



G & S
CONSTITUTION

1. DEFINITIONS

In the interpretation of this constitution, unless inconsistent with the context,:

- 1.1 "Organisation" means **G & S**.
- 1.2 "Amateur or community based theatrical organisation" means a properly constituted, non-profit organisation with elected officers.
- 1.3 "Amateur" means a person who works or participates for no remuneration.
- 1.4 "Members" of the Organisation means all classes of Membership as defined below.
- 1.5 "Board" means the Board of Directors.
- 1.6 "Manco" means the Management Committee of the Organisation.

and cognate forms of the words or phrases shall bear corresponding meanings.

2. NAME

2.1 The voluntary organisation hereby constituted will be called:

G & S.

2.2 The Organisation shall:

- 2.2.1 exist in its own right, separately from its Members
- 2.2.2 continue to exist, even when its Membership changes and there are different office bearers,
- 2.2.3 be able to own property and other possessions,
- 2.2.4 be able to enter into contracts and sign leases,
- 2.2.5 be able to open and operate bank account/s,
- 2.2.6 be able to donate, borrow or lend money or things,
- 2.2.7 be able to sue and be sued in its own name,

3. OBJECTIVES

The Organisation's primary objectives shall include, whether directly or indirectly through the donation of funds to separate entities set up for the purpose as set out below, any or all of the following for the benefit of the greater Cape Town community:

3.1 Stage theatrical and concert productions of:

- 3.1.1 the works of Sir William Schwenk Gilbert and Sir Arthur Seymour Sullivan
- 3.1.2 musicals

- 3.1.3 other theatrical and musical works
- 3.2 provide performance, technical, artistic, backstage and other support opportunities for amateurs and students
- 3.3 support, financially and otherwise, amateur and community theatrical development
- 3.4 provide and facilitate training in all aspects of theatre performance and theatre production in the theatrical community including but not limited to workshops and seminars
- 3.5 provide theatrical and/or other cultural experiences
- 3.6 promote the performing arts in community and educational institutions

4. HONORARY PRESIDENT

The Honorary President of the Organisation shall be His/Her Worship the Mayor of the City of Cape Town.

5. INCOME AND PROPERTY

- 5.1 The Organisation shall keep a record of everything it owns.
- 5.2 The Organisation may not distribute any assets to its Members or office bearers.
- 5.3 A Member of the Organisation, who is not an employee or who has performed work for the Organisation in terms of a contract, may recoup money from the Organisation only against actual expenses incurred on behalf of the Organisation.
- 5.4 Members or office bearers of the Organisation have no rights over any assets belonging to the Organisation.

6. MEMBERSHIP CATEGORIES

The Members of the Organisation shall comprise:

6.1 Full Membership

Full Members shall be persons who are 16 years or older, have been duly elected and have paid the appropriate subscription fee. Such members shall have the right to speak and vote at any General Meeting of the Organisation.

6.2 Production Membership

Production Members shall be members who participate for the duration of a particular production or event and have paid the appropriate subscription fee for the relevant year. Such members may attend but shall not have the right to speak and/or vote at any General Meeting of the Organisation.

6.3 Honorary Life Membership

Honorary Life Members shall be elected by unanimous vote of the Board of Directors. Honorary Life Members shall have all the rights and privileges of full members of the Organisation, including the right to speak and vote at any General Meeting of the Organisation. Honorary Life Members shall not

be required to pay subscriptions. The Board of Directors may confer this honor upon anyone who has given signal service to the Organisation.

