

# Constitution and By-Laws

Dexter Community Players  
Fall, 2012

## CONSTITUTION

### ARTICLE I – NAME AND ESTABLISHMENT OF THE ORGANIZATION

**Section 1.** The name of this organization shall be Dexter Community Players hereafter called DCP.

**Section 2.** This organization is a non-profit group established and existing under the laws of the State of Michigan.

**Section 3.** This organization shall be self-insured.

**Commented [1]:** Replaced with DCP.

**Commented [2]:** Deleted. We have normal insurance. The reasons for this section no longer exist.

### ARTICLE II – OBJECTIVES

**Section 1.** To promote and facilitate the involvement of members of the Dexter Community in the theater arts.

**Section 2.** To undertake at least one major dramatic production annually.

**Section 3.** To provide all possible support to the development of performing arts in the Dexter community.

**Section 4.** To promote a volunteer organization where all positions are considered integral to the success of the production.

**Commented [3]:** Changed to Purpose

**Commented [4]:** Deleted for grammar.

### ARTICLE III – MEMBERSHIP

**Section 1.** A person is eligible for full membership in DCP upon payment of production fees and/or active participation in a production.

**Section 2.** All persons participating in DCP events must be members of DCP, or family members thereof.

**Section 3.** Members not participating in DCP events for a period of 5 consecutive years will become inactive.

**Commented [5]:** Deleted for clarity; production fees are never paid by anyone not involved in the production.

**Commented [6]:** Deleted. Taken literally it could mean that you can't participate unless you're a member, and you can't be a member unless you participate.

**Commented [7]:** Changed to "productions" for clarity.

### ARTICLE IV – OFFICERS

**Section 1.** The organization shall be governed by a Board of Directors.

**Section 2.** The Board of Directors shall be made up of seven (7) voting members elected from the general membership.

**Section 3.** Seven Directors shall be elected each year to serve for a 1 year term.

A. Election of the seven Directors shall take place at the annual fall meeting.

**Commented [8]:** Changed to "Organization" as the article deals with more than just officers.

**Commented [9]:** Changed to DCP for clarity.

**Commented [10]:** Edited for clarity.

**Commented [11]:** Edited for clarity and consistency.

- B. A plurality of votes in descending order shall be used to determine the seven receiving the most votes.
- C. Should a vacancy on the board occur, the board shall call a special board meeting to elect a replacement director. The general membership shall be invited to this meeting at least fifteen (15) days in advance of the meeting, and voting privileges for the purpose of electing a replacement director shall be extended to all members present who are at least 14 years of age.

**Section 4.** Candidates for the Board of Directors must be DCP members and at least 14 years of age.

**Section 5.** Following the fall meeting the Board of Directors shall annually elect officers who will govern the Dexter Community Players until the next General Membership meeting.

**Section 6.** Standing committees shall be established at the discretion of the Board with chairpersons approved by the Board.

**Section 7.** A member of the Board of Directors may be removed from office by a majority vote of the remaining members of the Board of Directors, if they miss four or more Board of Directors' meetings within a calendar year (General Membership Meeting to General Membership Meeting)

**Commented [12]:** Edited for clarity

**Commented [13]:** Changed to 18.

**Commented [14]:** Edited for clarity.

**Commented [15]:** Changed to allow for the removal of a board member under other circumstances, and also to require a supermajority.

## ARTICLE V – MEETINGS

**Section 1.** Regular Board of Directors meetings shall be held at times and dates agreed to by the Board. It is intended that there will be regularly scheduled monthly meetings.

**Section 2.** Special Board of Directors meetings may be called at the request of three members of the Board.

**Section 3.** The Board of Directors shall call general membership meetings in the fall and at such other times as appropriate.

**Section 4.** All members must be notified of the time and place of any general membership meeting at least fifteen (15) days in advance of the meeting.

**Section 5.** A special meeting of the general membership may be called at the request of fifteen (15) members by petition to the Board of Directors.

**Commented [16]:** Split into Board Meetings and General Membership Meetings.

**Commented [17]:** Edited for clarity and style.

**Commented [18]:** Deleted because it does nothing. If three members call a meeting and the other 4 don't show, there is no quorum.

