

Rules and Regulations
of
The American Theatre Wing's

Tony Awards®

2008–2009 Season



Tony Award Productions
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The American Theatre Wing's Antoinette Perry "Tony" Awards® are presented by
The Broadway League and The American Theatre Wing

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RULES AND REGULATIONS
OF
THE AMERICAN THEATRE WING'S TONY AWARDS®
2008-2009 SEASON

The following are the Tony Awards Rules and Regulations for the 2008-2009 theatrical season (the "Rules"). These Rules are intended to apply to that season, do not necessarily reflect prior practice or custom, and are subject to change without notice.

1. Administration

(a) The Antoinette Perry (Tony) Awards Administration Committee (the "Tony Awards Administration Committee") shall administer the American Theatre Wing's Tony Awards, pursuant to the rules of governance established from time to time by the Tony Awards Management Committee appointed by American Theatre Wing, Inc. (the "Wing") and The Broadway League. (the "League"). The provisions of paragraphs 1(b) through 1(e) below set forth the current rules of governance.

(b) The Tony Awards Administration Committee shall be a self-governing body comprised of 24 members, of whom 10 shall be designees of the Wing, 10 shall be designees of the League and one member shall be designated by each of The Dramatists Guild, Inc., Actors' Equity Association, United Scenic Artists and Society of Stage Directors and Choreographers. The Wing and the League may also each designate an additional member on an ex officio basis, such additional members to be entitled to attend meetings of the Tony Awards Administration Committee and to participate in all discussions and deliberations thereat, but not to vote. Proxies are not permitted in any vote of the Tony Awards Administration Committee; however, in order to provide continuity, the Wing and the League shall each appoint up to five alternate designees and each of the other organizations represented on the Tony Awards Administration Committee shall each appoint one alternate designee. Each of the alternate designees shall have the right to attend Tony Awards Administration Committee meetings, but shall not have the right to speak or vote at such meetings unless such alternate designee's principal designee shall be unable to attend (it being understood, in the case of the Wing and the League, that their alternates shall serve in a pre-designated order, in the event of the absence of any of their respective principal designees), in which case the vote of such alternate shall be valid and binding as if made by the alternate's principal designee. All persons to be designated to serve as members, alternates or additional members ex officio of the Tony Awards Administration Committee shall be so designated (in a writing delivered by the designating organization to the Tony Awards Management Committee) no later than the June 15th immediately preceding the season for which such persons are designated.

(c) The Tony Awards Administration Committee shall meet from time to time and, among other duties, shall have the responsibility of determining eligibility for nominations in all award categories. In order to take any action there must be a quorum consisting of at least 16 members of the Tony Awards Administration Committee. In order to be eligible for nomination, a potential candidate for nomination must receive an affirmative vote of a majority of those members present. Tony Honors for Excellence in the Theatre may be given in the discretion of the Tony Awards Administration Committee by an affirmative vote of a majority of the members of the Tony Administration Committee present, but in no event with less than ten affirmative votes. Any other action (including giving a Special Tony Award, but exclusive of changes in or waivers of these Rules or appointment to the Nominating Committee as provided below) shall require the affirmative vote of two-thirds of those members present. Changes in or waivers of

these Rules shall require at least 16 votes; provided, however, that only the Tony Awards Management Committee may make changes in or waivers of the provisions of this paragraph 1; and provided, further, that no Rule may be waived other than for "good cause" shown. Appointment to the Nominating Committee shall require the affirmative vote of a majority of those members present, but in no event with less than ten affirmative votes.

(d) Any person outside the Tony Awards Administration Committee may request the Committee to take specific action in respect to any matter before the Committee, but the Committee may only consider such request if made in writing and in advance of the taking of action by the Committee. No such person shall be permitted to appear before the Committee.

(e) All decisions of the Tony Awards Administration Committee concerning eligibility for the Awards and all other matters relating to their administration, including adoption of amendments to these Rules (except as reserved to the Tony Award Management Committee above), shall be final, binding and conclusive for all purposes. All decisions of the Tony Awards Administration Committee and the Tony Awards Management Committee, as the case may be, regarding the interpretation of any Rule within their respective purview as provided herein shall be final, binding and conclusive for all purposes. No specific vote properly taken in accordance with these Rules may be retaken, at the same or any other meeting. Any specific vote taken by the Tony Awards Administration Committee in accordance with these Rules (as in effect at the time of such vote) shall be final and not subject to confirmation or veto by any other person or committee.

(f) All votes of the Tony Awards Administration Committee shall be taken by secret ballot, with only those members of the Committee present at a meeting entitled to vote. The means of voting, which is intended to include electronic voting as soon as practicable in a simple and cost-effective manner, shall be determined by the Tony Awards Management Committee.

(g) The Tony Awards Administration Committee shall establish a Rules Committee to consider, review and make recommendations to the Tony Awards Administration Committee concerning proposed changes to these Rules (or to rules adopted for subsequent seasons). The members of the Rules Committee shall be three representatives from each of the Wing and the League, each of which shall select its representatives from among the members of the Tony Awards Administration Committee.