7. ELECTION TO MEMBERSHIP

- 7.1 Applicants for Membership shall complete and submit a Organisation Membership application form.
- 7.2 The Management Committee shall review and approve such applications at a Management Committee meeting or by such other arrangement as the Management Committee may decide from time to time.
- 7.3 A notice of election to Membership shall be sent from the Management Committee to the applicant within seven days of consideration of the application. Such notice shall be by electronic means to the applicant's email address if available or by other suitable means.
- 7.4 Notwithstanding 7.1 to 7.3 above, at the discretion of the Board, any person who contributes, by way of donation or otherwise, to an entity set up to further the stated objectives of the organisation may be made a full member and be exempt from the payment of all subscription fees and will remain a full member for as long as the Board determines in its sole discretion.
- 7.5 An up to date record of membership shall be kept and made available at all Board of Directors meetings, Management Committee meetings and General Meetings of the Organisation.

8. RESIGNATION OF MEMBERSHIP

A member may resign from the Organisation by submitting a written resignation to the Chairman or Secretary of the Management Committee.

9. TERMINATION OF MEMBERSHIP

- 9.1 The Management Committee may terminate the membership of any person whose continued membership is considered not to be in the interests of the Organisation, provided that a member whose termination of membership is under consideration shall be advised in writing (by email or post) of the reasons and the date of the Committee meeting at which they will be considered. Such communication is to be sent at least twenty-one (21) days before the date of the said meeting. Such member shall have the right to be heard in person at that meeting or put their case in writing, electronically or manually.
- 9.2 Such member shall have the right to appeal to a duly convened Special General Meeting of the Organisation. It shall be the responsibility of such member to effect the necessary requisition for a General Meeting as required by these rules.

10. GOVERNANCE

The governance of the Organisation shall be vested in the Board of Directors.

10.1 Election of Board of Directors

10.1.1 The Members at the Annual General Meeting of the Organisation shall elect up to 6 (six) members of the Board of Directors for a 2 (two) year term, as follows:

- The Chairperson

- The Treasurer
- Up to 4 additional members

10.1.2 The Board of Directors shall elect one member of their elected or co-opted board as Vice-Chairman.

10.1.3 A secretary shall be appointed to take minutes, set meetings and manage correspondence subject to the direction and control of the Board of Directors.

10.1.4 The treasurer shall be responsible for the control of the finances of the Organisation and for the preparation of annual financial statements subject to the direction and control of the Board of Directors.

10.2 Cooption to Board of Directors

10.2.1 The Board of Directors may co-opt a maximum of two (2) additional member(s) to the Board of Directors.

10.2.2 Such co-opted members shall hold office for a maximum of two years where-after they will be required to be nominated for election as per the rules below.

10.3 Ex Officio

The Chairman of the Management Committee shall be an ex-officio member of the Board of Directors. The Board of Directors shall therefore consist of up to 9 members being 6 elected members, up to 2 co-opted members and the Chairman of the Management Committee.

10.4 Role of Board of Directors

The role of the Board of Directors, shall be to:

10.4.1 Determine the vision of the Organisation

10.4.2 Set the strategy

10.4.3 Protect, manage and grow assets

10.4.4 Manage the risk

10.4.5 Appoint the Management Committee

10.4.6 Exercise control over the resources

10.4.7 Perform, control or manage all other aspects of the Organisation's affairs not within the express purview of the Management Committee.

10.5 Term of Office and Nominations of Board of Directors

10.5.1 The standard term of office for all members of the Board of Directors is two years.

10.5.2 The members of the Board of Directors, including the Chairman and Treasurer shall have no limit on the number of terms they may serve as ordinary members of the Board of Directors.

- 10.5.3 The Chairperson however, shall be eligible for election as Chairperson for a maximum of THREE (3) consecutive, two year terms.
- 10.5.4 All members of the Board of Directors shall vacate their positions at the end of their respective terms but shall be eligible for re-election unless otherwise provided for under these rules.
- 10.5.5 At the end of the first year of office of the first Board of Directors constituted under this Constitution, three of the elected Board of Governor's members, drawn by lot if not agreed, but excluding the chairman, shall resign but shall be eligible for re-election. The effect of this rule is that every year thereafter the election at the AGM shall be in respect of 3 members of the Board of Directors being those whose 2-years terms will expire at the end of the AGM concerned.
- 10.5.6 Nominations for members of the Board of Directors who have reached the end of their terms shall be submitted by the Members of the Organisation 21 days prior to the Annual General Meeting and the names of those so nominated shall be communicated to the Members electronically or manually, 14 days prior to the annual general meeting.
- 10.5.7 If there are more nominations than are required by the vacancies, election shall be by a show of hands unless any Member shall request a ballot (which may be done either before or after the announcement of the result of a show of hands), in which case a ballot shall be conducted. Two Members shall be appointed to count the ballot votes. No member of the Board of Directors or candidate for election shall count votes.

