

# **the CARETAKERS**

## **Constitution**

21 October 2010

# The Constitution of The Caretakers

as adopted at the General Meeting held on  
21 October 2010

## 1. Title and Status:

The Caretakers, domiciled in Berne, is constituted as a non-profitmaking association subject to the provisions of Article 60 and following of the Swiss Civil Code. The Caretakers is an English speaking autonomous society which is not associated with any other educational or professional institution.

## 2. Aims:

The aims of The Caretakers are the study, promotion and production of staged performances, including readings, drama, improvised theatre, musicals, musical acts and other theatrical or stage works. Another main purpose of this society is the encouragement of amateur talent in writing and performing.

## 3. Organisation:

The organs of the society shall be:

- the **General Meeting** of the members of the society, being the ruling body of the society;
- the executive **Committee** of seven members of the society, elected by the General Meeting, to represent and to administer the affairs of the society and which shall include the **Chairman, Vice-Chairman, Secretary, Public Relations Manager, Treasurer** and **2 representatives**.

- the **Production Team**, as confirmed by the Committee, to be responsible for technical and organisational tasks for any given performances.

#### **4. Membership:**

- i. **Membership** of the society shall be open to anyone who has attained the age of sixteen years and who is prepared to contribute to the fulfilment of the society's aims. Membership shall be renewable annually and be subject to the payment of an annual subscription. The amount of the annual subscription will be established yearly by the General Meeting.
- ii. **Honorary Membership** of the society may be granted for valuable past services to the society. Honorary Members shall be elected by the General Meeting, on the recommendation of the Committee, with such terms and privileges as the latter shall decide.
- iii. The Committee may suspend from membership, or refuse to accept for membership, any person whose conduct it considers to be prejudicial to the interests of the society.

#### **5. Assets and Liabilities:**

- i. The assets of The Caretakers shall consist of the subscriptions paid by members, donations, sponsorships and other payments made to the society, and any revenues originating therefrom. If a sponsor chooses to donate funds for a specific production, The Caretakers is obliged to use these funds for this production. Any income or revenues originating therefrom shall go to the assets of the society.
- ii. The assets of The Caretakers shall be devoted to the running of the society in the furtherance of its aims. This may include financial contributions towards events of a social character, organised by the society for its members and in which a considerable proportion of the members participate.
- iii. In no case shall the assets of The Caretakers be distributed among the members, and no member shall receive payment, directly or indirectly, for services to the society.

- iv. In the event of dissolution of The Caretakers, the net assets of the society after payment of its liabilities shall be devoted to such charitable causes as the Committee may select at its sole discretion.
- v. No expenses or liabilities shall be incurred in the name of the society without the prior approval of the Committee.
- vi. All profits made by society productions go to the society. Unless otherwise regulated (i.e. by contract), members of a production who invest private funds in the production may be refunded, in the case that the production makes a profit, only to the exact amount which they invested.
- vii. In the case of a co-production with other theatre groups, the invested funds, as well as the liability for profit / budget deficit made by the productions must be settled in advance.
- viii. Members are not personally responsible for the society's liabilities.
- ix. Signatory powers on any of the society's accounts shall be vested in the Chairman, the Secretary, and the Treasurer.
- x. The financial year of the society shall be from the first day of August until the thirty-first day of July of the following year.

## **6. The General Meeting:**

- i. The General Meeting of members of The Caretakers shall be convened by the Secretary at the direction of the Committee or within one month of the receipt of a written request addressed to the Secretary by not fewer than ten per cent of members of the society.
- ii. The General Meeting shall be convened at least once per year as an Annual General Meeting in order to:
  - receive and approve the reports of the Committee;
  - receive and approve the audited accounts of the society;
  - elect the members of the Committee;
  - elect the Auditor for the current financial year.

Such meeting shall normally be held during the month of October.

- iii. The notice convening a General Meeting, together with a provisional agenda, shall be circulated to all members of the society not less than fifteen days before the date of such meeting.
- iv. Voting shall be by simple majority on a show of hands. The Chairman of the society shall have a casting vote.
- v. Any General Meeting convened according to the statutes shall be quorate regardless of the number of members present.

## **7. The Committee:**

- i. The Committee shall be elected annually by the General Meeting and, unless otherwise decided by a General Meeting, shall hold office until the next Annual General Meeting.
- ii. Meetings of the Committee shall be convened by the Secretary at the direction of the Chairman, or upon the request of at least two members of the Committee addressed to the Secretary.
- iii. Meetings of the Committee shall normally be chaired by the Chairman or Vice-Chairman. Voting shall be by simple majority. The Chair shall have a casting vote.
- iv. Any vacancy or prolonged absence occurring on the Committee shall be filled by co-option during their absence. Such co-option shall be notified to the membership at the earliest convenient opportunity.
- v. The Committee may co-opt additional members for specific tasks. Co-opted Committee members must be members of the society and shall serve until such time as the Committee considers their tasks to be discharged. Such co-option shall be notified to the membership at the earliest convenient opportunity.
- vi. Resignations of Committee members must be submitted to the Committee in written form at least two months prior to the next General Meeting.

## **8. Changes to the Constitution:**

- i. The text of any motions relating to changes in this Constitution, the Schedules to the Constitution or to the amalgamation or dissolution of the society shall be published and affixed to the convening notice for the General Meeting sent to all members of the society. No changes to the text of such motions, other than minor drafting changes, shall be accepted unless so published.

## **9. Inurement:**

- i. This constitution has been approved at the General Meeting on 21 October 2010 and has therefore taken effect on said date.

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The Caretakers

The President

The Secretary

Nathalie Dulio

Marcel Röthlisberger