



# **BEXHILL LIGHT OPERATIC AND DRAMATIC SOCIETY**

## **CONSTITUTION**

Updated April 2023

### **1. Name**

The Society shall be called BEXHILL LIGHT OPERATIC AND DRAMATIC SOCIETY (BLODS)

### **2. BLODS** is a registered Charity - No. 294369 and complies with the Charities Act 2011, 2006 , 1992 and 2022 amendments within.

- a. Executive committee: Chair, Vice Chair, Treasurer and Secretary shall represent the members as Trustees.

### **3. Objects**

The objects of the Society are to educate the public in the dramatic and operatic arts and to further the development of public appreciation and taste in the said arts.

### **4. Powers**

- a. In furtherance of these objects, but not otherwise, the Society through its Executive Committee may exercise the following powers:
- b. To promote plays, drama, comedies, operas, operettas and other dramatic and operatic works of educative value
- c. To purchase acquire and obtain interests in the copyright of or the right to perform or show any such dramatic or operatic works of educative value;
- d. To purchase or otherwise acquire property, plant, machinery, furniture, fixtures, fittings, scenery and all necessary effects
- e. d.To raise funds and invite and receive contributions from any person whatsoever by way of subscription, donation and otherwise, provided that in raising funds the Society shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;
- f. e. Subject to any consents required by law to sell, lease or dispose of all or any part of the property of the Society;
- g. f. Subject to any consents required by law to borrow money and to charge all or any part of the property of the Society with repayment of the money so borrowed;
- h. g. To employ such staff (who shall not be members of the Executive Committee) as are necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependents;
- i. To cooperate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects similar charitable purposes and to exchange information and advice with them;

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- j. To establish or support any charitable trusts, associations or institutions formed for all or any of the objects;
- k. To assist and further such charitable institutions and charitable purposes as the Executive Committee shall from time to time determine;
- l. To appoint and constitute such advisory committees as the Executive Committee may think fit;
- m. To do all such other lawful things as are necessary for the achievements of the objects of the Society

## **4. Membership**

- a. The Society shall consist of Members, and may also include as honorary Life Members such other persons as shall have rendered special services to the Society
- b. Honorary Members who may attend rehearsals but may not attend dress rehearsals. They may also attend annual General Meetings and may speak on any proposition, but may not table any proposition or amendment, neither shall they have the power to vote.

## **5. Eligibility for membership**

- a. Full membership shall be open to all those having sympathy with the objects of the Society and desiring actively to further it and to pay the show fee to be determined per show as reviewed by Treasurer, where applicable.
- b. Every member shall have one vote
- c.

## **6. Applications for Membership**

Applications for membership shall be made online via the BLODS website -

<https://www.blods.co.uk/join-blods>

or manually by IT Manager

## **7. Capabilities of Candidates for Membership**

All candidates for membership as performers (Acting Members) shall satisfy the Entry Audit Committee (which shall consist of the Chairman, Vice Chairman, Secretary and two members of the Executive Committee, any three forming a quorum) as to their histrionic and /or musical ability

## **8. Expulsion of Members**

The Executive 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 or whose conduct it considers likely to endanger the welfare of the Society. The individual shall have the right to be heard by the Executive Committee, accompanied by a friend , before a final decision is made.

## **9. Membership and Fees**

- a. Membership of BLODS is free to all
- b. Existing Life membership as at August 2021 stands. In future Honorary Life membership can be nominated by any member of the society and discussed and decided by committee if agreed then offered at the AGM to said member.

The following benefits will apply to honorary life membership

- i. one free ticket to each show run by BLODS

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- ii. 50% off Bar at events.

Honorary Life Members may, on the nomination and recommendation of the Executive Committee, be elected at an Annual General Meeting.

## 10. Executive Committee

- a. The Society shall be managed by an Executive Committee elected at the Annual General Meeting consisting of the following Officers:

- Chair, Vice-Chair, Treasurer, Secretary,
- A member of the society must be an associate member or hold another officer position on the committee for a minimum of two years before applying for the following roles - Chair/Vice Chair/Treasurer
- Safeguarding role must have training in place prior to taking in this role
- The Executive Committee shall have the power to co-opt no more than two members and to request the presence of any member of the Society at any Committee meeting.
- No person shall be entitled to act as a member of the Executive Committee whether on a first or subsequent entry into office until declaring acceptance and a willingness to act in the Trust of the Society.
- Vacancies arising amongst the Committee during the year may be filled by the Committee. Persons so appointed shall hold office until the next Annual General Meeting after the appointment and be entitled to vote

