

BERKHAMSTED THEATRE COMPANY

(Formerly Berkhamsted Amateur Operatic and Dramatic Society)

RULES

1. NAME AND OBJECT OF THE SOCIETY

1.1 The name of the Society shall be Berkhamsted Theatre Company.

1.2 The objects of the Society are to educate the public in the dramatic and operatic arts, to further the development of public appreciation and taste in the said art, to assist and further such institutions and charitable purposes as the Leadership Committee shall from time to time determine. In furtherance of these objects, but not otherwise the Society, through its management committee, shall have the following powers:

- a** To promote plays, musicals 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 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 subscriptions, donations and otherwise, provided that the Society shall not undertake any permanent trading activities in raising funds.
- e** To do all such other things as shall further the objects of the Society.

2. MEMBERS, PATRONS AND SUBSCRIPTION

2.1

a The annual subscription for members shall be determined for that year by the members present at the Annual General Meeting and shall be payable immediately thereafter. Membership falling due between 1st January & 31st March in any year will run until 31st March the following year. Any Member whose subscription is two months in arrears may be deemed by the Committee to be no longer a member of the Society.

b Membership of the Society shall be open to all those having sympathy with the objects of the Society and desiring actively to further them. A candidate for Membership shall be proposed by a Member on a form prescribed by the Leadership Committee and shall be elected at a meeting of the Leadership Committee by a majority of two-thirds of the Members present. On election, the Member shall receive a copy of the rule and, on payment of the first 'subscription shall be deemed to have accepted these rule: and be bound thereby.

c Members of the Society shall not receive any payment, either direct or indirect, for services rendered to the Society in any capacity unless deemed appropriate by the Leadership Committee to further the cause & objectives of the society. Legitimate expenses approved by the Leadership Committee will be met.

2.2

a Persons not wishing to become active Members but, nevertheless, having an interest in the Society, may become, with the approval of the Leadership Committee, Patrons. The annual subscription for Patrons shall be decided by the Leadership Committee and shall be payable, in advance, immediately after the Annual General Meeting. In addition to any other privilege as shall be thought appropriate by the Leadership Committee, Patrons shall be entitled to attend the Annual General Meeting, but do not have voting rights. '

b The Leadership Committee may honour any person who has rendered notable service to the Society by appointing that person either an Honorary Life Member or an Honorary Patron of the Society. _

c On payment of a sum determined by the Leadership Committee, ex—Members of the Society shall be entitled to receive circulars, provided they are no longer living in an area where they can reasonably be expected to participate in the Society's activities.

3. OFFICERS AND MANAGEMENT

3.1 The Officers of the Society shall be:

a) Chairman/Creative Director **b)** Secretary **c)** Treasurer **d) ~~Membership Secretary~~**
Business Manager

All these Officers shall be honorary and shall be elected at the Annual General Meeting. The President will be an Honorary Member during his term of office but will not serve on the Leadership Committee.

3.2 The management of the Society and the control of its funds shall be vested in a Leadership Committee. Nominations for the election (see Rule 5) may be made to fill a minimum of eight posts including the Officers of the Society ex-officio. Six, or 60% of the Leadership committee (whichever being the greater) shall form a quorum. All members of the Committee shall be elected at the Annual General Meeting, shall retire annually and shall be eligible for re-election, in accordance with 3.3 below. The President will always be eligible for re-election.

3.3 An Officer of the Society is limited to three years continuous service, unless no other nominations for the post are received by 31 March, in which case the retiring Officer can be nominated.

A member of the Leadership Committee is limited to five years continuous service, unless fewer than ten other nominations have been received by 31 March, in which case the retiring member can be

nominated. A separate election will be held at the AGM for these members to fill the remaining places on the Leadership Committee.

A year in which a member of the Society has been co-opted to the Leadership Committee or co-opted as an Officer only counts as a year of service if the date of co-option was before 30 September.

3.4 Nominations for the President must be signed by at least three members of the Leadership Committee excluding the nominee.

All other nominations must be signed by two members of the Society, excluding the nominee.

3.5 In addition to powers herein specifically conferred upon them, the Leadership Committee shall have control of the finances of the Society and all such administrative powers as may be necessary for properly carrying out the objects of the Society and shall include the following:

- a** To interpret those rules and give direction in cases not provided for therein.
- b** To fill any vacancy which may occur during the year amongst the officers of the Society or members of the Leadership Committee, or Auditors and to co-opt to the Leadership Committee any Member of the Society.
- c** To suspend or expel any Member for conduct which, in their judgement, is injurious to the interests or reputation of the Society, such decision to be reached at a meeting of the Leadership Committee by a majority of two-thirds of the Leadership Committee present.
- d** To appoint for any specific production a Producer, a Musical Director, Musicians, a Stage Manager or other back-stage staff. Where these are not Members of the Society, a fee may be paid for their services when necessary.
- e** To announce publicly the holding of any audition.
- f** To exclude from taking part in any subsequent rehearsal any Member whose attendance at rehearsals is not considered satisfactory or who is not considered proficient.