10.6 Eligibility of Board of Directors

In order to be nominated, the prospective members of the Board of Directors shall not be required to be Members of the Organisation but shall be required to have lodged an application to become members once elected and if so elected shall be deemed a Member with effect from that moment.

10.7 Meetings of Board of Directors

- 10.7.1 The Board of Directors shall meet a minimum of 4 (four) times per year.
- 10.7.2 Minutes shall be taken at every meeting to record the Board's decisions and draft minutes shall be distributed for comment and finalization to Board members within seven days of the meeting. The amended draft minutes shall be distributed to Board members within a month of the meeting. These minutes shall be submitted for approval at the following meeting of the Board and if confirmed as an accurate record of proceedings shall thereafter be signed by the chairperson.
- 10.7.3 Fifty per cent of the members of the Board of Directors shall constitute a quorum at any meeting of the Board.

10.8 Termination of Board of Directors

A member of the Board of Directors who misses more than two (2) consecutive meetings in a numbered year without an agreed leave of absence from the Chairman of the Board of Directors, will be deemed to have resigned from the Board. Such member may be reappointed, or his or her absence may be condoned, at the discretion of the Board of Directors.

10.9 Management Committee

10.9.1 The Board of Directors will appoint a Management Committee comprising, as far as possible, a minimum of 7 persons with the following portfolio heads:

- Chairman
- Productions
- Development and education
- Heritage
- Finance / Administration
- Members and People
- Marketing and Communications

10.9.2 The Board of Directors shall appoint a member of the Management Committee to fulfill the role of Vice Chairman, in addition to their appointed role.

10.9.3 A secretary shall be appointed by the Management Committee to take minutes and set meetings.

10.9.4 The standard term of office for all members of the Management Committee is two years.

10.9.5 The members of the Management Committee, including the Chairman shall have no limit on the number of terms they may serve as ordinary members of the Management Committee.

10.9.6 All members of the Management Committee shall vacate their positions at the end of their respective terms but shall be eligible for re-appointment unless otherwise provided for under these rules.

10.9.7 The members of the Management Committee shall as far as practicable reflect the required balance of skills and experience to perform all such acts as are required incidental to the attainment of the objectives of the Organisation.

10.10 Eligibility of Management Committee

In order to be appointed, the members of the Management Committee shall not be required to be Members of the Organisation but shall be required to become Members once appointed.

10.11 Termination of Management Committee

A member of the Management Committee who misses more than two (2) consecutive meetings in a numbered year without an agreed leave of absence from the Chairman of the Management Committee, will be deemed to have resigned from the Board. Such member may be reappointed, or his or her absence may be condoned, at the discretion of the Board of Directors.

10.12 Meetings of Management Committee

- 10.12.1 The Chairman and Treasurer of the Board of Directors will be ex officio members of the Management Committee.
- 10.12.2 The Management Committee shall meet a minimum of 10 (ten) times per year.
- 10.12.3 Minutes will be taken at every meeting to record the Management Committee's decisions and draft minutes shall be distributed for comment and finalization to Board members within seven days of the meeting. The amended draft minutes shall be distributed to Board members within a month of the meeting. These minutes shall be submitted for approval at the following meeting of the Board and if confirmed as an accurate record of proceedings shall thereafter be signed by the chairperson.
- 10.12.4 Fifty per cent of the members of the Management Committee shall constitute a quorum at any meeting of the Board.

