

*Adopted on the 14<sup>th</sup> September 2014*

## **Constitution**

### **1. Society**

The Society shall be called 8218 Youth Theatre (8218 YT)

### **2. Objectives**

1. The objectives of the Society are to educate young people in the dramatic and musical arts and to further the development of public appreciation and taste in the said arts.
2. To provide artistic experiences otherwise not available to young people.

### **3. Powers**

In furtherance of these objectives but not otherwise the Society through its Executive Committee may exercise the following powers:

- a.** To promote plays, drama, comedies, operas, operettas and other dramatic and operatic works of educative value including film, video and other new media;
- b.** To purchase acquire and obtain interests in the copyright of or the right to perform or show any such dramatic or operatic works;
- c.** To purchase or otherwise acquire plant, machinery, furniture, fixtures, fittings, scenery and all other necessary effects;
- d.** To raise funds and invite and receive contributions from any person or persons whatsoever by way of subscription, donation and otherwise, provided that in raising funds the Society shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;
- e.** Subject to any consents required by law to sell, lease or dispose of all or any part of the property of the Society;
- f.** Subject to any consents required by law to borrow money and to charge all or any part of the property of the Society with repayment of the money so borrowed;
- g.** To employ such staff as are necessary for the proper pursuit of the objectives and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependants;
- h.** To co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objectives or similar charitable purposes and to exchange information and advice with them;
- i.** To establish or support any charitable trusts, association or institutions formed for all or any of the objectives;

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**j.** To assist and further such charitable institutions and charitable purposes as the Executive Committee shall from time to time determine;

**k.** To appoint and constitute such advisory committees as the Executive Committee may think fit;

**l.** To do all such other lawful things as are necessary for the achievement of the objectives of the Society.

### **4. Membership**

The Society shall consist of Acting Members<sup>1</sup>, and may also include as Honorary Life Members<sup>2</sup> such other persons as shall have rendered special services to the Society.

### **5. Eligibility for Membership**

Normal young person membership shall be open to all those between the ages of 8 years and 18 years inclusive having sympathy with the objects of the Society and desiring actively to further it and to pay the membership fee, where applicable, and show fees laid down by the Executive Committee.

Executive committee members are selected at the Annual General Meeting and must be at least 18 years old<sup>3</sup>. Every committee member shall have one vote. The Chairman of the executive committee shall have a casting vote if required.

### **6. Applications for Membership**

Applications for young person membership shall be made verbally, by email or in writing by an appropriate parent or guardian of the young person. Membership will be deemed to be accepted once all appropriate subscriptions/fees are paid in full and the relevant application form/paperwork is completed and signed by the parent or guardian.

### **7. Capabilities of Candidates for Membership**

Prior to election, all candidates for membership should be able to satisfy the executive committee that their behaviour and capability is suitable to meet acceptable behavioural standards as deemed appropriate by the executive committee.

### **8. Expulsion of Young People (members)**

The Executive Committees at a general meeting may by a majority vote remove from the list of members the name of any member who has persistently neglected the work undertaken by the Society or whose conduct it considers likely to endanger the welfare of the Society.

### **9. Expulsion of Committee Members**

The Executive Committee at a general meeting may by a majority vote remove from the list of committee members the name of any committee member who has persistently neglected the work undertaken by the Society or whose conduct it considers likely to endanger the welfare of the Society. The individual shall have the right to be heard by the Executive Committee, accompanied by a friend or supportive representative, before a final decision is made.

*Members are young people as defined in section 5. Adults are classed as volunteers or executive committee. Honorary life members can be of any age but must have served as a member (as defined in section 5) for a period no less than 12 months. There is no upper age limit for executive committee members. Or, out of a general meeting by unanimous vote made by the chairman and at least two other currently serving committee members. The Supportive representative does not have a right to present any case or answer any question on behalf of the individual concerned but is there merely for moral support.*

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### **10. Subscriptions and Fees**

The annual membership fee to the Society shall be determined by the executive committee. Fees in relation to the shows will be determined by the executive committee prior to auditions for each show.

### **11. Payment of Membership and Show Fees**

Membership fees shall become due and be paid to the Treasurer on receipt of notice from the committee, and all show fees shall need to be paid one month prior to the show. This can be paid in a lump sum or by instalments agreed by the committee.

### **12. Non-Payment of subscriptions**

The Executive Committee shall have power by bare majority to suspend any member whose subscription remains unpaid from exercising all or any of the privileges of membership until their subscription is paid.

**13. Adjustment of Subscriptions** The Executive Committee shall have power to remit such portion of the subscription as they think right in the case of young people after a period of time agreed with young people leaving the neighbourhood and resigning their membership before the end of any year and to re-admit to the Society without membership fee any persons who have previously been young person members when such persons have resigned owing to leaving the neighbourhood or for other good cause.

### **14. Resignations**

Young person members wishing to leave a production must give written notice to the committee.

**15. Honorary Life Members** Honorary Life Members may, on the nomination and recommendation of the Executive Committee only, be elected on such terms as the members of the Society at an Annual General Meeting may from time to time decide.

