

# Groombridge Amateur Dramatic Society

## Rules and Constitution

1 The society shall be called the **Groombridge Amateur Dramatic Society** and may be known informally as **GADS**.

2 **Objects** The Aims and Purposes of the Society are to:

- (i) Further the development of public appreciation and taste in the dramatic arts,
- (ii) Assist and further such charitable institutions and charitable purposes as the Committee shall from time to time determine;

And in furtherance of this object but not otherwise the Society through its Committee shall have the following powers to:

- a Promote plays, dramas, comedies, and other dramatic works of educative value;
- b Purchase, acquire and obtain interests in the copyright of or the right to perform or show any such dramatic works;
- c Purchase or otherwise acquire plant, machinery, furniture, fixtures, fittings, scenery and all other necessary effects;
- d Raise funds and invite and receive contributions from any person or persons whatsoever by way of subscription, donation and otherwise; provided that the Society shall not undertake any permanent trading activities in raising funds;
- e Do all such other things as shall further the objects of the Society.

3 **Constitution** The Society shall consist of Ordinary Members and may also include as Life Members such persons as shall have rendered special services to the Society.

**Management** The Society shall be managed by a Committee consisting of a Secretary, Treasurer and a minimum of six and a maximum of 10 members.

5 **Eligibility for Membership** Membership shall be available to all those in sympathy with the aims and purposes of the Society and desiring actively to further them and to pay the relevant subscription.

6 **Application for Membership** Applications for membership may be made to a member of the Committee and confirmed by payment of the relevant subscription.

7 **Categories of Membership** There shall be three categories of ordinary membership: Individual, Family and Student.

An individual Member is any individual not covered by any other category of membership. Family Members are groups each consisting of one or two individuals and their dependent children aged under 18 (or under 25 if pursuing a course of full time education. A Student Member is anyone in full time education.)

All Members shall be eligible to vote from the age of 12 at all General Meetings.

A person may be invited by the Committee to apply to become an Associate Individual Member in order to participate in a single production of the Society. Such membership, will entitle the Associate Member to participate in the relevant production but not to vote at meetings or otherwise participate in the activities of the Society.

8 **Expulsion of Members** Any Member of the Society who in the opinion of the Committee confirmed by an Extraordinary General Meeting shall be guilty of misusing the privileges of membership and/or of bringing the Society into contempt or disrepute and/or whose conduct the Committee considers likely to endanger the welfare of the Society, may be suspended or expelled from the Society.

9 **Subscriptions** The annual base subscription for an individual Member shall be set at the Annual General Meeting in accordance with a proposal submitted to the meeting by the Committee in its annual report.

Subscription rates for each category of membership shall be derived from the base subscription as follows:

Individual	100%
Family	250% (equivalent to two individual and one Student)
Student	50%
Associate	50%
Student Associate	25%

In the event that no proposal for subscriptions is submitted and approved at an Annual General Meeting the previous year's subscription rates shall remain in effect.

The Committee in its unfettered discretion shall after due consideration have the power to reduce or waive subscriptions in individual cases where it is in the best interests of the Society and just so to do.

**10 Payment of Subscriptions** Annual subscriptions for the current year shall become due immediately following the conclusion of the Annual General Meeting. New Members shall pay their annual subscription within 30 days of joining the Society.

**11 Non-Payment of Subscriptions** The Committee may suspend any Member whose subscription remains unpaid for more than 30 days from its due date from exercising all or any of the privileges of membership.

**12 President, Vice-Presidents and Life Members** A Member may propose to the Committee who may nominate and recommend to an Annual General Meeting or Extraordinary General Meeting any individual or individuals for election to the offices of President and/or to honorary Life Membership of the Society. The offices of President shall be held for terms of five years. Office-holders may be re-elected for subsequent terms.

**13 Finance** The funds of the Society shall be applied solely to the Society's stated objects. No Member shall receive payment directly or indirectly for services to the Society or for other than legitimate expenses incurred in its work.

**14 Financial Year** The financial year of the Society shall commence on 1<sup>st</sup> January and an annual profit and loss account and balance sheet for the preceding year shall be prepared for the Annual General Meeting, and in any event within 90 days from the ending of the year to which it relates.

**15 Annual General Meeting** The Annual General Meeting of the Society shall be held in February or March when the annual report of the Committee and accounts for the past year duly audited shall be presented; the officers, other members of the Committee and an auditor for the ensuing year together with any President, Vice-Presidents or Life Members shall be elected and any other business transacted.

**16 Extraordinary General Meeting** An Extraordinary General Meeting of the Society may be called at any time at the discretion of the Committee and must be called within 21 days after the receipt by the Secretary of a written request to that effect signed by any six Members. Every request shall specify the business for which the meeting is to be convened and no other matters shall be discussed at that meeting.

**17 Chairman at General Meeting** The meeting shall be chaired by the President or in his absence the Secretary will hold a vote to decide who will chair the AGM.

