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INCORPORATED SOCIETIES AC

Declaration by a Member of a Society, or a Solicitor, that the Alteration 500.
of the Rules is in accordance with the Rules of the Society. Receipt No. 90/291

I, MAURICE JAMES KNUCKEY, of Dunedin

do solemnly and sincerely declare as follows —

(1) State if member of society or solicitor

1 That I am a (1) Solicitor

2 That the alteration of the rules of THE FRIENDS OF THE GLOBE THEATRE Incorporated as set out in the

document, marked "A" hereto annexed has been made in accordance with the rules of the Society

And I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Oaths and Declarations Act, 1957

M. J. Knuckey

Declared at Dunedin, this 6th day of April 1970

[Signature]

~~A Justice of the Peace, Solicitor, Notary Public or other person authorized to take a Statutory Declaration~~

THE FRIENDS OF THE GLOBE THEATRE (INCORPORATED)

New Constitution and Rules adopted at a Special
General Meeting held on 24th March, 1970.

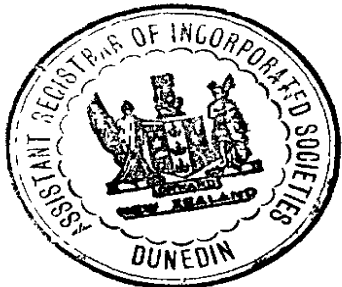
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This is the alteration of the rules of the Friends of the Globe Theatre (Incorporated) marked "A" referred to in the annexed declaration of MAURICE JAMES KNUCKEY declared at Dunedin this 6th day of April 1970 before me -



A Solicitor of the Supreme Court of New Zealand



RULES AND CONSTITUTION

OF

THE FRIENDS OF THE GLOBE THEATRE (INCORPORATED)

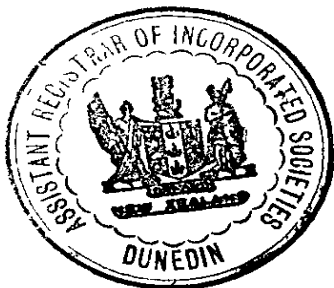
1. NAME:

The name of the Society shall be "THE FRIENDS OF THE GLOBE THEATRE (INCORPORATED)".

2. OBJECTS:

The objects of the Society are:

- (a) To foster the study of literary, dramatic, musical and theatrical Arts and to give and sponsor public and private performances and entertainments either for the Society's own purposes or for any charitable or other purposes decided upon by the Executive Committee.
- (b) To hold or sponsor exhibitions of painting, sculpture and pottery.
- (c) To establish and operate a library of literature connected with the objects of the Society.
- (d) To co-operate with any person, Association or Incorporated Body having objects similar to those of the Society.
- (e) To affiliate with any organisation having similar objects to those of the Society.
- (f) To co-operate in such manner as the Executive Committee may from time to time think fit with any properly constituted civic, educational or recreational organisation.
- (g) To purchase, take on lease or in exchange or on hire, or otherwise acquire, hold, mortgage, lease and dispose of any real or personal property and any copyrights, patent rights and other rights and privileges which the Executive Committee may



(g) cont.

from time to time consider necessary for the purposes of any of the objects of the Society.

(n) To erect any buildings which the Executive Committee may from time to time consider necessary or expedient for any of the purposes of the Society.

(1) To do all such things as are incidental or conducive to the attainment of the foregoing objects.

3. MEMBERSHIP:

The Society shall have the following classes of members:

- (a) Active Members,
- (b) Subscribing Members,
- (c) Honorary Members,
- (d) Life Members,
- (e) Associate Members.

