

AGM CTC 25th June 2024

Quorum of membership for meeting is 35% - We currently have 84 members and 4 honorary members. Attendance must exceed 30 total

There were 47 people in attendance

Meeting started at 19.47pm

1. Apologies for absence

Louise Colohan, Beth Warburton, Peter Brennan, Julie Lord, Teresa Stephenson, Gary Williams, Laura Roberts, Clare Littlemore, Mike Pirks, Hayley Fulcher, Teresa Dumencic, John Postlethwaite, Hannah Philips, Helen Gorry, Kirstie Warren, Vikki Bates, Sarah Cragg, Laura Henderson, Dean Callow.

Apologies from our patrons: Linda Fallows, Christine Hunter-Hughes, Andy McNicholas and Jake Powell

2. Minutes of the previous AGM*

Proposed – Alex Clare
Seconded – Kirstin Dunn

3. Treasurer's Report

Accounts

CENTENARY THEATRE COMPANY
Registered Charity No 1080693

ACCOUNTS FOR YEAR ENDING 5 APRIL 2024

PREPARED BY PAULA JACKSON - TREASURER

AUDITED AND FOUND TO BE CORRECT AND TRUE STATEMENT OF THE
FINANCES OF THE SOCIETY

BRIAN REPTON
CARL TAYLOR

DATE 5th June 2024

APRIL 2023 - 2024

INCOME

SOCIAL

0.00

0.00

SUNDRIES

AMAZON EUROPE COR - SMILE DONATION

5.70

AMAZON EUROPE COR - SMILE DONATION

8.41

14.11

EXPENDITURE

ADMINISTRATION

STATIONERY FOR YEAR END ACCOUNTS AND MISC ITEMS

55.42

55.42

ASSETS (incl in Sundries)

Purchase of 2 x Speakers

157.55

157.55

SUNDRIES (Excl Assets Documented Above)

COLD PACK FOR FIRST AID BOX

9.85

FLOWERS FOR NODA PRESIDENT

25.00

Car Com Veth Design Renewal Fee

144.80

Wardrobe Rent to Sacred Heart Church - Jan 2023/24

400.00

Wardrobe Rent to Sacred Heart Church - Jan 2024/25

400.00

FIRST ACT Rent - April to 5 April 2024

3150.00

NODA Membership 2023/24

230.00

NODA Membership 2024/25

245.00

NODA Insurance - 2024

1270.53

Total Sundries Expenditure

4875.28

6033.26

Social

0.00

0.00

5 APRIL 2023

CURRENT ACCOUNT

36207.57

BUILDING SOCIETY

0.00

PETTY CASH

458.80

LOSS FOR YEAR

36666.17

5 APRIL 2024

CURRENT ACCOUNT

27196.38

BUILDING SOCIETY

0.00

PETTY CASH

196.28

27392.66

-9273.51

ANALYSIS OF PRODUCTIONS 2023/2024

INCOME

SHOWS

STRICTLY MORE MUSICALS

(April 22) 13635.23
19.05

13654.28

NATIVITY

(April 22) 42171.09
0.00

42171.09

PLAYS

39 STEPS

(April 22) 3728.60
0.00

3728.60

NO PLAY

(April 22) 0.00
0.00

0.00

EXPENDITURE

SHOWS

STRICTLY MORE MUSICALS

(April 22) 22486.66
403.00

22889.66

LOSS -9235.38

NATIVITY

(April 22) 34005.62
500.00

34505.62

PROFIT 7665.47

PLAYS

39 STEPS

(April 22) 4090.07
0.00

4090.07

LOSS -361.47

NO PLAY

(April 22) 0.00
0.00

0.00

LOSS 0.00

OVERALL PROFIT

-1931.38

ACCOUNTS FOR 6 APRIL 2023 - 5 APRIL 2024

INCOME

Bank Interest

0.00

Arley

0.00

B/Society Interest

0.00

Concert

0.00

Benevolent Fund

284.00

Social

0.00

Sundries (excl transfers
from Build Soc)

14.11

Subscriptions

10120.89

Donations

606.60

Wardrobe Fund Raising

41.23

Bonus Ball

779.00

11926.83

Elf The Musical

15.00

Strictly Movie Musicals

13635.23

39 steps

3728.60

Nativity

42171.09

Phantom

1518.84

Girl on the Train

0.00

Little Mermaid

0.00

Shrek

0.00

61068.76

TRADING PROFIT FOR YEAR

72894.59

OVERALL LOSS FOR YEAR

EXPENDITURE

Adminstration

85.42

Arley Hall

2821.92

Concerts

0.00

Benevolent Fund

183.51

Social

0.00

Sundries (excl transfers
from Building Soc)

6033.26

Subscriptions

29.00

Donations

0.00

Wardrobe Fund Raising

41.23

Bonus Ball

0.00

9194.34

Elf The Musical

650.00

Strictly Movie Musicals

22486.66

39 steps

4090.07

Nativity

34005.62

Phantom

10282.79

Girl on the Train

480.62

Little Mermaid

518.00

Shrek

500.00

72973.76

82168.10

-9273.51

LOSS

-9273.51

Please note that due to the accounting year dates, the profit on Phantom will be shown in next years figures.

