

THEATRE 29 BY-LAWS

(Originated March 8, 2011)

ARTICLE I: NAME & PURPOSE

Section 1: The name of the organization shall be known as Theatre 29.

Section 2: Theatre 29 is organized as a charitable institution specifically to offer a family-based community theater for citizens of the Morongo Basin.

ARTICLE II: MEMBERSHIP

Section 1: Membership shall consist only of the member of the Board of Directors.

ARTICLE III: MEETINGS

Section 1: Annual Meeting. The date of the regular annual reorganization meeting shall be set by the Board of Directors who shall also set the time and place.

Section 2: Monthly Meeting. Regular monthly meetings shall be held on the second Tuesday of each month at 6:00 p.m. in the Theatre 29 meeting room.

Section 3: Special In-Person Meetings. Special meetings may be called by the Board President or any three Board Members. Notice of special meetings shall be given to each voting member by mail, fax, or e-mail not less than three (3) days before the meeting.

Section 4: Emergency Electronic Meetings and Votes. Emergency Electronic Meetings and Votes may be called by the Board President or by 50% of the Executive Committee in such instances where a decision cannot wait for the next scheduled board meeting nor can it wait three days to schedule a Special In-Person Meeting. Agenda items deemed an emergency will be at the discretion of the Board President or 50% (2) of the Executive Committee. Such votes can be held via email message, by text, by telephone voice vote and by video messaging such as Webex, Zoom or similar software.

ARTICLE IV: BOARD OF DIRECTORS

Section 1: Board Role, Size, & Compensation. The Board is responsible for setting overall policies and procedures for day-to-day operations, meetings, and committee functions. The Board shall have up to eleven, and no fewer than five members. Board members receive no compensations.

Section 2: Board Elections. Elections of new Board Members or the election of current Board Members to a subsequent term will occur as the first item of business at the December monthly meeting. Members will be elected by a simple majority vote of the current Board.

Section 3: Terms: All Board Members shall serve a two-year term, but are eligible for reelection. Terms shall be staggered, with the election of five members for odd years, and six members for even years.

Section 4: Quorum. A meeting must be attended by at least 50 percent of the Board Members before business can be transacted or motions made and passed.

Section 5: Notice. Board Members shall have written notice at least seven days in advance of all non-regularly scheduled Board meetings.

Section 6: Officers and Duties. There shall be four Officers of the Board of Directors consisting of a President, Vice President, Secretary, and Treasurer. Officers will be chosen by the sitting Board Members for one-year terms at or before the first meeting of each calendar year. Their duties are as follows: The President shall convene regularly scheduled meetings, shall preside or arrange for other members of the executive committee to preside at meetings

in the following order: Vice President, Secretary, and Treasurer. The Vice President shall chair committees on special subjects as designated by the Board. The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all Board Meetings, sending out meeting announcements, distributing copies of minutes and agenda items to each Board Member, and assure that administrative records are continually updated and maintained. The Treasurer shall make a report at each Board meeting. The Treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to the Board as well as the public. IRS, TAXES.....??

Section 7: Vacancies. When a vacancy on the Board exists, nominations for new members may be received from present Board Members by the Secretary two weeks in advance of a Board meeting. The nominations shall be sent out to Board members with the regular Board meeting announcement/agenda, to be voted upon at the next Board meeting. Vacancies will be filled only to the end of the particular Board member's term who vacated.

Section 8: Resignation, Termination & Absences. Resignation from the Board must be in writing and received by the Secretary. A Board Member may be dropped for excess absences from the Board if he/she has three unexcused absences from Board meetings in a calendar year. A Board member may be removed for other reasons by a three-fourths vote of the remaining Members.

ARTICLE V: COMMITTEES

Section 1: Creating Committees. The Board may create committees as needed, such as fundraising, publicity, etc. The President appoints all committee chairs.

Section 2: Executive Committee. The four officers serve as the members of the Executive Committee. Except for the power to amend the By-laws, the Executive Committee shall have all of the powers and authority of the Board of Directors in the intervals between Board meetings, subject to the direction and control of the Board.

Section 3: Finance Committee: The Treasurer will chair the Finance Committee, which shall include two other Board members. The Finance Committee is responsible for developing and reviewing fiscal procedures, fundraising, and budgets. The Board shall approve the budget and all expenditures must be within the budget. Any major change in the budget must be approved by the Board or Executive Committee. The fiscal year shall be the calendar year. Annual reports are required to be submitted to the Board showing income, expenditures, and pending income. Financial reports of the organization are public information and shall be made available upon request.

ARTICLE VI: AMENDMENTS

Section 1: These By-laws may be amended when necessary by a two-thirds majority of the Board or Directors. Proposed amendments must be submitted to the Secretary to be sent out with regular Board announcements.

These By-laws were approved at a meeting of the Board of Directors on January 14, 2025.