



BRYN ATHYN COMMUNITY THEATER

BYLAWS

(last amended August 20, 2006)

I. NAME AND PURPOSE

1. The name of this organization shall be “Bryn Athyn Community Theater.”
2. The purposes of this organization shall be as follows:
 - A. To present a broad variety of quality entertainment which supports the standards and values of the New Church.
 - B. To promote growth and interaction between all sectors of the community.
 - C. To encourage the development of the various skills and interests associated with the performing arts.
 - D. To promote within the community a greater understanding and appreciation of the performing arts.
3. This organization shall operate in accordance with the bylaws set forth hereinafter.

II. BOARD OF GOVERNORS

1. The elected officers of this organization shall together constitute the Board of Governors. The elected officers are as follows.
 - A. **President.** The duties of the President shall be to preside at all general meetings. At these meetings he or she shall conduct all business as outlined in the section of these Bylaws titled “Meetings.” Additionally, the President shall serve as the Chair of the Board of Governors. The President shall call all meetings that are required as outlined in the section of these Bylaws titled “Meetings.” The President shall be authorized to act on behalf of and to represent this organization, but in doing so he or she is fully responsible to the Board of Governors. The President shall serve on the Board of Governors in a non-voting advisory capacity for a period of one year immediately following his or her last term of office, unless already serving on the Board of Governors in a different capacity. The President shall be

empowered to sign any and all checks issued in the name of the organization.

- B. **Vice-President.** The Vice-President shall preside over all meetings normally presided over by the President in the absence of the President, at the request of the President or in an emergency. In these situations the Vice-President may likewise exercise the powers of the President, with the same limitations and responsibilities. The Vice-President shall also act as Parliamentarian.
- C. **Secretary.** The Secretary shall keep accurate minutes of all regular meetings, as well as meetings of the Board of Governors. The Secretary shall maintain the membership rolls, and shall keep all attendance records. The Secretary shall also be responsible to notify the membership of meetings within a reasonable time before the day of the meeting. The Secretary shall be responsible to appoint a historian or otherwise ensure that a historical record of all functions of this organization is maintained.
- D. **Treasurer.** The Treasurer shall keep detailed records of all transactions of the organization that are of a financial nature. The Treasurer shall submit a report at each regular meeting, and shall submit an annual report at the end of the fiscal year. The Treasurer shall be empowered to sign any and all checks issued in the name of the organization. The Treasurer shall be responsible to see that any bank accounts held in the name of the organization are kept in good standing.
- E. **Custodian.** The Custodian shall be responsible for the safekeeping of all property and equipment which belongs to the organization. In addition the Custodian shall appoint, as necessary, other members of the organization to assist him or her. The Custodian shall be responsible for the lending of property, and shall keep a record of such transactions.

- F. **Public Relations Head.** The Public Relations Head shall be responsible for all matters relating to advertising, public relations, and anything else relating to the public image or appearance of the organization.
 - G. **Member at Large.** The Member at Large shall attend all Board meetings, and shall be assigned such duties as the Board of Governors sees fit.
2. Every member of the Board of Governors shall be a Voting Member of this organization. A minimum of two thirds of the members of the Board of Governors shall be persons who have been baptized into the New Church.
 3. All officers shall serve a term of two years. The terms of the President, Vice-President and Member at Large shall commence in odd-numbered years, and the terms of the other officers shall commence in even-numbered years. In the event that the office of President is vacated before the term of office has expired, the Vice-President shall assume the office of President until the next Annual Meeting, and the Board of Governors shall appoint a Voting Member of the organization to serve as Vice-President until the next Annual Meeting. In the event that any office other than President is vacated before the term of office has expired, the Board of Governors shall appoint a Voting Member of the organization to fill that office until the next Annual Meeting. Elections shall be held at the Annual Meeting to fill the unexpired term of any office which has become vacant or changed hands in the course of the preceding year.
 4. No person shall serve for more than three consecutive terms of office as President, or for more than five consecutive terms of office as any other officer. No person shall hold more than one Office on the Board of Governors at the same time.
 5. The Board of Governors shall hold regular monthly meetings. In addition, special meetings of the Board of Governors may be called by the president at the request of any member of the Board.
 6. At any regular or special meeting of the Board, a quorum shall consist of five voting members. A quorum shall exist without five members present if permission is given by the one absent. Official decisions of the Board shall require a favorable vote of the majority of those eligible to vote. An absent member may vote on specified issues by proxy.
 7. The Board of Governors shall be empowered to authorize disbursements in amounts up to and including five hundred dollars (\$500.00), or amounts budgeted for a production. Any non-

production disbursement exceeding this amount must have the approval of the general membership.

