

Do we need a Constitution?

A constitution is a legal document setting out what your group does, its aims and how it intends to achieve them, how decisions are made, and who the group is accountable to.

When many groups first form, they bring people together informally to share an activity or an interest. At this point most won't have a formal constitution. But as soon as the group starts handling money or property, or trying to raise money either as loans or as grants, a formal statement of decision making practice, responsibilities and rules for those participating in the group's activities is necessary.

Without a constitution groups are unlikely to be able to access any kind of public or charitable funding. As well as this, constitutions map out the structure of a group, enabling it to grow and develop within a well-defined framework that makes sure it continues to do what it set out to do. For fundraising purposes a constitution demonstrates there is a structure and decision-making process in place to make sure any money raised by or given to the group can be accounted for and is used for the purposes it was given.

No two constitutions are exactly the same, but they all give the same essential information:

- the name of the organisation
- its objects - the organisation's overarching objectives, not what the organisation will do on a daily basis
- its powers - how the organisation will do those things
- its areas of benefit - who the organisation serves
- procedures for running the organisation - how the management board will run it and what arrangements there are for meetings, voting, managing money etc.
- dissolution - instructions on what happens if the organisation stops operating.

You don't have to be a legal genius to write a constitution, but being familiar with other constitutions is useful. Once you have decided on the type of legal structure appropriate to your group, talking to other groups with similar structures and people who've been through the process before can be a great help.

Essentially you have three options:

- adopting a model constitution
- adapting an existing constitution from a similar type of organisation
- writing one from scratch

An Example of a Constitution

XXXXXXXXXXXXXXXXXXXXX Drama Group Constitution

1. NAME

The Group will be called "XXXXXXXXXXXXXXXXXXXXX".

2. Object

The object of the Group shall be to encourage and provide opportunity for the enjoyment of the Dramatic Arts.

3. MEMBERSHIP

Membership shall be open to any person interested in the object of the Group. Provided that the Management Committee shall have the power to restrict the entry of new members and the continuation of membership as they may consider necessary or desirable from time to time in the interests of the Group.

4. FINANCIAL YEAR

The Financial Year of the Group shall be the calendar year as from XXXXXXXX to XXXXXXXXXX.

5. ANNUAL SUBSCRIPTION

5.1 The 'Membership year' will run from XXXXXXXX to XXXXXXXXXX.

5.2 The Annual Subscription to the Group will be that which is determined by the Management Committee/Membership at the Annual General Meeting.

5.3 This Subscription will be payable on or before a date specified by the Management Committee. New members in their first year will be charged an equivalent rate based on the number of months of membership in that year, all subsequent years will be at the full annual rate.

5.4 Failure to pay said subscription or to resign on or before this date will result in arrears accruing, these being added to the following years subscription.

5.5 Non payment will also result in the said member not being considered for any Committee, Administrative or Theatre related post within the Group.

6. MANAGEMENT COMMITTEE

6.1 The affairs of the group shall be directed by a Management Committee consisting of the following Officers:-

Chairman, Vice Chairman, Honorary Secretary, Honorary Treasurer, plus 5 other members of the Group. These being those members elected to the following posts:-

- Membership Secretary
- Play Selection Committee Chairman
- Press & Publicity Committee Chairman
- Property Manager
- Social Secretary

The members of the Management Committee shall be elected for a nominal three year term, and at each subsequent AGM at least 4 of the members and not more than 5 of the members, shall resign, and 2 of those resigning shall be Officers. The resignations shall be rotated in such a way that each post shall be eligible for election at least once in a three-year period. Those members resigning shall be identified in the notice calling the AGM. The retiring members may stand for re-election providing they continue to meet the criteria for election to the Management Committee.

6.2 The signatories of Group cheques will be any two from the five officers of the Group, with the exception that only one member of any household can become an authorised signatory in any one financial year. In addition the Officers shall have the right to appoint by majority vote one additional signatory in any one financial year from the ordinary committee members to facilitate ease of access to signatories where not all of the Officers can become signatories.

