

# **Constitution**

## **OF THE**

## **BLACK HOLE THEATRE COMPANY**

### Article I

#### Title

This document shall be called the Constitution of the University of Manitoba Black Hole Theatre Company. It shall be the ruling form of organization and procedure for the University of Manitoba Theatre Black Hole Theatre Company (hereinafter also to be called “The BHTC” or the “Company”).

### Article II

#### Goals and Purpose

The students of the University of Manitoba Theatre Program under the Department of English, Theatre, Film and Media shall use the resources of and form the functional part of The Black Hole Theatre Company.

The goal of the BHTC is to involve the General Student Body, the Staff, Faculty and Alumni of the University of Manitoba in a richer theatrical experience on the University of Manitoba campus – either by active participation in, or enthusiastic patronage of, its Theatrical Productions.

Specifically, the BHTC wishes to enrich Students’ appreciation and knowledge of the Theatre by having them become more involved in student-initiated productions. The BHTC would like to build an outlet of expression for those on campus who wish to pursue a serious career in the Theatre and for those who become involved for simple enjoyment.

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### Article III

#### Membership

##### A. Definition of a Member

1. All Students, Support Staff, Faculty, and Alumni of the University of Manitoba are welcome and encouraged to join the Company.
2. All students currently registered in Theatre Program Courses; all Faculty; and Theatre Program Staff shall be automatically registered as Members of the Company.
3. All other Students, Faculty, Administrative and Support Staff, and Alumni of the University of Manitoba, or any other persons, who wish to become members of the Company, shall register with the Secretary of the Executive of the Company.
4. Any person fulfilling the requirements listed **in article III.A.2** above may join at any time during the school year. A member is free to leave at any time, once they have notified the Secretary of the Company that they are doing so. Persons whose Membership is defined by Article III.A.2 above shall be presumed to have withdrawn their membership if they fail to re-register within thirty (30) days of the commencement of each new school year, or if their employment is terminated.
5. All members of the Executive must be members of the Company.
6. A Member may hold only one Executive position at a time.
7. The Company's Membership must have at least two-thirds of their members be undergraduate students.

### Article IV

#### The Executive and their Duties

##### A. Function

The function of the Executive shall be to oversee the organizing and function of the BHTC while hosting and organizing socials events. The Executive will also advise the

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selection of Alumni/Student directed Main Stage and  
LUNCH B.H.A.G.G

Productions for the Theatre Program Production Season.

**B. Definition:**

The Executive shall be made up of the following voting and non-voting/advisory members:

**Voting Members:**

1. President
2. Vice-President
3. Secretary
4. Treasurer
5. Member-at-large
6. UMSU Director
7. Past President
8. Backstage Class Representative
9. Onstage Class Representative
10. Intro Class Representative(s)  
[1 from each of the Introductory Theatre Classes]

**Each member receives *one* vote**

**Non-Voting/Advisory Members:**

1. Faculty Advisor (The Theatre Program Coordinator and/or a designated delegate/representative from the Theatre Program)
2. Production Manager
3. Media Representative/ Publicist

**Each of these members shall act in an Advisory capacity only and *shall not cast any votes* as Members of the Executive; with the exception of the President who will preside over meetings.**

C. Election or Appointment of Executive Members

1. The following positions shall be filled by persons elected to the position by the General Company Members. In accordance with the elections procedures outlines in Article V. Section A. of this Constitution:
  1. President
  2. Vice-President
  3. Secretary
  4. Treasurer
  5. Member-at-large
  6. UMSU Director
  
2. The following voting positions shall be filled by persons elected as their respective 'class representative' prior to the AGM where a member of the Executive will come and affiliate the class representative elections:
  1. Onstage Class Representative
  2. Backstage Class Representative
  3. Intro Class Representative(s)

D. Duties:

1. General Executive Duties:
  - (a) To arrive on-time to every Executive Meeting.
  - (b) To assist the President in organizational duties.
  - (c) Shall be responsible for reading all submission packages prior to the meeting

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where they will be voted on.

- (d) Must adhere to a strict code of confidentiality regarding matters discussed behind closed doors.
- (e) Perform other duties that may be required by the Company.
- (f) To attend and vote at all Executive and General Meetings.

### 2. President:

- (a) To act as chairperson and plan all Executive and General Meetings.
- (b) To be responsible for Company activities and to delegate authority to other Executive Members.
- (c) To organize fund raising functions when necessary.
- (d) To oversee the financial expenditures of the Company with the Treasurer.
- (e) Shall have Signing Authority of all Company accounts.
- (f) Shall vote **only in the event of a tie** within Executive decisions where their vote will be the deciding vote.
- (g) To prepare the Agenda for all General and Executive Meetings.
- (h) Shall oversee all Ad-hoc Committees.
- (i) To act as chairperson at the Election of the following year's Executive at the AGM.
- (j) Must assume the duties of Past-President for a minimum of 3 months if not reelected.
  
