

Theory of Music Limited

Registered office
245 Fulwell Park Avenue
Twickenham TW2 5HD
United Kingdom

Company No. 10255324
Company Secretary: Barry Mitchell
Email: barry.mitchell@theoryofmusic.eu
www.theoryofmusic.eu

Director of Theory of Music Ltd

Job description

About Theory of Music Ltd

Theory of Music began in 2007 as a website: www.theoryofmusic.eu. The aim of the site was to provide free educational resources for the study of the history and theory of music. The target audience was the 16-plus age group. The resources were mainly relevant to the study of classical music. During 2007-2014 the website was maintained by Barry Mitchell with the help of one volunteer. Since 2014 the website has been maintained by Barry Mitchell.

The popularity of the site led to a decision to incorporate Theory of Music as a company limited by guarantee. The company was incorporated on 28 June 2016. The company's registration number is 10255324. The main purpose of incorporation was to enable Theory of Music to expand its activities.

Theory of Music Ltd has the following object: to advance education in the subject of music and in subjects related to music.

Theory of Music Ltd has the following powers:

- to provide educational resources
- to undertake research
- to create music
- to do all such lawful things as shall further the attainment of the company's object, whether independently or jointly with similar organisations.

Theory of Music was initially set up to provide free resources for the study of the history and theory of music. Theory of Music Ltd aims to adhere to this original mission by continuing to provide free and low cost educational resources.

Theory of Music Ltd is a company limited by guarantee. The company is owned by its subscriber members, who bear liability for the company. This liability is limited to £1.00, this being the amount that each member undertakes to contribute to the assets of the company in the event of its being wound up, while they are a member or within one year after they cease to be a member.

The members can appoint directors. Directors do not have to be subscriber members and, if they are not, they bear no liability for the company. Directors are responsible for the management of the company's business. Directors may undertake any services for the company that the directors decide and are entitled to such remuneration as the directors determine.

Personal qualities

It is essential that directors have a commitment to the object of the company and realise that profit-making is not the primary goal.¹

Skills and experience

Applications are welcome from people from a wide variety of backgrounds with an interest in music or music education. It is not necessary for directors to be professional musicians or to have a technical knowledge of music: an interest in music and in contributing to the development of Theory of Music Ltd. is more important.

Applications are welcome from people with a wide variety of interests and skills, but applicants with skills and experience in the following areas are especially welcome:

- website development
- marketing
- publicity
- copyright law
- business strategy
- production of facsimile editions
- world music
- music before 1600
- twentieth-century music
- other arts subjects

Duties

A director of Theory of Music Ltd will be expected to contribute to the development of company strategy. This is the main duty of a director.

Directors have the following additional duties, which are adapted from the statutory duties of all company directors.

To comply with the company's Articles of Association and other governing documents and to exercise their powers only for the reasons for which they were given.

To act in a way the director considers (in good faith) is most likely to promote the success of the company for the benefit of its members as a whole or, if relevant, other purposes specified in the Articles of Association. In performing this duty, to have regard to all relevant matters, especially:

- the likely long term consequences of any decision
- the interests of the company's employees
- the needs to foster the company's business relationships with suppliers, customers and others
- the impact of the company's operations on the community and the environment
- the desirability of the company maintaining a reputation for a high standard of business conduct
- the need to act fairly as between members of the company.

¹ In 1725 the baroque composer JJ Fux gave this advice to those seeking a career in music. "Are you perhaps tickled by the hope of future riches and of abundance of private possessions in wishing to embrace this mode of life? If that is the case, take my advice and change your purpose. For not Plutus but Apollo presides over Parnassus. Those who are inspired by covetousness and seek the way to wealth must follow a different road." From *Gradus ad Parnassum*, JJ Fux (1660-1741).

To exercise independent judgement, that is, not to subordinate the director's power to the will of others.

To be diligent, careful and well informed about the company's affairs. If a director has particular knowledge, skill or experience relevant to his function (for instance, is a qualified accountant and acting as a finance director), expectations regarding what is 'reasonable' will be judged accordingly.

To avoid conflicts (or possible conflicts) between the interests of the director and those of the company. The prohibition will not apply if the company consents, and consent meets the necessary formal requirements.

Not to accept benefits from third parties (i.e. a person other than the company) by reason of being a director or doing anything as director. The company may authorise acceptance of such benefits subject to its Articles of Association, for instance to enable a director to benefit from reasonable corporate hospitality.

To declare any interest in a proposed transaction or arrangement. The declaration must be made before the transaction is entered into and the prohibition applies to indirect interests as well as direct interests.

To consider or act in the interests of creditors, particularly in times of threatened insolvency.

To maintain confidentiality of the company's affairs.

Remuneration

Directors can be paid for any services they provide to the company. However, it is likely that in the short or medium term, in common with many start-ups, a directorship of Theory of Music Ltd will be unpaid.

Publicity

Directors will be expected to provide a photo and a short biography for inclusion in company publicity materials, including the website.

Consultants

If you do not wish to become a director of Theory of Music Ltd but would like to offer the company the benefit of your expertise you could become a consultant. Consultants contribute to the development of the company's strategy.

Contact details

If you are interested in becoming a director or consultant of Theory of Music Ltd please contact:

barry.mitchell@theoryofmusic.eu.

Barry Mitchell, Company Secretary

7 August 2016