

The Constitution

1. Name

The name of the Society shall be *Basingstoke Amateur Theatrical Society*. (Society).

2. Purpose

The purpose of the Society shall be the performance of Theatrical Productions.

3. Membership

The Society shall consist of Members as defined by one of the following classes:-

- 3.1 **Performing Members** who upon payment of the Annual Membership Fee shall be entitled to the privileges of membership and shall be eligible to audition for the cast of any Production.
- 3.2 **Life Members** who shall be enrolled by the Committee and who shall have the same rights as Performing Members but will not be required to pay the Annual Membership Fee.
- 3.3 **Non-Performing Members** who upon payment of the Annual Membership Fee shall be entitled to the privileges of membership but shall not be eligible to audition for the cast of any Production.
- 3.4 **Junior Members** aged 18 and under at the date of first performance of a Production who upon payment of an Annual Membership Fee, agreed by the committee, shall be eligible to take part in the cast of suitable Productions.
- 3.5 **BATS Next Gen current cast members** who shall be eligible to take part in the cast of suitable Productions but will not be required to pay the Annual Membership Fee.
- 3.6 **Temporary Members** such as technical crew, wardrobe team, and administrative staff etc. providing assistance to the Society in any capacity, are enrolled as a Member for the duration of the current show. Temporary Members are not eligible to audition for the cast of any Production and will not be required to pay the Annual Membership Fee.
- 3.7 **Honorary Members.** Members other than Members in the previous classes of membership, who give assistance to the Society, may be offered Honorary Membership at the discretion of the Committee. Honorary Members are not eligible to audition for the cast of any Production and will not be required to pay the Annual Membership Fee.

In respect of the above classes of membership, only Performing Members, Life Members and Non-performing Members have voting rights.

4. Eligibility for Membership

Membership shall be open to all those in the listed classes.

5. Annual Membership Fee and Performance Fee

The amount of the Annual Membership Fee shall be determined at each year's Annual General Meeting.

A Performance Fee shall also be payable by all Performing Members in addition to the Annual Membership Fee. The Performance Fee shall be as determined from time-to-time by the Committee.

6. Payment of Annual Membership Fees and Performance Fees

The first Annual Membership Fee shall become due upon successful application to join the Society and prior to undertaking an audition for any ensuing Production. All subsequent Annual Membership Fees shall become due on 1 July in each year and shall be paid not later than 31 July.

Payment of the Annual Membership Fee is deemed to enlist that person to the Membership List for the duration of the current membership year.

A Life Member wishing to resign must give written notice to the Secretary before 1 July, and in default of so doing will remain on the Membership List for the current year commencing 1 July.

All Members taking part in any Production shall be required to pay the Performance Fee, which shall become due after the successful cast has been announced and paid in full no later than one month before the first performance.

7. Non-payment of Annual Membership Fees

Any Member whose Annual Membership Fee remains unpaid after 31 July in any year shall be deemed to have resigned from the Society.

8. Expulsion of Members

The Committee may by a unanimous vote remove from the Membership List the name of any Member who has persistently neglected the work undertaken by the Society or whose conduct it considers likely to endanger the welfare of the Society. The individual shall have the right to be heard by the Committee, accompanied by a friend, before a final decision is made.

9. Committee

The Society shall be managed by a Committee elected at the Annual General Meeting (AGM) consisting of the following Officers: Chairman, Treasurer, Secretary and six ordinary members.

A President shall be elected at each AGM. The President shall act in an ambassadorial capacity in the furtherance of the Society's objectives and shall provide guidance to the Committee in the general running of the Company.

Additional committee members may be co-opted at the discretion of the Committee.

No member of the Committee shall acquire any interest in property belonging to the Society or receive remuneration or be interested (otherwise than as a

member of the Committee) in any contract entered into by the Committee.

A member of the Committee shall cease to hold office if he or she:

- 9.1 is absent without the permission of the Committee from all meetings held within a period of three months; or
- 9.2 does not actively contribute to the operation of the Society; or
- 9.3 notifies the Committee a wish to resign (but only if at least four members of the Committee will remain in office when the notice of resignation is to take effect).

10. Meetings of Committee

The Committee shall hold at least ten ordinary meetings a year.

A special meeting may be called at any time by the Chairman or by any two members of the Committee upon no less than four days' notice being given to the other members of the Committee of the matters to be discussed.

The Chairman shall chair meetings of the Committee. If the Chairman is absent from any meeting, the members of the Committee shall decide which of those in attendance shall chair the meeting before any other business is transacted.

