

University Of Waterloo

F.A.S.S. Theatre Company

Constitution

This revision: April 2014

Previous revision: April 2013

## Article One: PREAMBLE

This document is to be used in conjunction with the F.A.S.S. Principles and Guidelines to govern all aspects of F.A.S.S. operations.

- (1) This organization will be known as The F.A.S.S. Theatre Company (an acronym for “Faculty, Alumni, Staff, and Students”).
- (2) F.A.S.S. will be an autonomous body that exists to produce a show in order to provide a means of social contact between members of the Faculty, Alumni, Staff, Students and other members of the community of the University of Waterloo.
- (3) The F.A.S.S. Company will consist of all persons who have participated in the production of a F.A.S.S. show, except those who have been removed through a procedure in this constitution.
- (4) Every person who auditions must be cast in the F.A.S.S. show. The exceptions to this are when:
  - a) The actor no longer wishes to be cast,
  - b) The actor has been removed from the current production by the President or the Committee,
  - c) The actor has been removed from the Company, or
  - d) Committee has decided by a two-thirds vote of Committee present that the actor should not be cast.

## Article Two: THE COMMITTEE

- (1) The F.A.S.S. Committee (hereafter referred to as “Committee”) will consist of the persons who fill the following positions.
  - a) President
  - b) Vice President
  - c) Secretary
  - d) Treasurer
  - e) Four Representatives
  - f) Producer
  - g) Director
  - h) Technical Director
  - i) Chief Script Writer
  - j) Stage Manager
  - k) Past President
  - l) Past Producer
  - m) Past Director
  - n) Past Technical Director
  - o) Past Chief Script Writer
  - p) Past Stage Manager
  - q) Any other person the Committee deems advisable or necessary. Such persons must be elected by a two-thirds vote of the Committee present.
- (2) All members of the Committee are responsible for becoming familiar with the F.A.S.S. Constitution and the F.A.S.S. Principles and Guidelines.
- (3) Meetings of the Committee will be chaired by the F.A.S.S. President. In the President’s absence, the Past

President will chair the meeting. In both the President's and Past President's absence, Committee will appoint a temporary Chair. The Chairperson of the meeting will have a vote only in the case of a tie.

- (4) Except for elected offices, Committee positions may be occupied by more than one person. However, this will only be allowed if the people applied for the position jointly. Regardless of the number of people who occupy any given committee position, there will only be one vote per position, and no individual person can have more than one vote.
- (5) One half of the total available votes of the Committee will constitute a quorum for the purpose of conducting business.
- (6) Committee meetings will be considered open to all members of the F.A.S.S. Company unless declared closed by the Chairperson or by majority vote of Committee present. Closed meetings may only be attended by Committee members and guests permitted to attend by the Committee by majority.
- (7) The term of office of all Committee members will end at the end of the F.A.S.S. Annual General Meeting (hereafter referred to as "AGM"). Persons filling the office of President, Director, Stage Manager, Chief Script Writer, Producer, and Technical Director for one year automatically fill the appropriate Past offices in the next year. The term of office of other Committee members will begin at the end of the meeting that selects them, or the end of their predecessor's term of office, whichever is later.
- (8) No person may serve more than three consecutive years on the Committee, or four years if the fourth year is served as Past President, Past Producer, Past Technical Director, Past Director, Past Stage Manager, or Past Chief Script Writer. Persons who have served their three or four years must wait at least one year before being elected to a Committee position or applying for an appointed position. The sole exception to this is allowed in the situation where no suitable applications have been received for an appointed position by the deadline date; in such a situation, applications may be accepted from persons who would normally be considered ineligible to serve on the Committee.
- (9) No person can serve in the same Committee position two years in a row. The sole exception to this is allowed in the situation where there are no suitable candidates for a position; in such a situation, the position may be filled by the incumbent.
- (10) Selection of Members:
  - a) All members of the Committee must be members of the F.A.S.S. Company. Exceptions may be made with the unanimous consent of the Committee members present, when appointed by Committee, or by a two-thirds vote of the AGM, when elected at an AGM.
  - b) The Chief Script Writer and Treasurer for the next year will be appointed by the Committee of the current year, by majority vote, as soon as possible following the final performance of the F.A.S.S. show and before the F.A.S.S. AGM. The members of the F.A.S.S. Company will be notified during the run of the show that applications for these positions are being accepted. The closing date for acceptance of applications for these positions will be publicly announced during the two-week period following the final show. Should no suitable candidate for a position be found, applications for that position may be extended by the President. The F.A.S.S. President should make sure that potential applicants are provided with a description of the information that should appear in each application; this information is listed in the F.A.S.S. Principles and Guidelines. After the final closing date for acceptance of applications, the Committee will interview all available applicants for these positions.
  - c) The Producer, Director, and Technical Director for the next year will be appointed by the Committee, by majority vote, as soon as possible following the F.A.S.S. AGM. The members of the F.A.S.S. Company will be notified during the AGM that applications for these positions are being accepted. Notwithstanding the previous statement, applications may be accepted prior to the AGM. The closing date for acceptance of applications for these positions will be publicly announced during the two-week period following the AGM. Should no suitable candidate for a position be found, applications for that position may be extended by the President. The F.A.S.S. President should make sure that potential applicants are provided with a description of the information that should appear in each application; this information is listed in the F.A.S.S. Principles and Guidelines. All applications must be submitted to the F.A.S.S. President on or before the stated deadline date. After the final closing date for acceptance of applications, the Committee will interview all available applicants for these positions.
  - d) The President, Vice President, Secretary, and the four Representatives will be elected annually at the