2. Eligibility for Nomination

(a) In order for the Tony Awards Administration Committee to determine that a production is eligible in the various categories for nomination for a Tony Award, all of the following six requirements must be satisfied:

- i) the production must be, in the judgment of the Tony Awards Administration Committee, a legitimate theatrical production
- ii) which "officially opens" (as defined in paragraph 2(e) herein)
- iii) in an "eligible Broadway theatre" (as set forth on Exhibit A)
- iv) on or before the "Eligibility Date" of the current season (as defined in paragraph 2(e) herein), and after the Eligibility Date for the prior season;

- v) which performs on a reasonably conventional playing schedule
- vi) the producer of the production must invite, in a timely manner and free of charge, each of the eligible Tony voters, as well as the members (including those designated on an ex officio basis) and alternate designees of the Tony Awards Administration Committee, to attend a performance of the production. Invitations shall be extended, in a manner prescribed by the Tony Awards Administration Committee, for performances occurring no later than 16 weeks after the production officially opens or before the Thursday prior to the presentation of the Awards, whichever occurs first, or, for the members and alternate designees of the Tony Awards Administration Committee, for performances occurring no later than two weeks after the production officially opens or before the Eligibility Date, whichever occurs first. For this purpose, the producer must make available at least eight "paid performances" of the production (i.e. previews, opening and/or regular performances in an eligible Broadway theatre). This requirement shall be subject to the following exception: If a production which officially opens in an eligible Broadway theatre on or before the Eligibility Date is unable to satisfy the eight paid performance requirement because it closes prior to presenting eight paid performances, the production may nevertheless be deemed eligible provided that the producer has invited and made tickets available to the Tony voters for at least one-half of all paid performances presented in an eligible Broadway theatre prior to the closing; and
- vii) the producer must certify to (and on a form provided by) the Tony Awards Administration Committee (which must receive such certification prior to the Eligibility Date or within 16 weeks after the production officially opens, whichever occurs first) that the producer: (A) has fully complied with the Rules of the Tony Awards Administration Committee regarding the invitation of Tony voters and has invited all members of the Tony Nominating Committee to a press preview, Opening Night, Second Night or a regular performance prior to the closing performance; (B) accepts the authority of the Tony Awards Administration Committee to make all decisions or determinations concerning eligibility for the Awards and all other matters relating to their administration (including adopting amendments to these Rules) in its sole and absolute discretion (and without obligation to make any decision or determination consistent with any prior practice or custom), with the effect of any such decision or determination as final, binding and conclusive for all purposes; (C) accepts the authority of the Tony Awards Management Committee to make all decisions or determinations concerning the telecast of the Awards and all other matters relating to their administration not delegated to the Tony Awards Administration Committee (including adopting amendments to these Rules) in its sole and absolute discretion (and without obligation to make any decision or determination consistent with any prior practice or custom), with the effect of any such decision or determination as final, binding and conclusive for all purposes; (D) accepts the authority of the Nominating Committee to make all decisions or determinations concerning nominations for the Awards as provided

herein (and without obligation to make any decision or determination consistent with any prior practice or custom), with the effect of any such decision or determination as final, binding and conclusive for all purposes; (E) accepts the authority of the Tony Awards voters to vote for the winners of the Awards with the effect of any such vote as final, binding and conclusive for all purposes; (F) will fully comply with the rules of the Tony Awards Management Committee (promulgated by Tony Award Productions) regarding the use of the Tony Awards trademarks and other intellectual property and material, as in effect from time to time; (G) shall not institute any action, suit or proceeding against the Tony Awards Administration Committee, the Tony Awards Management Committee, the Nominating Committee, any member of the foregoing committees, any entity or organization appointing any person to any of such committees, Tony Award Productions or any agent or representative of the foregoing, or any Tony Awards voter (in such capacity) for any purpose in connection with the Awards; and (H) shall indemnify, defend and hold harmless such committees, such members, such entities and organizations from and against any and all costs, expenses, damages, liabilities, claims and demands of any kind or nature (including without limitation attorneys' fees and disbursements and court costs) arising out of any such action, suit or proceeding commenced by such producer or by any other producer or producing firm or entity with respect to such production or any element thereof.

(b) Eligibility as Best Play/Musical. Any production of a play or musical (other than a "classic" as defined in paragraph 2(g) hereof) that has been presented professionally during or after the 1946-47 Broadway season in the Borough of Manhattan, but not in an eligible Broadway theatre, which current production meets the requirements of paragraph 2(a) hereof, shall be eligible to receive a nomination in the category of Best Play or Best Musical, as the case may be.

(c) Substantial Duplication. In order for a production to be eligible in the category of Best Play or Best Musical, a play or musical may contain elements that substantially duplicate elements of productions previously presented in an eligible Broadway theatre only if, in the judgment of the Tony Awards Administration Committee in each case, the duplicated and the original elements, in their totality, create a new play or musical.

