

KVTG CONSTITUTION

Adopted on the 3rd July 2013

1. Name

The Society shall be called The Kingston Vale Theatre Group (KVTG).

2. Objects

The objects of the Society are to educate the public in the dramatic and operatic arts, and to further the development of public appreciation and taste in the said arts.

3. Powers

In furtherance of these objects 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;
- 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) To co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or similar charitable purposes and to exchange information and advice with them;
- g) To establish or support any charitable trusts, association or institutions formed for all or any of the objects;
- h) To assist and further such charitable institutions and charitable purposes as the Executive Committee shall from time to time determine;
- i) To appoint and constitute such advisory committees as the Executive Committee may think fit;
- j) To do all such other lawful things as are necessary for the achievement of the objects of the Society, and to comply with all relevant and appropriate laws related to the operation of the society.

4. Membership

The Society shall consist of members, both Acting and Non-Acting and may also include as honorary Life members such other persons as shall have rendered special services to the Society.

5. Eligibility for Membership

Membership shall be open to all those compliant with the age ranges 8 to 16 years inclusive, and 16 years and over. Those in the age range of 8 to 16 years inclusive shall form the membership of the junior part of the Society, known as the "Youth Section"; those 16 years and over shall form the membership of the main part of the Society; all members having sympathy with the objects of the Society and desiring actively to further it and to pay show fees, where applicable, and the annual subscription fee. Every Member shall have one vote. In the case of the Youth Section, the membership will not be entitled to any voting rights, nor will any Member of the Youth Section be eligible to stand for election to a position upon the Executive Committee.

6. Applications for Membership

Applications for membership shall be made in writing in a format as provided by the Executive Committee, signed by the applicant, to the Secretary, who shall submit the same to a quorum the Executive Committee for its decision.

7. Capabilities of Candidates for Membership

Prior to election to the Society all candidates for membership as performers (Acting Members) shall satisfy the Executive Committee as to their abilities in an audition, the exact contents of the audition to be specified by the Executive Committee as required. Upon election to the Society, new members shall be provided with a copy of this constitution.

8. Expulsion of Members

The Executive Committee may by a simple 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. The individual shall have the right to be heard by the Executive Committee, accompanied by a friend, before a final decision is made.

9. Subscriptions and Fees

The annual subscriptions to the Society shall be determined as follows:

- a) Annual subscription for Acting members over the age of 18 when the subscription becomes due. As decided by the Annual General Meeting, and referred to as the Acting Membership Fee.
- b) Annual subscription for Non-Acting members. As decided by the Annual General Meeting and referred to as the Non-Acting Membership Fee.
- c) Members under the age of 16 years and students in full time education. Half of the Acting membership rate.
- d) Life Members and Honorary members. No subscription.
- e) Annual subscriptions for Acting members over the age of 60 and retired when the subscription becomes due. Half of the Acting membership rate.
- f) Annual subscriptions for Acting members who are receiving unemployment benefits when the subscription becomes due. Half of the Acting membership rate.

All appropriate classes of subscription shall be subject to review at the Annual General Meeting, as detailed above.

10. Payment of Show Fees and Subscriptions

First annual subscriptions shall become due and be paid to the Treasurer on receipt of notice of election to The Society, and all subsequent annual subscriptions shall become due on 1st January in each year and shall be paid to the Treasurer not later than 31st January. Show fees shall become due either by a date one month after commencement of rehearsals for a production, or for new Members, upon receipt of notice of membership to the Society from the Secretary, whichever occurs later. The Executive Committee may decide to allow payment of show fees in installments, the first of which shall become due as specified above, with the remaining installments becoming due upon further dates as specified by the Executive Committee.

11. Non-Payment of Subscriptions and Show Fees

The Executive Committee shall have power by bare majority to suspend any member whose subscription remains unpaid at the commencement of the Annual General Meeting in any year from exercising all or any of the privileges of membership until his or her subscription is paid. Similarly, the Executive Committee shall have the power by bare majority to suspend any participation by a Member in the relevant production where that Member's Show Fee payment remains unpaid either 1 month after payment is due, or remains unpaid at the dress rehearsal, whichever date occurs sooner.

