

CONSTITUTION

TITLE

1. The Guild shall be called "The Laban Guild for Movement and Dance" (hereinafter called "The Guild").

OBJECTS

2. The purpose of the Guild shall be the promotion and advancement of the study and practice of human movement particularly recognising the contribution made by the late Rudolf Laban and as ancillary thereto the following subsidiary purposes:

- a) To provide opportunities for the exchange of ideas and the promulgation of knowledge of human movement and to foster awareness of the significance of movement particularly but not exclusively in the spheres of therapy, action profiling, personality assessment, ergonomics, social skills, drama, choreography and dance performance as recognised areas of Laban's work.
- b) To encourage and participate in research in the study of human movement and to publish the results of such research.
- c) To promote the development of movement as an art form.
- d) To hold lectures, courses, conferences and discussion groups to impart a wider understanding of the artistic, cultural, educational and therapeutic significance of the art of movement.
- e) To promote live demonstrations, festivals, re-creative and community dance groups and other like expositions.
- f) To do all such matters and things as may appear to the Guild in general meeting to be incidental or conducive to the attainment of the above mentioned objects or any of them but only with the approval and confirmation of the Charity Commission.

3. The Guild is a non-profit-making association and accordingly all income should be applied exclusively towards the objects thereon.

4. In the event of the Guild being wound up, dissolved or otherwise ceasing to exist all property and assets thereof shall after payment of all outstanding liabilities be paid or transferred to or towards the benefit of an association or society or group having similar objects after prior approval of the Charity Commission.

MEMBERSHIP

5. The Guild shall consist of:

- a) Ordinary Members who shall be private individuals interested in the objects of the Guild and who shall be eligible for membership of the Council and have votes at the Annual General Meeting and other meetings of the Guild.
- b) Affiliated Group Members who shall be associated groups concerned and interested in the objects of the Guild shall appoint one representative to vote on the group's behalf.
- c) Junior Members who shall be non-voting members ineligible for full membership but who are involved in the furtherance of the objects of the Guild.
- d) Honorary Members who shall be such persons as the Guild may at its discretion consider qualified for Honorary Membership particularly such persons whom it regards having made some outstanding contribution to the furtherance of the objects of the Guild. Honorary Members shall have full voting rights.
- e) The annual membership fee shall be fixed from time to time at the Annual General Meeting and the Council shall have power to reduce fees in special circumstances.
- f) All fees are payable annually from date of first payment
- g) Membership will lapse if it is not renewed within one month of the annual renewal date.
- h) The Council shall have power to cancel membership of any existing members by vote of at least three-quarters majority if in its opinion the conduct of such a member is injurious to the Guild provided that any one whose membership has been cancelled as aforesaid should have the right of appeal to the General Meeting.

OFFICERS

6.a) The Officers of the Guild shall include a President, Chairman, Treasurer and

Secretary.

b) The President and Chair shall be elected at an Annual General Meeting for a term of three years and shall be eligible to stand for re-election for one more term after which a period of one year must elapse before they shall be eligible to stand again for the same office. In the absence of a further nomination, where the President or Chair indicates their willingness to continue in Office and this offer has the support of Council, the elapsed year requirement may be overridden.

c) The Office of Vice-President shall be an honorary office tenable for life or until resignation and shall entitle the holders to all the privileges of Honorary Membership.

d) The Treasurer and Secretary shall be eligible for election annually at the Annual General Meeting.

