



Constitution prior to becoming a CIO

as at 10th September 2020

1. The Society shall be known as "Carlton Operatic Society"
2. The objects of the Society shall be the study and performance of Musical Comedies / Theatrical Productions.
3. The Society shall consist of subscription paying members and may also include as Life Members such other persons as shall have rendered special service to the Society.
4.
 - a.
 - i. There shall be an Executive Committee comprising of the following: Business Manager, Administrator, Treasurer and two general members. who shall conduct the day to day business of the Society.
 - ii. Where no Business Manager can be elected, a further general member shall be elected to the Executive Committee, who shall also sit on the General Purposes Committee.
 - b. Subject to Rule 4(a)(ii) There shall be a General Purposes Committee comprising of the following: Business Manager, Administrator, Treasurer, Ticket Secretary, Social Secretary, Publicity Secretary, Welfare Officer and Three general members, two from the Executive Committee plus one other general members, one of whom shall be under 25 years on the date of election. In the event of office bearers, who by virtue of that office are members of the GPC, being elected also to the Executive Committee the meeting will elect additional general members to the GPC so as to retain an overall membership of 10. No member of a committee of the Society with a personal interest in a topic under discussion shall take part in that discussion. In the event that that results in a committee being inquorate, then that committee shall co-opt from the general membership of the Society to restore that committee to a quorate position for the purposes of that discussion. This committee shall sit at periodic intervals, but no less than 4 times per year.

- c. There shall be a Social Committee consisting of the Social Secretary, Welfare Officer and one general member. This committee shall be chaired by the Social Secretary.
- d.
 - i. The Business Manager shall chair meetings of the Executive and General Purposes Committees.
 - ii. Where rule 4(a)(i) applies the General Purpose, and Executive Committees will elect, from amongst their number, a chairman.
- e. Officers and Committee members shall hold office for a term of one year and shall be eligible for re-election. Casual vacancies shall be filled by the General Purposes Committee.
- f. An auditioning committee shall be appointed by the General Purposes Committee, but it shall exclude anyone who is auditioning. This committee will undertake company and cast auditions. Any member of the auditioning committee shall withdraw from the selection process of a relative or partner.

5.

- a. A President or 2 co-Presidents and up to 2 Vice Presidents of the Society shall be invited to hold office by the GPC, and will be announced at the Annual General Meeting of the Society for a term of up to two years. Each shall have a right to attend all committee meetings of the Society, but have no right to vote unless they are also elected to the committee as a voting member. The President(s) will not be eligible for an immediate subsequent term.
- b. The Society in general meeting shall elect the following non committee members. Patrons Secretary, Minute Secretary, Accountant, House Manager, Programme Editor, Awards Secretary and Librarian.
- c. The Producer, Musical Director, Choreographer, Pianist, Stage Manager, Properties, and Costume Designer, shall be appointed for a term of one year, by the General Purposes Committee.

6. The election and expulsion of members (other than Life Members) shall rest solely with the General Purposes Committee.

7. Membership to the society is by application and submission of the relevant fee, the amount of which should be determined by the GPC. With the exception of Post Show membership, all fees are due by the 31st December. Payment by instalments is allowed, but the first instalment of at least the value of the non-acting membership fee (or, for student members, 40% of the fee) must have been paid by the date of the cast auditions.

8.

- a. The Producer and Musical Director, with the aid of the Choreographer, shall recommend to the General Purposes Committee, in detail, the number of people required for each production.

- b. Members who have paid their subscription obtain Auditioned status by completing a company audition. This status can be maintained for up to three consecutive seasons by remaining a paid-up member of the society, at any of Acting Member, Non-Acting Member, Student or Life Member. After three seasons, members must re-audition to retain Auditioned status.

Non-members wishing to join the society as Acting Members will be invited to a company audition. Successful auditionees will then be required to pay the relevant membership fee, and on receipt of this fee will obtain Auditioned status.

Only members with Auditioned status, or people who have been invited by the auditioning committee, may appear in the selected production. Named parts in the selected production will be determined by a cast audition. The audition and membership process will follow the Society's documented [Membership Process](#) which will be agreed at the Annual General Meeting.

- c. There shall be six levels of membership, defined as:

1. Junior Member (of compulsory school age^{*})
2. Student (someone who is over compulsory school age^{*} and in full time education)
3. Acting Member
4. Non-Acting Member
5. Post-show Member (those joining immediately after the show until the first rehearsal of the new season)
6. Life Member

There will further be two statuses of membership:

- A. Auditioned
- B. Non-Auditioned

The season is defined as from the 1st September in one year to 31st August in the next year, or from 7 days after the AGM in one year to 7 days after the AGM of the next year, if the date of either AGM is between 1st September and 31st December. In exceptional circumstances (such as if the selected production is unable to proceed as planned) the GPC may increase the duration of the season to cover successive AGMs.

