

THE CONSTITUTION OF

WYONG MUSICAL THEATRE COMPANY INCORPORATED

PART 1 NAME AND OBJECTIVES

- (1) The name of the association shall be
Wyong Musical Theatre Company Incorporated.
- (2) The objectives of the association shall be:
 - (a) The production of musical comedy, drama and pantomime.
 - (b) The furtherance of cultural developments on The Central Coast at the discretion of the management committee.
 - (c) The education, training and development of children and young people in skills relating to the theatre.
- (3) The assets and income of the organisation shall be applied solely in furtherance of the above-mentioned objects and no portion shall be distributed directly or indirectly to the members of the organisation except as bona fide compensation for services rendered or expenses incurred on behalf on the organisation.

PART 2 MEMBERSHIP

- (3) Membership shall be open to all persons interested in the objectives of the association.
Membership classification shall be:
 - (a) Member.
 - (b) Junior member.
 - (c) Life member.
- (4) Definition of members:
 - (a) Member: One who is over the age of sixteen (16) years who pays full annual subscription and who has full voting rights.
 - (b) Junior member: One who is under the age of eighteen (18) years who pays reduced annual subscription and who does not have voting rights.
 - (c) Life Member: A member who has been awarded life membership by committee in recognition of extraordinary service for an extended period and who has full voting rights.

An eligible member as defined in paragraph (c) may be nominated in writing for life membership by any financial member who has voting rights. A prospective life member must be nominated before the last committee meeting prior to an AGM, and it will be the committee's responsibility to confer such status as it sees fit.

(5) Life Member Privileges

Any member upon whom the status of Life Member has been conferred will be in receipt of the following privileges:

- (a) Free membership.
- (b) One free admission to all productions.
- (c) Acknowledgement on all programs.
- (d) For the Founding Member only, acknowledgement on all the official letterheads.

(6) Application for Membership

- (a) Application for membership of the association shall be:
 - (i) Made in writing on the forms set out in Appendix one.
 - (ii) Should be lodged with the secretary of the association.
- (b) As soon as practical, after receiving an application for membership, the secretary shall refer the application to the committee, who in turn shall determine whether to approve or reject the application.
- (c) The secretary shall notify the applicant of the committee's decision and request an approved applicant to pay within twenty eight (28) days, the sum payable under these rules by a member as annual subscription.
- (d) The secretary shall on payment on the annual subscription enter the applicants name in the register of members and upon the name being entered the applicant shall become a member of the association.

(7) Cessation of Membership

A person ceases to be a member of the association:

- (a) Dies or
- (b) Resigns the membership or
- (c) Is expelled from the association (Pursuant to section 12) or
- (d) Neglects to pay the annual subscription when due.

(8) Membership entitlements

A right, privilege, or obligation which a person has by reason of being a member of the association:

- (a) Is not capable of being transferred or transmitted to another person.
- (b) Terminates upon cessation of the person's membership.

(9) Register of members

- (a) The public officer of the association shall establish and maintain a register of the members of the association specifying the name and address of each member, together with the date that person became a member of the association, and in the case of junior members the date on which that junior is eligible to become a full member of the association.
- (b) The register of members must be kept at the principal place of administration of the association and shall be open for inspection by any member of the association by appointment at any reasonable hour.

(10) Fees, Subscriptions, etc.

A member of the association must pay to the association an annual membership fee as determined by the committee:

- (a) At the commencement of each calendar year.
- (b) Where the applicant becomes a member on or after 1st January in any calendar year then upon becoming a member.
- (c) If membership commences after 1st October then the member will be financial until the end of the following year.
- (d) A cast member must pay to the association a show fee, the amount of which shall be determined by the committee. This fee must be paid within twenty-eight (28) days after the announcement to the cast members of each production. Any person owing show fees will not be able to continue participating in the said production. This fee will not be redeemable to a member if said member ceases to be a cast member before the performance of said production. This show fee to be paid for each production and cannot be transferred to any other production. The show fee shall only be redeemable if the committee cancels the production.
- (e) Receipts for annual subscriptions and show fees shall be issued to members as soon as practicable after receipt of said fees.

(11) Liabilities of members

The liability of a member of the association to contribute towards the payment of debts and liabilities of the association, or the cost charges and expenses of the wind up of the association is limited to the amount, if any, unpaid by the member in respect of the membership of the association required by rule 10.(a).

- (12) Disciplining of members
Where the committee is of the opinion that a member of the association:
- (a) Has refused or neglected to comply with a provision or provisions of these rules or.
 - (b) Has wilfully acted in a manner prejudicial to the interests of the association, the committee may by resolution:
 - (i) Expel the member from the association.
 - (ii) Suspend the member from the association for a specified period.