AGM.

- e) The Stage Manager will be appointed by the Director. The Director will choose the Stage Manager from a list of possible candidates prepared by the Committee. In order to prepare this list, the President will ensure that an announcement is made at the AGM, indicating that the position of Stage Manager is open for application. If feasible, applications for Stage Manager will not close until at least two weeks after the Director has been chosen. The Committee will interview all available applicants. The Committee will then narrow the number of candidates down to a reasonable number and submit this list of candidates to the Director for final selection.

(11) Resignation and Dismissal of Members of the Committee

a) Resignation of Members of the Committee

- i) Proceedings for the resignation of members of the Committee must be handled through the President.
- ii) For a member of the Committee to resign, they must present a formal resignation to the President by letter or email including reasons for the resignation.
- iii) The President may approve the resignation after a best effort at confirmation with the Committee member about the reasons for the resignation.
- iv) In the event that the President chooses to resign, the same process is followed, handled jointly by the Vice President and the Past President.
- v) After a resignation is accepted, the position is deemed vacant.

b) Dismissal of Members of the Committee

- i) Proceedings for the dismissal of members of the Committee must be handled through the Committee.
- ii) The person being considered for dismissal may not vote on the question of his or her own dismissal. He or she may, however, present a defense at that time.
- iii) Reasons for Dismissal:
  - a. Violation of the Constitution
  - b. Neglect of Duties
  - c. Deliberate contravention of directives of the Committee
  - d. Failure to notify the President, within 30 days of the beginning of fall classes, of a continuing interest in holding a Committee position.
- iv) A two-thirds vote of the Committee present will be necessary for the dismissal of any Committee member.

(12)

- a) Should a vacancy occur in a Past position, that position will not be filled and will remain vacant for the rest of the year.
- b) Should a vacancy occur in the position of Director after the Stage Manager has been selected and before the first day of auditions, then the position of Stage Manager becomes vacant and shall be filled as described in paragraph (c) once the new Director has been selected. In any case, the procedure in paragraph (d) shall be used to fill the position of Director.
- c) Should a vacancy occur in the position of Stage Manager, the Director may appoint a replacement (or reappoint the previous Stage Manager, if applicable) from the short list previously provided by Committee. If the Director does not wish to do so, then the Committee shall prepare a new short list as described in paragraph (d).
- d) Should a vacancy occur in any other position, or should the Committee need to prepare a new short list for Stage Manager, the Chair will determine if there is time for applications to be opened. If so, the usual application procedure shall be followed and the Committee can appoint a replacement (or short list) from those who applied by majority vote. If not, or if there are no suitable applicants and there is no time to reopen applications, then the Committee can appoint a replacement (or short list in the

case of Stage Manager) by two-thirds vote.

