

MONROE COMMUNITY PLAYERS
MONROE, MICHIGAN

BY-LAWS

ARTICLE I
NAME AND IDENTIFICATION

This group shall be known as the MONROE COMMUNITY PLAYERS (MCP), a designated 501(c) 3 non-profit corporation, whose official corresponding address is Post Office Box 23, Monroe, Michigan 48161-0023.

ARTICLE II
PURPOSE

The purpose of **MONROE COMMUNITY PLAYERS** is to stimulate interest and promote the theatrical arts; to provide a means for enhancement of member skills; to encourage high standards of theatrical productions and to provide education of theatrical arts to its members and the general public.

ARTICLE III
MEMBERSHIP AND DUES

Membership in **MONROE COMMUNITY PLAYERS** shall be in one or more of the following categories:

ADULT MEMBERSHIP – Open to any adult (18 and over) paying the current dues as established by the Board of Directors, with full voting rights and eligibility to hold office as defined in Articles IX and XIII.

JUNIOR MEMBERSHIP – Open to any student (under 18) up to and including 12th grade paying dues as established by the Board of Directors, with all rights and privileges of membership except the right to hold office and vote.

FAMILY MEMBERSHIP – The Board of Directors may establish maximum dues for all members of a single family residing in the same household. Family members receive the rights and privileges of adult and junior memberships as appropriate.

LIFETIME MEMBERSHIP – Lifetime Membership may be granted to an individual, with all rights and privileges of an adult membership, as a reward for service to MCP by a majority vote of either the voters at an Annual Meeting or by the Board of Directors. No further dues would be incurred for the lifetime of the member.

HONORARY MEMBERSHIP – The Board of Directors may, in acknowledgement of service rendered to the organization or community in the area of the performing arts, bestow lifetime honorary memberships. Such honorary members shall not be subject to dues, shall not run for office, nor have the right to vote. Honorary members are permitted to pay dues for another appropriate membership in order to obtain the right to vote and hold office.

ARTICLE IV
SEASON AND FISCAL YEAR

The season and fiscal year shall start July 1 and close on June 30 of the following year.

ARTICLE V MEETINGS

Regular meetings of MCP shall be held at least once a month, from September through June, at a place and time as determined by the President and the Board of Directors. Those in attendance at any regular meeting shall constitute a quorum of the membership.

Board of Director meetings shall be held at least once a month, from July through June, at a place and time to be determined by the President for the purposes of discussing items of interest to MCP and setting in place all items relegated to the Board by the membership.

The President or any two members of the Board of Directors may call special meetings and the membership shall be notified as soon as possible by the most expedient means.

An annual meeting of the members shall be held in June of each year to elect members of the Board and transmit other business to be dealt with by the Corporation, with written notification of the time and place mailed to each member at least ten (10) days prior to the meeting. An annual report, including all available financial data, is to be provided to the members by the current president not later than August 1 of the current year.

ARTICLE VI OFFICERS

Section 1. The officers of MCP shall be as follows: President, Vice-President, Recording Secretary, Corresponding Secretary and Treasurer.

Section 2. Duties of Officers

- **President**
 1. Preside over and conduct all regular, Board and special meetings of the group
 2. Appoint any committee chairpersons and committees deemed necessary
 3. Appoint Directors for all productions
 4. Coordinate all regular and special activities of MCP
 5. Serve as an ex-officio member of all committees
 6. Have powers and duties usually vested in the office of the president of a corporation
- **Vice-President**
 1. Exercise all powers, authority and duties of the President in the event of the President's absence or inability to preside
 2. Preside over any meeting called to consider impeachment of the President
 3. Serve as an ex-officio member of all committees
 4. Be responsible for any other duty assigned by the President or Board of Directors

