

# THE STEVENAGE LYTTON PLAYERS

## CONSTITUTION

ADOPTED AT A SPECIAL GENERAL MEETING HELD ON 14TH SEPTEMBER 2000

AMENDED AT AN EGM HELD ON 21 SEPTEMBER 2006

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### **1. NAME & HEADQUARTERS:**

The organisation shall be known as "The Stevenage Lytton Players" ("the Players"). Its Headquarters shall be at premises within the Borough of Stevenage to be decided from time to time by the Players ("The Lytton Theatre").

### **2. OBJECT:**

The Object of the Players shall be to advance the public knowledge and appreciation of music and drama

### **3. ADMINISTRATION:**

Subject to the matters set out below the Players and its property shall be administered and managed in accordance with this constitution by the officers of the Executive Committee constituted by Clause 6 of this constitution and whose designation and functions are detailed below ("the Executive Committee")

### **4. POWERS**

In furtherance of the object but not otherwise the Executive Committee may exercise the following powers:

- a) Power to raise funds and to invite and receive contributions provided that in raising funds the Executive Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;
- b) Power to buy, take on lease or in exchange any property necessary for the achievement of the objects and to maintain and equip it for use;
- c) Power subject to any consents required by law to sell, lease or dispose of all or any part of the property of the Players;
- d) Power subject to any consents required by law to borrow money and to charge all or any part of the property of the Players with repayment of the money so borrowed;

- e) Power to employ such staff (who shall not be members of the Executive Committee) as are necessary for the proper pursuit of the objects;
- f) Power to enter into a contract with any person in their professional capacity as is necessary for the proper pursuit of the objects, that person to be deemed to be a Member for the duration of their contract.
- g) Power to set up and run a youth group to encourage young persons in the Borough of Stevenage and Hertfordshire to learn about theatre craft;
- h) Power to employ no more than two licensees who shall be members of the Players to hold a Justices On-Licence in respect of The Lytton Theatre, subject to such conditions as may be imposed from time to time by the Executive Committee or by the Licensing Justices;
- i) Power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes and to exchange information and advice with them;
- j) Power to establish any charitable trusts, associations or institutions formed for all or any of the objects;
- k) Power to appoint and constitute such advisory committees as the Executive Committee may think fit;
- l) Power to do all such other lawful things as are necessary for the achievement of the objects.

#### **5. MEMBERSHIP:**

- a) Membership of the Players shall be open to any person interested in furthering the objects of the Players below the age of 16 years (Youth Members) and over the age of 16 years (Senior Members) who has paid the subscription laid down from time to time by the Executive Committee
- b) The Executive Committee may by unanimous vote and for good reason terminate the membership of any individual. The individual concerned shall have the right to be heard by the Executive Committee, accompanied by a friend, before a final decision is made
- c) Senior Members shall have one vote each in General Meetings.
- d) No person shall take a performing role in a staged production by the Players unless he or she is a member. The Executive Committee shall have the power to waive this rule in the case of extreme necessity where a production would suffer. Such a guest performer automatically becomes a member of the Players for the period of the production
- e) No member of the Players shall receive payment for services rendered to the Players, either directly or indirectly, except legitimate expenses incurred.
- f) The Executive Committee may at its discretion establish Associate or Social Members, Patrons or Friends of the Players. Such persons are not entitled to stand for any elected office nor to vote at General Meetings nor take a performing role in any staged production of the Players

#### **6. EXECUTIVE COMMITTEE:**

- a) At the Annual General Meeting (AGM) of the Players the members shall elect from amongst themselves an Executive Committee who shall hold office from the conclusion of that meeting for a two year term consisting of:
  - i. Chairman
  - ii. Treasurer
  - iii. General Secretary
  - iv. Business Manager
- b) The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member

- c) If any office of the Executive Committee remains vacant following an AGM or becomes vacant during the term the remaining members of the Executive Committee shall have the power to co-opt a member to fill the vacancy until the next AGM
- d) Nobody shall be appointed as a member of the Executive Committee who is aged under 18 or who would if appointed be disqualified under the provisions of the following clause
- e) No person shall be entitled to act as a member of the Executive Committee whether on a first or on any subsequent entry into office until after signing in the minute book of the Executive Committee a declaration of acceptance and of willingness to act in the trusts of the Players.
- f) A member of the Executive Committee shall cease to hold office if he or she:
  - i. Is disqualified from acting as a member of the Executive Committee by virtue of section 45 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision)
  - ii. Becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
  - iii. Is absent without the permission of the Executive Committee from all their meetings held within a period of three months and the Executive Committee resolve that his or her office be vacated; or
  - iv. Notifies to the Executive Committee a wish to resign (but only if at least three members of the Executive Committee will remain in office when the resignation is to take effect)
- g) No member of the Executive Committee shall acquire any interest in property belonging to the Players (otherwise than as a trustee for the Players) or receive remuneration or be interested (otherwise than as a member of the Executive Committee) in any contract entered into by Executive Committee.