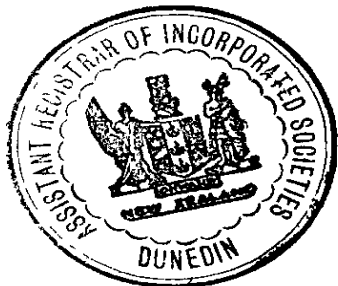
4. ELECTION TO MEMBERSHIP:

(a) ACTIVE MEMBERS:

Every candidate for active membership of the Society shall be nominated by a financial member of the Society. All nominations shall be in writing upon such form as the Executive Committee shall from time to time determine. Elections to active membership shall be conducted by the Executive Committee and a candidate shall be admitted to active membership only by the vote of at least two-thirds of those present at a meeting of the Executive Committee.

(b) SUBSCRIBING MEMBERS:

Every candidate for subscribing membership shall be nominated by a financial member of the Society.



(b) cont.

All nominations shall be in writing upon such form as the Executive Committee shall from time to time determine. The receipt by the Secretary of the nomination form duly endorsed by the candidate for membership shall be sufficient to constitute the candidate a subscribing member of the Society.

(c) HONORARY MEMBERS:

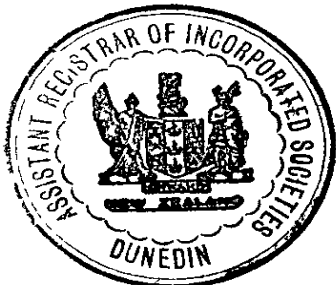
The Executive Committee shall have the power to elect Honorary Members either from year to year or for such term or terms as the Executive Committee may from time to time decide in each case.

(d) LIFE MEMBERS:

Any member of the Society who may have rendered valuable services to the Society may be elected, on the nomination of the Executive Committee, as a Life Member of the Society at a General Meeting of the Society by a vote of not less than two-thirds of members present and voting. A Life Member shall be entitled to all the privileges of active membership and if he so desires shall be entitled to be placed on the roll of active members but shall not be liable to pay any subscription whatsoever.

(e) ASSOCIATE MEMBERS:

Any person residing outside Dunedin who is interested in and wishes to be informed of the Society's activities may on application to the Secretary be entitled to be enrolled as an Associate Member.



5. MEMBERS' PRIVILEGES:

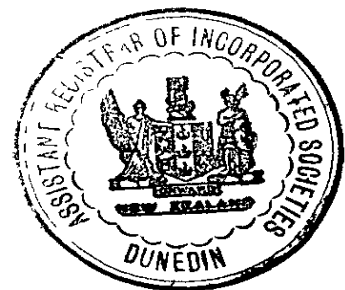
- (a) Each financial active member of the Society shall be entitled in each year to two (2) free seats for the Society's productions. The free issue shall not be transferable.
- (b) Subscribing and Honorary members shall be entitled to such box-office privileges as the Executive Committee may from time to time determine.
- (c) Associate members shall not be entitled to any box-office or other privileges of membership but shall be entitled to receive circulars and other notices regarding the Society's productions and other activities.

6. SUSPENSION AND EXPULSION:

The Executive Committee may erase from the list of members any member proved to its satisfaction to have been guilty of any misconduct such as in the opinion of the Executive Committee merits expulsion. Any member whose name shall be so erased shall ipso facto cease to be a member of the Society provided that before any member's name shall be erased as hereby provided such member shall be afforded an opportunity of appearing before the Executive Committee for the purpose of having the alleged misconduct properly investigated.

7. PURGING ROLLS OF MEMBERS:

- (a) The Executive Committee shall have power from time to time to purge the rolls of members. Any member whose subscription remains unpaid for more than three months after demand was made for payment thereof shall be removed from the roll of members by a resolution of the Executive Committee PROVIDED that the Executive Committee in its



(a) cont.

absolute and unfettered discretion, but only by express resolution, shall be empowered at any time to waive payment of subscription in any one year in respect of any individual active member. At the last meeting prior to the Annual General Meeting in each year the Executive Committee shall make a final check of the roll of members.

(b) Any member absent from Dunedin for a period of one year or more shall on application be entitled to exemption from payment of the annual subscription.