**18 Quorum at General Meeting** 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 25% of all Members on the list of members eligible to vote.

**19 Resolution at General Meeting** Unless otherwise provided by these Rules, all resolutions brought forward at a General Meeting shall be decided by a simple majority of votes of eligible Members present in person, properly recorded at that meeting. In the case of an equality of votes the chairman of the meeting, in addition to his ordinary vote, shall have a casting vote.

**20 Retirement of Officers and Committee** The officers and the Committee and the auditor shall retire annually but shall be eligible for re-election. The names of candidates for these positions may be

submitted to the Secretary in writing no more than 21 days before the Annual General Meeting or may be proposed at the meeting. If more names are proposed than the number required to fill the vacancies and sufficient are not withdrawn at or before the meeting, the election shall be by ballot. If all the positions are not filled at the meeting or any casual vacancy shall thereafter occur the same may be filled by the remaining members of the Committee or such Members as the Committee may co-opt. The Committee shall continue to hold office until the moment of the Annual General Meeting at which its successors are elected.

**21 Notice of General Meeting** 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 and any proposals to elect any President, Vice-Presidents or Life Members shall be sent to each Member at least 14 days prior to the date fixed for the meeting.

**22 Meetings of the Committee** The first meeting of the Committee at the beginning of the Society's year shall be called by the Secretary and shall be held within 21 days after the Annual General Meeting when a Chairman for the year shall be elected. All subsequent meetings of the Committee shall be called by the Secretary in accordance with any resolution to that effect passed by the Committee and failing any such resolution at the discretion of the Chairman and Secretary. Five members of the committee shall form a quorum.

**23 Committee's Powers** The Committee shall be responsible for the day to day management and operation of the Society, applying these Rules and dealing with all other matters connected with the Society (other than and except those that can only be dealt with by the Society in General Meeting).

**24 Appointment of Sub-Committees** The Committee shall have power to appoint sub-committees and to delegate specific powers to such sub-committees, in particular, for each production the Director shall appoint a Production Sub-Committee responsible for supervising the production and ensuring compliance with the Production Agreement. Members of the Production Sub-Committee may be Committee Members or co-optees and shall include the Director, Stage Manager and Producer (with direct reporting responsibility to the Treasurer). Sub-committees shall report to each meeting of the full Committee. Production Sub-Committees shall additionally report monthly to the Secretary.

**25 Selection of Director and Works** The Committee shall from time to time invite proposals from Members for directing a work or works of the Member's choice. The Committee shall select for production from the proposals those it considers appropriate and suitable.

**26 Production Agreement** The appointment of the Director for a production shall not take effect unless and until the director-designate has entered into a Production Agreement with the Committee. The Production Agreement shall be prepared in the first instance by the director-designate in accordance with guidelines issued by the Committee and shall record and include full details of the dramatic work to be produced including:

- i) Authorship, licensing and similar matters;
- ii) The names of key production personnel including stage, wardrobe and technical managers;
- iii) Venue or venues, number, times and dates of performances;
- iv) A production budget;
- v) The limits of the Directors authority to act in the name of the Society and/or to incur any liability on behalf of the Society and/or to commit the Society to any expense;
- vi) Any other matters known to the director-designate that might be material to the production
- vii) All such other matters as the Committee in its unfettered discretion consider necessary and appropriate to maintain, promote and protect the best interests of the Society and its Members.

Any breach by the Director of the Production Agreement shall entitle the Committee to dismiss or suspend the Director and/or appoint a substitute or co-director or cancel, postpone or suspend a production.

**27 Production Account** Within four weeks after the final performance of a production the Producer shall submit to the Production Sub-Committee a draft statement of the receipts and expenses of the production. At the next convenient Committee Meeting, the Production Sub-Committee shall submit a report on the production to the Committee incorporating the Producer's statement of receipts and expenses and its own assessment of the production with the objective of maintaining and enhancing, in the future, the artistic quality and financial resilience of the Society's productions.

**28 Recovery of Money Due to the Society** All monies due and owing to the Society including Subscriptions shall be recoverable at law in the name of the Secretary

**29 Dissolution of the Society** The Society shall be dissolved only by resolution passed by a majority of at least five-sixths of the Members present and voting at a Special General Meeting called for the purpose of considering such dissolution. In the event of dissolution any balance of cash remaining in hand after the realisation of assets and payment of debts shall not be distributed among the Members but shall be applied for such charitable purposes similar to those of the Society or be paid, distributed or transferred to such charitable institutions or institution having objects similar to the objects of the Society as the Committee with the consent of the meeting shall determine.

**30 Alteration to Rules** No alteration to these Rules shall be made except at a General Meeting and not unless 21 days prior to such meeting written notice of the proposed alteration or of an alteration 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 votes recorded thereon at the meeting.

*Adopted, 12 February 2001*

*Para 4 - Revised 26 February 2008*

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