

The Constitution of
The Regals Musical Society, Inc.

PART 1 – PRELIMINARY

1. INTERPRETATION

- 1) The Society shall be called “The Regals Musical Society Incorporated” (hereinafter called the Society) and shall operate under this constitution
- 2) In these rules, except in so far as the context or subject matter otherwise indicates or requires:

Ordinary Member means a Member of the Society who is not an Office-bearer of the Society, as referred to in Rule 14(2);

- (a) **Ordinary Member:** Any person of whom the Management Committee approves shall, on payment of the subscription hereafter provided, become an Ordinary Member of the Society. Voting rights are reserved until the Ordinary Member has been a member of the Society for a minimum of six months.
- (b) **Life Member:** At any General Meeting of the Society the members present and entitled to vote may confer Life membership upon any Member.
- (c) **Honorary Member:** Any person, not being an Ordinary Member, nominated by the Management Committee in recognition of outstanding service provided to the Society for a period of at least five years. Honorary Members do not have voting rights in the Society.
- (d) **Invited Member:** Being a person invited by the Society to become a member of the cast of a particular production, An Invited Member does not have voting rights in the Society.
- (e) **Social Member:**
 - i) A person being under 15 years of age
 - ii) Being a person interested in the Society’s social activities, who receives a regular newsletter and is placed on the preferential mailing list for shows.
 - iii) Social Members do not have voting rights.

“Secretary” means:

- (a) The person holding office under these Rules as Secretary of the Society;
Or
- (b) Where no such person holds that office, the Public Officer of the Society.

“Special General Meeting” means a general meeting of the Society other than Annual General Meeting or Half-Yearly Meeting.

“The Act” means the Associations Incorporation Act, 1985.

“The Regulation” means the Associations Incorporation Regulation, 1985.

- 3) In these Rules:
 - (a) A reference to a function includes a reference to a power, authority and duty; and
 - (b) A reference to the exercise of a function includes where the function is a duty, a reference to the performance of the duty.
- 4) The provision of the Interpretation Act, 1897, apply to and in respect of these Rules in the same manner as those provisions would apply if these Rules were an instrument made under the Act.

2. OBJECTIVES

The objectives of the Society are:

- (a) To promote musical and other theatrical entertainments with the view that all profits from the shows be for the sole benefit of the Society and not of any individual.
- (b) To donate sums of money to organisations who work chiefly for the relief of poverty at the discretion of the Management Committee.
- (c) To foster amiable relations between the members of the Society by means of social activities.

PART II – MEMBERSHIP

3. MEMBERSHIP QUALIFICATIONS

A Person is qualified to be a Member of the Society if, but only if:

- (a) The person is a person referred to in Section 15(1) (a), (b) or (c) of the Act and has not ceased to be a Member of the Society at any time after incorporation of the Society under the Act; or
- (b) The person is a natural person who:
 - (i) has been nominated for membership of the Society as provided by Rule 4; and
 - (ii) has been approved for membership of the Society by the Management Committee of the Society.

4. NOMINATION FOR MEMBERSHIP

A. Ordinary Membership

- 1) Nomination of a person for Ordinary Membership of the Society;
 - (a) shall be made by a member of the Society in writing in the form set out in Appendix I to these Rules; and
 - (b) Shall be lodged with the Secretary of the Society together with the entrance fee and such subscriptions due.
- 2) As soon as practicable after receiving a nomination for membership the Secretary shall refer the nomination to the Management Committee, which shall determine whether to approve or reject the nomination.
- 3) When an applicant has been accepted for membership, the Secretary shall forthwith send or give to the applicant written notice of acceptance.
- 4) The Secretary shall enter the Nominee's name in the register of members and, upon the name being so entered, the nominee becomes an Ordinary Member of the Society.

B. Life Membership

- 1) Any member or office bearer of the Society may be elected to the position of Life Member in recognition of outstanding services given to the Society for a period of at least five years.
- 2) Nominations for Life Membership will be made in writing and signed by the proposer and seconder; both of whom must be Ordinary Members and/or Office Bearers, and by the nominated candidate as an expression of willingness to be elected to that position.
- 3) Such nominations shall be lodged with the Secretary at least twenty-eight days before the Annual General Meeting.
- 4) The vote on a nomination of the Life Membership shall only be taken at the Annual General Meeting next after the nomination has been received. The nomination shall be carried upon 60% of the members present voting in the affirmative.

5. CESSATION OF MEMBERSHIP

A person ceases to be a Member of the Society if the person

- (a) Dies
- (b) Resigns that membership; or

- (c) Is expelled from the Society

6. MEMBERSHIP RIGHTS NOT TRANSFERABLE

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

- a) is not capable of being transferred or transmitted to another person; and
- b) terminates upon cessation of a person's membership.

