

Scottish Community Drama Association
Constitution as adopted 9th February 2019

A Name

- A 1. The Association shall be named "Scottish Community Drama Association" hereafter referred to as "the Association".

B Objects

- B 1. The objects of the Association shall be the encouragement and development of Drama in Scotland. The Association seeks to bind together amateur drama groups throughout the country. The Association shall by, advice, promotion, publicity, festivals of Community Drama, lectures, conferences and any other suitable means, endeavour to increase interest in Drama.

C Membership

- C 1. Membership of the Association shall be open to Clubs, Societies and Individuals who approve the objects of the Association and who make such annual or other subscriptions to its funds as shall from time to time be determined by the National Committee of the Association.
- C 2. The Association is committed to a policy of equality of opportunity – a copy of the Association's current Policy is available at the Association Office.
- C 3. The National Committee of the Association shall have the right to refuse membership of the Association without assigning any reason.
- C 4. A copy of the Constitution shall be provided on request. Copies shall be available at Headquarters and from Divisional Secretaries.

D General Organisation

- D 1. For the purposes of the Association, Scotland shall be divided into Four Divisions, currently named 'Eastern, Highland, Northern and Western', or such other number of Divisions as the National Committee may determine.
- D 2. Each Division may be divided into such number of Districts as the Divisional Committee may from time to time decide; and the Divisional Committee shall also determine the boundaries of such Districts. A list of Districts in each Division shall be confirmed at the Annual General Meeting of the Association and the list of all Districts held at the Association Office.

D 3. The National Committee, Divisional Committees and District Committees shall have power to acquire by purchase, feu, lease or otherwise, heritable and other property to be used for the purpose of the Association, and to sell, let or otherwise dispose of such property. The title to any property shall -in the case of property held by the National Committee -be taken in the name of the Chairman, Vice-Chairmen, Secretary and Treasurer and their successors in the said respective offices, as Trustees for and on behalf of the Association, and -in the case of property held by Divisions or Districts-in the name of the Chairman Vice-Chairman, Secretary and Treasurer of such Division or District and their successors in the said respective offices and any deeds requiring to be granted or signed relating to such property or for any other purpose of the Association shall be so granted or signed by the holders for the time being of said offices, as Trustees aforesaid.

E National Committee

- E 1. The business of the Association shall be conducted by a National Committee consisting of [a] three representatives from each of the four Divisions [b] the Chairman [c] up to two Vice-Chairmen, [d] the National Treasurer, [e] The National Secretary, [f] the National Membership Secretary and [g] the immediate Past Chairman who shall serve for one year after demitting office. Each of the Divisional committees shall nominate a substitute representative should any of the named representatives be unable to attend the meeting.
- E 2. The National Committee shall have power to co-opt not more than three additional members.
- E 3. A vacancy on the National Committee caused by the retirement of a Divisional representative shall be filled by the appointment of a representative by that Division. If such retirement also causes a vacancy on the Executive (see E8), the filling of the latter vacancy shall be effected by the Division nominating a further representative of that Division to the National Committee.
- E 4. The National Committee shall elect a Chairman, up to two Vice-Chairmen, the Treasurer and the National Secretary.
- E 5. The National Committee shall appoint: -
- a) A National Membership Secretary;
 - b) such members of staff as they shall from time to time decide, and allocate their duties and responsibilities;
 - c) an Independent Examiner.
- E 6. The office-bearers and members of the National Committee, elected, appointed and co-opted, shall be appointed and shall retire annually, but shall be eligible

for re-appointment. The Chairman of the National Committee shall not normally hold office for more than four years.

- E 7. An Annual Meeting of the retiring and newly appointed National Committees shall be held not later than 31 December. At this meeting the retiring Committee shall formally demit office and hand over to the newly appointed Committee the appurtenances of the Association.
- E 8. At this Meeting, the newly appointed National Committee shall elect office bearers, consider the general policy of the Association for the ensuing year and shall appoint a Committee Executive.

The Committee Executive shall consist of the Chairman, Vice-Chairmen, the National Treasurer and the National Secretary and one representative from each Division.