(d) Ineligibility of Production/Eligibility of Elements. If a production meets the requirements of paragraphs 2(a) or 2(b) hereof, but is determined not to be eligible in the category of Best Play or Best Musical in accordance with paragraph 2(c) hereof (i.e., that such paragraph does apply, and a determination has been made by the Tony Awards Administration Committee thereunder that a new play or musical has not been created for purposes hereof), the production shall automatically be ineligible to receive a nomination in the category of Best Play or Best Musical; provided, however, that the ineligibility of the production to receive a nomination in the category of Best Play or Best Musical shall not adversely affect the eligibility of any of the individual elements (i.e., actors, actresses, playwrights, bookwriters, composers, lyricists, designers, directors, choreographers and orchestrators) who are otherwise eligible to receive nominations or awards in their respective categories.

(e) Definitions. For the purposes of these Rules, the term "official opening" shall mean the performance of the production which the producer has publicly announced as being

the official opening; the term "Eligibility Date" shall mean the date which the Tony Awards Management Committee establishes as the cut-off date for eligibility; and the term "Submission Date" shall mean the date that is 14 days prior to the Eligibility Date. The Eligibility Date for the current season shall be at least 32 days prior to the date on which the Awards are to be presented.

(f) Theatres. In order to qualify as an eligible Broadway theatre, a theatre must (i) have 500 or more seats, (ii) be used principally for the presentation of legitimate theatrical productions and (iii) be deemed otherwise qualified by the Tony Awards Administration Committee. A list of eligible Broadway theatres for the current season is attached hereto as Exhibit A. A theatre may be added to such list with respect to a particular season only by action of the Tony Awards Administration Committee, which shall consider all requests to add theatres made by the Submission Date of the immediately preceding season, and issue any changes to Exhibit A by the June 15th immediately following such date.

(g) Classics. A play or musical that is determined by the Tony Awards Administration Committee (in its sole discretion) to be a "classic" or in the historical or popular repertoire shall not be eligible for an Award in the Best Play or Best Musical category but may be eligible in the appropriate Best Revival category, if any, provided it meets all other eligibility requirements set forth in these Rules.

(h) Revivals. Each year the Tony Awards Administration Committee shall determine whether there shall exist in quality and quantity a sufficient number of Revivals to merit the granting of an Award for Best Revival of a Play or Musical and, if so, the Tony Awards Administration Committee shall also determine whether there shall be a separate Play and Musical Revival category; provided, however, that if there are at least three such plays and three such musicals, there shall automatically be separate Play and Musical Revival categories. A "Revival" shall be any production in an eligible Broadway theatre of a play or musical that: (A) is deemed a "classic" or in the historical or popular repertoire in accordance with paragraph 2(g) above; (B) was previously presented professionally at any time prior to the 1946-47 Broadway season in substantially the same form in the Borough of Manhattan (other than as a showcase, workshop or so-called "letter of agreement" production) and that has not had a professional performance in the Borough of Manhattan at any time during the three years immediately preceding the Eligibility Date; or (C) was previously presented professionally at any time during or after the 1946-47 Broadway season in substantially the same form in an eligible Broadway theatre and that has not had a professional performance in the Borough of Manhattan at any time during the three years immediately preceding the Eligibility Date. The determination that a play or musical is ineligible in the category of Best Play or Best Musical shall not, in and of itself, make the play or musical eligible in a Best Revival category unless the play or musical also meets the requirements of this paragraph. Regardless of whether a production of a play or musical is eligible for a Best Revival category, the elements of the production shall be eligible in those categories in which said elements do not, in the judgment of the Tony Awards Administration Committee, substantially duplicate any prior presentation of the play or musical, except as prohibited by paragraph 2(l) of these Rules; provided, that the play or musical otherwise meets all the requirements set forth herein for Revivals.

(i) Producers. The producers eligible for nomination for a Tony Award shall include those producers listed above the title in the opening night program for a production together with any other producers as may be approved by the Tony Awards Administration Committee consistent with its usual policies.

(j) Determination of Eligible Candidates for Nomination.

- i) The Tony Awards Administration Committee shall submit to the Nominating Committee (as described in paragraph 5 herein) a list of the eligible candidates for nomination in each Award category. The Tony Awards Administration Committee shall determine whether a sufficient number of eligible candidates exist in quality or quantity to merit the granting of an Award in the applicable category for the current season. If there is only one such eligible candidate for any category, the Tony Awards Administration Committee shall submit such candidate to the Nominating Committee pursuant to paragraph 4(b) below. There shall be no more than four nominees in each category; provided, that if there are at least seven eligible candidates for nomination in a Best Performance category, then there shall be five nominees in that category; and provided, further, that the Tony Awards Administration Committee shall also have the sole discretion to reduce the number of nominees to fewer than four (or five), but, in no event, fewer than two, in a particular category for the current season or to delegate this discretion to the Nominating Committee. Eligibility for nomination in the Best Performance categories shall be limited to one Actor or Actress for each nomination in such categories.
- ii) In determining in which Award category any eligible candidate (person or production) shall be placed, the Tony Awards Administration Committee shall use the opening night program as its initial guide, together with any additional guidelines adopted by said Committee.
- (A) If a producer of a particular production wishes to propose that an eligible candidate be placed in a category other than that indicated by the opening night program, the producer (whether or not a member of the Tony Awards Administration Committee) may send a written request to the Tony Awards Administration Committee setting forth the producer's reasons for asking the Committee to consider such a change. Such request cannot be considered if sent later than two weeks following the official opening of such production or the Eligibility Date, whichever occurs first.
- (B) If any member of the Tony Awards Administration Committee has an interest of any nature in a particular production, such member shall disclose such interest as early as possible, and, while maintaining such interest, may not vote on such a proposed change (regardless of whether a request for such change has been timely made by the producer or by anyone else); provided, however, that such interested member may participate in discussions regarding such proposed change. The vote required to pass such a category change shall be a majority of those members present who are not ineligible to vote by reason of this paragraph. A member of the Committee shall not be ineligible to vote on a category change in a particular production if such member's sole interest of any nature in such production is in the theatre in which the production is being presented or is that

