

SOUTH LONDON THEATRE CENTRE LIMITED BYE-LAWS: made under Paragraph 58 of the Articles of Association, adopted in the extraordinary general meeting on 11 May 2024.

SECTION A – GENERAL ADMINISTRATION

1. RESPONSIBILITIES

The responsibilities for the management of the organisation are divided as follows:

	Board of Trustees	Committees
	Overarching responsibility for the charity carrying out its purpose in accordance with our governing documents and the law, managing our resources responsibly, with care and skill, and are accountable.	
Long-term Planning	Strategic planning for the development of the organisation, including creating and maintaining a five-year plan for the organisation and ensuring all activities are aligned to it.	Input into the five-year plan as needed and make sure the annual plans align with it.
Health & Safety	Setting and reviewing policy and oversight of compliance	Day-to-day implementation of policy and ownership of the incident log.
HR	HR policy and	Direct line management of employees.

	compliance, including annual reviews with all staff	
Diversity & Inclusion	Setting and reviewing of policy and oversight of compliance	Day-to-day implementation of policy.
Safeguarding	Setting and reviewing policy and oversight of compliance	Day-to-day implementation of policy.
Complaints	Setting and reviewing policy and procedure and handling of formal complaints and whistleblowing.	Management of minor complaints.
Capital Works	Inclusion of the strategic capital works into the five-year plan for the organisation. Provide direction as to how the plan should be split between each year.	Submission of suggestions into the capital works plan and delivery of the plan as part of the annual plan.
Finance	Financial responsibility for the organisation and enforcement of relevant controls.	Individual budget management and cost control. Payments & receipts.
Fundraising	Strategic fundraising to support the five-year plan.	Day-to-day fundraising initiatives
Annual planning	Review and approve the annual plan.	Prepare annual plan and budgets for the following financial year and implementing the current annual plan.

Areas of responsibility for the Executive Committee		Artistic Director	Commercial Director
Selection of theatrical season, rehearsal scheduling, production support		via Theatre Committee	
Adult training		X	
Youth Theatre		X	
Show Publicity		X	
Stage Management and Technical Support		X	
Wardrobe Dept			X
Props Dept			X
Front of House			X
Box Office			X
Raffle			X
Membership			X
Marketing & Website			X
Building Management, Maintenance & Security			X
Commercial Hires			X
Finance payment lead(s)			X
Administration & Record Keeping	Quarterly minuted board meeting plus open annual general meeting.	Regular meetings and communications, with effective open record keeping.	

2. EXECUTIVE COMMITTEES

- a. The Artistic Director and Commercial Director will form and chair Executive Committees to manage the day-to-day business of the theatre.
- b. The Executive Committees may include (but are not limited to) the following:
 - i. Theatre Committee - reporting to the Artistic Director
 - ii. Stage Management Team- reporting to the Artistic Director
 - iii. Youth Theatre Team- reporting to the Artistic Director
 - iv. Publicity Team- reporting to the Artistic Director
 - v. House Team - reporting to the Commercial Director
 - vi. Membership Lead - reporting to the Commercial Director
 - vii. Marketing Team - reporting to the Commercial Director
 - viii. Building Team - reporting to the Commercial Director
- c. The Artistic Director and Commercial Director will communicate the roles available on the Executive Committee to all members and ensure that the selection of people to fulfil the roles is open and fair.
- d. Applications for positions on the Executive Committee will be decided by a Selection Committee - formed of three members of the Board of Trustees including either or both of the Artistic Director and the Commercial Director.
- e. The Executive Committee is responsible for producing an Annual Plan for the following Financial Year, to be submitted and approved by the Board of Trustees by September of that year.
- f. The Executive Committee is responsible for delivering the Annual Plan for the current year, including budget and cashflow management.

- g. The Executive Committee is responsible for reporting back to the Board of Trustees against the Annual Plan.
- h. The Executive Committee will communicate regularly with the membership to keep them informed about the performance of the organisation, including making available quarterly production analysis figures, seat capacity and audience figures, as well as membership analysis figures.
- i. Any person holding an appointment made by the Director responsible may form a Committee, of such Members of the Company as she/he considers necessary to assist in carrying out her/his duties; subject to the approval of the Director responsible. The Chair of any Committee so formed shall be the appointee and the Director responsible should attend any meeting of the Committee and report back to Board of Trustees .
- j. The quorum for any meeting of a Committee shall not be less than half of its membership and in the case of an equality of votes, the Chair shall have a second or casting vote.