The Committee Executive shall in all matters of whatever kind [other than changes in this Constitution] have the whole authority and powers of the National Committee. References to the exercise of powers and performances of duties by the National Committee, herein occurring shall [except as regards Section M] be construed as including reference to such exercise or performance by the Committee Executive. All the members of the National Committee shall receive copies of Minutes of the Committee Executive and reports from any other Committees appointed by the National Committee. It is in order for personal and or financial data to be redacted from these minutes at the discretion of the Executive.

- E 9. At meetings of the National Committee and its Committees not less than half of the total membership of the National Committee or of the appropriate Committee shall form a quorum.
- E 10. The National Committee shall have the power to elect an Honorary President, Honorary Vice-Presidents and to confer Honorary Life Membership
- E 11. The person occupying the chair at meetings of the National Committee or Committee Executive shall have both a deliberate and a casting vote.
- E 12. The National Committee shall ensure that all meetings are properly called, that minutes of proceedings are kept and that correspondence is dealt with.
- E 13. The Treasurer of the Association shall take charge of funds and make payments therefrom as authorised by the National Committee, and submit an Annual Account of all the intromissions, the account closing as at 30 June preceding. This Annual Account shall be presented to the Annual General Meeting of Members which will be held on or before 30 November in each year. This

Account shall be independently examined, according to current financial and charity accounting regulations.

- E 14. After approval by the National Committee copies of an Annual Report and an abstract of the Annual Account shall be available at Headquarters for all members of the Association, prior to the Annual General Meeting.
- E 15. The National Committee and Committee Executive shall have power to appoint Committees whose members may or may not be members of Committee, and with such powers as the National Committee and Committee Executive may determine.
- E 16. The Chairman of the National Committee shall, ex officio, be a member of all Committees.
- E 17. On the requisition, with reason stated, of the Chairman or the Committee Executive or of any seven members of the National Committee or of 30 Members of the Association, an Extraordinary ad hoc meeting of the National Committee shall be called forthwith.
- E 18. Necessary travelling and other expenses incurred by members of the National Committee on the business of the Association. The National Executive will be responsible for determining the expenses policy.
- E 19. The National Committee shall determine and publish Rules and Conditions regulating Festivals organised by the Association.
- E 20. The National Committee shall prepare Standing Orders for the conduct of all meetings.
- E 21. The National membership secretary shall keep a roll of members of the association and shall regularly update divisional membership secretaries. The national membership secretary shall be responsible for the collection of all subscriptions.

F General Meetings of the Association

- F 1. An Annual General Meeting of the members of the Association shall be held each year on or before 30 November at which the Annual Report and Financial Statement shall be presented for adoption.
- F 2. Other General Meetings of the Association may be convened at any time and place decided by the National Committee.
- F 3. On the requisition, with reason stated, of sixty members of the Association a General Meeting shall be convened by the chairman of the National Committee within six weeks of receipt of the requisition at the office of the Association.

Notices calling such a General Meeting and containing intimation of the business for discussion shall be sent to members not less than fourteen days prior to the dates of the meeting.

- F 4. A quorum shall consist of twenty members of the Association present at all General Meetings.
- F 5. In the absence of the Chairman and Vice/Chairman of the National Committee, General Meetings shall elect a Chairman from the other members of the National Committee present.
- F 6. General Meetings shall have power to pass resolutions which shall be considered by the National Committee at its next following meeting and the Committee shall, if necessary, seek the views of the Divisional and District Committees.
- F 7. Each individual member of the Association shall have one vote at General Meetings of the Association. Clubs may have two voting representatives each at such meetings. The votes of the Clubs shall be exercised by representatives duly appointed for the purpose and bearing written authority from the Club.
- F 8. On a poll on any issue, other than under Section L2 of this Constitution, votes may be given either personally or by proxy. The instrument appointing a proxy shall, in the case of a Club, be signed by the Secretary thereof; and in the case of an Individual Member, be signed by that Member. A proxy must be an Individual Member of the Association or a duly authorised representative of a Member Club. The instrument appointing a proxy [in the form appended to this Constitution] shall be deposited at the office of the Association not less than seventy-two hours before the time for holding the meeting at which the person named in the instrument proposes to vote, and in default the instrument of proxy shall be treated as not valid.