- (k) Be the contact person for UMSU

### 3. Vice-President

- (a) To act as chairperson at all General and Executive Meetings, in the absence

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of the President.

(b) To report any and all grievances from Members of the Company to the Executive, at all times protecting the anonymity of the grievant Member.

(c) Shall participate in all Ad-hoc Committees.

### 4. Secretary

(a) To record the minutes of all Executive and General Meetings and distribute them to the members.

(b) To keep a record of attendance at all meetings.

(c) To correspond communication of and for the BHTC Executive.

(d) To schedule and inform all members of every meeting decided with the consensus of the Executive.

### 5. Treasurer

(a) To keep concise financial records of all Company expenses and to report all expenditures to the Executive, upon request by the Executive.

(b) Shall have Signing Authority of all Company accounts.

(c) Shall oversee one Ad-hoc Committee.

(d) To compile a Year End Report for the Company which shall be presented to the University of Manitoba Student Union, and at the Annual General Meeting of the Company.

### 6. Member-at-Large

(a) To represent and express the concern of the general Company members to the Executive.

(b) Shall oversee one Ad-hoc Committee and attend Arts Council (ASBC)

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meetings.

### 7. UMSU Director

- (a) To represent the interests of the Company at University of Manitoba Students' Union (UMSU) council meetings that occur bi-weekly during the term.
- (b) To report at the following meeting of the association any relevant information attained at the UMSU council meeting.
- (c) Submit an UMSU Council report, upon request by the Executive.

### 8. Past President

- (a) Shall provide guidance to the executive and aid in the smooth transition between Executives, maintaining continuity.
- (b) Shall plan the first event of the term.

### 9. Onstage Class Representative

- (a) To represent and make known the needs and wishes of the Onstage Class at Executive Meetings.
- (b) Shall oversee one Ad-hoc Committee.

### 10. Backstage Class Representative

- (a) To represent and make known the needs and wishes of the Backstage Class at Executive Meetings.
- (b) Shall oversee one Ad-hoc Committee.

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### 11. Intro Class Representative(s)

- (a) To represent and make known the needs and wishes of the Intro Class each representative represents at Executive Meetings.
- (b) Shall participate in at least one Ad-hoc Committee.
- (c) To assist in planning and promoting BHTC events.

### 12. Faculty Advisor

- (a) Shall liaise with the Theatre Program faculty.
- (b) Shall serve in an advisory capacity to any matter that the Executive wishes to consult.
- (c) To oversee the compilations of records and reports prepared by Executive and Company Members in relation to Company Productions.
- (d) To advise and assist the Executive in the task of play suggestions for the Black Hole Theatre Company Season and to advise and assist Company Members in the Production of those plays.

### 13. Production Manager

- (a) Shall serve in an advisory capacity to the Executive especially in matters regarding the use of the University's Theatre Program, facilities and submission packages.
- (b) Shall advise Ad-hoc Committees where applicable.

### 14. Media Representative/Publicist

- (a) Shall be responsible for advertising and promoting all BHTC events.



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- (b) Shall be responsible for all social media aspects of the Company.
- (c) Shall aid in the selling of season passes for the upcoming BHTC season.

### Article V

#### Duties of the CRO

The duties of the CRO are to:

- 1) Oversee and administer the elections for the Company
- 2) Publicize the elections to the membership of the Company
- 3) Hear and decide on any appeals or complaints related to the elections
- 4) Oversee and administer the counting of votes or ballots for the elections
- 5) Announce the results of the elections and inform UMSU of who next year's Executive will be

#### Decision Making Processes and Procedures

##### A. Elections

1. The current Executive will slate, with consent of members slated for, the new Executive. Consequently, if no nominations to positions occur at the Annual General Meeting (AGM), the slated members will assume office for the next term by default.
2. A Chief Returning Officer will be elected by the Executive before every AGM to oversee the election process. The CRO does not have to be a member of the Company, and cannot be a person who is running in the election.
3. Members of Company shall vote by **secret ballot at the AGM and in the classroom elections of the Class Representatives.**
4. Any individual attending the AGM that is a member of the Company may nominate a current member to run for elections for candidacy. Once nominated, the nominee must accept the nomination and it must be seconded by another member to move

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forward.

5. If more than 2 candidates run for a position, then one-third of the popular vote must be attained to assume the position. If no one reaches the required quota on the first ballot, then the top 3 candidates will be selected and another vote will ensue.
  
