

CONSTITUTION OF THE DAWLISH MUSICAL THEATRE COMPANY
(Formerly known as *'The Dawlish Amateur Operatic Society'*)

1. TITLE.

The Company shall be called "**THE DAWLISH MUSICAL THEATRE COMPANY**"

2. OBJECTS.

The objects of the Company are;

- i. To educate the community in the dramatic and operatic arts and to further the development of public appreciation in performing arts.
- ii. To support any charities or charitable purposes at the discretion of the committee.

In furtherance of these objects, but not otherwise, the Company through its committee shall have the following powers;

- a) to promote plays, drama, comedies, operas, operettas and other dramatic and operatic works of educative value.
- b) to encourage and develop the work and skills associated with all aspects of performing arts.
- c) to purchase acquire and obtain interests in the Copyright of, or the right to perform or show any such dramatic or operatic works.
- d) to purchase or otherwise acquire plant, machinery, furniture, fixtures, fittings, scenery and all other such necessary effects.
- e) to raise funds and invite and receive contributions from any appropriate person or persons whatsoever by way of subscription, donation and otherwise.
- f) to do all such other things as shall further the objectives of the Company.

3. CONSTITUTION.

The Company shall consist of President, Vice Presidents, acting and non-acting Full Members, Junior Members (under 18 years) and Friends of D.M.T.C.

4. MANAGEMENT.

- i. The management of the Company shall be in the hands of the committee consisting of Chairman, Vice-Chairman, Honorary Secretary, Honorary Treasurer and Honorary Production Secretary, all of whom shall be known as the officers of the Company; and up to six elected Members who being full Members shall be elected at the Annual General Meeting.
- ii. The Chairman and other officers shall hold office for one year but shall be eligible for re-election. Other committee members shall be elected annually.
- iii. Should a vacancy occur, the committee shall have the power to co-opt to fill the vacancy until an election is held at the next General Meeting, provided that no one shall be appointed if, as a result, more than one third of the total committee shall be so appointed.
- iv. The committee shall meet as often as necessary, but not less than ten times during the

year. A quorum shall be one third of the total committee members plus one.

- v. Failure to fill all the officer-ships or committee members' places shall not prevent the committee from managing the affairs of the Company providing every endeavour shall be made to fill the vacancies (by co-option if necessary) and that the stipulations of rule 4 (iv) shall be met.
- vi. Committee members are able to resign before the end of their set term and should do so in writing.
- vii. Unless granted exemption by the Chairman, e.g., on compassionate grounds, a committee member will be deemed to have resigned on their 4th consecutive absence from a committee meeting.
- viii. Committee members are able to hold a vote of 'No Confidence' regarding a committee member and if this is agreed they shall be deemed to have been removed from the committee.

5. LIFE MEMBERS

Life members (such persons as shall have rendered special service to the Company) may be elected by the committee and shall be eligible for the full benefits of membership.

6. MEMBERSHIP.

- i. Eligibility for membership:

Membership shall be open to all those who support the objectives of the Company and desire actively to further them and to pay the relevant annual membership fee. Classes of membership are: President, Vice President, Friend, Full and Junior membership. All committee members are required to be Full members.

- ii. Applications for membership:

- a) Application for membership may be made at the time of a casting in a production or on enquiry to a Committee member.
- b) Admission to membership shall be at the discretion of the Committee who shall also have power at their absolute discretion to suspend or cancel membership

- iii. Members may expect to have their membership suspended or cancelled if they offend against the Constitution of the DMTC. In the event of suspension or cancellation of membership, no reimbursement of subscription or performance fees will be paid. The following behaviour might be regarded by the Committee as likely to result in the suspension or cancellation of membership. The list is not exhaustive.

- Attending rehearsals or performances under the influence of drink or illegal drugs, or the use of illegal substances at Society social events.
- The mental or physical abuse of any other member or guest of the Company.
- Discriminatory behaviour of any kind.
- Any behaviour that the Committee considers would make a person unfit for membership of the Society

- iv. Membership of the Company shall not guarantee a member a part in the acting company nor shall it entitle a member to invite non-members to any of the Company's practices, rehearsals or functions.

- v. All classes of membership including, Presidents, Vice Presidents and Friends of DMTC shall be entitled to purchase tickets for all productions in advance of the general public.
- vi. Junior members (under 18 years of age) shall be entitled to take part in productions and attend appropriate Company functions and General Meetings but shall not be entitled to vote.

7. MEMBERSHIP FEES

- i. All annual classes of membership fee shall be decided by the committee as necessary and shall be approved by the members at a General Meeting.
- ii. All membership fees become due on 1st August in respect of the year ended 31st July next following. Any class of member whose membership fee remains unpaid at the Annual General Meeting shall be ineligible to vote.
- iii. Any class of member whose membership fee remains unpaid by the 31st October shall be liable to have his/her name erased from the list of members by resolution of the committee.

8. FRIENDS OF D.M.T.C.

Friends of D.M.T.C. for a donation of not less than five pounds shall be eligible to attend all rehearsals (at the discretion of the directors), all social functions of the Company and all General Meetings but shall be ineligible to vote. The Friends of DMTC financial year shall end on 31st July each year after which patronage may be renewed.