PART 3 COMMITTEE

- (13) The management committee shall be responsible for managing the affairs of the association. The committee shall consist:
- (a) The office bearers, being – President, Vice-President, Secretary/Public Officer, and Treasurer and.
 - (b) Up to five (5) ordinary members elected by and from the membership provided that those elected are not committee members of any other theatre company.
- (14) Each member of the committee shall hold office until the positions become vacant during the Annual General Meeting the following year.
- (15) Nominations of candidates for election as office bearers and ordinary committee members must be received by the secretary prior to the last committee meeting before the Annual General Meeting, at which the election shall take place. Nomination form Appendix 3
- (16) Nominees for the positions of office bearers shall have been active members of the association for at least one (1) year prior to the election at which the person has nominated for.
- (17) Two (2) cast members may be elected by the cast to be part of the committee for the duration of each show, provided that they are willing to accept certain positions as determined by the committee. These members shall have voting rights for matters pertaining to that show.
- (18) The choice of the shows will be the decision of the committee.
- (19) The production teams will be the decision of the committee.

(20) Secretary/Public Officer

The secretary/public officer's duties of the association shall be to keep the minutes of:

- (a) All appointments of office bearers and members of the committee. (b) The names of all members of the committee present at all committee and general meetings.
- (c) All proceedings at committee and general meetings.
- (d) Maintain register of all members of the association and.
- (e) Handle all correspondence.

(21) Treasurer

It is the duty of the treasurer of the association to ensure that

- (a) All money due to the association is collected and receipts are issued where necessary and that all payments authorised by the association are made.
- (b) Correct books and accounts are kept showing financial affairs of the association including full details of all receipts and expenditure connected with activities of association.
- (c) Provide a statement of transactions, and bank balances at each committee meeting, financial statements for each Annual General Meeting and annual returns for the Department of Fair Trading.

(22) Removal of committee member

An officer bearer or committee member may be discharged if two thirds (2/3) of that committee deem that the said committee member has broken rule 12 of these rules.

(23) Casual vacancies

In the event of a casual vacancy occurring in the committee the position may be filled by a member of the association at the discretion of the committee.

(24) Meetings and quorums

- (a) The committee shall meet at least six (6) times in each twelve (12) month period. Any committee member may convene additional meetings.
- (b) The president must be the first point of contact for any business and will be an ex officio member for every sub-committee.
- (c) Any five (5) members of the committee constitute a quorum for the transaction of business.
- (d) At a meeting of the committee:
 - (i) The president or in the president's absence the vice-president shall preside or.

- (ii) If the president and vice-president are absent or unwilling to preside one of the remaining committee members at the meeting as may be chosen by the members present shall preside. (iii) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- (iv) Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (v) Subject to rule 23, the committee may act despite any vacancy on the committee.
- (vi) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.
- (vii) Where a decision must be made impromptu, an emergency meeting may be called by any committee member, either in person, by phone or email. Any decision made must involve all committee members and must be unanimous. Any results must be entered into the minutes as soon as possible. In the event that a unanimous decision cannot be reached the matter may be referred to the next scheduled committee meeting.

PART 4 GENERAL MEETINGS

- (25) With the exception of the first annual general meeting the association shall convene an annual general meeting of its members each calendar year within a period of six (6) months after the expiration of each financial year of the association.

- (26) The association will hold the first annual general meeting:
 - (a) Within eighteen (18) months after its incorporation under the Act and.
 - (b) Within a period of six (6) months after the expiration of the financial year of the association.

- (27) Special meetings – calling of:
 - (a) The committee whenever it thinks fit may convene a special general meeting of the association.
 - (b) Notification of the date, time and place of all general meetings, other than those explained in Rule 27.d, shall be given by the secretary to all members at least fourteen (14) days prior to the date of a meeting.
 - (c) The committee shall upon requisition in writing and signed by not less than ten percent of the total number of financial members convene a special meeting of the association.
 - (d) A requisition by members for a special general meeting
 - (i) Shall state the purpose or purposes of the meeting and.
 - (ii) Must be signed by the members making the requisition.
 - (iii) Be lodged with the secretary.

- (c) If the committee fails to convene a special meeting within six (6) weeks after the date on which a financial members requisition was lodged, anyone or more of the members who made the requisition may convene a special general meeting to be held not later than one (1) month after that date. Notice of such a meeting must be given to all members by whosoever convenes the meeting at least fourteen (14) days prior to the meeting.

- (28) General meetings – procedure:
 - (a) Nine members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of business at a general meeting.
 - (i) The president or in the president’s absence the vice-president shall preside at each general meeting of the association.

- (ii) If the president and vice-president are absent or unwilling to act as chairperson the members present shall elect one of their number to act as chairperson.
- (b) A question arising at a general meeting of the association shall be determined by either a show of hands or by a secret ballot whichever the chairperson directs except in the case of election of officer bearers of the committee where a secret ballot should always be taken.
- (c) Upon any question arising at a general meeting a member has only one vote, but in the event of an equality of votes, the person presiding may exercise a casting vote.
- (d) All votes shall be given personally or by proxy, but no member shall hold more than one (1) proxy.
- (e) Each member shall be entitled to appoint another member as proxy by notice given to the secretary before commencement of the meeting in respect of which proxy is given.
- (f) The notice appointing the proxy shall be in the form set out in Appendix 2 of these rules.

