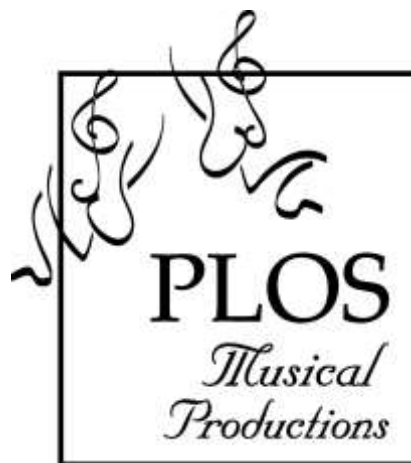
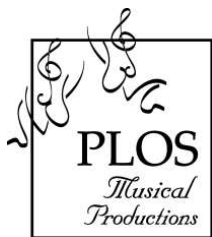


# Constitution of PLOS Musical Productions



**September 2007**



## **PLOS MUSICAL PRODUCTIONS INC.**

### **CONSTITUTION**

#### NAME

1. The name of the organisation shall be 'PLOS Musical Productions Incorporated', hereinafter called 'the Society'. In the following the word Act shall be taken to refer to the Associations Incorporated Act 1981.

#### OBJECTS

2. The objects for which the Society is formed are as follows:
  - (a) to perform light operatic and operatic productions, musical comedies and musical plays.and,
  - (b) to promote, foster and maintain in the community an active appreciation of the arts, by any means which may be deemed desirable.

#### IMPLEMENTATION OF OBJECTS

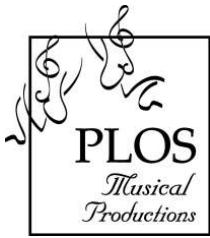
3. In order that full effect may be given to the above objects, the Society shall have the express powers to:
  - (a) present performances and encourage members to participate in such performances,
  - (b) collaborate with other organisations having similar objectives,
  - (c) co-operate generally with other organisations interested in cultural development,
  - (d) purchase, take on lease, or hire, or otherwise obtain any real or personal property, and sell, lease or let, or otherwise dispose of any real or personal property at or for such price or prices, rent or rentals, and generally upon such terms and conditions in all respects as the Committee may resolve.

#### MEMBERSHIP

4. Any person shall be eligible for membership, Members under the age of 16 years shall not be entitled to vote at meetings or to hold office.  
The participation in any capacity of any person under 16 years of age shall be subject to the approval of the Committee.  
Any members (other than Associate members) shall be prepared to assist in any amateur capacity to fulfill the objects of the Society.

#### MEMBERS

5. The Members of the Society shall be:
  - (a) Ordinary Members who shall pay an annual subscription. The subscription is due and payable on 1<sup>st</sup> April each year.
  - (b) Family Members who shall pay a family membership subscription. Family Membership shall include wholly dependent children.
  - (c) Life Members, who may be elected for exceptional service to the Society, or in other very special circumstances. Such election shall be on recommendation from the Committee. Life Members over the age of 16 years shall be entitled to vote at meetings or to hold office and shall have the full rights and privileges accorded to Ordinary Members.
  - (d) Associate Members, who shall pay an annual subscription and receive regular information about the Society, but shall not be entitled to vote at meetings or be elected to any Committee positions, or perform in Society productions.
  - (e) Voluntary Members who shall pay an annual subscription of \$1 and will be appointed by the committee to undertake certain tasks in any current production role but shall not be entitled to vote at meetings or have the benefits of full membership.
  - (f) A classified Register of Members in each category of membership shall be maintained and kept by the Secretary.



## **PLOS MUSICAL PRODUCTIONS INC.**

### **CONSTITUTION**

(g) Each subscription under Clauses (a), (b), (d), (e) is due and payable on 1<sup>st</sup> April each year.

#### SUBSCRIPTIONS

6. The amount of the annual subscription payable in advance in each category of membership shall be resolved by a General Meeting of the Society, upon recommendation from the Committee.

#### ENROLMENT OF MEMBERS

7. (a) On payment of the appropriate membership subscription, a member shall be enrolled and entitled to the rights and privileges of the Society subject to this Constitution. A copy of the Constitution will be available.

#### EXPULSION OF MEMBERS

8. The Committee shall have the right to refuse membership of the Society to any person or to discontinue the existing membership of any person. Any such decision shall only be on the unanimous vote of the committee.

#### PRIVILEGES OF MEMBERS

9. The privileges of members shall include:

(a) the right of preferential booking facilities for any Society presentation, and

(b) (Associate members excepted ) the right to participate in all Society productions, but no member shall claim any prior right to selection as a member of any cast, or in any other capacity.

