

## CONSTITUTION AND RULES

### 1. Name

The name of the Society shall be Shawbury Village Players and membership is all inclusive.

### 2. Objectives

The objectives of the Society shall be:

- a. To afford members the opportunity of developing and expressing their interest in drama and musical plays;
- b. To enable members to develop an interest in all aspects of theatrical production;
- c. The performance of drama and musical plays;
- d. The provision of social functions and gatherings for its members.

### 3. Membership

Membership is open to all regardless of gender, age or disability. The Society shall consist of Full and Associate members and such other classes of membership as the Society in general meeting shall from time to time determine.

- a. A full member shall have full rights as laid out within this document.
- b. An associate member is defined as a volunteer during a performance/rehearsal.

### 4. Every applicant for full membership shall give notice of their intention to join the Society by way of completing the membership form as approved by the committee of the Society. This membership form should be resubmitted at regular intervals to ensure up to date records are kept.

### 5. Voting Rights

Save as mentioned in Clause 6 (c), any full member of the Society shall be entitled to attend any Annual General Meeting (AGM) or Extraordinary General Meeting (EGM) of the Society and to vote on presented matters affecting the Society. Subject to the provision of Clauses 7 and 8, votes shall be recorded by a show of hands unless any member demands a ballot. In the case of equality, the Chairperson shall have a second or casting vote.

### 6. Subscriptions

- a. All Full members of the Society shall subscribe to the Society by way of an annual sum relevant to their class of membership, the value of which shall be determined by and amended at the Annual General Meeting. This sum shall be due for renewal on the first day of the anniversary month of their initial payment.
- b. Any member who shall not pay their subscription after it becomes due and payable and fails to make payment within twenty-eight days after a request for payment has been made by the Treasurer shall immediately forfeit all rights in the Society until such time as they have paid. If payment is not made within 12 months of becoming due whether such request has been made or not, they shall cease to be a member of the Society.
- c. No member whose subscription is in arrears shall:-
  - i. Take part in any performance given by the Society whether as a member of the cast or as a member of the stage staff; or in any capacity whatsoever where the Society's equipment is operated.
  - ii. Be eligible to vote at any meetings of the Society or for election to any office or for appointment to any committee.

### 7. Officers

- a. The Officers of the Society shall consist of Chairperson, Vice Chairperson, Secretary and Treasurer.
- b. They shall be elected at each AGM of the Society. Save as provided in Clause 8(b), they shall hold office until the next AGM when they shall retire but shall be eligible for re-election.

- c. The Officers of the Society may hold other roles within the committee as outlined in clause 8(a), with the exception of the Chairperson, who should hold no other role upon the committee in order to remain impartial.

#### 8. The Committee

- a. The affairs of the Society shall be conducted and managed by a single committee comprising of the Officers of the Society, along with the roles of Technical Co-ordinator, a Publicity Co-ordinator, a Wardrobe Co-ordinator and a Safeguarding Lead, whose tenures of appointment, retirement and eligibility for election or re-election shall be governed by the provisions of clauses 8(b-d). The Committee shall also consist of up to two additional members, without named roles, who shall be elected in the same manner as dictated in clause 8(b-d), with the exception that these unnamed roles not be held for more than a single consecutive term.
- b. Excepting the Officers of the Society and save as provided in clauses 8(e)-(g) the members of the Committee shall be elected at each AGM of the Society or at any EGM duly summoned by the Chairperson for such purpose. Notice of such EGM must be given by the Chairperson to the Secretary at least 21 days before the meeting. Notice must then be given to the members of the Society in accordance with clause 14 (c).
- c. The procedure for elections shall be as follows:-
  - i. The Chairperson shall call for potential candidates to the position. Candidates should declare their intention to run for the position, and summarise the reasons they would be a suitable candidate.
  - ii. Members of the Society who are unable to attend an AGM or EGM, but wish to put themselves forward for a position on the committee can make their candidacy known to the Secretary in advance of the meeting, and provide a brief summary (such as in clause c. i) to be read out on their behalf.
  - iii. In the case that only one candidate puts themselves forward for a position, their election can be proposed and seconded by members of the Society and then agreed by a show of hands.
  - iv. If multiple candidates put themselves forward for a position upon the committee, their election shall be decided by ballot.
- d. With the exception of the Safeguarding Lead, no formal qualification is required for election to any position of the Committee. In the case of the Safeguarding Lead a minimum of Level 2 Safeguarding (or equivalent) must be held, either prior to appointment or within a reasonable timeframe after their election. In a situation arising that training is required for the Safeguarding Lead, this shall be paid for by the Society.
- e. A member of the Committee may be removed from office on the Committee by a majority of members present and voting at an EGM of the Society held for that purpose and convened in accordance with clause 14 (b).
- f. Any vacancy on the committee howsoever created shall be filled by the Committee.
- g. The Committee may from time to time co-opt any members of the Society for specified purposes and any members so co-opted shall for the purpose for which they have been co-opted be deemed to be a member of such committee and shall be permitted to vote at committee meetings on the subject for which they have been co-opted. These co-opted appointments shall be reconfirmed until the next meeting by vote of the elected committee at the end of each committee meeting.
- h. The Committee shall aim to meet at least every six weeks.
- i. Minutes of each Committee meeting shall be posted on Society's website within a reasonable time thereafter, following the agreement and signing of the minutes at the subsequent Committee meeting.
- j. The quorum for meeting of the Committee shall be five. At all committee meetings the Chairperson shall have only a casting vote.
- k. The Committee shall make such rules for the conduct of its business as it considers necessary.
- l. The Officers of the Society may make such arrangements for the temporary delegation of their