member's affiliation with the same union, guild or organization which has as one of its members, a person who has an interest of any nature in such production.

- (C) Once the placement of an eligible candidate in a category has been decided by the Tony Awards Administration Committee, the placement cannot be changed at a later date.

(k) Special Theatrical Events. Each year the Tony Awards Administration Committee shall determine whether there shall exist in quality and quantity a sufficient number of Special Theatrical Events to merit the granting of an Award for Best Special Theatrical Event. A "Special Theatrical Event" shall be any production in an eligible Broadway theatre that is, in the judgment of the Tony Awards Administration Committee, a live theatrical production that is not a play or musical. The Award may be awarded to the production (but not any element thereof) solely at the discretion of the Tony Awards Administration Committee. Once a production is deemed eligible in this category, all its elements (including without limitation choreography) are automatically, and without further action, ineligible.

(l) Eligibility of Performers. If an actor or actress is otherwise eligible but is repeating a role for which such actor or actress has won a Tony Award previously, such actor or actress shall not be eligible regardless of the category that role may have been placed in previously.

3. The Awards Presentation and Eligibility Date

(a) The Awards shall be presented during the theatrical season but not earlier than May 24th of such season, unless otherwise determined by the Tony Awards Management Committee upon at least four months' notice prior to the date selected for such presentation. The date of the presentation ceremony shall be announced as soon as it has been determined.

(b) The Eligibility Date for nominations shall be announced as soon as it has been determined.

4. Categories of Awards

(a) The Awards may, subject to the provisions of these Rules, be made in the following categories:

Best Play - Award to Author(s); Award to Producer(s)
 Best Musical - Award to Producer(s)
 Best Book of a Musical
 Best Original Score (Music and/or Lyrics) Written
 for the Theatre
 Best Performance by a leading Actor in a Play
 Best Performance by a leading Actress in a Play
 Best Performance by a leading Actor in a Musical
 Best Performance by a leading Actress in a Musical
 Best Performance by a featured Actor in a Play
 Best Performance by a featured Actress in a Play
 Best Performance by a featured Actor in a Musical
 Best Performance by a featured Actress in a Musical

Best Direction of a Play
Best Direction of a Musical
Best Scenic Design of a Play
Best Scenic Design of a Musical
Best Costume Design of a Play
Best Costume Design of a Musical
Best Lighting Design of a Play
Best Lighting Design of a Musical
Best Sound Design of a Play
Best Sound Design of a Musical
Best Choreography
Best Revival of a Play or Musical
Best Orchestration
Best Special Theatrical Event

(b) If the Tony Awards Administration Committee has determined that there is only one eligible candidate in a category listed in Paragraph 4(a) above, the Tony Awards Administration Committee shall submit such candidate to the Nominating Committee which may, by the vote of a majority of its members (according to a secret ballot), grant an Award in that category.

(c) The Tony Awards Administration Committee may, in its discretion, give a "Tony Award" to a regional theatre company upon the recommendation of the American Theatre Critics Association or another organization chosen by the Tony Awards Administration Committee, which organization shall apply objective and fair standards to determine that such regional theatre company has displayed a continuous level of artistic achievement contributing to the growth of theatre nationally. No regional theatre company that has previously received the Tony Award in this category may receive this Tony Award again, unless there has been a change in the artistic leadership of such theatre since it last received such award and unless the new artistic leadership has been in place at such theatre for at least five years.

(d) The Tony Awards Administration Committee may, in its discretion, give a "Special Tony Award" for lifetime achievement in the theatre to one or more individuals whose creative and/or management contributions to, and achievements in, the theatre have had a profound effect on the field, as determined by the Tony Awards Administration Committee. Such award may not be given posthumously, unless the individual passed away following the determination of the Tony Awards Administration Committee to give such award to such individual, but before the actual presentation of such award.

(e) The Tony Awards Administration Committee may, in its discretion, give a "Special Tony Award" to a live theatrical event that "officially opens" in an "eligible Broadway theatre" on or before the "Eligibility Date" of the current season, but which does not fit into any other category of Tony Award to be awarded for the current season, which "Special Tony Award" shall be designated to be awarded to the production or any element thereof, unless such element is otherwise determined to be eligible in another existing Tony Award category in accordance with paragraph 2(d) hereof.