7. RESIGNATION OF MEMBERSHIP

- 1) A member of the Society is not entitled to resign that membership except in accordance with this Rule.
- 2) A member of the Society who has paid all amounts payable by the member to the Society in respect of the member's membership may resign from membership of the association by first giving notice (not being less than one month or not less than such other period as the management Committee may determine) in writing to the Secretary as the member's intention to resign and, upon expiration of the period of notice, the member ceases to be a member.
- 3) Where a member of the Society ceases to be a member pursuant to Clause (2) and in every other case where a member ceases to hold membership, the Secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

8. REGISTER OF MEMBERS

- 1) The Public Officer of the Society shall establish and maintain a register of members of the Society specifying the name and address of each person who is a member of the Society, together with the date on which the person became a Member.
- 2) The register of members shall be kept at the principal place of administration of the Society and shall be open for inspection, free of charge, by any Member of the Society at any reasonable hour.

9. FEES AND SUBSCRIPTIONS

- 1) Any entrance fee and such subscription payable by members of the Society shall be such as the Society in the Annual General Meeting or Half-Yearly Meeting, shall from time to time prescribe.
- 2) All subscriptions shall be paid annually, and shall become due and payable on 1st January each year.
- 3) Subscriptions in Arrears: If a Member's subscription remains unpaid after one calendar month after the due date, then they cease to be a Member, at the discretion of the Management Committee.

10. MEMBER'S LIABILITY

The liability of a Member of the Association to contribute towards the payment of the debts and liabilities of the Society or the costs, charges and expenses or the winding up of the Society is limited to the amount, if any, unpaid by the Member in respect of membership of the Society as required by Rule 9.

11. DISCIPLINING OF MEMBERS

- 1) Where the Management Committee is of the opinion that a Member of the Society:
 - a) has persistently refused or neglected to comply with a provision or provisions of these Rules; or
 - b) has persistently and wilfully acted in a manner prejudicial to the interests of the Societythe Management Committee may, by resolution:

- a) expel the member from the Society; or
 - b) suspend the Member from membership of the Society for a specified period
- 2) A resolution of the Management Committee under Clause (1) is of no effect unless the Management Committee, at a meeting held not earlier than 14 days and not later than 28 days after the service on the Member of a notice under Clause (3), confirms the resolution in accordance with this Rule.
- 3) Where the Management Committee passes a resolution under Clause (1), the Secretary shall, as soon as practicable, cause a notice in writing to be served on the Member:
- a) setting out the resolution of the Management Committee and the grounds on which it is based;
 - b) stating that the Member may address the Management Committee at a meeting to be held not earlier than 14 days and not later than 28 days after the service of the notice;
 - c) stating the date, place and time of that meeting; and
 - d) informing the Member that the Member may do either or both of the following:
 - attend and speak at the Meeting;
 - submit to the Management Committee at or prior to the date of that meeting written representations relating to the resolution.
- 4) At a meeting of the Management Committee held as referred to in Clause (3), the Management Committee shall:
- a) give to the member an opportunity to make oral representations;
 - b) give due consideration to any representations submitted to the Management Committee by the Member at or prior to the meeting; and
 - c) by resolution determine whether to confirm or to revoke the resolution.
- 5) Where the Management Committee confirms a resolution under Clause (4), the Secretary shall, within 7 days after that confirmation, by notice in writing inform the Member of the fact and of the Member's right of appeal under Rule 12.
- 6) A resolution confirmed by the Management Committee under Clause (4) does not take effect:
- a) until the expiration of the period within which the Member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or
 - b) where within that period the member exercises the right of appeal, unless until the Society confirms the resolution pursuant to Rule 12(4).

12. RIGHT OF APPEAL OF DISCIPLINED MEMBER

- 1) A Member may appeal to the Society at a General Meeting against a resolution of the Management Committee which is confirmed under Rule 11(4), within 7 days after the notice of the resolution is served on the Member, by lodging with the Secretary a notice to that effect.
- 2) Upon receipt of a notice from a Member under Clause (1), the Secretary shall notify the Management Committee which shall convene a General Meeting of the Society to be held within 21 days after the date on which the Secretary received the notice.
- 3) At a General meeting of the Society convened under Clause (2):
 - a) no business other than the question of the appeal shall be transacted;
 - b) the Management Committee and the Member shall be given the opportunity to state their respective cases orally or in writing, or both;
 - c) the Members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 4) If at the General Meeting the Society passes a resolution in favour of the confirmation of the resolution, the resolution is confirmed.

