



ROLEYSTONE THEATRE INC.

CONSTITUTION

Last updated 11 October 1994

1. THE NAME OF THE SOCIETY

The name of the Society shall be 'Roleystone Theatre Inc.' hereafter referred to as 'the Society'.

2. OBJECTS OF THE SOCIETY

- a) To foster both choral and dramatic arts for the cultural and social benefits of its members and to present public performances of these arts.
- b) To assist such charities or community endeavours as the Society shall from time to time determine.

3. POWERS OF THE SOCIETY

The powers of the Society shall be such as to enable it to do all things as are necessary, incidental or conducive to the objects of the Society.

4. MEMBERSHIP

- a) Membership of the Society shall be open to all persons who agree to abide by this Constitution.
- b) A member other than as associate member shall be entitled to one vote at any General, Special, Ordinary or Annual General meeting providing that member has attained the age of 18 years.
- c) The Society may provide for associate membership.

5. HONORARY LIFE MEMBERSHIP

- a) An honorary life membership may be awarded to any service member or delegate of the Society. Nominations must be in writing and given to the Committee of Management.
- b) The Committee of Management shall decide on any nomination for honorary life membership.
- c) The conferring of life membership will take place on an occasion, decided upon by the Committee, as soon as possible after Committee approval of the nomination.
- d) An Honorary Life Member shall have all voting rights and privileges afforded to any financial member.

6. EXPULSION OF MEMBERS

- a) If in the opinion of a majority of the Committee of Management a member of the Society has acted in a manner which is prejudicial to the good name of the Society then the Committee shall have the power to terminate that membership.

- b) In the event of a membership being terminated in accordance with 6a) hereof then that person shall the right of appeal to a Special General Meeting convened within 21 days of the termination to have the decision ratified/overruled or amended.

7. MEMBERSHIP FEES

- a) Fees for membership of the Society shall be fixed each year at the Annual General Meeting and shall become due and payable on the first day of March each year.
- b) Annual membership fees for members under the age of 18 years shall be no more than one half of the adult fee.
- c) Any person whose fees are in arrears as at the 1st April in that year and for as long as such fees remain unpaid shall not be entitled to vote on any resolution placed before any meeting of the Society.

8. PUBLIC PERFORMANCES

- a) The Society shall endeavour to present performances for the public at such times and places and of such a nature as decided by the Society.
- b) The Committee shall decide on the content of such performances.
- c) All persons engaged in public performances shall be financial members of the Society except guest artists may be invited on the majority decision of the Committee.

9. MEETINGS

- a) Annual General Meeting
The Annual General Meeting shall be held during the month of February each year. Prior notice of the meeting of not less than 14 days shall be given to all financial and life members.
- b) Ordinary Meetings
The Society shall hold Ordinary Meetings as and when the committee deems it necessary either to advise the membership of important decisions that have been made, or it is required for the members to vote on a major proposal. Prior notice of this meeting of not less than 14 days shall be given to all financial and life members.

- c) **Special General Meetings**
Special General Meetings shall be called for amendments to the Constitution or the Dissolution of the Society. A member may require the Committee of Management to call a Special General Meeting to determine a decision made by it under Section 6b) of this Constitution. Prior notice of a Special General Meeting of not less than 7 days shall be given to all financial and life members.
- d) At a Special General Meeting an amendment or addendum to the Constitution shall only be effective if carried out by 75% of voting members in attendance at the meeting.
- e) At Annual General Meetings, Ordinary Meetings and Special General Meetings an attendance of 20 per centum of the members entitled to vote or 20 members with voting rights shall constitute a quorum but never less than five financial members who have voting rights.
- f) At Annual General Meetings, Ordinary Meetings and Special General Meetings the chairperson shall not accept a motion from a non-financial member or accept a vote from any member not present at the said meeting.

10. COMMITTEE OF MANAGEMENT

- a) A Committee of Management shall be elected at the Annual General Meeting together with an auditor. The auditor does not have to be a financial member of the Society.
- b) The Committee shall comprise of the President, Secretary, Vice President, Treasurer and six other elected members.
- c) Nominations for the position of President, Secretary, Vice President and Treasurer shall be called for at the same time as notification of the Annual General Meeting.
- d) Nominations for the position of President, Secretary, Vice President and Treasurer shall be lodged in writing with the Secretary at least 12 hours prior to the commencement of the meeting.
- e) Where no nomination is received for the position of President, Vice President, Secretary or Treasurer then the Chairman of the meeting shall call for nominations from members at the meeting.
- f) All elections shall be by secret ballot.