THEATRE COMMITTEE

- k. A Theatre Committee will be selected from members by the Board of Trustees Selection Committee. The Committee will elect a new Chair each year, who will represent them on the Executive Committee.
- l. The theatre committee will have responsibility for all artistic decisions within the constraints of the agreed income and expenditure targets and charitable aims and values as agreed by the Board of Trustees.
- m. The Theatre Committee will be responsible for:
 - i. selecting the season of productions that run throughout the year from January 1st, with no less than 65% being South London Theatre Centre Ltd productions.

- ii. consulting with the whole Executive Committee to make sure the proposed season does not conflict with other plans and will meet the needs of the Annual Plan.
- iii. considering and programming any other workshops and training-orientated events, including those by visiting professionals, companies or other productions.
- iv. considering and programming performance opportunities for all SLT groups, as exist from time to time, including Youth classes, Writers' Circle, etc.
- v. the choice of material performed, the production directors and for the competence of all productions staged, within the constraints of the commercial plan, charitable aims and values as defined by the Board of Trustees.
- vi. ensuring that the choice of material to be performed can be successfully administered in terms of space, casting and technical resources.
- vii. following rehearsal progress and overseeing all productions.
- viii. ensuring that Production Directors hold Production meetings, or via other appropriate communication, and that they are attended by/communicated to all relevant technical staff.
- ix. providing an expenditure budget and anticipated income for the annual plan

STAGE MANAGEMENT TEAM

- i. A Stage Management Team will be selected from members by the Board of Trustees Selection Committee, and will be represented on the Executive Committee and be responsible to the Artistic Director.
- ii. The team will be asked to elect a team leader, who will attend the relevant Executive Committee meetings as defined by the Artistic Director.
- iii. The Stage Management Team will be responsible for:
 - i. Care and control of all stage equipment (including lighting and sound).

- ii. To liaise with the Theatre Committee and Technical Co-ordinator regarding the technical feasibility of productions.
- iii. To ensure that the Stage Manager of each production effectively carries out the 'Get in' and 'Get out.' whilst ensuring the safety of all volunteers.
- iv. To ensure that stocks of backstage consumables are maintained.
- v. To maintain an up-to-date inventory of all theatre non-consumable stock.
- vi. To prepare expenditure requirements for the projected Season and to administer the allocated budget.
- vii. Ensuring the stage and audience spaces are safe for actors, volunteers and audience members.

3. OTHER COMMITTEES

- i. From time to time Board of Trustees will set up new committees to assist the company to achieve its aims
- ii. When setting up a new committee the terms of reference and scope of work will be made available to all adult and honorary members
- iii. All members who have been active participants in the company will be eligible to be part of the committee.
- iv. Should more members than are required express an interest to be part of a committee an Executive Director will oversee an election between the interested parties. A Chair of the committee will be elected at the inaugural meeting of the committee
- v. The term of the Chair will be determined in the terms of reference for each committee
- vi. Board of Trustees will keep a record of all committees formed and the appointed chairs. These shall be available on the website

- vii. A committee will cease to exist when the purposes of the committee has been achieved or if the committee fails to meet within 6 months
- viii. The chair of each committee will keep an Executive Director informed of progress made and any key risks or issues that arise.

4. MEMBERSHIP & SUPPORTERS

Categories and Definitions

1. Membership of the Company shall be divided into the following categories:
 - a) Full Members
 - b) Honorary Members
 - c) Youth Members
2. In accordance with such Bye-Laws as may from time to time be in force, others of the public may become associated with the Company and its activities without undertaking the guarantee in paragraph 6 of the Memorandum of Association by which the liability of the Company is limited. In the sense only that they do not undertake this guarantee, they shall be known as SLT Supporters (Supporters) and they shall not be entitled to notice of, to attend or to vote at any general meeting of the Company.
3. All categories of membership and supporters shall be expected to take an active part in furthering the aims and objectives of the Company.
 - i) Full and honorary members shall be entitled to take part in all the activities of the Company.
 - ii) Supporters shall be entitled to such benefits of their subscription as A Committee of the Board of Trustees may, from time to time, and in individual circumstances consider appropriate.
 - iii) Honorary Membership may be conferred upon individual members at the discretion of the Board of Trustees, in recognition of their service to the Company, and such Honorary Members shall be entitled to the same rights as Full Members.

iv) Supporters shall be entitled to purchase theatre tickets for themselves with the same discount from maximum price as all members and to use the Company's social and bar facilities, but only on a day for which they have purchased a theatre ticket. Supporters are not entitled to any other benefits of Full or Honorary Membership and have no voting rights.

v) Youth Members shall be entitled to participate in shows and any other such benefits of membership as A Committee of the Board of Trustees may, from time to time, and in individual circumstances consider appropriate.

