



## The Manx Gilbert & Sullivan Society Centre Stage Productions

Members of the National Operatic & Dramatic Association (NODA)  
Registered Charity No.: 406 | [www.ManxGandS.com](http://www.ManxGandS.com)

### **RULES of the Manx Gilbert and Sullivan Society**

*Adopted by the Society in general meeting 16th March 2007 and amended by the Society in general meeting 18th March 2020*

#### **1 Name**

- 1.1 The name of the Society is "The Manx Gilbert and Sullivan Society".
- 1.2 The Society may, for the purpose of any production or activity of the Society, use any other name selected by the Committee and approved by resolution of the Society in general meeting.
- 1.3 For the purpose of any production or activity of the Society the alternative name of the Society shall be "Centre Stage Productions, in association with the Manx Gilbert and Sullivan Society" that name having been approved by resolution of the Society in general meeting in accordance with the rule 1.2 for so long as or until or unless such other further or additional alternative name for the Society is selected by the Committee in accordance with the rule 1.2.

#### **2 Objects**

- 2.1 The objects of the Society are
  - 2.1.1 To educate the public in the dramatic and operatic arts;
  - 2.1.2 To further the development of public appreciation and taste in those arts.
- 2.2 In furtherance of the above objects but not otherwise the Society through its Committee shall have power -
  - 2.2.1 To promote plays, operas, operettas, musicals and other dramatic and operatic works;
  - 2.2.2 To acquire interests in the copyright of any such works;
  - 2.2.3 To acquire copies of works, properties, scenery and other effects;
  - 2.2.4 To raise funds and invite and receive contributions from any person by way of subscription, donation, sponsorship or otherwise (but not by way of permanent trading activities);
  - 2.2.5 To make contributions and give assistance to any person or body having similar objects or undertaking similar activities to those of the Society;
  - 2.2.6 To do such other things as may further the objects of the Society.

#### **3 Membership**

- 3.1 The Society shall consist of ordinary members, life members and honorary members.
- 3.2 Membership of the Society shall be open to any person wishing to further the objects of the Society who applies in writing to the Secretary.
- 3.3 Membership of the Society shall be subject to acceptance by the Committee and to payment of the annual subscription.
- 3.4 A member of the Society shall cease to be a member if —
  - 3.4.1 He or she resigns by notice to the Secretary
  - 3.4.2 He or she fails for 13 months after demand to pay the annual subscription and all arrears; or
  - 3.4.3 He or she is expelled for good cause by the Society in general meeting on the recommendation of the Committee.

- President      John Elliott
- Chairman      Val Cowley
- Secretary      Gem Last
- Treasurer      Clare Cayzer



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- 3.5 The Committee may suspend a member of the Society who fails to pay the annual subscription on demand until he or she has paid the subscription and all arrears.
- 3.6 The Committee may suspend a member of the Society for good cause: provided that a member suspended under this rule shall be entitled to receive notice of and to vote at a general meeting of the Society.
- 3.7 On the recommendation of the Committee an ordinary member may be appointed as a life member by the Society in general meeting, on such terms as the Society in general meeting may determine.
- 3.8 The Committee or any officer of the Society may appoint any person as an honorary member of the Society: provided that an honorary member —
- 3.8.1 Shall cease to be a member at the end of the next annual meeting following his or her appointment; and
- 3.8.2 Shall not as such be entitled to vote at any meeting of the Society.
- 3.8.3 The Secretary shall maintain a list of the members of the Society, which shall be available for inspection by any member at times and places to be determined by the Committee.

### 4 Officers

- 4.1 The officers of the Society shall comprise of the Chairman, the Secretary and the Treasurer and such other officers as may be appointed under rule 4.2.
- 4.2 Subject to rule 4.6 [rule 9.5 and rule 9.6], the Chairman, the Secretary, the Treasurer and such other officers as the Society in general meeting may determine, shall be appointed by the Society in general meeting from among the members of the Society.
- 4.3 The Committee may appoint one of its members to act in the place of the Chairman, Secretary or Treasurer in case of temporary absence or incapacity.
- 4.4 The Committee may appoint other officers to carry out duties in connection with the production or performance of any work.
- 4.5 An officer appointed under rule 4.3 or 4.4 shall hold office during the pleasure of the Committee.
- 4.6 A casual vacancy in the officers of the Society may be filled by appointment by the Committee.

