

# **BY-LAWS OF THE IOWA COMMUNITY THEATRE ASSOCIATION, INCORPORATED**

## **ARTICLE I – PROGRAM**

SECTION 1 The Iowa Community Theatre Association, Incorporated, shall strive for theatre group improved standards of theater productions among the non-professional community groups of Iowa; encourage the creation of new non-professional community theatre groups; provide opportunity for the interchange of materials and ideas among member organizations and individuals; counsel with non-theatre groups engaging in worthwhile theatre production; represent the non-professional theatre interests of Iowa in area and National theatre meetings; and provide a means of communication among members.

Section 2 The Association shall plan and execute an annual conference/festival for non-professional community theatre groups in the state at which shall be provided an opportunity for the free exchange of ideas relating to the various phases of theatre production.

## **ARTICLE II – MEMBERSHIP**

SECTION 1 There shall be three classes of membership as follows:

- a) Theatre Group Membership – Any non-professional, non-profit, community theater producing plays, utilizing the creative talents and energies of voluntary workers, performing for the enjoyment of the general public, controlled by a Board of Directors of similar body elected by the membership, and which may or may not employ the services of a paid staff.
- b) Individual Supporting Membership – Any person interested in the theatre and wishing to support the program sponsored by the Association may become an individual supporting member of the Association,
- c) Honorary Membership – The requirements for this distinction shall be determined by the Board of Directors

SECTION 2 Only members in good standing will be granted voting privileges in the Association

SECTION 3 No proxy voting shall be permitted. A member must be present at the business meetings to cast a vote.

SECTION 4 Membership in the Association shall be authorized by the Executive Committee upon examination and approval of an application in writing submitted to the Treasurer.

SECTION 5 Member theatre groups and individuals failing to keep membership in force by prompt payment of dues shall be suspended.

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## ARTICLE III – OFFICERS

Section 1 The officers and their duties shall be as follows:

- a) The President Shall:
  - 1) Preside at all meetings of the Association
  - 2) Have general supervision of the affairs of the Association
  - 3) Call special meetings of the Association, Executive Committee, or Board of Directors when necessary or when requested to do so by the Board of Directors, Executive Committee or by written request of one-fourth of the member theatres.
  - 4) Appoint members of standing committee unless indicated otherwise in the By-Laws
- b) The Vice President Shall:
  - 1) In the absence of the President, have all the powers and prerogatives of the President
  - 2) Serve as chairman of the Membership Committee
- c) The Recording Secretary
  - 1) Record the proceedings of all meetings of the general membership, Board of Directors and the Executive Committee
  - 2) Execute such other duties as may be stipulated by the Board of Directors or the Executive Committee
  - 3) Provide condensed minutes for publication in Center Stage.
- d) The Treasurer Shall:
  - 1) Collect all fees payable to the Association
  - 2) Pay all authorized expenditures of the Association
  - 3) Report the status of the treasury at meetings of the Association's membership or Board of Directors as requested to do so by the President
  - 4) Issue a yearly financial statement at the annual meeting of the Association, a summary of which shall be provided to Center Stage for publication.
  - 5) Prepare an annual budget for presentation to the Executive Committee
  - 6) Serve as a member of the Finance Committee
  - 7) Keep a register of all members of the Association

SECTION 2 The President, Vice President, Secretary and Treasurer shall be elected by majority vote by and from members of the Board of Directors at the first meeting of the Board of Directors after its election process. The elections shall be by written ballot.

SECTION 3 Term of Office – the officers will be elected for one year terms.

## ARTICLE IV – BOARD OF DIRECTORS

SECTION 1 A Board of Directors consisting of up to fifteen (15) members shall be elected by members of the association at the annual meeting. Voting shall be by written ballot and election shall be by majority vote of delegates present. The Nominating Committee shall submit a slate of candidates. Additional nominations may be made from the floor.

SECTION 2 The Board of Directors shall conduct, manage, and control all the affairs and business of this corporation, and shall make rules and regulations consistent with the laws of the state, or the Articles of Incorporation, or the By-Laws of this corporation.