8. RESIGNATIONS:

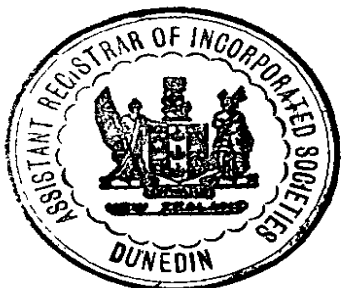
Any member may resign from the Society by giving notice of such resignation in writing to the Secretary.

9. SUBSCRIPTIONS:

(a) Subject to any direction by the members in Annual General Meeting the annual subscription for active, subscribing and Associate members for each year shall be determined by the Executive Committee at a meeting held as soon as practicable after the Annual General Meeting. Special reductions and box-office privileges may be provided for in a case where an active or subscribing member is a full-time student at University, Teachers' College, or any other similar educational institution.

(b) The Executive Committee shall have power at its discretion to make reductions in subscriptions and box-office privileges in the case of members who join the Society after the 31st May in each year.

(c) All annual subscriptions shall fall due on the 1st day of March in each year. A member who has



(c) cont.

failed to pay his subscription within two months after this date shall be deemed to be unfinancial. Unfinancial members shall not be entitled to any members' privileges or to vote at any of the Society's meetings.

(d) No member shall be qualified to hold office in the Society or to vote at any of the Society's meetings or to be entitled to any of the privileges of membership if his subscription be more than two months overdue.

10. PATRON:

At the Annual General Meeting in each year a Patron and/or Patroness may be elected. Nominations for these offices shall be made at the meeting and if there be more than one, election shall be by secret ballot.

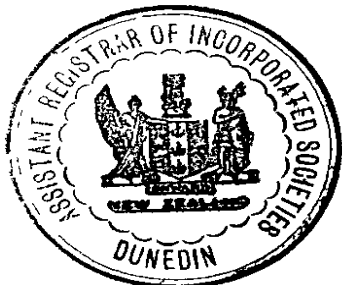
11. MANAGEMENT:

(a) The management and control of the Society's affairs and property both real and personal shall be in the hands of the Executive Committee. The Committee is hereby empowered to carry into effect the objects of the Society and to exercise all the powers and authorities contained in these rules except those required to be exercised by the Society in general meeting.

(b) The Executive Committee shall consist of:

A President,
Immediate Past President,
Vice-President,
Secretary,
Treasurer,

and no fewer than six (6) or more than eight (8)



(b) cont.

ordinary Executive members the exact number to be decided upon each year by the Society in Annual General Meeting. No person shall be eligible for election as President without first having served on the Executive Committee for one year immediately preceding candidature for office as President.

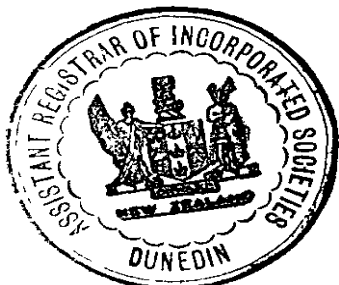
12. ELECTION OF OFFICERS:

(a) All officers of the Society and members of the Executive Committee shall be elected at the Annual General Meeting with the exception of the Secretary and Treasurer who shall be appointed by the Executive Committee.

Along with the notice of the Annual General Meeting the Executive Committee shall cause a note to be sent to all financial members inviting nomination for office and setting out the vacancies for office, the names of retiring officers, the date on which nominations close and such other matters as the Executive Committee may from time to time think fit.

All nominations shall be in writing signed by the proposer and seconder and bearing the written consent of the nominee. Only active financial members shall be eligible for office and be entitled to make or second nominations and to vote. A member may be nominated for more than one office and ballots for office shall be conducted in order of seniority of office as follows:

President,
Vice-President,
Executive Members.



(a) cont.