(13) Responsibilities of the Committee:

- a) Approve the number, dates, and location of performances as well as the admission prices of the show.
- b) Be available during the year to give advice, as required, pertaining to the production of a successful show.
- c) Select a purpose for any funds remaining in the F.A.S.S. accounts after budgeting for the following year's show.
- d) Consider and, if it is deemed advisable, initiate changes in this Constitution of F.A.S.S.
- e) Select the Chief Script Writer and, if possible, Treasurer for the following year from applications received.
- f) Select the Producer, Director, and Technical Director for the current year from applications received.
- g) Be available to arbitrate any conflict between members of the F.A.S.S. Company.
- h) Draft and approve a budget for all operations of F.A.S.S. during the Committee's term of office.

(14) The Committee has the authority to overrule any major policy decision made by F.A.S.S. personnel in connection with the operations of F.A.S.S.

(15) Meetings of the Committee or Executive can be called by the President, Producer, Director, or any two Committee members. Meetings of the Company can be called by Committee majority vote.

(16) F.A.S.S. should be a welcoming and open environment. Should any F.A.S.S. Company member be poisoning this environment through language or action, making other members uncomfortable, complaints can be made to any member of Committee. The Committee member will bring this issue to the President who will, at their discretion, warn the offender, or, in severe cases, and in agreement with the Technical Director, Director or Chief Script Writer, whoever is most appropriate, after interviewing the accused remove the offender from the Production, at their discretion. Should the offender or the complainant disagree with the decision to remove or not remove, they may appeal to the Committee as a whole who may overturn the President's decision, if they so desire, by majority vote. The President shall be required to inform the alleged offender and the complainant of their right to appeal. The President and Committee shall be required to keep this matter private. If someone is removed from the production, the Committee shall consider the matter after the show and, if necessary, can remove the offender from the Company by two-thirds vote. At the offender's request (but not more than once a year), Committee shall review the decision and can reinstate them by two-thirds vote

## **Article Three: F.A.S.S. EXECUTIVE**

(1) The Member of the Executive of the F.A.S.S. Company will be:

- a) President
- b) Vice President
- c) Secretary
- d) Treasurer
- e) Past President
- f) Producer

(2) Responsibilities of the F.A.S.S. Executive:

- a) Oversee the financial affairs of the F.A.S.S. Company.
- b) Ensure that the decisions of the Committee are carried out.
- c) Act on behalf of the Committee when there is insufficient time for Committee meetings.

- d) Any other duties assigned by the Committee.
- (3) The F.A.S.S. President will chair meetings of the F.A.S.S. Executive. In the President's absence, the Past President will chair the meeting. In both the President's and Past President's absence, the Executive will appoint a temporary Chair. The Chairperson of the meeting will have a vote only in the case of a tie.
- (4) At any time, the F.A.S.S. Executive may refer any matter to the Committee for a decision. This will be decided by a majority vote of the Executive present.
- (5) Quorum for executive meetings will be three members
- (6) The F.A.S.S. Executive cannot:
  - a) Dismiss any Committee member.
  - b) Overrule a decision made by a Committee member in their official capacity.
  - c) Pass a Constitution change to the AGM.
  - d) Hear a harassment appeal.
  - e) Use Article 1 Section 4 Subsection d
- (7) The Committee can overrule any decision of the F.A.S.S. Executive.

