

# Whitehaven & District Amateur Operatic Society



## The Constitution

Last Amended 2025

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## GLOSSARY

The following are terms used throughout this document and their explanation.

**Society** – Whitehaven and District Amateur Operatic Society.

**Officers** – Committee Members who hold titles, Chair, Vice Chair, Hon Secretary, Hon Treasurer.

**Committee** – Elected committee of up to 12 members.

**Member (Adult/Junior)** – Any individual who has paid their annual subscriptions for that financial year.

**Annual General Meeting (AGM)** – the Annual Meeting held for all society members to elect their committee, and deal with other issues.

**Constitution** – document stating rules of Society.

**Code of Conduct** – specific set of rehearsals relating to expectations of member behaviour.

**Sub Committee** – a group of individuals to run aspects of the society with the permission of the committee, one member should be a committee member.

**Extraordinary General Meeting (EGM)** – a meeting of the whole society to discuss emergency matters.

**Production Team** – the Sub Committee made up of the relevant individuals who are responsible for the production of a show, i.e. Director, Musical Director, Choreographer.

**Trustees** – Individuals who holds the responsibility for the charity, ensuring it operates within its charitable purposes, and complies with legal requirements.

## ARTICLES OF THE CONSTITUTION

### 1. Society Name

- 1.1 The Society shall be called Whitehaven and District Amateur Operatic Society (WADAOS).

### 2. Object(s)

- 2.1 The objects of the Society are to promote, improve, develop and maintain public education in, and the appreciation of musical theatre and drama, by the presentation of public performances and concerts, as decided by the Committee.

### 3. Address

- 3.1 The postal address of the Society shall be that of the Hon. Secretary for the time being or such other addresses as may be decided by the Committee.

### 4. Income

- 4.1 The income and property of the Society shall be applied solely towards the promotion of the objects of the Society. No promotion shall be paid directly or indirectly by way of dividend, bonus or payment of a professional fee to any member of the Society appearing as an artist in its productions or concerts.

### 5. Membership

- 5.1 Adult Membership of the Society shall be open to any person aged sixteen or over. NEEDS REVISITED.
- 5.2 Junior membership shall be available to those under the age of sixteen. Junior members shall not be eligible to vote at any Annual General Meeting.

### 6. Safeguarding

- 6.1 The society shall maintain an updated safeguarding policies that shall be adhered to by all members of the Society. The Committee shall be responsible for appointing Safeguarding Officer(s) to implement and maintain the Safeguarding Policies and ensure best practice. Any Member who is thought to be in breach of the Safeguarding Policies will be suspended immediately and an investigation carried out by the Safeguarding Officer(s) – see section 10.

### 7. Honorary Life Members

- 7.1 The Committee may nominate and recommend the election of Honorary Life Members who must be elected on such terms as the members of the Society may decide at an Annual General Meeting.

## **8. Code of Conduct**

- 8.1 All members shall accept the Constitution of the Society and adhere to the WADAOS Code of Conduct, or additional rules presented by the Production Team.

## **9. Complaints**

- 9.1 The Committee, in the event of any serious complaints, will investigate the circumstances and may take any appropriate action, up to and including, suspension, or expulsion from the Society. All complaints will follow the Complaints Policy as agreed by the Committee. The decision and reason will be communicated to the Member(s) concerned. The decision of the Committee will be final.

## **10. Membership List**

- 10.1 The Committee shall be responsible for the maintenance of a current list of all members of the Society. All information shall be stored securely in accordance with General Data Protection Regulation (GDPR).

## **11. Subscriptions**

- 11.1 The Annual subscription of members shall be confirmed at the Annual General Meeting.
- 11.2 All subscriptions shall become due on June 1st (the start of our financial year)
- 11.3 To be eligible to Vote or Stand for Election to the Committee, a members subscriptions must be paid by the AGM.
- 11.4 All subscriptions and productions fees must be paid to the treasurer in full by the dress rehearsal.
- 11.5 Production fees will be set by the Committee for each production and members informed.
- 11.6 All subscriptions and production fees should be paid to the treasurer or nominated person.

## **12. Management**

- 12.1 The management of the Society's affairs shall be entrusted to the Executive Committee.
- 12.2 The Position of President shall be ex-officio.
- 12.3 The Executive Committee shall consist of:  
**Chair**  
**Two Vice Chair**  
**Hon. Treasurer**  
**Hon. Secretary**
- 12.4 Up to ten Ordinary Members shall be elected at the Annual General Meeting to also serve on the Committee, plus any member(s) co-opted by the Committee. Co-opted members shall not have the right to vote.
- 12.5 All Officers and Members of the Committee shall hold office for one year and shall be eligible for re-election or co-option the following year.
- 12.6 Five members of the Committee shall constitute a quorum. At least one member should be on the Executive Committee.
- 12.7 The Committee may appoint Sub-Committees within defined limits. At least one member of the Sub-Committee must be a member of the Committee.

