

# **Cowes Amateur Operatic and Dramatic Society**

## **Rule Book 2014**



# Cowes Amateur Operatic and Dramatic Society

## Rules 2014

### 1. Constitution

- 1.0 The society shall be called "Cowes Amateur Operatic and Dramatic Society".
- 1.1 The society may also operate under the name "Trinity Theatre".
- 1.2 The society shall employ all assets solely for the furtherance of the society's object.
- 1.3 The object of the society shall be to encourage appreciation of and participation in the arts of drama and music.
- 1.4 The rules of the society may be changed only at a General Meeting of members.

### 2. General Committee

- 2.0 The officers of the society shall comprise the members of the General Committee together with such other officers as the General Committee may from time to time appoint.
- 2.1 The affairs of the society in all matters not reserved for the General Meeting shall be managed by a General Committee.
- 2.2 The General Committee shall at the minimum comprise President, Secretary, Treasurer and Membership Secretary elected by General Meeting exclusively plus the appointed Trustees of the society. A Musical Coordinator, Drama Coordinator, Building Manager, Technical Manager, Front of House Manager, Stage Director, Social Secretary, Publicity Manager and four other Members shall also be elected by General Meeting or if vacancies are not filled or

arise through death resignation or removal from office co-opted subsequently by the General Committee.

- 2.3 General Committee members shall serve from the time of their election or co-option until the next Annual General Meeting.
- 2.4 The General Committee shall have the power to co-opt assistants who may be permitted to speak but not vote at meetings of the General Committee.
- 2.5 The General Committee may appoint subcommittees from among its members and assistants and may delegate any of its powers and duties to them subject always to ratification by the full General Committee.
- 2.6 The General Committee shall meet as its members decide provided that a meeting shall in any case be called within fourteen days from the receipt of a written request stating the object of the meeting and signed by not less than a quorum of the committee.
- 2.7 Five members of the General Committee shall constitute a quorum.
- 2.8 The president of the society shall chair the General Committee. In his absence the members of the General Committee present shall elect a chairman for that meeting.
- 2.9 Except as otherwise provided by rule 5.10 (revocation of membership) resolutions before the General Committee shall be determined by simple majority of votes cast by show of hands provided always that any member of the committee present may prior to the vote upon any resolution demand a secret ballot. In the case of an equality of votes the chairman shall have a second or casting vote.
- 2.10 Minutes of all General Committee meetings shall be taken recording all resolutions and shall be confirmed for accuracy at the next meeting of the committee and thereafter kept and made available upon request to all members of the society.



### 3. Trustees

- 3.0 The General Committee shall appoint no fewer than two and no more than four Trustees of the society.
- 3.1 The Property of the society shall be vested in the Trustees to be dealt with by them as the General Committee shall from time to time direct by resolution of which an entry in the minutes shall be conclusive evidence.
- 3.2 Notwithstanding the above the Treasurer shall hold and delegate the holding of any cash and the society's bank accounts shall be duly held by the account signatories.
- 3.3 The trustees shall be indemnified against risk and expense out of the society's property.
- 3.4 The trustees shall hold office until death or resignation or until removed from office by a resolution of the General Committee for any reason at its absolute discretion. Where the General Committee deem it expedient to adopt an additional or replacement trustee it shall by resolution nominate the person to be appointed the new trustee. For the purpose of giving effect to such resolution the president is hereby nominated as the person to appoint the new trustee of the society within the meaning of Section 36 of the Trustees Act 1925 and shall by deed duly appoint the person so nominated the provisions of the Act applying to any such appointment. Statement of the fact in any such deed of appointment shall be conclusive evidence of the fact so stated in favour of a person dealing bona fide and for value with the society or General Committee.

### 4. General Meetings

- 4.0 The society shall during the month of May or June in each year hold a General Meeting called an Annual General Meeting and the meeting shall be so specified in the notice calling it.