COUNCIL

7. The Council shall comprise the Officers and not more than 6 members who shall be elected at the Annual General Meeting for a term of three years. Two elected members shall retire annually and shall be eligible for re-election for one more term after which one year must elapse before they shall become eligible to stand again. The general administration, control and direction of the Guild shall, subject to the Constitution, be vested in the Council and for that purpose the Council shall:

a) Keep Minutes of all Meetings of the Council and of General Meetings of the Guild.

b) Keep accounts of all receipts and payments made by or on behalf of the Guild and prepare and present at the Annual General Meeting annual accounts that have been certified by the Guild's Auditor or an Independent Examiner.

c) The Council may appoint one or more sub-committees consisting of three or more members for the purpose of making any enquiry or supervising or performing any function or duty which in the opinion of the Council would be conveniently undertaken or carried out by a sub-committee: provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the Council.

d) Have a general power of co-option of members or non-members for such purposes as the Council may deem necessary or expedient.

e) Have a general power of determination of Council members whose membership is prejudicial to the Guild or who fail to attend Council meetings within the period of one year.

f) Have power to fill a vacancy on the Council as and when the same occurs until the next Annual General Meeting.

ANNUAL GENERAL MEETING

8.a) The Annual General Meeting shall be held within 4 months of the end of the year at such time and place as shall be determined by the Council and members shall receive thereat the annual report containing the annual accounts, statement of membership and Council Report.

b) At least 14 days before each Annual General Meeting notice of the meeting and the list of nominations for officers for the ensuing year and members to fill the vacancies for elected members on Council, who have been duly proposed and seconded, shall be circulated among the members together with details of any special resolutions to be proposed thereat.

c) The election of Officers and Members of the Council to fill the said vacancies shall be by show of hands unless there are more nominated than there are vacancies to be filled then in which case the election of such officers and members shall be by ballot.

d) An Auditor or Independent Examiner shall be appointed for the current 12 months accounting period.

e) There shall be a quorum when at least one twentieth of the number of members of the Charity for the being or ten members, whichever is the greater, are present at any general meeting.

EXTRAORDINARY GENERAL MEETINGS

9. All General Meetings of the Guild other than the Annual General Meeting shall be

Extraordinary General Meetings and such meetings either:

- a) may be summoned by the Council at any time, or:
- b) shall be summoned within 6 weeks by the Secretary upon written request signed by not less than 20 members.

Such meetings shall be presumed to be duly convened if members shall have been given at least 14 days' notice in writing of the same together with details of the resolution and business to be transacted thereat.

SPECIAL RESOLUTIONS

10. Any member desirous of bringing forward a resolution shall give notice in writing thereof to the Secretary at least 6 weeks prior to the holding of the Annual General Meeting. Any such resolutions shall have been duly seconded and shall be set forth in the Agenda with the names of the proposer and seconder.

COUNCIL MEETINGS

11. The Council shall meet at least 3 times a year and on such occasions as circumstances shall require and five members shall form a quorum.

CHAIRMANSHIP

- 12. a) The Chairman, if present, shall take the Chair at all General Meetings and Council Meetings unless otherwise arranged by him/her. In the absence of the Chairman, the members present shall appoint a Chairman for the meeting.
- b) In General Meetings the decision of the Chairman upon a question of order, voting, adjournment of the meeting and interpretation of the Constitution of the Guild shall be final. Upon any other question in the event of an equality of votes the Chairman shall have a casting vote.

ALTERATIONS TO THE CONSTITUTION

- 13.a) Subject to the following provisions of this clause the Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice of the general meeting must include notice of the resolution, setting out the terms of the resolution proposed.
- b) No amendment may be made to clause 1 (the name of the charity clause), clause 2 (the objects clause), clause 14 (the dissolution clause) or this clause without the prior consent in writing of the Commissioners.
- c) No amendment may be made which would have the effect of making the Charity cease to be a charity at law.
- d) The Council should promptly send the Commissioners a copy of any amendment made under this clause.

DISSOLUTION

14. If the Council decides that it is necessary or advisable to dissolve the Charity it shall call a meeting of all members of the Charity, of which not less than 21 days' notice stating the terms of the resolution to be proposed shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting the Council shall have power to realise any assets held by or on behalf of the Charity. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution having objects similar to the objects of the Charity as the members of the Charity may determine or failing that be applied for some other charitable purpose. A copy of the statement of accounts, or account and statement for the final accounting period of the Charity must be sent to the Commissioners.

15. This Constitution shall come into force on the 1st day of May 2016