3.6

- a** Only Members of the Society shall be entitled to take part in rehearsals and performances of the Society's productions with the exceptions under Rule 3.5d and 3.6 b.
- b** Any person, whether or not a Member, shall be entitled to audition for any part in any production. If, after auditioning a non-member is offered and accepts a part, that person shall, before attending any subsequent rehearsal, apply for Membership on the prescribed form and pay the subscription. If, however, after auditions, any part cannot be satisfactorily cast from within the Society, the Leadership Committee may invite a suitable person from outside the Society to take part, in which case that person is not obliged to become a Member.
- c** The acceptance by any Member of any part in any particular production shall be recognised as an undertaking to attend all rehearsals required.

d Auditions will be held for all the Society's productions, save that, in special circumstances, the Leadership Committee shall have the right to cast without an audition, provided the decision is passed by two-thirds majority of the Leadership Committee. The Auditioning Panel shall always consist of the Director/at least one member of the Leadership Committee and, where appropriate, the Musical Director. All members shall be informed in writing of dates of Auditions. The Audition Panel is responsible to the Leadership Committee, whose decision shall be final. All members auditioning shall be advised promptly of the results of auditions, by a member of the production team.

e The Leadership Committee is empowered to levy a rehearsal and/or performing fee for any particular production, the amount of the fee to be decided by the Leadership Committee

4. FINANCE

4.1 The Financial Year of the Society shall end on 31st March in each year to which day the accounts of the Society shall be balanced. The accounts shall be subject to independent examination or audit in accordance with the requirements of the Charity Commission prevailing at the time of the AGM.

4.2 All the investments of the Society shall be invested in such bank or building society as the Leadership Committee determine appropriate.

With the approval of the Leadership Committee, the Treasurer may instruct a Trustee to purchase, sell, reinvest and dispose of investments and any connected matter. Such purchases and re-investments shall be made in or upon any investments (of whatever nature or wherever) whether authorised by law for the investment of trust property or not.

These investments shall be made as the Leadership Committee, in their absolute discretion, think fit. The Trustee shall be relieved from all responsibility in connection therewith provided that the authority is signed by the Chairman of the Leadership Committee and countersigned by the Secretary as correct.

The Trustee shall be entitled to fees approved by the Leadership Committee.

The Leadership Committee's powers of investment shall include the purchase of freehold or leasehold property for the purpose of beneficial occupation, storage or otherwise in connection with the objects of the Society as set out in Rule 1.2. The Trustee shall not be responsible for the maintenance and repair of the property which shall be the responsibility of the Leadership Committee.

5. GENERAL MEETING

5.1 The Annual General Meeting shall be held during the month of May at which the Annual Report and Balance Sheet shall be presented and the Officers and Members of the Leadership Committee shall be elected. Not less than three weeks' notice of the Annual General Meeting shall be given to all Members and such notice shall include the Agenda. Twenty five percent of the total

membership shall form a quorum. All nominations together with any items for inclusion on the Agenda shall be sent in writing to the Secretary not later than 21 days prior to the AGM. Formal motions may be accepted from the floor of the meeting within the limits of the published agenda.

If by 21 days prior to the AGM fewer than eight nominations have been received for election to the Leadership Committee, the Secretary shall convene a Special General Meeting, in place of the Annual General Meeting, to discuss the action to be taken.

Decisions taken at General Meetings shall be effective immediately with provision that any alterations to the rules require a two-thirds majority of members present and voting at the meeting.

5.2 A Special General Meeting shall be convened by the Secretary within five weeks of receiving a written request for that purpose signed by not less than six members of the Society and specifying the business to be transacted. Not less than three weeks notice of such a meeting and its purpose shall be given to all Members. Twenty five percent of the total membership shall form a quorum.

6. DISSOLUTION

6.1 The Society shall only be dissolved 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 of the Society, 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 Leadership Committee with the consent of the meeting shall determine.

7. Changes

a No alteration of these rule shall be made except at a General Meeting called as laid down in rule 5; such written notice as is required shall embody the proposed alteration(s) and shall be carried by a majority of at least two thirds of the Members present and voting at the meeting.

b No alteration to rules 1.1, 1.2 and 6.1 shall be made without the approval of Charity Commissioners for England and Wales or other authority having charitable jurisdiction from time to time.

These rules include all additions and amendments made up to and including the Annual General Meeting on 25th May 2017

Berkhamsted Theatre Company .