

Carlton Theatre Group

Constitution at 10th August 2021

1. **Title**

The Society shall be known as the Carlton Theatre Group, henceforth referred to as 'Carlton' or 'the Society'.

2. **Objects**

Carlton aims to cultivate theatrical art in all its aspects and encourage its appreciation. Carlton aims to provide opportunities in the theatrical arts to its Members and the Wimbledon community.

3. **Membership**

(a) Membership shall be open to all applicants over the age of 18, subject to the requirements hereinafter set out.

(b) There shall be three classes of Members:

(i) **Full**

Full Members shall be entitled to participate in all activities of the Society, including seeking Membership of the General Committee.

(ii) **Associate**

Associate Members shall not be entitled to act in, produce, direct or stage manage the Society's productions but may assist those that do and may perform front of house duties. Associate Members may attend all social functions and General Meetings, and vote thereat, but shall not be eligible for a position on the General Committee. Associate Members may transfer to Full Membership at any time during the year on payment of the difference in the subscription rate for the two classes of Membership but the date of their Membership's expiry shall not change.

(iii) **Life**

Life Members of the Society are Members who have contributed a significant amount to the Society during their Full or Associate Membership and shall be chosen at the discretion of the General Committee. Life Members shall be exempt from paying Subscription fees but payment of any other relevant fees shall be required.

(c) The General Committee shall be permitted to invite Non-Members of the Society to fill roles in exceptional circumstances where no Member can be found to fill that role.

(d) Application for Membership may be made at the time of a casting in a production or via the Carlton website. Membership shall run on an annual basis for twelve months and shall commence on payment of Subscription fees effective from the 1st of the month joining. Such fees shall be paid no later than two weeks after a payment request is sent to those joining through the website or one month for those cast in a production.

(e) Admission to the Membership shall be at the discretion of the General Committee who shall also have the power, at their absolute discretion, to suspend or cancel Membership, subject to the right of any person whose Membership has been so suspended or cancelled to appeal in the manner set out in section 3(i).

- (f) On acceptance of the Member, the subscription fee and any additional fees, as ruled at the time of acceptance and as updated in following years, shall be paid. Annual Subscription fees and Production fees shall be determined at the Annual General Meeting or at one Extraordinary General Meeting, convened in accordance with the normal rules, for that financial year.
- (g) Members may expect to have their Membership suspended or cancelled if they offend against the Society's Constitution. In the event of suspension or cancellation of Membership, no reimbursement of Subscription or Production fees will be paid. The following behaviour might be regarded by the General Committee as likely to result in suspension or cancellation of Membership (the list is not exhaustive):
 - (i) Attending rehearsals or performances under the influence of alcohol or illegal substances or the use of illegal substances at the Society's social events.
 - (ii) Verbal or physical abuse of any other Member or guest of the Society.
 - (iii) Discriminatory behaviour of any kind.
 - (iv) Any behaviour that the General Committee considers would make a person unfit for Membership of the Society.
- (h) In the event that a Member is considered to have offended against the Society's Constitution, as indicated in 3(g), the following Complaint Procedure shall be adhered to:
 - (i) The complainant(s) (those believing a breach of 3(g) has been made) shall make their complaint in writing or by email to the Chair. In the event that the complaint directly involves the Chair, the complaint shall be made in writing or by email to the Vice Chair. Complaints must be received within one month of the incident described or within one month of the most recent of a series of incidents. The complaint is then sent to the respondent(s) (those believed to be in breach of 3(g)) together with any witnesses and they shall be asked to put their case in writing or by email and an appropriate timescale for this response shall be given. If a response is not provided within such a timescale the General Committee reserve the right to proceed straight to 3(h)(iii).
 - (ii) Upon receipt of the relevant documentation, the General Committee shall then meet within 14 days to discuss the matter. The meeting shall exclude any General Committee Members directly involved in the complaint as complainants, respondents or witnesses.
 - (iii) The General Committee shall appoint a Complaint Panel made up of a number of its Membership and each person directly involved in the complaint shall be invited to meet with this Panel to explain the events. The Complaint Panel shall ask questions and take notes to aid their decision on an appropriate course of action following this meeting. The decision can be aided by any other Member of the General Committee even if they were not part of the Complaint Panel, in accordance with 3(h)(iv). Any decision shall be communicated in writing or by email to all those directly involved with the complaint.
 - (iv) At least one Member of the General Committee must not be involved in any part of the Complaint Panel or their subsequent decision so that they could be part of the Independent Appeal Panel, if needed, in line with 3(i)(ii).
- (i) In the event that the result of 3(h) is a decision to suspend or cancel Membership of the respondent(s) they may instigate the following Appeal Procedure:
 - (i) The appeal shall be made in writing or by email to the Chair. In the event that the appeal directly involves the Chair, the appeal shall be made in writing or by email to the Vice Chair within seven days.