10.13 Finance Committee

- 10.13.1 The Board of Directors shall constitute a Finance Committee (Finco) comprising, at a minimum, the Treasurer, and the Finance and Administration head on the Management Committee.
- 10.13.2 The finance committee shall meet a minimum of twice per year and may from time to time set spending authorities, policies and guidelines subject to the approval of the Board of Directors.

11. AUTHORITY AND DUTIES

BOARD OF DIRECTORS

The Board of Directors shall have the duty and authority on such terms and conditions as it may consider appropriate to:

- 11.1 select the major performance works of the Organisation and to establish and control a minimum four-year schedule of the major, (high risk) productions and events. The Board of Directors shall in its discretion from time to time determine what constitutes a major performance, production or event.
- 11.2 invest the assets and capital of the Organisation and also such income as may accrue to the Organisation which may not be immediately required for the purposes of the Organisation, in such manner as they may think fit and to realise, vary and reinvest any securities, assets, investments and property from time to time and at such times as they in their sole discretion shall determine or consider to be in the best interests of the Organisation;
- 11.3 purchase, sell, donate, exchange, take on lease, hire or otherwise acquire or dispose of movable (including incorporeal property) and immovable property of the Organisation or any right therein and improve and develop any property or assets of the Organisation in such manner as they think fit;
- 11.4 borrow money and, in order to provide security for such borrowing or any actual or potential liability, to mortgage and/or pledge the Organisation assets and to arrange the manner of repayment of such loans as they may in their sole discretion decide;

- 11.5 take action in a court of law for the recovery of any amounts due to the Organisation, to compel the fulfillment of obligations in its favour, to resolve any dispute, to protect enforce or determine any right, and to defend any proceedings that may be instituted or which the Board of Directors considers may affect the interests of the Organisation, to allow time for payment of debts due to the Organisation and to compromise claims by or against the Organisation, all in their discretion;
- 11.6 register and manage the Organisation's brands and intellectual property;
- 11.7 donate money or assets to any separate entity created by the Society/Organisation for the furtherance of its stated objectives as set out in 3 above;
- 11.8 take disciplinary action against Members;
- 11.9 generally do all such other things as may be expedient, incidental or conducive to the attainment of the objectives of the Organisation.
- 11.10 Notwithstanding the powers set out above, the Board of Directors shall not have the power to acquire, encumber or dispose of immovable property, or in any one transaction dispose of, or encumber, any asset of whatsoever nature (including the cash assets of the Organisation) to a value equal to or higher than 25% (Twenty Five Percent), of the current assets of the Organisation as set forth in the most recent annual financial statements without the express approval of a Special General Meeting called for that purpose.

MANAGEMENT COMMITTEE

The Management Committee shall have the duty and authority on such terms and conditions as it may consider fit to exercise the following powers, in accordance with the rules and guidelines, subject to the supervision and within the limits set by the Board of Directors:

- 11.11 open and control any account at a recognised financial institution and to draw, accept or give cheques, promissory notes, bills of exchange and other negotiable instruments, to operate bank accounts electronically and to deal with funds via such banking facilities as the Board of Directors may approve from time to time;
- 11.12 raise funds and/or to invite and receive contributions.
- 11.13 pay expenses incurred in connection with the administration of the organisation and the running costs incurred in the pursuit of the objectives of the organisation.
- 11.14 temporarily affiliate with any organisation having similar objects or which can assist in the promotion of the objectives of the Organisation;
- 11.15 constitute and control production committees
- 11.16 expend Organisation funds on maintenance, construction, improvement, alteration, payment of rates, taxes, insurance premiums and other charges in and pertaining to any movable or immovable property;
- 11.17 purchase or otherwise acquire any equipment that may be necessary for the promotion of the objectives of the Organisation;
- 11.18 engage and dismiss employees;