#### **7. FINANCE:**

- a) The funds of the Players shall be applied only in furthering the objects
- b) The funds of the Players, including all donations contributions and bequests shall be paid into accounts operated by the Executive Committee in the name of the Players at such bank or banks as the Executive Committee shall from time to time decide.
- c) All cheques drawn on the Players' account shall be signed by at least two members of the Executive Committee.
- d) The end of the Players' financial year shall be 30th June.
- e) The Executive Committee shall comply with their obligations under the Charities Act 1993 (Or any statutory re-enactment or modification of that Act) with regard to:
  - i. the keeping of accounting records for the Players
  - ii. the preparation of annual statements of account for the Players
  - iii. the auditing or independent examination of the statements of account of the Players
  - iv. the transmission of the statements of account of the Players to the Commissioners
  - v. the preparation of an annual report and its transmission to the Commissioners

#### **8. MEMBERSHIP SUBSCRIPTIONS:**

- a) The membership year shall run from the 1<sup>st</sup> July to 30<sup>th</sup> June
- b) Subscriptions shall be proposed annually by the Executive Committee and notified to Members with notice of the AGM.
- c) Subscriptions shall be paid annually in advance no later than the end of the following AGM.
- d) Membership will automatically terminate at the end of the AGM if the relevant subscription for that year is not paid

- e) The Executive Committee may at its discretion agree payment in instalments, waive or reduce the payment of subscription by a member incapacitated by illness or other extenuating circumstances.

## **9. MEETINGS AND PROCEEDINGS OF THE EXECUTIVE COMMITTEE**

- a) The Executive Committee shall meet as frequently as deemed necessary but in any event no less than six times a year.
- b) A special meeting may be called at any time by the Chairman or by any two members of the Executive Committee upon not less than 4 days notice being given to the other members of the Executive Committee of the matters to be discussed
- c) Any member of the Players, should they have business with the Executive Committee, can ask to attend a meeting. Such request should be made in writing to the General Secretary at least seven days before the meeting and specify the matter to be raised.
- d) The Chairman shall act as chairman at meetings of the Executive Committee. If the chairman is absent from any meeting the members of the Executive Committee present shall choose one of their number to be chairman of the meeting before any business is transacted
- e) There shall be a quorum when at least three members of the Executive Committee are present at a meeting
- f) 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 case of equality of votes the Chairman of the meeting shall have a second or casting vote
- g) The Executive Committee shall keep minutes of the proceedings at meetings of the Executive Committee and any sub-committees and copies of such minutes shall be distributed to all Committee and sub-committee members and posted on the notice board at the Lytton Theatre
- h) The Executive Committee may from time to time make or alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this constitution.
- i) The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of the Act) with regard to the preparation of an annual report and its transmission to the Commissioners.
- j) The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of the Act) with regard to the preparation of an annual return and its transmission to the Commissioners.

## **10. MANAGEMENT SUB-COMMITTEES**

- a) The Executive Committee may appoint one or more Management Sub-committees for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Executive Committee would be more conveniently undertaken or carried out by a sub-committee; provided that all acts and proceedings of any such sub-committee shall be fully and promptly reported to the Executive Committee:
- b) Each sub-committee shall include one or more of the following Managers and Representatives
  - i. Centre Manager
  - ii. Bar Manager (who must be 18 years or over)
  - iii. Events Manager
  - iv. Membership Manager
  - v. Technical Manager
  - vi. Wardrobe Manager
  - vii. Music Representative
  - viii. Drama Representative

