



Constitution of the
Performing Arts Alumni Society
PAAS

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Part One: The Society

1. Name and Effect

- 1.1. The name of the society is the **Performing Arts Alumni Society (PAAS)**.
- 1.2. This Constitution is binding on each member of PAAS.
- 1.3. Any Regulations made under provisions in this Constitution are binding upon each member of PAAS.
- 1.4. PAAS shall have a common seal on which its name appears in legible characters.
- 1.5. The Common Seal shall not be used without the express authority of an Executive member.

2. Definitions

2.1. In this constitution, unless the contrary intention appears:

“**Absolute majority**” means 75% of all members present at the respective meeting.

“**AGM**” means the Annual General Meeting.

“**Committee**” means all persons elected to a position as referred to in section 8.

“**Executive**” means any person elected to a position as referred to in section 9.

“**General meeting**” means a meeting of both the Committee, and Members.

“**Member**” includes all Committee members, and the members of any additional class of membership created in accordance with this Constitution.

“**Terms of Reference**” means a document outlining the duties, functions, rights and responsibilities of all roles within PAAS.

“**Written notice**” means written communication through the PAAS email, or social media.

3. Interpretation

3.1. Where in this constitution the word "may" refers to discretionary powers, the word "shall" refers to powers that must be exercised.

4. Objects of PAAS

4.1. The objects of PAAS, a non-profit organisation, shall be to:

- a. Cultivate and promote the performing arts to all members of the Western Australian theatre community;
- b. Provide all members of the Western Australian theatre community, an opportunity to

- produce and participate in theatrical experiences; and
- c. Cooperate with bodies or organisations having kindred aims.

5. Equity and Diversity

5.1 No member shall be discriminated by PAAS on the basis of race, gender identity, sexuality, religion, political ideologies, physical or mental disability, or age.

6. Powers and Functions of PAAS

6.1. The powers of PAAS, as exercised by the Committee, are to:

- a. Expend and invest moneys solely for the promotion of the objects of PAAS;
- b. Operate banking accounts; ^[L]_[SEP]
- c. Raise money or request and receive funding for any of the objects of PAAS; ^[L]_[SEP]
- d. Enter into contracts on behalf of PAAS, the terms of which have been approved by the Executive;
- e. Hold licenses under any legislation; and
- f. Take actions necessary as prescribed by this Constitution and all associated Regulations;

6.2. The assets and income of PAAS shall be applied solely to further its objects and no portion shall be distributed directly or indirectly to the members of PAAS except as genuine compensation for services rendered or expenses incurred on behalf of the Society.

Part Two: Membership and Governing Bodies

7. Qualifications and Entitlements of Members

7.1. The membership of PAAS is open to all persons.

7.2. The terms, conditions, and entitlements of PAAS memberships shall be prescribed by this Constitution and any other associated regulations.

7.3. A member of PAAS is entitled to a deliberative vote at any General meeting.

8. PAAS Committee

8.1. Subject to this Constitution, the affairs of PAAS shall be governed and managed by the Committee.

8.2. The Committee shall consist of:

- a. Executive positions.

b. Portfolios determined and affirmed by the Executive.

8.3. Additional standing boards and sub-committees may be established as required and affirmed by the Executive.

8.4. All terms of office must cease at the closing of the Annual General Meeting.

8.5. If more than two (2) vacancies occur in the Executive, positions must be filled within 30 days.

9. PAAS Executive

9.1. The Executive of PAAS will consist of:

- a. President ^[L]_[SEP]
- b. Vice President ^[L]_[SEP]
- c. Secretary ^[L]_[SEP]
- d. Treasurer ^[L]_[SEP]

10. President

10.1. The President of PAAS shall:

- a. Direct, co-ordinate and supervise the work of the Committee;
- b. Direct the activities and manage the affairs of PAAS;
- c. Preside over all PAAS meetings; and
- d. Uphold the provisions outlined in this Constitution and all other regulations associated to PAAS.

11. Vice President

11.1. The Vice President of the PAAS shall:

- a. Assist the President in the performance of the duties as prescribed in section 10; ^[L]_[SEP]
- b. Assume the role of President when vacant until a new President is elected; and
- c. Uphold the provisions outlined in this Constitution and all other regulations associated to PAAS.