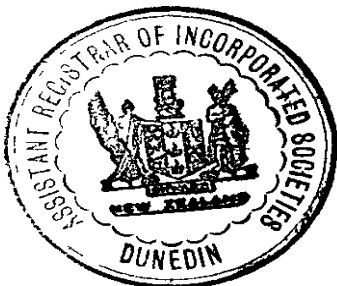
Upon the election of any nominee his nomination in respect of other offices shall be withdrawn. If the number of nominations for any office or for Executive Committee members exceed that number of vacancies an election shall be conducted by secret ballot.

(b) The Executive Committee shall have power to fill casual vacancies occurring during any one year and to fill any position not filled at the Annual General Meeting. The Executive Committee shall have power to co-opt without restriction.

(c) No person who is not a financial active member of the Society shall be elected an officer of the Society or a member of the Executive Committee PROVIDED HOWEVER that the Executive Committee may appoint as Treasurer or Secretary persons who are not members of the Society but are otherwise eminently qualified to fill those positions. Any person so appointed shall have no vote and may be salaried or honorary as the Executive Committee shall from time to time determine.

(d) Any office-bearer or member of the Executive Committee shall resign from his position if a resolution asking him to do so is passed at any meeting of the Executive Committee by a two-thirds (2/3rds) majority of those present and voting and confirmed at a subsequent meeting of the Executive Committee.

(e) Every member of the Executive Committee shall ipso facto cease to be a member on absenting himself from three (3) consecutive meetings



(e) cont.

without obtaining leave of absence from the Executive Committee.

13. EXECUTIVE COMMITTEE:

(a) The Executive Committee shall meet at such times and places as it may from time to time decide. A meeting of the Executive Committee may be called at any time by the President or Secretary. The Secretary shall call a meeting of the Executive Committee within seven days of being requested in writing to do so by at least four members of the Committee. Any such meeting so requested shall be called within seven (7) days of the receipt of such requisition by the Secretary.

(b) Quorum at Executive Committee Meetings:

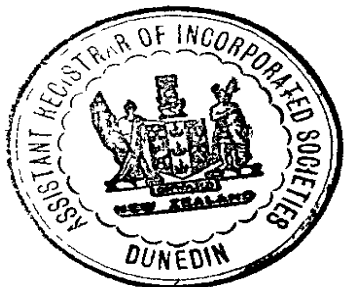
At any meeting for the Executive Committee seven (7) shall constitute a quorum. In the case of an equality of votes the chairman shall have a casting vote in addition to his ordinary vote.

(c) Chairman of Executive Committee:

At the first Executive Committee meeting after the Annual General Meeting the committee shall elect a Chairman who shall preside at all meetings unless he is absent when such meetings are due to commence in which case those present shall elect a Chairman for the meeting and the Chairman so elected shall remain in the chair for the duration of the meeting.

(d) Assistants:

The Executive Committee may either from its own personnel or otherwise from time to time appoint and terminate the appointment of any person or persons as assistants to the Executive Committee of to the Secretary or Treasurer. All or any of



(d) cont.

such appointments (if from persons not active members of the Society) may be salaried or honorary officers as the Executive Committee may from time to time decide and the terms and conditions of such appointments and duties appurtenant to any such office shall be such as the Executive Committee shall from time to time determine and the Executive Committee shall have power to determine any such appointment.

(e) Subcommittees:

The Executive Committee may either from its own personnel or otherwise from time to time appoint subcommittees for any purpose. The convenor of any such subcommittee shall be a member of the Executive Committee.

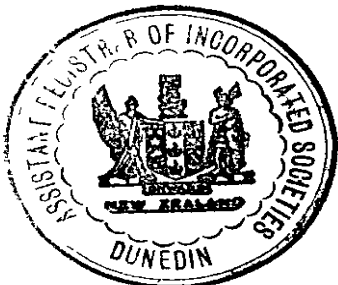
14. GENERAL MEETINGS:

(a) Annual General Meetings:

The Annual General Meeting of the Society shall be held not later than the last day of February in each year, the date to be determined by the Executive Committee.

