

Constitution

1 Name

The full name of the incorporated association is

No Strings Attached Theatre of Disability Incorporated.

In this constitution we usually call it No Strings.

2 Definitions

2.1 'Board' means the committee of management of No Strings.

2.2 'General Meeting' means a meeting that all the members of No Strings may attend.

2.3 'AGM' means the Annual General Meeting that must happen once every year.

2.4 'Member' means a member of No Strings as explained in this constitution.

2.5 'The Act' means the *Associations Incorporation Act 1985*.

3 Guiding Principles

3.1 We respect all participants as original creators and valuable contributors to broader cultural and political debates.

3.2 We model and promote self-determination for members to take part in and contribute to the artistic life of the community.

3.3 We share an unconditional determination to discover and develop the creative impulses participants offer.

3.4 We foster self-expression and support members to realize their unique creative potentials.

3.5 We support members to develop skills in all aspects of theatre performance, production and administration.

3.6 We produce theatre of high quality so members become artists in their own rights and create work that contributes to the larger community.

3.7 We produce theatre that raises awareness for and about people with disabilities.

3.8 We collect information and network resources to assist ourselves and others who work in areas related to theatre and disability.

3.9 We value entertainment and advocacy, individuality and community, unity and diversity.

4 Aim

To provide high quality theatre training, services and opportunities for people who have disability.

5 Objectives

In order to achieve our aim, we:

- 5.1 engage trained artists to work with participants
- 5.2 develop and provide drama workshops that meet individual needs
- 5.3 develop and present theatre productions
- 5.4 provide support, opportunities and guidance for participants to become professional arts workers

6. Powers of the association

No Strings has all the powers under Section 25 of *The Act*.

7. Membership

Anyone who agrees with the aim and objectives of No Strings can become a member, as long as they pay the membership fee. The Board decides how much the membership fee is.

7.1 Types of membership

No Strings has Performer Members and Community Members.

7.2 Code of Conduct

All members must abide by the No Strings Code of Conduct

7.3 Membership fees

- a Performer Members make their annual membership fee as part of their No Strings workshop fees.
- b Community Members pay their annual membership fee at the AGM.
- c If someone has not paid their membership fee after three months, they are no longer a member of No Strings. They can become a member again by paying the membership fee.

7.4 Leaving No Strings

If someone resigns from No Strings, the membership fee is not refunded.

7.5 Register of members

No Strings will keep a register of all members and the date they joined.

8. The Board of Management

8.1 Powers and duties

The Board is responsible for

- a Overseeing No Strings governance, providing leadership, direction and overall strategy.
- b Ensuring that legal and financial management are sound; that activities are carried out within the terms of the constitution
- c Ensuring No Strings' Key Performance Indicators (KPIs) are met and the No Strings goals are achieved.
- d Acquiring the resources needed by the company and for the effective management of No Strings funds

8.2 Appointment to the Board

- a The Board will have at least seven (7) members, but no more than eleven (11) members altogether.
- b Officers of the Board will be a Chairperson, Secretary, Treasurer and Public Officer who are appointed by members of the Board.
- c A Board member's term will be for two (2) years.
- d A Board member can serve for three consecutive terms (6 years) and are eligible for re-election after 1 year absence
- e Board members are elected at the AGM to fill Board vacancies
- f If there are not 11 people on the Board, the Board can co-opt additional Board members. Co-opted Board members can stay on the board until the next AGM.
- g A Board member will be an individual.
- h A Board member will be a financial member of No Strings.
- i The Artistic Director and General Manager of No Strings are non-voting Board members.

8.3 Proceedings of the Board

- a The Board must meet at least 6 times each year.
- b Decisions are reached by consensus. However, if a vote is required, either a show of hands or a closed ballot can be used. If a clear majority is not achieved, the Chairperson has an extra vote, to finalise the decision.
- c No Strings staff members (or anyone else who is on the Board as part of their employment) do not vote.
- d The Board requires a quorum to reach a binding decision - half the Board members plus 1 is the required quorum.
- e If any Board member is doing any paid work for No Strings, they need to declare it, and follow the No Strings policy for Conflict of Interest

- f. Board sub-committees can be established
- g. The Board will maintain accurate records of all meetings.

8.4 Disqualification of Board members

A person is no longer a Board member if:

- a. disqualified from being a board member under *The Act*
- b. expelled as a member under the Constitution
- d. absent without apology from more than four meetings in a calendar year.

9. General meetings

9.1 Annual general meetings

- a. The annual general meeting (AGM) should be held before the end of August every year.
- b. The AGM reports on:
 - i) activity
 - ii) finances
- c. At the AGM, members:
 - i) elect or approve new Board members
 - ii) agree auditors for the next year

9.2 Special General Meetings can be called by the Board at any time. The Board will:

- a. notify members of the meeting no less than 14 days prior to the scheduled meeting time
- b. inform members of the purpose of the meeting
- c. follow the same meeting procedures as stipulated in 8.3.

10. Finance

10.1 No Strings keeps records of income and expenditure from January 1st to December 31st each year.

10.3 All monies received by No Strings is to be receipted and recorded

10.5 An auditor must review and approve No Strings' finance records once each year and write a report. The auditor's report is to be available to No Strings members at the AGM.

11. Winding up or ending No Strings Attached Theatre of Disability

11.1 No Strings can only be dissolved by convening a general meeting to vote. A vote in favour by three-quarters (75%) of the members is required for the dissolution to be agreed.

- 11.2 If No Strings is dissolved, any money that is left in its accounts must be given to another not-for-profit organisation that is doing similar things to No Strings.

12 Amendments to the Constitution

This constitution can only be changed if three-quarters (75%) of members at an AGM or general meeting vote to change it.

ratified and submitted 25 July 1994

amended 13 April 1999

amended 20 November 2000

amended 06 June 2005

amended 18 June 2012

amended 12 June 2018