## **Article Four: RESPONSIBILITY OF INDIVIDUAL MEMBERS**

- (1) President:
  - a) Act as Chairperson for all meetings of the F.A.S.S. Executive, Committee, and Company.
  - b) Call sufficient meetings of the F.A.S.S. Company, Committee, and Executive to prepare for the successful production of the F.A.S.S. show.
  - c) Call meetings of the Committee or Executive when requested by the Producer, Director, or any two Committee members.
  - d) Inform all members of the Committee or Executive as to the time and place of all meetings.
  - e) Organize a F.A.S.S. Recruitment Event, through the Producer and Vice President, to take place in the early weeks of the fall term.
  - f) Organize a F.A.S.S. AGM, through the Producer, to take place following the F.A.S.S. show and prior to the end of the winter term.
  - g) Prepare an agenda for all F.A.S.S. Company, Committee, and Executive meetings.
  - h) Coordinate the various Committee members who are responsible for booking F.A.S.S. events.
  - i) Ensure that the duties of the Committee and Executive are properly performed.
  - j) Set a date for the closure for applications for all appointed positions and receive all such applications.
  - k) Act as liaison between the various groups and committees of F.A.S.S.
  - l) Act as liaison between F.A.S.S. and outside groups.
  - m) Assume signing authority over all F.A.S.S. bank accounts in conjunction with the Treasurer, the Producer and the Past President.
  - n) Review F.A.S.S. Principles and Guidelines regularly and ensure that the document is kept up to date and relevant. Revisions of the F.A.S.S. Principles and Guidelines should be made in consultation with the members of the F.A.S.S. Executive and other appropriate personnel.
  - o) Maintain the F.A.S.S. Honour Roll.
- (2) Vice President

- a) Assume the responsibilities of the President in the event that the President and Past President are unable to fulfill their duties.
- b) Act as social conveyor for the F.A.S.S. Company. This includes the planning of all F.A.S.S. Company social events and the booking of areas for such events.
- c) In conjunction with the President, maintain a liaison with all outside groups concerning facilities for social events.
- d) Maintain a record of all expenses resulting from social events and submit all receipts relating to these expenses to the Treasurer.
- e) Organize and supervise a Social staff to handle any necessary arrangements for F.A.S.S. social events. The members of this staff will perform such duties and hold such responsibilities as are assigned to them by the Vice President.
- f) Communicate to the President the status of all F.A.S.S. social activities.

(3) Secretary

- a) Record and maintain all minutes of F.A.S.S. Company, Committee, and Executive meetings.
- b) Assist the F.A.S.S. President.
- c) Assist members of the Committee in communicating details of F.A.S.S. activities to the members of the Company.
- d) Send a newsletter to all members of the F.A.S.S. Company when necessary, under the direction of the President.
- e) Book meeting places for all Committee and Executive meetings, in consultation with the President, and all rehearsals, in consultation with the Stage Manager.
- f) Maintain an up-to-date contact list of all current members of the Committee.
- g) Distribute a copy of the F.A.S.S. Constitution and the F.A.S.S. Principles and Guidelines to all Committee members at their first meeting after election or appointment.
- h) Communicate to the President the status of all activities performed by him/herself in connection with F.A.S.S.

(4) Treasurer

- a) Assume signing authority on all F.A.S.S. bank accounts in conjunction with the President, the Producer and the Past President.
- b) Receive and maintain all receipts relating to expenditures of the F.A.S.S. Company.
- c) Maintain a complete record of all F.A.S.S. financial matters.
- d) Ensure that all pertinent technical, social, and production personnel are aware of budget limitations as established by the Committee.
- e) Receive expenditure statements from technical, social, and production personnel at the conclusion of the show.
- f) Present a financial statement to the Committee prior to the AGM, and to the F.A.S.S. Company at the AGM.
- g) Prepare a draft budget for presentation to the Committee as soon as possible after the AGM.
- h) Communicate to the President the status of all activities performed by him/herself in connection with F.A.S.S.
- i) If available, assist the new Treasurer in reviewing the previous year's books and preparing for the AGM.

(5) Representatives

- a) Act as liaison between the F.A.S.S. Company and the Committee.
- b) Make themselves available to assist other Committee members with technical, social, production, and

other activities.

- c) Encourage persons in their respective constituencies (Faculty, Alumni, Staff, and Students) to take part in F.A.S.S.
- d) Advise other members of the Committee on matters of Company morale and any other pertinent issues.