12. Adjustment of Subscriptions

The Executive Committee shall have power to remit such portion of the subscription as they think right in the case of Members elected after a date half way through the annual period covered by the annual subscription, or Members leaving the locale and resigning their membership before the end of any season.

13. Honorary Life Members

Honorary Life Membership may be extended to any member who has rendered conspicuous service to the Society. Election to such membership shall take place only at the Annual General Meeting in each year and not more than two life members shall be elected at any such meeting.

14. Executive Committee

a) The Society shall be managed by an Executive Committee elected at the Annual General Meeting consisting of the following Officers, namely: Chairman, Treasurer and Secretary, and additionally 6 General Committee Members. The elected posts shall all be for a duration of 1 year each, apart from the 6 General Committee posts, which shall be for a duration of 2 years each, 3 of these posts retiring in rotation each year.

b) A member of the Executive Committee shall cease to hold office if he or she:

- is disqualified from acting as a member of the Executive Committee by virtue of section 72 of the Charities Act 1993 (or any statutory reenactment or modification of that provision);

- becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
 - is absent without the permission of the Executive Committee from all their meetings held within a period of six months and the Executive Committee resolve that his or her office be vacated; or
 - notifies 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).
- c) 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.
- d) 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.

15. Executive Committee Members not to be personally interested

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.

16. Meetings of Executive Committee

- a) The Executive Committee shall hold at least six 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) A Vice-Chairman shall be elected by the Executive Committee during its first meeting following the Annual General Meeting.
- d) The Executive Committee shall appoint an Honorary President and Honorary Vice-President of The Society.
- e) The Chairman shall act as chairman at meetings of the Executive Committee. If the Chairman is absent from any meeting, the Vice Chairman shall be appointed to act as chairman of the meeting before any other business is transacted.
- f) There shall be a quorum when at least 5 members of the Executive Committee are present at a meeting.
- g) 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.
- h) The Executive Committee shall keep minutes, in books kept for the purpose, of the proceedings of meeting of the Executive Committee and any sub-committee. These minutes shall be available on request for examination by Members of the Society.
- i) 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.

j) 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 sub-committee provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the Executive Committee.

17. 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 General Meeting) and make maintain and publish all necessary orders regulations and bye-laws in connection therewith.

18. Finance

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

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 the Treasurer and either the Chairman or Secretary.

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, save for fees payable to the production team (Director, Musical Director and Choreographer), the value of these to be decided by the Executive Committee. Agreement of said fees shall be by a bare majority of Executive Committee votes, and any member of the Executive Committee benefitting from such payments shall be excluded from the discussions and subsequent vote.

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.

e) The Society shall give an annual subscription to the National Operatic and Dramatic Association in accordance with the subscription scales published by that Association, and shall abide by the Rules & Bye-Laws of that Association.

19. Financial Year

The financial year of the Society shall commence on 1st January and an annual profit and loss account and balance sheet shall be prepared for circulation at the Annual General Meeting. The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment of modification of that Act) with regard to the preparation of an annual report and annual return and their transmission to the Commission.