Many thanks to the auditors of the accounts.

I also just want to say that I will miss Anita greatly when she steps down this AGM, and I'll miss all the conversations about standing orders and fees.

Dan expressed a huge thanks to Paula for all her hard work on the accounts.

4. Chairman's Report

I'd like to start with a thank you. It won't be the last of the night but it's an important one.

That thank you is to last year's outgoing Chair, Ria.

Ria said it herself when giving her update last year – as a company we have survived a lot in our 123-year history – but I think it's fair to say that she had to put up with more in her time in the chair than most. We have had a turbulent time since 2020 that's for sure but the fact that we are sat here now – stronger than ever in many ways – is testament to her cool head and determination during her four years in the hot seat and I think that as a company we owe her an enormous debt of gratitude.

Thank you Ria

So – I will try to make my update this year as brief as I can because this heat will do no favours for the cheese board but there are a few important things to go through so please bear with me.

As many of you know if you've listened to me drone on at previous AGMs, I think it's important that, as a company, we have a clear focus and strategy that helps guide our actions and choices throughout the year.

Our strategy is based on the very simple premise that the company is like a three-legged stool – to be sturdy each leg needs to be strong and long enough to touch the floor – the mantra that helps guide our decisions is 'NO WOBBLY STOOLS'.

Our three legs are really easy to remember;

- Members
- Shows
- Money

Firstly – members.

The headline – we now have more members than we did last year.

Our membership numbers have increased by 25% from last year but that means that we have had more people to support us in all aspects of our productions as well as seeing lots of activity on fundraising and on social events.

For new members joining in the last 12 months we've been overwhelmed by positive feedback about what a welcoming and supportive group we are and that is always so lovely to hear.

On the practical side having more people just makes the work easier – we had 22 volunteers to help with the get-in for Phantom which makes a huge difference.

The more people we have involved the easier the load for everyone.

As a committee we're proposing some changes to our membership rules for agreement this evening. We've listened to your feedback about updating some of our rules on membership to make it easier and more attractive for new people to join our group and to bring us in line with other companies.

We hope that these changes will make it easier for new people to join and give some flexibility to our existing members – especially around membership subscriptions.

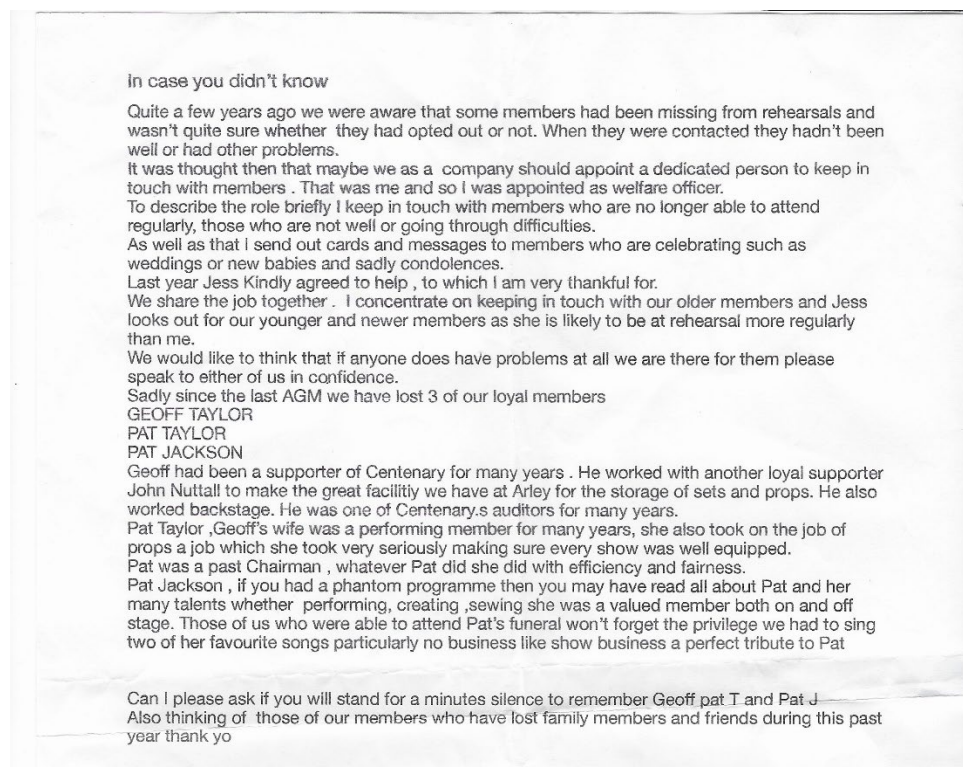
Last couple of other things I want to say about membership.

