



Amateur Dramatic Group

CONSTITUTION

moiraplayers@gmail.com

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1. NAME

- 1.1. The Association shall be called the MOIRA PLAYERS COMMUNITY THEATRE GROUP (hereinafter called "The Charity").

2. PURPOSES

- 2.1. The Charity is established to promote the development and advancement of the community in Moira and the surrounding areas (hereinafter called the "area of benefit") in the understanding and appreciation of the Arts by the presentation of theatrical productions and in particular to:
 - 2.1.1. promote and develop the performing arts for the benefit of the community in the area of benefit;
 - 2.1.2. encourage participation in and appreciation for Performing Arts activities by the community in the area of benefit;
 - 2.1.3. encourage and stimulate the artistic creativity of people in the area of benefit by the provision of artistic performances, facilities, training, support opportunities for artistic expression;
 - 2.1.4. present, promote, organise, manage and produce plays of cultural, educational and entertainment value.

3. CARRYING OUT THE PURPOSES

- 3.1. In furtherance of the above aims but not further or otherwise the Committee has the power to
 - 3.1.1. co-ordinate the organisation of rehearsals for and performances of plays in the area of benefit;
 - 3.1.2. secure the provision and maintenance of educational and recreational facilities in the area of benefit;
 - 3.1.3. recruit, train and employ volunteers with relevant skills, for the furtherance of the above aims;
 - 3.1.4. promote and carry out or assist in promoting and carrying out research, surveys and investigations in the area of benefit, provided the useful results are published;
 - 3.1.5. co-operate to such extent as may be necessary with statutory authorities and voluntary organisations engaged in the furtherance of the above objects or any of them;
 - 3.1.6. raise and accept money by way of grants, donations, bequests, legacies or other lawful method and give, donate or disburse grants and loans to such related organisations or projects as are by law deemed charitable PROVIDED that in the exercise thereof the Charity

shall not engage in any form of permanent non primary-purpose trading;

- 3.1.7. purchase, take or lease or in exchange, hire or otherwise acquire any property and any rights and privileges necessary for the attainment of the said objects;
- 3.1.8. all such other lawful things as are necessary for the attainment of the said objects.

4. TRUSTEES

- 4.1. The Group shall be managed by a committee including a minimum of 3 trustees who shall be appointed at the Annual General Meeting (AGM) of the Charity.
- 4.2. The Charity must have the following officers:
 - A Chairperson
 - A secretary
 - A Treasurer
- 4.2.1. The above officers shall automatically become trustees of the Charity.
- 4.3. A trustee may not appoint anyone to act on his or her behalf at a meeting of the trustees.
- 4.4. No one may be appointed a trustee if he or she would be disqualified from acting as a trustee under the provisions of clause 5.

5. DISQUALIFICATION AND REMOVAL OF TRUSTEES

A trustee must cease to hold office if he or she:

- 5.1. is disqualified from acting as a trustee by virtue of section 86 of the Charities Act (Northern Ireland) 2008 (or any statutory re-enactment or modification of that provision);
- 5.2. ceases to be a member of the charity;
- 5.3. in the written opinion, given to the trustees, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a charity trustee and may remain so for more than three months;
- 5.4. resigns as a trustee by notice to the charity (but only if at least two trustees will remain in office when the notice of resignation is to take effect); or
- 5.5. is absent without the permission of the trustees from all their meetings held within a period of six consecutive months and the trustees resolve that his or her office be vacated.

6. MEMBERSHIP

- 6.1. All People in the area of benefit who are over the age of 18, without distinction of gender, sexual orientation, age, disability, ethnic origin, nationality, religion or political affiliation, shall be eligible for membership of the Charity.
- 6.2. Membership lasts 1 year and may be renewed.
- 6.3. The Committee will keep an up to date membership list. The membership list must detail:
 - The full name of the member
 - The full address of the member
 - An email address
- 6.4. The Committee shall make rules governing the conditions for and rights and privileges of members, and shall make regulations for the admission to and termination of membership PROVIDED THAT any member affected by a proposal to terminate her or his membership shall have the right to state a case against such proposal.

