

NDAFA Constitution 2015

1. The Association shall be called the **NATIONAL DRAMA FESTIVALS ASSOCIATION**
2. The objects of the Association shall be as follows:

to advance the education of the public in the understanding and appreciation of the theatre through the encouragement and promotion of Drama Festivals.

In furtherance of the foregoing objects but not further or otherwise the Association shall have the following powers:
 - i] to provide a register of recommended professional adjudicators who uphold the aims of the Association;
 - ii] to provide any necessary liaison between the organisers of Drama Festivals in the British Isles and elsewhere;
 - iii] to write, arrange, promote or issue publications, educational courses, recitals, exhibitions, festivals and lectures;
 - iv] to establish, promote, organise, finance or otherwise encourage the study, writing, production, performance and publication of works of drama;
 - v] to co-operate with organisations or individuals having charitable objects similar to those of the Association;
 - vi] to raise funds and to invite and receive contributions from any person or persons whatsoever by way of subscription, donation or otherwise, provided that the Association shall not undertake any permanent trading activities in raising funds for its charitable objects;
 - vii] to do all such other lawful things as shall be necessary for the attainment of the above objects.

MEMBERSHIP

3. FULL MEMBERSHIP of the Association shall normally be confined to Drama Festival organisations.
4. Every application for FULL MEMBERSHIP shall be accompanied by a copy of the Rules and Conditions pertaining to the Festival. Applications in writing shall be sent to the Honorary Secretary of the Association for consideration of the Council.
5. FULL MEMBERS are entitled to attend General Meetings and on all occasions when a vote is required, each Full Member shall have six votes.
6. The Association may elect up to but not exceeding ten HONORARY LIFE MEMBERS from persons who have contributed to the aims of the Association. One such Honorary Life Member may be appointed by the Council as HONORARY LIFE PRESIDENT.
7. Nominations for HONORARY LIFE MEMBERSHIP shall be submitted by two Full Members of the Association to an Annual General Meeting for confirmation.
8. Organisations or individuals, having an interest in the aims of the Association, may become ASSOCIATE or INDIVIDUAL MEMBERS. Such Members may attend or be represented at General Meetings and shall receive all circulars, notices and publications. On all occasions when a vote is required Associate Members shall have two votes and Individual Members one vote.
9. Every application for ASSOCIATE and INDIVIDUAL MEMBERSHIP shall give the full name and address and the business of the organisation.
10. The Council shall admit to membership such applicants as are eligible.

11. The acceptance by the Council of an application for ASSOCIATE or INDIVIDUAL MEMBERSHIP does not entitle the organisation or individual concerned to describe itself as a Full Member of the Association or to use the name of the Association in any way to suggest that the Association approves of any statement or action by the organisation or individual.
12. HONORARY MEMBERS shall not have the power of voting at General Meetings.

SUBSCRIPTIONS

13. The Annual Subscriptions for all Members shall be determined at a General Meeting of the Association.
14. All subscriptions are due and payable on the 1st April each year.
15. Accepted Members shall pay the annual subscription for the current year. Members elected after the 31st December in any year shall not be called upon to pay another subscription until 1st April of the second year following that in which they were elected.
16. Resignation of Membership shall be signified in writing to the Honorary Secretary but the Member so resigning shall be liable for the payment of the annual subscription for the current year with any arrears up to the date of resignation.
17. All Members will be deemed to have forfeited their Membership if their subscription is unpaid by 31st July in any year.

OFFICERS AND COUNCIL

18. The OFFICERS of the Association shall consist of the HONORARY CHAIRMAN, HONORARY SECRETARY, HONORARY TREASURER, VICE CHAIRMAN and HONORARY ASSISTANT SECRETARY.
19. The business of the Association shall be carried on by a COUNCIL of Members of the Association consisting of the Officers and a minimum of five and not more than ten other Members all of whom shall be elected or re-elected by ballot at the Annual General Meeting. A majority of the members of the COUNCIL shall represent Full members of the Association.
 - i] The post of HONORARY CHAIRMAN may be held by one person for an initial maximum term of three years, with an optional additional three years, if the holder and a majority of the Council so decide.
 - ii] The posts of HONORARY SECRETARY, HONORARY TREASURER, VICE CHAIRMAN AND HONORARY ASSISTANT SECRETARY may be held by one person for an initial maximum term of five years, with an optional additional five years, if the holder and a majority of the Council so decide.