Firstly is just how lovely it is to see three of our life members here at our new home for the first time. **Moir, Audrey and Sheila** - we're so grateful that you could come out and join us this evening and we have a little token of appreciation for you for making the trip out. (We handed flowers to these members as thanks)

Secondly, I want to recognise **Mike Hall** who has taken the decision this year to stand down from both his role as our resident set designer and builder and has also decided to hang up his performing boots following our production of Phantom. As someone who has worked with Mike as a director he always brings an eye for detail and technical wizardry to the party when staging our shows and his experience and expertise will be much missed. As someone who has worked with Mike as a performer, I still can't quite imagine a show where Mike doesn't pop up somewhere – whether playing the lead, a critical cameo or bolstering the bass line in the ensemble he always gives every part his absolute all. Thank you **Mike** and you will be still be involved a lot I know.

Finally on membership I would like to hand over to Marj.

Marj continued to say:



We then completed a minute's silence for members we've lost in the last 12 months

That takes me on to the second leg - shows – and again I am really pleased to say that I think we have had an exceptional year on that front.

We have been extremely blessed that every one of our productions in 2023 was nominated for at least one NODA District 8 award with two of our shows also going forward to be nominated at the North West Regional Awards.

Back in September we managed to bring our first live drama production to the stage since before the pandemic with the madcap The 39 Steps which we performed in the Brindley studio for the first time.

In November we played to sell-out audiences with the heart lifting Nativity! The Musical where we also welcomed 38 young performers on stage with us who we hope will be our members of the future.

And last but by no means least the absolute triumph that was Phantom of the Opera in May which again proved that you can still sell out a show if you chose something that people want to see and make it the absolute best that it can be.

We're still incredibly fortunate as a company to be able to call upon so many members to take on production team roles for us. Taking on a production role is not a small undertaking – you effectively agree to eat, breathe, sleep and dream that show for the full rehearsal period – and usually many months prior to that too. You put yourself in the position to be part of a casting process that inevitably means disappointing at least one of your friends and you become the focus of a lot of head pecking having to decide on everything from socks to smoke machines to saxophones.

So - on behalf of the company, thanks to all our members who have taken on production roles in the past 12 months – **Simon, Dean, Rebecca and Lisa**. You did us all proud!

The last thing on shows.

Unfortunately, the committee has taken the decision that we will not be able to perform a drama production in February 2025 as we would have wanted. This is primarily due to venue availability and the challenges with staging and selling a play in a one-off venue.

However, we HAVE confirmed the Brindley studio for September 2025 and we have also secured dates at the studio from February 2026 onwards so we will be back to two drama productions again before we know it.

I would encourage ALL members to please consider the drama productions when planning your involvement over the next few years. They really are the best place to learn and develop your acting skills which are so important for musicals too.

And the final leg – the money.

Last year we reported an improving financial position following a big profit on the musical Elf but we had also suffered a big loss on Strictly Movie Musicals which more or less cancelled it out.

Thankfully this year all of our shows have done well and so we are once again showing an improved financial position. Owing to when we close down our accounts for auditing this doesn't always show in the yearly profit and loss statements as Paula has described in her report but a good indicator from one year to the next is the movement in cash in the bank. Last year at this time we had just over £22,000 in our current account after we had settled up Strictly Musicals. This year at around the same time with Phantom mostly settled that number has increased to just over £33,000.

In part that is due to our shows over the last 12 months having done well at the box office. It is also due to our growth in membership numbers and the successes that we have had with fundraising as Paula has described.

Having more cash in the bank is useful because it gives us the access to more choices about the type of shows we perform and about the scale of the productions that we stage.

However, I wouldn't want any of us to become complacent about the money. When you think that a show like Phantom cost well in excess of £50k to produce then even with a healthier bank balance we are only ever a couple of flops away from being back in the doldrums and being forced to make difficult choices.

The one single thing that every member can do to help is to sell tickets – and not just for the shows you are in but for all of our productions.

It will always be true that the most expensive thing we can have is empty seats.

So hopefully you can see how our success relies on our members, putting on shows that people want to be in and to watch and making sure we have the money to allow us the freedom to make good choices. So, if you're ever wondering why we chose that show and not the one you wanted or why we're always nagging for help or why we keep banging on about selling tickets – that's why.

Remember - NO WOBBLY STOOLS.

I'd like to end by thanking this year's outgoing committee – they have done a fantastic job this year and we are really blessed as a company that we have members prepared to go the extra mile to help with all the thankless jobs that go on behind the scenes.

We have a ballot for committee posts tonight because we have more volunteers than we have official jobs available. That is an enviable position for any company to be in but obviously the downside of the democratic process might mean that for some of our current committee this is their last night. To everyone who is continuing or will be standing down from committee this evening thank you for the last twelve months – I'm sure you'll agree it's been hard work but great fun!

And that leads me to my very final wind up.

We have one member of our committee who we know will definitely be standing down this evening. This will be the first time in forty years that she has not been a member of the Centenary committee. We also have to recognise another couple of milestones this year because we are celebrating her 64th year as a member of the company and she celebrated a very special 80th birthday within the last few weeks.