- **Recording Secretary**
 1. Keep and record the minutes of all regular and special meetings of the membership and/or the Board of Directors including the annual meeting, and have the minutes available for the membership's perusal.
 2. Provide information to appropriate committees regarding all MCP activities
 3. Be responsible for any other duty assigned by the President or Board of Directors
- **Corresponding Secretary**
 1. Handle any and all regular and special correspondence as directed by the President and/or Board of Directors
 2. Maintain a roster of members based on information provided by the Treasurer
 3. Provide information on a timely basis to the local news media concerning MCP meetings and activities
 4. Report to the President and Board of Directors at each monthly meeting on any correspondence received or sent since the last monthly meeting
 5. Act as editor of the monthly MCP newsletter
 6. Be responsible for any other duty assigned by the President or Board of Directors
- **Treasurer**
 1. Have custody of, and responsibility for, all financial transactions of the corporation, including dues, ticket proceeds, donations, grants, etc.
 2. And shall keep the membership and Board advised of the financial condition of the corporation at each monthly meeting
 3. Prepare a written treasurer's report within thirty (30) days after each production and present it to the Board and general membership
 4. Keep an accurate account of members and report it to the Corresponding Secretary
 5. Make timely payment of all bills of the group
 6. Collect and deposit all dues and special assessments in a financial institution designated by the Board of Directors
 7. File all appropriate corporation documents in a timely fashion to the IRS and any other governmental units as required
 8. Prepare an annual financial report to be presented at the annual meeting as prescribed in Article V
 9. Be responsible for any other duty assigned by the President or Board of Directors

ARTICLE VII BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of the President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer and four directors to be elected by the general membership.

Section 2. A majority of the Board shall constitute a quorum. A simple majority of those present and voting shall be required for action.

Section 3. Duties of the Board of Directors:

1. Conduct the routine business and regular affairs of the group, except as hereinafter provided.
2. Audit the Treasurer's books at the end of each fiscal year, at the request of the President, or when a new Treasurer takes office during the year.
3. Make the final selection of plays and group activities.
4. Meet at least once a month at times and places as determined by the President.
5. Accept responsibility for active participation in a standing committee as assigned by the President.

**ARTICLE VIII
STANDING COMMITTEES**

The following standing committees shall be appointed annually. Additional committees may be appointed as necessary.

Publicity and Promotion

This committee develops publicity for both the promotion of Players in general and the season in particular. Members work directly with the producers of individual shows and chairpersons of other activities to ensure consistent promotion of the season and the group.

Season Program

This committee is responsible for the sale of advertising in the season program. Information for each show's program (cast, bio's, etc.) is the responsibility of the producer of each show and is to be provided to the Program Committee for publication in the program.

Season Tickets

This committee receives and processes the season ticket orders and issues the season tickets. Members of this committee work closely with the ticket chairperson of each show to make sure that season ticket holders have priority when assigning seats.

Membership

This committee recruits new members for the Players, plans workshops and other activities to develop the skills of current members, and coordinates social activities of the group. This committee also keeps information on skills and interests of members.

**ARTICLE IX
ELECTION OF OFFICERS AND BOARD OF DIRECTORS**

A Nominating Committee of at least three members, one of which shall be a board member, shall be appointed in March. The Committee shall present a slate of qualified candidates for office at the May meeting.

The Nominating Committee should present a minimum of one candidate for each office, plus two candidates for Director-at-Large. If any Director-at-Large in the first year of his/her term is included in the slate, additional candidates for Director-at-Large should be included to fill the position to be vacated in case he/she is elected.

Voting shall take place at the annual meeting. Absentee ballots, based on the slate of officers as submitted by the Nominating Committee, may be cast up to the time of the annual meeting. The candidate with the most votes for each office shall be declared elected to that office. The two candidates for the Director-at-Large with the most votes shall be declared elected to that office. In the event of a tie vote, ballots will be recast, and a simple majority of those present and voting shall determine the elected officer.

In the event that a Director-at-Large in the first year of his/her term is elected to another office, the candidate for Director –at-Large with the next most votes shall be declared elected to fulfill the remaining year of the term. In the event that said Director is not elected to another office, he/she will remain a Director-at-Large and fulfill the remainder of his/her term.

ARTICLE X QUALIFICATIONS OF OFFICERS

To be a candidate for an elective office, a person must be an adult member (as defined in Article III) by December 1st of the current season. No person who has not paid dues by December 1st of the current season shall serve as an officer or member of the Board of Directors.