- 11.19 appoint an agent or agents to represent them for any specific purpose, including, but not limited to, the power to appoint accountants, attorneys, advocates and other professional persons for any specific purpose;
- 11.20 accept and acquire for the purpose of the Organisation gifts, bequests or payments from any person, firm or company that may be given, bequeathed or paid to the Organisation;
- 11.21 enter into contracts and delegate to any person the power to enter into contracts on behalf of the Organisation
- 11.22 exercise or cause to be exercised such further powers, including the right to take out such insurance as they in their sole discretion may consider necessary to carry out the objectives of the Organisation.

GENERAL MEETINGS

The Board of Directors shall decide when and where to hold General Meetings of the Organisation.

12.1 Annual General Meeting

- 12.1.1 Notwithstanding the above, the Annual General Meeting shall be held annually at a date as determined by the Board.
- 12.1.2 The Chairman of the Board of Directors shall chair the meeting and shall submit a report on the affairs of the Organisation to the Annual General Meeting
- 12.1.3 The Treasurer of the Board of Directors shall submit a report on the financial affairs of the Organisation to the Annual General Meeting.

12.2 Special General Meeting

- 12.1.1 Special General Meetings shall be called at any time at the instance of the Board of Directors or within 21 (twenty- one) days of the receipt by the Board of Directors of a request for such a meeting signed by 75% of the Management Committee or not fewer than 12 (twelve) Members who are not on the Board of Directors or Management Committee , specifying the business to be considered
- 12.1.2 Only the business set forth in the Notice calling a particular Special General Meeting shall be considered at that meeting.

12.3 Notice of General Meetings

- 12.3.1 Notice of all General Meetings shall be given to all members not less than 14 (fourteen) days before the date of the meeting;
- 12.3.2 Notice delivered, sent by post, or transmitted by electronic means shall be deemed to be proper notice and in the case of notice by post the period contemplated in 12.3.1 shall be from the date of such posting.

12.4 Quorum at General Meetings

- 12.4.1 No business other than the formal adjournment of the meeting shall be transacted at any General Meeting unless a quorum is present.

12.4.2 A quorum shall consist of not fewer than 20 (twenty) persons present and entitled to vote.

12.5 Voting

12.5.1 The Chairman of the Board of Directors at any General Meeting or meeting of the Board of Directors shall have both a deliberative and a casting vote.

12.5.2 Unless otherwise provided by these rules, all motions brought forward or elections to office shall be carried by a simple majority of the votes properly recorded at the Meeting.

12.5.3 No person whose subscription for the current year is unpaid may speak or vote at any Meeting of the Organisation.

12.6 Voting by Proxy

Voting by proxy shall be permitted at any General Meeting of the Organisation on the following conditions:

12.6.1 All proxies shall be tendered in writing to the Chairman or Secretary of the Board of Directors before the opening of the meeting.

12.6.2 Proxy votes shall be valid providing that both the person sending the proxy and the person exercising it shall be members entitled to vote at any General Meeting of the Organisation. (Vice-Presidents, Hon. Life Members, Patrons, Members).

12.6.3 If a specific Member is not nominated to exercise a proxy vote then the Chairman of the Meeting shall exercise the vote.

12.6.4 All valid proxies shall count toward the quorum.

12.6.5 Members tendering proxies shall be in good standing

12.7 Dissolution of the Organisation

12.7.1 The Organisation shall be dissolved only by resolution passed by majority of at least five-sixths of the Members present and voting at a Special General Meeting called for the purpose of considering such dissolution.

12.7.2 In the event of a new entity being proposed and accepted, all existing office bearers and members will automatically transfer to the new entity.

12.7.3 In the event of the dissolution of the Organisation, the residual funds, if any, shall be donated to a Organisation or societies having similar objectives; or to charitable institution/s decided by the Special General Meeting.

12.8 Honorary Auditor

The Annual General Meeting shall appoint the Honorary Auditor.

