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The Constitution

Adopted on theday of20.....

A) Name

The Name of the charity is **Centrestage Productions Youth Theatre**, herein after referred to as **CPYT**.

B) Administration

Subject to the matters set out below CPYT and its property, owned or held by lease, and assets shall be administered and managed by the Executive Committee, herein after referred to as “The Organising Team”, constituted as set out below in this constitution.

C) Objectives

The principle objectives of CPYT are to help and educate young people through their leisure time activities, in particular through the promotion of the arts, so as to develop their physical, mental and spiritual capacities. That they may grow to full maturity as individuals and members of society and that their conditions of life may be improved.

D) Powers

In furtherance of the objects but not otherwise The Organising Team may exercise the following powers:

- (i) Power to raise funds and to invite and receive contributions provided that in raising funds The Organising Team shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;
- (ii) Power to buy, take on lease or in exchange any property necessary for the achievement and to maintain and equip it for use;
- (iii) Power sell, lease or otherwise dispose of all or any part of the property belonging to the charity. In exercising this power, the trustees must comply as appropriate with sections 117 - 122 of the Charities Act 2011;
- (iv) Power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes and to exchange information and advice with them;
- (v) Power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects;
- (vi) Power to appoint and constitute such advisory committees as the executive committee may think fit;
- (vii) Power to do all such other lawful things as are necessary for the achievement of the objects;

E) Membership

- (1) Membership of the CPYT shall be open to all, defined as below, who are able to make an active contribution of value and help meet the objects of CPYT’s activities.
- (2) Prospective new members may be called upon to satisfy, by audition and interview,
- (3) The Organising Team, or its appointed representatives, of their ability to take a fruitful part in CPYT’s activities. The Organising Team has the right to reject membership as a result of these auditions, or, if after a period of three months, the new member proves unsuitable. Provided that the individual concerned or an appointed representative of the member shall have the right to be heard by The Organising Team, accompanied by a friend, before a final decision is made.

The CPYT’s Members shall include:-

- (i) Full members aged between 18 and 21 and who shall be eligible to take part in the cast of any production, who shall have full voting rights and who pay a membership fee as determined by The Organising Team.
- (ii) Full members aged 18 and over who would support the cast in any function and who shall have full voting rights and who pay a membership fee as determined by The Organising Team.
- (iii) Junior Members aged under18 who shall be eligible to take part in the cast of suitable productions, and who pay a membership fee as determined by The Organising Team, but shall have no voting rights.
- (iv) Patrons who shall be enrolled by The Organising Team and who shall have the same rights as Full Members, who pay a membership fee as determined by The Organising team.
- (v) Honorary Patrons: people who have given assistance to CPYT may be offered Honorary Patronage by The Organising Team and will not be required to pay a membership fee. Who will have full voting rights.
- (vi) Parents/Guardians of all Members who are prepared to offer assistance to CPYT in achieving its objectives. Who shall have the same rights as Full Members, who pay a membership fee as determined by The Organising Team.
- (vii) The President.

F) Honorary Officers

At the annual general meeting of CPYT the members shall elect from amongst themselves a chair, a vice chair, a secretary and a treasurer, who shall hold office from the conclusion of that meeting.

G) Executive Committee

- (1) The affairs of CPYT shall be managed by an Executive Committee referred to as “The Organising Team” and shall consist of a minimum of 3 and a maximum of 15 team full members being:
 - (a) The honorary officers as specified in the preceding clause;
 - (b) Not less than 3 and not more than 11 members elected at the annual general meeting who shall hold office from the conclusion of that meeting;
- (2) The Organising Team may in addition appoint not more than 5 co-opted members but so that no-one may be appointed as co-opted member if, as a result, more than one third of the members of The Organising Team would be co-opted members. Each appointment of a co-opted member shall be made a special meeting of The Organising Team called under clause 1 and shall take effect from the end of that meeting unless the appointment is to fill a place that which has not then be vacated in which case the appointment shall run from the date when the post became vacant.
- (3) All the members of the Organising Team shall retire from office together at the end of the Annual General meeting next after the date on which they came into office, but they may be re-elected or re-appointed.
- (4) The proceedings of the Organising Team shall not be invalidated by any vacancy their number or by failure to appoint or any defect in the appointment or qualification of a member.
- (5) Nobody shall be appointed as a member of the Organising Team who is under 18 or who would be appointed be disqualified under the provisions of the following clause.
- (6) No person shall be entitled to act as a member of the Organising Team whether on a first or subsequent entry into office until after signing in the minute record of the Organising Team a declaration of acceptance and of willingness to act in the trust of the charity.