### **16. Executive Committee**

1. The Society shall be managed by an Executive Committee elected at the Annual General Meeting consisting of the following Officers, namely: Chairman, Treasurer, Secretary and in total a minimum of 5 Members.
2. A member of the Executive Committee shall cease to hold office if they:
  - a. are disqualified from acting as a member of the Executive Committee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision);
  - b. become incapable by reason of mental disorder, illness or injury of managing and administering their own affairs;
  - c. are absent without the permission of the Executive Committee from all their meetings held within a period of three months or the Executive Committee resolve that their office is vacated; or
  - d. Notify to the Executive Committee a wish to resign (but only if at least three members of the Executive Committee will remain in office when the notice of resignation is to take effect).
3. The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.
4. No person shall be entitled to act as a member of the Executive Committee whether on a first or subsequent entry into office until after signing in the minute book of the Executive Committee a declaration of acceptance and of willingness to act in the trusts of the Society.

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*Or, out of a general meeting by unanimous vote made by the chairman and at least two other currently serving committee members.*

### **17. Executive Committee Members not to be personally interested**

a. Subject to the provisions of sub-clause (b) of this clause no member of the Executive Committee shall acquire any interest in property belonging to the Society [otherwise than as a Trustee for the Charity] or receive remuneration or be interested (otherwise than as a Member of the Executive Committee) in any contract entered into by the Executive Committee.

b. Any member of the Executive Committee for the time being who is a solicitor, accountant or other person engaged in a profession may charge and be paid all the usual professional charges for business done by them or their firm when instructed by the other members of the Executive Committee to act in a professional capacity on behalf of the Society: provided that at no time shall a majority of the members of the Executive Committee benefit under this provision and that a member of the Executive Committee shall withdraw from any meeting at which their own instruction or remuneration, or that of their firm, is under discussion.

### **18. Meetings of Executive Committee**

a. The Executive Committee shall hold at least two ordinary meetings a year.

b. A special meeting may be called at any time by the Chairman or by any two members of the Executive Committee upon not less than 4 days notice being given to the other members of the Executive Committee of the matters to be discussed.

c. The Chairman shall act as chairman at meetings of the Executive Committee. If the Chairman is absent from any meeting, the members of the Executive Committee shall choose one of their number to be chairman of the meeting before any other business is transacted.

d. There shall be a quorum when at least one third of the number of members of the Executive Committee for the time being or 3 members of the Executive Committee, whichever is greater, are present at a meeting.

e. Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question but in the case of equality of votes the chairman of the meeting shall have a second or casting vote.

f. The Executive Committee shall keep minutes, in books kept for the purpose (or suitable electronic means), of the proceedings of meeting of the Executive Committee and any sub-committee. These minutes will be made available to the executive committee via the SYTG PA website.

g. The Executive Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this constitution.

h. The Executive Committee may appoint one or more sub-committees consisting of three or more members of the Executive Committee for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Executive Committee would be more conveniently undertaken or carried out by a subcommittee: provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the Executive Committee.

### **19. Executive Committee's Powers**

The Executive Committee shall have power to decide any questions arising out of these Rules and all other matters connected with the Society (other than and except those which can be dealt with only by the Society in an Annual General Meeting) and make, maintain and publish all necessary orders regulations and bye-laws in connection therewith.

### **20. Finance**

a. The funds of the Society shall be applied solely in furthering the objectives of the Society.

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b. The funds of the Society, including all members' fees, donations, box office income and bequests, shall be paid into an account operated by the Executive Committee in the name of the Society at such bank as the Executive Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two members of the Executive Committee.

c. No member of the Society shall receive payment directly or indirectly for services to the Society or for other than legitimate expenses incurred in its work.

d. No expenditure shall be incurred by any member of the Society without the authority in writing of the Treasurer and/or Secretary and all accounts shall be sanctioned by the Executive Committee.

### **21. Financial Year**

The financial year of the Society shall commence on 1<sup>st</sup> September and an annual profit and loss account and balance sheet shall be prepared within two calendar months after September in each year. The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act)

### **22. Annual General Meeting**

a. The Annual General Meeting of the Society shall be held by the 2<sup>nd</sup> week in October or as soon as practicable thereafter, when the Report of the Executive Committee and accounts for the past year, duly audited, shall be presented to the officers, other members of Executive Committee and an Auditor, for the ensuing year, and the honorary Life Members, if any, elected, and all general business transacted.

b. Every Annual General Meeting shall be called by the Executive Committee. The Secretary shall give at least 21 days notice of the Annual General Meeting to all members of the Society. All adult executive committee members, adult volunteers of the Society and parents or guardians of young person members shall be entitled to attend and vote at the meeting.

c. Before any other business is transacted at the first Annual General Meeting the persons present shall appoint a chairman of the meeting. The chairman shall be the chairman of subsequent Annual General Meetings, but if they are not present, the persons present shall appoint a chairman of the meeting.

d. The Executive Committee shall present to each Annual General Meeting the report and accounts of the Society for the preceding year.

e. Nominations for election to the Executive Committee must be made by members present at the annual general meeting. Nominations may be accepted by proxy in writing (or suitable electronic form) and must be in the hands of the Secretary where possible at least 14 days before the Annual General Meeting. Proxy nominations will not be accepted if they have not been received by the secretary prior to the annual general meeting commencing. Should nominations exceed vacancies, election shall be by secret ballot.

