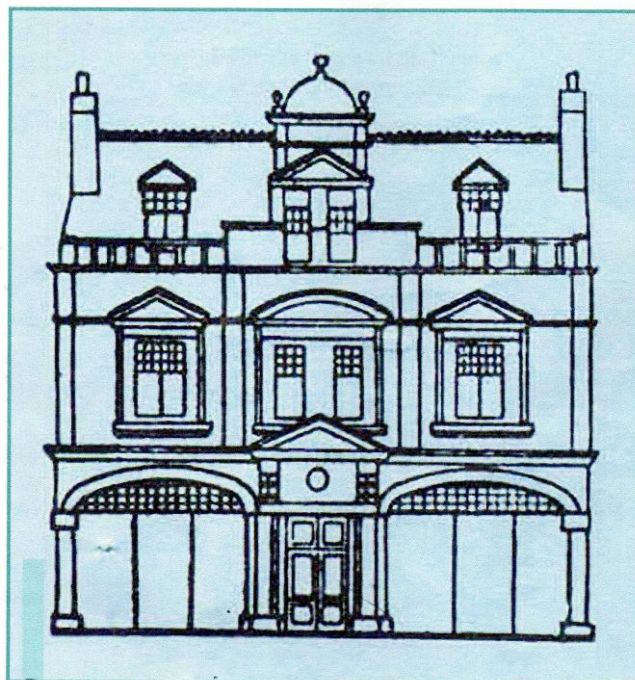


The Rules of



WIGAN LITTLE THEATRE

The Rules of the Wigan Little Theatre were amended in January 2001.

All previous rules are rescinded.

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Name and Constitution

- 1.0 The Society shall be called The Wigan Little Theatre, and is hereinafter referred to as "The Society".

Registered Office

- 2.1 The registered office of The Society shall be Crompton Street, Wigan, Lancashire.
- 2.2 In the event of any change in the situation of the registered office, notice of such change shall be sent to the Registrar within 14 days thereafter in the form prescribed by the Treasury Regulations.

Objects

- 3.1 The Society is established for the purpose of promoting education in the Fine Arts amongst the members of the public and, in particular, increasing the appreciation and understanding amongst members of the public of the arts of drama, mime, dance, singing and music by the establishment of a permanent theatre in Wigan, the production and presentation of plays of merit and the organisation and presentation of lectures and readings.

Application of funds

- 4.1 All monies received on account of subscriptions, levies, fines, donations, sales of rules, or otherwise, and interest on investments shall be applied in carrying out the objects of The Society, according to the rules.
- 4.2 The Society may not make any dividend, gift, division or bonus of money unto or between any of its members.
- 4.3 Any officer misapplying the funds shall repay the amount misapplied and be excluded without prejudice to his liability to prosecution for such misapplication.

Investment of funds

- 5.1 So much of the funds as may not be wanted for immediate use, or to meet the usual accruing liabilities, shall, with the consent of the Committee, or of a majority of the members present and entitled to vote in general meeting, be invested by the Trustees in any of the following ways, namely:
 - *In the National Savings Bank or in any Savings Bank*
 - *In the public funds;*
 - *In the purchase of land;*
 - *In the erection or alteration of offices or other buildings thereon;*
 - *In any investment in which Trustees are, for the time being, by law authorised to invest trust funds.*
- 5.2 The Trustees, with the consent of the Committee of Management may purchase or take on lease any land and may sell, exchange, mortgage, lease or build upon that land (with power to alter and pull down buildings and again rebuild), and a purchaser, assignee, mortgagee, or tenant shall not be bound to inquire as to the authority for any sale, exchange, mortgage, or lease by the Trustees, and the receipt of the Trustees shall be a discharge for all monies arising from or in connection with such sale, exchange, mortgage or lease.
- 5.3 Mortgages or other assurances for securing money to The Society may be vacated by a receipt endorsed or annexed, signed by the Trustees and countersigned by the Secretary.

Membership

- 6.1 Application for membership shall be submitted to the Committee of Management for approval, but no applicant shall actually become a member until s/he has paid his/her subscription for the current year.
- 6.2 The Committee of Management shall have power to suspend the admission of new members at any time by placing the names of applicants on a waiting list.
- 6.3 The Committee of Management shall have power to confer honorary membership, without the payment of any subscription, as a distinction for meritorious work for The Society or for the drama. Honorary Members and Life Members shall have the same voting and other rights as ordinary members.
- 6.4 All members (also non-members at the discretion of the Committee of Management) shall be eligible to take part in all The Society's productions.