- 4.1 The General Committee may at any time convene a General Meeting called a Special General Meeting and shall in any case do so within twenty one days from the receipt of a request in writing stating the object of the meeting and signed by not less than a quorum of the General Meeting.
- 4.2 Notice of every General Meeting the date time and place of which shall be determined by the General Committee shall be sent or delivered to each member not less than seven days before the meeting. Such notice shall specify the matters to be dealt with and in the case of an Annual General Meeting shall be accompanied by a copy of the annual accounts. [Postal voting shall not be permitted.] A full copy of any motion for the addition alteration or deletion of any rule shall be included with the notice of the General Meeting at which the motion is to be considered.
- 4.3 Twelve members of the society or one third of the members of the society whichever is the smaller shall constitute a quorum of the General Meeting.
- 4.4 The president of the society shall chair all General Meetings. In his absence the members of the society present shall elect a chairman for that meeting.
- 4.5 Except as otherwise provided by rules 4.11 (elections) 4.12 (recall) and 4.15 (dissolution) resolutions before the General Meeting shall be determined by a simple majority of votes cast by show of hands by members of the society present and entitled to vote provided always that any member of the society present may prior to the vote upon any resolution demand a secret ballot. In the case of an equality of votes the chairman shall have a second or casting vote.
- 4.6 At the commencement of every General Meeting the chairman shall appoint two or more scrutineers to count votes cast by show of hands or secret ballot. Any count duly made by the scrutineers shall be accepted and declared by the chairman providing that any member present may immediately after such declaration require the number of

votes cast to be checked and recounted by the secretary jointly with the scrutineers until they reach agreement and a final declaration thereupon to be made by the chairman.

- 4.7 At any General Meeting the chairman may in his absolute discretion refuse to put to the vote any resolution of which due notice under rule 4.2 has not been given.
- 4.8 Minutes of all Annual General Meetings and Special General Meetings shall be taken recording all resolutions and shall be read and confirmed at the next Annual General Meeting or Annual or Special General Meeting respective.,, and thereafter kept and made available to all members of the society.
- 4.9. At any General Meeting any member may require the secretary to read to the meeting a minute of a previous meeting relevant to the matter under discussion.
- 4.10 Except for the trustees all members of the General Committee for the coming year plus the additional members of the Musical Selection Committee and Drama Selection Committee shall be elected at the Annual General Meeting and subject to resignation death or removal from office shall remain in office until the next Annual General Meeting. The Annual General Meeting shall decide for which if any of the optional General Committee members it will accept nominations. Retiring committee members shall be eligible for re-election.
- 4.11 Where the nominations for a particular office or committee do not exceed the number of vacancies the members nominated shall be declared elected. Otherwise the elections shall be by secret ballot but no member shall be required to cast a vote in respect of every vacancy. If a vote is undecided because of an equality of votes a run-off ballot shall be held between the tied nominees. If that fails to break the tie the chairman shall use his casting vote.
- 4.12 The General Meeting or the General Committee may at any time remove any officer or committee member before the

expiration of his period in office providing that any resolution for this purpose shall be decided by secret ballot and providing also that any such resolution of the General Committee shall require a majority comprising not less than three quarters of the members present.

- 4.13 The treasurer of the society shall cause proper books of accounts to be maintained. A statement of accounts shall be made up annually to 31st March and laid before the membership at the Annual General Meeting. An auditor shall be appointed by the Annual General Meeting and shall audit the society's books and accounts annually.
- 4.14 If the General Meeting shall pass a resolution authorising the society to borrow money on security of the society's property or to dispose of some or all of the society's property or to purchase additional property the General Committee shall have power to authorise the trustees of the society subject to such indemnities as the trustees may require to enter into such agreements as the General Committee may deem appropriate to implement it.
- 4.15 If due notice having been given the General Meeting pass by recorded vote and a majority comprising three quarters or more of the membership present and voting a resolution of dissolution of the society the General Committee shall thereupon after notification of all members and discharge of all debts and liabilities of the society and in accordance with the provisions of that resolution and the legal obligations of the trustees cause the remaining assets of the society to be realised and disposed of provided that no member shall benefit financially after which the society shall be for all purposes dissolved.

## **5. Membership**

- 5.0 The General Committee shall have power to admit persons to membership of the society or to reject or repeal such admittance.



- 5.1 Applications for membership shall be made in writing and signed by the candidate.
- 5.2 No person shall be admitted to any of the privileges of membership until his application has been approved by resolution of the General Committee.
- 5.3 No person shall be admitted to or continue in any of the privileges of membership in particular voting in General Meetings until he has paid all subscriptions due.
- 5.4 Participation in the society's productions is open only to fully paid-up members in good standing.
- 5.5 Membership shall confer no automatic right of participation in any of the society's productions.
- 5.6 Members may introduce guests but guests will not be entitled to the privileges of membership.
- 5.7 The General Committee shall have the power to elect temporary members under such terms as it may from time to time determine. Temporary members shall be entitled to all the privileges of membership other than voting in the General Meeting and election to office.
- 5.8 The General Committee shall have the power to elect as an honorary life member any person who has rendered outstanding services to the society over a period of not less than ten years such life members to be excused the payment of any annual subscription.
- 5.9 The General Committee shall have the power to elect any person as an honorary member of the society for such period as it thinks proper such members to be excused the payment of subscriptions.
- 5.9 The amount of the annual subscription shall be determined by the General Meeting. The full subscription shall be payable on admission to membership and thereafter on the first day of May in every year. Providing that the General Committee shall have the power to reduce or waive payment of any individual subscription.