H) Determination of Membership to the Organising Team

A Member of the Organising Team shall cease to hold office if he or she:

- (1) Is disqualified from acting as a member by virtue of section 45 of the Charities Act 1992 (or)any statutory re-enactment or modification of that provision)
- (2) Becomes incapable by reason of mental disorder, illness or injury of managing and administrating his or her own affairs.
- (3) Is absent without the permission of the Organising Team from all meetings held within a period of six months and the Organising Team resolve that his or her office is vacant.
- (4) Notifies to the Organising Team a wish to resign (but only if at least three members of the Organising Team will remain in office when the notice of resignation is to take effect)
- (5) If any member fails in their duties or whose conduct is likely to have a detrimental effect on the standing of CPYT in the community they can, subject to an EGM, have their membership of CPYT withdrawn.

I) Organising Team members not to be personally interested

No member of the Organising Team shall acquire any interest in property belonging to CPYT (otherwise that as a member of the organising Team) or receive remuneration or be interested (otherwise that as a member of the organising Team) in any contract entered into by the organising Team.

J) Meetings and proceedings of the Organising Team

- (1) The Organising team shall meet at least 9 times a year. A special meeting may be called at any time by the chair or by any two members of the Organising Team upon not less than 4 days notice being given to the other members of the Organising team of them matters to be discussed but if the matters must include an appointment of a co-opted member then not less than 21 days notice must be given.
- (2) The chair shall act as chair at meetings of The Organising Team. If the chair and vice-chair are absent from any meeting, the members present of The Organising Team shall choose one of their number to be chair of the meeting before any other business is transacted.
- (3) At a meeting 1/3rds of members including two officers shall constitute a quorum for the transaction of business.
- (4) Every matter shall be determined by a majority of votes of the members of The Organising Team present and voting on the question but in the case of equality of votes the chair of the meeting shall have a second or casting vote.
- (5) The Organising Team shall keep minutes, in a book, folder or electronically kept for the purpose, of the proceedings at meetings of The Organising Team or any sub-committee.
- (6) The Organising Team may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this constitution.
- (7) The Organising Team may appoint one or more sub-committees consisting of three or more members of The Organising Team for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of The Organising Team would be

more conveniently undertaken or carried out by a sub-committee, provided that all acts and proceedings of any sub-committees shall be fully and promptly reported to The Organising Team.

In addition to any other powers they have, the trustees may exercise any of the following powers in order to further the objects (but not for any other purpose):

- (1) To raise funds. In exercising this power, the trustees must not undertake any taxable permanent trading activity and must comply with any relevant statutory regulations;
- (2) To borrow money and to charge the whole or any part of the property belonging to the charity as security for repayment of the money borrowed. The trustees must comply as appropriate with sections 124 - 126 of the Charities Act 2011 if they wish to mortgage land owned by the charity;
- (3) to co-operate with other charities, voluntary bodies and statutory authorities and to exchange information and advice with them;
- (4) to establish or support any charitable trusts, associations or institutions formed for any of the charitable purposes included in the objects;
- (5) to acquire, merge with or enter into any partnership or joint venture arrangement with any other charity formed for any of the objects;
- (6) to employ and remunerate such staff as are necessary for carrying out the work of the charity;
- (7) To do any other lawful thing that is necessary or desirable for the achievement of the objects.

K) Receipts and expenditure

- (1) The funds of the charity, including all donations, contributions and bequests, shall be paid into an account operated by The Organising Team in the name of CPYT at such bank as The Organising Team shall from time to time decide. Any cheques drawn on the account must be signed by two members of The Organising Team. Any on-line transaction can only be made with the agreement of The Organising Team.
- (2) The funds belonging to the Charity shall be applied only in furthering the object.