8. The Board of Governors shall be ultimately responsible for all affairs of the organization including productions.
9. Members of the Board of Governors may only be removed from office by petition of no less than five Voting Members at a regular or special meeting of the general membership, and approval by a majority of the Voting Members who vote at a General Meeting. Reasonable notice of the pending action must be provided to the membership, and to the person involved, prior to the meeting.

III. MEMBERSHIP

1. Voting Membership shall be open to the general public of age 18 or over. Non-voting categories of membership may be established (e.g., junior membership).
2. Membership shall be established upon application to the Treasurer and payment of dues.
3. Annual dues shall be in an amount to be established from time to time, and shall be payable at or before the Annual Meeting. The Treasurer shall receive all dues and keep an accurate list of all persons who have paid their dues, and the year for which they were paid. The Membership Year shall commence at the Annual Meeting.
4. The Board of Governors shall have the power to suspend temporarily from any and all activities of the organization any member who is not acting in the best interests of the organization, or who is acting contrary to the regulations set forth in these Bylaws. Expulsion of any member must be initiated by the Board of Governors and confirmed by a majority vote of the Voting Members casting votes at a General Meeting.

IV. MEETINGS

1. An Annual Meeting of the general membership shall be held every year, in the month of May or June. All business of an annual nature shall be acted upon at this meeting, including election of officers and any annual committee reports.
2. Subsequent to the Annual Meeting, at least two additional meetings of the general membership shall be held prior to the next Annual Meeting, at a time and place found agreeable to the general membership. But in any event, no more than six

months shall intervene between successive meetings of the general membership.

3. At all meetings of this organization, without exception, business shall be conducted according to parliamentary procedure as outlined in *Robert's Rules of Order*.
4. Special meetings of the organization shall be called by the President at the request of the Board of Governors, or at the request of at least five Voting Members. The President must convene the meeting within thirty days of the call and notice of the meeting must be communicated to the general membership within a reasonable time before the meeting. Furthermore, such special meetings may only be called for a particular purpose or purposes, and only those items of business for which the meeting was called may be considered. Any action taken at a special meeting on some matter other than that for which the meeting was called is void and of no effect.
5. A quorum shall consist of fifteen Voting Members or of one half of all Voting Members, whichever is less.

V. ELECTIONS

1. Each year prior to the Annual Meeting the President shall appoint a Nominating Committee from the Voting Membership. At the Annual Meeting the Nominating Committee shall nominate at least one candidate for each office.
2. In addition to the candidates presented by the Nominating Committee, nominations shall also be taken from the floor to be acted upon in the same matter as those presented by the Nominating Committee.
3. All voting for contested offices shall be by secret ballot. These ballots shall be counted by Judges of Election appointed by the President. A person shall be elected to a position upon receiving a simple majority of the votes cast. In the event that no candidate receives a majority on the first ballot the election shall be resolved by a runoff of the top two candidates. In the case the runoff results in a tie the election shall be resolved by the drawing of lots.
4. Newly elected officers shall assume their offices at the conclusion of the Annual Meeting in which they were elected.

VI. STANDING COMMITTEES

1. **Historical Committee.** The Historical Committee shall be appointed by the Secretary and must consist of at least one person. This committee shall

keep an accurate historical record of all activities of the organization except meetings. This record shall include photographs when appropriate.

VII. AMENDMENTS

1. Any proposed amendment to these Bylaws may be acted upon by any regular meeting of the general membership, provided that all Voting Members receive written notification at least two weeks prior to the meeting. This notification shall include the text of the proposed amendment and the date of the meeting at which it is to be acted upon. The amendment acted upon must correspond in substance to the text of the written notification, but minor changes to the proposed amendment may be made without further written notification.
2. Proper notification having been given and a quorum being present, any amendment shall be enacted by a two-thirds vote of the Voting Membership present at a regular meeting.

VIII. DISSOLUTION

1. It is the intent of this organization that it be perpetual. However, in the event of its dissolution all monies and properties of the organization shall become the property of the Mitchell Performing Arts Center. No officer, member, donor, patron or other person shall be entitled to any property or monies, or any share thereof, under any circumstances.
 2. Dissolution shall occur under the following circumstances:
 - A. If a regular meeting is held for the purpose of dissolving the organization after due notice has been given to all Voting Members and the motion to dissolve is carried by a two-thirds vote of the Voting Membership this organization shall be dissolved.
 - B. If no meeting or activity is held by the organization within two calendar years it will be assumed that the organization is dissolved, unless action is taken to revive the organization.
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