(f) Each Tony Award winner in the categories listed in Paragraph 4(a) above and each recipient of the Regional Theatre Tony Award, Special Tony Awards, the Isabelle Stevenson Tony Award and the persons permitted under paragraphs 4(j) and (k), and no other persons, will be entitled to receive from the Tony Awards Administration Committee, an official

replica of the Tony Award medallion (each, a "Medallion") upon such winner's execution and delivery to the Tony Awards Administration Committee of a Tony Award Medallion Receipt agreement in the form of Exhibit B to these Rules.

(g) "Tony Honors for Excellence in the Theatre" may be given at the discretion of the Tony Awards Administration Committee. Such Honors shall be granted only if the Tony Awards Administration Committee, after applying objective and fair standards, determines that the individual, institution or organizations has demonstrated achievement in the theatre over an extended period of time, but is not eligible for recognition in any of the other established Tony Award categories. Anyone may, not later than 10 days prior to the first Tony Administration Committee meeting of a season, recommend in writing a candidate for Tony Honors consideration for that season by the Tony Awards Administration Committee. Such honor may not be given posthumously, unless the individual passed away following the determination of the Tony Awards Administration Committee to give such honor to such individual, but before the actual presentation of such honor.

(h) Each recipient of "Tony Honors for Excellence in the Theatre", and no other person, will be entitled to receive from the Tony Awards Administration Committee an official Tony Honors medallion upon such recipient's execution and delivery to the Tony Awards Administration Committee of a Tony Honors Medallion Receipt Agreement in the form of Exhibit C to these Rules.

(i) Anything in these Rules to the contrary notwithstanding, no "Special Tony Award" may be given unless specifically requested by a member of the Tony Awards Administration Committee in writing to the other members of the Tony Awards Administration Committee, which writing is delivered, together with all supporting material, no later than the Submission Date.

(j) The Producer(s) of the Best Revival of a Play or Musical may purchase additional Medallions for the sole purpose of having such Medallions be given to the author(s) and, if any, composer(s) of such production, and/or their respective official representative(s); provided, that such additional Medallions shall be inscribed only with the category name (Best Revival of a Play or Best Revival of a Musical), the title of the production and the year of the award; and provided, further, that each such Medallion shall be delivered by the Tony Awards Administration Committee directly to the intended recipient.

(k) At the sole discretion of the Tony Awards Administration Committee, the Producer(s) of the Best Special Theatrical Event may purchase additional Medallions for the sole purpose of having such Medallions be given to persons that the Tony Awards Administration Committee, in its sole discretion, determines to have been integrally involved in the creation of such production; provided, that such additional Medallions shall be inscribed only with the category name (Best Special Theatrical Event), the title of the production and the year of the award; and provided, further, that each such Medallion be delivered by the Tony Awards Administration Committee directly to the intended recipient.

(l) The Tony Awards Administration Committee may, in its discretion, give an "Isabelle Stevenson Tony Award" to recognize an individual from the theatre community who has made a substantial contribution of volunteered time and effort on behalf of one or more humanitarian, social service or charitable organizations, regardless of whether such organization(s) relate(s) to the theatre. Such award may not be given more than once in any

season. The procedure for considering nominations and giving any such award shall be the same as for a Special Tony Award for lifetime achievement in the theatre.

(m) In no event may any employee of the Wing or the League be considered for any Tony Award (including any Special Tony Award) or Tony Honor in recognition of such person's work for the Wing or the League in connection with the Tony Awards.

5. Selection of Winners of Regular Awards

(a) The Nominating Committee.

- i) The "Nominating Committee" shall consist of no fewer than 15 and no more than 30 persons appointed by the Tony Awards Administration Committee by an affirmative vote of a majority of the members of the Tony Awards Administration Committee present, but in no event with less than ten affirmative votes. Of the persons so appointed, and who accept such appointment, they shall be divided randomly (by lot) into three classes of as nearly equal number as possible (and in no event fewer than five members of any one class) to serve for one-, two- and three-season terms commencing with the beginning of such season.¹ Members of the Nominating Committee shall: (w) have current or prior professional and/or educational experience working in the theatrical community; (x) represent a range of expertise in the theatrical community with the goal of obtaining a broad range of viewpoints and experience in any given year; (y) commit to seeing every eligible production; and (z) not be a member of the working print or electronic media. Expenses shall not be provided or reimbursed to members of the Nominating Committee. In order properly to consider candidates for the Nominating Committee, the Tony Awards Administration Committee must receive a complete biography or curriculum vitae of each proposed candidate, containing all pertinent professional and/or educational credits and positions. The Managing Producer and the Executive Directors of the Wing and the League shall constitute a committee to review candidates for the Nominating Committee to ensure that they meet generally accepted professional and/or educational standards (and that the necessary biography or curriculum vitae is available for each candidate) prior to submission of such candidates to the Tony Awards Administration Committee for its selection process.
- ii) Producers may not distribute any material to members of the Nominating Committee other than a souvenir book, script or an audio and/or video cast recording (that replicates the on-stage performance of the particular production). The Managing Producer may not waive this restriction.
- iii) The Nominating Committee shall meet, following the Eligibility Date of the current season, on the date designated by the Tony Awards

¹ For each season following the 1996-97 theatrical season, the intent is that the members of at least one class rotate off the committee for at least one season, so that each season the committee shall include at least five members who did not serve on the committee for the immediately preceding season.

