

UMSU STUDENT THEATRE GROUPS

MODEL CONSTITUTION

INTRODUCTION

1. This is a Model constitution that can be used by a prospective STG that is unincorporated. It should be read together with the UMSU Regulations for the affiliation of Student Theatre Groups. This Model constitution meets the requirements of R4.4 Governance and compliance.
2. A STG may amend the Model constitution provided that the amendment does not conflict with the UMSU Regulations for the affiliation of Student Theatre Groups or the UMSU Constitution.
3. Items 1(a) and (2) are to be completed by the STG.

Constitution
**UMSU Student Theatre
Groups (STG)**

MOORES

Level 1, 5 Burwood Road
HAWTHORN VIC 3122

Tel: (03) 9843 2100

Fax: (03) 9743 2102

Moores Legal Pty Ltd

ACN 005 412 868

TABLE OF CONTENTS

1.	NAME, AND APPLICATION	1
2.	OBJECTIVES	1
3.	NOT-FOR-PROFIT	1
4.	MEMBERSHIP	1
5.	APPLICATION	2
6.	MEMBERSHIP LIST.....	2
7.	ANNUAL GENERAL MEETINGS AND GENERAL MEETINGS	2
8.	DISPUTES.....	3
9.	THE COMMITTEE	3
10.	REMOVAL – COMMITTEE MEMBERS AND MEMBERS.....	5
11.	DISCONTINUING A STG	5
12.	DEFINITIONS.....	6

STANDARD CONSTITUTION

1. NAME, AND APPLICATION

- (a) The name of the STG is _____
- (b) The STG is affiliated with UMSU/UHT and anything in this constitution that conflicts with the Regulations or with the UMSU Constitution will be null and void.
- (c) If a matter is not specifically dealt with in this constitution, the UMSU Constitution and the Regulations shall apply.

2. OBJECTIVES

The objectives of the STG are:

- (a) _____
- (b) _____
- (c) _____
- (d) _____

(For example, an objective could be expressed as follows:

- *to produce and perform contemporary staging of existing plays and produce new theatrical adaptations; or*
- *to develop movement based original and reimagined performance works)*

3. NOT-FOR-PROFIT

The profits (if any), income and property of the STG must be applied solely towards the objectives of the STG as set out in this constitution and no portion of it may be paid or transferred, directly or indirectly, to any member of the STG whether by way of dividend, bonus or other profits. This does not prevent any payment in good faith by the STG for the payment or reimbursement of out-of-pocket expenses incurred by a member of the STG on behalf of the STG.

4. MEMBERSHIP

- (a) The STG must have at least 10 members.
- (b) To be eligible for membership, a person must:
- (i) be a current University student; and
 - (ii) support the objectives of the STG.
- (c) Associate membership will be open to any other persons who subscribe to the aims of the STG.

- (d) Only a currently enrolled UoM student can be a full member of a Student Theatre Group.

Any non-UoM student members fall under the category of Associate Membership

Only full members can be executive committee members and therefore are the only ones who count to the quorum at a General Meeting

Where group numbers allow priority for Committee roles must be given to currently enrolled UoM students.

Only full members have voting rights in General Meetings. An Associate Member is not eligible to vote and therefore cannot be responsible for decision making in a Group.

Leadership roles include, but are not limited to, members of the executive, production and artistic directors, production managers and other creative / production leaders.

UHT will determine whether a non-student can take up a particular role to ensure that the priorities of the group adhere to the UoM student theatre experience.

5. APPLICATION

A person will be admitted as a member of the STG after:

- (a) paying the membership fee (if any); and
- (b) completing a membership form approved by the committee.

6. MEMBERSHIP LIST

- (a) The secretary must maintain and keep updated a current membership list for the STG.
- (b) The membership list must contain the member's name, email address and date of admission to membership.
- (c) A person ceases to be a member on:
 - (i) resignation provided in writing;
 - (ii) ceasing to be a current University Student; or
 - (iii) expulsion in accordance with s 10.

7. ANNUAL GENERAL MEETINGS AND GENERAL MEETINGS

- (a) The committee must hold at least one annual general meeting every calendar year, which shall be held during the academic period, but no later than the end of September.
- (b) All members must be provided with notice of all general meetings (including the annual general meeting) at least five Academic Days by email before the meeting.

- (c) The president or their delegate will preside as chairperson at every annual general meeting and general meeting.
- (d) The business of an annual general meeting must include the election of the committee members to govern and oversee the STG from the close of the annual general meeting and may include any of the following additional matters (as appropriate):
 - (i) presentation of committee reports;
 - (ii) approval of financial statements; and
 - (iii) approval of the STG's constitution.
- (e) The STG shall submit the minutes of the annual general meeting and an attendance list to UHT within two weeks of holding the annual general meeting.
- (f) General meetings may be called by:
 - (i) the committee; or
 - (ii) written request by four members, or one-third of the membership, whichever is the smaller. If the committee receives a written request to hold a meeting, the meeting must be held within 15 Academic Days of the request being made, at a date to be set by the committee.
- (g) Quorum will be defined as a minimum of 15 student members or 2/3rds of the total membership base whichever is the smaller.
- (h) Each member has one vote and proxy voting is not permitted. Decisions at a general meeting are to be decided by a majority of votes of members (unless otherwise expressed in this constitution). If the votes cast on a motion are equal, the motion is 'lost'.