- b. A member of the Executive Committee shall cease to hold office if he or she:

- [is disqualified from acting as a member of the Executive Committee by virtue of Section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision)];
- becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
- is absent without the permission of the Executive Committee from all their meetings held within a period of six months and the Executive Committee resolves his or her office to be vacated; or...
- notifies to the Executive Committee a wish to resign (but only if at least three members of Executive Committee will remain in office when the notice of resignation is to take effect)

- c. The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by failure to appoint or any defect in the appointment or qualification of a member.

## 12. Executive Committee Members not to be personally interested

No member of the Executive committee shall acquire any interest in property belonging to the Society (otherwise than as a trustee for the Charity) or receive remuneration or be interested

(otherwise than as member of the Executive Committee) in any contract entered into by the Executive Committee.

## 13. Meeting of the Executive Committee

- a. The Executive Committee shall hold at least two ordinary meetings a year
- b. there shall be a **quorum** when at least **four members** of the Executive Committee are present at a meeting
- c. Every matter shall be determined by a **majority of votes** of the members of the Executive Committee present and voting on the question but in the case of equality of votes the Chairman of the meeting shall have a second or casting vote.
- d. The Executive Committee shall keep minutes of the proceedings of meetings of the Executive Committee and any sub-committee.
- e. The Executive Committee is supported by an Associate-committee consisting of the following Marketing Officer, Safeguarding Officer, Production Manager, Hall Maintenance Manager, Blods Theatre Artistic Director,

### Executive Committee's Powers

- 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 except those which can be dealt with only by the Society in General Meeting) and make, maintain and publish all necessary orders, regulations and bye-laws in connection therewith.

## 14 Associate Committee:

Alongside the Executive committee associate committee is comprised of the following - Production Manager, Marketing Manager, IT Manager, Safeguarding officer, Blods Theatre Artistic Director and Associate Members

- a. Named roles have a minimum requirement to attend the annual AGM - plus at least 3 other meetings.
- b. Vote on items put forward by the Executive Committee and have the responsibility to represent all members in all decisions.
- c. Associate members commit to attending the AGM but do not have to attend all meetings but make a commitment to support the committee at all BLODS events.

## 15 Finance

- a. The funds of the Society shall be applied solely in furthering the objects of the Society
- b. The funds of the society, including all Show fees, donations, box office income and bequests shall be paid into an account operated by the Executive Committee in the name of the Society at such bank as the Executive Committee shall from time to time decide.
- c. The Treasurer will hold the Society's internet banking details, both username and password. These are available to both the Chairman and Vice Chairman if requested at the bank. Vice chair and Chair have banking access(quick books and account details)

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- d. No member of the Society shall receive payment directly or indirectly for services to the society or for any other legitimate expenses incurred in its work unless agreed and authorised by the Executive Committee when a fee may become payable
- e. No expenditure shall be incurred by any member of the Society without the authority of the Treasurer.
- f. An independent Accounts Examiner shall be appointed at the Annual General Meeting whose duty shall be to examine and report on the Annual Accounts of the Society for submission to the members.
- g. Treasurer will ensure the rules of the charity commission are complied with in relation to all finance.

## **16. Financial Year**

The financial year of the Society shall commence on 1<sup>st</sup> January and an annual Profit and Loss Account and Balance Sheet shall be prepared within two calendar months after 31 December in each year. [The Executive Committee shall comply with all the obligations under the Charities Act 1993 (or any statutory re-enactments or modification of that Act) with regard to the preparation of an Annual Report and Annual Return and their transmission to the Commission)

## **17. Annual General Meeting**

- a. The Annual General Meeting of the Society shall be held in the month of **March/April** or as soon as practicable thereafter, when the report of the Executive Committee and Account for the past year, duly examined, shall be presented. New members of the Executive Committee and the Honorary Life Members, if any, shall be elected and all general business transacted.
- b. Every Annual General Meeting shall be called by the Executive Committee. The Secretary shall give at least 10 days notice of the Annual General Meeting to all the members of the Society. All the full members of the Society shall be entitled to attend and vote at the Meeting.
- c. Nominations for election to the Executive Committee must be made by members of the Society in writing and must be in the hands of the Secretary at least 7 days before the Annual General Meeting. Should nominations exceed vacancies, election shall be by ballot.