6.3 The Management Committee may from time to time, fill any Casual vacancy within its body, and in the case of need, co-opt other members to assist them.

6.4 Meetings of the Management Committee shall be called as deemed necessary by the Chairman or Honorary Secretary or on a motion by two of its members. Seven days notice shall be given in writing, by the Honorary Secretary, except in the case of urgency when a minimum of 24 hours notice may be given to all members of the Committee.

6.5 The quorum for such meetings of the Management Committee shall be 50% + 1 of the elected members and must include 2 Officers. The Chair at these meetings will be taken by the Chairman. In the absence of the Chairman then the Vice Chairman, in the absence of both then the Chair shall be taken by another Officer. Minutes shall be taken at all such meetings.

6.6 In the absence of a unanimous agreement being reached then decisions will be by vote with a simple majority needed. The Chairman shall have the casting vote.

6.7 No item of business shall be carried forward more than three meetings without a vote being taken unless exceptional circumstances prevail.

6.8 The Management Committee shall be responsible to the Group for all Productions and organised activities. It shall, however, have the authority to delegate its responsibilities to other nominated and elected posts.

6.9 The Management Committee shall be responsible to the Group for the appointment of Directors, and except where employed by the group for the purpose of directing the production, the Director will be an ex-officio non-voting member of the Management Committee during the period of his or her production. If the director is employed for the purpose of directing, then he or she shall be answerable to the Management Committee for their work. They may be asked to attend Management Committee meetings for the purpose of reporting on the production.

6.10 Any member having business before the Management Committee shall have the right to address the committee after a decision has been taken.

6.11 The Management Committee may from time to time set up Sub committees to consider specific items of business. All such committees will have an appointed Chairman who will be responsible for arranging and control of all meetings held by that committee and for the appointment of a Secretary to take minutes of such meetings.

7. ANNUAL GENERAL MEETINGS

7.1 The Annual General Meeting shall take place within sixteen weeks of the end of the financial year at a time and place to be determined by the Management Committee.

7.2 A minimum of 14 days notice, in writing, shall be sent by the Honorary Secretary to every member of the Group to their accustomed address as recorded by the Membership Secretary. This notice shall specify the business to be transacted at the meeting.

7.3 The business at these meetings shall include the following:-

- Consideration of the Management Committee Report.
- Consideration of the Statement of Accounts for the preceding year.
- Consideration of the Management Committee Members' Reports.
- Election of Officers and Members of the Management Committee.
- Appointment of an honorary Auditor or Examiner for the ensuing year.

7.4 Ten members of the Group, including 3 Management Committee members, shall form a quorum at such meetings and minutes shall be recorded.

7.5 Voting at general meetings shall be by ballot unless otherwise decided by those members present and a simple majority shall decide any issue other than as laid down in Rule 9 (Alteration of Rules).

8. EXTRAORDINARY GENERAL MEETING

8.1 The Management Committee may call an Extraordinary General Meeting of the members when a question of urgent importance arises, and shall be bound to do so within seven days of the receipt, by the Honorary Secretary, of a written request setting out the proposed resolutions and signed by not less than 10 members.

8.2 The notice of the meeting shall be dispatched to all members as laid down in Rule 7.2 at least seven days before the date of the proposed meeting. This notice shall contain a copy of the resolutions to be moved and no other business shall be transacted at this meeting.

8.3 The quorum shall be the same as the Annual General Meeting and minutes shall be recorded.

8.4 Voting at such meeting to be the same as in Rule 7.5.

9. ALTERATION OF RULES

No Rule of the Group shall be repealed or altered and no new Rule made save by a two thirds majority of the members present and voting at the Annual General Meeting. Notice of the intention to propose any new rule or alteration shall be given to the Honorary Secretary, in writing, not later than the end of the financial year. Such notice to be communicated to the members along with the notice convening the meeting.

10. DISSOLUTION OF THE GROUP

In the event of the Group being dissolved, any funds, monies or assets standing to the credit of the Group shall be disposed of as the Management Committee may determine. Subject to the approval of the Group members at an Annual General Meeting. Voting to be by a simple majority.