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SECTION 3 The Board of Directors will meet at least twice yearly, and additional meetings may be called at the discretion of the President, or upon petition of five members of the Board submitted in writing to the President. One meeting of the Board of Directors shall be at the time of the annual meeting of the Association.

SECTION 4 In the event of a vacancy on the Board of Directors, the remaining members of said Board may appoint a member to the vacancy, the appointee to serve until the next annual meeting, at which time a successor shall be elected to fill the unexpired term.

SECTION 5 The term of office for a Director shall be three years or until a successor is elected.

SECTION 6 The Board of Directors with the approval of a majority of Association members voting at the annual meeting may elect a lifetime member of the Board of Directors. This member will be in addition to the fifteen regular elected members.

### **ARTICLE V – EXECUTIVE COMMITTEE**

SECTION 1 The four elected officers plus the immediate past-president shall constitute the Executive Committee, and shall execute the business of the Association in the interim between annual meeting and meetings of the Board of Directors.

SECTION 2 The Executive Committee shall:

- a) Have the authority to appoint officers when vacancies occur.
- b) Appoint special committees as necessity requires and define the duties and purpose of such committee.
- c) Direct the expenditures of the Association's funds.
- d) Execute all policies approved at meetings of the general membership or of the Board of Directors.

SECTION 3 The Executive Committee shall meet as necessary.

SECTION 4 Written notice of all meetings of the Executive Committee shall be given by the Recording Secretary at least ten (10) days before such meeting.

SECTION 5 The Executive Committee, through the Recording Secretary, shall submit a written report of its proceedings to the Board of Directors.

### **ARTICLE VI – STANDING COMMITTEE**

SECTION 1 Convention Committee – A Convention Coordinator shall be appointed by the Board of Directors. This Coordinator shall in turn appoint a Convention Committee and serve as Chairman of this committee. The Convention Committee shall be responsible for the planning and execution of the program for the annual meeting of the Association.

SECTION 2 Membership Committee – The Membership Committee shall be composed of three members of the Association, the chairman of which shall be the Vice President. The Committee shall be responsible for a program for recruiting members to the Association.

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SECTION 3 Nominating Committee – The Nominating Committee shall be composed of five members, those who are completing the second year of their three-year term. It shall be the duty of this Committee to present a slate of candidates for positions on the Board of Directors. It is suggested that, such candidates should represent various geographic areas of the state, insofar as possible. Communication of vacancies will be made through Center Stage.

## **ARTICLE VII – DUES**

SECTION 1 The annual dues for members shall be due on January 1 of each year

- a) Theatre Group Membership dues shall be \$45.
- b) Individual Membership dues shall be \$20 per year
- c) Honorary Membership – no dues
- d) Dues may be reviewed and revised by the Executive Committee

## **ARTICLE VIII – MEETINGS**

SECTION 1 The Association shall meet once annually at a time and place to be designated by the Executive Committee.

- a) Delegates to the annual meeting shall have the power to approve or repeal policies established by the Board of Directors
- b) Delegates to an annual meeting may introduce new legislation by resolution, whereupon the Executive Committee must act upon the resolution at its first session after the annual meeting

SECTION 2 Special meetings of the Association may be called by the President as specified in the list of his duties

## **ARTICLE IX – QUORUM**

SECTION 1 Annual Meeting – a quorum at the annual meeting shall be those members present

SECTION 2 A quorum at meetings of the Board of Directors, Executive Committee, and all standing committees shall be seven and three respectively.

## **ARTICLE X – PARLIAMENTARY AUTHORITY**

SECTION 1 The rules contained in Robert's Rules of Order, Revised, shall govern this Association in all cases to which they are applicable and in which they are consistent with the By-Laws and Articles of Incorporation of this Association.

## **ARTICLE XI – AMENDMENTS**

Section 1. These By-Laws may be amended at any meeting of the Association by a two-thirds vote of the members present.

**BY-LAWS OF THE IOWA COMMUNITY THEATRE ASSOCIATION, INCORPORATED**

The foregoing By-Laws were adopted by the Board of Directors of the Iowa Community Theatre Association, Incorporated, on this \_\_\_\_\_ day of \_\_\_\_\_ 2013.

\_\_\_\_\_  
President

\_\_\_\_\_  
Secretary