

University Of Waterloo  
F.A.S.S. Theatre Company  
Constitution

This revision: April 2020  
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## **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 shows 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 or those who have requested removal, in writing, to the President.
- (4) Every person who auditions must be cast in the F.A.S.S. show they auditioned for. 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 Board,
  - c) The actor has been removed from the Company, or
  - d) Board has decided by a two-thirds vote of Board present that the actor should not be cast.

## **Article Two: THE BOARD**

- (1) The F.A.S.S. Board (hereafter referred to as “Board”) will consist of the persons who fill the following positions.
  - a) President
  - b) Presidential Advisor
  - c) Company Coordinator
  - d) Treasurer
  - e) Four Representatives
  - f) Creative Liaison
  - g) Any other person the Board deems advisable or necessary. Such persons must be elected by a two-thirds vote of the Board present.
- (2) All members of the Board 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 Board will be chaired by the F.A.S.S. President. In the President’s absence, the Presidential Advisor will chair the meeting. In both the President’s and Presidential Advisor’s absence, Board will appoint a temporary Chair. The Chairperson of the meeting will have a vote only in the case of a tie.
- (4) The Company Coordinator position 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 Board 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 Board will constitute a quorum for the purpose of conducting business.
- (6) Board 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 Board present. Closed meetings may only be attended by Board members, Council members, and guests permitted to attend by the Board by majority.

- (7) The term of office of all Board members will end at the end of the F.A.S.S. Annual General Meeting (hereafter referred to as "AGM"). The President automatically becomes the Presidential Advisor in the next year. The term of office of other Board 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) Although the terms of office of all Board members end, the Board itself always exists. Board can make decisions about the future, even if it is committing a Board of different composition than itself to those decisions. Board shall endeavour to be cognizant of when it is making such a commitment and only do so when required (e.g. booking the theatre).
- (9) No person may serve more than three consecutive years on the Board, or four years if the fourth year is served as Presidential Advisor. Persons who have served their three or four years must wait at least one year before being elected to a Board 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 Board.
- (10) No person can serve in the same Board 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.
- (11) Selection of Members:
  - a) All members of the Board must be members of the F.A.S.S. Company. Exceptions may be made with the unanimous consent of the Board members present, when appointed by Board, or by a two-thirds vote of the AGM, when elected at an AGM.
  - b) The Treasurer for the next year will be appointed by the Board of the current year, by majority vote, as soon as possible after the last F.A.S.S. show before the F.A.S.S. AGM
  - c) The President, Company Coordinator, and the four Representatives will be elected annually at the AGM.
  - d) The Creative Liaison will be appointed by the Board as soon as possible after the F.A.S.S. AGM.
  - e) The closing date for acceptance of applications for all appointed Board positions will be publicly announced at least two-weeks prior to the first meeting at which candidates will be considered. 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 Board will interview all available applicants for these positions.
- (12) Resignation and Dismissal of Members of the Board
  - a) Resignation of Members of the Board
    - i) Proceedings for the resignation of members of the Board must be handled through the President.
    - ii) For a member of the Board 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 Board member about the reasons for the resignation.
    - iv) In the event that the President chooses to resign, the same process is followed, handled by the Presidential Advisor.

v) After a resignation is accepted, the position is deemed vacant.

b) Dismissal of Members of the Board

i) Proceedings for the dismissal of members of the Board must be handled through the Board.

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 Board

d. Failure to notify the President, within 30 days of the beginning of fall classes, of a continuing interest in holding a Board position.

iv) A two-thirds vote of the Board present will be necessary for the dismissal of any Board member.

(13)

a) Should a vacancy occur in the Presidential Advisor position Board shall appoint someone with F.A.S.S. Board experience, ideally a person who has served as F.A.S.S. President.

b) Should a vacancy occur in any other position the Chair will determine if there is time for applications to be opened. If so, the usual application procedure shall be followed and the Board can appoint a replacement 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 Board can appoint a replacement by two-thirds vote.

(14) Responsibilities of the Board:

a) Approve the number, dates, and location of performances as well as the admission prices of shows.

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 all the following year's productions.

d) Consider and, if it is deemed advisable, initiate changes in this Constitution of F.A.S.S.

e) Select the Treasurer for the following year from applications received.

f) Select the Chief Script Writer, Production Coordinator, Director, and Technical Director for each show run 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 Board's term of office.

i) Select the Creative Liaison for the current year from applications received.

(15) The Board 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.

(16) Meetings of the Board can be called by the President, Creative Liaison, or any two Board members.

(17) 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, a complaint can be made to any member of Board or Council.