Administration Committee, for the purpose of determining the nominees for Tony Awards for such season. At such meeting, the Nominating Committee shall be given a separate ballot for each category containing a list compiled by the Tony Awards Administration Committee of the eligible candidates for nomination and the number of nominees in such category. The Nominating Committee shall be permitted to discuss the qualifications of the eligible candidates for all categories for up to a maximum of two hours immediately prior to voting to determine all nominations, but shall not, in any event, take any "straw" poll or otherwise informally determine or attempt to determine the likely voting results. At the conclusion of such two-hour open discussion period, each member of the Nominating Committee shall cast his/her secret ballot for the best candidates of the season in all categories (as provided herein) and such ballot shall be collected and tabulated by a representative of the Accounting Firm. The Nominating Committee shall, consistent with these Rules, make its nominations solely based on the standard of the best in the current season. The vote of each member of the Nominating Committee must be based on the ballot (and the list included therein). The Nominating Committee shall await the tally of their voting without further discussion. Any ties shall be resolved as provided in these Rules. Neither write-in votes nor proxies shall be permitted. The actual number of votes received by those eligible (including the nominees) in each category shall not be disclosed by the Accounting Firm to anyone on the Tony Awards Administration Committee, the Nominating Committee or to any other person or entity.

- iv) Each member of the Nominating Committee shall be entitled to cast one, and only one, vote for each eligible candidate on such person's ballot, and no more or fewer votes than the number of nominees prescribed by the Tony Awards Administration Committee on the ballot (i.e., if there are to be four nominees, one vote each for four eligible candidates as nominees) in each category. The nominees in each category shall be the eligible candidates that receive the most votes up to the number of prescribed nominees (e.g., if there are to be four nominees, then the nominees shall be the candidate that receives the most votes, the candidate that receives the next-most votes, the candidate that receives the third-highest number of votes and the candidate that receives the fourth-highest number of votes). No member of the Nominating Committee may abstain in any category or vote for fewer than the prescribed number of nominees in any category. In the event the vote of the Nominating Committee results in a tie that would otherwise necessitate more than the prescribed number of nominees in a category, said tie shall be broken in the manner described in paragraph 5(b) of these Rules. Once the categories have been established by the Tony Awards Administration Committee, the Nominating Committee shall have no power to eliminate a category.
- v) Any member of the Tony Nominating Committee may be removed at any time for cause upon the joint determination of the Managing Producer and the Chief Operating Officers of the League and the Wing.

(b) Tie-Breaking for Nominees. Upon determining the existence of a tie requiring a tie-breaking vote, the Accounting Firm may not inform the Nomination Committee of such tie until all categories have been voted. At that time, any tie vote must be re-voted pursuant to the procedure provided herein. All tie-breaking voting shall be done in the same sequence in which the original vote was taken. If there are only two candidates tied and if there is an even number of members of the Nominating Committee present, then the members of the Nominating Committee shall draw lots to determine which of them shall not vote to break the tie. Voting to break a tie among three or more candidates shall be on a cumulative (i.e., "weighted") basis. For example, if there are three tied candidates, each member of the Nominating Committee shall give one of such candidates three votes, one such candidate two votes and one such candidate one vote, in order of preference, with the more preferred receiving more votes. The weight will depend solely on the discretion of the member of the Nominating Committee in each case; provided, that each member of the Nominating Committee shall be required to cast all the votes. The Accounting Firm shall determine which candidate(s) among those tied received the highest number of votes in the heaviest weighting category (e.g., if three candidates are tied, the "3" votes, and so on). The candidate(s) with the highest number of such votes among those tied shall receive the nomination(s), until there is no longer a tie necessitating more than the prescribed number of nominees. If any of those tied have the same number of such votes (e.g., if there are three candidates, the same number of "3" votes), the Accounting Firm shall then determine which of said candidates received the highest number of votes in the second heaviest weighing category (e.g., if there are three candidates, the "2" votes, and so on), in which event the candidate with the highest number of such votes shall receive the nomination.

(c) Persons Eligible to Vote. The persons eligible to vote for the purpose of determining winners of the Tony Awards shall be the members of the governing boards of the following organizations:

1. Actors' Equity Association
2. The Dramatists Guild
3. Society of Stage Directors & Choreographers
4. United Scenic Artists

and those persons whose names appear on the Designated Press Performances and First Night List who have been approved by the Wing and the League (as indicated by their respective Executive Directors), up to 75 persons from among the Board of Directors and the Advisory Board of the Wing (as designated by the Wing), the Voting Members of The League (in accordance with The League's requirements, as confirmed by The League), no more than 15 members of the Theatrical Council of the Casting Society of America designated by such Council; and no more than 5 officers or Executive Board members of Musicians' Local 802 designated by such Board; and no more than 15 members of the current governing board (exclusive of alternates or members emeritus) of the Association of Theatrical Press Agents and Managers designated by such Association; provided, that in no event shall there be any duplication (i.e., no person shall be entitled to more than one vote as a result of such person's qualification or inclusion in more than one of the foregoing categories). Employees (other than the Executive Director or equivalent) of any of the foregoing organizations shall not be eligible to vote for the winners of the Tony Awards. The Tony Awards Administration Committee shall have the right, in its discretion, to remove any person from eligibility to vote in the current season in the event said person has not adhered to the voting rules then in effect.

