

Bye-laws for management of Leamington and Warwick Musical Society

Date last amended: 5 January 2023

1. Precedence

These bye-laws describe the management of Leamington and Warwick Musical Society ("LWMS") CIO ("the CIO") which accompany those in its Constitution ("the constitution"). In case of any conflict, the constitution will take precedence.

2. President

- 2.1. The President of LWMS is an honorary, ambassadorial appointment.
- 2.2. The CIO trustees shall nominate a candidate for President for approval or reapproval annually at a General Meeting. CIO trustees may terminate the appointment at their discretion.
- 2.3. The President will be granted honorary membership of the CIO if they hold no other class of membership, as defined in the bye-laws of the Society.
- 2.4. The President's responsibilities include:
 - (a) Advocacy and promotion of LWMS, its objects, aims, and values;
 - (b) Representation of LWMS with key stakeholders and the media;
 - (c) Contributing advice and counsel to the CIO trustees, committee members, and general members on relevant issues.
- 2.5. The President may be invited to join management committee meetings as a guest or co-opted member as appropriate, and shall receive copies of all meeting minutes.

3. Management committee

- 3.1. The management committee ("committee") of LWMS is responsible for the day-to-day running of LWMS, as delegated to it by the CIO trustees.
- 3.2. Committee members must be full members of the CIO.
- 3.3. Committee members shall be elected annually at a General Meeting. All committee members shall retire on the day of the General Meeting, but shall be eligible for re-election.
- 3.4. The CIO trustees or committee may fill any vacancy arising on the committee due to removal or resignation of a committee member between General Meetings.
- 3.5. The CIO trustees or committee may co-opt a member to the committee to represent a specific area of interest or issue of consideration. Co-opted members shall have no voting rights.
- 3.6. If a committee member has been absent for three consecutive meetings of the committee, they shall be removed from the committee, unless the committee is satisfied that the absence was due to illness or other reasonable cause.

- 3.7. In the event of misconduct by a committee member, the trustees may, as appropriate:
- (d) suspend them from the committee and/or all LWMS activities pending the conclusion of investigations;
 - (e) investigate the misconduct, or refer to public authorities;
 - (f) consider sanctions including removal from committee or termination of membership under clause 9.4 of the constitution.

4. Collective duties & responsibilities

- 4.1. The committee may delegate any of its powers or functions to a sub-committee. The committee must determine the terms and conditions on which the delegation is made, and may at any time alter those terms and conditions, or revoke the delegation.
- 4.2. The committee shall normally hold a meeting, in private, once in each month and at other times as circumstances require. Each committee member shall receive an agenda and details of business to be conducted, in advance. Meetings may be in-person, virtual, or hybrid, as defined in the constitution.
- 4.3. Questions arising at a meeting shall be decided by a majority of those eligible to vote, and in the case of an equality of votes, the chair shall have a second or casting vote.
- 4.4. Minutes shall be kept for all meetings including:
- (a) the names of the committee members present at the meeting, without distinction between any who attended in person and any who attended virtually;
 - (b) the decisions made at the meetings; and
 - (c) where appropriate the reasons for the decisions;
- 4.5. Minutes shall be retained for at least seven years. Minutes will not generally be released to LWMS members until their contents are no longer commercially sensitive.
- 4.6. LWMS shall be affiliated to the National Operatic and Dramatic Association (“NODA”) and shall, where possible, be represented by the President, a member of the trustees, or of the committee at all NODA Annual Meetings.
- 4.7. The committee is collectively responsible for:
- (a) the selection of productions;
 - (b) arranging dates, venues, and price of admission for productions;
 - (c) appointing a musical director, director, choreographer, stage director, stage manager, wardrobe manager, property manager and other officials (a “production team”), as necessary for productions;
 - (d) arranging social and fundraising events.

5. Named roles

There are several named roles on the committee with specific responsibilities. Any other functions may be adopted and adapted by other committee members as required.