9. FINANCIAL YEAR AND ANNUAL GENERAL MEETING.

- i. The financial year of the Company shall end on 31st July each year, and the Annual General Meeting shall be held no later than 30th October.
- ii. Fourteen days' notice of the Annual General Meeting shall be given to all Members, Junior Members and Friends of D.M.T.C.
- iii. In accordance with Charity Commission requirements the annual accounts will either be audited or independently examined by a suitably qualified person appointed by the committee:
 - a) at the end of each financial year
 - b) on the resignation/change of treasurer
- iv. The Honorary Treasurer shall present the end of financial year report and balance sheet at the AGM.
- v. Election by ballot of full members shall take place for the Officers and Members of the Committee.
- vi. Names of candidates for the Committee shall be proposed and seconded in writing by two full members and shall be received by the Honorary Secretary at least seven days before the date of the Annual General Meeting, proposers first having ascertained that their nominees are willing to serve.
- vii. Notices of motions for inclusion on the agenda must be in writing signed by a proposer and seconder and must be in the hands of the Honorary Secretary by 31st July of the

appropriate year.

- viii. The quorum for all General Meetings shall be twenty paid up full members or one quarter of the total paid up full members.

10. EXTRAORDINARY GENERAL MEETING.

The Honorary Secretary shall convene an Extraordinary General Meeting by order of the Committee, or on receiving a requisition signed by at least five members of the Company in which case it must be called within twenty eight days of the receipt of such a request by the Honorary Secretary. Seven days' notice must be given and the business to be transacted at such a meeting must be stated in this notice.

11. PROPOSITIONS AT ALL COMPANY MEETINGS.

Unless otherwise provided for in these rules, all proposals brought forward at a General Meeting of the Company shall be decided by a bare majority of the votes properly recorded of full members present and in the case of an equality of votes the Chairman shall have a casting vote.

12. SELECTION OF OPERAS AND MUSICAL PLAYS.

- i. A Sub-Committee appointed by the Committee shall recommend for each Production at least two shows to the Committee: one of which will be selected by the Committee.
- ii. If a production is not fully cast after four weeks from the audition date the committee shall have the right of veto on the show.
- iii. The Committee shall elect for each production a Director, Musical Director, Choreographer (when required) and a Stage Manager.
- iv. Should the Director, Musical Director, Choreographer or Stage Manager not perform their role in a manner deemed satisfactory the committee reserve the right to appoint a new person.

13. SELECTION OF CASTS.

- i. The cast for any production shall be chosen by a casting committee consisting of the Director, Musical Director and Choreographer together with a member of the Committee and a member of the theatre-going public. The audition panel may reserve the right to recall candidates to audition for parts they have not originally selected.
- ii. Fully paid up full and junior members shall be eligible to take part in productions. However, at the discretion of the committee, honorary membership may be granted in special circumstances.

14. OBLIGATION OF ACTING MEMBERS

Members shall play the parts assigned to them to the best of their ability, whether principal or chorus, and obey the directions of the management at all rehearsals and performances.

15. CONTROL OF REHEARSALS

The Musical Director shall control all music rehearsals and the Director shall control the production rehearsals.

16. ATTENDANCE AT REHEARSALS

The Committee shall have the 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 Committee be deemed to have resigned their part in the work then in rehearsal and shall be notified in writing.

17. SUB-COMMITTEES

The Committee shall have the power to appoint sub-committees as occasion demands. All financial transactions shall be made by the Honorary Treasurer of the Company.

18. CUSTODIAL TRUSTEES

- i. There shall be not less than three Trustees of the Company who shall be elected by the Committee and they shall hold office until death or resignation, unless removed from office by a resolution of the Committee. The property of the Company (other than cash, which shall be vested in the control of the Honorary Treasurer) shall be vested in them. They shall deal with the property of the Company as directed by resolution of the Committee, of which an entry in the minute book shall be conclusive evidence, and they shall be indemnified against risk and expense out of the Company's property.
- ii. The Custodial Trustees shall be ex-officio Members of the Committee.

19. DISSOLUTION OF THE COMPANY

The Company 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 a dissolution. In the event of dissolution any balance of cash remaining in hand after the realisation of assets and payments of debts shall not be distributed among the members of the Company but shall be applied for such charitable purposes similar to those of the Company or be paid, distributed or transferred to such charitable institutions or institute having objectives similar to those of the Company as the committee with the consent of the meeting shall determine.

20. ALTERATIONS TO THE CONSTITUTION

- i. 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 have given 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.
- ii. No alteration may be made to rules 2, 19 and 20 without the approval of the Charity Commissioners for England and Wales or other authority having charitable jurisdiction from time to time.

21. CASES OUTSIDE THESE RULES

The Committee shall have the power to deal with any contingencies not provided for in the foregoing rules and the decisions of this committee, as minuted, shall be final.

(Distributed at AGM October 1999)
(Amended at A. G. M. held on 27.9.00)
(Further amended (12 i) at A.G.M. held on 24.9.08)
(Further amended (13 i) at A.G.M. held on 16.9.2010)
(Change of title approved by the Charities Commission 04.04.2012)
(Further amended (14 i) at A.G.M. held on 24.9.2014)
and subsequently updated in as per Charity Commission guidance of 4 Dec 2014
(Further amended (14 ii.) at A.G.M. held on 29.9.2016)