powers to other members of the Committee as they shall consider necessary.

9. The main duties of the Committee shall be to:
- a. Review the Constitution six weeks prior to the AGM and advise the membership of any anomalies or proposed amendments;
  - b. Agree budget estimates of expenditure and income for each production;
  - c. Make provisional booking of dates when the programme has been confirmed by the committee;
  - d. Be responsible for the backstage, front of house, wardrobe, sound and lighting arrangements in accordance with the producer's wishes;
  - e. Consider the finance available for each production;
  - f. Consider any items of expenditure outside a production budget;
  - g. Fix the prices for tickets etc, and to be responsible for organising the raising of such other funds as may be necessary;
  - h. Review at the first meeting following an AGM the Safeguarding Policy and agree any changes that need to be made, before uploading the confirmed policy to the website;
  - i. Ensure all licensing requirements are clarified and complied with prior to each production.
  - j. The Committee shall be responsible to the Society and shall present to the AGM:-
    - i. A report by the Chairperson of the affairs of the Society during the preceding year.
    - ii. A report by the Treasurer on the Society's financial position and activities which have been independently examined.

10. The Chairperson

- a. The Chairperson shall retire prior to the election of a new chair at an AGM, and the outgoing Vice Chairperson shall oversee the election of a new Chairperson.
- b. If the retiring Vice Chairperson is intending to put themselves forward as a candidate to assume the office of Chairperson the election will be chaired by the outgoing Treasurer or Secretary.
- c. The retiring Chairperson shall be eligible for election to any office of the Society, including Chairperson.
- d. The newly elected Chairperson will take the chair for the remainder of elections to the Committee, and for the remainder of the meeting.

11. The Secretary

- a. The Secretary shall keep the Minutes and conduct the correspondence of the Society subject to the direction of the Committee. They shall have custody of and be responsible for the Society's books and documents except those relating to the finances of the Society. They shall ensure that a copy of the Constitution is available on the website, which shall be available for all members of the Society to inspect. They shall have such powers as are otherwise mentioned within this document and shall circulate the Minutes of each meeting of the Society at the next appropriate similar meeting. They shall give at least seven days' notice of all general meetings to all members of the Society. The Secretary shall be an officer to whom any members should address any item of complaint or concern in the first instance.
- b. If so required by any members of the Society they shall give those members access to all papers of the Society.

12. The Treasurer

- a. The Treasurer shall be responsible for the keeping of the Society's accounts and shall make up the annual financial statement to the last day of January in each year which shall be independently examined, printed, and circulated to members at the AGM.
- b. All payments on behalf of the Society shall be authorised by the Committee and shall be made by bank transfer or cheque drawn on the Society's Bank Account and signed by any two of the Chairperson, Vice Chairperson, Secretary, and Treasurer of the Society or authorised ex-officio officers.

- c. The Treasurer shall be responsible for the collection and recording of annual subscriptions.