(c) Special General Meetings:

The Executive Committee may at any time and shall within ten (10) days after the receipt in writing of a requisition signed by at least ten (10) active financial members of the Society (which requisition shall set out the business proposed to be transacted at such meetings) convene a Special General Meeting for any purpose or purposes. At any meeting so called only the business set out in the notice convening the meeting shall be dealt with.



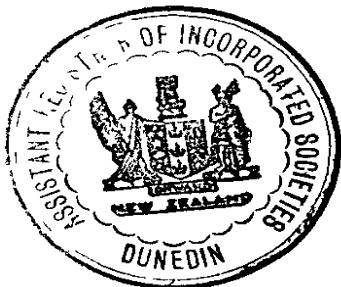
(c) Notice of General Meetings:

The Secretary shall at least ten days before any General Meeting send to every active member of the Society at his address appearing in the Register of Members a notice stating the time when and the place where it will be held and in the case of Special General Meetings the business it is proposed to put before the meeting.

15. PROCEDURE AT GENERAL MEETINGS:

At all General Meetings the following rules of procedure shall apply:

- (a) The Chair shall be taken by the President but if he is not present the meeting shall elect a Chairman for the meeting from among the members of the Executive Committee present and willing to act, the Secretary excepted, and if no member of the Executive is present, then from among the members generally and the Chairman so elected shall remain in the Chair throughout the meeting. Every active member present shall have one vote and in the case of equal voting the Chairman shall have a second or casting vote.
- (b) Only active financial members shall be entitled to vote.
- (c) The quorum at a General Meeting shall be twenty (20) active members.
- (d) Except as otherwise provided in these Rules, voting shall be on the voices but if any member present so desires the Chairman shall call for a division to be indicated by a show of hands or if five (5) members so desire, then by ballot.
- (e) If within half an hour from the time appointed for

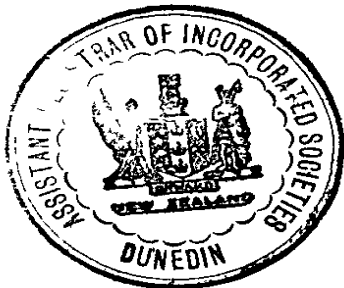


(e) cont.

the meeting a quorum is not present, the meeting, if convened upon requisition as aforesaid, shall be dissolved but in any other case shall be adjourned for a period of not less than eight (8) days nor more than two (2) weeks - notice of such adjournment shall be given in the same way as for calling meetings and if at such adjourned meeting a quorum be not present, those members who are present shall constitute a quorum and may transact the business for which the meeting was called.

16. FINANCE:

- (a) The financial year of the Society shall end on the 31st day of January in each year.
- (b) At the Annual General Meeting in each year the Executive Committee shall submit a report of the activities of the Society during the preceding financial year, a statement of receipts and payments, and a balance sheet.
- (c) An auditor shall be appointed at the Annual General Meeting in each year. The Executive Committee may fill any vacancy occurring in the office of auditor or may appoint an auditor if the Annual General Meeting does not do so. An auditor shall not be a member of the Executive Committee.
- (d) All money of and belonging to the Society in any manner whatsoever shall be paid into the credit of the Society at a Bank or Banks in Dunedin to be appointed by the Executive Committee and all cheques drawn upon the said account or accounts shall be signed by the Treasurer and President or such persons as the Committee may from time to time



(d) cont.
decide.

17. BORROWING POWERS:

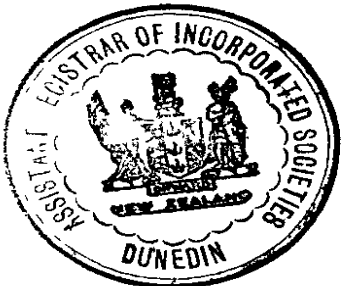
The Society may at the discretion of the Executive Committee raise or borrow money upon any mortgage or debenture or other security charging any of the real or personal property of the Society or any part or parts thereof and the Society may borrow any money either by way of overdraft or otherwise without security at the discretion of the Executive Committee and upon such terms as the Executive Committee may from time to time decide.