For most of us, **Anita** is Centenary. She has been an ever-present fixture since I first joined at 16 when she was our Ticket's Secretary and was about to take on the role of Eulalie McKecknie Shinn, the Mayor's wife in our 1997 production of *The Music Man*. In those days we organised the sale of all of our own tickets and Anita was responsible for allocating priority bookings and making sure everyone was pulling their weight when it came to sales. I still remember all the brightly coloured books denoting different nights that she carted around with her in her custom-made mahogany tray.

For many years the Birchdale Hotel, which Anita owned with her husband Roger, was our second home where she hosted many a Centenary 'do' as well as giving a sanctuary to committee meetings. Roger also spent many years as our President and Anita's two sons Darren and Simon have both grown up on stage or backstage at our shows. Flicking back over some programmes that we recovered recently from the attic of an audience member who would come and watch our shows at the old Crosfields Centenary Theatre (which gave us our name) you can see just how far back this Warburton dynasty goes and how much the Warburtons have been part of the Centenary story for over half our history.

When we moved to the Brindley in 2005 and they took over our Box Office function Anita's previous role as Ticket Secretary became redundant overnight – so at the tender age of 61 she turned her hand to a new job as our Artistic Co-ordinator and has spent most of the last twenty years organising our production teams, linking with the Brindley crew and making sure that every aspect of our productions was planned meticulously. With a particular skill for props and rummaging up at Arley come rain or shine Anita, along with Mike, has always been the first one in for every get-in and invariably the last one out, armed with steel toe caps she has done her fair share of lifting and carrying and has put many younger and decidedly more blokey crew members to shame.

When Roger sadly passed away in 2007 we asked Anita if she would take over from him as our President – a role she has fulfilled with dignity and dedication for seventeen years – and I'm very happy to say that she has agreed to continue for another year.

On stage she's done it all – from Morgan La Fey in *Camelot* to Aunt Eller in *Oklahoma*, Grace in *Annie*, Bloody Mary in *South Pacific*, Ida Strauss in *Titanic*, Golde and Yente in *Fiddler* (not at the same time) – I could go on and on. And that's just the musicals – she has fronted countless plays and earned a very well-deserved NODA North West Nomination for her leading lady performance in the

Agatha Christie whodunnit A Murder is Announced (spoiler alert – Anita dun it!) back in 2013 despite some very average direction.

And behind the scenes too Anita has selflessly helped countless people to prepare for auditions over the years giving very helpful and welcome acting advice (90% of which has focussed on getting people to slow down and speak properly) as well as supporting Sheila as the assistant director for our 2007 production of The King & I and going on herself to direct the critically acclaimed plays Hobson's Choice in 2008, Shirley Valentine in 2009, The Importance of Being Earnest in 2011.

Andy McNichols, our NODA regional secretary contacted us to say 'please pass on my congratulations to your President Anita, along with my thanks for such dedicated service to Centenary' so – on behalf of Andy, the committee, the members here and departed who have benefited from your help and support and wise counsel over the years THANK YOU Anita and please feel free to celebrate your retirement by coming back to make tea for us every Tuesday.

We handed flowers and gifts to Anita.

5. Proposed changes to the constitution

Vote must be positive from 2 thirds of the members present to pass which would equate to (31 people)

39 positive votes.

The proposed changes received 39 positive votes and passed.

The constitution will be updated accordingly and sent to the charity commission.

6. Membership and Subscriptions

As per the votes counted above there will be a change to the current membership and subscriptions

7. Long Service and Awards

**Hand out Roy western Nomination sheets - two people to count – One: Alex Clare
Two: Jane Baguley**

Anita handed out the Alan Thomas Award 2024 winner – Gary Williams

Simon hand out Malcolm Fallows award to this years fantastic winner, Georgia Heyes

We held the vote for the Roy Western award and received nominations for members.
Anita handed out Roy Western award to this years winner Dan Grimes for his portrayal of Mr Poppy.

Long Service awards handed out this year were to:

Marj Clare = 55 Years
Clare Littlemore = 14 years
Dan Grimes = 20 Years
Dean Callow = 15 Years
Ria Hall – 10 Years

A very special long service award goes to our President Anita Warburton – Big speech from Dan – INCLUDING presenting Anita with her 60 year NODA badge certificate and flowers.

Congratulations.

8. Nomination of President and Vice President(s)

We are thrilled that Anita Warburton has agreed to continue as our President, with Richard Broadbent and Eddie Hemmings agreeing to continue as our Vice-Presidents.

9. Nomination of Officers and General Committee

The Officers of the Committee that are confirmed are:

Dan Grimes As Chairman
Marj Clare as vice-chair
Paula Jackson as Treasurer
Clare Grimes as Secretary

No Objections were received so the officers passed.

The General Committee vote – pass out ballot papers

We have received no Votes by post which will be included in the ballot

The company thanks all outgoing 2023 / 2024 committee for all they do for centenary

Two people to count ballot please One: Jo Preston
Two :Simon Pickup

The new general committee for the period 2024 / 2025 are:

1 Emma Roberts
2 Cadie Ann
3 Kirston Dunn
4 Lisa Connor
5 Pete Brennan
6 Georgia Heyes
7 Jessie Scotson

We also accepted an offer from Steph James to work as minutes secretary for the company meetings, thank you Steph.