L) Accounts

The Organising Team shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regards to:

- (1) The keeping of accounting records for the charity
- (2) The preparation of annual statements of account for the charity
- (3) The auditing or independent examination of the statement of account of the charity; and
- (4) The transmission of the statement of account of the charity to the Commissioners.

M) Annual Report

The Organising Team shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commissioners

N) Annual Return

The Organising Team shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Commissioners. The financial year shall end each 31st March.

O) Annual General Meeting (AGM)

- (1) There shall be an AGM of CPYT held in the month of May in each year or as soon as is practicable thereafter.
- (2) Every annual general meeting shall be called by The Organising Team. The secretary shall give at least 21 days notice of the annual general meeting to all members of the charity. All members of the charity shall be entitled to attend and those over 18 to vote at the meeting.
- (3) The annual general meeting will be chaired by the president. If the president is not present the members present will appoint a chair for the meeting.
- (4) The Organising team shall present to each annual general meeting the report and accounts of the charity for the preceding year.
- (5) Nominations for officers and The Organising Team members complete with signatures of Proposer, Seconder and Nominee shall be sent to the Secretary at least seven days before the annual general meeting. Should nominations exceed vacancies, election shall be by ballot.
- (6) An Auditor shall be appointed at the Annual General Meeting

P) Special General Meeting

The Organising Team may call a special general meeting of the Charity at any time. If at least 10 members request such a meeting in writing stating the business to be considered the secretary shall call such a meeting. At least 21 days notice must be given. The notice must state the business to be discussed.

Q) Procedure at General Meetings

- (1) The Secretary or other person specially appointed by The Organising Team shall keep a full record of proceedings at every general meeting of the Charity.
- (2) There shall be a quorum when at least 10% of the members of the Charity for the time being or ten members whichever is the greater.

R) Notices

Any notices required to be served on any member of the charity shall in writing or electronically and shall be served by the secretary or The Organising Team on any member either personally, sending it through the post to their last known address or electronically to their last known email address. Any letters so sent shall be deemed to have been received within 10 days of posting.

S) Alterations to the Constitution

- (1) Subject to the following provisions of this clause the Constitution may be altered by a resolution passed by not less than two thirds of the members present at a general meeting. The notice of the general meeting must include notice of the resolution setting out the terms of the alterations proposed.
- (2) No amendment may be made to the clause “name of Charity”, clause “Objectives”, Clause “Dissolution” or this clause without the prior consent in writing of the Commissioners.
- (3) No amendment may be made that would have the effect of making the Charity cease to be a Charity.
- (4) The Organising Team should promptly send to the Commissioners a copy of any amendments made under this clause.

T) Dissolution

If the Organising Team decides it is necessary or advisable to dissolve the charity The Organising Team must call a special meeting, giving at least 21 days notice (stating the terms of the resolution to be proposed) shall be given. The proposal to dissolve the charity must be passed at a special meeting by a two-thirds’ majority of all the members present. Any assets of the charity that are left after the charity’s debts have been paid (‘the net assets’) must be given:

- (a) To another charity (or other charities) with objects that are the same or similar to the charity’s own, for the general purposes of the recipient charity (or charities); or
- (b) To any charity for use for particular purposes which fall within the charity’s objects.

The Commission must be notified promptly that the charity has been dissolved and, if the trustees were obliged to send the charity’s accounts to the Commission for the accounting which ended before its dissolution, they must send the Commission the charity’s final accounts.

Until the next AGM takes place this constitution shall take effect as if references in it to the Organising Team were references to the persons whose signatures at the bottom of the document.

This constitution was adopted on the date mentioned above witnessed by the persons whose signatures appear at the bottom of this document.

Name	Signature
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Current members of The Organising Team as elected in May 2018 are:

Mike Mullen - Chair
Robert Furnell - Vice Chair
Ann Pawley - Secretary
Nigel Finch - Treasurer
Matt Archer
Pete Bourne
Ann Bourne
Scott Broomfield
Charity Crabtree
Louise Harris
Alan Pawley
Ashley Sheath
Becky Starks
Neil Wright