#### FINANCIAL YEAR

10. The Society's financial year shall end on the 31<sup>st</sup> March each year. Annual subscriptions shall become payable on that date, and if any member fails to pay his subscription before the next Annual General Meeting his membership shall be deemed to have lapsed.

#### GENERAL MEETING

11. The Annual General Meeting shall be held the third week of June each year.

#### NOTICE OF MEETINGS

12. (a) Members shall be given 28 days notice of the Annual General Meeting and 14 days notice of any Special General Meetings. Such notice shall be in writing specifying, the place, date and hour of the meeting, and shall be by prepaid letter post or reasonable equivalent.

(b) The non-receipt of any such notice by any member shall not invalidate any such resolution passed at such meetings.

#### SPECIAL GENERAL MEETINGS

13. The Secretary may convene a Special General Meeting:

(a) upon receipt of a written request made by the President.

(b) upon receipt of a written request made by five (5) Committee Members.

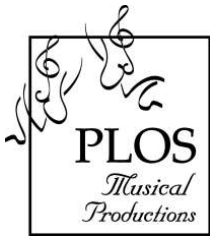
(c) upon receipt of a written request by twenty (20) members who are entitled to vote.

#### REQUEST FOR SPECIAL GENERAL MEETINGS

14. A request pursuant to clause 13, shall state the purpose for which the meeting is proposed to be called, and shall be submitted to the Secretary. The Secretary shall proceed to convene the meeting within 21 days of the date of delivery of such submission to the Secretary.

#### QUORUM FOR GENERAL MEETINGS

15. Twenty (20) members, being personally present and entitled to vote, shall be a quorum for an Annual or Special General Meeting, except that an adjourned meeting, those members present shall be a quorum.



## **PLOS MUSICAL PRODUCTIONS INC.**

### **CONSTITUTION**

#### PRESIDING AND VOTING AT GENERAL MEETINGS

16.(a) The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each General Meeting of the Society.

(b) If the President and the Vice-President are absent from a General Meeting, or are unable to attend, the members present must select one of their number to preside as Chairperson.

(c) At all General Meetings, each member personally present and entitled to vote shall be entitled to one vote.

(d) The Chairperson shall have a second or casting vote in the case of equality of votes.

#### COMPOSITION OF COMMITTEE

17. The Committee shall consist of:

(a) An Executive consisting of the President, the Vice-President, the Secretary and the Treasurer.

(b) Six (6) other members of the Society.

(c) The Immediate Past President as a member ex officio.

Any duly elected President, who has served a full year of office, and is not re-elected as President shall be entitled to occupy the office of Immediate Past President for the ensuing year.

In the event of a President not serving a full year, or being elected as President the incoming Committee shall, at the first meeting, decide who shall occupy the office of Immediate Past President for that year.

#### TERM OF OFFICE OF COMMITTEE MEMBERS

18.(a) Each member of the Committee shall hold office, subject to this Constitution, until the dissolution of the Committee at the General Meeting at which his/her successor is appointed.

(b) All Committee members shall hold office for one year and shall be eligible for re-election at the next Annual General Meeting.

#### NOMINATIONS FOR VACANCIES

19. (a) Not less than twenty-eight (28) days before the Annual General Meeting, the Committee shall notify financial members of those duly qualified persons whom the Committee nominate for the vacancies about to occur in the offices of President, Vice-President, Secretary, Treasurer and ordinary membership of the Committee.

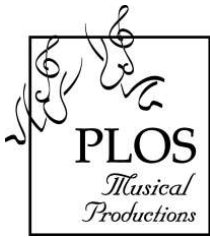
(b) Not less than fourteen (14) days before the Annual General Meeting, any two (2) financial members may nominate any other financial member for executive office or for ordinary membership of the Committee by delivering such nomination to the Secretary in writing.

(c) Financial members shall be notified before the Annual General Meeting of the names of all nominated candidates.

#### ELECTIONS AND VOTING

20. (a) The elections shall be conducted at the Annual General Meeting amongst financial members being personally present and entitled to vote. The names of members eligible to vote shall be checked against the Register of current financial members.

(b) The Committee shall appoint two persons to act as scrutineers.



## PLOS MUSICAL PRODUCTIONS INC.

### CONSTITUTION

(c) Where the number of nominations exceeds the number of vacancies, a secret ballot shall be conducted and voting shall be preferential with votes recorded by listing candidates in alphabetical order, and placing numbers against each name in the desired voting order.

(d) The number of votes cast for each candidate shall not be announced or revealed by the scrutineers.