(ii) If an appeal is received, the General Committee shall create an independent Appeal Panel consisting of one General Committee Member, that was not part of the Complaints Panel nor took any part in the decision made thereafter, and two other Full Members. All those directly involved in the complaint that led to the suspension or cancellation of the respondent(s) Membership shall be invited to meet the Appeal Panel. The Appeal Panel shall ask questions and take notes to aid their decision on the appropriate course of action following this meeting. The Appeal Panel's decision shall be final and any decision shall be communicated in writing or by email to all those directly involved in the Appeal. Following this a separate communication shall be agreed for wider circulation to the Membership if deemed appropriate by the General Committee.

(j) In the event that any Member wishes to resign from Membership, this shall be tendered in writing or email to the Committee Secretary.

4. Officers

The Officers of the Society shall consist of a ~~President~~, Chair, Vice Chair, Committee Secretary and Treasurer. The Chair, Vice Chair, Committee Secretary and Treasurer shall be elected annually at the Annual General Meeting.

5. Management and General Committee

(a) The management of the Society and its funds shall be vested in its General Committee.

(b) The General Committee shall consist of the Officers and any other roles deemed necessary for the proper running of the Society.

(c) The General Committee shall have the power to co-opt and to fill any casual vacancy occurring in its Membership and to appoint Sub-Committees to which it may delegate any or all of its power. Except in special circumstances, the General Committee shall meet monthly and additionally on dates arranged for production selections or for any other emergent reasons.

(d) In the event of the Chair being absent from a meeting, the Vice Chair shall preside. In the event of both the Chair and the Vice Chair being absent, a quorum of General Committee Members shall elect an Acting Chair for that meeting from one of its number.

(e) In the event of the Committee Secretary being absent from the meeting, a quorum of General Committee Members shall elect an Acting Committee Secretary for that meeting from one of its number.

(f) Except in special circumstances, seven days clear notice shall be given for all General Committee meetings.

(g) A quorum shall consist of at least half of the members of the General Committee as constituted at the time of a General Committee meeting.

6. Productions

(a) The General Committee shall have power to appoint a mentor to assist a Director who shall be a Member of the Society. All first time Directors with the Society shall be required to have a mentor for assistance, regardless of experience.

(b) The Director, with agreement from the General Committee, shall have the power to appoint a Producer and/or Stage Manager, where appropriate.

- (c) The General Committee shall select the works to be produced by the Society from those put forward by prospective Directors. The General Committee shall also, at its absolute discretion, have the power to delegate the casting of such works to the Director or to a Sub-Committee duly appointed for that purpose.
- (d) No person who is submitting works for a particular production shall serve on the selection committee for that production and no person who is auditioning for an acting role in a particular production shall serve on a casting committee for that production.
- (e) Non-Members shall be permitted to audition and may be offered a part in a production at the discretion of the Director and/or Sub-Committee so appointed. Any Non-Member that accepts a part shall be required to take up Full Membership of the Society.
- (f) Payment of a Subscription fee shall carry no guarantee of an active part in any of the Society's productions.
- (g) Production fees shall be charged to such Members involved in productions as decided by the General Committee.

7. Finance

- (a) The funds of the Society shall be applied solely to the objects set out in this Constitution.
- (b) The financial year of the Society shall run from 1st July to 30th June unless and until any change be determined by a majority vote of Members at an Annual General Meeting or an Extraordinary General Meeting called for that purpose.
- (c) Any additional fees to be paid, for example, Production fees, shall become due at a date determined by the General Committee.
- (d) The Treasurer, through the General Committee and with discretion, shall give consideration to a flexible payment plan to Non-Members, at the time of joining, or Members if they are in full time education, unemployed, are old age pensioners or are experiencing financial difficulty. But this shall be without prejudice to the General Committee's right to demand payment in full of any outstanding balance at any time.
- (e) The financial transactions of the Society shall be recorded in proper books of account and shall be set out in the form of an Income and Expenditure Account for presentation to Members at the Annual General Meeting. Members shall have the right to a vote to accept or reject the accounts presented. All financial transactions settled by the Society's cheque shall require any one signature from the Chair, Vice Chair or Treasurer.
- (f) Such accounts shall be audited by two elected Members of the Society, neither of whom shall be a member of the General Committee OR one or more professional, qualified accountants not being a member or members of the General Committee, and acting either in an honorary or enumerated capacity.