PART III - THE COMMITTEE

13. POWERS OF THE COMMITTEE.

The Committee shall be called the Management Committee of the Society of The Regals Musical Society Incorporated and, subject to the Act, the Regulation and these Rules and to any resolution passed by the Society in a General Meeting:

- a) Shall control and manage all affairs of the Society;
- b) May exercise all such functions as may be exercised by the Society other than those functions that are required by these Rules to be exercised by a general meeting of Members of the Society;
- c) Has power to perform all such acts and do all such things as appear to the Management Committee to be necessary or desirable for the proper management of the affairs of the Society.

14. CONSTITUTION AND MEMBERSHIP

1) Subject in the case of the first Members of the Management Committee of Section 21 of the Act, the Management Committee shall consist of:

- a) The Office-Bearers of the Society; and
- b) Four Ordinary Members

Each of whom shall be elected at the Annual General Meeting of the Society pursuant to Rule 15.

2) The Office-Bearers of the Society shall be:

- a) The President;
- b) The Vice-President;
- c) The Treasurer; and
- d) The Secretary.

3) Each member of the Management Committee shall, subject to these Rules, hold office until the conclusion of the Annual General Meeting following the date of the Members' election, but is eligible for re-election.

4) In the event of a casual vacancy occurring in the membership of the Management Committee, the Management Committee may appoint a Member of the Society to fill the vacancy and the Member so appointed shall hold office, subject to these Rules, until the conclusion of the Annual General Meeting next following the date of the appointment.

15. ELECTION OF MEMBERS

- 1) Election of the Management Committee will be held annually and voted for by the Members of the Society.
- 2) Nomination of candidates for election as Office-bearers of the Society or as Ordinary Members or the Management Committee shall be made in writing, signed by two Members of the Society and accompanied by written consent of the candidate.
- 3) If insufficient further nominations are received, any vacant positions remaining on the Management Committee shall be deemed to be casual vacancies.
- 4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- 5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- 6) The ballot for the election of Office-bearers and Ordinary Members of the Management Committee shall be conducted at the Annual General Meeting in such usual and proper manner as the Management Committee may direct.
- 7) A nomination of a candidate for election under this clause is not valid if that candidate has been nominated for election to another office at the same election.

16. DUTIES OF THE MANAGEMENT COMMITTEE

The members of the Management Committee shall be:
The President, Vice-President, Secretary, Treasurer, Publicity Officer, Social Convenor and Members' Representatives (2).

President:

The President shall be Chairperson of the Management Committee and hold a casting vote.

Vice-President:

In the absence of the President, the Vice-President shall preside with full powers of the President.

Secretary:

- 1) The Secretary of the Society shall, as soon as practicable after being appointed as Secretary, lodge notice with the Society of his/her address.
- 2) It is the duty of the Secretary to keep minutes of:
 - a) All appointments of Office-bearers and Members of the Management Committee;
 - b) The names of Members of the Management Committee present at a Management Committee Meeting or a General Meeting; and
 - c) All proceedings at Management Committee Meetings and General Meetings.
- 3) Minutes of proceedings at a Meeting shall be signed by the Chairperson of the Meeting or by the Chairperson of the next succeeding Meeting.

Treasurer:

It is the duty of the Treasurer of the Society to ensure that:

- a) All money due to the Society is collected and received and that all payments authorised by the Society are made; and
- b) Correct books and accounts are kept showing the financial affairs of the Society including full details of all receipts and expenditure connected with the activities of the Society.

Publicity Officer:

The duties of the Publicity Officer are to promote interest and ticket sales of each show, and to assist in the promotion of the membership.

Social Convenor:

It is the duty of the Social Convenor to foster amicable social relations between members.

Members' Representatives:

It is the duty of the Members' Representative to present all enquiries to the Management Committee and to report back to the enquiring member.

17. CASUAL VACANCIES

For the purposes of these Rules, a casual vacancy in the office of a Member of the Management Committee occurs if the member:

- a) Dies;
- b) Ceases to be a member of the Society;
- c) Becomes insolvent under administration within the meaning of the Companies (New South Wales) Code;
- d) Resigns office by notice in writing given to the Secretary;
- e) Is removed from office under Rule 18;
- f) Becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under law relating to mental health; or
- g) Is absent without the consent of the Management Committee from all meetings of the Management Committee held during a period of four (4) months.

18. REMOVAL OF A MEMBER

- 1) The Society in General Meeting may by resolution remove any Member of the Management Committee from the office of Member before the expiration of the Member's term of office, and may by resolution, appoint another person to hold office until the expiration of the term of office of the Member so removed.

