

SOUTHSIDE THEATRE GUILD

CONSTITUTION

**Effective May, 2001
Amended 9/17/02**

Constitution
Of The
Southside Theatre Guild, Inc.
Chartered
June 28, 1973

Article I
(Name)

The name of this organization shall officially be the SOUTHSIDE THEATRE GUILD, Inc., and so shall appear on all programs, advertising, certificates, or any other material on which the organization has a right to use its name.

Article II
(Purpose)

The purpose of this, the SOUTHSIDE THEATRE GUILD, Inc. is to stimulate interest in dramatic activities in the South Fulton area and to secure for the community all the educational advantages and mutual civic benefits provided by a non-profit community theatre, wherein community members may both grow and contribute in a worthwhile artistic endeavor. This purpose shall be accomplished by the producing of at least four (4) plays per year, the run of each production to be at least eight (8) performances.

Article III
(Membership)

- Section 1: The membership of this organization shall be divided into four classifications: 1) Active, 2) Associate, 3) Performance, and 4) Honorary. **(Rev. 9/02)**
- Section 2: Active membership shall be restricted to members in good standing (as defined in the Standard Operating Procedures) who are at least 18 years of age, except as hereinafter provided in Section 3.1. **(Rev. 9/02)**
- Section 3: Associate members shall be members in good standing who are under the age of 18 years. In order to qualify as an associate member and be eligible to vote as hereinafter provided in Article VIII, the member must be an active participant as hereinafter provided, and his dues and assessments must be paid up and current.

Section 3.1: Members between and including the ages of 15 and 17 who demonstrate interest and worth to the Executive Committee may apply or be invited for active membership and, if accepted, will have the same privileges and responsibilities as any other active member.

Section 4: Performance members shall consist of those individuals who wish only to perform. These members cannot take an active role in, or vote on, theatre business.

Section 5: Honorary members shall consist of those individuals who have contributed vital financial support. Honorary memberships shall be divided into five categories: 1) Lifetime Golden Guilder, 2) Golden Guilder Associate, 3) Silver Star Associates, and 4) Benefactors.

Section 5.1: The Lifetime Golden Guilder is someone who has given a significant contribution of service or monetary gift. They can be recommended by any member in the Guild, with final approval to be given by the Executive Committee. This is a merited award, not an annual award. In order to vote, such member must meet the attendance requirements of a member in good standing. **(Rev. 9/02)**

Section 5.2: Golden Guilder Associates shall be restricted to those persons who contribute \$600.00 or more to the organization during a single operating year. **(Rev. 9/02)**

Section 5.3: Silver Star Associates shall be restricted to those persons who contribute \$300.00 or more to the organization during a single operating year. **(Rev. 9/02)**

Section 5.4: Benefactors shall be restricted to those persons who contribute \$125.00 or more to the organization during a single operating year. **(Rev. 9/02)**

If at any time during an operating year an honorary member increases or adds to his contribution, his status will be adjusted accordingly.

Section 7: No one may be a chairperson of a committee without first becoming an active member of the Guild. **(Rev. 9/02)**

Section 8: Sufficient reason for an absence from the business meetings is limited to work, school, work-related functions, school-related functions, vacations, sickness, death in the family or artistic-related functions, limited to two (2) excused absences per year. **(Rev. 9/02)**

Article IV

(Executive Committee and Officers)