11. DUTIES AND POWERS OF THE COMMITTEE OF MANAGEMENT

- a) The President and in the President's absence the Vice President shall be Chairperson at all meetings.

- b) Six or more members elected at a General Meeting shall constitute a quorum.
- c) The Committee shall, where possible, implement the constitutional majority decisions of a General Meeting.
- d) The Committee shall allocate funds for productions.
- e) The Committee shall purchase capital equipment as needs arise and funds allow.
- f) The Committee shall allocate positions of responsibility as the need arises.
- g) The Committee shall formulate rules and regulations as required, providing such rules and regulations do not contravene this Constitution.

12. BANK ACCOUNT

- a) An account shall be maintained in the name of the Society at a bank which the Society shall from time to time decide upon. Such account shall be operated on behalf of the Society by the President, Secretary and Treasurer. Any two to sign.
- b) Accounts shall be submitted to the Annual General Meeting and will be audited by an auditor appointed by the members.
- c) The income and property of the Society shall be applied solely towards the promotion of the objects of the Society. No portion of the income or property shall be paid, transferred or distributed directly or indirectly to the members of the Society, provided that nothing shall prevent the payment on good faith of remuneration to any officer or employee of the Society or to any person other than a member, in return for services rendered for the Society.
- d) The financial year of the Society shall be from January 1 to December 31.

13. COMMON SEAL

The common seal of the Society engraved with the name of the Society shall be kept in the care of the Secretary. The seal shall not be used or affixed to any document or deed except pursuant to a committee resolution and in the presence of the President and two members of the Committee all of whom shall subscribe their signatures as witnesses.

14. VACANCIES OR ABSENCE OF OFFICERS

- a) In the event of the office of President becoming vacant, the Vice President shall preside at all meetings of the Society and shall perform the functions of the office of President until the election of President at the next Ordinary or Annual General Meeting.
- b) In the absence of both the President and Vice President from any meeting a Chairman for that meeting will be elected from and by the financial members present.
- c) Extraordinary vacancies in other offices shall be filled by election at the next meeting and such office shall again become vacant at the next Annual General Meeting.

15. STANDING ORDERS

- a) The following order of business shall be observed at all meetings:
 - i. Apologies
 - ii. Reading and confirming minutes of previous meeting
 - iii. Business arising from minutes
 - iv. Correspondence
 - v. Treasurer's report
 - vi. Reports (President, Committees etc.)
 - vii. Motions of which notice has been given at previous meeting
 - viii. General Business.
- b) On all matters placed before a meeting the President or Chairperson shall have one deliberative vote and in the event of a tied vote the matter shall be deemed to be resolved in the negative.
- c) Any matter resolved in the negative at any meeting may only be re-introduced at any future meetings on notice of motion accordance with Section 16.
- d) At all meetings the rules of debate shall apply.

16. NOTICE OF MOTION

- a) A Notice of Motion shall be submitted in writing to the Secretary prior to the meeting for which notice is given but in sufficient time for such notice of motion to be included in the notice paper for the meeting at which the said motion shall be discussed.
- b) Amendments or additions to this Constitution may only be made subsequent to a Notice of Motion and in accordance with sub-para 9d) hereof.

17. DISTRIBUTION OF SURPLUS PROPERTY ON WINDING UP OF ASSOCIATION

If, on the winding up of the Association, any property of the Association remains after satisfaction of the debts and liabilities of the Association and the costs, charges and expenses of that winding up, that property shall be distributed:

- a) to another incorporated association having objects similar to those of the Association; or
- b) for charitable or benevolent purposes,

which incorporated association or purposes, as the case requires shall be determined by resolution of the members when authorising and directing the Committee under Section 33(3) of the Act to prepare a distribution plan for the distribution of the surplus property of the Association.

18. A copy of this Constitution shall be issued to all financial members of the Society.

THIS CONSTITUTION WAS ADOPTED AT A SPECIAL GENERAL MEETING OF THE SOCIETY HELD AT ROLEYSTONE THEATRE ON TUESDAY 11 OCTOBER 1994. SIMULTANEOUSLY WITH THE REVOCATION OF THE FORMER CONSTITUTION DATED DECEMBER 1984.

PRESIDENT _____

SECRETARY _____