



## COMPANIES ACT 2014

### The Irish Association of Barbershop Singers CLG (IABS)

#### RULES (CODE OF CONDUCT)

Amended: March 2021

**NOTE:**

**NOTHING IN THESE RULES SUPERSEDES ANY PROVISION IN THE MEMORANDUM & ARTICLES OF ASSOCIATION OF IABS CLG**

#### MEMBERS OF THE COMPANY

On incorporation the members of the IABS company shall be the Board of Directors and the nominated Council members.

#### GOOD STANDING

Any pre-registered member of IABS, whose subscription is more than one month in arrears, shall be deemed a non-member.

A member of IABS must abide by the Rules of IABS as notified to the members.

A member of IABS must take care to observe the requirements of the general law in relation to the copyright of music.

#### MEMBERSHIP

On incorporation, the IABS Company shall have the following categories of members, Individual Members, Life Members and Youth Members.

## **1 INDIVIDUAL MEMBER:**

- 1.1 Individual Membership of IABS is open to any person of good standing who agrees to abide by the rules of the Association and is approved by the Board of Directors.
- 1.2 The form and the procedure for applying for membership is to be prescribed by the Board of Directors.
- 1.3 The Company must maintain a Register of Individual Members
- 1.4 Individual Members shall pay annual subscriptions at a rate determined by the Board of Directors and reviewed annually.
- 1.5 Individuals who are members of more than one chorus shall nominate which chorus will arrange for payment of their subscriptions.
- 1.6 IABS reserves the right to use images of all IABS members and IABS activities in whatever form it deems appropriate e.g. electronic, video or print, as defined in the Data Protection and Retention Policy. If members do not wish to have their image used in this manner, it is their responsibility to make this fact known, in writing, at the time of recording.
- 1.7 An individual member must have Objects consistent with those of the Company.

## **2 LIFE MEMBER:**

- 2.1 Life Membership is an honour bestowed by the Directors on an Individual Member of IABS, in recognition of their contribution to and service to the growth and development of IABS.
- 2.2 A Life Member shall be entitled to attend all IABS events.
- 2.3 A Life Member is eligible to be elected to the Board of Directors of IABS.
- 2.4 A Life Member is exempt from paying the IABS Annual subscription fee.

## **3 YOUTH MEMBER**

- 3.1 Youth membership applies to all those under the age of 26 on a qualifying date, whether working or in full time education.
- 3.2 A reduced subscription rate applies to this class of membership whether as a

member of a chorus/quartet or individual member. This reduced subscription rate to be determined by the Board of Directors and reviewed annually.

3.3 Guidelines are in place for Youth Members under the age of 18 as defined in the Child Protection document.

3.4 A Youth Member under the age of 18 is not eligible to be elected to the Board of Directors or to be a member of the Council.

#### **4 DEFINITION OF CHORUS AND QUARTET (ENSEMBLE)**

4.1 All Quartets and Choruses must register their quartet chorus/ name, on an annual basis, with the IABS Membership Secretary.

4.2 The Membership Secretary will keep a record of all Choruses/Quartets.

4.3 The Board of Directors shall define and review the criteria that a Quartet/Chorus NAME must satisfy to be a member Quartet or Chorus.

4.4 A Chorus/Quartet must adhere to the up to date Contest Rules of IABS, in order to compete in IABS competitions.

#### **5 CHORUS**

5.1 A chorus is defined as a group of IABS Members, registered under one name with IABS, who sing together in the Barbershop style.

5.2 The Chorus must have Objects consistent with those of the Company.

5.3 A Chorus must register with the Membership Secretary.

5.4 A Chorus shall have a constitution which includes a Code of Ethics, and a management committee consisting of a Chairperson, Secretary and Treasurer at a minimum.

5.5 The IABS Company is not responsible for any debts incurred by an individual chorus.

#### **6 QUARTET**

6.1 A Quartet is a group of four IABS Members, registered under one name with IABS, who sing together in the Barbershop Style.

6.2 A Quartet must have Objects consistent with those of the Association.

6.3 The IABS Company is not responsible for any debts incurred by a quartet.

## **7 RESIGNATION**

- 7.1 A Chorus, Quartet or Individual Member, Youth Member may resign from IABS by giving the Membership Secretary notice of his/her intention.
- 7.2 Any resignation shall be effective from the date of receipt by the Membership Secretary.
- 7.3 The Chorus/Quartet/Individual Member/Youth Member shall remain liable for any sums owing to IABS as at the date of resignation including any subscriptions due in that year.
- 7.4 The Chorus/Quartet/Individual Member/Youth Member shall not have any claim on the property of IABS.

## **8 EXPULSION/SUSPENSION OF MEMBERS (INDIVIDUAL MEMBER, CHORUS OR QUARTET)**

- 8.1 A member may be expelled from IABS if the Board of Directors decides that:
- (i) The Member is in breach of any of the Membership Rules
  - (ii) The member brings the Association into disrepute through his/her actions
  - (iii) A chorus/quartet condones conduct which is contrary to the principles of the Association and its Articles aforementioned.

### **8.2 DISCIPLINARY PROCEDURE AT IABS BOARD LEVEL**

8.3 While the Association expects disciplinary procedure and action to be managed within a chorus or quartet under its own Code of Ethics, the Association recognizes that on a rare occasion a situation may occur where the Board of Directors will be required to rule. In that case, the procedure is as follows:

- 8.3.1 A disciplinary committee should be set up by the Board and consist of the Chairperson and two Board members to deal with all disciplinary matters arising. Members of the Board shall be impartial and, if any conflict of interest arises, that member or members shall withdraw.
- 8.3.2 The Disciplinary Committee can set up a meeting to hear the alleged misconduct or breach of Rules. It should notify the accused party of the date

and time of that meeting.