- ix. Music Hall / Concert Representative
- x. Youth Representative
- c) The members at the AGM shall elect Managers and Representatives for a two-year term. With the exception of the first AGM following the adoption of this Constitution, Managers and Representatives shall be elected in the following alternate years:
  - i. In even numbered years: Centre Manager; Events Manager; Technical Manager; Music Representative; Music Hall / Concert Representative;
  - ii. In odd numbered years: Bar Manager; Membership Manager; Wardrobe Manager; Drama Representative; Youth Representative
- d) The composition and function of each Management Sub-Committee will be defined by the Executive Committee from time to time in accordance with a Schedule of Functions which shall be agreed by the Executive Committee and prominently displayed to the members

**11. NON-ADMINISTRATIVE POSTS:**

- a) President  
The President of the Players shall be elected at an AGM and shall stand for a term of three years. He or she shall act as an ambassador for the Players and be available to guide and advise the Executive Committee.
- b) Honorary Solicitor  
The Solicitor to the Players shall be elected at the AGM
- c) Honorary Auditor  
The Auditor to the Players shall be elected at the AGM

**12. ANNUAL GENERAL MEETING:**

- a) The AGM of the Players shall be held in the month of September in each year or as soon as practical thereafter
- b) The Executive Committee shall call the AGM and shall give at least 14 days notice to all members.
- c) All members shall be entitled to attend and all senior members shall be entitled to vote at the meeting
- d) The Executive Committee shall present to each AGM the report and accounts of the Players for the preceding year.
- e) Nominations for election to the Executive Committee must be made by members of the Players in writing and must be in the hands of the General Secretary of the Executive Committee at least 24 hours before the AGM. Should nominations exceed vacancies election shall be by ballot

**13. SPECIAL GENERAL MEETING**

The Executive Committee may call a special general meeting of the Players at any time. If at least ten members request such a meeting in writing stating the business to be considered the secretary shall call such a meeting. At least 14 days notice must be given. The notice must state the business to be discussed.

**14. PROCEDURE AT GENERAL MEETINGS**

- a) The General Secretary or other person specially appointed by the Executive Committee shall keep a full record of proceedings at every general meeting of the Players
- b) There shall be a quorum when at least one tenth of the number of members of the Players for the time being or ten members of the Players, whichever is the greater, are present at any general meeting.
- c) Any meeting that remains inquorate for more than twenty minutes shall be adjourned and re-convened within two weeks.
- d) All meetings shall be conducted in accordance with agreed Rules of Debate.

- e) Other than amendments to the Constitution, all decisions shall be by simple majority of those members present and voting, the Chairman having the casting vote.

#### **15. AMENDMENTS TO THE CONSTITUTION:**

- a) The Constitution may not be altered except by a three quarters majority of the members present and voting at a General Meeting. The notice of the General Meeting must include notice of the resolution, setting out the terms of the alteration proposed.
- b) No amendment may be made to clause 1, clause 2, clause 6.g, clause 16 or this clause without the prior consent in writing of the Commissioners.
- c) No alterations shall be made which would result in the Players ceasing to be a charity at law
- d) The Executive Committee should promptly send to the Commissioners a copy of any amendment made under this clause.

#### **16. DISSOLUTION:**

If the Executive Committee decides that it is necessary or advisable to dissolve the Players it shall call a meeting of all members of the Players, 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 Players. Any assets remaining after the satisfaction of any property debts and liabilities shall be given or transferred to such other charitable institution or institutions having object similar to the objects of the Players as the members of the Players may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, or account and statement, for the final accounting period of the Players must be sent to the Commissioners.

**THE FOLLOWING PAGES DO NOT FORM PART OF THE CONSTITUTION BUT  
ARE EXAMPLES ONLY.**

**THE EXECUTIVE COMMITTEE WILL DECIDE WHAT SUB-COMMITTEES TO FORM  
AT THE BEGINNING OF THE TERM.**

**SUB-COMMITTEES – 1999-2000**

**PROGRAMME MANAGEMENT:**

COMPRISING: Music, Drama, Youth, Music Hall Reps; Tech Manager + 2 Exec Cmtee

- To co-ordinate the productions of the Players and ensure that all performing sections are adequately represented each year.
- To plan and maintain a realistic on-going future programme
- To prepare productions' budgets and submit them for approval

**MEMBERSHIP MANAGEMENT:**

COMPRISING: Membership Manager; Events + 2 Exec Cmtee

- Administration of membership, including collection of subscriptions
- Administration of Social Members, Patrons or Friends.
- Internal communications to members

**CENTRE MANAGEMENT:**

COMPRISING: Centre & Bar Manager; + 2 Exec Cmtee

- The proper day to day management of The Lytton Theatre.
- The maintenance of the fabric of The Lytton Theatre and its car park and grounds.

