

Frodsham Players Dramatic Society

CONSTITUTION

1. Name

The name of the Charity shall be the Frodsham Players Dramatic Society (hereinafter the "**Society**").

2. Purposes of the Charity

The Society is established as a registered charitable institution for the public benefit in the area comprising the civil parish of Frodsham and the surrounding area. The object of the Society shall be to promote, improve, develop and maintain public education in, appreciation of and enjoyment of the art and techniques of drama in all its aspects by the presentation of public performances and by other such ways as the Society through its Committee shall determine from time to time.

3. Officers and Committee

The management of the Society shall be in the hands of a committee (hereinafter the "**Committee**"). The Committee shall consist of a Chairman, Vice-Chairman, Secretary, Treasurer (collectively the "**Officers**") and up to nine other members. Other roles and functions may be delegated to individual members of the Committee at the Committee's discretion. The Officers and other Committee members shall be elected out of the Society members at the Annual General Meeting (hereinafter the "**AGM**"). Officers and members of the Committee shall hold office for one year and be eligible for re-election. All Officers shall serve in an honorary capacity.

The Committee shall have the power to co-opt up to a maximum of two additional members.

The Committee shall have the power to appoint trustees (hereinafter the "**Trustees**") of the Society to be registered with the Charity Commission or such other appropriate regulatory body as shall exist from time to time. Such Trustees shall not number fewer than five, and in the event of the Trustees numbering fewer than five the Committee shall appoint new Trustees as soon as reasonably practicable.

The Committee must hold at least 3 meetings each year. The Committee may act by majority decision. At least 5 Committee Members must be present at the meeting to be able to take decisions. In the event of a tied vote, the Chairman shall have a second or casting vote.

If Committee members have a conflict of interest they must declare it and leave the meeting while this matter is being discussed or decided.

Minutes shall be kept for every meeting. Minutes of all Committee meetings will be compiled by the Secretary, or nominated deputy, and kept by the Society.

Should a vacancy occur in any of the above Officers or Committee members at any time, it may be filled at the discretion of the Committee for the period up to the next AGM.

The Committee may make reasonable additional rules to help run the Society. These rules must not conflict with this constitution or the law.

The Committee may by a unanimous vote, remove from the list of members the name of any member who has persistently neglected the work undertaken by the Society and the name of any member whose conduct they consider likely to endanger the welfare of the society providing that any such member shall have the right to be heard by the Committee before any such decision is taken.

4. Membership

The Society shall have a membership. Membership of the Society shall be open to all who are interested in supporting its objectives and purposes. Membership lasts for one year and may be renewed. The Society will keep an up-to-date membership list.

Members of the Society shall pay the annual subscription at the rate or rates determined by the Committee from time to time. All subscriptions are payable in advance and due on 1 January each year.

The Committee shall at its discretion make any person an honorary life member, such member to be excused the payment of subscriptions in perpetuity, up to a maximum granting of two honorary life memberships in any one given year.

5. Management

All the arrangements for dramatic productions, other events, the control of finance, and any other work or events conducive to the purposes of the Society shall be vested in the Committee.

6. Money and Property

The financial year for the Society shall end on 31 December.

Banking accounts shall be in the name of the Society and cheques signed by any two officers from three designated to do so by the Committee. The Society may receive donations, grants, aid and financial guarantees. Tickets for any or all events may be offered for sale to the public.

The income and property of the Society howsoever derived shall be applied towards promoting the objectives of the Society as set forth above, and such other expenditure as the Committee shall deem appropriate from time to time. No portion of the income and property shall be paid or transferred either directly or indirectly to any member of the Society except in payment of legitimate expenses incurred on behalf of the Society.

It is the duty of the Committee to keep accounts, such accounts to be made available for inspection upon request by any member of the Society.

7. General Meetings

The AGM must be held every year, with a minimum of 14 days' notice given to all members, such notice to specify the agenda for the meeting. Minutes must be kept of the AGM.

The Officers shall submit to the annual report and audited accounts to the membership at the AGM.

Any member may stand for election as a trustee.

Members shall elect the Officers and up to nine other members of the Committee to serve for the next year. Officers and members of the Committee will retire at the next AGM but may stand for re-election. Any member may stand for election as an Officer or Committee member.

A Special General Meeting (hereinafter "**SGM**") shall be called by the Committee at any time they deem it necessary, or on receipt of a resolution signed by not less than 25% of the members, accompanied by a written statement regarding the object and the business of the SGM.

At the AGM or an SGM 10% of the members will form a quorum. Every member over the age of eighteen has one vote.

The holding of any AGM or SGM shall not be invalidated through any omission to notify any member, nor through the loss in transit of any member's written notice.

In the event that a simple majority of the Committee deciding for any reason that the Society shall be dissolved then an SGM of all members shall be called giving 21 days' notice of that meeting. Any decision to dissolve the Society must be approved by a two-thirds majority of the members present at the AGM or SGM. In the event of the dissolution of the Society, then after the payment of proper debts and liabilities any assets remaining shall be transferred to a charitable institution or institutions having similar objectives to those of the Society, as decided by the membership at an SGM.

Changes to the constitution can be made at AGMs or SGMs, but no change can be made that would invalidate the Society's status as a charity. Any amendments to the constitution must be approved by a two-thirds majority of the members present at the AGM or SGM, subject to a minimum of 7 days' notice of the proposed amendment having been given to all members.