

Constitution and Rules of Guiseley Amateur Operatic Society
(amended 28th June 2011)

1. Title

- 1.1. The Society shall be called the Guiseley Amateur Operatic Society

2. Objects

- 2.1. The Objects of the Society shall be the encouragement of and participation in musical theatre by means of regular musical and dramatic productions and the donation of surplus funds for charitable or philanthropic purposes.

3. Finance

- 3.1. The Funds of the Society, however derived, shall be applied in carrying out the Objects of the Society. All or part of the net profit from Productions may be distributed at the discretion of the Executive Committee for charitable or philanthropic purposes having due regard to:
 - 3.1.1. The purchase of equipment required and the renewal and maintenance of equipment owned by the Society.
 - 3.1.2. Maintaining sufficient funds to fulfil the objects of the Society.
- 3.2. All monies shall be lodged in a local bank in a separate account in the name of the Society, except that the Executive Committee shall have the power to invest surplus funds at any time to produce income. Cheques total value £100 or less may be signed by the Treasurer alone. If the Treasurer is unavailable, and for all cheques exceeding £100, these should be signed by any two of Treasurer, Chairman, Vice Chairman or Secretary, provided that the two signatories have no blood relationship and are not co-habitees.
- 3.3. The Treasurer shall keep an account of all income and expenditure and shall prepare at the end of each financial year an Income and Expenditure Account and Balance Sheet, such Account and balance Sheet to be audited by a competent person(s) appointed by the Executive Committee for presentation to the Society at the Annual General Meeting.
- 3.4. A separate Income and Expenditure Account in respect of each major production of the Society shall be prepared as soon as is conveniently possible and presented to the Society with the Annual Account and Balance Sheet at the Annual General Meeting.
- 3.5. No member of the Society shall receive payment, directly or indirectly, for services to the Society or for any other purpose excepting legitimate expenses necessarily incurred in the work of the Society.
- 3.6. The Executive Committee has power to recover all monies due and owing to the Society by any form of action permitted by the Law of England and Wales.
- 3.7. In the event of the dissolution of the Society any balance of cash remaining in hand after the realisation of all assets and payments of debts shall be handed over to Guiseley (AOS) Theatre, if existing, and/or local charities.

4. Constitution

- 4.1. The Society shall consist of Playing and Non-playing Members and may also include, as Honorary Life Members, such persons as shall have rendered special (exceptional) service to the Society.
- 4.2. The lower age limit for Playing and Non-playing Members shall be to have attained the age of 16 years before the first performance of the next production.
- 4.3. The Society may also admit Junior Members (8 – 15 years) for such productions such as require children of that age. *Junior membership does not carry voting rights.*
- 4.4. Guests invited to perform will pay no membership subscription and will have no membership rights.

5. Management

- 5.1. The Society shall be managed by a Committee (known as the Executive Committee) consisting of the following officers, namely: Secretary, Treasurer and eight elected members. The Chairman and Vice-Chairman shall be elected from the members of the Executive Committee at the first meeting after the Annual General Meeting by written ballot of the Executive Committee until an absolute majority is obtained. Six members thereof present in person shall form a quorum.
- 5.2. In the event that a vacancy occurs because insufficient members are elected at the A.G.M., or because a member, for whatever reason, leaves the Committee, the Executive Committee shall have power to co-opt a member onto the Committee to serve until the next A.G.M.
- 5.3. The Chairman of the Executive Committee shall not vote on Committee resolutions except in the case of a tied vote in which case the Chairman shall have a single casting vote.
- 5.4. The office of President shall be filled by some person at the invitation of the Executive Committee.

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- 5.5. The Executive Committee shall have power to invite to the Committee Meetings such persons as it considers necessary.
6. **Admission of Members**
 - 6.1. The admission of Members, other than Life members, shall rest solely with the Executive Committee. Applications for membership shall be submitted to the Secretary who shall submit the same to the Executive Committee for its decision.
7. **Voting on Application for Membership**
 - 7.1. No candidate shall be admitted a Member of the Society unless he or she shall receive in his or her favour the votes of at least two-thirds of the members of the Executive Committee present in person at the meeting at which the application is to be considered.
8. **Expulsion of Members**
 - 8.1. The expulsion of Members, other than Life Members shall rest solely with the Executive Committee, who shall have power, by ordinary resolution, to suspend any Member whose membership subscription remains unpaid after 31st October in any year from exercising all or any of the privileges of membership until his or her subscription is paid or at their discretion terminate the membership of such a person and remove his or her name from the Register of Members.
 - 8.2. The Executive Committee may by a vote of two-thirds of those members present remove from the Register of Members the name of any Member who in their opinion has persistently neglected the work undertaken by the Society or whose conduct they consider likely to endanger the welfare of the Society.
9. **Subscription**
 - 9.1. The annual basic subscription of the Society shall be at a level decided from time to time by the Executive Committee and ratified by the Society at an Annual General Meeting. The basic subscription shall be paid by all members other than Life Members. The Executive Committee may also impose an additional subscription to be paid by all playing members save that the Committee shall be entitled to waive the additional subscription in the case of any member who is in full time education.
 - 9.2. The first annual subscription shall be become due and must be paid to the Treasurer on receipt of notice of admission from the Secretary, and all subsequent subscriptions covering the year 1st April to 31st March shall become due immediately after the Annual General Meeting, when subscription levels have been approved, and shall be paid no later than 31st October.
10. **Life Members**
 - 10.1. Honorary Life Members may, on the nomination and recommendation of the Executive Committee only, be elected by the Members at an Annual General meeting, such election being decided by a simple majority.
11. **Financial Year**
 - 11.1. The financial year of the Society shall commence on the 1st April each year.
12. **Annual General Meeting**
 - 12.1. The Annual general meeting of the Society shall be held not later than 30th June when the Report of the Executive Committee and the accounts for the past year, duly audited, shall be presented. The Officers, other members of the Executive Committee and Life Members shall be elected and other necessary general business transacted.
13. **Extra-Ordinary General Meeting**
 - 13.1. An Extra-Ordinary General Meeting of the Society may be called at any time at the discretion of the Executive Committee and must be called within 21 days after the receipt by the Secretary of a requisition in writing signed by at least six Members. Every such requisition shall specify the business for which the Meeting is to be convened and no other business shall be transacted at such Meeting.
14. **Quorum at General Meetings**
 - 14.1. No business other than the formal adjournment shall be transacted at any General Meeting unless a quorum be present and such quorum, except as otherwise provided by these Rules