- 2) Where a Member of the Management Committee, to whom a proposed resolution referred to in Clause (1) relates, makes representations in writing to the Secretary or the President (not exceeding a reasonable length) and requests that the representations be notified to the members of the Society, the Secretary or the President may send a copy of the representations to each member of the Society or, if they are not so sent, the Member is entitled to require that the representations be read out at the Meeting at which the resolution is considered.

19. MEETINGS AND QUORUM

- 1) The Management Committee shall meet at least three (3) times in each period on twelve (12) months at such place and time as the Management Committee may determine.
- 2) Additional meetings of the Management Committee may be convened by the President or by any Member of the Management Committee.
- 3) Oral or written notice of a meeting of the Management Committee shall be given by the Secretary to each member of the Management Committee at least forty-eight (48) hours (or such other period as may be unanimously agreed upon by the Members of the Management Committee) before the time appointed for the holding of the meeting.
- 4) Notice of meeting given under Clause (3) shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the Management Committee Members present unanimously agree to treat as urgent business.
- 5) At all meetings of the Management Committee, five members plus the chairman shall form a quorum.
- 6) No business shall be transacted by the Management Committee unless a quorum is present and if, within half an hour of the time appointed for the meeting a quorum is not present, the meeting stands adjourned to the same place and the same hour of the same day in the following week.
- 7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.
- 8) At a meeting of the Management Committee:
 - a) The President, or in the President's absence, the Vice President shall preside; or
 - a) If the President and Vice President are absent or unwilling to act such, one of the remaining Members of the Management Committee as may be chosen by the Members present at the meeting shall preside.

20. DELEGATION BY MANAGEMENT COMMITTEE TO SUB-COMMITTEE.

- 1) The Management Committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such Member or Members of the Society as the Management Committee thinks proper) the exercise of such of the functions of the Management Committee as are specified in the instrument, other than:
 - a) This power of delegation; and
 - b) A function which is a duty imposed on the Management Committee by the Act or by any other law.
- 2) A function, the exercise of which has been delegated to a Sub-Committee under this Rule may, while the delegation remains unrevoked, be exercised from time to time by the Sub-Committee in accordance with the terms of the delegation.
- 3) A delegation under this Section may be subject to such conditions or limitations as to the exercise of any function the subject thereof, or as to time or circumstances, as may be specified in the instrument or delegation.
- 4) Notwithstanding any delegation under this Rule, the Management Committee may continue to exercise any function delegated.
- 5) Any act or thing done or suffered by a Sub-Committee acting in the exercise of a delegation under this Rule has the same force and effect as it would have if it had been done or suffered by the Management Committee.
- 6) The Management Committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- 7) A Sub-Committee may meet and adjourn as it thinks proper.

21. VOTING AND DECISIONS

- 1) Questions arising at a meeting of the Management Committee or of any Sub-Committee appointed by the Management Committee shall be determined by a majority of the votes of members of the management Committee or Sub-Committee present at the meeting.
- 2) 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.

- 3) Subject to Rule 19(5) the Management Committee may act notwithstanding any vacancy in the Management Committee.
- 4) Any act or thing done or suffered, or purporting to have been done or suffered, by the Management Committee or by a Sub-Committee appointed by the Management Committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any Member of the Management Committee of Sub-Committee.

PART IV - GENERAL MEETING

22. ANNUAL GENERAL MEETINGS – HOLDING OF

- 1) With the exception of the first Annual General Meeting of the Society, the Society shall, at least once in each calendar year and within the period of three (3) months of the expiration of each financial year of the Society, convene an Annual General Meeting of its Members.
- 2) The Society shall hold its first Annual General Meeting:
 - a) Within the period of eighteen (18) months after its incorporation under the Act; and
 - b) Within the period of two (2) months after the expiration of the first financial year of the Society.
- 3) Clauses (1) and (2) have effect subject to any extension or permission granted by the Corporate Affairs Commission under Section 26(3) of the Act.

23. ANNUAL GENERAL MEETINGS – CALLING OF AND BUSINESS AT

- 1) The Annual General Meeting of the Society shall, subject to the Act and to Rule 22, be convened on such date and at such place and time as the Management Committee determines.
- 2) In addition to any other business which may be transacted at an Annual General Meeting, the business of an Annual General Meeting shall be:
 - a) To confirm the minutes of the last preceding Annual General Meeting and of any Special General Meeting held since that Meeting;
 - b) To receive from the Management Committee reports upon the activities of the Society during the preceding financial year;
 - c) To elect Office-Bearers of the Society and Ordinary Members of the Management Committee; and
 - d) To receive and consider the statement which is required to be submitted to Members pursuant to Section 26(6) of the Act.
- 3) An Annual General Meeting shall be specified as such in the notice convening it.