20. Annual General Meeting

- a) The Annual General Meeting of the Society shall be held in the month of March or as soon as practicable thereafter, when the Report of the Executive Committee and accounts for the past year, duly audited, shall be presented; the Officers, other members of Executive Committee and an Auditor, for the ensuing year, Casting Committee 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. Notwithstanding clause 5, all the members of the Society shall be entitled to attend and vote at the meeting.
- c) The Executive Committee shall present to each Annual General Meeting the report and accounts of the Society for the preceding year.
- d) Nominations for election to the Executive Committee, Casting Committee, and for award of Life Membership must be made by members of the Society in writing and must be in the hands of the Secretary at least 7 days before the Annual General Meeting. Should nominations to Executive and Casting Committee positions exceed vacancies, election shall be by ballot.
- e) The meeting shall undertake the following:
- Reports from the Chairman, Secretary and Treasurer
 - Presentation of the financial accounts
 - Election of the Executive Committee
 - Election of members to the Casting Committee
 - Appointment of Honorary Auditor
 - Election of Honorary Life Members
 - Review of annual subscriptions
 - Any Other Business
- f) Any specific items for additional inclusion in the agenda of the Annual General Meeting must be in the hands of the secretary at least 7 days before the Annual General Meeting, notwithstanding matters arising during the course of the Annual General Meeting, where these items may be raised and discussed with no advance notice under Any Other Business.

21. Retirement of Officers and Executive Committee

The Officers and three general members of the Executive Committee and the Auditor shall retire annually but shall be eligible for re-election. The names of candidates for these positions shall be sent to the Secretary in writing at least 7 days before the Annual General Meeting and if more names are proposed than the number required to fill the vacancies and sufficient are not withdrawn at or before such Meeting, the election shall be by ballot. If all the before-mentioned positions shall not be filled at such Meeting or any casual vacancy shall thereafter occur the same shall be filled by the remaining members of the Executive Committee, or by election at a Special General Meeting.

22. 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 10 members of the Society entitled to vote. 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.

23. Procedures 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.

24. Quorum at General Meetings

No business other than the formal adjournment of the General Meeting shall be transacted at any General Meeting unless a quorum be present and such quorum shall consist of not less than 20 members of the society present and entitled to vote.

25. Resolution at General Meetings

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.

26. Notice of General Meetings

A printed notice of every General Meeting accompanied in the case of the Annual General Meeting by the Statement of Accounts for the past year, minutes from the previous year's Annual General Meeting 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 21 days prior to the day fixed for such Meeting.

27. Selection of Works

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

28. Selection of Cast.

A casting committee as elected at the Annual General Meeting for musical productions to consist of the Chairman, Producer, Musical Director and three other members of the Society to be appointed at the annual general meeting to serve for one year. A choreographer may be invited to attend the auditions at the discretion of the Producer. Auditioning members shall be notified of the result of an audition within 48 hours of the audition, whatever the outcome of the audition has been. This notification may result in further auditions taking place if the Casting Committee has not been able to cast a part.

29. Revision of Cast

The Show Director shall have power to revise the cast from time to time in consultation with the Casting Committee, if any Acting Member to whom a character has been assigned shall, in his or her opinion, prove unsuitable for the part.

30. Obligations of Acting Members

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

31. Control of Rehearsals

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

32. Attendance at Rehearsals and Performances

A record of the attendance of Acting Members at rehearsals and performances shall be kept by the Secretary. The Executive Committee shall have power to prohibit any Member whose attendance at rehearsals shall have been irregular from taking part in the performance of the work in preparation. Acting 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.

33. Acting 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 Members who, by the regularity of their attendance, shall, in the opinion of the Executive Committee, have rendered themselves most efficient.

34. Production Money

Notwithstanding clause 11, all monies due from Members in connection with the production and performance of any work shall be accounted for, and paid to the Treasurer, within 21 days after the conclusion of the final performance.

35. 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 Members at such time and place as the Executive Committee shall decide.

36. Recovery of Money due to Society

All monies due and owing to the Society, including the Show Fees and Subscriptions of Members, shall be recoverable at law in the name of the Secretary.

37. Dissolution of Society

If the Executive Committee decides that it is necessary or advisable to dissolve the Society it shall call a General Meeting of all 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 Executive Committee 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 objects 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.

38. Alteration to Rules

- a) No alteration of these Rules shall be made except at a 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 members 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 a General Meeting.
- b) No amendment may be made to clauses 1, 2, 14, 36 or this clause without the prior consent of the Charity Commission.

This constitution was adopted on the date mentioned above by the KVTG committee of 2013/14.