13 FINANCE

13.1 Financial Year

The financial year of the Organisation shall be from 1 March to 28 or 29 February of the following year.

13.2 Budgets

13.2.1 The Management Committee shall develop an annual Organisation budget which shall be presented to the Board of Directors for ratification.

13.2.2 The Management Committee shall develop all production and event budgets.

13.2.3 The major production and event budgets shall be presented to the Board of Directors for ratification.

13.3 Payments

All payments effected on behalf of the Organisation, whether by way of cheque, electronic or other means, shall be signed or authorised by at least two authorised members of the Management Committee one of whom shall be the Treasurer and in his or her absence the Finance and Administration head of the Management Committee.

13.4 Accounts

13.4.1 Proper accounts shall be kept of all assets and liabilities of the Organisation and of its income and expenditure.

13.4.2 An audited balance sheet together with an income and expenditure statement and such other accounts and statements as may conveniently serve to explain the position of the Organisation is to be presented to the Annual General Meeting each year.

14 MEMBER SUBSCRIPTIONS

14.1 Annual subscriptions shall become due and payable in full on 1st January each year and must be received by the Organisation within two months failing which Membership shall be considered suspended until payment has been received but the Member shall nevertheless be entitled to receive notices of any meeting.

14.2 The Board of Directors shall set the annual membership fees, with the proviso that they may not increase them by more than 20 percent at any time without the approval of a General Meeting of the Organisation.

14.3 At the discretion of the Management Committee, new members who are admitted on or after 1 October of any year (and pay the applicable fee) may be regarded as having paid for the remainder of that year and the following year.

14.4 Payment of the first subscription shall be due on receipt of the Notice of election to membership from the Management Committee.

14.5 Any member whose subscription is not paid within 3 (three) months of due date shall forfeit the privileges and benefits of membership unless the Management Committee otherwise allows.

15 RIGHTS AND LIABILITIES OF MEMBERS

- 15.1 Membership of the Organisation does not confer any right to a share or participation in any assets of the Organisation.
- 15.2 No Member shall be liable for the debts or obligations of the Organisation.
- 15.3 No profit accruing to the Organisation shall be distributed to the members.
- 15.4 In relation to participation in activities, rehearsals and productions of the Organisation or in which the Organisation is participating, including any related travelling, no member shall have a claim for damages, including for personal injury and/or financial losses, against the Organisation arising from any alleged negligence (of whatever degree) of the Organisation or any of its office-bearers, employees, representatives or agents, save to the extent that such damages may be covered by insurance held by the Organisation in respect of the losses in question. The onus to lodge and pursue any claim under such insurance shall be on the member seeking indemnification, but the Organisation shall cooperate in all respects with such a claim and shall sign and do all things reasonably required of it by the member or members concerned. There shall be no duty on the Organisation to procure any insurance whatsoever, but it shall inform any member who inquires of the details of any insurance that may exist from time to time.

16 PRODUCTIONS

SELECTION AND SCHEDULING

- 16.1 The Board of Directors is responsible for the selection of the major performance works and the establishment and control of a minimum 4 (four) year schedule of the major , (high risk) productions and events.
- 16.2 The Management Committee is responsible for the selection of the minor performance works and the establishment and control of a minimum 2 (two) year schedule of (named or unnamed) minor (low risk) productions and events.

PRODUCING

- 16.3 The Organisation is the producer of all productions and events.
- 16.4 The Management Committee is responsible for the execution thereof.
- 16.5 For major productions, the Management Committee shall make recommendations to the Board of Directors for the role of Production Executive who shall be the Management Committee's representative in the execution of that production or event.
- 16.6 For minor productions or events, the Management Committee shall appoint a Production Executive who shall be the Management Committee's representative in the execution of that production or event.

DIRECTOR, MUSICAL DIRECTOR AND PRODUCTION STAFF

- 16.7 The Management Committee shall make recommendations to the Board of Directors for the roles of Director and Musical Director of the major productions and events.