6. If an executive position, other than a Class Representative becomes vacant, the Executive will appoint a replacement for the remainder of that year.
  - (a) If a Class Representative position becomes vacant, the position shall be filled by election of a replacement in the class where the vacancy arises.

### B. Removal from Office

1. The Executive has the authority to remove an Executive Committee member from their position when:
  - (a) Their behaviour and/or actions are not consistent with this constitution; or
  - (b) They are absent from three consecutive meetings of the Council without sending regrets to the Secretary.

If either of these conditions occur, the Executive must provide two weeks' notice to all Executive Committee members that the matter is to be discussed at the next meeting. Termination of an Executive Committee member's position may only be authorized through a vote passed by three quarters of the Executive.

2. Executive Members under the threat of removal will be entitled to all the rights under the University of Manitoba Disciplinary Act.

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### C. Finances

1. Signing authority for the Company general account and other financial documents shall be vested in the Chairperson and the Treasurer.
2. Expenditures of Company funds must be approved at Executive meetings by a quorum.
3. Unexpected requests for Company funds of not more than \$100 may be approved without formal presentation at a Council meeting by a majority vote of the Executive Committee, in consultation with the treasurer. The expense must be added to the subsequent Company Executive meeting agenda with explanatory evidence.
4. Notice of motions involving expenditures over \$500 must be given to Council members two weeks prior to meetings at which they are voted on.
5. The fiscal year of the Council shall end on July 31 of each year.
6. No Executive Member shall expend any money of the Company or bind the Company or pledge its credit or enter in any contracts on its behalf without the express authority of the Executive Committee.

### D. Meetings

1. Quorum for Executive Meetings must be at least fifty percent plus one (50% +1) of the total members, unless otherwise stated in this document.
  - a. Members present at a General Meeting shall constitute Quorum.
2. The Executive will meet **not less than** once a month, **during Regular Session and at the discretion of the board during summer/holiday period.** General Meetings will occur once a year in the form of the Annual General Meeting (AGM) unless otherwise called for a special meeting by the Executive.
3. The Annual General Meeting (AGM) will be held at the start of every Fall term.
4. All meetings will be governed by Robert's Rules of Order.

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### Article VI

#### Compliance with UMSU and UMSU Clubs Policies and Procedures

The Black Hole Theatre Company will follow all bylaws, policies, and procedures of the University of Manitoba Students' Union (UMSU) especially those found in the UMSU Student Clubs Policies and Procedures document.

### Article VII

#### Amendments to this Constitution

##### A. Notice of Motion

1. This constitution is subject to Amendments under the condition that Notice of Motion is required at the previous Executive meeting.

##### B. Passage of Amendment

1. Any changes (amendments) to this constitution must be approved by a formal vote of the entire student club membership at a publicized meeting of the club. The proposed changes must be made available to all members of the club at least two weeks before the meeting.
2. Any Amendment of this Constitution must be passed by 75% of the members constituting quorum at a general Company meeting.
3. A copy of the amended constitution must be submitted to UMSU within two weeks of the meeting.

### Article VIII

#### Proxies A. Designation of Proxy

1. If a member is not able to attend a Meeting, they may notify the President designating a non-voting/advisory Member to vote in their place.
2. One proxy is allowed per voting Member.

Article IX

Special Meetings

A. Calling of Special Meetings

1. The Executive has the privilege to call a Special Meeting of the Executive or General Membership, if it is so desired.
2. If Quorum of a Meeting is not achieved, the Meeting will be held without ratification of business.

Article X

Transition of the Executive

- A. During the period from the end of the second week of April until the first day of May, when the new Executive team will assume office, it is the responsibility of the departing Executives to orient the newly elected Executive Officers to their jobs. This includes teaching the incoming Executives about student club and UMSU policies and procedures, transitioning club records and materials (including office, locker combinations, all passwords to all student club social media accounts, and the club's bank account), and preparing the new Executives to be effective in their roles for the next year's work.
- B. It is the responsibility of the departing President to ensure that all student requirements to UMSU, including submission of a complete Executive Transition Form and the removal of all student club records and materials from the club office and locker, have been fulfilled before the incoming Executives assume office.
- C. It is the responsibility of the departing President and Vice-President Finance to bring all accounts up to date to the end of the fiscal year, and to prepare any required financial statements of the club. In addition, the outgoing President and Vice-President Finance must arrange with the respective incoming Executives for the transition of the student club's bank account(s) into the incoming President's and Vice-President Finance's names. These tasks are to be completed and their credentials delivered to the new Executives no later than the last day of April.
- D. It is the responsibility of the incoming Executives to assume custody of all student club records and materials and accountability for all financial activities of MISA (as outlined in Article 5) and for all club requirements to UMSU commencing with the first day of May.

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