

Tavonians Theatre Company

CONSTITUTION

NAME

1. The Society shall be called Tavonians Theatre Company (“the Company”).

AIM

2. The aim of the Company is to promote interest in theatre by the production and reading of plays and associated activities. All public productions shall be thoroughly rehearsed.

MEMBERSHIP

3. Full membership of the Company shall be open to all who wish to join subject to Committee approval. New applications for membership may be provisionally accepted by any member of the Committee but shall be referred to the first Committee meeting following their receipt for approval. The membership year shall run from 1st January. Subscriptions shall be due for payment on the first day of January each year. Members joining during the year may have a reduction in subscription subject to approval by the committee.
4. Only members who have paid the subscription at the rate current at the time shall have the right to receive any of the benefits attached to full membership or to vote at any General meeting of the Company or to stand for election to the Committee in any capacity.
5. All persons participating in a production, whether as cast or crew, at the request of the Company and who are not already full members shall be deemed to become show members from the time of their acceptance of the role until the end of the production. Show members shall be covered by the Company’s insurance but shall be ineligible for all other benefits of full membership.
6. Show members accept liability to pay a show fee, although the payment may be waived in individual cases by minuted agreement of the Committee in exceptional circumstances, eg financial hardship or difficulty on behalf of the Company in otherwise filling a particular role. If a show member has paid a show fee but is accepted as a full member within twelve months of the commencement of their show membership then the amount of the payment (of one show fee only) will count towards the first full subscription.
7. The benefits currently attached to membership and the amounts of the annual membership subscription and of the show fee shall be determined by the Committee and announced at the Annual General Meeting.

COMMITTEE

8. (i) The company shall be run by a committee consisting of a minimum of six and a maximum of eleven full members. Of these, three shall be separate holders of the primary posts of Chair,

Secretary and Treasurer. A fourth office of Vice-Chair may also exist (see below) and may be held by any Committee member, including an officer, except for the Chair.

(ii) The three primary Officers and ordinary members of the Committee shall be elected by the general membership of the Company at the Annual General Meeting. Any member of the Committee other than the Chair may subsequently be elected at the AGM to a fourth office of Vice-Chair. All shall serve for an initial period of two years and all shall be eligible for re-election for further terms of two years.

9. (i) If the Chair, Secretary or Treasurer retires during their elected term then the Committee must seek to fill the vacant office either from its existing members or, if necessary, by co-option. No one person may simultaneously occupy more than one of the primary offices of Chair, Secretary and Treasurer.
(ii) The Committee must seek to replace by co-option any member who retires from the Committee during their elected term if this causes the Committee to fall below its minimum strength.
(iii) The Committee shall have the power to co-opt additional members at any time if below its maximum strength.
(iv) If the office of Vice-Chair is or becomes vacant during the period in between consecutive AGMs then the Committee shall have the power to appoint to this office any committee member, including an existing officer, with the sole exception of the Chair.
(v) Co-opted members shall have full voting rights and each member of the Committee shall have only one vote even if holding one or more offices.
(vi) Co-opted members and Officers appointed by the Committee must retire at the next AGM but shall be eligible for election
10. (i) The Committee shall determine the policy of the Company in accordance with the aims of the Company.
(ii) The Committee shall ensure that appropriate insurance cover for the Company’s activities is in place at all times.
11. The quorum for the Committee at a particular meeting shall be half of its full strength at that time, rounded up if the number is odd, of whom at least two shall be Officers of the Company.
12. There shall be an Honorary President, proposed by the Committee, elected by the general membership at the Annual General Meeting, who shall serve for a period of two years and who shall be eligible for re-election for a further period of two years. The Committee shall be entitled to offer vice-Presidencies at the Committee’s discretion for such periods as the Committee shall deem appropriate.

PAYMENT TO MEMBERS

13. The Company is and shall remain an amateur organisation and no member shall receive payment for their work, with the possible exception of services provided for specific productions or projects. Any payment must have the prior approval of the committee.
14. Before considering any payment, efforts must be made to obtain the services of members or non-members on a no-fee basis. No claim can be considered purely on the basis that the service is identical to the individual's skill or profession and if a payment is to be considered it must reflect the anticipated production or project budget and not the individual's standard rate.
15. Payments must be agreed at the earliest possible Committee meeting, based upon:
 - (i) all other options having been exhausted;
 - (ii) the reasonableness of the claim;
 - (iii) the total cost for the service;
 - (iv) whether it can be afforded within the overall budget for the production or project.
16. All such payments to be listed separately in any financial report and in the annual accounts, to ensure full transparency.

COMPANY FINANCES

17. The Company's year shall be the calendar year.
18. The income of the Company shall be from any legitimate source deemed appropriate by the Committee. All funds of the Company shall be applied for the advancement of the aims of the Company.
19. Members are entitled to reclaim expenses properly incurred on behalf of the company.
 - (i) Prior consent shall be required for any expenditure which is not within a production or project budget or which does not have specific committee approval. For amounts up to £100 approval must be given by the Treasurer, for amounts in excess of £100 approval must be given by the Treasurer and one other officer. A receipt should be obtained for all expenditure and payment may be withheld when no receipt is produced.
 - (ii) Production or project budgets must be approved by the committee. Any increase in anticipated expenditure for a budget heading must have the prior approval of the Director and Stage Manager or Production Manager and be reported to the Production Group and any increase in the overall budget must be referred back to the committee for approval.
20. The Treasurer shall not be personally liable for any expenditure incurred on behalf of the Society.
21. In the event of the insolvency of the Company, all full members shall be jointly responsible for the debts of the Company.

22. In the event of the dissolution of the Company, all assets remaining after the payment of all debts shall be donated to any other organisation approved by a two-thirds majority of those present and voting at a General Meeting of the Company.

BANK

23. The Company shall have a current bank account (or bank accounts) in the name of the Company at any bank decided from time to time by the Committee. The Treasurer shall have discretion to transfer funds to a deposit account at any bank or building society approved from time to time by the Committee.
24. All income should be paid into the bank account within seven days of receipt by the Treasurer.
25. The Treasurer shall have authority to sign cheques up to any limit agreed from time to time by the Committee. All other cheques must be signed by the Treasurer and one other Officer, or for internet transfers the second officer must give authority to the Treasurer in writing.

EXAMINATION OF ACCOUNTS

26. The Company shall appoint an Independent Examiner to examine annually the books of account of the Company. The Independent Examiner shall be elected for the ensuing year by the members at the Annual General Meeting. If no Examiner is appointed at the AGM or the elected Examiner fails to perform the examination of the accounts for any reason then the Committee shall appoint another Independent Examiner. The examined accounts shall be presented for approval at the Annual General Meeting which follows the end of the Company's accounting year.

GENERAL MEETINGS

27. The Annual General Meeting shall be held in February each year. Twenty-one days' notice of the date of the AGM shall be given by the Secretary to all members. Service by email to any member's last known email address shall be good service of such notice.
28. A quorum for any General Meeting shall be 10 fully paid up members.
29. An Extraordinary General Meeting may be called at any time by at least five members of the Company who shall jointly require the Secretary to give twenty-one days' notice to all members of the Company of the subject matter of the EGM.
30. The Constitution of the Company may only be amended by a two-thirds majority of the members attending and voting at a General Meeting properly convened in accordance with the constitution. All proposed amendments must be published in the notice convening the meeting.