



ASSISTANT DIRECTORS ASSOCIATION

CONSTITUTION

1. Name and date of commencement

The Association shall be called ASSISTANT DIRECTORS ASSOCIATION (hereinafter referred to as the "Association") and shall be constituted from 16th February 2009.

2. Aims and Objectives

The Association is a non-profit making organisation whose overall aim is to promote the interests of Assistant Directors of any grade, including runners, working in any filmed media in the UK (hereinafter referred to as "Assistant Directors") .

The Association's main objectives are as follows:

2.1 To promote co-operation and support between members and to promote the sharing of knowledge for the benefit of all.

2.2 To establish a benchmark standard of working through development of training programmes for members in co-operation with third party training providers.

2.3 To work towards raising awareness of the responsibilities and duties of Assistant Directors in the working environment for the benefit of members and employers alike.

2.4 To be mutually supportive of all members with regard to all issues concerning working as an Assistant Director at any grade, including runners, and in particular with regard to co-workers on any given shoot.

2.5 To protect the interests of members in the working environment.

2.6 To establish good and productive working relationships with employers and employers' organisations.

2.7 To be open to the input, concerns and feedback of members and to develop policy to assist members in improving working conditions.

2.8 To be open to dialogue and consultation with other organisations and to work in co-operation with those organisations to achieve the above aims.

2.9 To exist as a politically independent Association.

2.10 To be dedicated to the career advancement of members.

3. Membership

3.1 Subject to the payment of annual subscriptions and membership criteria (laid out in 3.1.1 below), as determined by the Steering Committee and approved at each Annual General Meeting, Ordinary Membership shall be open to anyone working as

an Assistant Director, at any grade, including runners, in any filmed media in the UK, interested in furthering the aims and objectives of the Association.

3.1.1 Membership shall be conditional upon the submission of a completed application form to the Steering Committee and the providing of three referees.

3.1.2 For all applicants working as runners, 3rd and 2nd Assistant Directors referees shall be defined as professional Assistant Directors working at a higher grade than the applicant.

3.1.3 In the case of applicants working as 1st Assistant Directors these referees shall be industry professionals working at the same grade or as Line Producers. Applications from 1st Assistant Directors may be supported by proof of a body of work and, in certain cases, and at the discretion of the Steering Committee, a substantial body of work may negate the requirement for referees.

3.2 Filmed Media shall be defined as a moving image committed to a recording media including film, tape, digital and solid state recording devices. Examples include, but shall not be limited to Feature Film, Short Film, TV, Drama, Commercials, Promos and Internet Virals.

4. Management

4.1 Steering Committee:

4.1.1 The Steering Committee shall be elected at the Annual General Meeting and shall comprise a Chairperson, Treasurer and Secretary, plus between 2 and 6 further committee members. If the post of any officer or other committee member should fall vacant after such an election, the Steering Committee will have the power to co-opt up to two members. The Steering Committee shall comprise Ordinary Members of the Association only.

4.1.2 The Steering Committee shall meet as often as required to make and execute such decisions as are necessary in implementing the aims and objectives of the Association, and a minimum of 8 times in any 12 month period. The Steering Committee shall report all its activities to the Annual General Meeting and shall account to the Annual General Meeting in accordance with article 6.6

4.1.3 If a Committee member misses three consecutive Committee meetings without apology it will be deemed that they have resigned.

4.2 Sub-Committees:

4.2.1 The Steering Committee may appoint sub-committees to carry out activities of a specific nature.

4.2.2 The Steering Committee will agree in advance the terms of reference for any sub-committees.

4.2.3 All sub-committees shall report to the Steering Committee and may be dissolved at the discretion of that Committee

5. Rules of Procedure at Meetings

5.1 Annual General Meeting

5.1.1 General meetings of the Association shall be held annually. Not more than fifteen months shall elapse between the date of one Annual General Meeting and the next.