Admission Procedures

4. Applicants for Membership must first complete an application form and deposit an appropriate first subscription. A Committee of the Board of Trustees reserves the right to withdraw all forms of membership or Supporter status at any time.
5. Honorary Members may be admitted to Membership at the invitation of the Board of Trustees who may, or may not define a duration for which the Membership is to exist. Notwithstanding, Board of Trustees reserves the right to withdraw Honorary Membership at any time.
6. No person under the age of 18 years shall be entitled to Full membership or hold a Supporter subscription.
7. Applicants for reduced rates as students must hold a current Student Union membership card on the day of application for membership or on the date that their membership is renewed. Membership will be effective until the next renewal date.
8. At the time of appointment, the number of Honorary Members shall not exceed 20, or 5% of full members (whichever is greater)

Subscriptions

9. Subscription rates for each category of membership or supporters shall be determined by a Committee of the Board of Trustees and reviewed from time to time.

10. Except as otherwise provided in these Bye-Laws, subscriptions shall cover a period of twelve months from the date of acceptance for or renewal of membership.
11. The Board of Trustees , or a Committee of the Board of Trustees so authorised, may at their discretion permit memberships of less than twelve months at suitably adjusted rates.
12. If a renewal subscription is not paid on or before its due date, membership shall continue for a period of one month, whereupon if the subscription remains unpaid, membership shall cease.
13. Subscriptions paid within three months of the due date, shall be applied as a renewal of membership, back-dated to the due date. Subscriptions paid after that time will expire following 12 months from payment. Renewals following 12 months of lapsing must be accompanied by a fresh application for membership.
14. Directors, cast and crew of all shows must have, or have applied for, Full or Youth membership before the first rehearsal. A show may not proceed unless all have Full, Honorary or Youth membership.
15. Subscription categories shall be as follows:
 - i) Adult Members
 - a) Adult (standard) rate
 - b) Adult (concessionary) rate (Seniors 65+, benefit claimants, students)
 - ii) SLT Supporters
 - a) Supporter rate
 - iii) Honorary Members
No fees, for the duration of Honorary status.

5. SECTION C – FINANCIAL ADMINISTRATION

1. The financial year of the Company shall end on 31 December each year on which day the accounts shall be balanced.

2. The Board of Trustees shall appoint a Treasurer.
3. Officers of the Company, or individuals authorised by Board of Trustees , may act as signatories on any cheques, promissory notes, drafts, bills of exchange and other negotiable instruments issued by the Company, with two signatories required. Other forms of payment may be processed by the person authorised by Board of Trustees to undertake those payments.
4. The Financial Director shall form a Finance Committee each year to meet not later than 31 October for the purpose of producing a budget for all the Company's income and expenditure for the next financial year commencing on the following 1 January.

The Finance Committee shall comprise the Financial Director, one or more Theatre Committee members, the Stage Management Team Lead, the Publicity Lead, the Membership Lead, the Treasurer of the Members' Club and any other person considered appropriate at the time.

Final budget proposals proposed by the Finance Committee should be presented to the Board of Trustees for approval and adoption no later than 30 November.

6. SECTION D – ADMISSION TO PREMISES

1. Members may bring guests to the premises but the Board of Trustees , or any Committee of the Board of Trustees , may withdraw or restrict this privilege from time to time for extraordinary functions as they see fit.
2. The Board of Trustees may restrict member entry to the premises where such entry would either put the health and safety of members at risk or as a safeguarding requirement to protect vulnerable people.

7. SECTION E – MISCELLANEOUS

Liability for loss or damage

1. Neither the Company nor any Officer thereof shall be liable to any Member or guest of a Member for any loss of or damage to any property occurring, from whatever cause, in or about, the Company's premises, or premises being used by the Company, nor for any injury sustained by any Member of guest whilst on or entering or leaving such premises; a notice

to this effect shall at all times be displayed in a prominent position on the Company's premises and website.

Constitution

2. A full and accurate copy of the Governing documents of the SLTC shall be on the website and available on request to the Chair.

Appointment to the Board of Trustees

3. In alignment with the articles of association, the trustees will ensure a transparent recruitment, appointment and induction process for new trustees. This will be published in advance of the AGM.

Minutes

4. The official minutes of every AGM/EGM shall be published in full on the SLT website or via other suitable communication method.
5. The official minutes of Board of Trustees will be available for inspection by individual members upon request to the General Secretary.

Discrimination

6. In the conduct of its affairs the Company shall not exercise any discrimination on any of the protected characteristics as determined by the Equalities Act 2010 on the grounds of colour, race or ethnic or national origin. All members are expected to behave within the terms of the code of conduct, as published on the company website.