8. DISPUTES

- (a) All parties to a dispute under this constitution, being a member or committee member and:
 - (i) one or more members;
 - (ii) one or more committee members; or
 - (iii) the STG;

must attempt to resolve the matter within 21 Academic Days of being made aware of the dispute.
- (b) If the parties cannot resolve the dispute within 21 Academic Days, they ~~must notify UHT who will determine the appropriate course of action, which may include~~ appointing a mediator to facilitate mediation.

9. THE COMMITTEE

- (a) The committee shall be responsible for overseeing:

- (i) the finances of the STG (including ensuring that proper financial records are kept); and
 - (ii) the activities of the STG.
- (b) The committee must have at least three committee members comprising the following office bearers:
 - (i) the president;
 - (ii) the secretary; and
 - (iii) the treasurer.
- (c) A person who supports the objectives of the STG is eligible to be a committee member provided:
 - (i) the person is a member; and
 - (ii) the person has consented in writing to be a committee member.
- (d) Election of office bearers
 - (i) The members may elect the office bearers and any additional committee members at an annual general meeting.
 - (ii) A member may nominate themselves or another member for election at an annual general meeting.
 - (iii) Separate ballots may be held for each office bearer position and the general committee members positions.
 - (iv) If insufficient nominations are received for a position, the candidates nominated are deemed to be elected and a further call for nominations may be made.
 - (v) If the number of nominations received is equal to the number of positions to be filled, the persons nominated are deemed to be elected.
 - (vi) If the number of nominations received is greater than the number of positions to be filled a ballot must be held as follows: each member present must be given a ballot paper containing the names of each candidate in alphabetical order, members must mark a number of candidates on the ballot paper equal to the number of office holder vacancies to be filled and the candidate(s) who receive(s) the most votes will be elected.
- (e) If a casual vacancy arises (when an office bearer ends their term early), the committee may appoint an office bearer who will hold office until the next annual general meeting.
- (f) The term of office of all officeholders commences on their date of appointment and expires at the first annual general meeting following the appointment.
- (g) A committee member may convene or ask the Secretary to convene a meeting of the committee by giving reasonable notice to the committee. Notice of

committee meetings must be given to all committee members by email at least five Academic Days before the meeting.

- (h) A quorum for committee meetings is a majority of the total number of committee members.
- (i) The President shall preside as chairperson of the committee meetings.
- (j) Decisions at a committee meeting are to be decided by a majority of votes of committee members. If the votes cast on a motion are equal, the motion is 'lost'.
- (k) The committee may pass a resolution without a meeting by email stating that all committee members are in favour of the resolution.
- (l) The STG may execute documents by the signature of two committee members.

10. REMOVAL – COMMITTEE MEMBERS AND MEMBERS

- (a) Any committee member absent from two consecutive committee meetings (if convened) without due cause may, at the committee's discretion, be deemed to have resigned from their position by a motion of the committee, and a general meeting must be called to elect a successor.
- (b) If it is deemed that a committee member should resign, by a motion of the committee arising out of paragraph 3(a), or a petition bearing the names of at least 75% of the membership, the committee member may be expelled at a general meeting. At the next general meeting or annual general meeting, a motion shall be put to expel the committee member, provided that at least five Academic Days' notice has been given to the membership and to the member concerned in writing. If the motion is passed by 75% of the members present and voting, the committee member will be expelled, the committee position will become vacant and (if appropriate) a new election is to be held immediately. The committee member to be expelled will be given at least five minutes to speak before the vote is taken.
- (c) If it is deemed by a motion of the committee, or a petition bearing the names of at least 75% of the membership, any member of the STG can be expelled. The procedure is the same as for the expulsion of a committee member, except that the result is the voiding of the person's membership. No member may be expelled on the ground of race, sex, gender or religion, political, moral or sexual views.

11. DISCONTINUING A STG

- (a) A motion to discontinue the STG must be in writing and notice of the motion is to be given in the agenda for the general meeting at which the winding up motion is to be decided. A winding up motion must be passed by 75% of the members present and voting.
- (b) In the event that the STG is wound up, or ceases to be affiliated to UMSU:
 - (i) the office bearers of the STG must provide written notice of the decision to UHT; and

- (ii) the control of assets which have been 50% or more funded through UHT, the Creative Arts Department or Theatre Board grants and which are less than 3 years old will revert to UMSU's Creative Arts Department for redistribution through the Creative Arts Committee's grants program.
- (c) In the event that the STG has not been able to organise a quorate meeting within a 12 month period, UHT may wind up the STG following consultation with the STG or with the Creative Arts Committee (only in the event that the STG is unable to be consulted). Any member of the STG who wishes to oppose the winding up of the STG should make submissions to the UHT. The decision of UHT is final subject only to appeal under UMSU's rules.
- (d) If the STG is wound up, any money remaining after the payment of all debts, liabilities and expenses must not be paid or distributed to the members but must be transferred to the UMSU's Creative Arts Committee.

12. DEFINITIONS

- (a) Words or expressions defined in this constitution have the same meaning or effect as set out in the Regulations, unless the context otherwise requires.
- (b) For the purpose of this constitution, the following definitions also apply:

"Academic Day" means a day in the teaching period of Semester 1 and Semester 2."

"Regulations" means the UMSU Regulations for the affiliation of Student Theatre Groups and any reference to "R" immediately followed by a number refers to that rule or sub rule of these Regulations.

"STG" means the student theatre group described in s 3(a) that is affiliated with UMSU.

"UHT" has the same meaning given to the term in the Regulations.

"UMSU" has the same meaning given to the term in the Regulations.

"University" has the same meaning given to the term in the Regulations.