The committee expressed a huge thank you to Dani Segar who works tirelessly behind the scenes creating all of our graphics, posters and programmes, you are incredible Danni.

10. Open Forum

Ria commented that District 8 held a zoom call with a companies in the region during the pandemic and one thing that stood out among all the groups was that we had a firm welfare process in place already, everyone was really impressed that we were keeping in touch with members in all sorts of ways. NODA was impressed by that.

Lesley – Do we still apply for gift aid?

Dan – Mike is out gift aid officer and despite standing down from performing and making sets, he will continue with gift aid processing for the company.

Mike – if you pay tax then talk to me.

Corynne – I have ideas for fundraisers and I think I'd be a great mascot and come up with ideas

Dan – Dan talked about our subcommittees where people can get involved on marketing, social, production, technical etc.

Elle – The socials have stepped up a notch thanks to Jessie for the content, especially on Tik Tok. There is so much that goes into tge marketing and editing etc it was amazing and really important and while others are involved, Jessie has worked so hard.

Dan – yes there are aspects of social media we are less active on Jessie has really helped us to tap into something that was unknown to us, it doesn't happen by magic so thank you very much for that.

The meeting closed at 9.05pm

CENTENARY THEATRE COMPANY

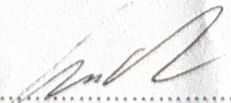
Registered Charity No 1080693

ACCOUNTS FOR YEAR ENDING 5 APRIL 2025

PREPARED BY PAULA JACKSON – TREASURER

**AUDITED AND FOUND TO BE CORRECT AND TRUE STATEMENT OF THE
FINANCES OF THE SOCIETY**

CARL TAYLOR


.....

DATE 15/6/2025
.....

ACCOUNTS FOR 8 APRIL 2024 - 8 APRIL 2025

INCOME

BANK INTEREST	0.00
ARLEY HALL RENT	0.00
CONCERT	0.00
WELFARE FUND	0.00
SOCIAL	0.00

Sundries (excl transfers from Build Soc)
INCLUDED IN SUNDRIES
BONUS BALL - £38.00

BONUS BALL - TOTAL	£760.00
SUBSCRIPTIONS	722.00
DONATIONS	10364.77
WARDROBE FUND RAISING	215.92
DANCE CLASSES	0.00
NEW LLOYDS BANK ACCOUNT	237.42
	0.00

12822.04

EXPENDITURE

ADMINISTRATION	156.47
ARLEY HALL RENT	2821.92
CONCERT	0.00
WELFARE FUND	166.27
SOCIAL	0.00

Sundries (excl transfers from Building Soc)

BONUS BALL	0.00
SUBSCRIPTIONS	296.25
DONATIONS	0.00
WARDROBE FUND RAISING	0.00
DANCE CLASSES	360.00
NEW LLOYDS BANK ACCOUNT	53.97
BANK CHARGES FEB AND MAR	

7897.10

NATIVITY	240.00
PHANTOM	60108.91
GIRL ON THE TRAIN	6653.79
LITTLE MERMAID	34594.33
SHREK	908.81
VARDY V ROONEY	0.00
ADDAMS FAMILY	0.00
BLYTHE SPIRIT	0.00

NATIVITY	2579.80
PHANTOM	48452.98
GIRL ON THE TRAIN	5775.43
LITTLE MERMAID	41399.58
SHREK	4758.33
VARDY V ROONEY	463.01
ADDAMS FAMILY	710.00
BLYTHE SPIRIT	408.00

TRADING PROFIT FOR YEAR
OVERALL PROFIT FOR YEAR

102805.84
116627.88

PROFIT

104537.13
112434.23
3193.65
3193.65

APRIL 2024 - 2025

INCOME

SOCIAL

0.00

0.00

SUNDRIES

EASY FUND RAISING

283.93

MASCARADE BALL DEPOSITS

750.00

BONUS BALL

18.00

BONUS BALL

19.00

PROFIT FROM MASONIC HALL XMAS PA

200.00

1561.93

EXPENDITURE

ADMINISTRATION

PRINTER CARTRIDGE

STATIONERY FOR YEAR END ACCOUNTS AND MISC ITEMS

POSTAGE FOR FRIENDS RENEWAL FEES LETTERS

COPY PAPER x 2

ENVELOPES

25.14

94.95

26.40

7.98

2.00

156.47

ASSETS (incl in Sundries)

PURCHASE MICROSOFT 365 PERSONAL

431.98

28.70

59.99

520.67

SUNDRIES (Excl Assets Documented Above)