There shall be a quorum when at least four members of the Committee are present at a meeting.

Where deemed appropriate by the Chairman, matters may be determined by a majority of votes of the members of the Committee (including co-opted members) present. In the case of equality of votes the Chairman of the meeting shall have a second or casting vote.

The Committee shall keep minutes of the proceedings of meeting of the Committee and any sub-committee. Salient notices will be conveyed to the Membership via email.

The Committee may from time-to-time make and alter rules for the conduct of their business, the timing and conduct of their meetings and for the storage of documents. No rule may be made which is inconsistent with this Constitution.

11. Committee's Powers

The Committee shall have power to decide any questions arising out of the Constitution and all other matters connected with the Society (other than and except those which can be dealt with only by the Society in AGMs) and make, maintain and publish all necessary orders regulations and bye-laws in connection therewith.

The Committee may appoint a Social Secretary, Membership Secretary, Sales and Marketing Manager, Backstage Representative, Wardrobe Administrator,

Communications Officer or any other role whose work would facilitate the smooth running of the Society's affairs. Such Officers of the Society may or may not be members of the elected Committee.

The Committee may appoint one or more sub-committees for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Committee would be more conveniently undertaken or carried out by a sub-committee: provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the Committee.

The Committee shall decide on the Production to be presented, the dates upon which the public performances shall take place and all matters associated with staging of the Production.

The Production team required for any Production shall be appointed by the Committee. The Director shall be an ex-officio member of the Committee and invited to attend meetings when the Production is to be discussed, unless they are already an elected member of the Committee in their own right.

12. Finance

The funds of the Society shall be applied solely in furthering the purpose of the Society.

The funds of the Society, including all Members' fees, donations, box office income and bequests, shall be paid into an account operated by the Committee in the name of the Society at such bank as the Committee shall from time-to-time decide. All payments drawn on the account must be signed or authorised by at least two members of the Committee.

No Member of the Society shall receive payment directly or indirectly for services to the Society other than for legitimate expenses e.g. travel costs incurred in its work and/or unless the Committee shall in its absolute discretion agree reasonable payment for services to the Society which may include, but shall not be limited to, acting as a Director for a Production.

No reimbursable expenditure shall be incurred by any Member of the Society without the express agreement of the relevant budget holder and all accounts shall be sanctioned by the Committee.

All expenses in connection with a Production shall be submitted for payment within 21 days after the final performance.

Within two calendar months after the final performance of any Production, the Treasurer shall prepare a full statement of the receipts and expenses of each Production and the same shall be open for the inspection of Members at such time and place as the Committee shall decide.

All monies due and owing to the Society, including Performance Fees and Membership Fees, shall be recoverable at law.

13. Financial Year

The financial year of the Society shall commence on 1 April and close on 31 March. An annual profit and loss account and balance sheet shall be prepared within two calendar months of the end of the financial year and submitted to an independent financial reviewer, as shall be appointed from time-to-time by the Committee. The verified accounts shall be presented to the Committee for approval; the approved accounts shall then be presented to the Members at the Annual General Meeting.

14. Annual General Meeting

The AGM of the Society shall be held before the end of July, when the Report of the Committee and approved accounts for the previous financial year shall be presented.

The Secretary shall give at least 14 days' notice of the AGM to all Members of the Society. Notification of the AGM shall be given by email. All Members of the Society shall be entitled to attend and to participate in the business to be transacted. Only Performing, Non-Performing and Life Members may vote at the meeting (see clause 3).

The Committee shall retire annually but shall be eligible for re-election. The names of candidates for these positions shall be sent to the Secretary in writing in advance or alternatively may be nominated and seconded in person at the AGM. If more names are proposed than the number required to fill the vacancies, then the election shall be by ballot.

The AGM shall be chaired by the President of the Society; if he or she is not available then the Committee shall be empowered to select an alternative chair.

The President shall be elected at each AGM.

The Chairman, Secretary, Treasurer and six ordinary members of the Committee shall be elected at each AGM.

An Extraordinary General Meeting (EGM) shall be called at the discretion of the Committee, or within 21 days of the receipt by the Secretary of a request for such a meeting, specifying the business to be transacted and signed by no fewer than 20 Members of the Society. At least seven days' notice of such a meeting shall be given in writing to all Members, and only the business specified in the notice shall be transacted at the Meeting.

