

CONSTITUTION OF THE GARRICK THEATRE CLUB INCORPORATED

1. NAME

The name of the club shall be the "Garrick Theatre Club Incorporated", hereinafter referred to as the Club.

2. OBJECTS

2.1 The objects of the Club shall be to conserve and promote the interests of its members by carrying out all or any of the following:

- (a) To provide a social club for persons interested in the study of dramatic art and to provide and maintain a Club Room, Library and other accommodation and conveniences for the use of the members of the Club.
- (b) To promote, extend, develop, cultivate and foster the art and science of drama and histrionic production in all its branches.
- (c) To take or assist in taking any action deemed expedient to protect the interests or rights of any member or members of the Club.
- (d) To promote, produce and hold, or join in promoting, producing and holding representations of dramatic works or histrionic productions or performances, entertainments or exhibitions.

2.2 Income and Property

The income and property of the Club shall be applied solely towards the promotion of its objects as set forth in this constitution and no member shall be permitted either directly or indirectly to secure any pecuniary profit by way of bonus, dividend or otherwise. Provided that nothing shall prevent the payment, in good faith, of reasonable remuneration to any person servant or member of the Association in return for services actually rendered to the Club, or for the repayment of out of pocket expenses, incurred whilst engaged in activities for and on behalf of the Club and as approved by the Committee of Management.

3. POWERS

- (a) To acquire by purchase, lease, exchange, hire or otherwise any real or personal property.
- (b) To invest moneys of the Club in such manner as may be determined by the Club or its Committee.
- (c) To sell, manage, lease, hire, mortgage, charge, dispose of or otherwise deal with all or any part of the assets or property real or personal of the Club.
- (d) To borrow or raise money by overdraft or by the issue of debentures or in such other manner as the Committee may think fit.
- (e) To amalgamate, cooperate or affiliate with any other Club, association, body or society having objects wholly or in part similar to those of this club.
- (f) To print and publish or join in printing and publishing any newspaper, periodical, books, journals and other documents that the Club or its Committee may think desirable.
- (g) To acquire all or any copyrights in any literary, musical, dramatic book or work or the performing right of any dramatic book or work, either by assignment or license.
- (h) To do all such other acts and things as are conducive or incidental to the above mentioned objectives.
- (i) To have and to exercise all powers conferred upon an Association incorporated under the Associations Act 1987 and any amendments and re-enactments in force for the time being in Western Australia.

4. MEMBERSHIP

4.1 The Club shall consist of members who shall be divided into the following classes:

- (a) Life members. Any member of the Club may be elected as a Life Member of the Club by the Committee, and if elected shall thereafter not be required to pay any subscription or levy.

Any member of the Club may nominate to the Committee the name of any full member of the Club for election as a Life Member.

Any member so elected as a Life Member shall enjoy all the privileges of a full ordinary member.

- (b) Ordinary Members. Shall be persons who apply to the Committee on the form so designated by the committee for that purpose, signed by the person and accompanied by the subscription as laid down from time to time. Such a person shall be endorsed by the committee and subsequently notified that they have been accepted as an Ordinary Member.
- (c) Junior Members. Junior Members shall be such persons as the Committee shall elect as Junior Members who shall be under the age of 18 years at the time of such election. The term of membership as a Junior Member shall cease at the end of the year such Junior Member shall attain the age of 18 years and who thereafter without further election shall become an Ordinary Member.
- (d) Student Members. Student Members shall be such persons as the Committee shall elect as Student members who, at the time of such election, shall be enrolled in a full-time course of study at a recognized tertiary institution and not under the age of 18 years. The term of membership as a Student Member shall cease at the end of the year such Student Member shall cease to qualify for such membership and who thereafter without further election shall become an Ordinary Member.
- (e) Production Members. Production Members shall be persons who apply to the Committee on the form so designated by the committee for that purpose, signed by the person and accompanied by the subscription as laid down from time to time. Such memberships will be for a period from the date of election to the day following the final performance of the production nominated on their application form and such period shall be no greater than 3 months.