- d. Persons who are of compulsory school age^{*} at the start of the season shall only be entitled to membership of the society should the production require it. They will be subject to the junior membership fee.

9. In the event of inconsistent attendance, and on advice from the Production Committee, and in the absence of a satisfactory explanation

any member shall be requested to withdraw from the production by the General Purposes Committee.

10. Life members may on the nomination of the General Purposes Committee only be elected on such terms as the Society in general meeting may decide.
11. The Treasurer shall present audited accounts to the General Purposes Committee for approval before submission to the Annual General Meeting.
12. The Annual General Meeting shall be held each year when the reports of the Society's officers will be presented, including audited accounts for the past year. The Annual General Meeting will elect all the officers of the society and the appointment will be for one year. All shall be eligible for re-election.
13.
 - a. An Extraordinary General Meeting may be called at any time at the discretion of the Executive or General Purposes Committee
 - b. An Extraordinary General Meeting shall be called within one month of the receipt, by the Administrator, of a requisition in writing to that effect signed by at least eight members. Every such requisition shall specify the business for which the meeting is to be convened and no other business shall be transacted at that meeting.
14. Any member may bring any item to General Meetings provided that notice, signed by three members, is given to the Administrator at least 14 days before the Meeting.
15.
 - a. No business other than the formal adjournment of the Meeting shall be transacted at any General Meeting unless a quorum be present and such quorum shall consist of not less than 20 persons present and entitled to vote. At a meeting following an adjourned meeting the quorum shall reduce to twelve.
 - b. No business other than the formal adjournment of the Meeting shall be transacted at any General Purposes Committee Meeting unless a quorum be present and such quorum shall consist of at least 60% of the members of the committee who are entitled to vote.
16. Any resolutions brought forward at a General Meeting shall be decided by a simple majority of the votes properly recorded at such meeting. In the case of an equality of votes the chairman shall have a second or casting vote.
17. The Executive and General Purposes Committees shall each have the power to appoint sub-committees and to delegate to such sub-committees any or all of its powers. Sub-committees shall continue to hold office for such time as shall be determined by the respective committee, but for no longer than the conclusion of the Annual General Meeting following its election. Members of such sub-committees are eligible for re-election.

18. The chairman of any meeting of the Society or its committees shall have the opportunity of exercising a casting vote.
19. A meeting of the Executive Committee or the General Purposes Committee or of any sub-committee shall be convened on the requisition of the Business Manager, Administrator or any two members of committee or sub-committee.
20. A President of the Society shall chair General Meetings. If at any meeting as aforesaid no President is present within five minutes of the time appointed for holding a meeting then a Vice President shall assume the Chair. If no Vice President is present then the members present shall elect a chairman until the arrival of a President or a Vice President.
21. Any committee shall cause proper minutes to be made of the proceedings of all meetings and all business transacted at such meetings and any such minute of any meeting if purporting to be signed by the chairman of such meeting or by the chairman of the next succeeding meeting shall be conclusive evidence without any further proof of the facts therein stated.
22.
 - a. At all meetings a resolution put to the vote of the meeting shall be decided upon a show of hands by a majority of the persons present and entitled to vote unless before or upon the declaration of the result of the show of hands a poll be demanded by the chairman or by at least three members present and entitled to vote. Unless a poll be so demanded, a declaration that a resolution has been carried or has been carried by a particular majority or has been lost or not carried by a particular majority shall be conclusive and an entry to that effect in the minute book of the society shall be conclusive evidence without proof of the number or proportion of the votes in favour or against such a resolution.
 - b. The demand of a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded.
 - c. Save as hereinafter provided no person other than a member who shall have paid every subscription and / or other sum (if any) which shall be due and payable to the Society in respect of membership shall be entitled to be present or to vote on any question.
23.
 - 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 members' fees, donations, box office income and bequests, shall be paid into an account operated by the General Purposes Committee in the name of the Society at such bank as the General Purposes Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two members of the General Purposes Committee and unless otherwise resolved by the General Purpose Committee

shall be signed by any two of the Business Manager, Administrator or the Treasurer.

- c. No member of the Society shall receive payment directly or indirectly for services to the Society or for other than legitimate expenses incurred in its work.
- d. No expenditure shall be incurred by any member of the Society without the authority in writing of the Treasurer and/or Secretary and all accounts shall be sanctioned by the General Purposes Committee.

24. Productions of the Society shall be selected by the General Purposes Committee.

25. The General Purposes Committee shall have the power to revise the cast from time to time if any member to whom a character has been assigned shall in that committee's opinion prove unsuitable.

26. Members shall, to the best of their ability, play the parts assigned to them whether principal or chorus and shall obey the directions of the Producer and Musical Director at all rehearsals and performances. Disputes shall be referred immediately to the Administrator and shall be decided by the General Purposes Committee.