- Section 1: The Executive Committee and Officers of the organization shall be composed of: one president, one production vice-president, one facilities vice-president, one secretary, one treasurer, one Publicity Director, one parliamentarian, two active members-at-large, and two associate members-at-large to be elected as provided in Article V. The Executive Committee and Officers of the organization shall handle the management of the affairs of the organization, subject to the Constitution, and shall have power to act for the organization between meetings thereof to carry into effect the objectives of the organization.
- Section 2: The President shall act as chairman of the Executive Committee and shall perform the duties usually incident to the office of president, to include presiding at all meetings, calling meetings, appointing committees, supervising awards elections, and generally supervising the affairs of the organization. In the event of the President's inability to perform the duties of the office, these duties shall devolve upon one of the vice-presidents chosen by the Executive Committee and in the event of their inability to perform as acting President, then they shall devolve upon the Secretary. The President shall have co-authority with the Treasurer to sign organization checks, and they shall both sign a signature card at the bank where the organization account is maintained. With the approval of the Executive Committee, the President shall be authorized to sign appropriate leases, rental agreements, and other appropriate contracts and documents as are necessary for the purpose of this organization.
- Section 2.1: The immediate Past President shall serve for one year to act only as an advisor to the current President. The Past President may serve concurrently on the Executive Committee in another position.
- Section 3: The Productions Vice-President shall assume the responsibilities of ensuring that each production is handled smoothly and completely. This shall include, but not be limited to: working with each director and production assistant in coordinating audition and rehearsal schedules, ensuring that programs and flyers are timely printed, and basically overseeing each production from start to finish.
- Section 4: The Facilities Vice-President shall supervise the daily operations of the theatre building including maintenance, theatre rental, purchase of theatre equipment, building renovations and repairs, purchase of needed construction tools, and, in general, ensure that the members are fully informed of the theatre facility activities and that the building is properly maintained and improved.
- Section 5: The Secretary shall keep an accurate record of the proceedings of meetings and shall read a report of the minutes at each business meeting.
- Section 6: The Treasurer shall collect all membership dues from the membership committee, pay bills sanctioned by the organization, keep an accurate account of all the receipts and

expenditures, read a report of the financial status at each business meeting, assist in the business management of the productions and serve as chairman of the Finance Committee.

- Section 7: The Publicity Director shall chair the Promotions Committee and coordinate all publicity for the organization and its productions.
- Section 8: The Parliamentarian shall see that all meetings are conducted according to The Standard Code of Parliamentary Procedure by Alice Sturgis, and shall serve as Chairman of the Rules and Regulations Committee. Additionally, the Parliamentarian is Chairman of the Membership Committee.
- Section 9: The members-at-large serve as the liaisons between the members and the Executive Committee. Each is responsible for informing new members of the goals and rules of this organization. **(Rev. 9/02)**
- Section 10: The Associate members-at-large serve as the liaisons between the associate members and the Executive Committee. Each is responsible for informing new members of the goals and rules of this organization. One of the Associate members-at-large will cast the “Associate vote” for each motion made at the business meetings or special meetings after conferring with the associates, as provided in Article VIII.

Article V

(Election & Nomination of Executive Committee and Officers)

- Section 1: The Executive Committee and Officers for the following operating year shall be elected at the May business meeting and shall be formally installed by the incumbent officers at the following June business meeting.
- Section 2: The Executive Committee and Officers shall be elected by a majority of the votes cast. Nominations for all officers shall be made by the Nominating Committee or by the membership as provided in sections 9 and 10 below.
- Section 3: Each Executive Committee member and Officer shall take an oath pledging himself to carry out the duties of the office conferred upon him to the best of his ability and always with the decorum and dignity worthy of the organization.
- Section 4: Executive Committee members and Officers are to serve for a term of one year.
- Section 5: Any Executive Committee member or Officer may be removed from office for just cause upon recommendation of the Executive Committee and a two-thirds (2/3) vote of the membership.
- Section 6: The Associate members-at-large of the Executive Committee, as nominated by the Nominating Committee, shall be elected by a majority of the associate membership in the manner provided above.

- Section 7: An election shall be held at any time during the operating year when deemed necessary to fill an office. Nomination for any vacant office shall come from any member in good standing. **(Rev. 9/02)**
- Section 8: If for any reason an officer for any office is not duly elected by the membership, as provided in this Article, the incumbent officer occupying such office will continue to fulfill the duties required by the office on a month-to-month basis until a replacement officer is duly elected by the membership as provided in this Article.
- Section 9: The Nominating Committee, described in Article VI, shall nominate a slate of officers to the membership at the April Meeting.
- Section 10: Any member in good standing may nominate an additional nominee from the floor after the Nominating Committee has submitted its nominees to the membership. Such nominations from the floor may be made at either the April or May meetings.
- Section 11: Any member in good standing may be nominated for any office with the exception of the office of President and Associate members-at-large which nominations of these offices are governed by Sections 12 and 13 respectively. **(Rev. 9/02)**
- Section 12: All nominees for President must have either served on the Executive Committee for one year or are presently on the Executive Committee.
- Section 13: Any associate member in good standing may be nominated for the office of Associate member-at-large.