24. HALF YEARLY MEETINGS – CALLING OF AND BUSINESS AT

- 1) The Half Yearly Meeting of the Society shall be convened on such date and at such place and time as the Management Committee determines.
- 2) In addition to any other business which may be transacted at an Half Yearly Meeting, the business of an Half Yearly Meeting shall be:
 - a) To confirm the minutes of the last preceding Half Yearly Meeting and of any Special General Meeting held since that Meeting;
 - b) To receive from the Management Committee reports upon the activities of the Society since the preceding Annual General Meeting
- 3) A Half Yearly Meeting shall be specified as such in the notice convening it.

25. SPECIAL GENERAL MEETINGS – CALLING OF

- 1) The Management Committee may, whenever it thinks fit, convene a Special General Meeting of the Society.
- 2) The Management Committee shall, on the requisition in writing of not less than seven (7) members, convene a Special General Meeting of the Society.
- 3) A requisition of Members for Special General Meeting:
 - a) Shall state the purpose or purposes for the meeting;
 - b) Shall be signed by the Members making the requisition;
 - c) Shall be lodged with the Secretary; and
 - d) May consist of several documents in similar form, each signed by one or more Members making the requisition.
- 4) If the Management Committee fails to convene a Special General Meeting to be held within one month after the date on which a requisition of members for the meeting is lodged with the Secretary, any one or more of the

Members who lodged the requisition may convene a Special General Meeting to be held not later than three (3) months after that date.

- 5) A Special General Meeting convened by a Member or Members as referred to in Clause (4) shall be convened as nearly as practicable in the same manner as General Meetings are convened by the Management Committee, and any Member who thereby incurs expense is entitled to be reimbursed by the Society for any reasonable expense so incurred

26. NOTICE

- 1) Except where the nature of the business proposed to be dealt with at a General Meeting requires a special resolution of the Society, the Secretary shall, at least fourteen (14) days before the date fixed for the holding of the General Meeting, cause to be sent by pre-paid post to each Member at the member's address appearing on the Registry of Members, a notice specifying the place, date and time of the Meeting and the nature of the business proposed to be transacted at the Meeting.
- 2) Where the nature of the business proposed to be dealt with at a General Meeting requires a special resolution of the Society, the Secretary shall, at least twenty-one (21) days before the date fixed for the holding of the General Meeting, cause notice to be sent to each Member in the manner provided in Clause (1) specifying, in addition to the matters required under Clause (1), the intention to propose the resolution as a special resolution.
- 3) No business other than that specified in the notice convening a General Meeting shall be transacted at the Meeting except, in the case of an Annual General Meeting, business which may be transacted pursuant to Rule 23(2).
- 4) A member wishing to bring any business before a General Meeting may give notice in writing of that business to the Secretary who shall include that business in the next notice calling a General Meeting given after the receipt of the notice from a Member.

27. PROCEDURE

- 1) No item of business shall be transacted at a General Meeting unless a quorum of Members entitled under these Rules to vote is present during the time the meeting is considering that item.
- 2) 30% of the Membership present in person (being Members entitled under these Rules to vote at a General Meeting) constitute a quorum for the transaction of business of a General Meeting.
- 3) If within one hour after the appointed time for the commencement of a General Meeting a quorum is not present, the Meeting if convened upon the requisition of Members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of adjournment by the person presiding at the Meeting or communicated by written notice to Members given before the day to which the Meeting is adjourned) at the same place.
- 4) If at the adjourned Meeting a quorum is not present within one hour after the time appointed for the commencement of the Meeting, the Members present (being not less than 20% of the Membership) shall constitute a quorum.

28. PRESIDING MEMBER

- 1) The President or, in the President's absence, the Vice-President, shall preside as Chairperson at each General Meeting of the Society.
- 2) If the President and the Vice President are absent from a General Meeting or unwilling to act, the Members present shall elect one of their number to preside as Chairperson at that meeting.

29. ADJOURNMENT

- 1) The Chairperson of a General Meeting at which a quorum is present may with the consent of the majority of Members present at the Meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned Meeting other than the business left unfinished at the Meeting at which the adjournment took place.
- 2) Where a General Meeting is adjourned for fourteen (14) days or more, the Secretary shall give written or oral notice of the adjourned meeting to each member of the Society stating the place, date and time of the meeting and the nature of business to be transacted at the meeting.
- 3) Except as provided in Clauses (1) and (2), notice of an adjournment of a General Meeting or of the business to be transacted at an adjourned meeting is not required to be given.