- 5.10 The General Committee shall have the power to revoke the membership of any member any resolution for this purpose to be passed in secret ballot by not less than a three-quarters majority. Upon determination of membership under this rule any subscription paid by the member for the current year shall be returned to him in full.
- 5.11 Every member whose due subscription is not paid by 30th June in any year shall be notified in writing that unless he pays in full within thirty days or obtains a waiver from the General Committee his membership will automatically cease. Such lapsed members will not automatically be readmitted to membership on payment of dues but will have to reapply in accordance with rules 5.0-5.3.
- 5.12 On payment of subscriptions due every member shall be provided with a membership card production of which shall be deemed sufficient proof that he is a valid paid-up member of the society and therefore entitled to vote stand for office or propose or second any motion or nomination at General Meetings held during that year.
- 5.13 No member shall bring the name of the society into disrepute or cause or permit it to be publicly used or advertised for any purpose whatsoever without the permission of the General Committee.

## **6. Productions**

- ( The General Committee shall have the power to determine the society's productions and performances.
- 6.1 Musical productions shall be recommended to the General Committee for its approval by the Musical Selection Committee chaired by the Musical Coordinator and comprising in addition three other members elected by the General Meeting or subsequently co-opted plus the Musical Director if one has been elected or appointed.



- 6.2 Drama productions shall be recommended to the General Committee for its approval by the Drama Selection Committee chaired by the Drama Coordinator and comprising in addition two other members elected by the General Meeting or subsequently co-opted.
- 6.3 Recommendations to the General Committee shall designate a director and include budgetary estimates together with the general requirements for cast set orchestra and production team and any relevant special requirements.
- 6.4 In approving a work for production the General Committee shall take due account of the above considerations. The General Committee may at its discretion designate any or all of the production team or delegate that authority to the director.
- 6.5 The General Committee shall specify the dates times venue and ticket prices of all of the society's productions and allocate rehearsal slots for them as appropriate.
- 6.6 Two weeks notice of auditions for all productions shall be given in writing to all members.
- 6.7 The General Committee shall appoint or cause to be appointed a Casting Committee of three for each production or audition.
- 6.8 Musical Casting Committees shall comprise by default the Director of the production the Musical Director or Chorus Master of the production and one other member of the society in good standing. Drama Casting Committees shall comprise by default the Director of the production and two other members of the society in good standing.
- 6.9 No person shall serve on a casting committee who intends to audition for that production.
- 6.10 Casting committees shall ensure that auditions are and are seen to be fair and open.
- 6.11 Cast members shall punctually diligently and cooperatively attend each rehearsal to which they are called, and in default



of so doing may be expelled from the cast of the production by the director.

- 6.12 No person shall attend a rehearsal without the permission of the director or his deputy providing that members of the General Committee may so attend upon informing the director or his deputy for the purpose of observing the progress of the production.
- 6.13 The General Committee may at its absolute discretion cancel any production which it considers would not benefit the society.

## **7. Licensing**

- 7.0 The General Committee shall have the power to appoint a suitably accredited person as Designated Premises Supervisor.
- 7.1 The Designated Premises Supervisor shall make all necessary applications to the Licensing Authority for the sale of intoxicating liquor at specified times and occasions as may from time to time be agreed and authorised by the General Committee.
- 7.2 The purchase and supply of intoxicating liquor for the society shall be under the sole control of the Designated Premises Supervisor under such rules conditions and prices as may from time to time be agreed and authorised by the General Committee.
- 7.3 The rules prices and licensed opening hours shall be permanently exhibited in the bar areas.
- 7.4 Intoxicating liquor may be sold by or on behalf of the society to members of the society their guests and members of the public attending any productions or functions on the premises for consumption on the premises.
- 7.5 Intoxicants shall not be sold to or consumed by persons under the legally permissible age.

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