7. GENERAL MEETINGS

- 7.1. The Annual General Meeting shall be held at a place and time, not being more than 15 months since the previous Annual General Meeting, as the Committee shall decide.
- 7.2. 14 days notice should be given to all members informing them of what is on the agenda. Minutes must be kept of the AGM.
- 7.3. There must be at least 10 members present at the AGM for there to be a quorum.
- 7.4. The business of the Annual Meeting shall be:
 - 7.4.1. to receive and approve reports on the activities of the past year from members of the Committee;
 - 7.4.2. to receive and approve the audited accounts of the Group;
 - 7.4.3. to elect the Officers and Committee according to such nomination and voting procedure as the Group may from time to time decide;
 - 7.4.4. to deal with resolutions and such other matters.
- 7.5. Other Meetings of the Group shall be called General Meetings (or in the case of alteration of the Constitution or dissolution of the Group, Extraordinary General Meetings) and shall be called at not less than 14 days' notice to members.
- 7.6. Extraordinary General Meeting The Committee shall have the power to call a General or Extraordinary General Meeting, and shall be bound to do so within

21 days of receiving notice in writing signed by not less than 4 members. The business to be transacted must appear on the agenda, and no other business shall be discussed.

8. MANAGEMENT

- 8.1. Except as provided otherwise in this Constitution, the Group shall be managed by a Committee, consisting of a Chairperson, Secretary and Treasurer and not less than 5 members of the Group elected by and from amongst the members of the Charity at an Annual General Meeting.
- 8.2. As outlined in section 4, the Committee shall contain not less than 3 Trustees.
 - 8.2.1. The essential offices of Chairperson, Secretary and Treasurer shall be Trustees.
 - 8.2.2. Any other member holding a Committee position may also be elected as a Trustee unless barred as outlined in clause 5.
- 8.3. The Committee so constituted shall have power to co-opt further members PROVIDED THAT the number of co-options shall not exceed one-third of the total membership of the Committee.
- 8.4. The Committee shall meet for the conduct of business, as they shall see fit, but in any event shall meet not less than 3 times a year.
 - 8.4.1. For a Committee meeting to be valid a quorum of 6 members should be present.
 - 8.4.2. A Committee meeting will not be deemed valid if more than 1 Trustee is absent.
- 8.5. The Functions of the Committee are among other things:
 - 8.5.1. make such regulations as they consider appropriate for the efficient conduct of the business of the Committee and of the Charity;
 - 8.5.2. establish sub-committees, consisting of members of the Charity or other persons, and shall determine their terms of reference, membership and duration. All such sub-committees shall make full and prompt reports on their work to the Committee.
 - 8.5.3. have authority, through the Trustees, to borrow money up to £10,000 on behalf of the Charity.

9. MONEY AND PROPERTY

- 9.1. All income of the Charity, wheresoever derived, shall be applied to the purposes of the Charity and to no other purpose.
- 9.2. Trustees cannot receive any money or property from the charity, except to refund reasonable out of pocket expenses, unless permitted by law.
- 9.3. The Trustees shall open a bank account or accounts in the name of the Charity and shall specify those Trustees (being not less than two) authorised to sign cheques on behalf of the Charity.

- 9.4. The Trustees must keep accurate accounts, and shall prepare an annual Statement of Accounts for submission to an Annual General Meeting. The most recent annual accounts can be seen by anybody upon request.
- 9.5. The financial year of the Charity shall run from 01 June to 31 May.

10. ALTERATIONS TO THE CONSTITUTION

Any alteration to this Constitution shall receive the assent of not less than two-thirds of the members of the Charity present and voting at an Extraordinary General Meeting called at not less than 14 days' notice to members for that purpose, PROVIDED THAT no alteration shall be approved which would cause the Charity to cease to be a charity at law.

A copy of the amended constitution and resolution adopting the changes must be sent to the Charity Commission for Northern Ireland.

11. DISSOLUTION

- 11.1. If on the grounds of expense or otherwise the Committee shall decide upon the dissolution of the Charity, a resolution to dissolve shall be considered by an Extraordinary General Meeting called at, not less than 14 days' notice to members for that purpose.
- 11.2. The Charity shall be dissolved only by a majority of two-thirds of members present and voting at such Meeting.
- 11.3. Following a decision to dissolve, the assets of the Charity shall, following satisfaction of all debts and liabilities, be transferred to one or more charitable associations having objects similar or related to those of the Charity, as determined by simple majority at such Meetings.

12. INDEMNITY

The Charity shall indemnify and keep indemnified every officer, member and volunteer of the Charity from and against all claims, demands, actions and proceedings (and all costs and expenses in connection therewith or arising therefrom) made or brought against the Charity in connection with its activities, the actions of its officers, members or volunteers, or in connection with its property and equipment EXCEPT THAT this indemnity shall not extend to liabilities arising from wilful and individual fraud, wrongdoing, or wrongful omission on the part of the member sought to be made liable. The Treasurer shall effect a policy of insurance in respect of this indemnity.