AGM FLOWERS - ANITA, AUDREY, SHEILA, MOIRA

55.00

MASCARADE BALL PAYMENT TO BIRCHWOOD GOLF CLUB

578.00

REFUND TO KIRSTIE WARREN PAID INTO BANK ACCOUNT IN ERROR FOR MASCARADE BALL

20.00

CON COM WEB DESIGN RENEWAL FEE

144.80

WARDROBE ROOM RENT TO SACRED HEART CHURCH - JAN 2025

400.00

NODA MEMBERSHIP 2024/25

299.00

NODA INSURANCE - 2025

1287.89

DEPOSIT TO MASONIC HALL FOR XMAS 2025 PARTY

400.00

VELCRO FOR FRONT OF HOUSE BOARDS

6.48

60 YEAR NODA MEDAL FOR ANITA WARBURTON

67.88

SHRED-IT - 10 X BAGS CONFIDENTIAL SHREDDING

140.40

PROFITS FROM MASQUERADE BALL - FROM SUNDRIES TRANSFER TO PHANTOM

122.00

Total Sundries Expenditure

3521.95

4042.23 INC ASSETS

Social

0.00

0.00

5 APRIL 2024

CURRENT ACCOUNT

27196.38

PETTY CASH

196.28

PROFIT FOR YEAR

27392.66

5 APRIL 2025

CURRENT ACCOUNT

30131.17

PETTY CASH

455.14

30586.31

3193.65

ANALYSIS OF PRODUCTIONS 2024/2025

INCOME		EXPENDITURE	
SHOWS		SHOWS	
PHANTOM	60108.91	PHANTOM	48452.98
(April 24)	1518.84	(April 24)	10262.79
	61627.75		58715.77
			PROFIT 2911.98
LITTLE MERMAID	34594.33	LITTLE MERMAID	41389.58
(April 24)	0.00	(April 24)	518.00
	34594.33		41907.58
			LOSS -7313.25
PLAYS		PLAYS	
GOTT	6953.79	GOTT	5775.43
(April 24)	0.00	(April 24)	460.62
	6953.79		6236.05
			PROFIT 717.74
NO PLAY	0.00	NO PLAY	0.00
(April 24)	0.00	(April 24)	0.00
	0.00		0.00
			LOSS 0.00
			OVERALL LOSS -3683.53



CENTENARY THEATRE COMPANY - CONSTITUTION

1. THE SOCIETY

The Society shall be known as "Centenary Theatre Company"

2. SOCIETY OBJECTIVES

The object of the Society shall be:

"To educate the public in the dramatic and operatic arts, to further the development of the public appreciation and tastes in the said arts, to assist and further such charitable institutions and charitable purposes as the General Committee shall from time to time determine and, in furtherance of this object, but not otherwise, the Society through its Management Committee, shall have the following powers:

- 2(a)** To promote musical theatre, plays, revues, and other dramatic and musical works of educative value.
- 2(b)** To promote the education of members in all technical, acting and musical aspects of the dramatic and operatic art forms.
- 2(c)** To promote a social awareness within the Society, which encourages membership from all social backgrounds and abilities.
- 2(d)** To promote the growth of the Society by encouraging and educating young people in the performance of dramatic and operatic art forms.
- 2(e)** To purchase, acquire and obtain interests in the copyright of or right to perform or show any such dramatic or operatic works.
- 2(f)** To purchase, or otherwise acquire, plant, machinery, furniture, fixtures, fittings, scenery and all other necessary effects.
- 2(g)** To raise funds and invite and receive contributions from any other person or persons whatsoever by way of subscription, donation and otherwise; provided that the Society shall not undertake any permanent trading activity in raising funds.
- 2(h)** To do all such other things as shall further the objects of the Society."

3. FINANCE

- 3(a)** The funds of the Society shall be applied to the stated objectives of the Society.
- 3(b)** Any loss incurred will be covered by a levy on all members when deemed necessary by the General Committee.
- 3(c)** The accounting periods of the Society shall be fiscal years. The accounts of the Society in respect of any accounting period shall be audited by two (2) auditors who need not be members of the Society but who shall be appointed or removed by the Society in Annual General Meeting.
- 3(d)** The financial year of the Society shall close on the 5th April.
- 3(e)** No member of the Society shall receive payment directly for services to the Society or for other than legitimate expenses incurred in carrying out this work.

4. OFFICERS AND COMMITTEE

- 4(a)** The Officers of the Society will consist of Chair, Vice-Chair, Treasurer and Secretary
- 4(b)** The Officers in paragraph 4(a) together with not less than three (3) and not more than seven (7) Committee Members shall comprise the General Committee of the Society and they shall be elected at the Annual General Meeting and shall remain in office for one year and be eligible for re-election at the following Annual General Meeting.
- 4(c)** Each Full or Honorary Life Member of the Society shall be eligible for election to any one post on the General Committee.
- 4(d)** All the affairs of the Society shall be conducted by the General Committee.
- 4(e)** Any five (5) members of the General Committee shall form a quorum for the conducting of business at meetings of the said Committee.
- 4(f)** The General Committee shall have the power to appoint and discharge sub-committees to carry out work on behalf of the Society. Any such sub-committee so appointed shall report directly and solely to the General Committee.
- 4(g)** The General Committee shall have the power to co-opt suitable persons when deemed necessary, pending the next Annual General Meeting. Such co-opted members shall have the authority that the General Committee deems appropriate.
- 4(h)** The General Committee shall have the power to appoint suitable persons from outside the Society as production officials for each production, who can be remunerated accordingly. The General Committee may relieve the productions officials of their duties if they, in the opinion of the General Committee, are considered to be unsuitable.
- 4(i)** At any meeting of the General Committee resolutions shall be carried by simple majority. In the case of an equality of votes the Chairman shall have a second or casting vote.