- 8.3.3 The accused person will be entitled to be heard and to call evidence or witnesses on his/her behalf and be accompanied by a third party.
- 8.3.4 The Board/ Committee shall be obliged to consider all evidence presented to them.
- 8.3.5 When the Board/Committee has considered the evidence and reached its decision, it shall communicate its decision to the accused party including any penalty it wishes to impose on him/her in writing in accordance with the Rules.
- 8.3.6 A member who is expelled or suspended shall have the Right to Appeal the decision within eight weeks to the Board/Committee.
- 8.3.7 A member who is expelled or suspended shall remain liable for any sums owing to IABS as at the date of expulsion/suspension.
- 8.3.8 An expelled/suspended member shall not have a claim on the property of IABS.

## **9 MEMBERSHIP SUBSCRIPTIONS**

- 9.1 The rate of subscriptions to IABS shall be set and reviewed annually by the Board of Directors.
- 9.2 Members shall pay or renew their subscriptions by the dates determined by the Board of Directors.

## **10 BOARD OF DIRECTORS**

### **10.1 CHAIRPERSON**

- 10.2 The Chairperson can serve a single maximum term of 3 years. The Chairperson is normally required to have served as term as Vice-Chairperson immediately before becoming Chairperson but will require to be elected to the position at an AGM

#### **10.2.1 Role Description**

- (i) To chair meeting of the Board of Directors
- (ii) To act as a representative of IABS as required
- (iii) To be an 'ex-officio' member of all Committees and Sub-committees of IABS
- (iv) To make day-to-day management decisions

- (v) To oversee the appointment of an accountant/auditor to act for IABS
- (vi) To oversee the maintenance and updating of the Memorandum and Articles of Association
- (vii) To oversee the maintenance and updating of the policies of the organisation

### **10.3 VICE CHAIRPERSON**

10.3.1 The Vice-Chairperson can serve a single maximum term of 3 years. The Vice-chairperson shall be selected by the Board at its first meeting held after the AGM.

#### **10.3.2 Role Description**

- (i) To deputise for all duties of the Chairperson in his/her absence
- (ii) To attend Board of Directors' meetings

### **10.4 COMPANY SECRETARY**

10.4.1 The Secretary can serve a term of up to 3 years, which may be repeated more than once at the discretion of the Board and shall be elected to the position at an AGM.

#### **10.4.2 Role Description**

- (i) To keep a record of all proceedings at Meetings of the Board
- (ii) To respond to communications to/from IABS as required.
- (iii) To attend Board of Directors' meetings
- (iv) To prepare documentation for AGM/EGMs, Agendas, Notice of Meetings, Motions etc.
- (v) To oversee the filing of records with the Companies Office and ensure that all legal and financial obligations are met.
- (vi) To be responsible for the legal compliance and requirements of a Company limited by Guarantee

### **10.5 FINANCE DIRECTOR**

10.5.1 The Finance Director can serve a single term of up to 3 years, which may be repeated more than once at the discretion of the Board. The Finance Director

is elected at AGM after application, interview, and recommendation by the Board of Directors.

### **10.5.2 Role Description**

- (i) To keep records of all financial transactions in accordance with the policies and rules of IABS
- (ii) To attend Board of Directors' meetings
- (iii) To oversee and have ultimate responsibility of accounts kept by the Convention Sub-committee
- (iv) To carry out any banking communications on behalf of IABS
- (v) To monitor the income from Membership fees.
- (vi) To oversee the filing of records with the Companies Office and ensure that all legal and financial obligations are met
- (vii) To prepare annual accounts for presentation at the AGM

## **10.6 MEMBERSHIP SECRETARY**

10.6.1 The Membership Secretary can serve a single term of up to 3 years, which may be repeated more than once at the discretion of the Board. The Membership Secretary is elected at an AGM.

### **10.6.2 Role Description**

- (i) To regularly attend Board of Directors' meetings
- (ii) To maintain an up to date register of members
- (iii) To maintain an up to date register of quartet names
- (iv) To maintain an archive of the quartet and chorus names now retired
- (v) To have responsibility for Choruses/Quartets compliance with the rules of the Association.
- (vi) To communicate with IABS members as instructed by the Board

## **10.7 MUSIC EDUCATION AND YOUTH AFFAIRS DIRECTOR**

10.7.1 The Music and Youth Affairs Director can serve a single term of up to 3 years,

which may be repeated more than once at the discretion of the Board, and can be appointed by the Board at its next meeting after an AGM.

#### **10.7.2 Role Description**

- (i) To attend Board of Directors' meetings
- (ii) To be responsible for the development of Education programmes for IABS members
- (iii) To provide assistance to the Board in formulating IABS Contest Rules
- (iv) To actively develop the Barbershop genre in the youth sector of Ireland

#### **10.8 IMMEDIATE PAST CHAIRPERSON**

10.8.1 The immediate Past Chairperson shall serve a maximum term of 1 year immediately following his/her term as Chairperson.

#### **10.8.2 Role Description**

- (i) To attend Board of Directors' meetings
- (ii) To support and liaise with the incoming Chairperson
- (iii) To deputise for the Chairperson when required

#### **10.9 OTHER DIRECTORS**

10.9.1 Other Directors may be elected at AGM or co-opted to the Board by the Board of Directors. A co-opted Director may remain in office until the next AGM when he/she could be elected to the post

#### **10.9.2 Role Description**

- (i) To attend Board of Directors' meeting.
- (ii) To be prepared to take on responsibilities as required in the running of the Association.