PART 5 MISCELLANEOUS

- (29) Insurance
The association shall effect and maintain insurance pursuant to Section 44 of the Act
- (30) Funds – sources
- (a) The funds of the association shall be derived from membership fees, show fees, donations and such other sources as the committee determines.
 - (b) All monies received by the association shall be deposited as soon as practicable and without deductions, to the credit of the association's bank accounts.
 - (c) The association as soon as practicable after receiving any money issues an appropriate receipt.
- (31) Funds – management
- (a) The funds of the association shall be used in pursuance of the objectives of the association in such a manner as the committee determines and shall be kept in the name of the association.
 - (b) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two of the President, Vice President, Secretary and Treasurer of the association.
- (32) Alteration of objectives and rules
The statement of the objects and these rules may be altered, rescinded, dropped or replaced only by a special resolution of the association at a special general meeting. Voting shall be by secret ballot. At least 21 days written notice shall be given to the secretary of any proposed repeal or amendment.
- (33) Common Seal
- (a) The common seal of the association shall be kept in the custody of the Public Officer
 - (b) The common seal shall not be fixed to any instrument except by the authority of the committee and the affixing of the common seal shall be tested by the signature of two members of the committee.

- (34) Property of the association
All wardrobe accessories and properties shall at all times remain the property of the association and must be returned when called for. When scripts, costumes, and other property of the association are issued to the members, the member and in the case of junior members, a parent or guardian, shall sign for the same in a book kept for that purpose. All members shall be responsible for the safe keeping of the property lent to them by the association and returned on completion of each production and in default shall make proper compensation.
- (35) Dissolving of association
The association shall be dissolved upon the vote of three-fourths (3/4) majority of the members present at a special general meeting convened to consider such a question. Upon dissolution, assets and funds on hand shall, after payment of all expenses and liabilities, be handed over to such registered charity as a majority of members at the meeting may decide.
- (36) Name of the association
The name of the association shall not be used by any member or members for monetary gain without consent of the committee, including advertising for raising funds.
- (37) Financial year
The financial year of the association is:
- (a) The initial period will be the 1st July 2014 to the 31st December 2014.
 - (b) The following period of time commencing 1st January 2015 and ending on the following 31 December 2015 and
 - (c) Each period of 12 months after the expiration of the previous financial year of the association.

* * * * *

Appendix 1



Wyong Musical Theatre Company Inc.

WMTC
PO Box 275
Wyong NSW 2259
1300 366 470
mail-list@wmtc.com.au

MEMBERSHIP FORM FOR THE YEAR ENDED _____

Name _____ Date of Birth (Jnr Membership only) ___/___/___

Address _____ Suburb _____ Postcode _____

Phone _____ Mobile _____

Email _____

Parent/Guardian's (Jnr Membership Only) Name _____

Mobile _____ Email _____

Encore Junior Performance Group

Membership Adult \$30 Family \$85 2 Adults & 2 Children (must be living in same household)
Junior (8-18yo) \$20

All WMTC Adult Members are eligible to vote at the AGM. If you are 16yo+ you are eligible to vote if you pay an Adult membership.

Payments

Online at www.wmtc.com.au via the Members tab. Amount \$ _____ Ref (family name) _____

Bank Deposit Account Name WMTC Westpac Gosford Amount \$ _____
BSB 032523 Please note your name & membership type in the reference field
Account 330769

Credit Card Card Number _____ CVC # (3 digits on back of card) _____
Expiry ___/___ Name on Card _____ Amount \$ _____

Cash Amount \$ _____

Participation is an important part of WMTC and we need your help from time to time in many areas.

Please indicate (tick) in the areas you are willing to assist.

- | | |
|--|--|
| <input type="checkbox"/> Rehearsal Refreshments | <input type="checkbox"/> Rehearsal Pianist |
| <input type="checkbox"/> Sets and Props construction | <input type="checkbox"/> Sets and Props painting |
| <input type="checkbox"/> Canteens | <input type="checkbox"/> Backstage |
| <input type="checkbox"/> Front of House | <input type="checkbox"/> Production Team |
| <input type="checkbox"/> Other, please specify _____ | |

Thank you for your continued support for WMTC!
Founder - Sandra Plowright

Appendix 2

FORM OF APPOINTMENT OF PROXY

I,
(full name)

of
(address)

being a member of **Wyong Musical Theatre Company**
(name of incorporated association)

hereby appoint
(full name of proxy)

of
(address)

being a member of that incorporated association, as my proxy to vote for me on my behalf at the annual general meeting of the association to be held on the ____ day of _____ 20__ and at any adjournment of that meeting.

.....
Signature of member appointing proxy Date

NOTE: A proxy vote may not be given to a person who is not a member of the association.

Appendix 3

WMTC inc. – COMMITTEE NOMINATION FORM

I _____, a current financial member of Wyong Musical Theatre Company Inc., nominate _____, also a current financial member of Wyong Musical Theatre Company Inc., for the position(s) of:

President Vice-President Secretary

Treasurer Floor Member (the three highest vote takers to be chosen)

Nominee: _____ (Print Name) Signed _____
Date _____

Nominator: _____ (Print Name) Signed _____
Date _____

Seconder: _____ (Print Name) Signed _____
Date _____

If you require further nomination forms please contact the committee or photocopy this form.