#### DISQUALIFICATION OF COMMITTEE MEMBER

21. Any member of the Committee, who shall absent himself from three (3) successive ordinary meetings of the Committee without written permission of the Committee given before the end of the third such meeting, may be deemed to have vacated his position.

#### VACANCY ON COMMITTEE

22. In the event of a casual vacancy, the continuing members of the Committee may act for the purpose of filling any vacancy, summoning a Special General Meeting, or dealing with an emergency. A member appointed by the Committee to fill a casual vacancy shall have all the normal privileges and responsibilities of that office including that of voting. The appointment must be ratified at the next General Meeting. For the purposes of assessing the term of office it shall be deemed to have the same status as the resigning member.

#### COMMITTEE MEETINGS

23. (a) The Committee shall hold monthly meetings for the dispatch of business, and may adjourn and otherwise regulate its meetings as required.

(b) The Secretary shall notify all members in writing of the time, date and venue of Committee Meetings.

#### CONVENING AND VOTING OF COMMITTEE MEETINGS

24. (a) Committee Meetings may be convened,  
(1) by the President  
(2) by the Secretary, on instruction from the President  
(3) by the Secretary, on request from three (3) members of the Committee.

(b) Each Committee Member personally present except the Past President, shall be entitled to one (1) vote on all motions presented, provided the President shall have a deliberative vote, and in the event of an equality of votes shall have a second or casting vote.

#### QUORUM

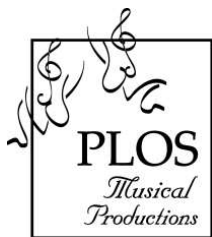
25. Five (5) members of the Committee shall form a Quorum provided that this number includes two (2) members of the Executive.

#### EMERGENCY MEETING OF COMMITTEE

26. An emergency meeting of the Committee may be convened by the President, Secretary or any six (6) members of the Committee provided that the Secretary is able to notify in time all members concerned.

#### SUB-COMMITTEES

27. The Committee may appoint Sub-Committees consisting of such member or members of its body, and such co-opted persons as it thinks fit. Any such Sub-Committees shall conform to any regulations that may be imposed upon it by the Committee. Proceedings of Sub-Committees shall be reported to, and recorded by, the Committee. The President and Secretary shall be ex-officio members of all Sub-Committees.



## PLOS MUSICAL PRODUCTIONS INC.

### CONSTITUTION

#### VISITORS AT COMMITTEE MEETINGS

28. At the discretion of the Committee, general society members or other persons may attend Committee meetings if specifically requested to do so, for the discussion of any relevant business but will not be entitled to move any motion, or any amendment thereto, or to vote.

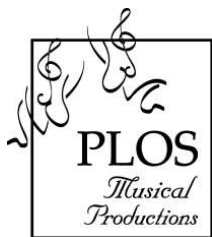
#### SPECIAL POWERS OF COMMITTEE

29. Without prejudice to the general powers conferred by this constitution, it is hereby expressly declared that the Committee shall have the following powers:
- (a) To regulate the procedure, or order of business at General Meetings of the Society, and meeting of the Committee, and any Sub-Committee.
  - (b) To appoint an Assistant Secretary from amongst the General Members of the Committee.
  - (c) To draw up a Syllabus of activities of the twelve (12) months following their election at the Annual General Meeting.
  - (d) To make, amend and replace such resolution as they may deem necessary for the proper conduct of the Society, and the regulation of its affairs.
  - (e) To make and give receipts, releases and other discharges, for money payable to the Society, and for claims and demands of the Society.
  - (f) To determine who shall be entitled to sign on the Society's behalf, all bills, notes, receipts, acceptances, endorsements, cheques, releases, contracts and other documents.  
Until otherwise decided those entitled to sign shall be the Treasurer, and one of either the President or Secretary.
  - (g) To appoint Directors, Musical Directors, Choreographers and Production Department Heads as may be required.
  - (h) To determine who shall be eligible to receive honoraria, to assess the amounts and to pay these people, who may include: Director, Musical Director, Choreographer and Secretary.
  - (i) To select the various productions for presentation.
  - (j) Without prejudice to the Society being an entirely amateur body, to arrange for, and/or consent to the Director and/or Musical Director for the time being arranging the engagement in any capacity, of professional persons from outside the membership of the Society.
  - (k) To have the right to reprimand and/or take any further action it deems justified against any performer acting in a manner detrimental to the current production.
  - (l) To delegate to any Sub-Committee or any member all or any of its powers, authorities and functions other than its power of delegation.