(d) Ballots of Persons Eligible to Vote. No ballot shall be counted unless the voter casting it has certified to the Tony Awards Administration Committee that, with respect to each category in which the voter has voted, the voter has seen a performance of each production which has been nominated for an Award and a performance by each performer who has been nominated in the production with respect to which such performer has been nominated. The ballot may provide that marking and returning it constitutes such a certification. Write-in votes shall not be permitted.

(e) Identity of Eligible Voters. As complete a list as possible of all such eligible voters shall be sent to each producer prior to the first paid public performance of the production.

(f) Accounting Firm. The firm of independent certified public accountants selected by the Tony Awards Management Committee (the "Accounting Firm") shall mail a ballot containing the names of the nominees to each eligible voter at least 14 days prior to the date on which the Tony Awards are to be presented for such season, with a request to deliver completed ballots directly to the Accounting Firm. Such firm shall count and tabulate those ballots received at least 50 hours prior to the commencement of the formal presentation of the Tony Awards for such season and shall certify the winners to the Tony Awards Administration Committee.

(g) Selection of Winners. The Tony Award shall be given to the person, production or element thereof that is voted the best in the current season for each eligible category, and votes are to be cast according to that standard. The winner in each category shall be the nominee in that category receiving the highest number of votes. No tabulation of the numbers of votes for each nominee shall be disclosed to the Tony Awards Administration Committee or Nominating Committee or to any other person or entity, and the names of the winners shall not be similarly disclosed until the presentation of the Awards.

6. Campaigning and Promotion

(a) Fair and Ethical Process. The process of determining which productions or elements thereof are to receive Tony Awards is intended to be conducted in a fair and ethical manner, having the highest regard for the standard of quality represented by the Tony Awards and related presentations. The persons voting for the Tony Awards and producers of eligible productions are intended to act in full support of that goal, and not to take or authorize any action that is inconsistent with or undermines the letter or spirit of these Rules or that goal.

(b) Distributions. Without the prior written consent of the Managing Producer, producers may not distribute or cause or permit their agents or other representatives or affiliates to distribute any campaign or promotional materials to voters, other than a souvenir book, a script or an audio and/or video cast recording (that replicates the on-stage performance of the particular production).

(c) No Disparagement. Any public communication, oral or written, that promotes a particular production or element thereof or other candidate for a Tony Award by disparaging or casting any negative or derogatory light on a competing production, element, person or achievement, whether by name, title or otherwise, is expressly prohibited.

(d) No Waiver. Any activity that is not the subject of enforcement or penalty should not be assumed to be authorized by or acceptable to the Tony Awards Administration

Committee. Similarly, no particular activity that may be found to be in violation of these Rules may be justified or exempted by reason of prior activity or the lack of enforcement or penalty.

7. Remedies

Violations of these rules may subject the violator to removal from eligibility to vote and/or to any other penalties as may be imposed by the Tony Awards Administration Committee in its sole discretion.

EXHIBIT A
ELIGIBLE THEATRES

* (These theatres were deemed “eligible Broadway theatres” prior to the amendment of the rule (effective for the 1989-90 Season) which increased the minimum seating requirement from 499 to 500 and thus each of these theatres is ‘grandfathered” and continues to be deemed eligible provided it does not reduce its seating capacity to below the number of seats such theatre made available to the public on June 1, 1989.)

Ambassador 215 West 49 Street	213 West 42 Street	New Amsterdam 214 West 42 Street
American Airlines 227 West 42 nd Street	Gershwin 1633 Broadway	Eugene O'Neill 230 West 49 Street
Brooks Atkinson 256 West 47 Street	John Golden 252 West 45 Street	Palace 1564 Broadway
Ethel Barrymore 243 West 47 Street	Helen Hayes* 240 West 44 Street	Gerald Schoenfeld 236 West 45 Street
Vivian Beaumont 150 West 65 Street	Imperial 249 West 45 Street	Richard Rodgers 226 West 46 Street
Al Hirschfeld 302 West 45 Street	Walter Kerr 219 West 48 Street	Bernard B. Jacobs 242 West 45 Street
Belasco 111 West 44 Street	Longacre 220 West 48 Street	St. James 246 West 44 Street
Booth 222 West 45 Street	Lunt-Fontanne 205 West 46 Street	Shubert 225 West 44 Street
Broadhurst 235 West 44 Street	Lyceum 149 West 45 Street	Neil Simon 250 West 52 Street
Broadway 1681 Broadway	Majestic 245 West 44 Street	Studio 54 254 W. 54 Street
Cadillac Winter Garden 1634 Broadway	Marquis 1535 Broadway	August Wilson 245 West 52 Street
Circle in the Square 1633 Broadway	Henry Miller 124 West 43 rd Street	
Samuel J. Friedman 261 West 47 Street	Minskoff 200 West 45 th Street	
Cort 138 West 48 Street	Music Box 239 West 45 Street	
Hilton	Nederlander 208 West 41 Street	