18. BY-LAWS:

The Executive Committee shall have power to make alter or repeal such by-laws as it may think fit for the wellbeing of the Society and the decision of the Executive Committee on all matters arising out of the said by-laws shall be final and binding unless and until set aside or varied by the Society in General Meeting. All such by-laws shall be recorded in a book kept for this purpose. The Executive Committee shall have power to delegate all or any portion of its powers to any subcommittees or person as the Executive Committee in its sole discretion may think fit.

19. MEMBERS OF CASTS:

(a) No person who is not an active financial member of the Society shall be cast in a play PROVIDED HOWEVER that the Executive Committee at the request of the Director may in its absolute and unfettered discretion but only by express resolution in each case waive the requirements of this rule.



- (b) Except as provided in sub-clause (a) above all members of a cast must be active financial members of the Society before the opening of a play.
- (c) Anything to the contrary in this Rule notwithstanding the Executive Committee shall at its sole discretion be entitled to approve the appointment of employment for any purpose of non-members to perform specialised tasks.

20. SERVANTS OF THE SOCIETY:

(a) Director:

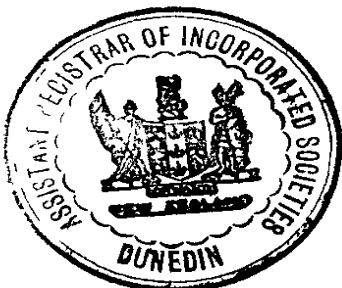
The Society may employ a Director who shall be paid such salary or other remuneration or bonus as is from time to time decided upon by the Executive Committee. The Director may be appointed for such periods of time and under such terms and conditions as the Executive Committee may from time to time decide.

(b) Other Appointments:

The Executive Committee may from time to time appoint with or without payment and under such terms and conditions as the Executive Committee may decide, producers, actors or other personnel who in the opinion of the Executive Committee are necessary or desirable for the effective carrying out of the Society's activities. The sole right of appointing such personnel shall at all times rest with the Executive Committee.

21. ALTERATION OF RULES:

The Rules or Constitution of the Society may be altered, repealed or added to only by a resolution at General Meeting the notice of which shall have



specified the proposed alteration, repeal or addition but nothing in this rule shall prohibit the amendment at any General Meeting of any proposal which has been specified in the notices calling the meeting. No alteration, recision or addition to those rules shall be made without the approval of two-thirds (2/3rds) of the members present and voting at a General Meeting.

22. COMMON SEAL:

The Executive Committee shall forthwith provide a Common Seal for the Society and they shall have power from time to time to destroy the same and substitute a new one in lieu thereof. The Common Seal shall be kept by the Secretary and shall be used only when directed by the Executive Committee and for the purpose of executing documents. It shall be affixed in the presence of two (2) members of the Executive Committee.

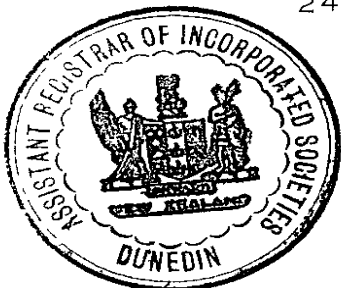
23. WINDING UP:

Upon the winding up and dissolution of the Society its assets (if any) shall be realised in such manner as the Committee may decide and the proceeds distributed as determined by a General Meeting convened for that purpose, provided that no member shall derive any pecuniary gain within the meaning of the Incorporated Societies Act 1908, from the property or operations of the Society

24. DATE OF COMMENCEMENT OF THESE RULES:

These Rules shall operate as from the date of registration thereof and repeal the former rules dated 22nd August, 1963.

DATED at *Dunedin* this *28th* day of *May*. 1970.



member
Committee member
Chairman of committee

J. Fairmaid
F. M. Mackenzie
N. [unclear]

