



CONSTITUTION & RULES

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1980

THE HONG KONG STAGE CLUB

Constitution and Rules

*Passed at the Special General Meeting on
23rd January, 1980*

Article 1

Name:

The name of the Club shall be The Hong Kong Stage Club, hereinafter referred to as "the Club".

Article 2

Objects:

The objects of the Club are:

- (a) to provide live entertainment for members of the Club and the general public of Hong Kong.
- (b) to promote the enjoyment of, and participation in, theatre.
- (c) to associate with other organisations holding objects similar to those of the Club and to do all things conducive to the promotion of interest in the theatre.

Article 3

Membership:

1. Membership of the Club shall be open to all who subscribe to the Club's objects as set out in Article 2 and are willing to abide by the

Club's constitution, provided always that the Committee reserves the right to refuse and terminate membership.

2. Prominent citizens of Hong Kong may be invited by the Committee to become Patrons of the Club.

Article 4

Categories of Membership and Subscription:

1. There shall be the following categories of members of the Club:—
 - (a) Persons who have attained the age of 21 years or over.
 - (b) Persons of the age of 12 years and under the age of 21 years may become Student Members, who shall have such rights and privileges as the Committee may from time to time prescribe by rules, provided that no Student Member shall have the right to vote at a General Meeting.
2. Members shall pay such subscription as may be determined from time to time at a general meeting. Special rates of subscription may be fixed for family members and for student members.
3. Annual Subscription shall be due and payable on the 1st day of July each year, save that members joining between the 1st day of

October and the 30th day of June shall pay half of the annual subscription for the first year of membership. Renewal subscription shall be payable at the full annual rate.

4. Any member whose annual subscription remains unpaid after a period of two months from the date of demand shall have his name brought to the attention of the Committee at its next meeting. Any member who fails to pay without providing valid reasons acceptable to the Club shall, after due warning has been given by the Committee, cease to be a member of the Club.
5. Every member shall report his address to the members' secretary and shall notify him in writing of any change of address. All notices properly addressed and despatched by pre-paid post shall be deemed to have been delivered in due course of post.

Article 5

General Meetings:

1. The Annual General Meeting of the Club shall be held each year after 1st April and not later than 30th June, unless circumstances beyond the control of the Committee arise to prevent such a meeting. Members shall be notified in writing by the Honorary Secretary at least 14 days before the date of the meeting. Fifteen members shall form a quorum at any General

Meeting. If within half an hour of the time appointed for the meeting a quorum cannot be formed the meeting shall be adjourned and reconvened within a month, and members shall again be given 14 days' notice in writing of such meeting. At the second meeting any number of members present at the meeting shall form a quorum.

2. Upon the motion of the Committee or a written request signed by ten paid-up members of the Club, the Chairman shall call an Extraordinary General Meeting within one month of that motion or the receipt of such request. The request for calling an Extraordinary General Meeting shall specify the object for which the meeting is to be called. Any discussion at an Extraordinary General Meeting will be strictly confined to the objects stated in the request. The procedure for notifying members and the composition of a quorum shall be the same as those for the Annual General Meeting.
3. At every General Meeting of the Club the chair shall be taken by the Chairman or, in his absence, by the Honorary Secretary or if he be absent, by a member of the Committee chosen by members present. If no member of the Committee is present, the members shall elect one of their own number as Chairman of the meeting.

4. A General Meeting shall have the following functions and powers :
 - (a) to raise any matter relating to the policy and the management of the Club;
 - (b) to vote on amendments to the Constitution; and, in addition, an Annual General Meeting shall
 - (c) elect the Committee for the coming year;
 - (d) receive and vote on the reports submitted by the outgoing Chairman and Honorary Treasurer;
 - (e) appoint an Honorary Auditor for the coming year.
5. At all General Meetings of the Club motions shall be carried forward by a simple majority of the voting members present (save as hereinafter provided) and there shall be no proxy votes at any General Meeting of the Club.
6. Save as hereinafter provided voting shall be by a show of hands.
7. Voting for the election of the Committee shall be by ballot and in any other case voting shall be by ballot if at least five members present so require.
8. Only members who have paid their subscription for the current financial year shall have the right to vote.

9. In the case of an equality of votes on any issue the Chairman may at his discretion exercise a second or casting vote.
10. Evidence of a declaration by the Chairman of a general meeting that a motion has been carried or defeated, together with a minute to that effect duly confirmed, shall be conclusive.

Article 6

Committee:

1. There shall be a Committee which shall consist of a Chairman of the Club, an Honorary Secretary, a Members' Secretary, an Honorary Treasurer, a Technical Director, a Business Manager, a Workshop Director, a Publicity Manager, a Wardrobe Manager, a Social Secretary, a representative for the Hong Kong Arts Centre and one other member. The duties and responsibilities of members of the Committee to be as set out in the Appendix hereto.
2. The members of the Committee shall be elected at the Annual General Meeting and shall hold office from the conclusion of that meeting until the conclusion of the Annual General Meeting next following, subject to termination of their appointment by resignation or otherwise.
3. Any two members may propose in writing any member as a candidate for election to the

Committee to the Secretary before or at such meeting, such notice to be endorsed with the consent of the candidate.

4. The voting for Committee members shall take place in the following order, and voting for each position shall be completed before voting on the next position commences :

- (i) Chairman
- (ii) Honorary Secretary
- (iii) Honorary Treasurer
- (iv) Business Manager
- (v) Technical Director
- (vi) Social Secretary
- (vii) Members' Secretary
- (viii) Publicity Manager
- (ix) Arts Centre Representative
- (x) Workshop Director
- (xi) Wardrobe Manager
- (xii) Member

5. Any member may be nominated as a candidate for one or more positions but shall not be a candidate if he has been previously voted into office for another position.