- a) Upon receiving a complaint, the Board or Council member shall, as soon as possible, inform the first of the following people who is not personally involved in the complaint or in a close relationship with someone involved and is available, and this person shall handle the complaint:
  - i) The President
  - ii) The Presidential Advisor
  - iii) The Creative Liaison
- b) The member handling the complaint shall interview the subject of the complaint and any witnesses, and consult with relevant other Board members who are not personally involved in the complaint. They shall always consult with at least one other Board member.
- c) After having done so, the member handling the complaint shall use their best judgment to determine if the complaint is valid and, if so, to determine in consultation with relevant members of the Board the appropriate action to ensure that the complainant still feels welcome in F.A.S.S. and to avoid a subsequent incident:
  - i) A warning.
  - ii) Reassignment of the subject's duties within the production.
  - iii) A warning and a one year moratorium on the subject holding any leadership role, including any position on the Board or Show Council or any other role that involves supervising or instructing other members of the production. If the first day of auditions has already occurred, this one year period shall begin at the end of that show's run.
  - iv) If the incident is very serious, or if the subject has a pattern of similar offense, removal of the subject from the current year's production.
  - v) If the subject is a Board member and removing them from the production either would not resolve the issue or would compromise the production, a proposal to Board that they be dismissed in accordance with the normal procedure for dismissing a member. The Board shall consider the proposal as soon as possible.
- d) The member handling the complaint shall inform the complainant of the resolution of the issue and shall inform both the subject and the complainant of their right to appeal.
- e) If either the complainant or the subject disagree with the decision of the member handling the complaint, they can appeal to the Board, who may overturn the decision by majority vote of the Board present.
  - i) If the decision was to remove a member from the production or to recommend dismissal, or if the complainant believes that the subject should be removed or dismissed, the appeal must be heard by the Board.
  - ii) When it is proposed that a Board member be dismissed to resolve the complaint, the Board shall ordinarily consider both the dismissal and the appeal at the same time.
  - iii) The appeal shall be heard as soon as possible.
  - iv) No Board member who was personally involved, or is in a close relationship with someone involved, in the complaint shall participate in the Board's deliberation or vote on the appeal, nor shall they be counted as a member when determining the quorum required to hear and decide on the appeal.
- f) All complaints shall be handled confidentially.
- g) If the subject of a complaint is removed from the production, then the Board shall review the case before the end of the Board's term. The Board can, if necessary and by a two-thirds vote of the Board present, remove the subject from the Company.
- h) If the subject of a complaint is removed from the Company, then at their request, but no more than once per Board year, the Board shall review the decision to remove them from the Company and can

reinstate them by a two-thirds vote of the Board present.

- i) Once submitted, complaints must be handled prior to the auditions of the next show, or within three weeks, whichever is later. Other than that constraint, once a complaint has been initiated, the member handling the complaint shall continue to handle it even if they are no longer in the original Board position they held when the complaint was made.

## Article Three: F.A.S.S. Show Council

- (1) The F.A.S.S. Show Council (hereafter referred to as "Council") will consist of the persons who fill the following positions:
  - a) Production Coordinator
  - b) Director
  - c) Technical Director
  - d) Chief Script Writer
  - e) Stage Manager
  - f) Creative Liaison
  - g) Any other person the Council deems advisable or necessary. Such persons must be elected by a two-thirds vote of the Council present at a Council meeting.
  - h) Any other person the Board deems advisable or necessary. Such persons must be elected by a two-thirds vote of the Board present at a Board meeting.
- (2) All members of the Council 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 Council will be chaired by the Creative Liaison. In the Creative Liaison's absence, the Director will chair the meeting. In both the Creative Liaison and the Director's absence, Council will appoint a temporary Chair. The Chairperson of the meeting will have a vote only in the case of a tie.
- (4) Council positions may be occupied by more than one person if the people applied for the position jointly. Regardless of the number of people who occupy any given council 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 Council will constitute a quorum for the purpose of conducting business.
- (6) The term of office of all Council members other than Creative Liaison will end at the end of the term in which the F.A.S.S. Show they were appointed for occurs.
- (7) No person other than Creative Liaison or Chief Script Writer can serve in the same Council position two shows in a row. Irrespective of the above, Chief Script Writer can not serve more than two shows 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.
- (8) Selection of Members (by Board):
  - a) All members of the Council must be members of the F.A.S.S. Company. Exceptions may be made with the unanimous consent of the Board members present.
  - b) The Chief Script Writer for the next show will be appointed by the Board at least five to six months before the term containing the show begins. (i.e. A show in February would have the Chief Script Writer selected in July)
  - c) The Production Coordinator, Director, and Technical Director for the next show will be appointed by the Board one to two months before the term containing the show begins. (i.e. A show in February would have these positions selected in November)
  - d) The Stage Manager will be appointed by the Director from a list of possible candidates prepared by the Board. In order to prepare this list, the President will ensure that an announcement is made at the same time nominations open for the Director, 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 Board will narrow the number of candidates down to a reasonable number and submit this list of candidates to the Director for final selection.

