

**SHUTE THEATRE AND ARTS GUILD
CONSTITUTION
REVISED FEBRUARY 2012**

1. TITLE

The name of the Society shall be Shute Theatre and Arts Guild hereinafter referred to as “the Guild”.

2. OBJECTS

The objects of the Guild shall be to entertain the public in the arts and in particular the arts of drama, music, literature, painting, drawing and sculpture by the presentation of performances, concerts, exhibitions and other activities.

3. MEMBERSHIP

The members of the Guild shall be those who pay the annual subscription at a rate which shall be determined by the Committee, all subscriptions being payable in advance. All those who take part in a production or presentation given by the Guild must be paid up members.

4. OFFICERS AND COMMITTEE

- a) The management of the Guild shall be in the hands of a Committee consisting of a Chairman, an Honorary Secretary, an Honorary Treasurer and not less than six and not more than ten other members. The Officers and the other Committee members shall be elected out of the Guild's members by the members of the Guild present at the Annual General Meeting.
- b) The Officers shall each be elected annually and shall hold office for a maximum of five years and shall not be eligible for re-election to the Office held for a period of two years thereafter.
- c) Committee members shall each be elected annually and shall serve for a maximum of three years and shall not be eligible for re-election to the Committee for a period of two years thereafter.
- d) The Committee shall have power to recommend to a General Meeting of members the appointment of a President and Vice Presidents of the Guild if it considers such appointments appropriate from time to time. The President and Vice Presidents, if appointed, shall serve in a non-executive capacity but shall have the right to attend meetings of the Committee.
- e) The Committee shall have power to elect such other Officers from among the members of the Guild as may from time to time be appropriate for the better management of the Guild. Such Officers shall not necessarily be members of the Committee and may be invited to attend meetings of the Committee from time to time in the furtherance of their particular Office.
- f) The Committee shall have power to co-opt with the agreement of a majority of its members.

5. MANAGEMENT

All the arrangements for the performances, concerts and other events and the control of the finance shall be in the hands of the Committee.

6. FINANCE

- a) The financial year shall end on 31st December
- b) A banking account shall be opened in the name of the Guild and cheques shall be signed by any two of the three principal Officers, or other members of the Guild approved by the Committee, provided always that the Honorary Treasurer is one of the signatories.
- c) The accounts for the year shall be audited and shall be presented to the members and the Annual General Meeting
- d) The Guild may receive donations, grants in aid and financial guarantees and may itself organise fund raising activities and tickets for any or all of its plays and other events may be offered for sale to the public subject to any statutory enactment or the rules governing the venues of such events.
- e) The income and property of the Guild whence so ever derived shall be applied solely towards promoting the objects of the Guild as set forth above and no portions hereof shall be paid or transferred either directly or indirectly to any member or members of the Guild except in payment of legitimate expenses incurred on behalf of the Guild.

7. AMENDMENT OF CONSTITUTION

The Constitution of the Guild shall be amended at a general Meeting of the Guild, whether the Annual General Meeting or a Special General Meeting, called in accordance with Clause 8.

8. GENERAL MEETINGS

- a) An Annual General Meeting shall be held not later than the last day of February each year for the purpose of electing the Officers and Committee members for the ensuing year, receiving the audited accounts for the year ended 31 December previously and receiving such other reports and statements as may be specified in the notice of the meeting.
- b) A Special General Meeting shall be held for a specified purpose which is either determined by the Committee or by request of two-thirds of the current paid up members writing together or separately to the Honorary Secretary, provided that no such specified purpose shall alter the implicit objects of the Guild.
- c) Notice in writing of not less than fourteen days shall be given to the members of any General Meeting of the Guild and the business transacted at such General Meeting shall be only that specified in the notice of the meeting.

9. QUORUM

- a) Committee Meetings: At all meetings of the Committee five members, including Officers of the Guild, shall constitute a quorum.
- b) General meetings: At all General Meetings fifteen members, including Officers of the Guild shall constitute a quorum.

10. DISSOLUTION

In the event of the winding-up or dissolution of the Guild any remaining assets after all liabilities have been discharged shall not be paid or transferred to any member or members of the Guild but shall be transferred to an organisation whose objects are similar to those of the Guild and whose rules preclude the distribution of income and assets among its members, or to a charitable organisation approved by a General Meeting of members called under clauses 8(b) and (c) for the purpose of dissolving the Guild. In the event of there being insufficient members available for a General Meeting, the remaining members of the Committee shall have the power to dispose of the Guild's assets according to this clause of the Guild's constitution.