#### PRODUCTIONS

30. (a) The Society shall produce at least two (2) productions each year.  
Each show shall be produced in accordance with the written guidelines formulated and amended from time to time by the Committee.  
The Committee shall resolve what production positions, if any shall be advertised.

The Committee reserves the right to appoint suitable personnel to fill any production team position.



## **PLOS MUSICAL PRODUCTIONS INC.**

### **CONSTITUTION**

(b) The Committee shall appoint an Auditions Sub-Committee from Committee Members to supervise auditions on behalf of the Committee.

(c) Casting shall be the responsibility of the Director, Musical Director and Choreographer who will convey their specific requirements to the Committee so that members can be informed accordingly prior to the auditions. All applicants for principal roles must compete in auditions. Any disagreements to the selection of any members in casting shall be referred to the President. No member of the Society shall be entitled to receive payment for services rendered by virtue of being a member.

(d) The Director shall have the right to recommend Production Department Heads to the Committee for approval, except that the Committee may reserve its rights of appointment under clause 29(g).

(e) All persons involved in a production in any capacity shall be financial members in accordance with Clause 5.

(f) Any production activity conducted in the name of the Society must have the prior approval of the Committee, who shall satisfy themselves that the standards and objects of the Society are being maintained.

#### FINANCIAL CONTROL

31. (a) The Committee shall cause true records to be kept of all receipts and expenditure, and the matters in respect of which such receipts and expenditure respectively take place, and of the assets and liabilities of the Society.

(b) All monies shall be paid by the Treasurer into the Society's official account at a recognized and reputable bank, nominated by the Committee and approved in writing by the Auditor, and the Treasurer shall issue receipts for all monies received.

(c) All payments shall be made by official cheque and/or electronic transfer. In the case of electronic transfer(s) the cheque account balance as presented each month by the Treasurer to the Committee, must be verified and countersigned by one the three remaining bank signatories.

(d) Monies may be held in the form of long term deposits at the Society's official bank by resolution of the Committee.

#### FINANCIAL STATEMENTS

32. The Committee shall Cause to be prepared once every year proper revenue accounts and a balance sheet, containing a summary of the assets and liabilities of the Society made up to the 31st March each year, and shall lay the same before the Annual General Meeting of the Society, next after such date. The accounts shall also give a dissection of the income and expenditure incurred in the production of each individual show.

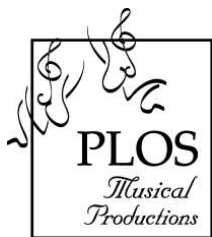
#### AUDITORS

33. At least once every year the accounts of the Society shall be examined and the correctness of the accounts and balance sheet ascertained and certified by one or more auditors who shall be a member of a recognized Accountancy Institute, but shall not be members of the Committee. The Auditor shall be appointed by the eligible members present at the Annual General Meeting each year.

#### AMENDMENTS TO CONSTITUTION

34. (a) The Committee may recommend such amendments to the Constitution as it deems fit, and such recommendations shall be submitted to a General Meeting.

(b) Upon the written request to amend the Constitution from five (5) members of the Society entitled to vote, the Committee shall submit the proposed amendment to the next General Meeting



## **PLOS MUSICAL PRODUCTIONS INC.**

### **CONSTITUTION**

(c) Notice to amend the Constitution must be given in writing fourteen (14) days before a General Meeting to each member of the Society entitled to vote. Such notice shall include a specification of the amendment.

(d) Any such amendment must be ratified by a three quarter majority at a General Meeting of those members personally present and entitled to vote, and shall not be effective until ratified.

#### FUNDS

35. The funds of the Society shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Committee determines.

#### ALTERATION OF RULES AND STATEMENT OF PURPOSE

36. These rules and the statement of purposes of the Society shall not be altered except in accordance with the Act.

#### COMMON SEAL

37. (a) The Common Seal of the Society shall be kept in the custody of the Secretary.

(b) The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures either of two (2) members of the Committee or one (1) member of the Committee and the Public Officer of the Society.

#### CUSTODY OF RECORDS

38. Except as otherwise provided in these Rules, the Secretary shall keep in his custody or under his control all books, documents and securities of the Society.

#### WINDING UP OR CANCELLATION

39. The Society may only be dissolved by resolution at a properly constituted General Meeting, at which two-thirds of the members are present. Such a resolution shall be decided by a simple constitutional majority of the members present. Should the Society be so dissolved, the assets remaining after all liabilities have been met shall be transferred to such other local Society or Societies having similar aims to those of this Society. This division of assets shall be determined by the final General Meeting. If the funds remaining are insufficient to cover liabilities no member of the Society holding office shall have any special liability by virtue of that office.