(6) Producer

- a) Handle advertising and promotion of all F.A.S.S. activities, in conjunction with appropriate members of the Committee. Activities to be publicized include the F.A.S.S. show, writers' meetings, auditions, Annual General and recruitment events, and all other F.A.S.S. activities to which the general public is invited.
- b) Handle ticket production and sales. This includes distribution of complimentary tickets to selected persons.
- c) Handle preparation and production of programs.
- d) Arrange for the production of show merchandise to be sold prior to the show.
- e) Arrange for the production of show memorabilia to be sold after the show, at the AGM if possible.
- f) Maintain a summary of all production expenses, to be submitted to the Treasurer as soon as possible after the completion of the F.A.S.S. show.
- g) Coordinate all front of house activities, including liaison with the theatre house manager and theatre staff, and, in conjunction with the President, maintain liaison with all other groups concerning production facilities.
- h) Organize and supervise a Production staff to aid in the performance of the Producer's responsibilities as stated above. The members of this staff will perform such duties and hold such responsibilities as are assigned to them by the Producer.
- i) Assume signing authority over all F.A.S.S. bank accounts in conjunction with the President, the Treasurer.
- j) Communicate to the President the status of all production activities.

(7) Director

- a) Select a Stage Manager from the list of candidates prepared by the Committee.
- b) Organize and supervise a sub-directorial staff, possibly including such positions as Music Director, Choral Director, Choreographer, Assistant Director, and Acting Coach. The members of this staff will perform such duties and hold such responsibilities as are assigned to them by the Director.
- c) Conduct auditions and cast persons for roles in the F.A.S.S. show.
- d) Assist the Stage Manager in the scheduling of the rehearsals.
- e) Supervise and take responsibility for rehearsals.
- f) Direct the F.A.S.S. Show.
- g) Assume responsibility for the artistic content of the show.
- h) Consult with the Chief Script Writer on all desired changes to the script. Once rehearsals have begun, and until a time before the first performance as agreed upon with the Stage Manager, the Director is the only person who may authorize changes to the script without a direct appeal to the Committee. The Director must inform the Stage Manager of any and all authorized changes in the presentation of the show.
- i) Describe to the Technical Director the artistic requirements of the F.A.S.S. show as they concern the Technical Director's duties.
- j) Communicate to the President the status of the show.

(8) Chief Script Writer

- a) Call a meeting to consider ideas for the theme of the next show, prior to the AGM at which his or her

appointment is officially announced.

- b) Present possible themes for the show to the AGM at which his or her appointment is officially announced.
- c) Supervise the writing of the script and ensure that the script is maintained at a reasonable length.
- d) Organize and supervise writers' meetings to discuss and prepare the script.
- e) Make available a copy of the script to the Committee two weeks before the auditions.
- f) Communicate the status of the script to the President on a regular basis.

(9) Technical Director

- a) Organize and supervise a Technical staff, possibly including specific persons to deal with:
  - i) lighting
  - ii) sound
  - iii) special effects
  - iv) sets
  - v) props
  - vi) costumes
  - vii) make-up designer

The members of this staff will perform such duties and hold such responsibilities as are assigned to them by the Technical Director.

- b) Assume responsibility, in consultation with the Director, for implementing all technical requirements of the F.A.S.S. show.
- c) Assume responsibility for all expenditures of technical departments and present an expenditure statement to the Treasurer.
- d) Communicate the status of all technical activities to the Director and President.

(10) Stage Manager

- a) Assist the Director in the casting of the show.
- b) With the assistance of the Director, set dates and location of rehearsals and communicate this information to the cast.
- c) Inform cast and crew of time and place of every rehearsal, and ensure that rehearsals start on time and cast members are prompt, present and prepared.
- d) In conjunction with the Secretary, acquire and maintain an up-to-date list of all members of the current production, their addresses, and their phone numbers.
- e) Note all cues and blocking as dictated by the Director.
- f) Note the location and storage of all materials between rehearsals and shows.
- g) Note all additions and changes in the script or in any other technical or artistic area, and inform the proper personnel.
- h) Assist in communications between the Director, the Technical Director, and the Producer.
- i) Obtain as many assistants as are necessary to aid in prompting and preparing the cast, and make such production notes as are necessary.
- j) Assume responsibility, along with assistants, for locking and unlocking all facilities and for returning borrowed equipment, storing props, clearing out personnel and cleaning up after rehearsals, in conjunction with theatre staff.
- k) Call all cues and assume full responsibility for the performances of the F.A.S.S. show, to be overruled only by the Committee.