30. MAKING OF DECISIONS

- 1) A question arising at a General Meeting of the Society shall be determined by a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the society, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- 2) At a General Meeting of the Society, a poll may be demanded by the Chairperson or by not less than three (3) members present in person at the meeting.
- 3) Where a poll is demanded at a General Meeting, the poll shall be taken:
 - a) Immediately in the case of a poll which relates to the election of the Chairperson of the meeting or to the question of adjournment; or
 - b) In any other case, in such manner and at such time before the close of the meeting as the Chairperson directs;And the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

31. SPECIAL RESOLUTION

A resolution of the Society is a special resolution if:

- a) It is passed by a majority which comprises not less than three-quarters of such Members of the Society as, being entitled under these Rules to do so, vote in person at a General Meeting of which not less than 21 days written notice specifying the intention to propose the resolution was given in accordance with these Rules; or
- b) Where it is made to appear to the Corporate Affairs Commission that it is not possible or practicable for the resolution to be passed in the manner specified in Clause (a), the resolution is passed in a manner specified by the Corporate Affairs Commission.

32. VOTING

- 1) Upon any question arising at a General Meeting of the Society a member has one vote only.
- 2) In the case of an equality of votes on a question at a General Meeting, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- 3) A member is not entitled to vote at any General Meeting of the Society unless all subscriptions due and payable by the member to the Society has been paid, other than the amount of the annual subscription payable in respect of the then current year. [Refer Rule 7(3)]

33. INSURANCE

- 1) The Society shall effect and maintain insurance pursuant to Section 44 of the Act.
- 2) In addition to the insurance required under Clause (1), the society may effect and maintain other insurance.

34. FUNDS – SOURCES

- 1) The funds of the Society shall be derived from entrance fees and subscriptions of Members, box office receipts, donations and such other sources and the Management Committee determines.
- 2) All money received by the Society shall be deposited as soon as practicable and without deduction to the credit of the Society's bank account.
- 3) The Society shall, as soon as practicable after receiving any money, issue an appropriate receipt.

35. FUNDS – MANAGEMENT

- 1) Subject to any resolution passed by the Society in a General Meeting, the funds of the Society shall be used in pursuance of the objects of the Society in such manner as the Management Committee determines.
- 2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two Members of the Management Committee authorised to do so by the Management Committee.

36. ALTERATION OF OBJECTS

The Statement of Objects and these Rules may be altered, rescinded or added to only by a special resolution of the Society.

37. COMMON SEAL

- 1) The Common Seal of the Society shall be kept in the custody of the Public Officer.
- 2) The Common Seal shall not be affixed to any instrument except by the authority of the Management Committee and the affixing of the Common Seal shall be attested by the signatures wither of two members of the Management Committee or of one member of the Management Committee and of the Public Officer or Secretary.

38. CUSTODY OF BOOKS

Except as otherwise provided by these Rules, the Public Officer shall keep in his or her custody or under his or her control all records, books and other documents relating to the Society.

39. INSPECTION OF BOOKS

The records, books and other documents of the Society shall be open for inspection, free of charge, to a Member of the Society at any reasonable hour.

40. SERVICE OF NOTICE

- 1) For the purpose of these Rules, a notice may be served by or on behalf of the Society upon any Member either personally or by sending it by post to the Member at the Member's address as shown in the Register of Members.
- 2) Where a document is sent to a person by properly addressing, pre-paying and posting to the person a letter containing the document, the document shall, unless the contrary is proven, be deemed for the purposes of these Rules to have been served on the person at the time when the letter would have been delivered in the ordinary course of post.

41. SURPLUS PROPERTY.

- 1) At the first General Meeting of the Society the Society shall pass a special resolution nominating an incorporated Musical Society(s) as the association in which it is to vest it's surplus property pursuant to Section 53(2) of the Act in the event of the winding up or the cancellation of the incorporation of the Society.
- 2) The Musical Society(s) so nominated shall be one which fulfils the requirements specified in Section 3(2)(a)-(c) of the Act.

APPENDIX 1

The Regals Musical Society inc.

P.O. Box 191, Kogarah NSW 1485

http://www.theregals.com.au

APPLICATION FOR MEMBERSHIP

I, _____

of _____

_____ Postcode: _____

Phone: (Hm) _____ (Wk) _____

Date of Birth: _____ (if Under 15) Email: _____

Hereby apply to become a Member of The Regals Musical Society Inc.