Article VI
(Standing and Special Committees)

- Section 1: The standing committees of this organization shall be appointed by the President. The President shall be an ex officio member of each committee in addition to the members appointed. The President shall appoint a chairperson for the committees, which are not chaired by a member of the Executive Committee or otherwise provided in this Article. Members of committees are to be members in good standing. All reports of the standing committees shall be submitted to the membership at the business meeting. The standing committees are: a) Box Office, b) Finance, c) Membership, d) Promotion, e) Rules and Regulations, f) Script, g) Wardrobe and h) Historian. **(Rev. 9/02)**
- Section 1a: Box Office: This committee shall be composed of at least two (2) members and a chairperson who are responsible for all ticket sales, arranging for someone to answer the telephone, for advance ticket sales and coordinating operation of the ticket booth during performances. **(Rev. 9/02)**

Section 1b: Finance: This committee shall be composed of at least three (3) members, with the Treasurer serving as chairperson. The primary concerns of this committee shall be budgets, ticket sales and grant applications. **(Rev. 9/02)**

Section 1c: Membership: This committee shall be composed of at least three (3) members, with the Parliamentarian serving as chairman. This committee shall maintain all records of each active and associate member pertaining to his or her compliance with the specifications outlined in Article III. **(Rev. 9/02)**

Section 1d: Promotion: This committee shall be composed of at least three (3) members, with the Publicity Director serving as chairperson. The primary functions of this committee shall be the promotion of the organization and its productions. **(Rev. 9/02)**

Section 1e: Rules and Regulations: This committee shall be composed of at least three (3) members, with the Parliamentarian serving as chairman. The principle function of this committee shall be to draft any necessary amendments to the existing constitution of the organization. **(Rev. 9/02)**

Section 1f: Script Committee: This committee shall consist of eight (8) members, no more than one (1) of whom may be an associate member. Each member is to serve for a one-year (1) period. One-half (1/2) of the members are to be elected to the committee at the June business meeting. One-half (1/2) of the committee is appointed by the President. **(Rev. 9/02)**

Section 1f.1: The Script Committee is to choose one person to be the Chairman of the committee.

Section 1f.2: The Script Committee is to nominate 2 play selections for each production for the upcoming season.

Section 1f.3: The slate of plays is to be presented to the membership at the March business meeting and to be voted on at the April business meeting.

Section 1f.4: The membership may submit written suggestions of plays for consideration to the Script Committee at any time during the year prior to the last day of November. It shall be the responsibility of the Script Committee Chairman and President to keep a written record of all suggested plays. This slate is to be available at each business meeting from June to March. If a suggested play is not included on the slate of plays nominated by the Script Committee at the March meeting, then any active member may submit from the floor at the April meeting a written petition that an additional nomination be made to the slate of plays. Only a

play suggested to the Script Committee during the period from June through November according to the procedures delineated in this Section may be nominated from the floor.

Additionally, only after the petitioner obtains the signatures of forty percent (40%) of the members in good standing on the petition may the nomination be included on the slate of suggested plays.

Section 1f.5: The slate of plays for the upcoming season is to be approved by the membership at the April business meeting by a simple majority vote. If upon the first vote no play receives a majority of votes, then the two plays receiving the most votes shall be placed before the membership for a second vote. The play receiving the majority of votes is considered approved by the membership. The President shall only vote to break any ties. Only those plays that have been approved by the Script Committee, or nominated under Section 1f.4 of this Article, are eligible for membership approval.

Section 1f.6: Once the slate of plays has been established, the Executive Committee is authorized to tentatively schedule plays; this schedule is subject to membership approval.

