

**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.

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.

Other categories of membership may be created by the Board of Directors as deemed necessary.

**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**

Meetings of the MCP membership shall be held 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, Secretary, Secretary and Treasurer.

Section 2. Duties of Officers

President

Preside over and conduct all regular, Board and special meetings of the group.

Appoint any committee chairpersons and committees deemed necessary.

Coordinate all regular and special activities of MCP.

Serve as an ex-officio member of all committees.

Have powers and duties usually vested in the office of the president of a corporation.

Secretary

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.

Provide information to appropriate committees regarding all MCP activities.

Handle any and all regular and special correspondence as directed by the President and/or Board of Directors.

Maintain a roster of members based on information provided by the Treasurer.

Report to the President and Board of Directors at each monthly meeting on any correspondence received or sent since the last monthly meeting.

Be responsible for any other duty assigned by the President or Board of Directors.

Treasurer

Have custody of, and responsibility for, all financial transactions of the corporation, including dues, ticket proceeds, donations, grants, etc. and shall keep the membership and Board advised of the financial condition of the corporation at each monthly meeting.

Prepare a written treasurer's report within thirty (30) days after each production and present it to the Board and general membership.

Keep an accurate account of members and report it to the Corresponding Secretary.

Make timely payment of all bills of the group.

Collect and deposit all dues and special assessments in a financial institution designated by the Board of Directors.

File all appropriate corporation documents in a timely fashion to the IRS and any other governmental units as required.

Prepare an annual financial report to be presented at the annual meeting as prescribed in Article V.

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, Secretary, Treasurer and three directors to be elected by the general membership at the annual meeting.

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:

Conduct the routine business and regular affairs of the group, except as hereinafter provided.

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.

Make the final selection of plays and group activities.

Select and approve directors and producers for shows and other events.

Meet at least once a month at times and places as determined by the President.

Accept responsibility for active participation in committees as assigned by the President.

ARTICLE VIII COMMITTEES

Committees shall be appointed annually by the President.

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 officer and director.

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 three 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.

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, Secretary, and Treasurer shall serve for one (1) year and shall remain in office until the duly elected replacement takes office.

Directors-at-Large shall serve for one (1) year and shall remain in office until their duly elected replacement takes office.

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 Secretary shall become President and the Board of Directors shall appoint a new Secretary 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:

Attend all regular, board and special meetings of the group including the annual meeting.

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.

A copy of the MCP newsletter and other communications as published.

Participate in shows if cast.

Any other benefits and privileges as determined by the Board of Directors or a majority vote of the membership at a general meeting.

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 EXPENDITURES

All expenditures must be approved by the Board of Directors. This includes all show expenditures which may be pre-approved through the adoption of a show budget.

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 and other changes 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
Amended June 6, 2022