**BAR MANAGEMENT:**

COMPRISING: Bar & Centre Manager; Licensee + 2 Exec Cmtee

- The staffing of the bar at all times when required by the Executive Committee.
- The smooth, efficient and profitable running of the bar and its stock.
- Ensuring that the Licensing Laws and any Statutory Regulations and any changes thereto are upheld.
- Approving the issue of keys to The Lytton Theatre, save those of the Bar, and keeping accurate account of all keys issued.
- Arranging with the Executive Committee the controlled issue of bar keys.

**EVENTS MANAGEMENT:**

COMPRISING: Events & Bar Manager; + 2 Exec Cmtee

- The encouragement and co-ordination of regular social events
- The encouragement and co-ordination of fund-raising.

## **TECHNICAL MANAGEMENT:**

COMPRISING: Technical & Wardrobe; + 2 Exec Cmtee

- The provision of a Technical team for every production.
- The advice when required on the construction of sets and properties for productions in line with the approved budget.
- The maintenance of properties, stage lighting, the properties store and workshop.
- Liaison and assistance where required with the Production Manager of any outside venue the Players may use from time to time.
- The maintenance and repair where possible of all equipment belonging to the Players.
- The upkeep and maintenance of the wardrobe store.
- The appointment, in conjunction with the relevant Section Representative, of a Wardrobe Master/Mistress for each production.
- The hiring of costumes to individuals or societies at the rate which has been agreed by the Executive Committee and which shall be reviewed annually.

## **HOUSE MANAGEMENT:**

COMPRISING: Bar Manager; + 2 Exec Cmtee

- The efficient and profitable hire of the Lytton Theatre to third parties

## **PRODUCTION:**

COMPRISING: Relevant Section Rep; + 2 Exec Cmtee

- The smooth running of a specific production according to the budget and terms of reference as laid down by the Executive Committee and in any event will not have power to approve any actions that might result in increased expenditure or lost revenue.

## **PUBLICITY: EXTENSION: ETC ETC.**

**Any of the above Sub-Committees can co-opt additional members e.g. Box Office Manager or Hiring Manager**

## **CO-OPTED POSTS (as at January 2000)**

### **MINUTES SECRETARY**

- To assist the General Secretary in taking minutes at Executive and General Meetings and distributing them before the following Meeting

### **BOX OFFICE MANAGER**

- To be responsible for the sale of tickets for each production
- Allow a suitable telephone number to be used on all Players' publicity
- Pay all ticket income promptly into the Player's bank account
- Prepare and produce a detailed break-down of ticket sales and income within two weeks of the end of a production

### **HIRING SECRETARY**

- The co-ordination of the various activities of the Players with regard to the booking of space at The Lytton Theatre.
- The control in liaison with the Bar Manager and Licensees of all outside bookings of the facilities at The Lytton Theatre.
- The collection of hiring fees for private bookings of The Lytton Theatre.
- Conducting an annual review of hiring fees and conditions and making recommendations to the Executive Committee.



## **RULES OF DEBATE**

1. All persons shall address their remarks through the chair.
2. The order in which proposals shall be considered shall be:
  - a) A motion, proposed and seconded, in writing to the General Secretary before the meeting.
  - b) An amendment, proposed and seconded, in writing to the General Secretary before the meeting.
  - c) An amendment, proposed and seconded, from the floor to a written motion.
  - d) A motion, proposed and seconded, from the floor.
  - e) An amendment, proposed and seconded, from the floor to a motion from the floor.
  - f) A point of order (where a member feels that the discussion is not relevant to a motion).
  - g) A point of information (where a member requests or wishes to offer information or clarification pertinent to the discussion).
  - h) Move to vote.
3. The acceptance of a move to vote, at the discretion of the chair, shall lead to the motion being put and a vote shall follow without further discussion.
4. If an amendment to a motion is tabled, then the amendment, if it stands, should be voted on prior to the motion
5. The order in which voting shall take place shall be
  - a) An amendment in writing to the General Secretary before the meeting.
  - b) An amendment from the floor to a written motion.
  - c) A motion in writing to the General Secretary before the meeting.
  - d) An amendment from the floor to a motion from the floor.
  - e) A motion from the floor.