### 5 Committee

- 5.1 The Society shall be managed by a Committee consisting of —
- 5.1.1 No more than 6 members of the Society elected by the Society in general meeting;
- 5.1.2 The Chairman, the Secretary, the Treasurer and any other officers appointed under rule 4.2; and
- 5.1.3 Not more than 3 members co-opted by the Committee.
- 5.2 The members of the Committee shall go out of office as follows.
- 5.2.1 Any member shall go out of office if he or she resigns by notice in writing to the Chairman or Secretary.
- 5.2.2 Any member shall go out of office if he or she ceases to be a member of the Society under rule 3.4.

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5.2.3 Three members of the committee shall retire at each annual general meeting, one of which shall be an officer. The officer and the other members to retire shall be those who have been longest in office since last elected, and as between those elected on the same day, those to retire shall (unless they otherwise agree between themselves) be selected by lot. Each member of the committee shall in any event retire at the third annual meeting after his or her election or appointment. [Notwithstanding rule 9.6] any member appointed under rule 5.1.1 who retires from the committee may be re-elected under rule 5.1.1

5.2.4 A co-opted member appointed to the Committee under rule 4.6 or 5.1.3 shall go out of office at the next annual meeting following his or her appointment.

5.2.5 Members who go out of office at an annual meeting shall do so at the end of that meeting.

5.3 The Committee may appoint sub-committees and delegate any of its functions to a subcommittee.

5.4 The first meeting of the Committee following an annual general meeting shall be called by the Secretary and held within 21 days after the date of the general meeting. Subsequent meetings of the Committee shall be called by the Secretary in accordance with any resolution of the Committee or, failing any such resolution, at the discretion of the Chairman and Secretary.

5.5 Five members of the Committee shall form a quorum.

5.6 For the purpose of any production of the Society, the Committee may establish a production team whose membership shall consist of not less than three individuals who are members or officers of the Society who are willing to act as members of the production team.

5.7 The production team shall meet at intervals as shall be agreed with the Committee and shall report all decision made at such meetings for the approval of the Committee.

5.8 Three members of the production team shall form a quorum of any meeting of the production team. The chairman of any such quorate meeting shall be selected by majority vote of its members, except where the Chairman is in attendance and a member of the production team.

5.9 The production team shall continue to operate for the duration of the production for which it was established

## 6 Other Appointments

6.1 On the recommendation of the Committee, the Society in general meeting may appoint one or more persons to be President or Vice-President of the Society, and may remove any person so appointed.

6.2 The Committee may admit persons to be Friends of the Society on such conditions as the Committee thinks fit, and may remove any person so admitted.

6.3 A person appointed or admitted under rule 6.1 or 6.2 shall not as such be a member of the Society or entitled to vote at any meeting of the Society.

## 7 Annual General Meeting

7.1 The Society shall hold an annual general meeting not later than the 31st March in each year.

7.2 The business of the annual meeting shall include —

7.2.1 Receiving the report of the Committee and audited or examined accounts of the Society for the previous year

7.2.2 Electing officers of the Society and members of the Committee;

7.2.3 Appointing the auditor or examiner of the Society.

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### 8 Extraordinary General Meeting

8.1 An extraordinary general meeting of the Society —

8.1.1 May be called at any time by the Committee, and

8.1.2 Shall be called by the Secretary or Chairman within 21 days on a requisition signed by at least 13 ordinary members.

8.2 No business other than that specified in the requisition shall be transacted at the meeting.

### 9 Proceedings at General Meeting

9.1 Not less than 15 days' notice of any general meeting shall be given or sent to each member, and shall include particulars of the business to be transacted at the meeting and (in the case of an annual meeting) a copy of the accounts.

9.2 The quorum of a general meeting shall be half of the total number of members of the Society or 11 members, whichever is the less.

9.3 The Chairman of the Society or, failing him or her, a member of the Society elected by the members present shall preside at a general meeting of the Society.

9.4 Unless otherwise provided by these Rules, any question at a general meeting shall be decided by a majority of the members aged 16 years or over present and voting, and in case of an equality of votes the person presiding shall have a second or casting vote.