- 4(j)** The General Committee shall meet at least bi-monthly.
- 4(k)** The General Committee shall have the power to act in all circumstances not covered by these rules and shall be the sole arbiter on the construction and application of these rules.

5. TRUSTEES

No members of the General Committee shall acquire any interest in property belonging to the Charity (otherwise than as a trustee of the Charity) or receive remuneration, other than out-of-pocket expenses, or be interested (otherwise than as a member of the General Committee) in any contract entered into by the General Committee

6. MEMBERSHIP

- 6(a)** Membership shall be open to all those persons, aged sixteen (16) years and over at the time of application, having sympathy with the objects of the Society and desiring actively to further it and to pay the membership subscription, which shall be determined by the General Committee from time to time.
- 6(b)** There shall be three (3) classes of membership:
- (i) Performing Membership
 - (ii) Non-performing Membership
 - (iii) Honorary Life Membership
- 6(c)** Any members or prospective members wishing to perform in society productions must first satisfactorily demonstrate their performing potential (acting, singing and / or dancing as required) to the Committee. This would normally be demonstrated through an audition process. However, the Committee may consider other evidence as appropriate in making their decision (such as prior knowledge of performance skills). In the event that prospective new members, are felt to not meet the required standard to become performing members they may be asked to further develop their performing skills before reapplying to become a performing member in the future. This would not normally be within six months of their first application unless in circumstances deemed acceptable to the Committee. Such prospective new members, would still be eligible to join the society as a non-performing member.
- 6(d)** The General Committee shall have the power to nominate such persons (recommended to them by members of the Society) to be Honorary Life members for consideration by the Society in Annual General Meeting.
- 6(e)** Persons having joined the Society are considered members until they resign. Notice of resignation must be forwarded to the Secretary. Membership will also be terminated automatically in the event that the member is in arrears of their membership subscriptions for a period greater than six months unless this is by prior agreement and for a reason deemed acceptable to the Committee.

6(f) Membership subscriptions become payable when membership is granted.

Members may choose to pay their subscriptions:

- in advance (either annually or 6-monthly). Fees are payable 1st Jan (annual) or 1st Jan and 1st July (6-monthly). New members, in the year of joining, who choose to pay up-front subscriptions, will pay a pro-rata membership subscription rate, based on the month of joining the Society.

or

- in instalments by arrangement with the Membership Secretary.

It is a condition of membership that subscription payments are kept up to date. Any gaps in payment can result in termination of membership.

6(g) All members of the Society should, wherever possible, assist in the preparation for and undertaking of, each Society production, in any way commensurate with their ability.

6(h) The General Committee shall have the power to expel any member for reasons of gross misconduct. Gross misconduct will be considered to include actions of misusing the privileges of the society or actions that otherwise bring the society into disrepute. Members will have the right to appeal any expulsion decisions. Expulsion appeals will be heard and decided on by a panel of independent (i.e. non-Committee) members convened by the Committee from the Society membership. The decision of the appeals committee will be final.

Auditions for, and appearance in, Society productions

6(i) A casting sub-committee shall be appointed by the General Committee for each production and shall consist of not less than three (3) suitable persons, as determined by the General Committee. Casting sub-committees must be chaired by a member of the General Committee and, as per paragraph 4(f) above, shall report directly and solely to the General Committee.

6(j) All auditions and casting deliberations of the casting sub-committee shall be witnessed by an independent (i.e. non-committee), member of the Society to ensure that all procedures are correctly implemented. The General Committee shall appoint an independent member for each set of auditions. The independent panel member will not input into any casting decisions.

6(k) No member may audition for, or perform in, any Society production while in arrears of payment or otherwise indebted to the Society.

6(l) The casting requirements for each production will be agreed in advance of the casting auditions between the production team and the General Committee and will be communicated in advance to all performing members wishing to be considered.

6(m) All casting decisions are at the discretion of the casting sub-committee and shall be deemed final, provided that they are in line with all Society rules and procedures as witnessed by the independent panel members. All discussions between casting sub-committee members (including the independent member) must be kept confidential at all times.

- 6(n)** If a production is not fully cast at the first auditions then re-auditions will be organised. All eligible members (including any members who were unsuccessful at the first auditions) who wish to be considered, will be able to participate in re-auditions.
- 6(o)** No-one other than members of the Society shall perform in any Society production unless, following re-auditions, a role (or roles) cannot be cast from the membership. The General Committee may then invite non-member(s) to audition for the available role(s). If successful, these individuals will be viewed as a guest of the Society for the duration of that production only and as such will be exempt from all subscriptions and levies during that period.
- 6(p)** The General Committee shall, in discussion with the Production Team, have the power to revise a cast list if, in their opinion, a player is found unsuitable for the role assigned.
- 6(q)** The General Committee shall have the power to prohibit a player from performing in or taking further part in the work or preparation for, any Society production for irregular or non-attendance or for misconduct.
- 6(r)** Should a production require performers under the age of sixteen (16) years of age and these characters cannot be adequately cast from performing Society members then open auditions for children may be called by the General Committee. Children performing in any Society will be viewed as guests of the Society for the duration of that production only and as such will be exempt from all subscriptions and levies during that period. Children will not be eligible to join as full members of the Society until their sixteenth (16th) birthday in accordance with paragraph 6(a) above. It will be the responsibility of the Society to ensure that any children performing in its shows are accompanied at all times backstage by a suitably qualified person who will hold all relevant qualifications and clearances as may be required from time to time.