15. Productions

The entire cast for any Production shall be selected as a result of auditions before a casting panel, comprising but not limited to the Director, Musical Director and a representative appointed by the Committee.

Only current Members of the Society (classes 3.1 and 3.2) shall be eligible to take part in auditions; Junior Members (classes 3.4 and 3.5) shall be eligible to take part in the cast of suitable Productions at the discretion of the Committee.

The requirements for auditions and audition pieces shall be circulated to Members no less than seven days prior to the date set for the auditions.

Members shall declare in advance of auditions which roles and/or chorus parts they intend to attempt and whether they are prepared to be considered for other roles. Late applications may only be admitted at the sole discretion of the audition panel.

The Casting Panel shall have at his or her disposal all relevant details of Members auditioning.

Should the Casting Panel not find it possible to complete the selection of a cast on the date appointed for auditions, further auditions and/or appointments shall be at the discretion of the Committee

The Committee shall have power to revise the cast if any Member to whom a role has been assigned shall, in their opinion, prove unsuitable for the part.

16. Obligations of Members

Performing Members shall to the best of their ability play the parts assigned to them and follow the directions given at all rehearsals and performances.

The Musical Director shall conduct all music rehearsals and the Director and/or Choreographer shall lead all other rehearsals. In the Director's absence the Assistant Director and/or Dance Captain shall deputise and will convey the Director's explicit instructions and artistic intent to the Company.

A record of the attendance of performing Members at rehearsals shall be maintained. The Committee shall have power to prohibit any Member, whose attendance at rehearsals shall have been irregular, from taking part in the performance of the work in preparation. Performing Members absenting themselves from three consecutive rehearsals without good reason may, at the discretion of the Committee and in consultation with the Director, be deemed to have resigned their parts in the Production.

The Committee shall reserve the right to exclude any Member from a Production who, in the opinion of the Committee, is wilfully disrespectful of the rehearsal guidelines as outlined in the Code of Conduct.

16.1 Members should maintain a satisfactory level of discipline which includes mutual respect for fellow performers and the Production team at all times.

16.2 Abusive behaviour or discrimination of any nature whatsoever will not be tolerated. Members have a right to participate in activities without fear of intimidation in any form.

17. Dissolution of Society

If the Committee decides that it is necessary or advisable to dissolve the Society, it shall call a meeting of all Members, giving no less than 21 days' notice (stating the terms of the resolution to be proposed). If the proposal is confirmed by a two-thirds majority of those present and

voting, the Committee shall have power to realise any assets held by or on behalf of the Society. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to another charitable institution or institutions with a similar purpose to the Society, as the Members of the Society may determine or failing that shall be applied for some other charitable purpose.

In the event that the Society should be unable to meet its financial obligations (i.e. become insolvent) all debts and losses incurred by the Society, after absorption of all monies in reserve, shall be made good by the Members of the Society (Classes 3.1., 3.2 and 3.3) enlisted on the Membership List as shall be current at the time of such insolvency.

18. Amendments

In order to give effect to any legal act or deed, any two of the following Officers are empowered to sign deeds and documents, and to bind the Society by such deed or act, and the Society will indemnify the said Officers from and in respect of all actions, claims, and demands made in respect of such deed or act:-

The Chairman for the time being of the Society

The Secretary for the time being of the Society

The Treasurer for the time being of the Society

This Constitution may be altered only by at least two-thirds of the eligible Members present at an EGM voting in favour of the change. The notices for the EGM shall quote in full the proposed alteration(s) to the Constitution, but amendments may be incorporated at the Meeting by simple majority.

Record of Amendments

Date	Summary of amendments made
15 June 2015	New Constitution agreed at an EGM
3 December 2018	Amendment to clause 12, para 2 agreed at an EGM on: <ul style="list-style-type: none">• Permitting payments to Members for legitimate expenses incurred and/or reasonable payment for the provision of services to the Society
11 July 2022	Amendments agreed at an EGM on: <ul style="list-style-type: none">• Clause 3.4, identifying junior members as under 18 and Annual Membership set by the committee.• Clause 4, removal of the requirement that prior to being offered a Performing Membership the committee need to be satisfied of a person's acting and musical ability. NB an audition to be part of a production is still required.• Clause 6, Performance fee to be paid by 1 month before the first performance• Clause 11, Committee decide on all matters associated with the staging of the Production and the Director shall be invited to attend committee meetings to discuss their Production.• Clause 14, AGM to be held before the end of July. Changed Company Secretary to Secretary.• Clause 16, added reference to the Code of Conduct.