### **13. Trustees**

- 13.1 At least 3 Trustees should be registered on the Charities Commission website.
- 13.2 These Trustees will be responsible for the charity, ensuring it operates within its charitable purposes, and complies with legal requirements.
- 13.3 Trustees will be made up of individuals from the committee who wish to take a Trustee Role.
- 13.4 Preferably no more than 1 trustees should be members of the Executive Committee. More can be considered if there are more than 3 Trustees.
- 13.5 Trustees will be appointed at the first Committee Meeting after the AGM.
- 13.6 The Committee reserves the right to request a Trustee to stand down from the Society if there are concerns about their representation of the Society.

### **14 Annual General Meeting**

- 14.1 The Annual General Meeting shall be held in July.
- 14.2 Only eligible members can vote or stand to be elected onto the committee.
- 14.3 Any member proposing any addition or alteration to the Constitution of the Society shall send notice to the Hon. Secretary.
- 14.4 Each member eligible to vote shall have one vote. There shall be no voting by proxy. No person may vote in more than one capacity.
- 14.5 All resolutions brought forward at the Annual General Meeting shall be decided by a simple majority. The Chair shall have the casting vote.
- 14.6 The names of candidates for position on the Committee shall be proposed and seconded at the Annual General Meeting. If more names are proposed and seconded than the number required to fill the vacancies and sufficient names are not withdrawn, the election shall be by secret ballot.
- 14.7 A notice of the Annual General Meeting and of any proposals to elect a Life-Member shall be sent at least 14 days prior to the day fixed for such a meeting.

### **15. Finance**

- 15.1 The financial year shall run from 1st June to 31st May following, inclusive.
- 15.2 Bank accounts shall be opened and maintained by the Executive Committee. Society signatories to be any two of – Chair, Treasurer, Secretary. Sub-committees designated by the Committee may be authorised to open and maintain banking accounts, subject to two agreed signatories.
- 15.3 The Executive Committee shall prepare and present to the Annual General Meeting a Balance Sheet showing the financial position of the Society as at 31st May together with income and expenditure account, for twelve months ending that day.
- 15.4 The Executive Committee shall be responsible for the Society's finances and shall be accountable to the Members of the Society.

### **16. Extraordinary General Meeting**

- 16.1 The Committee may, or at the written request of twelve or more members, call an Extraordinary General Meeting. The meeting must be held within twenty-one days of receipt of the request. The request must state the reason the meeting is desired. Fourteen days' notice of the meeting will be given to Members. No other business shall be transacted at such meeting.

## **17. Emergency Powers**

17.1 In the case of emergency, the Chair and Secretary shall have full powers to act. Under authority of the Chair or Secretary, Executive Committee Members can act in the best interests of the Society.

## **18. Quorum**

18.1 No formal business can be executed at a Meeting unless a quorum is present.

## **19. Production Team Responsibilities**

19.1 The Committee will appoint a Production Team as required; this will be a formal sub committee.

19.2 The cast for any production will be selected by the Production Team. The cast will be duly ratified by the Committee before publication.

19.3 The Production Team shall control all Rehearsals. The Stage Manager is responsible for the control of all stage productions.

## **20. Monies**

20.1 All monies due and owing to the Society shall be recoverable by law in the name of the Secretary.

## **21. Committee Meetings**

21.1 The first meeting of the Committee shall be called by the Secretary within twenty-one days after the Annual General Meeting. The business shall ratify the sub-committees (this does not include the Production Team for any shows in rehearsal). All subsequent meetings of the Committee shall be called Monthly by the Secretary where possible.

## **21. Dissolving the Society**

22.1 The Society shall only be dissolved by resolution passed by a majority of at least five sixths, or the members present and eligible to vote at an Extraordinary General Meeting called for the purpose of considering such dissolution. In the event of dissolution any balance of cash remaining in hand after the realisation of assets and payments of debts shall not be distributed among the members of the Society but shall be plied for such charitable institutions having objects similar to the objects of the Society, as the Executive Committee with the consent of the meeting shall determine.

## **23. Committee Powers**

23.1 The Committee shall have the power to make decision as per the constitution, all other matters connected with the Society (except those which can only be dealt with by the Society at an Annual General Meeting) and make, maintain, and publish all necessary rules.

23.2 No alteration to this constitution can be made except at an Annual or Extraordinary General Meeting. Twenty-one days written notice must be given of the proposed alteration and shall be given to the Secretary, who shall give fourteen days' notice to members. Amendments must be agreed by at least two thirds of Members eligible to vote at the Meeting.