Subscriptions

- 7.1 Every member of The Society, other than Honorary Members or Life Members, shall pay The Society an annual subscription of such amount not exceeding fifty pounds as may be decided from time to time by the members in General Meeting.
- 7.2 Subscriptions shall become due on the 1st January each year. A person may become a Life Member on payment of such amount not exceeding two hundred and fifty pounds as may be decided from time to time by the members in General Meeting. Thereafter, the Life Member shall make no further payments. Honorary Members shall not make any payments at all.

Arrears

- 8.0 Membership shall be deemed to have expired if the foregoing annual subscription is not paid before the Annual General Meeting held in the current year.

Disqualification and forfeiture of membership

- 9.0 The Committee of Management shall have power to strike off The Society's Membership Register the name of the member not complying with the rules or doing anything detrimental to the interests of The Society after the member has been given due notice and full opportunity of answering the charges made against him or her.

General Meetings

- 10.1 The Annual General Meeting shall be held not later than the 31st May in each year at such place as may be determined by the Committee of Management.
- 10.2 A Special General Meeting shall be held whenever the Committee of Management think expedient, and whenever twenty members so requesting in writing delivered to the Secretary.
- 10.3 Seven days' notice of any General Meeting, stating the business to be transacted at such meeting, shall be given to every member in writing left at or posted to his last known address.
- 10.4 All General Meetings shall be held at the registered office unless the Committee of Management (either generally or in a particular case) otherwise decide.
- 10.5 At all General Meetings, if the Chairman, or Deputy Chairman, be not present, a Vice Chairman

shall be elected by the meeting before it proceeds with any other business. Twenty members shall form a quorum.

- 10.6 Every member present, over eighteen years of age, shall have one vote, and when the votes are equal then the presiding officer shall have an additional or casting vote. If a member is unavoidably unable to attend the meeting, they may apply to the Secretary for a proxy vote.

Committee of Management

- 11.1 The Society shall have the following officers who shall form the Committee of Management:

- *A Chairperson*
- *A Deputy Chairperson*
- *A Treasurer*
- *A Secretary*
- *A Business Manager*
- *A Bar Manager*
- *Ten Officers of the Committee of Management*

In addition, the Management Committee shall have the power to co-opt not more than three Management Committee Officers.

All officers and committee members shall, on all occasions, in the execution of their office, act under the control and direction of the Committee of Management.

- 11.2 All the officers shall be over 18 years of age. The same person shall not be Secretary and Treasurer. All the officers and members of the Management Committee shall be trustees.

- 11.3 All officers shall continue in office until the next Annual General Meeting, and at every such meeting the said other officers shall be elected by a majority of the members present and entitled to vote, or on failure of such election those last appointed shall continue in office. The Chairperson shall not serve for more than three consecutive years.

- 11.4 The election of officers shall be conducted as follows:

Nominations, to which the nominee must consent, signed by a proposer and seconder, shall be handed to the Secretary not later than twelve days before the Annual General Meeting, with the exception of serving Committee members whose names shall be entered on the voting paper unless they have previously notified the Secretary of their unwillingness to stand for re-election. Voting papers, with a list of such nominations, shall be distributed at the meeting. The results of such an election shall be declared forthwith by the Chairman of the meeting.

- 11.5 Any officer may be removed by resolution of a Special General Meeting.

- 11.6 In case any Officer/Trustee should die, resign, be removed or become unfit or incapable to act, the Committee may at any time appoint a person to fill the vacancy until the next Annual General Meeting, unless the vacancy is previously filled at a Special General Meeting.

- 11.7 In the event of any Officer/Trustee dying, resigning or being removed from office, another shall be elected by a resolution of a majority of the members present and entitled to vote at the Annual General Meeting, or at a Special General Meeting, to supply the vacancy. Every resolution appointing an Officer/Trustee shall be entered on the minutes of the meeting at which he/she is appointed.

- 11.8 A copy of such resolutions, signed by such Officer/ Trustee shall be forwarded within 14 days by

the Secretary.

Trustees

- 12.1 All deeds, documents of title and securities for money shall be held by the Trustees, who shall take such measures for the safe custody and preservation thereof at the expense of The Society as they may think fit, and they shall be responsible for the safe custody of all such deeds, documents and securities as are placed in their hands or under their control, and shall produce them for inspection by the auditors when required by them, and whenever else required by a resolution of a general meeting or of the Committee.
- 12.2 The Trustees shall be the persons to sue and be sued on behalf of The Society.
- 12.3 The Trustees, with the consent of the Committee of Management, may, for the purpose of carrying out the objects of The Society, borrow money on the security of The Society's assets or otherwise.
- 12.4 The Trustees, with the consent of the Committee of Management, may engage any salaried director or other employee.
- 12.5 If any Trustee, being removed from his office, refuse or neglect to assign or transfer any property of The Society as a General Meeting may direct, such Trustee shall (if they be a member) be expelled and cease to have any claim on The Society without prejudice to any liability to prosecution.

