

CADS

Terms of Reference

April 2019



1. The name of the club is the Corvus Amateur Drama Society.
2. The club's objectives are firstly to promote drama and secondly to increase awareness in other areas of dramatic art and aspects of their production. It will achieve these objectives by holding regular meetings at least once a quarter and presenting public performances.
3. The club shall operate as a non-profit organisation. Any surplus monies received by the club shall enter into the club accounts and be used to fund future productions and the ongoing operation of the club's activities.
4. Anyone may become a member if their subscription is paid and they are above compulsory school leaving age. Honorary membership, without a subscription fee, may be bestowed upon an individual at the discretion of the committee.

All persons participating in a production in any capacity are expected to be members of the club and, if they have not otherwise paid a subscription, will be required to pay a participation fee for that production. Persons under compulsory school leaving age may participate in a production at the committee's discretion and with parental/guardian consent.

CADS membership implies consent to be photographed and videoed, and for those photographs and videos to be used for Club or external marketing purposes.

5. The officers of the club shall be a president, a chairman, a vice-chairman, a secretary and a treasurer.
6. The entire management of the club, except as otherwise provided by these rules, shall be deputed to a committee consisting of the chairman, vice-chairman, secretary, and treasurer and any number of elected members.
7. At the annual general meeting (AGM) members of the committee shall retire, but shall be eligible for re-election. Any two members may propose any candidate or candidates for election to the committee by verbal notice given at the AGM. All members present at the AGM shall be entitled to vote. The candidates up to the number of vacancies who shall receive most votes for each vacant named position shall be declared elected. In the case of two or more candidates receiving an equal number of votes, the chairman shall have the casting vote. Voting shall be by a show of hands, or by ballot, at the chairman's discretion, or by a majority of votes from among those present for elected members.
8. In the event of a vacancy on the committee, the committee shall have the power to co-opt any member of the club to fill such vacancy.

9. The officers of the club shall be proposed, seconded and elected at each AGM. They shall hold office until the next AGM when they shall retire, but remain eligible for re-election from year to year.
10. The committee shall meet at least once a quarter to examine the accounts and arrange the affairs of the club, with each member being notified at least one week prior to that meeting. A quorum for the committee meeting shall be fifty per cent of the committee members. Minutes shall be taken of all proceedings of the committee and shall be open to inspection by any member of the club who applies to the secretary.
11. Decisions required of the committee outside of the normal schedule of meetings may be carried out via any means of communication to the entire committee, and subsequently reported by the secretary at the next committee meeting for entering into the minutes. Quorum for such decisions shall be 5 members of the committee, including at least 3 officers, with decisions passing by a simple majority in favour.
12. The AGM shall be held in late March or early April, upon a date and at a time fixed by the committee, for the following purposes:
 - a) To receive from the committee a report balance sheet and statement of accounts for the preceding financial year.
 - b) To elect the committee and officers for the ensuing year.
 - c) To consider and, if approved, sanction any duly made alteration of the rules.
 - d) To deal with any special matter which the committee desires to bring before the members, and to receive suggestions from the members for consideration by the committee.

A quorum for the AGM shall be 40% of the membership. Notice convening an AGM shall be sent to the members not less than ten days before the meeting.

13. A special general meeting may be requested in writing and signed by not less than six members. The committee shall schedule the meeting either within one month of the request, or at the regular monthly meeting thereafter. The request for the meeting shall specify the object of the meeting for any of the following purposes:
 - a) To consider and, if approved, sanction any duly made alteration of the rules.
 - b) To deal with any special matter that the committee may desire to place before the members, including the expulsion of a member.
 - c) To receive the resignation of the committee or any member thereof or to remove any member or members thereof from office and to fill any vacancy or vacancies caused thereby.
 - d) To deal with any special matter which the members requiring the meeting may desire to place before the club.

A quorum for the special general meeting shall be 40% of the full membership. Notice convening a special general meeting shall be sent to the members not less than seven days before the meeting and shall specify the matter to be dealt with.

14. At committee meetings and at general meetings the chairman of the club shall preside. In his or her absence, the vice-chairman shall preside, or in their absence, a chairman shall be

elected to preside and to have the casting vote in the event of an equality of votes. Ordinarily, at the AGM the outgoing chairman chairs the meeting until the result of the election of the incoming chairman, who then takes control of the meeting. However, it may be expedient for the incoming chairman to address the meeting but then invite the outgoing chairman to remain in the chair for the remainder of the AGM. If the outgoing chairman is standing for re-election, and one or more other nominations for the post are received, the meeting may appoint a temporary chairman for the duration of that election.

- 15.** The financial year of the club shall end on the last day of February in each year, to which day the accounts of the club shall be balanced.
- 16.** The treasurer shall keep the accounts of the club and shall make up the annual statement of accounts and balance sheet of the club to the last day of February in each year, which shall, after audit, be printed and circulated amongst the members.
- 17.** At every AGM, one member of the club who is not a committee member or club officer shall be elected to serve as auditor for the following year. If no member is elected, a third party may be approached to act as auditor. A vacancy occurring in the office of auditor during the year should be filled by the committee.
The auditor shall audit the annual statement of accounts and the balance sheet and shall certify same before they are printed. In addition he or she should also audit the accounts books and records at least once during the financial year to help safeguard against any improprieties.
- 18.** No member shall, except for professional services rendered at the request of the committee, receive any profits or emoluments from the funds or transactions of the club.
- 19.** The secretary shall conduct the correspondence of the club and shall be responsible for the custody of all documents belonging to the club. He or she shall keep full and correct minutes of all proceedings.
- 20.** The annual subscription shall be set by the committee and agreed by the members at the AGM. There shall be two levels of subscription for membership, Full and Concessionary; these terms refer solely to the subscription levels, and not to the rights to vote, nor the rights to hold office. Full-time students shall automatically pay the Concessionary subscriptions - others at the discretion of the committee.
- 21.** A small subscription may be charged at meetings to each attending full member. The amount to be proposed by the committee and agreed at the AGM. This subscription is to defray reasonable expenses incurred by invited guest speakers, and the cost of occasional refreshments.
- 22.** All annual subscriptions shall be payable in advance, upon joining, and then yearly thereafter on or before 1 February. Except in exceptional cases, to be assessed by the committee, any individual whose subscription becomes more than three months in arrears shall cease to be a member.
- 23.** A member may at any time, by giving notice in writing to the secretary, resign his or her membership of the club, but shall continue to be liable for any annual subscription due and

unpaid at the date of resignation.

- 24.** The committee shall have the power to alter or add to the rules but no such alteration or addition shall take effect until the same has been confirmed at the AGM or a special general meeting for that purpose.
- 25.** No member shall retain in his or her possession any property belonging to the club without the full knowledge of the committee.
- 26.** In order for the club to be dissolved, a resolution for the dissolution of the club must be passed by a majority of members at any general meeting. The resolution must then be passed again by a two-thirds majority, at a special general meeting held not less than one month thereafter, attended by at least half of the membership.
In this event, the committee shall thereupon or at such date specified in the resolution, proceed to realise the property of the club, and after the discharge of all liabilities, shall pay the proceeds of sale to such charitable organisation or organisations as may be named in such resolution.
- 27.** Each member shall be bound by and submit to the rules of the club.