27. If there shall be brought to the notice of the General Purposes Committee a) any neglect or default on the part of a member which discloses a prima facie case of conduct which is improper and likely to injure the Society or b) any breach of the Constitution by a member, the offending member shall be invited to appear by representative or in person before the General Purposes Committee to explain such behaviour. In the event of the explanation offered not being deemed satisfactory, or should no explanation be offered, the General Purposes Committee shall have the power to expel the offending member from the Society, but any resolution for such expulsion shall not be effective unless carried by a simple majority of the votes recorded thereon.

28. In the event of expulsion, a record of the event shall be recorded in the Society minutes, which will be made available to subsequent committees. Should the expelled member be permitted to return to the Society conditions may be applied to such return so as to ensure no repetition of the behaviour previously complained of. In the event of debts to the society not being settled by the end of the season, expulsion shall occur automatically, and should the member be permitted to return no line of credit will be offered to them.

29.

- a. Subject to these rules providing to the contrary on a show of hands every member present in person shall have one vote, and on a ballot every member shall have one vote.
- b. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes. Any such objection made in due time

shall be referred to the chairman of the meeting whose decision shall be final and conclusive.

30. The interpretation of this constitution and decisions on any question arising shall rest solely with the General Purposes Committee and all disputes and differences between members shall be referred to the General Purposes Committee whose decision shall be final and binding upon members concerned.
31. The Society shall be dissolved by a resolution passed by a majority of at least two thirds of the members present and voting at a Special General Meeting called for the purpose of considering such dissolution. In the event of dissolution any balance of cash remaining in hand after the realisation of assets and payment of debts shall be donated to such legally recognised charitable objects as may be decided by the General Purposes Committee.
32. No alteration to this constitution shall be made except at a General Meeting or unless twenty one days prior to such meeting a written notice of proposed alteration shall have been given to the Administrator who shall give fourteen days notice thereof to the members and the resolution embodying a proposed alteration shall be carried by a majority of at least two thirds of the votes recorded thereon at the meeting.

Compulsory School Age: *"You can leave school on the last Friday in June, as long as you'll have turned 16 by the end of that school year's summer holidays." (<https://www.gov.uk/know-when-you-can-leave-school>, June 2013). So to be able to be a full member you must be 16 by 31st August preceding the start of the Carlton season, e.g. in Year 12 or above at the start of the Carlton Operatic season, 1st September.

Accepted July 2000

Revision September
(1) 2001

Revision June 2003
(2)

Revision June 2004 Rule 4(d)ii - delete 'for each meeting'; Choreographer
(3) reinstated to 5(a).

Revision July 2006 Rule 5(a) delete Choreographer, Stage Manager and
(4) Pianist; Rule 5(b) add Choreographer, Stage Manager and Pianist.

Revision June 2007 Rule 8 delete 'Those selected to perform in the show
(5) shall pay a supplementary subscription.'

Revision June 2008 Rule 4(e) delete 'The President / Vice President shall be
(6) entitled to attend meetings of the Executive and General Purposes Committees but shall not be entitled to vote at such meetings.'; Rule 5(a) amend to '... Vice Presidents (2) ...', add 'The President shall have a right to

attend all committee meetings of the Society, but have no right to vote. In the absence of the President then a Vice-President may attend.'; Renumber 'The Society in general meeting shall elect the following non committee members. Patrons Secretary, Minute Secretary, Registrar, Orchestra Secretary, Properties, Wardrobe Mistress, Welfare, Auditor, and House Manager and Programme Editor.' as 5(b); Renumber 5(b) to 5(c); Rule 8 delete 'There shall be one level of membership.' and 'There shall also be a Junior membership for those under 16 and a student membership (defined as a 'person in full time education')'. Insert rule 8(a).

Revision (7)	June 2009	Major Changes, 4(b), 5(a), 7, delete 9 and renumber all subsequent sections, 12 (new numbering).
Revision (8)	September 2011	Major Changes: Presidents/Vice-Presidents (Sections 5a, 20); Membership (Sections 4f, 7, 8b, 8c)
Revision (9)	May 2012	Amendment of quorum definition for GPC (Section 15b); Clarification and enhancement of disciplinary process (Sections 27, 28 (new))
Revision (10)	July 2013	Enhancement of statements relating to the finances of the society (Section 23a-d); Change of lower age limit for full membership
Revision (11)	September 2014	Removal of Registrar (Section 5b)
Revision (12)	September 2016	Change of term and eligibility for President and Vice-President (Section 5a); Change in membership season (Section 8); Change in fee due date (Section 7); Removal of Orchestra Secretary (Section 5b); Change to election and appointment of production staff (Sections 5b & 5c)
Revision (13)	September 2018	Welfare officer moved to be committee role (Sections 4b & 5b). Auditor changed to Accountant (Section 5b); Change in membership fee installment process (Section 7)
Revision (14)	September 2019	Amendments to allow for two people to hold the role of president jointly.
Revision (15)	September 2020	Amendments to allow for season to be extended in exceptional circumstances.