The General Committee shall review the financial transactions of the Society at every General Committee meeting.

- (g) In the event of dissolution of the Society, any balance of funds standing to its credit shall be devoted to objects similar to those of the Society, as decided by Members at an Annual General Meeting.

8. Annual General Meeting

- (a) An Annual General Meeting of the Members of the Society shall be held once in each calendar year, not later than 15 months after the date of the preceding Annual General Meeting, at fourteen days clear notice to all Members. At such Annual General Meeting the reports of the General Committee and the audited accounts shall be presented and the

Officers and General Committee for the ensuing year shall be appointed. Any other general business together with motions for consideration, duly proposed and seconded, shall also be considered, provided the General Committee has presented such motions to the Membership with the notification of the Annual General Meeting within the required period of notice.

- (b) The Officers and the General Committee shall retire at each Annual General Meeting but shall be eligible for re-election if so nominated.
- (c) No business other than formal adjournment of the Annual General Meeting shall be transacted at any Annual General Meeting unless a quorum be present and such quorum shall consist of no less than 25% of the Membership. A quorum must be present within 15 minutes of the designated start time of the meeting having passed. Members that have voted through online means (see 8(g)) shall be considered part of the quorum.
- (d) Resolutions put to Annual General Meetings must be proposed and seconded by Members.
- (e) All resolutions brought forward at an Annual General Meeting shall be decided by a majority of votes properly recorded at such meeting and in the event of an equality of votes, the Chair shall give a casting vote.
- (f) Nominations for Officers and General Committee must be received by the Committee Secretary in writing or email no later than two weeks prior to the date of the Annual General Meeting. In the event that no nominations are received, the General Committee reserves the right to extend the nomination period by a week to seek nominations.
- (g) Members that are unable to attend the Annual General Meeting shall be given the opportunity to vote through online means. This online vote shall open no later than 24 hours after the Nominations deadline and shall close no later than 24 hours prior to the date of the Annual General Meeting.

9. Extraordinary General Meeting

- (a) An Extraordinary General Meeting may be convened at any time and shall be called on the application of five Members in writing and/or by email to the Chair and/or Secretary of the General Committee stating the reasons therefore. An Extraordinary General Meeting may also be called by resolution of the General Committee.
- (b) Fourteen days clear notice shall be given to the Members in writing and/or by email of an Extraordinary General Meeting.
- (c) No business other than formal adjournment of the Meeting shall be transacted at any Extraordinary General Meeting unless a quorum be present and such quorum shall consist of no less than 10 Members. A quorum must be present within 15 minutes of the designated start time of the meeting having passed. A vote on any matter at the Meeting shall require at least five Members be present that are not members of the General Committee.

10. Alteration of Constitution

- (a) No alteration of this Constitution shall be made except at an Extraordinary General Meeting, convened in accordance with 9(a) and (b), with the proposed alterations set out in the notice of such a Meeting. Any amount of alterations shall be carried by a majority of at least two-thirds of the votes recorded.
- (b) Any alterations agreed upon shall be considered binding at the conclusion of the Extraordinary General Meeting.

11. General

- (a) The General Committee shall have power to decide any questions arising out of this Constitution and all other matters in connection with the Society, except those which can only be approved by the Society's Members at an Annual General Meeting or an Extraordinary General Meeting, as stated previously in this Constitution.
- (b) No Member shall claim to act as a representative of, or in the name of, the Society without the consent of the General Committee having been given in writing or by email. The Society's name shall not be used for personal profit.
- (c) A copy of this Constitution shall be sent to every Member upon admission to the Membership of the Society or following any alteration to this Constitution. This Constitution shall always be available for viewing on the Society's website.

The Rules and Constitution have been amended on various dates at Extraordinary General Meetings of the Carlton Theatre Group but lastly held on 10th August 2021.