#### 13. Finance

- a. All income of the Society must be paid into a Bank account in the name of the Society without any deductions.
- b. Any members of the Society shall be entitled to recover expenses properly incurred on behalf of the Society provided that any member who has incurred such expense in excess of the amount allocated will only be reimbursed after approval of a majority of the Committee has been obtained.
- c. The Society's Financial Year shall end on the last day of January in each year.
- d. No gifts shall be made to charitable or other organisations without the prior approval of a majority of the members present and voting at an EGM or AGM of the Society.
- e. Surplus funds at the end of each Financial Year may be invested on the advice and with the approval of a majority of those present and voting at the AGM of the Society.
- f. In a case of urgency, the Chairperson shall have discretion to spend up to £100 on any one occasion without reference to the Committee.

#### 14. Meetings

- a. The AGM of the Society shall take place in the month of March in each year upon a date and time fixed by the Committee.
- b. The Committee may at any time for any special purpose call an EGM and they shall do so forthwith upon the written request of any five members of the Society served upon the Secretary stating the purpose for which the meeting is required.
- c. At least fourteen days before the AGM or any EGM the Secretary shall serve upon every member of the Society a written notice of such meeting and of the details of business to be raised. No other business other than that of which notice has been so given shall be brought forward at such meeting.
- d. The quorum for any AGM/EGM of the Society shall be eight members.
- e. The minutes of the AGM shall only be circulated to the next AGM but the minutes of an EGM must be circulated to the next AGM.

#### 15. Expulsion Clause

- a. Every member on joining the Society undertakes to comply with the provisions of both this constitution and Society's safeguarding policy and any refusal or neglect to do so or any conduct which shall in the opinion of the Committee be unworthy of a member or shall be such as to be injurious to the character of the Society or the interests or the members shall be suspended and render such members liable to expulsion by a resolution of a meeting of the Committee provided that:
  - i. At least fourteen days before such meeting they shall have had notice of the meeting and of the allegations made against them and of the intended resolution for their expulsion;
  - ii. They shall at such meeting and before the passing of such resolution have had an opportunity of giving orally or in writing any explanation or defence they may think fit.
- b. The notice referred to in clause 15(a. i) above shall in addition inform the members of their right to give an explanation as aforesaid and that such right may be exercised by them in person and/or by Counsel or Solicitor or other person on their behalf.
- c. If a simple majority of the Committee present and voting upon the resolution when the matter is inquired into are of the opinion that the member has been guilty of such refusal, neglect or conduct as aforesaid and that the member has failed to justify or explain it satisfactorily, the Committee shall call upon the member to resign. If they do not resign, they shall forfeit all rights and privileges in and claims upon the Society and its property.
- d. Any former member having been expelled from the Society will be unable to seek to re-join the Society at any time in the future, without approval of a simple majority of the Committee

present and voting upon a resolution to address such at a meeting of the Committee.

16. Notices

Any notice required to be given to or served upon any members under the provisions of this constitution shall be deemed to have duly served if delivered personally or by sending the same by ordinary prepaid post or email to such members, at the address entered as being theirs in the records of the Society. It shall be the sole responsibility of each member to alert the Secretary to any changes of contact details.

17. Financial Independent Examiner

An independent examiner shall be appointed each year by the Committee to examine the Treasurer's accounts and to certify the annual financial statement.

18. Amendment of Constitution

- a. These rules may be altered, repealed, added to or amended or new rules may be made by resolution at the AGM or at any EGM duly summoned. No such resolution shall be deemed to have been passed unless it is carried by a majority of at least two-thirds of the members present and voting upon the resolution.
- b. Any members proposing to alter, repeal, add to or amend these rules must serve notice upon the Secretary at least 21 days before the meeting giving written details of the proposed changes.

19. Winding up & Dissolution

If at any general meeting a resolution for the winding-up or dissolution of the Society is passed by a majority of at least two-thirds of the members present and voting upon this resolution, the property of the Society (including any sum standing to the credit of the Society in any Bank) shall be deemed to be vested in the members of the Society at the date of such resolution. The Committee shall hold the assets of the Society and after the discharge of all liabilities shall pass over remaining assets to such village organisation or organisations, as shall be determined upon at the time of the passing of the aforementioned resolution, to be held in trust by such organisation for any future drama group in Shawbury. Upon the completion of this process, the Society shall be dissolved.

20. Interpretation

The Committee of the Society shall be the sole authority for the interpretation of the provisions within this constitution and their decision upon any question of interpretation upon any matter affecting the Society and not provided here shall be final and binding on the members.

AMENDED MARCH 2022

This amended constitution was agreed at the Annual General Meeting of the Shawbury Village players on 16<sup>th</sup> March 2022

Signed

Richard Bray

Chair