

The Murray Music and Drama Club (Inc.) Constitution

1. Title

The name of the Society shall be The Murray Music and Drama Club (Inc.)

2. Objects

The objects of the Society shall be:

- (a) The promotion and presentation of live theatre including all such forms of drama and musical entertainment that the Society can see fit to provide to the public.
- (b) The promotion of play and poetry readings, workshop sessions, seminars and entertainments of all such kinds to its members and the public of Pinjarra and surrounding districts generally.
- (c) To buy and sell premises and to acquire land by reservation from the Crown or from any person or body or by any means whatsoever and to accept leases of any length from the Crown or any other person or body.
- (d) To borrow or raise money by overdraft or by the issue of debentures or in such other manner as the Society may determine.
- (e) To sell, manage, lease, exchange, hire, mortgage, dispose of or deal otherwise with all or any part of the property, real and personal, of the Society.
- (f) To found, subsidise or contribute to any institutions, scholarships or prizes; to give effect to any of the objects specified herein.
- (g) To do all such other lawful acts and things as may be deemed incidental or conducive to the attainment of the above objects or any of them.

3. Membership

- (a) Any person desirous of becoming a member of the Society, shall make application upon the prescribed form, and upon payment of the subscription as prescribed, become a member of the Society.

- (b) **Membership Grades**

- i. **Junior Membership**

Junior membership shall be available to students under the same conditions as Clause 3(a) with the exception that they shall not be entitled to vote.

- ii. **Full Membership**

Full membership shall be available to all members of 18 years and over in the current financial year.

(c) **Life Members:**

It should be competent for the Committee to determine for election as a Life Member, any person who has rendered valuable service in furthering the objects of the Society, the election to be decided by a majority vote of members present. Life member shall be exempt from the payment of fees and contributions, and shall have all the rights and privileges of a member.

4. Register of Members

- (a) A committee member, on behalf of the Association to be appointed by the Committee at its first meeting, must comply with section 27 of the Act by keeping and maintaining, in an up to date condition a register of the members of the Association and their postal or residential addresses and, upon the request of a member of the Association, shall make the register available for the inspection of the member and the member may make a copy of or take an extract from the register but shall have no right to remove the register for that purpose.
- (b) The register must be so kept and maintained at the committee member's place of residence or at such other place as the members at a general meeting decide.
- (c) The committee member must cause the name of a person who dies or who ceases to be a member under clause 6 to be deleted from the register of members referred to in sub-rule (a).

5. Privileges of Membership

- (a) The privileges of members (excluding junior members) of the Society shall consist of:
 - i. The right to nominate for any office of the Society as set out in Clause 10 hereof.
 - ii. The right to attend and vote at any General Meeting of the Society.
- (b) The privileges of members and junior members of the Society shall consist of:
 - i. Such other privileges as the Committee may from time to time determine.

6. Disqualification of a Member

If the Committee shall at any time become aware of any act or conduct of any Member which may to it appear to be prejudicial to the interests or objects of the Society, or be calculated to bring discredit on the Society the Committee may by notice in writing sent out by certified post, addressed to such a member at his address appearing in the Society's register of members, require such a member to attend a meeting of the Committee to be held not less than seven (7) days after the posting of such notice and calling upon him to give to the Committee an explanation of the alleged act or conduct. The Committee may then, if not satisfied with the explanation so given, request that the member show cause why he should not be dealt with by way of reprimand, fine or suspension of membership of the Society as the Committee may determine.

7. Subscriptions

The Annual Subscription payable by Members shall be as determined by a resolution at the Annual General Meeting. The Annual subscription shall be due and payable on the first (1st) day of February each year.

8. Arrears of Subscriptions

Any Member who shall be four (4) months in arrears in the payment of his subscription shall not be entitled to any of the privileges of membership or to hold office.

9. Financial Year

The financial year of the Society shall commence on the first day of November and end on the last day of October.

10. General Meetings

The Annual General Meeting of Members shall be convened within the time limits provided for the holding of such meetings by section 23 of the Act, that is, in every calendar year within 4 months after the end of the Association's financial year or such longer period as may in a particular case be allowed by the Commissioner, except for the first annual general meeting which may be held at any time within 18 months after incorporation. The business transacted as such a meeting shall be:

- (a) Consideration of the Annual Report and yearly statement of accounts
- (b) The election of Patrons
- (c) The election of the following Office Bearers:
 - i. President for a two year term, every even numbered year.
 - ii. Vice President for a two year term, every odd numbered year.
 - iii. Secretary for a two year term, every odd numbered year.
 - iv. Treasurer for a two year term, every even numbered year.
 - v. Social Convenor
 - vi. Publicity Officer
 - vii. Five General Committee Members
- (d) The election of the Auditor
- (e) Such general business as it is competent for the Annual General Meeting to deal with.

Ordinary General Meetings shall be held as and when the Committee determines and notice of the same shall be given to Members in such manner as the Committee shall from time to time determine.