shall consist of not less than **20** duly registered Members present in person and entitled to vote.

15. Resolutions at General Meetings

15.1. Except as otherwise provided by these Rules all resolutions put forward at a General Meeting shall be decided by a simple majority of the Members present in person and entitled to vote and in the case of an equality of votes the Chairman shall have a second or casting vote which he or she may or may not use at his or her discretion.

16. Retirement and Election of Officers and Executive Committee

16.1. The Executive Committee, Secretary and Treasurer shall serve for two years. Each year, half the elected members of the Executive Committee shall retire (but shall be eligible for re-election). The two-year terms of office of the Secretary and Treasurer shall be so arranged that they shall retire in alternate years (but shall be eligible for re-election). Nominations for candidates for the four Executive Committee vacancies and for the Officers shall be sent to the Secretary, signed by two Members, not later than 31st March. A nomination Sheet shall also be provided as convenient for the use of the Members but the withdrawal of such nomination sheet before 31st March shall not preclude Members from submitting further nominations to the Secretary, as set out above provided such nominations are received not later than 31st March

17. Election Procedure

17.1. If more nominations are received than the number required to fill the vacancies the election shall be by ballot, in which case printed ballot papers shall be sent to every Member with the Notice of the Annual General Meeting.

18. Notice of Annual General Meeting

18.1. A written notice of every General Meeting accompanied in the case of the Annual General Meeting by the Statement of Accounts, for the past year and particulars of nominations for the Executive Committee and Officers and of any proposal to elect an Honorary Life Member shall be sent to each Member at least 14 days prior to the day fixed for such Meeting.

19. Sub-Committees – Terms of Office and Officers

19.1. The Executive Committee shall have the power to appoint Sub-Committees and Officials and to delegate to such Sub-Committees and Officials all or any of its powers. Such Sub-Committees and Officials may continue to hold office until the conclusion of the next Annual General Meeting

19.2. The range of Sub-Committees and Officials and their remit shall be established by Byelaws made from time to time by the Executive Committee who shall be responsible for the appointment of such Sub-committees and Officials.

20. Selection of Cast

20.1. The cast for any production shall be selected by the Executive Committee. The Executive Committee shall have power to revise the cast from time to time if any acting Member to whom a part has been assigned shall, in its opinion, prove unsuitable for the part, or if any acting Member declines the part or subsequently becomes unable to take the part.

21. Control of Rehearsals and Performances

21.1. The Musical Director shall conduct and control all music rehearsals and the Director (or Choreographer) shall control all floor and stage rehearsals. Members shall be subject to the control of the Stage Director (or Stage Manager) during performances.

22. Responsibility for all Property owned or loaned to the Society

22.1. Members shall be held responsible for all properties, scores, libretti and the like loaned to them by the Society. These must be returned, in their original condition, to the Society on demand. Members shall be liable to refund the cost of any article lost or damaged.

23. Complaints

23.1. Any complaints made by Members should be brought to the attention of the Executive Committee either verbally or in writing, the latter addressed to the Secretary, for discussion at the next Committee Meeting.

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24. Meetings of the Executive Committee

24.1. The first meeting of the Executive Committee shall be called by the Secretary and shall be held within 28 days after the Annual General Meeting. All subsequent Meetings of the Executive Committee shall be called by the Secretary in accordance with any resolution to that effect passed by the Executive Committee and failing any such resolution at the joint discretion of the Chairman and Secretary.

25. Power of Executive Committee

25.1. The Executive Committee shall have power to decide any questions arising out of these Rules and all other matters connected with the Society, other than and excepting those which can only be dealt with by the Society in General Meeting.

26. Dissolution of the Society

26.1. The Society shall only be dissolved by resolution passed by a majority of at least four fifths of the Members present and voting at a Special General Meeting called for the purpose of considering such dissolution. No business other than the formal adjournment of the Meeting shall be transacted unless a quorum is present and such quorum, for the purpose only of a Special General Meeting called to consider the proposed dissolution and matters directly connected therewith, shall consist of not less than two-thirds of the total number of duly registered Members, present in person and entitled to vote.

27. Alteration to Rules

27.1. No alteration of these Rules shall be made except at a General Meeting and provided 21 days' prior to such 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 in turn give 14 days' notice thereof to the Members and the resolutions embodying such proposed alterations shall be carried by a majority of not less than two-thirds of the votes recorded thereon at the Meeting