- l) Identify problems that occur during preparation of the show and inform the appropriate personnel. After the authority passes from the Director, the Stage Manager, after consultation with the Chief Script Writer, Director, or Tech Director, whoever is appropriate, is the only person who may authorize changes to the show.
- m) Act as liaison between the F.A.S.S. Company and the Director of Theatre Operations during rehearsals and the run of the show.
- n) Communicate to the Director the status of all activities performed by him/herself in connection with F.A.S.S.

(11) Past President

- a) Ensure the smooth transition of F.A.S.S. operations between the term of office in which he or she is President and the following year.
- b) Ensure that new members of the Committee understand the F.A.S.S. Principles and Guidelines.
- c) Be available to give advice to members of the Committee as necessary.
- d) Assume signing authority on all F.A.S.S. bank accounts in conjunction with the President, the Producer and the Treasurer.
- e) Assume the responsibilities of the President in the event that the President is unable to fulfill his/her duties.

(12) Past Producer, Past Director, Past Stage Manager, Past Chief Script Writer, and Past Technical Director.

- a) Be available to give advice to members of the Committee as necessary.

## Article Five: FINANCIAL MATTERS

- (1) F.A.S.S. will be financially independent of all organizations. When and if it becomes necessary to obtain financial assistance from other organizations, those organizations will be entitled to inspect the financial records of F.A.S.S.
- (2) Any decision to obtain additional funds from outside F.A.S.S. must be approved by two-thirds vote of the Committee present. It will always be the aim of F.A.S.S. to repay such loans as soon as possible.
- (3) Approval for purchases by F.A.S.S. can only be obtained from:
  - a) Producer - for any production expense.
  - b) Vice President - for social expenses.
  - c) Technical Director - for technical expenses.
  - d) President - for any expense.

All other personnel must obtain authorization from one of these people for all expenses incurred in carrying out assigned duties. A receipt describing items purchased must be obtained for each purchase and returned to the person who authorized the expenditure within 30 days of the expenditure. F.A.S.S. does not guarantee reimbursement for unauthorized expenditures.

- (4) Persons who are authorized to approve F.A.S.S. expenditures must justify their financial requirements to the Treasurer if the Treasurer so requests.
- (5) The signing authority for all F.A.S.S. cheques will in all cases be two of the following:
  - a) President
  - b) Producer
  - c) Treasurer
  - d) Past President

## Article Six: PROCEDURES

- (1) The Chairperson of any F.A.S.S. Company, Committee, or Executive meeting will make every effort to chair the meeting in accordance with the precepts set down in the F.A.S.S. Principles and Guidelines.
- (2) Amendments to the F.A.S.S. Constitution: The process of making amendments to this Constitution consists of the following three steps.
  - a) The proposed amendment(s) must be submitted to the Committee for their consideration. Amendment proposals may be submitted by any member of the F.A.S.S. Company. If the person submitting the proposal is not a member of the Committee, he or she will be invited by the Chairperson to discuss and defend the proposal at a Committee meeting.
  - b) Once the Committee has received an amendment proposal, the Committee will examine the proposal and either accept it, reformulate it, table it, or reject it. Two thirds of the voting members present of the Committee must be in favour of an amendment proposal before the proposal is allowed to proceed to the third and final step.
  - c) The amendment proposal as accepted by the Committee is presented to a meeting of the entire F.A.S.S. Company, normally the AGM. When the amendment proposal has been presented and discussed, it will be put to a vote of the members of the F.A.S.S. Company at large; members of the Committee will not be allowed to vote at this time. For the amendment to be passed, it must be approved by two-thirds of those at the meeting who are allowed to vote on the proposal.

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