



## World Federation of Amateur Orchestras Constitution

### **1: Name, Seat, Legal Status**

The name "World Federation of Amateur Orchestras", short WFAO, hereafter the Federation, refers to an association of individual amateur orchestras and amateur orchestra societies, associations, federations – national and/or regional – around the world.

The Federation is governed by Swiss law, specifically the Swiss Civil Code, Art. 60 ff, of December 10, 1907 (Catalogue of Federal Laws, SR 210). In all its activities it is politically, ideologically and religiously neutral and not for profit.

It encompasses indiscriminately all genders and all ages.

It has its official seat in Bern, Switzerland. It has a correspondence address at the domicile of the chairperson.

### **2: Aims**

The Federation aims to support amateur music making worldwide in symphonic ensembles of different dimensions, e.g. full size symphonic orchestras, chamber music ensembles, same instruments groups.

Said music making is done not for profit and not as a remunerated activity.

It contributes actively in educational programmes at different levels – community, state/provincial, national – focussing specifically but not exclusively on disadvantaged groups of people.

It cooperates with other associations in the field of music such as (non exhaustive listing) choirs, wind and brass bands, traditional groups, composers, music industries, professional musicians, teaching institutions and teachers, governments and regulators, patrons and sponsors.

It serves to foster the mutual interests of and to strengthen ties and contacts between orchestras, ensembles and individual amateur musicians worldwide.

It pays particular attention to music making among youth.

It promotes and defends the interests of amateur music in civil societies and intervenes in order to facilitate access to music for all.

The Federation establishes and manages a communication platform using state-of-the-art tools. It serves as the main channel for the dissemination of information to and the exchange of ideas by members and the outside world.

### **3: Membership**

#### **3.1: Members**

There exist the following categories of membership:

- *Corporate members*: Supra national<sup>1</sup>, national and other comparable non profit associations of amateur orchestras and ensembles, youth and adult
- *Individual corporate members*: Individual non profit amateur orchestras and ensembles from countries possibly where there exist no national or other comparable associations
- *Individual personal members*: Persons from countries where orchestra structures are not yet established or in the process of being established, and persons who as individuals show a genuine interest in amateur music making and the activities of WFAO.
- *Associate members*: Individual persons or legal entities strongly interested in or related to amateur music making
- *Patron members*: Individual persons or legal entities which significantly support the Federation.
- *Honorary chairpersons and members*: Individual persons or legal entities

### **3.2: Admission**

Application for membership as corporate, individual or associate member is to be addressed to the Board which decides. This decision is subsequently ratified by the next General Assembly. Membership applications include appropriate information and documentation showing the structure and activities of the applicant in order to ascertain the correct definition of applicant's status as defined in Art. 3.1 above.

Patron members, honorary chairpersons and honorary members are nominated by the General Assembly.

### **3.3: Resignation, Expulsion**

Resignation from the Federation is possible by the end of the calendar year (i.e. December 31<sup>st</sup>) and requires a written declaration giving six months notice.

Members who no longer fulfil the conditions for membership and/or who contravene the principles of the Federation can only be expelled by the General Assembly.

## **4: Organisation**

### **4.1: Executive bodies**

The executive bodies of the Federation are:

- The General Assembly
- The Board of Directors
- The Auditors
- Regional<sup>2</sup> consultative assemblies and Regional lead groups

### **4.2: General Assembly**

#### **4.2.1: Organisation**

The General Assembly is the supreme corporate body of the Federation.

An ordinary General Assembly shall be held at least every 3<sup>rd</sup> year.

The General Assembly is convened by the Board 6 (six) months in advance by appropriate means of communications.

An extraordinary General Assembly may be convened by the Board or has to be convened at the request of one fifth of the total votes.

3 (three) months notice must be given.

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<sup>1</sup> At the time of adoption of the present Constitution, the European Orchestra Federation (EOFED) is a supra national member on its own. That means that EOFED members are not automatically members of WFAO through their membership of EOFED.

<sup>2</sup> The term "Regional" is used in accordance with the terminology applied by the International Music Council [www.imc-cim.org](http://www.imc-cim.org) and refers to world continents.

The Chairperson presides over the General Assembly. If the Chairperson is unavailable, the Vice-Chairperson presides. If the Vice-Chairperson is also unavailable, the General Assembly by a simple majority elects a person representing a member to preside the General Assembly. The decisions of the General Assembly are recorded in the minutes. In both an ordinary and an extraordinary General Assembly, the agenda must be distributed 3 months in advance.

#### **4.2.2: Duties**

The General Assembly has the following duties:

1. Election of the Board of directors and the Chairperson
2. Election of two auditors and one substitute auditor
3. Acceptance of the Board's reports on activities and business conducted
4. Adoption of the work programme for the next period of three years
5. Approval of the treasurer's report and the accounts
6. Discharge of the Board and the treasurer
7. Determination of the membership fee
8. Approval of the proposed budget for the next period of three years
9. Admission and expulsion of members
10. Admission of patron members
11. Nomination of honorary chairpersons and members
12. Amendments of the constitution
13. Liquidation order
14. Decisions on matters which are outside of the Board's authority

#### **4.2.3: Voting Rights**

1. Supra national members have 6 votes.
2. Corporate members from the same country are entitled to a maximum of 6 votes between them.
3. Individual members, corporate and personal, are entitled to one vote each.
4. Individual members, corporate and personal, from the same country are entitled to a maximum of 3 votes between them.
5. Associate members do not have the right to vote.
6. Patron and Honorary chairpersons and members are not entitled to vote

#### **4.2.4: Quorum**

The General Assembly has a quorum when one third of the total possible votes are present. Voting by proxy is permitted. One member is entitled to represent not more than 2 (two) members by proxy.