7. PATRONS AND FRIENDS

- 7(a)** The General Committee shall have the power to appoint as Patrons such persons who, in their view, would be of benefit to the Society. Patrons will not be eligible to vote or hold office.
- 7(b)** Friends shall pay a small annual subscription fee that the General Committee shall determine from time to time. Friends will receive all the benefits of membership of the Society **except** that they will not be eligible to perform, to vote, to attend General Meetings or to hold office.

8. HONORARY OFFICERS

The General Committee shall have the power to nominate for election at the Annual General Meeting a President and Vice-President(s).

9. GENERAL MEETINGS

- 9(a)** The Annual General Meeting shall be called by the General Committee on a date as soon as conveniently possible after the close of the financial year. The business transacted shall be the

presentation and adoption of reports, statements of accounts, the election of Officers and other members of the General Committee and other pertinent business.

9(b) All members will be notified of the date of the Annual General Meeting at least **forty-two (42) days** prior to the date of the meeting. Formal notice of the Annual General Meeting, including full particulars of all business to be transacted, will be sent by the Secretary to all members of the Society at least **fourteen (14) days, but not more than twenty-one (21) days** prior to the date of such a meeting.

9(c) A quorum for all General Meetings shall be **thirty five percent (35%)** of members of the Society.

9(d) Any member of the Society, who is eligible to vote, may apply to the General Committee for a postal vote to elect Officers and General Committee Members at the Annual General Meeting.

The Secretary must be notified at least **fourteen (14)** days prior to the Annual General Meeting of the reason for their absence. If the application is approved by the General Committee a ballot form will be forwarded to the member.

The completed form must be returned to:

The Acting Tellers

C/o The General Secretary, at least **five (5)** days before the Annual General Meeting. The General Committee has the authority to reject any application should it be deemed inappropriate.

9(e) Nominations for election to office within the Society or otherwise to membership of the General Committee must be received by the Secretary, in writing, at least **ten (10) days** before the date of the Annual General Meeting. Nominations must be signed by the nominee and at least two other members of the Society, one as proposer and one as seconder.

9(f) An equality of votes between nominees for Officers and members of the General Committee shall be resolved by further ballots. Only those nominees receiving equal votes shall take part in the further ballots. Any postal votes will not form part of the further ballots.

9(g) The Secretary shall call Extraordinary General Meetings at such times as directed by the General Committee or within **twenty-one (21) days** of receipt of a requisition signed by not less than **fifteen (15)** members of the Society stating the business to be transacted at that meeting.

9(h) A notice of every Extraordinary General Meeting must be sent by the Secretary to all members of the Society at least **fourteen (14)** days prior to the date of such a meeting and such a notice shall disclose full particulars to be transacted at the Extraordinary General Meeting.

9(i) Each member of the Society who is not in arrears in payment of their subscriptions, or otherwise indebted to the Society, shall be entitled to attend and vote at the General Meetings. At all General Meetings resolutions shall be carried by simple majority except where otherwise required by these rules, (paragraphs 10(c) and 11(a))

- 9(j)** Honorary Officers of the Society may attend General Meetings but are not eligible to vote unless they are also a full member of the Society or an Honorary Life Member

10. RULES

- 10(a)** No rule shall be altered or rescinded and no new rule shall be adopted except by the Society in General Meeting. The notice convening the Meeting shall state the text of the proposed amendment.
- 10(b)** Any member who wishes to propose adoption, alteration or rescission of any rule in the Constitution at any General Meeting shall, unless such a proposal is sponsored by the General Committee, give written notice thereof to the Secretary **at least twenty-one (21) days** before the date of such meeting.
- 10(c)** A resolution to change these rules shall need for adoption the assent of **two thirds (2/3rds)** of the members present and eligible to vote.
- 10(d)** No alteration shall be made to rules 2, 5, 10 or 11 without the approval of the Charity Commission for England and Wales or other authority having charitable jurisdiction from time to time.

11. DISSOLUTION

- 11(a)** The Society shall not be dissolved except by resolution of an Extraordinary General Meeting passed by at least **seventy-five per cent (75%)** of the members present, convened in accordance with rule 9, for that purpose.
- 11(b)** Any assets remaining after the satisfaction of any proper debts and liabilities shall be applied towards the benefit of a charitable organisation with similar objects, or to other approved charitable purposes.

Constitution agreed at Annual General Meeting of the Society on 27th June 2023