9.5 An appointment or election under rule 4.2 or 5.1.1 shall be conducted by ballot, and any other vote shall be taken either by ballot or by a show of hands, as the person presiding at the meeting may determine. In the event of a member not being able to attend the meeting due to valid reason, that member may cast their vote in respect of any proposed appointment or election by written notification given to the Secretary no less than 1 week before the date of the meeting. Exceptions will be made in certain circumstances for proxy voting to occur, which needs to go through the secretary (such as off island unexpectedly / ill).

9.6 No person may be appointed an officer of the Society or elected a member of the Committee unless he or she has, otherwise than for the purpose of rule 4.6, been a member of the Society for a minimum period of at least 2 years (being a continuous period of 24 calendar months), or such lesser or alternative period as may be agreed at a quorate meeting of the Committee, and is proposed and seconded in writing and has indicated that he or she is willing to be appointed or elected, and the proposal has been delivered to the Secretary not less than 1 week before the meeting.

### 10 Selection of Works

10.1 The Committee shall select the works to be performed by the Society and the times and places at which they are to be performed.

### 11 Selection of Cast

11.1 The cast for any production by the society or its associate societies shall be selected by the appointed production team for said production. This may include persons who are not current members of the society.

11.2 The Committee may revise the cast at any time.

11.3 Each member who is assigned a part (whether as principal or as member of the chorus) otherwise shall play the part to the best of his or her ability and shall obey the directions given at all rehearsals and performances.

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### 12 Production

12.1 The Committee may engage the services of a Producer or Director in connection with any production by the Society.

### 13 Rehearsals

13.1 The Committee shall fix the time and place of rehearsals.

13.2 The appointed production team should run / direct all rehearsals relevant to their appointment, stepping in to assist in the absence of other production team members or appointed in said absence.

13.3 The Secretary, or such other person who may be appointed for this purpose by the Committee, shall keep a record of attendance at rehearsals, and the Committee having first conferred with the production team may forbid a member to take part in a production and reassign his or her part if in its opinion his or her attendance at rehearsals has been irregular or insufficient.

### 14 Financial Provisions

14.1 The Committee shall make proper arrangements for the control of funds held by or for the Society including the maintenance and conduct of a bank account or accounts.

14.2 All money due from members in connection with the production and performance of any work shall be accounted for to the Treasurer within 21 days after the final performance.

14.3 Within 2 calendar months after the final performance of any work by the Society, the Committee shall cause to be prepared a full statement of the receipts and expenses of the production which shall be available for inspection by any member at times and places to be determined by the Committee.

14.4 The Committee shall prepare in every year accounts of the income and expenditure for the previous year ended 31st December and a statement of the assets and liabilities of the Society as at that date, which shall be audited or examined in accordance with any applicable statutory requirements by an auditor or examiner appointed by the Society in general meeting.

14.5 The annual subscription shall be fixed by the Committee subject to the approval of the Society in general meeting, and different subscriptions may be fixed for different descriptions of members: provided that no life member or honorary member shall be required to pay a subscription.

14.6 All money due to the Society (including members' subscriptions) may be recovered at the suit of the Secretary.

### 15 Amendment of Rules

15.1 These rules may be amended by resolution of the Society in general meeting.

15.2 Notice of any such resolution shall be given not less than 21 days before the meeting and the resolution shall not be passed except by a majority of at least three-quarters of the members of full age present and voting.

15.3 No amendment of the objects of the Society, or of this rule or rule 16, may be made without the consent of Her Majesty's Attorney General for the Isle of Man.

### 16 Dissolution of the Society

16.1 The Society may be dissolved by resolution of the Society at a special general meeting called for the purpose of considering such dissolution.

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- 16.2 Notice of the meeting shall be given not less than 21 days before the meeting, and the resolution shall not be passed except by a majority of at least three-quarters of the members of full age present and voting.
- 16.3 If the Society is dissolved, any funds remaining after the realisation of assets and payment of debts shall not be distributed among the members but shall be applied for such charitable purposes similar to those of the Society or paid, distributed or transferred to such charitable institutions having objects similar to those of the Society as the Committee may determine.

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