ARTICLE XI TERMS OF OFFICERS AND BOARD MEMBERS

The terms of officers and board members shall be as follows:

The President, Vice-President, Recording Secretary, Corresponding Secretary and Treasurer shall serve for two (2) years and shall remain in office until the duly elected replacement takes office. The President, Corresponding Secretary and Treasurer shall be elected in odd numbered years; the Vice-President and Recording Secretary shall be elected in even numbered years.

Directors-at-Large shall serve for two (2) years and shall remain in office until their duly elected replacement takes office. Two (2) Directors-at-Large shall be elected each year, while the other two will continue with the second year of their term.

ARTICLE XII SELF-SUCCESSION

Nothing in these By-Laws shall be construed so as to prevent office holders from succeeding themselves in office.

ARTICLE XIII VACANCIES IN OFFICE

Section 1. Should the Presidency become vacant, the Vice-President shall become President and the Board of Directors shall appoint a new Vice-President from the Board or the general membership.

Section 2. Other vacancies on the Board of Directors shall be filled by secret ballot of the Board.

ARTICLE XIV RIGHT AND PRIVILEGES OF MEMBERS

Members of MCP shall be entitled to:

1. Attend all regular, board and special meetings of the group including the annual meeting.
2. Vote on all matters coming before the group at any non-board meeting. A simple majority of all eligible members present and voting shall be required for action except as provided elsewhere in these By-Laws.
3. A copy of the By-Laws.
4. A copy of the MCP newsletter as published.
5. Advance notification of all auditions, shows, and special activities planned by MCP.

**ARTICLE XV
IMPEACHMENT**

Any officer of the group may be removed from office by the affirmative vote of two-thirds (2/3) of the members present at a special meeting called for that purpose by the President or any two members of the Board of Directors. The officer shall be notified in writing by certified mail with return receipt of such impeachment proceedings at least two (2) weeks prior to such meeting and the officer shall be given full opportunity to prepare for and be heard at this meeting. All members in good standing must be notified by mail of this meeting and its purpose.

**ARTICLE XVI
UNUSUAL EXPENDITURES**

All expenditures must initiate in the Board of Directors. Any individual item over \$1,000.00 must be approved by a majority of the general membership present and voting at a regular or special meeting, except for any budgeted expense in a theatrical production.

**ARTICLE XVII
DISSOLUTION**

Any move to dissolve this group must initiate with the Board of Directors. A three-fourths (3/4) majority of the total Board must approve the action to take before the general membership at a special meeting called for that purpose. Three-fourths (3/4) of the general membership must ratify the action. All members must be notified by mail at least two (2) weeks prior to the meeting. Signed absentee ballots shall be allowed in a motion to dissolve. Any remaining assets of the organization, including cash, bonds, real property, production materials, costumes, etc. are to be donated to another non-profit organization as determined by the dissolving membership.

**ARTICLE XVIII
AMENDMENTS**

Amendments of these By-Laws may be adopted by the affirmative vote of two-thirds (2/3) of the members present and voting at a regular meeting, providing an announcement of the proposed amendment(s) shall have been made at the last previous regular meeting of the group. All members shall be notified by mail prior to the meeting.

**ARTICLE XIX
PURCHASE OF REAL ESTATE**

In order to further the purposes and aims of this organization, it may acquire real property and borrow, if necessary, funds for the acquisition of said real property. Said approval shall be by a majority vote of the general membership present and voting at a regular or special meeting. After such approval, the President and Recording Secretary, upon approval of the Board of Directors, shall have the authority to execute and sign on behalf of the corporation all necessary documents for the acquisition of real estate and all such documents obligating the corporation for financing necessary for the purchase of said real estate.

**ARTICLE XIX
TAX EXEMPT STATUS**

This organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501 (c) 3 of the Internal Revenue Code of 1954.

**ARTICLE XXI
GOVERNING RULES**

Robert's Rules of Order shall be the governing rules of this organization.

Adopted December 9, 2002
Amended May 8, 2006