### **23. Retirement of Officers and Executive Committee**

The Executive Committee (including the Officers) and the Auditor shall retire annually but shall be eligible for re-election. If all the before-mentioned positions are not filled at such Meeting or any casual vacancy shall thereafter occur the same shall be filled by the remaining members of the Executive Committee.

### **24. Special General Meetings**

A Special General Meeting of the Society may be called at any time at the discretion of the Executive Committee and shall be called within 21 days after the receipt by the Secretary of a requisition in writing to that effect signed by at least 3 young person members. Every such requisition shall specify the business for which the meeting is to be convened and no other business shall be transacted at such Meeting.

### **25. Procedure at General Meetings**

The Secretary or other person specially appointed by the Executive Committee shall keep a full record of proceedings at every General Meeting of the Society.

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### **26. Quorum at General Meetings**

No business other than the formal adjournment of the Meeting shall be transacted at any General Meeting unless a quorum be present and such quorum shall consist of not less than 5 persons present and entitled to vote.

### **27. Resolution at General Meeting**

Unless otherwise provided by these Rules all resolutions brought forward at a General Meeting shall be decided by a bare majority of the votes properly recorded at such Meeting and in the case of an equality of votes the Chairman shall have a second or casting vote.

### **28. Notice of General Meeting**

A printed or electronic notice of every General Meeting; accompanied in the case of the Annual General Meeting by the Statement of Accounts for the past year and particulars of nominations for the Executive Committee (including the Officers) and Auditor and of any proposal to elect an honorary Life Member; shall be sent to each member at least 14 days prior to the day fixed for such Meeting.

### **29. Selection of Works**

The Executive Committee shall select the works to be produced by the Society and shall determine the dates of productions.

### **30. Selection of Cast**

The cast for any production shall be selected by the Production Committee or by a Selection Sub-Committee appointed by the Executive Committee and consisting of not less than 3 persons. This would normally take the form of a Production Team.

### **31. Revision of Cast**

The Executive Production Committee or its appointed Sub-Committee shall have power to revise the cast from time to time in consultation with the Show Director, if any Acting Member to whom a character has been assigned shall, in its opinion, prove unsuitable for the part.

### **32. Obligations of young person members**

Young person members shall to the best of their ability play the parts assigned to them and obey the directions given at all rehearsals and performances.

### **33. Control of Rehearsals**

The Musical Director shall conduct all music rehearsals and the Director shall direct all stage rehearsals.

### **34. Attendance at Rehearsals and Performances**

A record of the attendance of young person members at rehearsals and performances shall be kept by the Secretary. The Executive Committee shall have power to prohibit any young person member whose attendance at rehearsals shall have been irregular from taking part in the performance of the work in preparation. Young person members absenting themselves from three consecutive rehearsals may, at the discretion of the Executive Committee and in consultation with the show director, be deemed to have resigned their parts in the work then in rehearsal.

### **35. Young person members in excess of Requirements**

If at any time the number of Members rehearsing a production exceed the number of persons required for the representation of the same, preference shall be given to the young person members who, by the regularity of their attendance, shall, in the opinion of the Executive Committee, have rendered themselves most efficient.

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### **36. Production Money**

All monies due from young person members in connection with the production and performance of any work shall be accounted for, and paid to the Treasurer, no less than 30 days before the first performance.

### **37. Production Account**

Within two calendar months after the final performance of any work produced by the Society, the Executive Committee shall prepare or cause to be prepared a full statement of the receipts and expenses of each production and the same shall be open for the inspection of any person at such time and place as the Executive Committee shall decide.

### **38. Recovery of Money due to Society**

All monies due and owing to the Society, including the Membership Fees and Production Fees of young person members, shall be recoverable at law in the name of the Secretary or Chairman.

### **39. Dissolution of Society**

If the Executive Committee decides that it is necessary or advisable to dissolve the Society it shall call a meeting of all the executive committee members of the Society, of which not less than 21 days notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting the chairman (or nominated deputy) shall have power to realise any assets held by or on behalf of the Society. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objectives similar to the Society as the members of the Society may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, or account or statement, for the final accounting period of the Society must be sent to the Charity Commission.

### **40. Alteration to Rules**

- a. No alteration of these Rules shall be made except at an Annual General Meeting nor unless 21 days prior to such a meeting a written notice of the proposed alteration or of one substantially to the like effect shall have been given to the Secretary, who shall give 14 days notice thereof to the executive committee and the resolution embodying such proposed alteration shall be carried by a majority of at least two thirds of the members present and voting at an Annual General Meeting.
- b. No amendment may be made to clauses 1, 2, 38 or this clause without the prior consent of the Charity Commission.