

Sunderland Symphony Orchestra

Formerly: City of Sunderland Millennium Orchestral Society (CoSMOS)

Minutes of SPECIAL General Meeting October 2021

7.15pm online via Zoom Video Link: Thursday 14th. October 2021

Chair: Ged McCormack

Present: Ged McCormack (GM), Louise Baxter (LB), Mark Greenfield (MG), Joy Lowther (JL), John Harding (JH), Brian Naisby (BN), Dave Milner (DM), Emma Mapplebeck (EM), Jane Boyd (JB), Judith Thompson (JT), Paul Judson (PJ), Sophia Pearson (SP), Philip Jackson (PJ), Francesca Sensier (FS), Ben Leighton (BL), Julie Coomber (JC), Rhoda Healey (RH):17

Apologies: John A. Lennox (JAL), Win Lundgren (WL), David E. Mills (DEM), Kathleen Mills (KM), Peter Chapman (PC), Lynne Dakers (LD), Nikola Zalas (NZ), Nicola Moore (NM), Lucy Beckmann (LB), David Smith (DS), John Baxter (JB), Fiona Cudlipp (FC), Diana Whaley (DW), Jim Moodie (JM) :14

	Matters Arising, Comments, Agenda Items (organised for easier reading links)
1	Welcome: <ul style="list-style-type: none">GM thanked everyone for their attendance and support for the orchestra.
2	Change of Constitution: <ul style="list-style-type: none">The members had received original documents (SSO constitution and CIO constitution) and a comparison document outlining the differences between the SSO current constitution and that of a Charitable Incorporated Organization (CIO) which the committee proposes we adopt.The meeting was required for members' views to be considered before proceeding.No comments had been received by email or telephone.GM asked each attendee for comments or proposals. Two people had queries:JH requested clarification on CIO clause 5 re ownership of assets. GM confirmed that the new constitution allows SSO to own assets; CIO clause 6 re financial benefits and payments for the musical director. It was explained that the musical director is an 'ex-officio' member of the committee, thus precluded from the clause; CIO clause 8 re liability- trustees' liability restricted to £1 'unless they act rashly' while organisation has liabilities; CIO options regarding tenure of trustee membership and if option 1 or 2. This will be studied more closely before a final drawing up of the new constitution, but the recommendation is three years rather than one (paragraph 13); clause 24 – how long should minutes be kept? Currently all records are kept electronically and backed up by paper copies. This will continue to be the case.MG thanked JH for his challenging remarks. The working group discussed section 12.2 – it was agreed that SSO would adopt that vice presidents would automatically be charity trustees and this amendment should be made to the document under paragraph 12. The clause should read, 'Vice presidents shall automatically by virtue of holding that office be a charity trustee in perpetuity', allowing for continuity. This amendment was agreed by all present.The working group was thanked for efficiency in achievement within allotted timescale.

3	<p>Vote:</p> <ul style="list-style-type: none">• The proposed document, with stated amendments, was accepted by a unanimous vote in favour and no abstentions. <p>Conclusion:</p> <ul style="list-style-type: none">• The Committee will now arrange for the new CIO constitution to be drawn up, circulated to members and then registered with the Charity Commission.
4	No other business