12. Secretary

12.1. The Secretary shall:

- a. Co-ordinate the correspondence within PAAS; and
- b. Uphold the provisions outlined in this Constitution and all other regulations associated to PAAS.

13. Treasurer

- 13.1. The Treasurer shall:
- a. Be responsible for transparency of all expenditure and income;
 - b. Co-ordinate all financial movements and budgeting;
 - c. Submit a report, balance sheet or financial statement to the Committee at the reasonable request of any Committee member; and
 - d. Uphold the provisions outlined in this Constitution and all other regulations associated to PAAS.

14. Election Governance

- 14.1. General elections are to be run in accordance with this Constitution and all other regulations associated to PAAS.
- 14.2. The General elections for all members of the PAAS Committee shall be held annually.

15. Resignation or Removal

- 15.1. Any member who wishes to resign must submit their resignation in writing to the Committee.
- 15.2. The resignation takes effect immediately, unless otherwise stated in the resignation.
- 15.3. Any member who breaches this Constitution or any associated regulations, may be liable for removal.
- 15.4. A member liable for removal will be issued a letter from the Executive requesting a written or verbal apology and statement for the consideration to remain a member.
- 15.5. This statement shall be addressed to and considered at a General meeting, no later than two weeks after the letter has been issued.^[SEP]
- 15.6. At this meeting, the member liable for removal shall be given a full and fair opportunity to submit their statement, before the members vote on the matter.

Part Three: Meetings

16. Proceedings of Meetings

- 16.1. Members shall meet not less than three times per year.
- 16.2. The President or at least half of the members of may at any time convene a

General meeting.

- 16.3. Written notice of all meetings must be given to respective members at least 24 hours prior to the proposed meeting time.
- 16.4. The Secretary shall prepare and distribute a written agenda to all respective members at a reasonable time prior to the commencement of a meeting.
- 16.5. Agenda items must be submitted to the Secretary at a reasonable time prior to the commencement of a meeting.
- 16.6. Any member may submit an item to be put on the agenda.
- 16.7. A member with a conflict of interest shall:
 - a. As soon as he or she becomes aware of that interest, disclose the nature and extent of the interest to the Committee, and
 - b. Not take part in any deliberations or decisions with respect to that conflict.

17. Quorum and Proxies

- 17.1. Quorum for a Committee meeting means at least half of the current PAAS Committee as referred to in section 8.
- 17.2. Quorum for a General meeting means at least half of the current PAAS Committee as referred to in section 8, and at least half of the Members as referred to in section 7.
- 17.3. Quorum is required at all meetings.
- 17.4. A member may appoint in writing another member who is physically present to be their proxy.
- 17.5. A member may hold no more than three (3) proxies.
- 17.6. Each member present in person or by proxy at a meeting is entitled to a deliberative vote.
- 17.7. A question arising at a meeting shall be decided by a majority of votes, if there is no majority, the person Presiding at the meeting will have a casting vote in addition to a deliberative vote. [SEP]

18. Minutes of Meetings

- 18.1. The Secretary must take detailed minutes of all meetings.
- 18.2. The Secretary shall keep all minutes where the Committee prescribes.
- 18.3. Minutes must be distributed to all respective members once complete.

- 18.4. All minutes are presumed truthful and accurate once they have been passed by the Committee at the next Committee meeting.
- 18.5. Any member may challenge the content of the minutes prior to passing.

19. Annual General Meetings

- 19.1. PAAS must convene an Annual General Meeting (AGM) in line with the end of financial year each year.
- 19.2. The Secretary shall give all members reasonable written notice of the AGM, and that notice shall specify:
 - a. When and where the AGM is to be held; and
 - b. An agenda of order of business to be discussed.
- 19.3. If within 30 minutes after the commencement of the AGM quorum is not achieved, the meeting shall lapse.
- 19.4. The AGM may be adjourned with the consent of those present.
- 19.5. Voting will be determined by a show of hands unless a secret ballot is requested by any member present, in the event of which the Secretary will conduct a secret ballot.

Part Four: Alterations and Dissolution

20. Alterations

- 20.1. Any changes to the Constitution must be passed by an absolute majority at a General meeting.

21. Dissolution

- 21.1. In the event of PAAS being dissolved, all assets that remain after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purposes, which is charitable at law and which has rules prohibiting the distribution of its assets and income to its members.