In the event of my admission as a Member, I agree to be bound by the Rules of the Society.

Enclosed is cash/cheque for \$ _____ in payment of my Annual Subscription Fee as follows:
(Please tick appropriate membership classification).

? **FULL MEMBERSHIP** **\$35**

? **STUDENT MEMBERSHIP** **\$25**

? **SOCIAL MEMBERSHIP** **\$20**
(includes children under 15 in the show)

Signature: _____ Date: _____ / _____ / _____

The Secretary should be advised of any change in your Address in the future so that you may continue to receive your Regals Rag and other correspondence.



I, _____, a Member of the Society, nominate the applicant for membership of The Regals Musical Society Inc.

Signature: _____ Date: _____ / _____ / _____

PROCEDURES MANUAL

THE SOCIETY

1. The Society shall consist of the Management Committee, members, patrons and production team.
2. The Society shall be dissolved in the event of membership or less than seven (7) persons, or upon a resolution approved by a three/fourths majority of members present at an Extraordinary General Meeting convened to consider such a motion.
3. The Society is able to elect a Patron(s).

THE MANAGEMENT COMMITTEE

1. The Committee shall have the right to invite any person to any meeting of the Committee in an advisory capacity. The advisor having no voting rights.

2. Duties of the Management Committee

President:

The President shall hold and maintain copies of the minutes recorded by the Secretary, and these minutes shall be ongoing from one President to another. The President may be ex-officio of all committees.

Vice President:

In the absence of the President, the Vice President shall preside with full powers of the President. The Vice President may be called upon to assist with any extraordinary duties at the Management Committee's discretion.

Secretary:

The Secretary shall call all meetings, record, hold and maintain minutes of the proceedings and submit a copy of those minutes to the President. The minutes of meetings shall be ongoing from one Secretary to another. The Secretary shall conduct all correspondence, make all contacts authorised by the Committee and perform all duties connected with the office of Secretary.

Treasurer:

The Treasurer is responsible for the financial transactions of the Committee. The duties are to collect subscriptions, hold and maintain a record of such subscriptions paid by members and Inform the Secretary of any member whose subscriptions are overdue, issue receipts, pay bills from the Society's cheque account, receive receipts, scrutinise expenditure, keep the books and present a record of accounts at monthly meetings. The Treasurer will prepare the statement of accounts for the Annual General Meeting and the Half Yearly Meeting. A copy of the accounts to be distributed to all members attending the Annual General Meeting and the Half Yearly Meeting. The Treasurer will advise on the raising of funds for special purposes and finance generally. The Treasurer is responsible for the proper transaction of all financial business but not the actual raising of money [this will be done by the Management Committee or such Committees appointed by it].

Publicity Officer:

The duties of the Publicity Officer are to promote interest and ticket sales of each show, to assist in the promotion of membership of the Society, supervise and maintain the standard of the Society's programme, organise media releases for forthcoming shows and Society activities and to arrange printing and distribution of handbills, posters and signs.

Social Convenor:

It is the duty of the Social Convenor to foster amicable social relations between members.

Members' Representative:

It is the duty of the Members' Representative to present all enquiries to the Management Committee and to report back to the enquiring member. Any complaint or enquiry of a serious nature shall be dealt with in the following manner.

- a) The complaint or enquiry shall be expressed in writing and signed by the member.
- b) The Members; Representative shall hold and maintain this written complaint or enquiry while presenting the complaint or enquiry verbally and anonymously to the Management Committee. The Management Committee shall decide if the matter shall be deliberated further and, if necessary, will advise the Representative that the member should now identify themselves and be called to the Management Meeting to discuss the matter involved. In the event of the member not wishing to identify themselves and come to the called meeting, the matter will be negated.

3. Election of Management Committee shall take place in the following manner:

- a) The President shall call for the nomination of a Returning Officer.
- b) Two (2) scrutineers will be appointed by the Returning Officer.
- c) Nominations in writing will be handed to the Secretary, signed by the proposer, seconder and the nominee;
- d) The Secretary will display the names publicly on the night of the Annual General Meeting.
- e) Nominations will be accepted up until 8pm on the night of the Annual General Meeting.
- f) The election of Officers will not take place until the nominees; names have been displayed for fifteen (15) minutes (or the Annual General Meeting will not commence until 8.15pm)

g) The order for voting in the Management Committee shall be:

- (1) President
- (2) Vice President
- (3) Secretary
- (4) Treasurer
- (5) Publicity Officer
- (6) Social Convenor
- (7) Members' Representatives

MEMBERSHIP

Life Membership

1. Upon receipt of a nomination for Life Membership the Secretary shall convene a meeting of the Committee to discuss the nomination. At such a meeting the proposer and seconder may be called upon by the Committee to discuss the nomination.
2. A Life Member shall be presented with a suitable presentation on the final night of the forthcoming show. A Life Member shall be entitled to two (2) complimentary tickets per show.

