

Mandi Theater

Bylaws

Article I

The legal name shall be Mandi Theater. It is a non-profit Public Benefit Corporation incorporated in the State of Illinois as a voluntary charitable organization of persons interested in amateur, non-remunerative theatre.

The principal office for the transaction of the activities and affairs of the corporation is located at **23 Willow Pkwy, Buffalo Grove, IL 60089**. The founder president may change the principal office from one location to another. Any change of location of the principal office shall be noted by the secretary on these bylaws opposite this Section, or this Section may be amended to state the new location.

OBJECTS AND PURPOSES

SECTION 1: The objects of the corporation shall be those set out in the Articles of Incorporation and Charter of the Corporation.

SECTION 2: The purposes of the Corporation are:

- To preserve India's great theatrical tradition.
- To educate, inform and entertain our community via material revolving around social issues and values pertinent to the lives of young people.
- To strengthen the role of Traditional Indian Theatre in the arts community of Chicago area and enhance our national reputations.

In addition to above, Mandi Theater's purpose is also to stimulate, promote, teach and develop interest in the dramatic arts; to educate the general public in the dramatic arts; to advance the general level of culture in the field of dramatic arts by the establishment and maintenance of a theater for the production of plays, readings, dramas, comedies, shows and dramatic arts in all forms and of the highest standards; and to bring all aspects of the dramatic arts to areas and centers not adequately served at the present time.

Article II

PROHIBITED ACTIVITIES

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, the members, directors, or officers of the Corporation, except that the Corporation shall have the authority and power to pay reasonable compensation for services actually rendered to or for the Corporation.
2. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting, to influence from taxation under Section 501 (c) (3)

of the Internal Revenue Code of 1954 (or the corresponding provision of any succeeding or future Federal income tax law).

3. We also prohibit any payments except for (a) reimbursement of expenses or (b) services provided other than as a director or officer.

Article III

MEMBERSHIP

SECTION 1: Membership shall be voluntary.

SECTION 2: Active members shall be those who have purchased ‘annual membership’ for the current year; the price of season tickets shall be determined annually by the Board of Directors. Members shall be eligible to participate in all activities, to hold office and to receive all other rights and benefits of membership.

SECTION 3: Each member shall be entitled to one vote per season ticket in any and all matters requiring a vote of the membership.

Article IV

BOARD OF DIRECTORS AND OFFICERS

Officers and Their Elections

SECTION 1: Executive Committee and their elections

The executive Committee: The Executive Committee shall consist of the Founder/Executive Director (Founding President), Vice President, Secretary, Business Advisor and community outreach Coordinator and Grant writer. The Executive Committee together with a Board of Directors consisting of Twelve (12) members max., which number shall include all the officers specifically mentioned hereinabove.

The committee shall meet upon the call of the secretary as advised by the Executive Director and/or president. Secretary shall take such steps as these are necessary to fulfill the aims and purposes and to carry out the authorized activities of the Corporation. All actions or recommendations of the Executive Committee will be reported to the Board of Directors at the next meeting thereof.

Elections: Each officer shall be elected by the Founder/Executive Director for a term of one year, terms of service commencing as of the date of the election

Duties (The executive Committee)

- ❖ The **Founder/Executive Director** shall serve as the president of the corporation; shall preside at all directors and members meetings, shall have the general supervision over the affairs of the corporation and over the other officers; shall look after the organization to assure that the initial vision and mission are sustained. shall sign all written contracts of the

Corporation and shall perform all such other duties as are incident to his office. The President appoint all standing and temporary committee chairmen, except those directly related to play production and except the nominating committee and shall otherwise act with and have the customary powers granted to such office. President will also serve as the Treasurer as well as the Grant writer for the current year.