Treasurer

- 13.0 The Treasurer shall take charge of the funds of The Society which are not invested and pay all demands when authorised to do so by the Committee of Management for the time being, and shall produce all books, documents, property and money of The Society in his or her possession and render a full and clear account at each audit, and whenever required by resolution of The Society or of the Committee of Management or by the Trustees. He or she shall also give up all books, documents, monies and property of The Society in his/her possession when required to do so by a resolution of The Society or of the Committee of Management or by the Trustees.

Secretary

- 14.0 The Secretary shall attend all meetings of The Society and of the Committee of Management, and shall record correctly the names of the Officers/Management Committee/Trustees there present, and the minutes of the proceedings, which shall be transcribed into a book to be authenticated by the signature of the Chairman as the proceedings of the meeting. The Secretary shall receive proposals for admission to The Society; shall forthwith hand over all monies received to the Treasurer. He/she shall produce all books, documents, property and money of The Society in his/her possession, and render a full and clear account of each audit and whenever required by resolution of The Society or of the Trustees. The Secretary shall also pay over all monies and give up all books, documents and property belonging to The Society when ordered to do so by a resolution thereof or by the Trustees. He/she shall summon and give due notice of all meetings of The Society and of the Committee of Management and keep the accounts, documents and papers of The Society in such manner and for such purposes as the Committee of Management may appoint, and shall prepare all returns and other documents required by the Charity Commission and duly forward them. The Secretary shall, on all occasions and in the execution of his/her office, act under the superintendence, control and directions of the Committee of Management.

Other Officers

- 5.0 The Annual General Meeting may elect a President. Election of Vice Presidents to be approved by the Committee of Management and a General Meeting.

Committee of Management Meetings

16. The Committee shall meet on such days and at such hours as shall be agreed from time to time, but not less often than once in every calendar month. If the Chairperson, or Deputy Chairperson, be not present, a Vice Chairperson shall be elected by the Committee for that meeting before it proceeds with any other business. Any seven shall form a quorum and shall have full power to superintend and conduct the business of The Society according to the rules thereof, and shall in all things act for and in the name of The Society. Every question shall be decided by a majority of votes and if the votes are equal the Chairperson shall have a casting vote in addition to his vote as a member. Any three of the Committee may call a special meeting thereof, by giving seven clear days' notice in writing to the Secretary, but at such special meeting no other business than that specified in the notice shall be taken into consideration.

Accounts

- 17.1 The Committee shall cause proper accounts of The Society to be kept by the Secretary in accordance with the requirements of The Charities Commission.
- 17.2 The Committee of Management shall cause the books to be available for the inspection of any member or person having an interest in the funds of The Society at all reasonable hours at the registered office, or at any place where the books are kept, and it shall be the duty of the Audit Secretary to produce them accordingly.
- 17.3 It shall be the duty of the Committee of Management to keep a copy of the last annual balance sheet, and of the report of the auditor on the balance sheet, always hung up in a conspicuous place at the registered office.

Audit

- 18.1 The Society shall in each year of account appoint a qualified auditor to audit its accounts and balance sheet for that year. For the purposes of this rule "qualified auditor" means a person who is a qualified accountant.
- 18.2 Save as provided in paragraph (3) of this rule every appointment of an auditor shall be made by resolution of a general meeting of The Society.
- 18.3 The Committee may appoint an auditor to fill any casual vacancy occurring between general meetings of The Society.
- 18.4 A qualified auditor appointed to audit the accounts and balance sheet of The Society for the preceding year of account (whether by a general meeting or by the Committee) shall be re-appointed as auditor of The Society for the current year of account (whether or not any resolution expressly re-appointing him/her has been passed) unless :
 - a) A resolution has been passed at a general meeting of The Society appointing somebody instead of him or
 - b) Providing expressly that he/she shall not be re-appointed, or
 - c) He/she has given to The Society notice in writing of his/her unwillingness to be re-appointed, or
 - d) He/she is ineligible for appointment as auditor of The Society for the current year, or
 - e) He/she has ceased to act as auditor of the Society by reason of incapacity.