The restrictions described in [i] and [ii] above do not replace the requirement for all members of the Council to be elected or re-elected annually at the AGM.
20. The elected Officers and Council shall at the first Council Meeting following the Annual General Meeting elect one of their Members as VICE CHAIRMAN for the current year.
21. The Council shall have the POWER TO CO-OPT not more than three other Members to serve as additional Members of the Council and shall be empowered to fill casual vacancies on the Council.
22. The Council may at its discretion form SUB-COMMITTEES consisting of Members or non-Members of the Association and may delegate any of its powers to such Sub-Committees. The convenor of such Sub-Committees must be a Member of the Council. Any Sub-Committees shall be required to report back to the Council as soon as practicable and no Sub-Committee shall incur expenditure without the prior approval of the Council.
23. An HONORARY AUDITOR, who shall not be a Member of the Council and need not be a Member of the Association, shall be appointed annually.

24. A QUORUM at a Council Meeting shall be four, one of whom must be an Officer of the Association.
25. THE FUNDS OF THE ASSOCIATION shall be under the control of the Council, who shall have the power to expend such funds for the promotion of the objects of the Association as they think fit. The income and property of the Association whencesoever derived shall be applied solely towards the attainment of the objects of the Association and no portion of the income and property of the Association whencesoever derived shall be paid or transferred directly or indirectly to the Members of the Association, but this proviso shall not prevent the payment in good faith of reasonable and proper remuneration or out-of-pocket expenses or both to any Officer or servant of the Association or to any Member of the Association not being a Member of the Council of Management or Governing Body, nor shall this proviso prevent the payment of interest of money lent by any Member of the Association or of its Council of Management or Governing Body not exceeding 2.5% less than the published base lending rate of a clearing bank to be selected by the Council of Management or Governing Body.
26. It shall be the duty of the Council to propose to the Association for election or re-election names of Members to fill the Officers and Council. These names shall be submitted to the Members of the Association FOUR weeks before the Annual General Meeting. Nominations for the Council shall be forwarded in writing to the Honorary Secretary at least TWO weeks before the Annual General Meeting together with the consent of the nominee. If no fresh nominations are received, the Council nominees will be elected. Otherwise election shall be by ballot at the Meeting. Names of all Council nominees shall be included in the notice of the Annual General Meeting. The Chairman may accept nominations from the body of the meeting providing the nominee is present and seconded.
27. The duties of the HONORARY SECRETARY shall be to arrange the business and Meetings of the Association in accordance with the directions of the Council.
28. The HONORARY SECRETARY shall prepare an Annual Report upon the activities of the Association for submission to the Annual General Meeting.
29. The HONORARY TREASURER shall have charge of the funds of the Association, receive sums due to it and pay such bills as are directed by the Council through the Association's bankers.
30. The HONORARY TREASURER shall make up the Accounts of the Association to 31st March each year and present at the Annual General Meeting an Income and Expenditure Account and a Balance Sheet duly certified by the Honorary Auditor at that date, together with an Interim Report to the date of the Annual General Meeting.

MEETINGS

31. There shall be at least one GENERAL MEETING each year.
32. The Honorary Secretary shall call an EXTRAORDINARY MEETING at the written request of the Council or of five Full Members of the Association. At least one month's notice of such a Meeting must be given to the Members, together with the purpose for which the Meeting is convened; no other business shall be transacted thereat.
33. ALTERATIONS TO THIS CONSTITUTION shall receive the assent of two-thirds of the Members present and voting at an Annual General Meeting. A resolution for the alteration of the Constitution must be received by the Secretary of the Association at least 21 days before the Meeting to which the Resolution is to be brought forward. At least 14 days notice of such a Meeting must include notice of the alteration proposed. Provided that no alteration be made to Clause 2, Clause 35, or this Clause until the approval in writing of the Charity Commissioners or other authority having charitable jurisdiction shall have been obtained and no alteration shall be made which would have the effect of causing the Association to cease to be a charity in law.
34. At General Meetings a QUORUM shall be one-quarter of the Full Members of the Association.

DISSOLUTION

35. If the Council by a simple majority decide at any time on the grounds of expenses or otherwise it is necessary or advisable to dissolve the Association, it shall call a Meeting of all Members of the Association who have the power to vote, of which Meeting not less than 21 days' notice (stating the terms of the resolution to be proposed thereat) shall be given. If such decision shall be confirmed by a (two-thirds) majority of those present and voting at such a Meeting the Council shall have the power to dispose of any assets held by or on behalf of the Association. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of the Association as the Council may determine and if and in so far as effect cannot be given to this provision then to some other charitable purpose.

(Amended 27 August 1989),

(Clause 17 amended July 1999),

(Clause 6, 19 and 26 amended July 2007),

(Clause 17 amended in July 2014)