- ❖ The **Vice President** must use their creative imagination to find out ways to generate revenues and directing how those ideas come to life in the form of creative expression and experiences. They are also responsible for fundraising and exploring relationships with other groups, individuals, and governmental organizations which may be to the Association's benefit. Also, by using their marketing skills, they are to design and deploy a range of initiatives that assist in the development of valuable lasting relationships with existing and prospective audience. This also includes social media strategy, public relations, digital and non-digital advertising, website development, audience data and research, brand development etc.;
- ❖ The **Secretary** shall keep an accurate record of proceedings of all meetings of the organization to include:
 - Written minutes of the proceedings of its members, board, and committees of the board;
 - A record of each member's name, address, and class of membership; and
 - Articles of incorporation and the bylaws.
 - Help raise membership with the help of community outreach coordinator
 - He / she will be the sole responsible person for generating revenues through sponsorship, with the support of Vice President.
- ❖ The **Treasurer** shall have the custody of all money of the Corporation. He/She will keep adequate and correct books and records of account and shall submit them, together with all vouchers, receipts, records and other papers, and shall perform all other duties as are incident to this office, including tax filing.
- ❖ The **Business Advisor/ Membership and community outreach Coordinator** shall advise the Board on all business matter; provide appropriate advice to help improve the organization, making it more generative and eminent; shall strives to understand what the audience need from the organization and how can the organization fulfill the wants of these audiences. He/She helps in finding out flaws that obstruct the process of making profits for the organization and rectifies these flaws or suggests corrective measures for the same
- ❖ The **Grant writer** will research and writes grant proposals to obtain funding for a non-profit organization. He / She is also required to manage a portfolio of new and existing foundation and government funders that support NFP theater groups. Further, he/ she shall be leading and managing the process of developing letters of inquiry and writing narrative grant proposals and reports to a range of current and prospective private foundations and government agencies, work closely with program staff to develop high quality programs that meet the needs of our of our theater.

IMP: Vacancies occurring in any office, including the Board members, may be filled by appointment of the Board. In case of a vacancy in any of the offices of the Corporation, the term of such newly appointed officer shall be only for the unexpired term of the vacated office.

SECTION 2: Board of Directors

General Corporate Powers. Subject to the provisions and limitations of the Illinois Nonprofit Corporation Law and any other applicable laws, and subject to any limitations of the articles of incorporation or bylaws regarding actions that require approval of the members, the corporation's activities and affairs shall be managed, and all corporate powers shall be exercised, by or under the direction of the board.

- All the officers and members of the Executive Committee shall comprise the Board of Directors.
- The Board of Directors shall meet **third Wednesday, once in two months**. The date and place of each scheduled meeting shall be posted via email. Head of Executive board or the secretary may call Special board meetings. Notice to directors shall be in person or by telephone.
- A member who shall miss two (2) or more regularly scheduled board meetings in a twelve-month period shall automatically be removed from office upon notice to the member by the Executive Director/ Secretary. Most directors shall constitute a quorum for all business and most of a quorum shall pass valid acts.
- The resignation of a Board member becomes effective upon the receipt of written or email notice by the Exec. Director or the Secretary.
- If for any reason any directorship becomes vacant, such office shall be filled by an election at the next regular or special meeting of the Board by a majority vote, and the newly elected director shall hold office until the next general election for such office.

SECTION 3: Legal Advisor

The Legal Advisor shall be a practicing attorney. His duties shall be to advise and guide the Board in legal matters. He/ She shall give such legal counsel without reimbursement or the payment of any fee, except that he shall be reimbursed for any out-of-pocket costs.

Article V

Play Directors.

The Executive Committee shall appoint play directors, producers, tech. director, costume directors and various other roles related to specific performance time to time. Persons assuming the responsibility of the play direction will do so with full knowledge that they are expected to function according to procedures and policies established by the Executive Committee.

Article VI

AMENDMENTS

These By-Laws can be amended at a called meeting of the general membership.

Certificate of Secretary (for office use only)

I certify that I **am** the duly elected and acting Secretary of the Mandi Theater, an Illinois based nonprofit organization, that the above bylaws, consisting of four (4) pages, are the bylaws of this corporation as adopted by the membership on **1st Jan. 2022**, and that they have not been amended or modified since that date.

Executed on _____ (date) at Buffalo Grove, Illinois

(These Amended By-Laws approved at a meeting of the membership held at the Mandi Theater onDate & Time).