- e) The closing date for acceptance of applications for all Council positions will be publicly announced at least two weeks prior to the first meeting at which candidates will be considered. Should no suitable candidate for a position be found, applications for that position may be extended by the President. The 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 Board will interview all available applicants for these positions.
  - f) When nominations for Chief Script Writer are publicly announced, information on show type (i.e. Variety Show vs Full Show) shall be included. When nominations for Production Coordinator, Director, Technical Director, and Stage Manager are publicly announced, information on show dates and location shall be included.
- (9) Resignation and Dismissal of Members of the Council
- a) Resignation of Members of the Council
    - i) Proceedings for the resignation of members of the Council must be handled through the Creative Liaison.
    - ii) For a member of the Council to resign, they must present a formal resignation to the Creative Liaison by letter or email including reasons for the resignation.
    - iii) The Creative Liaison may approve the resignation after a best effort at confirmation with the Council member about the reasons for the resignation.
    - iv) In the event that the Creative Liaison chooses to resign, the same process is followed, handled by the President.
    - v) After a resignation is accepted, the position is deemed vacant.
  - b) Dismissal of Members of the Council
    - i) Proceedings for the dismissal of members of the Council must be handled through the Board.
    - ii) The person being considered for dismissal may not vote on the question of his or her own dismissal. They may, however, present a defense at that time.
    - iii) Reasons for Dismissal:
      - 1) Violation of the Constitution
      - 2) Neglect of Duties
      - 3) Deliberate contravention of directives of the Board or Council
      - 4) Failure to notify the Creative Liaison, within 10 days of the beginning of the term in which the show will occur, of a continuing interest in holding a Council position.
    - iv) A two-thirds vote of the Board present will be necessary for the dismissal of any Council member.
- (10) Vacancies
- a) 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 per normal process once the new Director has been selected.
  - b) 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 Board. If the Director does not wish to do so, then the Board shall prepare a new short list as per normal process.
  - c) Should a vacancy occur, or should the Board 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 Board 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 Board can appoint a replacement (or short list in the case of Stage Manager) by two-thirds vote.

(11) Responsibilities of the Council:

a) Put on a show in the general format desired by Board as stated when the Council is formed.

(12) Meetings of the Council can be called by the Creative Liaison, Director, or any two Council members.

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

(1) President:

a) Act as Chairperson for all meetings of the F.A.S.S. Board and Company.

b) Call sufficient meetings of the F.A.S.S. Company and Board to prepare for the successful production of F.A.S.S. shows.

c) Call meetings of the Board when requested by the Creative Liaison or any two Board members.

d) Inform all members of the Board as to the time and place of all meetings.

e) Organize a F.A.S.S. AGM, to take place in the winter term, following the last F.A.S.S. show before the end of the winter term.

f) Prepare an agenda for all F.A.S.S. Company and Board meetings.

g) Coordinate the various Board members who are responsible for booking F.A.S.S. events.

h) Ensure that the duties of the Board are properly performed.

i) Set a date for the closure for applications for all appointed positions and receive all such applications.

j) Act as liaison between the various groups and committees of F.A.S.S other than the Council.

k) Act as liaison between F.A.S.S. and outside groups.

l) Assume signing authority over all F.A.S.S. bank accounts in conjunction with the Treasurer, the Creative Liaison and the Presidential Advisor.

m) 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 F.A.S.S. and other appropriate personnel.

n) Maintain the F.A.S.S. Honour Roll.

o) Resolve disputes as necessary

p) Ensure minutes are recorded and maintained for all F.A.S.S. Company and Board meetings

q) Inform the Company of all Board meetings as well as the agenda of items for discussion.

(2) Presidential Advisor

a) Assume the responsibilities of the President in the event that the President is unable to fulfill their duties.

b) Assist and Advise the President

c) Ensure the smooth transition of F.A.S.S. operations between their term of office as President and their term of office as Presidential Advisor.

d) Ensure that new members of Board understand the F.A.S.S. Principles and Guidelines.

e) Assume signing authority on all F.A.S.S. bank accounts in conjunction with the President, the

Creative Liaison, and the Treasurer.

- f) Notify the President, within 30 days of the beginning of fall classes, of a continuing interest in holding a Board position.
- g) Be available to give advice to members of the Board as necessary.