G Divisional Committees

- G 1. The business of each Division shall be conducted by a Divisional Committee consisting of
- [a] A Chairman, up to two Vice-Chairmen, a Secretary, and a Treasurer elected at the Divisional Annual General Meeting. The Chairman shall not normally hold office for more than four years. The offices of Secretary and Treasurer may be held by the same person.
 - [b] Representatives from each District within the Division, elected at the District Annual General Meeting. The number of representatives to be elected by each District shall be determined by the appropriate Divisional Committee.
 - [c] If deemed appropriate by the Divisional Committee, a Festivals Organiser and a Membership Secretary may be elected at the Divisional Annual General Meeting.
 - [d] The Chairman of the National Committee ex officio.
- G 2. Each Divisional Committee shall be responsible for promoting the objects of the Association within its Division.
- G 3. A Divisional Committee shall have power to co-opt not more than three additional members
- G 4. A Divisional Committee shall determine how many of its members shall form a quorum, having due regard to the number of their elected members.
- G 5. The Officer Bearers and Members of a Divisional Committee shall be appointed and shall retire annually.
- G 6. A Divisional Committee shall appoint three representatives plus a substitute to the National Committee. Should any of the named representatives be unable to attend any of the National Committee meetings the substitute representative should attend.
- G 7. A vacancy on a Divisional Committee of a District representative shall be filled by the appointment of a representative by that District.
- G 8. A Divisional Committee shall have power to elect an Honorary President and / or Honorary Vice-Presidents of that Division.
- G 9. The Chairman of a Divisional Committee shall have both a deliberate and a casting vote.

- G 10. The Divisional Secretary shall keep minutes of the proceedings of the meetings of the Committee, shall call all such meetings, shall conduct the ordinary correspondence and shall submit to the Divisional Committee a report on each year's activities.
- G 11. The Treasurer shall take charge of funds and make payments therefrom under the direction of the Divisional Committee, to whom shall be submitted an Annual Account of all the intromissions in a form approved by the National Committee; the Account being closed as at 30 June in each year. A copy of the Annual Account shall be sent to the office of the Association for information by a date determined by the National Executive. This Account shall be independently examined, according to current financial and charity accounting regulations.
- G 12. At each Divisional Committee Meeting a report of relevant business at any meetings of the National Committee that have been held since the previous Divisional Committee meetings shall be presented by the Divisional representatives.
- G 13. A Divisional Committee shall have power to appoint sub-committees with such powers as that Divisional Committee may delegate.
- G 14. On the requisition of the Chairman of a Divisional Committee or of twenty members of the Association in that Division, the Secretary of that Divisional Committee shall forthwith call an Extraordinary ad hoc meeting of the Committee.
- G 15. Necessary travelling and other expenses by members of a Divisional Committee on the business of the Association may be defrayed from the funds of that Division in line with the policy set out by the National Executive (See E18).
- G 16. On all matters of policy affecting the Association Divisional Committees shall be bound by the decisions of the National Committee and shall be responsible to it.
- G 17. It shall be competent for a Divisional Committee to appoint certain of their number, not exceeding three, to act with the Chairman, Vice-Chairmen, Secretary and Treasurer, in routine matters of administration on behalf of the Division and also to deal with matters of an urgent nature when the whole Divisional Committee cannot conveniently or timeously be summoned. Such Committee shall be called the Divisional Executive Committee and shall have, in matters properly dealt with by it, the whole authority and power of the Divisional Committee.
- G 18. Divisional Committees shall retain and allocate to its General Revenue Account all monies from any sources within their respective Divisions, excepting [a] profits or donations accruing to the Association generally, [b] profits from

activities organised by, or on behalf of, the National Committee, [c] profits from activities organised independently by District Committees, and [d] monies held in trust for Districts.