EXHIBIT B
TONY AWARD® MEDALLION RECEIPT AGREEMENT

Tony Award Productions
226 West 47th Street
New York, New York 10036

Re: Tony Award® Medallion for (Category to be filled in) / 2008-2009 Season

Ladies and Gentlemen:

The undersigned hereby acknowledges receipt from you of a replica (the "Replica") of the medallion commonly known as the Tony Award® Medallion which commemorates the referenced Tony Award®. The undersigned acknowledges that receipt of the Replica does not entitle the undersigned to any right whatsoever in the copyright of such medallion (or any trade or service mark represented thereby). The undersigned further acknowledges that the undersigned will not be entitled to any additional Replicas of such medallion and that a replacement therefore will only be provided upon demonstration, satisfactory to you, that the Replica has been lost, stolen or destroyed.

The undersigned expressly acknowledges that the distribution of the Replica through commercial channels would irreparably cause incalculable harm to the integrity of the Tony Awards®. In consideration of both the foregoing and your delivering the Replica to the undersigned, the undersigned agrees to comply with all your rules and regulations respecting its use and not to sell or otherwise dispose of it, nor permit it to be sold or disposed of by operation of law or otherwise, without first offering to sell it to Tony Award Productions for the sum of \$10.00. You will have 60 days after any such offer is made in which to accept it. Any such offer must be made expressly in writing delivered to Tony Award Productions.

This agreement shall be binding not only on the undersigned, but also on the heirs, legatees, personal representatives, executors, administrators, estate successors and assigns of the undersigned, if a natural person, and the partners, members, stockholders, directors, officers, employees and agents of the undersigned, if other than a natural person. If the undersigned is a natural person, the designees, heirs, legatees and personal representative of the undersigned may acquire title to the Replica, if it becomes part of the undersigned's estate, subject to the terms of this agreement.

This agreement shall be governed by and construed in accordance with laws of the State of New York applicable to contracts made and performed wholly therein. The undersigned hereby consents to the exclusive jurisdiction of the courts of the State of New York and the United States courts located in the State of New York, in connection with any lawsuit, action or proceeding arising out of, or related to, this agreement, and agrees to reimburse Tony Award Productions for any and all costs and expenses (including without limitation, attorneys' fees and disbursements) in enforcing the terms hereof in any action or proceeding.

SIGNATURE OF RECIPIENT

DATED: _____

EXHIBIT C
TONY HONORS MEDALLION RECEIPT AGREEMENT

Tony Award Productions
226 West 47th Street
New York, New York 10036

Re: Tony Honors Medallion for (Category to be filled in) / 2008-2009 Season

Ladies and Gentlemen:

The undersigned hereby acknowledges receipt from you of a replica (the "Replica") of the medallion commonly known as the Tony Honors Medallion which commemorates the referenced Tony Honor. The undersigned acknowledges that receipt of the Replica does not entitle the undersigned to any right whatsoever in the copyright of such medallion (or any trade or service mark represented thereby). The undersigned further acknowledges that the undersigned will not be entitled to any additional Replicas of such medallion and that a replacement therefore will only be provided upon demonstration, satisfactory to you, that the Replica has been lost, stolen or destroyed.

The undersigned expressly acknowledges that the distribution of the Replica through commercial channels would irreparably cause incalculable harm to the integrity of the Tony Awards®. In consideration of both the foregoing and your delivering the Replica to the undersigned, the undersigned agrees to comply with all your rules and regulations respecting its use and not to sell or otherwise dispose of it, nor permit it to be sold or disposed of by operation of law or otherwise, without first offering to sell it to Tony Award Productions for the sum of \$10.00. You will have 60 days after any such offer is made in which to accept it. Any such offer must be made expressly in writing delivered to Tony Award Productions.

The undersigned agrees that he/she/it is the "recipient," not a "winner" of a Tony Honor, not a Tony Award, and as such, in communicating about the receipt of said Tony Honor—including, without limitation, program bios, publicity, advertising and any public or private announcement or explanation—the undersigned will utilize only the words "recipient" and "Tony Honor."

This agreement shall be binding not only on the undersigned, but also on the heirs, legatees, personal representatives, executors, administrators, estate successors and assigns of the undersigned, if a natural person, and the partners, members, stockholders, directors, officers, employees and agents of the undersigned, if other than a natural person. If the undersigned is a natural person, the designees, heirs, legatees and personal representative of the undersigned may acquire title to the Replica, if it becomes part of the undersigned's estate, subject to the terms of this agreement.

This agreement shall be governed by and construed in accordance with laws of the State of New York applicable to contracts made and performed wholly therein. The undersigned hereby consents to the exclusive jurisdiction of the courts of the State of New York and the United States courts located in the State of New York, in connection with any lawsuit, action or proceeding arising out of, or related to, this agreement, and agrees to reimburse Tony Award Productions for any and all costs and expenses (including without limitation, attorneys' fees and disbursements) in enforcing the terms hereof in any action or proceeding.

SIGNATURE OF RECIPIENT

DATED: _____