(3) Company Coordinator

- a) Act as recruitment coordinator for the F.A.S.S. Company. This includes the planning and booking of recruitment events, annual and special general meetings, and management of the F.A.S.S. media presence.
- b) Book meeting places for all Board meetings, in consultation with the President, and all rehearsals, in consultation with the Stage Manager.
- c) Maintain an up-to-date contact list of all current members of the Board.
- d) Arrange for the production of internal show merchandise to be sold prior to show runs.
- e) Arrange for the production of internal show memorabilia to be sold after show runs, at the AGM if possible.
- f) Maintain a summary of all expenses, to be submitted to the Treasurer as soon as possible after the completion of the F.A.S.S. show.
- g) Communicate to the President the status of all activities performed by him/herself in connection with F.A.S.S.
- h) Organize and supervise a Company Coordinator staff to aid in the performance of the Company Coordinator'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 Company Coordinator.
- i) Notify the President, within 30 days of the beginning of fall classes, of a continuing interest in holding a Board position.
- j) Select and supervise a Social Coordinator who, along with any staff the Social Coordinator selects, will handle any necessary arrangements for F.A.S.S. social events throughout the year.
- k) Ensure a post-show company survey is distributed after the last show with the responses going to whomever the Creative Liaison selects to facilitate the debrief (in accordance with Article 4, Clause 11I). Respondents shall be given the option to submit responses anonymously. It shall be explicitly declared who will have access to the raw results.

(4) Treasurer

- a) Assume signing authority on all F.A.S.S. bank accounts in conjunction with the President, the Creative Liaison and the Presidential Advisor.
- 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 Board.
- e) Receive expenditure statements from technical, social, and production personnel at the conclusion of the show.
- f) Present a financial statement to the Board prior to the AGM, and to the F.A.S.S. Company at the AGM.
- g) Prepare a draft budget for presentation to the Board 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.

- j) Notify the President, within 30 days of the beginning of fall classes, of a continuing interest in holding a Board position.
- (5) Representatives
- a) Act as liaison between the F.A.S.S. Company and the Board.
  - b) Make themselves available to assist Board or Council 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 members of the Board or Council on matters of Company morale and any other pertinent issues.
- (6) Production Coordinator
- a) Select, organize, and supervise a Production Staff to perform the responsibilities stated below. The members of this staff will perform such duties and hold such responsibilities as are assigned to them by the Production Coordinator.
  - b) Ensure advertising and promotion of all F.A.S.S. show activities is handled, in conjunction with appropriate members of the Council. Activities to be publicized include the F.A.S.S. show run, writers' meetings, auditions, and all other F.A.S.S. activities to which the general public is invited.
  - c) Ensure ticket production and sales are handled. This includes distribution of complimentary tickets to selected persons.
  - d) Ensure programs are prepared and produced.
  - e) Assume responsibility for all expenditures of Production Staff and present an expenditure statement to the Treasurer.
  - f) Ensure all front of house activities are coordinated, including liaison with the theatre house manager and theatre staff, and, in conjunction with the President, ensure all other groups concerning production facilities are liaised with.
  - g) Communicate to the Creative Liaison the status of all production activities.
  - h) Notify the Creative Liaison, within 10 days of the beginning of the term in which the show will occur, of a continuing interest in holding a Council position.
- (7) Director
- a) Select a Stage Manager from the list of candidates prepared by the Board.
  - b) Organize, supervise, and be responsible for a sub-directorial staff, possibly including such positions as Music Director, Band Leader, Vocal Coach, 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 run.
  - d) Assist the Stage Manager in the scheduling of the rehearsals.
  - e) Supervise and take responsibility for rehearsals. Including determining all cues and blocking.
  - f) Direct the F.A.S.S. Show run.
  - 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 Board. 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 run as they concern the Technical Director's duties.
  - j) Communicate to the Creative Liaison the status of the show.
  - k) Notify the Creative Liaison, within 10 days of the beginning of the term in which the show will occur, of a continuing interest in holding a Council position.
- (8) Chief Script Writer
- a) Call a meeting to consider ideas for the theme of the next show.
  - b) Select a theme from the outcomes of (a)
  - 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 Board and Council two weeks before the auditions.
  - f) Communicate the status of the script to the Creative Liaison on a regular basis.
  - g) Notify the Creative Liaison, within 10 days of the beginning of the term in which the show will occur, of a continuing interest in holding a Council position.
- (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 run.
  - 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 Creative Liaison.
  - e) Notify the Creative Liaison, within 10 days of the beginning of the term in which the show will occur, of a continuing interest in holding a Council position.
  - f) Organize, in coordination with the Stage Manager, a Tech Weekend (i.e. rehearsals & show preparations), if required.
- (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 Company Coordinator, 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 Production Coordinator.
- i) Aid in prompting and preparing the cast, and make such production notes as are necessary, including, but not limited to, line notes during rehearsals.
- 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 run, to be overruled only by the Council.
- 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 Technical Theatre Staff during rehearsals and performances.
- n) Communicate to the Director and Creative Liaison the status of all activities performed by themselves in connection with the F.A.S.S run.
- o) Notify the Creative Liaison, within 10 days of the beginning of the term in which the show will occur, of a continuing interest in holding a Council position.
- p) Organize, supervise, and be responsible for a sub-stage manager staff, possibly including such positions as Assistant Stage Managers and Runners. The members of this staff will perform such duties and hold such responsibilities as are assigned to them by the Stage Manager.
- q) Organize, in coordination with the Technical Director, a Tech Weekend (i.e. rehearsals & show preparations), if required.