6. The Committee shall meet as often as necessary, and at least four times a year; at least seven days' notice of meetings shall be given by the Honorary Secretary.

7. The Chairman of the Club, if present, shall preside at meetings of the Committee.
8. In the event of a vacancy occurring on the Committee, the remaining members shall have the power to fill the vacancy from among the members of the Club and the member so appointed shall continue in office until the next Annual General Meeting.
9. The Committee shall have power to co-opt any member of the Club for such purpose and such period not extending beyond the Annual General Meeting next following as the Committee shall decide. Such co-opted members shall have the right to vote. Producers may be invited to attend Committee Meetings for the discussion of their productions but shall not have the right to vote.
10. The Chairman may, and upon a request in writing signed by any two members of the Committee shall within 14 days, convene a meeting of the Committee.
11. At meetings of the Committee four members shall form a quorum.
12. All decisions of the Committee shall be taken by a majority of members present; in the event of the voting being equal the Chairman of the meeting shall have a casting vote.
13. A motion circulated in writing to all the members of the Committee then in Hong

Kong and approved by them in writing shall be as effective as a resolution duly passed at a meeting of the Committee.

14. The Committee shall have the management of the Club and its funds subject to resolutions of a General Meeting, and shall have power to do all such things as they think necessary or desirable to carry out and further the objects of the Club and, in particular, the final decision as to the number of presentations to be performed, the budgetted expenditure on each production and the selection of producers shall rest with the Committee.
15. The Committee shall cause minutes of its meetings and of all resolutions passed thereat or approved in accordance with Clause 13 and minutes of all general meetings to be kept in books provided for the purpose and shall cause proper books of account to be kept and audited once in every financial year.
16. The Committee shall not authorise expenditure which exceeds in total the cash reserve of the Club.

Article 7

Amendments to the Constitution:

Any alterations, amendments or additions to this Constitution shall be subject to the approval of a

General Meeting of the Club. A copy of the proposed amendment shall be sent to all members at least 14 days prior to such meeting. A majority of those present and eligible to vote shall be necessary to ratify such alterations, amendments or additions. No alteration, amendment or addition shall come into effect until the approval of the Registrar of Societies has been given.

Article 8

Publications:

The Club may publish a newsletter or such other publication as the Committee deems fit.

Article 9

Accounts:

1. The accounts of the Club shall be kept by the Honorary Treasurer who shall prepare an annual statement of accounts and balance sheet to 31st March in each year which shall, after being audited, be submitted to the Annual General Meeting of the Club.
2. Unless otherwise determined by the Committee, all cheques and other financial documents shall be signed on behalf of the Club by any one of the following persons: the Chairman, the Honorary Secretary or the Honorary Treasurer or by any other person as may be authorised by the Committee.

Article 10

Use of Funds:

The funds of the Club shall be used in the furtherance of the objects of the Club as laid down in Article 2.

Article 11

Dissolutions:

1. The Club may be dissolved only by a resolution of two-thirds of the members present and voting at a general meeting of which not less than 14 days' notice shall have been given.
2. Upon the dissolution of the Club the assets shall be disposed of in such manner consistent with the objects of the Club as shall be decided by the members in general meeting, provided always that none of the assets shall be distributed to any member of the Club.

Article 12

Constitution and Rules of the Club:

1. A copy of this Constitution and Rules shall be given to each member of the Club.
2. If there is a difference of opinion arising over the interpretation of an Article, the Committee's interpretation shall be definitive.

Duties and Responsibilities of Committee Members

- (i) **Chairman** —General supervision of and responsibility for Club activities.
Official spokesman for the Club.
Chairman of General and Committee meetings.
Constitution.
Liaison with other cultural organisations.
- (ii) **Honorary Secretary** —Organisation of General and Committee meetings, including minutes.
General correspondence on behalf of the Club.
Maintenance of files and other general records.
- (iii) **Honorary Treasurer** —Keeping of the Club's accounts and all other financial matters.
Preparation of Annual Statement of Accounts for audit.
Control of income and expenditure.
Budgetting.

- (iv) **Business Manager**
- Bookings and other dealings with Hong Kong Arts Centre, City Hall, etc.
 - Arranging and booking of rehearsal facilities for productions etc.
 - Production of programmes, posters and tickets.
 - Front of house and programme sellers.
 - Ticketing arrangements.
 - Co-ordinating business side of all major productions.
- (v) **Technical Director**
- Responsible for Godown and all Club properties and equipment.
 - Organising technical crew for productions.
 - Developing an interest among members in technical aspects.
- (vi) **Social Secretary**
- Organisation of social activities and Club nights.
 - Arranging 'last-night' parties for major productions.
 - Arranging presentations to producers etc.

- Organising cash-bar for Club events etc.
- (vii) Members' Secretary — Production of newsletter. Maintenance of members' list, including record of subscriptions paid and activities in which members are interested. Issuing membership cards. Handling enquiries from members and actively encouraging new members.
- (viii) Publicity Manager — Advertising and other dealings with the media. Distribution of posters and other advertising material. Arrangements for photographs for publicity purposes. Co-ordinating publicity aspects for major productions.
- (ix) Arts Centre Representative — Representing the Club on the Arts Centre Committee and reporting back to the Committee on all matters connected with the Arts Centre.

- Preparing material on Arts Centre events for newsletter.
- (x) Workshop Director — Organising workshop productions and other fringe events.
Chairman of Play-reading Sub-Committee.
- (xi) Wardrobe Manager — Responsible for Wardrobe facilities.
Organising wardrobe team for major productions.
Control of hiring and loan of costumes.
- (xii) Member — Archives.
Club Library.