At the Annual General Meeting of the Society the agenda shall include the election of a Chairperson and honorary officers, the election of persons to fill vacancies on the Executive Committee, the appointment of auditors and the consideration of an annual report of the work done by or under the officers of the Society and of the audited accounts.

8 (d) A Full Member of the Society is someone who has passed the examination for Instructor de Baile, Part One. A Student Member of the Society is someone who has passed the examination Intermediate or Intermediate (Flamenco).

8 (e) Student Members of the Society and Full Members of the Society must be over 18 years of age to be able to vote at the Annual General Meeting of the Society.

8 (f) All members of the Society agree to be bound by the Society's Code of Practice, Rules and Regulations as published by the Executive Committee of the Society from time to time.

8 (g) The proceedings of the Society shall not be invalidated by any failure to appoint or by any defect in the appointment, election or qualifications of any member.

9 (a) The quorum at a meeting of the Society and at a meeting of the Executive Committee shall be one quarter of the Society membership or Executive Committee or such other number as the Society may from time to time determine but with a minimum of three people required.

10 (a) The Society shall have power to raise money by means of affiliation fees from participating authorities, organizations, subscriptions from individuals

based in the United Kingdom and overseas, donations or legacies, grants-in-aid from statutory authorities, loans and other sources.

10 (b) The income and the property of the Society shall be supplied solely towards promotion of the Objectives of the Society as set forth in this Constitution and no portion thereof shall be paid or transferred directly or indirectly by way of a dividend, bonus, profit or otherwise to any member of the Society. Provided that nothing contained herein shall prevent the payment in good faith of a reasonable and proper remuneration to any officer or servant of the Society or the repayment of out-of-pocket expenses.

10 (c) The Society may appoint a custodian trustee or a trust corporation of not less than three of their number to hold the property held by or in trust for the Society as and when needed.

11 (a) The financial year of the Society in all the branches including the United Kingdom and Europe shall run from the 1<sup>st</sup> of June until the 31<sup>st</sup> of May. All temporary subscription and temporary membership fee income from the European branches of the Society shall be remitted to the United Kingdom Headquarters Branch of the Society. Once in every year the accounts of the Society shall be audited by one or more qualified auditors.

12 (a) The Society may at any time be dissolved by a resolution passed by a two-thirds majority of those present and voting at a meeting of the Society of which at least twenty-one clear days' notice shall have been sent to all the members of the Society. Such a resolution may give instructions for the disposal of any assets held by or in the name of the Society. If any property remains after the satisfaction of all debts and liabilities and such property shall not be paid to or distributed amongst the members of the Society, however such property shall be given or transferred to other such Charitable institution or non-profit institutions having Objectives similar to some or all of the Objectives of the Society. Official notice of dissolution of the Society to be filed with appropriate governmental oversight bodies.

13 (a) The Executive Committee shall have the power to expel from membership any person who in the opinion of all members of the Executive Committee present and voting is no longer able to carry out the Objectives of the Society for the benefit of the Society and for the benefit of the public.

13 (b) The Executive Committee of the Society shall appoint Organisers and Assistant Organisers for the United Kingdom Branch and for the European Branches of the Society.

14 (a) Alterations to the Constitution of the Society shall receive the assent of not less than two-thirds of the members of the Society present and voting. A resolution for the alteration of the Constitution of the Society shall be received by the Secretary of the Society at least twenty-one clear days before the meeting at which the resolution is to be submitted. At least fourteen clear days' notice in writing of such a meeting shall be given by the Secretary to the members of the

Society and shall include the notice of the alterations proposed. No amendments shall be made to this Constitution which would have the effect of causing the Society to cease to be a non-profit entity.

15 (a) The Interpretation Act 1978 applies to the Interpretation of the Constitution of the Spanish Dance Society – Sociedad de Danza Española in the same manner as it applies to the Interpretation of an Act of Parliament.

October 2020