(11) Creative Liaison

- a) Act as Chairperson for all meetings of the F.A.S.S. Show Council
- b) Call sufficient meetings of the Council to prepare for the successful production of the F.A.S.S. show run.
- c) Call meetings of the Council when requested by the Director or any two Council members.
- d) Inform all members of the Council as to the time and place of all Council meetings. Prepare an agenda for all F.A.S.S. Show Council meetings.
- e) Ensure that the duties of the Council and each of its members are properly performed.
- f) Act as liaison between the Council and the Board.
- g) At each meeting of the Board for which there exists a Council, report on the progress of any Council and each of their members.

- h) Handle the resignation and dismissal processes of Council members, in accordance with Article 3, Clause 9.
- i) Assume signing authority over all F.A.S.S. bank accounts in conjunction with the Treasurer, the President, and the Presidential Advisor.
- j) Ensure that new members of the Council understand the F.A.S.S. Principles and Guidelines.
- k) Select and supervise a Social Coordinator who, along with any staff the Social Coordinator selects, will handle any necessary arrangements for F.A.S.S. social events during the rehearsal and show period.
- l) Select and supervise a facilitator to run a debrief after the show run; ideally someone who was not deeply involved in the show run itself. All of Show Council must be explicitly invited to the debrief and anyone Show Council unanimously desires to invite is also explicitly welcome. The facilitator is empowered to reach out to any Company member to gather further information. A resulting debrief document must be provided to Board and Show Council before the end of the term in which the show occurred.
- m) Ensure every member of Show Council is given a chance to recognize people, ideally at a Strike Party.

## **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 Board 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) Creative Liaison - for any production expense.
  - b) Company Coordinator or Creative Liaison - 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) Creative Liaison
  - c) Treasurer
  - d) Presidential Advisor

## **Article Six: PROCEDURES**

- (1) The Chairperson of any F.A.S.S. Company, Board, or Council 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 Board 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 Board, he or she will be invited by the Chairperson to discuss and defend the proposal at a Board meeting.
  - b) Once the Board has received an amendment proposal, the Board will examine the proposal and either accept it, reformulate it, table it, or reject it. Two thirds of the voting members present of the Board 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 Board 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 Board 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.

## Article Seven: SPECIAL GENERAL MEETINGS

- (1) A Special General Meeting may be called by:
  - a) The President
  - b) Board, by majority vote
  - c) Twenty-five (25) members of the Company through a petition to the Board
- (2) If for two contiguous weeks at least 2 non-Representative Board positions are vacant, a Special General Meeting is automatically triggered. In this case it becomes the responsibility of every member of Board, jointly and severally, to ensure a Special General Meeting occurs within four weeks.
- (3) A Special General Meeting may be used to pass constitutional amendments in the same manner in which an Annual General Meeting does with two exceptions:
  - a) It may not pass amendments relating to the passing of amendments
  - b) Any amendment passed at a Special General Meeting only has force until the next Annual General Meeting, at which point it may be re-voted upon if Board deems it advisable to do so by majority vote.
- (4) A Special General Meeting may be used to elect any position that is currently vacant and regularly elected at the Annual General Meeting.
- (5) To call a Special General Meeting the F.A.S.S. Company must be notified with a proposed agenda and at least one week's notice.

*Amended at the April 2020 FASS AGM.*

*Amended at the April 2019 FASS AGM.*

*Amended at the April 2017 FASS AGM.*

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*Previous version from April 2006.*

*Previous version from April 2005.*

*Previous version from May 2004.*

*Previous version (possibly) from March 1990.*

*Previous versions unknown.*