## **18. Retirement of Officers and Executive Committee**

- a. The Executive Committee (including Officers) and Associate-committee members, plus the Examiner, may continue in office for as long as they wish to do so, however any member may stand for their positions at an Annual General Meeting. The names of candidates for these positions should be sent to the Secretary in writing at least 7 days before the Annual General Meeting and if more names are proposed than the number required to fill the vacancies and sufficient are not withdrawn at or before such meeting, the election shall be by ballot. If all the before-mentioned positions shall not be filled at such Meeting or any casual vacancy shall thereafter occur the same shall be filled by the remaining members of the Executive Committee.
- b. In the event, that at the Annual General Meeting, a post of an officer is not filled, then the Executive Committee may appoint a member to that post to be held until the Next General Meeting of the Society

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## 19. Special General Meetings

- a. A Special General Meeting of the Society may be called at any time at the discretion of the Executive Committee and shall be called within 21 days after receipt by the Secretary of a requisition in writing to that effect signed by at least 10 Members.
- b. 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.

## 20. Procedure at General Meetings.

The Secretary or other person specially appointed by the Executive Committee shall keep a full record of proceedings at every General Meeting of the Society

## 21. Quorum at General Meetings

No business other than the formal adjournment of the Meeting shall be transacted at any General Meeting unless a quorum is present and such quorum shall consist of not less than 20 persons present and entitled to vote.

## 22. Resolution at General Meeting

Unless otherwise provided by these rules all resolutions brought forward at a General Meeting shall be decided by a bare majority of the vote properly recorded at such Meeting and in the case of an equality of votes the Chairman shall have a second or casting vote.

**23. Notice of General Meeting** A printed notice of every General Meeting accompanied in the case of the Annual General Meeting by the Statement of Accounts for the past year and nomination forms for the Executive Committee and Examiner shall be sent to each member at least 14 days prior to the day fixed for such meeting.

## 24. Selection of Works

The Executive Committee shall select the works to be produced by the Society and shall determine the dates of productions.

## 25. Selection of Cast

- a. The cast for any production shall be selected by a **Casting Committee which shall consist of a member of the Executive Committee, who shall act as Chairman of said committee, the production - Director, Musical Director, Choreographer (if one is required), at least one full member of the Society and a person independent from the society. – appointed by the Executive Committee.** All decisions and actions of the Casting Committee shall be subject to confirmation and approval of the Executive Committee prior to informing cast or membership.
- b. The Director in co-operation with the Casting and Executive Committee, shall have the power to revise the cast if any member shall prove unreliable or unsuitable
- c. At the familiarisation of each show, all potential cast will be informed of the Show fee and expectations regarding payment of this. this will be included in the audition sign up form
- d. Confirmation of role is subject to full payment of said show fee within one week of the offer of the role being received by the member. In the event of this not being paid, the offer of the role in the cast will be rescinded and offered to someone else.

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## **26. Obligations of Acting Members**

Acting Members shall to the best of their ability play the parts assigned to them and obey the directions given at all rehearsals and performances.

## **27. Attendance at Rehearsals and Performances.**

- a. The Executive Committee shall have power to prohibit any Member whose attendance at rehearsals shall have been irregular from taking part in the performance of the work in preparation.
- b. Acting Members absenting themselves from three consecutive rehearsals may, at the discretion of the Executive Committee and in consultation with the show director, be deemed to have resigned their parts in the work then in rehearsal.

## **28. Production Account**

Within two calendar months after the final performance of any work produced by the Society, the Executive Committee shall prepare or cause to be prepared a full statement of the receipts and expenses of each production.

## **29. Recovery of Money due to Society**

All monies due and owing to the Society, including the show fees shall be recoverable at law in the name of the Secretary.

## **30. Dissolution of Society**

- a. If the Executive Committee decides that it is necessary or advisable to dissolve the Society it shall call a meeting of all Members of the Society, of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting the Executive Committee shall have power to realise any assets held by or on behalf of the Society.
- b. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institutions or institutions having objects similar to the Society as the members of the Society may determine or failing that shall be applied for some other charitable purpose. [A copy of that statement of accounts, or account or statement, for the final accounting period of the Society must be sent to the Charity Commission].

## **31. Alteration to Rules**


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 give 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 present and voting at a General Meeting.

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Signed and approved by

Chair 

Secretary - 

Vice Chair 

Treasurer 