Section 1g: Wardrobe Committee: This committee shall consist of at least two (2) people. The wardrobe committee is responsible for maintaining theatre wardrobe and furnishing assistance to the production wardrobe manager.

Section 1h: Historian: The Historian shall keep an accurate historical record of the organization, including photographs, news articles, and accomplishments in the field of dramatics by the individual members of the organization, and shall make sure it is available for display.

Section 2: Special Committees shall be appointed at any time at the discretion of the President.

Section 2a: Nominating Committee: This committee shall consist of five (5) members in good standing no more than one (1) of whom may be an associate member with two (2) members appointed by the President. Three (3) members are to be nominated from the membership and elected by a majority vote. The Nominating Committee is to choose one (1) of its members to be the chairman.

Section 2a.1: The Nominating Committee shall be selected no later than the March business meeting.

Section 2a.2: The Nominating Committee is to select one (1) person as the nominee for each office. Each nominee must be approved by at least three (3) members of the nominating committee.

Section 2a.3: The Nominating Committee shall present to the membership its nominees for officers at the April business meeting, to be voted upon in May, and installed in June.

Section 3: Script and Nominating Committee members who have allowed their membership to lapse or are not fulfilling their duties as Committee members may be replaced at the next business meeting. The membership shall nominate and elect a replacement to fulfill the term of the ousted committee member.

Article VII (Meetings)

Section 1: There shall be at least one (1) meeting of the organization each month.

Section 2: Special meetings may be called by the President, or at the request of the Executive Committee, upon due notice of five (5) days.

Section 3: A quorum shall consist of forty percent (40%) of the active membership. The Parliamentarian or other representative of the Executive Committee shall determine at the beginning of each meeting if a quorum is present.

Section 4: Meetings shall be conducted according to The Standard Code of Parliamentary Procedure by Alice Sturgis.

Section 5: A member's absence from fifty percent (50%) of the business meetings for a fiscal year without sufficient reason shall prevent them from being classified as a member in good standing. A member of the Executive Committee must be notified of the reason for the absence. Said Executive Committee member is thereby held responsible for recording the excused absence. The definition of sufficient reason is set forth in Article III, Section 8. **(Rev. 9/02)**

Section 6: An Officer's absence from two (2) of the business meetings for the fiscal year without sufficient reason shall automatically nullify his appointment. An officer's absence from two (2) of the Executive Committee meetings for the fiscal year without sufficient reason shall automatically nullify his appointment. The President must be notified in advance of the reason for the absence. The definition of sufficient reason is set forth in Article III, Section 8.

Article VIII

(Voting)

- Section 1: The privilege of voting is limited to members in good standing. Each member shall be entitled to one (1) vote, and such votes must be cast in person or by a designated member in attendance. No person shall vote more than one (1) proxy on any issue. A member of the Executive Committee must be notified of the proxy designate prior to the meeting. **(Rev. 9/02)**
- Section 2: The total associate membership shall collectively carry one (1) vote per issue. See Article IV, Section 10.
- Section 3: Voting requirements for voting on officers and the slate of plays, is contingent upon attendance at four (4) business meetings prior to the actual meeting of the votes.

Article IX (Amendments)

- Section 1: The articles of the constitution may be amended, revised, or altered in the whole or in part at any business meeting by a two-thirds (2/3) vote of the members in good standing of the organization provided such amendments and notice of the proposed vote were given to each member in writing at least one (1) week prior to such vote. **(Rev. 9/02)**
- Section 2: All amendments are to be part of the body of the Constitution and shall be designated as an amendment. Each amendment is to be dated and designated as either a revision or a new amendment.

Article X (Compliance with Tax Regulations)

- Section 1: All financial affairs of the organization shall at all times be conducted in compliance with the appropriate federal and state revenue provisions and regulations governing tax exempt agencies and organizations.
- Section 2: In the event that this organization should be disbanded or dissolved, all assets remaining shall be extended to a non-profit organization, as defined under section 501(c)(3) of the Internal Revenue Code within the meaning of section 509 (a) of that same code.