- 16.8 The Board of Directors shall select and appoint the Director and Musical Director of the major productions and events.
- 16.9 The Management Committee shall select and appoint the Director and Musical Director for the minor productions and events.
- 16.10 The Management Committee shall appoint the Production Staff for all productions and events.
- 16.11 For major productions, the Director and Musical Director are accountable to the Board of Directors but report to and are managed by the Management Committee through the Production Executive.
- 16.12 For minor productions, the Director and Musical Director are accountable to, report to and are managed by the Management Committee through the Production Executive.
- 16.13 For major & minor productions, the production team are responsible to and report to the Management Committee through the Executive Producer.
- 16.14 Persons in any of the positions may be varied by the Board of Directors.

SELECTION OF CAST AND CREW

- 16.15 The cast for any production shall be selected by a casting committee comprising Director, Musical Director, and at least one other person appointed by the Management Committee.
- 16.16 The cast shall be subject to the approval of the Management Committee.
- 16.17 An audition before the full casting committee shall be compulsory for any person who wishes to be cast. Members of the Organisation shall be given notice of the auditions before such information is announced in the Press;
- 16.18 Any person who is cast for a production, and who is not a Member of the Organisation in good standing, shall be obliged to apply for Membership to the Organisation. Only successful applicants who have paid the appropriate subscription, and Members in good standing, will be allowed to perform in productions and events produced by the Organisation.
- 16.19 Any person who is appointed to the crew of a production (apart from paid technical staff), and who is not a member of the Organisation in good standing, shall be obliged to apply for Membership to the Organisation. Only successful applicants who have paid the appropriate subscription, and are Members in good standing, will be allowed to be a part of the backstage crew in productions and events produced by the Organisation unless the Management Committee directs otherwise in exceptional circumstances.

REVISION OF CAST

- 16.20 The casting committee, with the approval of the Management Committee, shall have the power to revise the cast from time to time if any person to whom a character has been assigned shall, in its opinion, prove unsuitable for the part.

CONTROL OF REHEARSALS

- 16.21 The control and conduct of all rehearsals shall be in the hands of the Director and/or Musical Director.

ATTENDANCE AT REHEARSALS

16.22 The Musical Director or any other member whom he/she shall depute for the purpose shall keep a record of the attendance at rehearsals, and the Management Committee shall have the authority to prohibit any member, whose attendance at rehearsals has been irregular, from taking part in the performance of the work. Members absenting themselves from rehearsals without giving prior notice and valid reasons may, at the discretion of the Management Committee, be deemed to have resigned their parts.

RECEIPTS FROM PRODUCTIONS

16.23 All Monies due from members in connection with the production and performance of any work shall be accounted for and paid within 21 (twenty-one) days after the conclusion of the final performance.

PRODUCTION ACCOUNT

16.24 The production account for any work produced shall be presented for consideration at the next Annual General Meeting of the Organisation. The Production Account shall consist of a full statement of the receipts and expenses of that production.

REMUNERATION OF CAST

16.25 No cast member shall receive any remuneration from the Organisation in respect of his or her performance in any production or event staged by the Organisation.

17 CONSTITUTION

17.1 Any proposed amendment to the Constitution shall be by way of motion tabled at the Annual General Meeting or a Special General Meeting called for that purpose.

17.2 The motion to amend must be tendered in writing to the Chairman of the Board of Directors 21(twenty-one) days before the General Meeting at which it is to be considered;

17.3 The Board of Directors must give notice of said motion to all Members not less than 14 (fourteen) days before the date of the meeting;

17.4 Notice delivered, sent by post, or transmitted by electronic means shall be deemed to be proper notice and in the case of notice by post the period contemplated in 17.3 shall be from the date of such posting.

17.5 The motion can only be carried by a two-thirds majority of the Members present or represented and entitled to vote.