5.1.2 Approve the minutes of the previous year's AGM

5.1.3 Receive reports from the Chairperson and the Secretary

5.1.4 Receive a report from the Treasurer and approve the annual accounts

5.1.5 Elect the Steering Committee

5.1.6 Consider changes to the Constitution

5.1.7 Deal with relevant business

5.2 Extraordinary General Meetings

An Extraordinary General Meeting shall be called by an application in writing to the Secretary supported by at least two-thirds of the Association membership. The Steering Committee shall also have the power to call an Extraordinary General Meeting by decision of a simple majority of its members.

5.3 Notices

5.3.1 At least twenty eight days notice shall be given to all members of any General Meeting.

5.4 Voting

5.4.1 Each member shall have one vote, which may be given in person or by proxy appointed in writing. In such cases where it is available the vote may be cast via the Association website.

5.4.2 With the exception of changes to the Constitution, decisions put to the vote shall be resolved by a simple majority of the Ordinary Members at General Meetings.

5.4.3 Except for elections to the Steering Committee, the Chairperson shall have a casting vote in cases of equality.

5.5 Quorum

General Meeting

5.5.1 The quorum at General Meetings shall be the presence, or presentation by proxy, of at least one fifth of all Ordinary Members of the Association.

5.5.2 If 60 minutes after the start of a General Meeting the requisite quorum is not present, the meeting shall be abandoned and re-convened with 7 days clear notice of the re-convened meeting being given. The members present at the reconvened meeting will form a quorum.

Committee Meetings

5.5.3 The quorum at Committee Meetings shall be three or a simple majority of appointed committee members, whichever is the greater.

5.5.4 If 60 minutes after the scheduled start of a committee meeting the requisite

quorum is not present the meeting may be abandoned. If the meeting goes ahead without a quorum, committee members will be instructed by the chairperson to respond in writing to the committees findings and provisional decisions within 14 days of the publication of minutes. After such time has elapsed final decisions will be made public and the business of the committee will continue as before.

5.6 Changes to the Constitution

5.6.1 Any change to the Constitution shall require a two-thirds majority of all those present, or represented by proxy, and eligible to vote, at a General Meeting.

5.6.2 Notice shall be given to all voting members of any General Meeting as specified in section 5.3 and then any proposal to change the constitution shall be submitted in writing to the Secretary at least twenty one days prior to the meeting.

5.6.3 All proposals for changes to the Constitution shall be signed by two members eligible to vote at a General Meeting.

6. Finance

6.1 Members shall pay an annual subscription to the Association by the 15th April each year. The amount will be decided by majority vote at the Annual General Meeting.

6.2 All monies received by or on behalf of the Association are to be used to further the aims of the Association as agreed by the membership.

6.3 All money raised on behalf of the Association shall be paid into a deposit account or current account at The Co-operative Bank or such other bank as shall from time to time be substituted by the Steering Committee.

6.4 All cheques shall be signed by two of the three nominated Committee Members.

6.5 Single expenditures above £5000 shall need to pass a vote at a General Meeting.

6.5.1 Single expenditures above £100 but but less than £5000 can be passed by unanimous vote of the Steering Committee.

6.6 The Treasurer will be responsible for the preparation of the annual accounts of the Association which shall be presented by the Steering Committee, after audit, at the Annual General Meeting.

6.7 The accounts shall be audited by an independent person.

7. Bye-laws

The Steering Committee shall have the power to publish and enforce such bye-laws as the Ordinary Membership feels necessary to govern the activities of the Association.

8. Equal Opportunities

The Association recognizes that certain groups are discriminated against in society. The Association shall be opposed to such discrimination and committed to equality of opportunity in its business, in its relations with its members and others and in its composition of committees.

9. Dissolution

The Association may be dissolved if two-thirds or more of the Ordinary Members so desire, by their giving three months notice in writing to the Chairperson of the Association. In this event the liabilities of the Association shall be discharged and the residuary assets distributed to a recognised charitable body.

Signed (Chairperson) _____

Signed (Committee Member) _____