**Commented [19]:** Edited to remove the requirement that this be in the fall. Is now in or near fall.

**Commented [20]:** Edited for clarity.

**Commented [21]:** Edited for consistency.

## **BY-LAWS**

### **ARTICLE I – DUES**

**Section 1.** Dues shall be collected in the form of Production Fees for each show.

**Section 2.** Production Fees shall not be refunded.

**Section 3.** No one shall be eligible to vote on any issue or be elected to the Board of Directors unless he or she is a member of DCP.

### **ARTICLE II – FUNDS**

**Section 1.** Funds accruing to the Dexter Community Players shall be maintained in a Dexter Community Players bank account.

**Section 2.** All monies allocated shall be approved by the Board of Directors.

**Section 3.** Checks drawn must be approved and signed by the President and Treasurer of the Dexter Community Players.

**Section 4.** Receipts for expenses must be turned into the treasurer within fourteen (14) days after a production unless otherwise authorized by the Board of Directors.

### **ARTICLE III – VOTING**

**Section 1.** Voting privileges at a General Membership Meeting will be extended to all members who are at least 14 years of age.

**Section 2.** Election of members to the Board of Directors shall be by secret ballot.

**Section 3.** Results of the election will be made known to the seven elected within 7 days after the election. Results will be made known to the general membership through a notice in the next newsletter.

**Section 4.** The organization shall be governed by parliamentary procedures.

**Section 5.** At a General Membership Meeting a majority of members present and voting shall be required for passage of motions moved and seconded except for amendments to the Constitution. These motions shall require a two-thirds (2/3) majority of the members present and voting at a general membership meeting. Proposed amendments to the Constitution and or By-Laws must be communicated to all members at least fifteen (15) days prior to the meeting at which voting is to take place.

**Section 6.** At a General Membership Meeting a quorum shall consist of ten voting DCP members, at least three of whom must be members of the Board of Directors.

**Section 7.** If quorum is not achieved at the fall General Membership Meeting, it must be rescheduled to occur within the next 30 days. Rescheduling like this must continue until quorum is achieved.

**Section 8.** At Board of Directors Meetings a majority of board members present and voting shall be required for passage of motions moved and seconded.

**Commented [22]:** Changed to Election Procedures.

**Commented [23]:** Moved to constitution.

**Commented [24]:** Moved to constitution.

**Commented [25]:** Moved to constitution and edited for clarity.

**Commented [26]:** Moved to constitution and edited to require a majority of the board.

**Commented [27]:** Moved to constitution.

**Commented [28]:** Moved to constitution.

**Section 9.** By-Laws may be amended and updated by the Board of Directors consistent with Section 7 above.

**Section 10.** At Board of Directors Meetings a quorum shall consist of four (4) members of the Board of Directors.

**Commented [29]:** Moved to constitution and edited for clarity.

**Commented [30]:** Moved to constitution.

#### **ARTICLE IV DUTIES OF OFFICERS**

**Section 1.** The President must be at least 18 years of age and shall be responsible for:

- A. Presiding at all Board of Directors meetings.
- B. Presiding at all general membership meetings.
- C. Providing an agenda for these meetings.
- D. Acting as spokesperson for DCP.

**Section 2.** The Vice-President must be at least 18 years of age and shall be responsible for:

- A. Assisting the president and act in the place of the president when that officer is absent.
- B. Overseeing the activities of all standing committees.

**Section 3.** The Secretary must be at least 18 years of age and shall be responsible for:

- A. Taking minutes at each Board meeting, at each general membership meeting, and providing copies of the minutes of said meetings prior to the next appropriate meeting.
- B. All necessary correspondence.
- C. Keeping attendance records of members of the Board and guests.
- D. Maintaining a current membership roster.

**Section 4.** The Treasurer must be at least 18 years of age and will be responsible for:

- A. All financial records of the organization and shall regularly report its status to the Board.
- B. Payment of bills.
- C. Collecting and recording payment of membership dues.
- D. Dispersing funds approved by the Board.