11. Special General Meetings

A Special General Meeting may be called at any time by the Secretary on the direction of the President and shall be called as soon as convenient on the written requisition of six (6) members but no business shall be transacted at any such meeting other than that for which it has been called.

12. Quorum

The quorum for a General Meeting of the Society shall be eight (8) and the Chairman shall have a deliberative vote and in the case of equality of votes a casting vote also.

13. Notice of Meetings

Fourteen days written notice shall be given to Members for the Annual General Meeting and in the case of Special General Meetings the notice convening the meeting shall specify the nature of the business for which the meeting is being called. Such notice shall be addressed to the last address appearing in the register for members.

14. Voting

All matters to be dealt with at General Meetings shall, unless a division is called, be determined by a show of hands, provided however that upon any such division one fourth of the members present at the meeting may demand that a secret ballot of members present be held on the question the subject of the division.

15. Management of the Society

Subject to these rules the business of the Society shall be managed by a Committee comprising of the Office Bearers set out in Clause 10 hereof and the immediate past President of the Society if the provisions of Clause 21(b) hereof apply and such a Committee shall in addition to all other powers hereby conferred on it have:

- a) The control and management of the property and assets of the Society
- b) The control and management of the income and expenditure of the funds of the Society
- c) Power to appoint sub-committees and to delegate to such such-committees such powers as may be deemed necessary
- d) Power to co-opt members either onto the Committee itself or to any sub-committee
- e) The current President and Secretary shall be ex-officio members with full voting rights on all sub-committees
- f) Generally the power to exercise all or any of the powers and authorities of the Society not hereby or by the Associations Incorporations Act 1987 required to be exercised by the Society in General meeting.

16. Presiding Officer

The President or in his absence the Vice President shall preside at all meetings unless on the request of the President a Chairman is to be elected for the duration of that meeting from the members present. The person presiding shall have a deliberative vote and in the case of equality of votes a casting vote also.

17. Nomination of Office Bearers

- a) Nominations for Office Bearers shall be called for via written communication to financial members eight (8) weeks prior to the Annual General Meeting. Nominations shall be via written communication and shall be received by the Returning Officer two (2) weeks prior to the Annual General Meeting. Nominations shall be published to financial members one (1) week prior to the Annual General Meeting. No person shall be eligible for nomination unless he is a financial member of the Society.
- b) If the number of persons nominated in accordance with sub-rule 17a for election to membership of the Committee does not exceed the number of vacancies in that membership to be filled:
 - i. the Returning Officer must report accordingly to; and
 - ii. the Chairperson must declare those persons to be duly elected as members of the Committee at,
the annual general meeting concerned.
- c) If vacancies remain on the Committee after the declaration under sub-rule 17 b, additional nominations of Committee members may be accepted from the floor of the Annual General Meeting. If such nominations from the floor do not exceed the number of vacancies the Chairperson must declare those persons to be duly elected as members of Committee. Where the number of nominations from the floor exceeds the remaining number of vacancies on the Committee, elections for those positions must be conducted.

18. Returning Officer and Scrutineers

The Returning Officer will be chosen by the Committee prior to the call for nominations for Office Bearers. On accepting the position of Returning Officer this person is not eligible for nomination. In the event of a ballot being necessary to decide any question at a meeting of the Society two scrutineers shall be appointed to conduct the ballot with the Returning Officer. A candidate for an office for which a ballot is taken shall not be appointed a Scrutineer. In case of an equality of votes the Returning Officer shall have a casting vote.

19. Special Vacancies

If any Office Bearer shall be absent for three (3) consecutive meetings of the Committee without obtaining a leave of absence by the Committee they shall ipso facto cease to be an Office Bearer.

20. Casual Vacancies

If a casual vacancy shall at any time occur in the position of an Office Bearer or of the Auditor the Secretary shall include a notification thereof in the notice of meeting of the Committee next following the occurrence of such vacancy and thereupon the Committee may at that meeting convened by such notice fill such vacancy. The nomination of any person to fill such vacancy shall be consented to by such person in writing and be handed to the Chairman of the meeting prior to the commencement

thereof and in the event of there being more than one nomination for a vacancy a ballot of the members of the Committee present at the meeting shall be held. The voting shall be by simple majority. The person so appointed shall hold office for the balance of the term for which his predecessor was appointed.

21. Retirement of Office Bearers

- a) President, Vice President, Secretary and Treasurer shall retire biennially as set out in Clause 10c, but shall be eligible for re-election.
- b) Social Convenor, Publicity Officer and General Committee Members shall retire annually but shall be eligible for re-election.
- c) If the President does not seek re-election or fails to be elected to office then they shall ex-officio be a member of the Committee for the one (1) year immediately following their ceasing to hold the office of President.

