

# **OXFORD THEATRE GUILD**

## **Constitution**

### **1. Title**

The name shall be the Oxford Theatre Guild, hereinafter called The Guild.

### **2. Aims**

The aims of the Guild shall be:

- a. To promote the advancement and improvement of general education in relation to all aspects of the art of drama and the development of public appreciation of such art.
- b. To promote such other charitable purposes as the Executive Committee shall determine.

### **3. Profits**

Any profits or monies resulting from these activities shall be used exclusively to further the aims of the Guild.

### **4. Membership**

Membership of the Guild is open to any individual interested in amateur drama. Membership will be one of three (3) categories. Any individual may apply for membership by undertaking to pay the appropriate subscription.

1. Full membership. Members in this category will be eligible to participate in all activities and functions of the Guild and to attend and vote at general meetings.
2. Family Membership. This category includes those members of a family living at a single address, two of whom are entitled to voting rights.
3. Life Members. Members of long standing and recognised service to the Guild may be invited by the Executive Committee to accept honorary full life membership.

### **5. Expulsion**

- a. Any member, who, in the opinion of the Executive Committee, has been guilty of conduct detrimental to the interests of the Guild may be required to resign, provided that the member in question shall have the right to attend and be heard by the Executive Committee before a final decision is taken.
- b. Any member of the Executive Committee, with the exception of the President, may be removed from office by the majority decision of any general meeting.

## **6. Financial Year**

- a. The financial year shall be from 1<sup>st</sup> January to 31<sup>st</sup> December and subscription year for each member shall run from the end of the month in which he/she joined the Guild.
- b. Subscriptions for the following financial year shall be determined at the AGM and members who have not paid by the personal renewal date will be deemed to have allowed their membership of the Guild to lapse and will receive no further notification of the Guild's activities.
- c. In special circumstances the Executive Committee may extend the period allowed for payment.

## **7. Meetings**

- a. At least two weeks' notice of general meetings of the Guild shall be given to all members.
- b. The annual general meeting of the Guild shall be held not later than 30<sup>th</sup> April each year to receive a statement of accounts and a report from the Committee on the Guild's activities, to elect the Chair and six (6) other members of the Executive Committee, to appoint auditors and to consider any resolution (except under Clause 10) notice of which shall have been given in writing to the Secretary at least 14 days prior to the date of the meeting.
- c. A general meeting of members may be called at any time by the Committee or by any six full members on giving notice in writing to the Secretary. Such request must specify the business for which the meeting is to be convened and no other business shall be transacted at such meetings.
- d. At general meetings every full member shall be entitled to one vote except the Chair of the meeting who shall only be entitled to a casting vote.

## **8. Officers**

### **a. Non-Executive**

i. President. A president shall be elected at an AGM and thereafter shall continue in office for a term of ten years or until he or she resigns or is expelled by two-thirds of the members present and voting at an AGM or EGM. The President shall be eligible for re-election for another term of ten years after the completion of their term of office. The President will take the chair at all general meetings which he or she attends. In the absence of the President, general meetings may be chaired by the Executive Committee's nominee pro hac vice.

### **b. Executive**

i. Chair. A Chair shall be elected annually at the AGM from among full members who have served at least one complete year on the Committee during the previous three years. The

Chair shall remain in office for one year and shall be eligible for re-election for a maximum period of three (3) years and then not eligible for re-election for a period of one (1) year.

ii. Vice Chair who shall be appointed by the Executive Committee.

iii. The Secretary who shall be appointed by the Executive Committee and has the responsibility of ensuring that the general management and organisation of the Guild is in accordance with the Constitution.

iv. Treasurer. The Treasurer who shall be appointed by the Executive Committee has the following responsibilities:

1. Ensuring the financial integrity of the Guild.
2. Maintaining accurate records of financial transactions.
3. Preparing an annual balance sheet and statement of income expenditure duly audited.
4. Paying such bills as are a legitimate charge on the Guild within the limits approved by the Committee.
5. Collecting membership fees.

## **9. Executive Committee**

a. The general administration of the Guild shall be vested in the Executive Committee who shall have power to administer the Guild's funds. The Committee shall meet at least every three months.

b. Co-option. The Committee shall have the power to co-opt not more than four (4) additional members and to fill vacancies arising during the term of the Committee's office.

c. Composition of the Committee. The Committee shall consist of the Chair, the six (6) elected members and up to four (4) co-opted members. The Secretary and the Treasurer shall be members of the Committee whether as elected or as co-opted members. The Vice-Chair shall be one of the six elected members.

d. Any member not attending three (3) consecutive meetings without due notification and good reason for absence can be deemed no longer a member of the Committee.

e. Voting. Resolutions shall be by simple majority. The Chair of the meeting also having a casting vote.

f. Quorum. A quorum shall be six members of whom at least two shall be executive members.

g. Responsibilities. The Committee shall be responsible for the following:

- i. the formulation of the policy of the Guild
- ii. the administration of the Guild's activities
- iii. the administration and allocation of the Guild's funds.

## **10. Dissolution**

a. The Guild may be dissolved by the decision of a special general meeting called for this purpose.

i. Two months' notice of this meeting shall have been given in the press and to all members informing them of the intention to propose a resolution to dissolve the Guild.

ii. 75% of the total membership entitled to vote are in favour of the resolution.

iii. Postal votes will be accepted from members entitled to vote but who cannot attend.

b. A resolution to dissolve the Guild may give instructions for the disposal of any assets held by or in the name of the Guild, provided that if any property remains after the satisfaction of all proper debts and liabilities such property shall not be paid to or distributed among the members of the Guild, but shall be given or transferred to such other charitable institutions having objects similar to some or all of the objects of the Guild as the Guild shall determine and if and in so far as effect cannot be given to this provision then to some other charitable purpose.

## **11. Changes in Constitution**

Alterations to this Constitution shall receive the assent of two-thirds of the members present and voting at an Annual General Meeting or a Special General Meeting. A resolution for the alteration of the constitution must be received by the Secretary of the Guild at least 21 days before the meeting at which the resolution is to be brought forward. At least 14 days' notice of such a meeting must be given by the Secretary to the membership and must enclose notice of the alteration proposed. Provided that no alteration made to Clause 2 (Aims) Clause 10 (Dissolution) or this clause shall take effect until the approval in writing of the Charity Commissioners or other authority having charitable jurisdiction shall have been obtained and no alteration shall be made which would have the effect of causing the Guild to cease to be a charity at law.

## **12. Distribution**

A copy of the Constitution shall be on display at all times at the Guild's permanent premises. A copy of the Constitution shall be provided to any new member of the Executive Committee.

January 1986

Amended April 2001

Amended April 2013

Amended April 2014