Miscellaneous

A member always has the right to submit in writing ideas or complaints to the Management Committee through the Member's Representative.

PERFORMANCE

1. The Management Committee shall appoint a Production Team which is answerable to the Management Committee and will consist of a Director, Musical Director, Choreographer, Stage Manager, Wardrobe Manager and Property Manager.
2. A Production Liaison Officer, being a member of the Society, shall be nominated by the Producer and the Musical Director and may attend Committee Meetings on their behalf, at the request of or with the permission of, the Management Committee. The Production Liaison Officer will not hold any voting rights.
3. Production Team positions will be declared vacant at the end of each show.

4. Casting

- a) A Committee shall be established consisting of the following members.

- i) Producer
- ii) Musical Director
- iii) Choreographer
- iv) A suitably experience non-member or non auditioning member of the Society appointed by the Management Committee.
- v) A member of the Management Committee who is not auditioning.

[where (v) is not possible, a suitably experienced Regals Society member, selected by the Management Committee, who is not auditioning for the current show, may be substituted]

5. Auditions

Auditions will be held for each show. In the event of more than one auditionee qualifying for a particular role, it will be the duty of the Casting Committee to cast a Regal's member in the part.

An assessment will be made at the conclusion of auditions and, after the Management Committee has been notified, the successful auditionees will be notified.

It will be the duty of the Casting Committee, as far as possible, to cast a particular show by auditions. If it is not possible, the Casting Committee, with the approval of the Management Committee, may approach a suitably experience non-member of Regals to complete casting. This Honorary Member may be asked to audition.

6. All Cast and Chorus Members shall attend all rehearsals relevent to their performance. If a member fails to attend a total of four (4) rehearsals during a performance without:
 - a) notifying the Secretary or Producer in advance, *or*
 - b) fails to offer an acceptable explanation on return, the Committee may, in conjunction with the Production Team, elect to recast the role. The responsibility of maintaining a record of attendance shall be that of the Production Liaison Officer.
7. A reasonable number of copies of scripts for the forthcoming show will be made available to members through the Members' Representative as soon as possible after the announcement of the show is made, and at least two (2) weeks before auditions.

FINANCE

1. Payment of any account shall be made only by cheque.
2. Any situation which will lead to a financial commitment on the part of the Society must first be presented to the Committee in the form of a quote, such expenditure to be authorised by the Committee.

3. Subscription in Arrears

- a) If a member's subscriptions are not paid within one (1) calendar month of it becoming due, then the member shall be informed by the Secretary in writing of such arrears.
- b) If a member's subscriptions are not paid within one (1) calendar month of the date of the written notice then that member shall be debarred from all privileges of Membership at the discretion of the Management Committee.
- c) If a Member's subscriptions remain unpaid for one(1) calendar month after the due date, then they cease to be a member, at the discretion of the Management Committee.
- d) If a person who has ceased being a member wishes to rejoin, then the application will be received as if the applicant had not been a member previously.

4. Working Capital – Sub-Committees

The Management Committee will allow a working capital for all sub-committees as formed. This will include the Social Committee. Heads of all subcommittees will be responsible to the Treasurer for receipts for all monies involved. At no time shall the sub-committees, or any other person, hold for more than five (5) working days a balance of monies that exceeds the working capital awarded by the Management Committee.

GENERAL

1. The Management Committee will be responsible for all property of the Society. The Management Committee may require payment for the hire of any such properties. The Committee may sell or dispose of the property of the Society from time to time.
2. The Regals "Don Loveday Oscar" (The Oscar) shall be awarded at the discretion of the Management Committee after consultation with the Production Team. The Oscar shall be awarded to an Ordinary Member who has performed outstanding service for the Society during the period of the current Production. The Management Committee shall be ineligible for the award.

Notification of the recipient for this award shall be kept confidential until the announcement on the final night.

AUTHORITY

During performances authority is vested in the Stage Manager to maintain control backstage.

SUBSCRIPTIONS

- a) A ten dollar (\$15.00) joining fee will apply to new members.
- b) Persons joining the Society more than one (1) month after the commencement of the financial period will pay a Membership fee at the pro-rata rate of two dollars (\$2.00) per month. The joining fee will still apply.
- c) A fee of fifteen dollars (\$15.00) per annum will apply to Social Members and will cover postage costs of monthly Newsletters.