4.2 The expression "Member" hereinafter used in these rules shall unless otherwise provided, include Life Members and Ordinary Members but not Junior, Student or Production Members. A Junior, Student or Production Member shall not have any right to hold office nor to vote at any meeting of the members of the Club, but shall otherwise be entitled to all the privileges possessed by or accorded to Members of the Club.

4.3 A member may be expelled by a majority vote at a General Meeting, on the recommendation of the Committee. However, the member so expelled shall have a right of appeal to the General Meeting before the vote is taken.

4.4 No member shall be eligible to vote at an Annual or Special General Meeting unless that member has been a financial member of the Club for one (1) month immediately prior to the meeting and holds a current membership.

4.5 A person who is elected or appointed to a position on the Committee of Management of the Club shall, no later than the first meeting of the Committee of Management subsequent to their election or appointment, become a financial member of the Club.

5. SUBSCRIPTIONS

- 5.1 The annual subscription for Ordinary, Junior, Student and Production Members shall be fixed at the Annual General Meeting of the Club, for the ensuing year commencing 1st January.
- 5.2 New members joining, for the first time, after 30th June may be required to pay only one half of the subscription fee for that year.
- 5.3 Subscriptions shall be payable at such times and in such manner as the Committee may from time to time decide. The subscription year shall run from 1st January to 31 December.
- 5.4 A member who fails to renew a subscription three (3) months after the date fixed for payment of annual fees shall be deemed to have allowed their membership to lapse and are not eligible to vote or to be nominated for office.

6. COMMITTEE OF MANAGEMENT

- 6.1 The management of the Club shall be vested in the Executive Committee who shall decide on all matters and conduct all business. Their decision on all matters including the interpretation of these rules shall be final.
- 6.2 The Committee shall consist of :
 - President
 - Vice President
 - Honorary Secretary
 - Honorary Treasurer
 - Six (6) Committee Members
 - Immediate Past President
- 6.3 Nominations for Office Bearers and Committee Members shall be called for at least four weeks before the Annual General Meeting. Nominations shall close 21 days before the Annual General Meeting and shall be published in writing not less than 14 days before the Annual General Meeting.
- 6.4 In the event of a vacancy occurring in the Committee, such vacancy may be filled by co-opting at the next Committee Meeting. The person co-opted to fill such vacancy shall hold office for the remainder of the year, until the next Annual General Meeting.
- 6.5 The Committee shall have the right to co-opt on to the Committee two (2) other persons with full voting rights for specific purposes or duties.
- 6.6 The Committee of Management shall meet at such times and places as it determines; these meetings to be at least eleven (11) times per year.
- 6.7 A quorum of the Committee shall consist of 50% of the committee plus one (1) member.
- 6.8 The Committee may appoint such sub-committees as it may think fit and may delegate any of its duties and powers to such sub-committees. The Committee may appoint members other than those of the committee to assist the committee or act on any such sub-committee, should it be deemed advisable by the committee.
- 6.9 The Committee shall appoint a Registrar of members, whose duty is to see that a correct record is kept of all members and their last advised address.
- 6.10 The Committee shall first obtain the consent of direction of a General Meeting convened for that purpose, before commencing, embarking or undertaking any of the objects contained in paragraphs (d) or (e) in Rule 3.
- 6.11 Without prejudice to the general powers conferred by the foregoing portion of this Rule or otherwise, the

Committee shall have the power:

- a) To improve or alter any building for the purpose of the Club.
- b) To impose and charge a fee or fees to any club now or hereafter to become affiliated with the Club, and to reduce or increase such fee or fees from time to time.
- c) To enter into any contract or contracts for any service to the Club or its members and the same to relinquish, vary or discharge from time to time.
- d) To appoint, employ, remove or suspend the services of clerks, agents and servants for permanent, temporary or special services as they may think fit; to determine their duties, fix salaries or emoluments, and to pay same out of the funds of the Club.
- e) To suspend or remove the Secretary or Treasurer and to appoint a new Secretary or Treasurer.
- f) To call a Special General Meeting to put forward a vote of no confidence in the President if such circumstances arise as to warrant such removal or suspension.
- g) To pay and discharge all just debts and liabilities, charges, assessments and outgoings of the Club in such manner as they may from time to time determine; and at the discretion to defend any action or threatened action and to appeal against any charge or assessment.
- h) To do all such other acts or things as they may think proper or expedient for the purposes of the Club.