G 19. All monies and other assets held by the Divisional Committees are held by them in trust for the general purpose of the Association. Expenditure by the Divisional Committees shall be limited to purposes required for the development of the work of the Association in the Divisions as defined by the Constitution, excepting any monies which are held in trust for specific purposes.

G 20. In the event of a Division ceasing to exist all monies, assets and properties of the District shall transfer to the National Committee.

H Divisional General Meetings

H 1. An Annual General Meeting of the members of the Association in each Division shall be held on or before 31 October in each year for the purpose of receiving the report and adopting the accounts of that Division; of electing the office-bearers of the Divisional Committee for the ensuing year. This meeting shall also appoint an independent examiner.

H 2. Other Divisional General Meetings may be convened by the Divisional Committee.

H 3. On the requisition of thirty members of the Association registered within any Division a General Meeting of that Division shall be convened by the Chairman of the Divisional Committee within thirty days of the receipt of the requisition by the Secretary of the Divisional Committee.

H 4. Notices calling such a meeting and containing intimation of the business for discussion shall be sent to the members not less than eight days prior to the date of the meeting.

H 5. The quorum at such meetings shall be ten Members of the Association in that Division present at all General Meetings.

H 6. In the absence of the Chairman and the Vice-Chairmen of the Divisional Committee, the meeting shall elect a Chairman from the other members of the Divisional Committee present.

H 7. Each Individual Member of the Association shall have one vote at General Meetings of the Division in which he or she is registered. Clubs shall have two votes each at such meetings. The votes of Clubs shall be exercised by representatives duly appointed for the purpose, and bearing written authority from the Club.

H 8. On a poll at any Divisional General Meeting votes may be given either personally or by proxy. The instrument appointing a proxy shall, in the case of a Club, be signed by the Secretary thereof, and in the case of an Individual Member, be signed by that member. A proxy must be an Individual Member of the Association or a duly authorised representative of a member club. The instrument appointing a proxy [in the form appended to this Constitution] shall be deposited at the office of the Divisional Secretary not less than seventy-two hours before the time for holding the meeting at which the person named in the instrument proposes to vote and in default the instrument of proxy shall be treated as not valid.

J District Committees

J 1. The business of each District shall be conducted by a District Committee, consisting of:

[a] A Chairman, up to two Vice-Chairmen, a Secretary and a Treasurer, with as many members as the District General Meeting shall decide are desirable, having regard to the number of Club and Individual Members within the District. The Chairman shall not normally hold office for more than four years. Any one person may hold two positions, but has only one vote. Only in exceptional circumstances will the Chairman hold more than one post. The Chairman will in these circumstances retain a casting vote.

[b] The Chairman and the Secretary of the Committee of the Division in which the District is situated, *ex officio*.

[c] The Chairman of the National Committee of the Association, *ex officio*.

J 2. Each District Committee shall be responsible for promoting the objects of the Association within its District.

J 3. A District Committee shall have powers to co-opt up to three additional members,

J 4. A District Committee shall have power to appoint an Honorary President and/or Honorary Vice-Presidents.

J 5. A District Committee shall determine how many of its members shall form a quorum, having due regard to the number of their elected members.

J 6. The Office Bearers and members of a District Committee shall be appointed and shall retire annually.

J 7. A District Committee shall appoint representatives to a Divisional Committee. (See G1b)