Provided that a retiring auditor shall not be automatically re-appointed by virtue of this rule, if notice of an intended resolution to appoint another person in his place has been given in accordance with paragraph (5) of this rule and the resolution cannot be proceeded with because of the death, incapacity or ineligibility of that other person.

- 18.5 A resolution at a general meeting of the Society (i) appointing another person as auditor in place of a retiring qualified auditor, or (ii) providing expressly that a retiring auditor shall not be re-appointed, shall not be effective unless notice of the intention to move it has been given to the Society not less than twenty-eight days before the meeting at which it is moved. On receipt by the Society of notice of the intention to move any such resolution, the Society shall give notice of the resolution to the members and shall give notice to the members in accordance with that section of any representations made or intended to be made by the retiring auditor.
- 18.6 None of the following persons shall be appointed as auditor of the Society:
- a) *An officer or servant of the Society.*
 - b) *A person who is a partner of, or in the employment of, or who employs an officer or servant of the Society.*
 - c) *A body corporate.*
- 18.7 The auditor shall make a report to the Society on the accounts examined by him and on the revenue account or accounts and the balance sheet of the Society for the year of account in respect of which he is appointed.

Annual Return

- 19.1 Not later than the 1st July every year, the Secretary of the Society shall send to the Charities Commission an annual return relating to its affairs for the period required to be included in the return. The return shall be made up for the period beginning with the 1st January of the year preceding the year in which the return is required to be sent and ending with the 31st December last inclusively.
- A copy of the report of the auditor on the accounts and balance sheet contained in the return must be sent with the annual return.
- 19.2 The Committee of Management shall supply gratuitously to every member or person interested in the funds of the Society on his application either a copy of the last annual return or a balance sheet or other document duly audited, containing the same particulars relating to the affairs of the Society as are contained in the annual return together with a copy of the report of the auditor on the annual return or his report on the balance sheet or other document supplied in lieu of the annual return.

Disputes

- 20.1 If any dispute shall arise between a member or person claiming through a member or under the rules, or any person aggrieved who has ceased to be a member, or any person claiming through such person aggrieved, and The Society, or any officer of The Society, it shall be decided by reference to arbitration. Five arbitrators shall be elected at a general meeting, none of them being directly or indirectly interested in the funds of The Society; and in each case of dispute the names of the arbitrators shall be written on pieces of paper and placed in a box, and the three whose names are first drawn out by the complaining party, or by someone appointed by him/her, shall be the arbitrators to decide on the matter in dispute. In case of a vacancy or vacancies, another arbitrator, or other arbitrators, shall be elected at a general meeting.
- 20.2 In this rule the expression "dispute" includes any dispute arising on the question whether a member or person aggrieved is entitled to be, or continue to be, a member or to be reinstated as a member, but save as aforesaid, in the case of a person who has ceased to be a member, does not include any dispute other than a dispute on a question between him and The Society or an officer thereof which arose whilst he was a member or arises out of his previous relation as a member of The Society.

Voluntary dissolution

- 21.1 The Society may, at any time, be dissolved by the consent of three-fourths of the members, testified by their signatures to an instrument of dissolution in the form prescribed by the Treasury Regulations.
- 21.2 If upon the dissolution of The Society there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed amongst the members of The Society, but shall be given or transferred to some other Society, institution or organisation having objects similar to the objects of The Society and which is established for charitable purposes only.

Notices

22. All summonses and notices shall be deemed to have been duly served if delivered at, or sent by post, addressed to the last known address of the member or person for whom they are intended.

Copies of rules

23. The Committee of Management shall deliver to every person on demand a copy of the rules, free of charge to members, and to non-members on the payment of £1.00.

Amendment of rules

- 24.1 No new rule shall be made, nor shall any of the rules herein contained or hereafter to be made, be amended or rescinded unless with the consent of a majority of the members present at a general meeting of which notice has been given, specifying the intention to propose such new rule or amendment.
- 24.2 No new rule or amendment of rule is valid until registered.
- 24.3 No new rule shall be made, nor shall any of the rules herein contained or hereafter to be made, be amended or rescinded pursuant to sub-rule (1) of this rule, if such new rule, amendment or rescission would render any of the objects of The Society non-charitable or permit the application of any funds or assets of The Society otherwise than for charitable purposes.

Interpretation

25. In these rules, unless the contrary intention appears, words in the singular shall include the plural and words in the plural shall include the singular.

The Rules of the Wigan Little Theatre were amended in January 2001.

All previous rules are rescinded.

Registered Office: Crompton Street, Wigan. WN1 3SL

Telephone: 01942 252561/491000

The Society is a Registered Charity, number 251806