22. Committee Meetings

Meetings of the Committee shall be held from time to time as required. A Special Meeting of the Committee shall be held on the direction of the President at such time and on such date as he shall determine. The President shall call a Special Meeting of the Committee on the written request of five (5) or more members of the Committee.

For any Special Meeting of the Committee the notice convening the meeting must set out the business for which the meeting is being called and no business other than that stated shall be discussed.

Three (3) days notice shall be given for all Committee meetings.

At all Committee meetings five (5) members shall constitute a quorum.

23. Finance

- (a) All monies received on behalf of the Society shall be banked at a bank to be decided upon by the Committee from time to time and all monies to be paid out of the Society's funds shall be paid by cheque.
- (b) Cheques shall be signed by such Office Bearers as the Committee may from time to time decide.
- (c) All accounts shall be audited annually by the Auditor and a Statement of Receipts and Payments or a Revenue Account and Balance Sheet showing the financial position of the Society prepared each year and placed before the Annual General Meeting.

24. Rescinding Resolutions

No motion the effect of which (if carried) would be to rescind any resolution previously passed by the Committee during the same year shall be entertained at any meeting of the Committee unless notice of intention to move the same shall have been given in writing to the Secretary at least seven (7) days prior to the holding of the meeting of the Committee at which it is proposed to move such resolution.

25. Alterations to Rules

No new rule, alteration, addition or amendment to these rules shall be made except by special resolution and carried by a three quarters (3/4) majority of the number of votes recorded in person at a General or Special General Meeting of the Members of the Society nor unless a copy of the proposed addition, alteration or amendment shall have been posted by the Secretary to the address of every member residing in the State at least fourteen (14) days prior to the date of the meeting.

26. General

Any questions whatsoever arising and for which no specific rule is herein provided shall be decided by the Committee whose ruling shall be final.

27. Seal of Society

The Society shall have a Common Seal that shall be kept in the custody of the Secretary or of such other person as the Committee from time to time decides. There shall be three (3) seal-holders for the purpose of affixing the seal to any document and the Annual General Meeting shall as necessary appoint such persons who must be financial members of the Club to be seal-holders and may at any time remove a seal-holder and another in his place appoint. The original or duplicate of all documents is to be lodged at a bank to be decided upon by the Committee and the Secretary to keep a record of all documents to which the Seal shall be affixed.

28. Sale of Property

No real property belonging to the Society shall be sold except by the authority of a majority of members present at an Annual General Meeting or at a Special General Meeting called for the purpose and of which purpose notice was stated in the notice convening such meeting.

29. Income and Property

The income and property of the Society shall be applied solely to the promotion of its objects and no part thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of pecuniary profit to the members.

30. Dissolution

The Society may be dissolved or wound up at any time if a special resolution to that effect be carried by the affirmative vote of not less than 75% of the members of the Society on a poll taken in such manner as the Committee shall arrange to determine whether or not the Society shall be wound up.

If upon the dissolution or winding up of the Society there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members. The surplus property must be given or transferred to another association incorporated under the Act which has similar objects and which is not carried out for the purposes of profit or gain to its individual members, and which association shall be determined by resolution of the members.

31. By-Laws

The Society shall have power to make by-laws concerning any aspect of the running of the Society and the Secretary shall keep a register of same at all times. Such by-laws may be rescinded or altered from time to time by the society at a General Meeting.

32. Date of Commencement

These rules shall be deemed to come into force and have effect as from the Date of Incorporation.

33. Definitions

For the purpose of these rules the following definitions shall wherever the context reasonably permits apply:

‘Society’ means *The Murray Music and Drama Club*.

‘Committee’ means the Committee as set out in Clause 10 hereof and also the immediate Past President of the Society if the provisions of Clause 21(b) apply.

‘Members’ means a member of the Society.

‘Financial Member’ means a member whose subscription is not in arrears for more than four (4) months.

‘Secretary’ means that person appointed under Clause 10(c) hereof who is Secretary of the Society.

Words importing the male gender shall include the female and neuter genders and the singular number shall include the plural number.

‘Ordinary resolution’ means resolution other than a special resolution;

An ordinary resolution put to the vote will be decided by a majority of votes cast on a show of hands

‘Special resolution’ has the meaning given by section 24 of the Act, that is-

A resolution is a special resolution if it is passed by a majority of not less than three-fourths of the members of the association who are entitled under the rules of the association to vote and vote in person at a general meeting of which notice specifying the intention to propose the resolution as a special resolution was given in accordance with those rules.

At a meeting at which a resolution proposed as a special resolution is submitted, a declaration by the person presiding that the resolution has been passed as a special resolution shall be evidence of the fact unless, during the meeting at which the resolution is submitted, a poll is demanded in accordance with the rules of the Association or, if the rules do not make provision as to the manner in which a poll

may be demanded, by at least 3 members of the association present in person or, where proxies are allowed, by proxy.

If a poll is held, a declaration by the person presiding as to the result of a poll is evidence of the matter so declared.