The representation power must be issued in writing and presented to the Board before the beginning of the General Assembly.

If the General Assembly does not have the quorum, then, at the proposal of the Board, two thirds of the votes represented at the meeting are needed in order to declare the Assembly legitimate.

#### **4.2.5: Voting Procedure**

Decisions at the General Assembly require a simple majority of the votes represented at the meeting, unless the present statutes stipulate otherwise.

The absolute majority is required for the expulsion of members.

Amendments to the statutes, which are to be exposed in the agenda, require a two thirds majority of the votes represented at the meeting.

If secret voting is requested in a vote by a simple majority of the Assembly, it will be applied.

#### **4.2.6: Voting by Correspondence**

Voting by correspondence or ballot is permitted to deal with urgent matters if it is recommended by the Board. The vote will be valid if the written opinion of the majority of the votes is obtained. The ballot will be done by email or an electronic voting tool.

Voting by correspondence may not be used to repeal decisions taken by the General Assembly.

#### **4.2.7: Online General Assembly and voting**

A General Assembly may be held online and hybrid. An online General Assembly is to be convened within the same rules as a General Assembly where the members are physically present. Voting can be held online.

### **4.3: The Board of Directors**

#### **4.3.1: Board Members**

The Board consists of a minimum of 7 and a maximum of 11 members, including the Chairperson, the Vice-chairperson, the Treasurer and the Board Secretary.

Membership on the Board reflects the constitution of the general membership of WFAO.

Each member of the Federation can nominate a maximum of two candidates to the board.

There shall be a maximum of two co-opted members.

#### **4.3.2: Term of Office**

The term of office of the Chairperson and the members of the Board coincides with the frequency of the ordinary General Assembly but for a maximum of three years. The Board attributes the tasks of its members under its own responsibility.

After expiration of the term in office, the Board keeps its function until new elections are held.

Resignation from the Board within the standard term of office must be submitted to the board.

In the case a resignation occurs within the standard term of office, the Board nominates a successor by co-optation whose term of office will last for the remaining standard term of office.

#### **4.3.3: Duties**

The Board conducts the business of the Federation.

It is responsible for the execution of the decisions approved by the General Assembly.

It represents the Federation internally and externally.

The Chairperson and the Vice-chairperson are allowed to sign individually.

The Board assigns the persons who have the right to sign individually, and to engage WFAO financially.

The Board may assign special tasks to Regional consultative assemblies, Regional lead groups and to experts and committees of experts.

The Board concludes contracts with service providers and other partners in conjunction with tasks and activities as defined in the work programme adopted by the GA.

The Board determines its agenda.

Membership on the Board is honorary. Expenses are reimbursed at real cost.

### **4.4: Regional Assemblies and Regional Lead Groups**

Regional Assemblies and Regional Lead Groups serve as consultative bodies to WFAO.

They are established by the Board as proposed by regional representatives of the amateur music scene.

They organise their activities under their own responsibility.

Membership in Regional Assemblies and Lead Groups is honorary. Expenses are not reimbursed.

Their tasks can be to examine the development of amateur music making in their respective areas, to promote amateur music making with stake holders and decision makers at all levels, to propose the organisation of regional events, conferences and festivals, to propose to the Board all other activities serving to promote music in their respective areas.

The Regional Assemblies and Regional Lead Groups are not entitled to act autonomously but submit proposals to the Board and, if appropriate, to the General Assembly.

## **5: Language**

The official language of the Federation is English.

## **6: Finances**

The activities of the Federation are financed by and not limited to:

1. Membership fees as determined by the General Assembly
2. Proceeds from services provided by the Federation and rights to which it is entitled
3. Contributions and subsidies from local, national, regional and international institutions, governments and authorities
4. Donations and sponsoring

The fiscal year of the federation lasts from January 1 to December 31.

## **7: Liability**

The assets of the Federation shall be liable for the Federation's obligations.

Such liability shall be exclusive.

Personal liability of Board members and the liability of members of the Federation are excluded.

## **8: Dissolution**

The dissolution of the Federation may be decided by a majority of two-thirds of the votes represented at an ordinary General Assembly.

The request for dissolution can be presented by a corporate or individual member and has to be submitted to the Board in writing at least 3 (three) months in advance of an ordinary General Assembly.

The Board includes this request in the agenda of the General Assembly and issues an opinion in this matter.

In the event of dissolution, the remaining assets after conclusion of the liquidation procedures will be donated to an organisation whose aims are comparable with those of the Federation. Reimbursement to members is not permitted.

## **9: Final Clauses**

The present Constitution replaces the statutes of August 1, 1998, issued by the General Assembly held at Kanazawa, Japan.

It was approved and put into effect by the General Assembly on September 11, 2011 in Glasgow, Scotland.

The constitution has been revised on the following General Assemblies:

September 4, 2016,

December 11, 2024 by voting by correspondence

*Helge Lorenz*

Helge Lorenz  
Chairperson