6.12 Any member of the Committee being absent from three consecutive meetings shall forthwith forfeit their seat on the Committee. Provided that the Committee, in its absolute discretion, may grant a leave of absence in exceptional or extenuating circumstances.

7. ANNUAL GENERAL MEETING

7.1 The Annual General meeting shall be held in October or November of each year.

7.2 Not less than fourteen (14) days notice in writing of such a meeting shall be given to all members.

7.3 At the Annual General Meeting there shall be:

- (a) A report by the President of the Club's activities for the previous year.
- (b) Duly audited accounts and Auditor's report covering the year from 1st October – 30th September.
- (c) Election of Committee of Management consisting of President, Vice President, Honorary Secretary, Honorary Treasurer and six (6) other Committee Members.
- (d) The appointment of:-
 - i An Auditor
 - ii A Returning OfficerWho shall not be an Officer or Committee Member but who may or may not be a club member.
- (e) The tabling of all leases and agreements held by the Club.
- (f) Any other business as the members or Committee think fit.

7.4 A quorum for an Annual General Meeting shall consist of not less than one fifth of the membership or forty (40) members whichever is the smaller.

7.5 In the event of a quorum not being present, the meeting shall be adjourned to a date not more than one month later. Those members present at the adjourned meeting shall have the power to transact the business of the Annual General Meeting.

7.6 The President is not eligible for re-election after two consecutive years in office, but may become eligible again after one year in retirement.

- 7.7 All other retiring Committee members are eligible for re-election.
- 7.8 At the election of Officers held at the Annual General Meeting, the Returning Officer shall read nominations. If the nominations of office do not exceed the offices to be filled, the persons nominated shall be certified by the Returning Officer to be duly elected.
- 7.9 If the persons nominated exceed in number the offices to be filled, the election shall be conducted by secret ballot.
- 7.10 The method of voting shall be weighted preferential i.e. First past the post.

8. SPECIAL GENERAL MEETING

- 8.1 A Special General Meeting of members may be called at any time by the Committee or at the written request of twenty (20) of the members of the Club. The request shall state the reason for calling such meeting.
- 8.2 Notices for such meetings shall be given as for Annual General Meetings.
- 8.3 This notice shall either be in the Club newsletter or in a separate letter to each member. In either case it shall be sent to the last recorded address of the member.
- 8.4 The quorum at such special meetings shall be the same as for an Annual General Meeting clauses 7.4 and 7.5.

9. ALTERATIONS TO THE CONSTITUTION

- 9.1 This constitution may be altered, amended, enlarged or repealed by a resolution passed by a seventy five percent (75%) majority of members (as defined in clause 4.2) present at an Annual General or Special General Meeting at which there is a quorum present, and of which due notice has been given and the amendments specified in writing.
- 9.2 All members shall be supplied with a copy of the original and the amended constitution on request of such a member.

10. COMMON SEAL

- 10.1 The Common Seal of the Club shall be in the custody of the Secretary of the Club for the time being or of such other person as the committee from time to time decides.
- 10.2 The President and Vice President or Hon. Treasurer shall seal and sign such documents only when authorised by a resolution of the Committee to that effect, and noted in the minute book.

11. AUDITOR

- 11.1 The accounts of the Club shall be audited each year, from 1st October – 30th September. The Auditor shall furnish written reports when requested by the members at a Special General Meeting of the Club.
- 11.2 If any casual vacancy occur in the office of Auditor, the Committee shall appoint an Auditor to act during the remainder of the year.

12. WINDING-UP

- 12.1 The Club may be wound-up by a resolution passed by a 75% majority of members present at the Special General meeting called for such purpose. At least thirty (30) days notice in writing shall have been given of such meeting.
- 12.2 If a resolution is passed to wind-up the Club, all property and assets of the Club shall be disposed of by distribution to :-
- a) Other Incorporated Drama Association
 - or
 - b) For charitable purposes
- As the members present at the Special General Meeting shall decide.