- J 8. The Chairman of a District Committee Meeting shall have both a deliberate and a casting vote.
- J 9. At each District Committee Meeting a report of relevant business at any meetings of the Divisional and National Committees that have been held since the previous District Committee Meeting shall be presented by the District representatives.
- J 10. On all matters of policy affecting the Association, District Committees shall be bound by the decisions of the National Committee and shall be responsible to it.
- J 11. The Treasurer of a District Committee shall take charge of funds within that District and make payments therefrom under the direction of the District Committee to whom be submitted an Annual Account of all the intromissions in a form determined by the National Committee, the Account being closed as at 30 June each year. A copy shall be sent to the Treasurer of the Division by a date determined by the National Executive. This Account shall be independently examined, according to current financial and charity accounting regulations.
- J 12. District Committees shall credit in a District Revenue Account [a] any proportion of Festival surplus allocated to them by the Divisional Committee, [b] any profits from activities organised independently by the District Committee, and, [c] monies from any other sources within their respective Districts excepting [i] profits or donations accruing to the Association generally, or, [ii] profits from activities organised by, or, on behalf of, the National Committee, or, the Divisional Committee, [iii] monies held in trust.
- J 13. Any funds in the hands of a District Committee may be expended only for the development of Community Drama in that District.
- J 14. All monies and other assets held by the District Committees are held by them in trust for the general purpose of the Association. Expenditure by the District Committees shall be limited to purposes required for the development of the work of the Association in the Districts as defined by the Constitution, excepting any monies which are held in trust for specific purposes.
- J 15. In the event of a District ceasing to exist all monies, assets and properties of the District shall transfer to the appropriate Divisional Committee.

K District General Meetings

- K 1. An Annual General Meeting of the Members of the Association in each District shall be held on or before 30 September each year for the purpose of receiving

the report and adopting the accounts of the District; of electing the District Committee for the ensuing year. This meeting shall also appoint an independent examiner.

- K 2. Other District General Meetings may be convened by the District Committee.
- K 3. On the requisition of ten members of the Association registered within any District a General Meeting of that District shall be convened by the Chairman of the District Committee within thirty days of the receipt of the requisition by the Secretary of the District Committee.
- K 4. Notices calling such a meeting and containing intimation of the business for discussion shall be sent to the members not less than eight days prior to the date of the meeting.
- K 5. The quorum at such a meeting shall be five Members of the Association in that District present at all General Meetings.
- K 6. In the absence of the Chairman and Vice-Chairmen of the District Committee the meeting shall elect a Chairman from the other members of the District Committee concerned.
- K 7. Each Individual Member of the Association shall have one vote at General Meetings of the District in which he or she is registered. Clubs shall have two votes each at such meetings. The votes of Clubs shall be exercised by representatives duly appointed for the purpose and bearing written authority from the Club.
- K 8. On a poll at any District General meeting, votes may be given either personally or by proxy. The instrument appointing a proxy shall, in the case of a Club, be signed by the Secretary thereof and in the case of an Individual Member, be signed by that member. A proxy must be an Individual Member of the Association or a duly authorised representative of a member club. The instrument appointing a proxy [in the form appended to this Constitution] shall be deposited at the office of the Secretary of the District Committee not less than seventy-two hours before the time for holding the meeting at which the person named in the instrument proposes to vote and in default the instrument shall be treated as not valid.

L Trophies

- L 1. Any District or Division proposing to accept any trophy in connection with the work of the Association shall abide by the guidance currently laid down by the National Committee.

L 2. All trophies shall, on acceptance, become the property of the Association.

M Amendment of Constitution

M 1. All proposals for alterations and/or additions to the Constitution shall be intimated in writing to the office of the Association. A note of such proposals, together with the notice calling the Meeting of the National Committee at which such proposals shall be considered, shall be sent to members of the Committee at least fourteen days before the date of such meeting. After consideration at that meeting, the proposals shall be put on the Agenda of the next following General Meeting of the Association.

M 2. Any such alterations and/or additions to the Constitution shall be made only at a General Meeting of Members of the Association. Any such alterations and/or additions must be approved by at least two-thirds of the members present at the meeting

FORM OF PROXY FOR VOTING AT GENERAL MEETINGS [Constitution H8, I8, J8]

I,
.....
Secretary of the Club
affiliated to, or an Individual Member of, the S.C.D.A. [as the case may be]
hereby appoint:
.....
..... of
.....as my
proxy, to vote for me and on my behalf at the Ordinary, or Extraordinary [as the
case may be] General Meeting of the
.....
Association, Division or District [as the case may be] to be held on theday of
.....20and at any adjournment thereof.

Signed

This day of20.....