

BYLAWS OF HARTFORD PLAYERS, LTD.

(Adopted August 22, 2010)

ARTICLE 1 – Name. The name of the group shall be Hartford Players, Ltd.

ARTICLE 2 – Purpose. The purposes of Hartford Players, Ltd., shall be to promote theatrical arts in the Hartford, Wisconsin area through presentation of theatrical performances; to afford opportunities to learn and develop theatrical skills; and to encourage participation in theater and other creative and performing arts through educational programs, scholarships and other similar benefits.

ARTICLE 3 – Membership. Membership shall be open to all persons, without geographic restrictions, who are either at least 19 years of age or high school graduates. Membership is granted after completion and receipt of a membership application and annual dues. All memberships shall be granted upon a majority vote of the board.

ARTICLE 4 – Dues. Dues shall be \$5.00 per year, per member. UNLESS, CHANGED BY A MAJORITY OF THE FULL MEMBERSHIP. A family membership in the amount of \$7.50 shall also be available to all members of the same family who reside at the same mailing address. Dues payments shall enroll a person as a member of Hartford Players, Ltd. for the balance of the year, except that dues paid within the last three (3) months of any year shall be deemed to enroll the person as a member for the balance of that year and the next complete year. The Hartford Players, Ltd.’ year shall begin on September 1 of each year and conclude on the following August 31. The Hartford Players, Ltd.’ fiscal year shall begin on February 1 and conclude on the following January 31. Continued membership is contingent upon being up to date on membership dues.

Persons who have paid their dues shall be deemed active members and shall be entitled to the following:

- A. A vote at all general meetings of Hartford Players, Ltd.
- B. The right to hold office or be a member of the board of directors of Hartford Players, Ltd.
- C. Any newsletter or other general mailings of Hartford Players, Ltd.
- D. The right to bring member concerns to the attention of the board by seeking agenda positions or requesting official action.
- E. The opportunity to perform in a Hartford Players, Ltd., production. Any person auditioning for a part in a Hartford Players, Ltd., production shall not be required to be a member. However, any person wishing to perform in a Hartford Players, Ltd., production must become a dues-paying member of Hartford Players, Ltd., within one (1) month prior to the opening of the production.
- F. Resignation and termination: Any member may resign by filing a written resignation with the secretary. Resignation shall not relieve a member of unpaid dues, or any other charges previously accrued. A member can have their membership terminated by a majority vote of the membership. Resignation from the board must be in writing and received by the secretary. A board member shall be terminated from the board due to excess absences, more than two unexcused absences in a year. A board member may be removed for any other reason by a three fourths vote of the remaining board members or by a three fourths vote of the general membership.

ARTICLE 5 – Meetings. The annual meeting of Hartford Players, Ltd. shall be held during the month of August for the purpose of electing officers and directors, and to transact any other necessary business. Additional general membership meetings shall be scheduled, as needed, by the board of directors, to carry on any other such necessary business as may be designated by the board. The board of directors of Hartford Players, Ltd. shall, in addition, meet at least four times per year, preferably in the month preceding an annual meeting or general membership meeting. Any other meetings of the board of directors may be set at the call of the president or the request of a majority of the board. Reasonable notice shall be given of all such meetings.

A majority of the board of directors shall constitute a quorum necessary to do business at meetings of the board; ten members, or one-fourth of all dues-paying members, whichever is less, shall constitute a quorum necessary to do business at any general membership meeting.

ARTICLE 6 – Officers and directors. The affairs of Hartford Players, Ltd. shall be conducted by a board of directors composed of nine members: President, vice-president, secretary, treasurer and five members-at-large. The four officers shall serve two-year terms each except that in the first year the offices of president and treasurer shall be one year so that said officers are elected in alternating years with vice-president and secretary. The five members-at-large shall each serve three-year terms, except that for the first board one term shall be for one year and 2 terms shall be for two years so that thereafter no more than 2 members-at-large are elected each year.

The president shall appoint a nominating committee of up to three members who shall propose a slate of at least one nominee to fill all vacant positions. The slate of proposed nominees shall be approved by the board of directors at its July meeting and presented to the general membership at the annual meeting in August. Any additional nominees may be accepted from the floor at the annual meeting. All nominees must be or agree to become members. Officers and directors will be elected by majority vote of the general membership at the annual meeting. Terms of office commence September 1, except during the first year, wherein the terms of office shall commence immediately upon election and terminate August 31 of the applicable year following.

The duties and responsibilities and qualifications of the officers and directors shall be as follows:

- A. **President.** The president shall preside over all meetings of the board of directors and of the general membership and be an ex-officio member of all committees of Hartford Players, Ltd. The president shall be the official representative of Hartford Players, Ltd. for all functions, and shall specifically be responsible for the public relations of Hartford Players, Ltd. Public relations include regularly informing all appropriate news media, local and civic organizations of the activities of Hartford Players, Ltd.
- B. **Vice-President.** The Vice President shall preside at all meetings and carry on all functions of the president in absence of inability to act of the president. In addition, the vice-president shall be responsible for all social activities of Hartford Players, Ltd. for maintaining rosters of all current members, and or recruitment of new members.
- C. **Secretary.** The secretary shall be responsible for taking and preserving minutes of the board and general membership meetings and distributing them to all board members of as directed by the board. The secretary shall further be responsible for all correspondence and notices to all members. The secretary shall prepare and distribute to the members, on a regular basis, the official newsletter of Hartford Players, Ltd. The secretary shall also serve as historian for Hartford Players, Ltd. by keeping and maintaining an official scrapbook or archives of Hartford Players, Ltd. documenting its activities.
- D. **Treasurer.** The treasurer shall be responsible for collecting and disbursing all funds of Hartford Players, Ltd. subject to approval of the board of directors, and shall keep all appropriate financial

records necessary thereto. The treasurer shall present financial reports at each meeting of the board or of the general membership, and shall submit profit and loss of balance sheet reports at the conclusion of each year of Hartford Players, Ltd. The treasurer shall also be in charge of all fund-raising activities for Hartford Players, Ltd.

- E. Members-at-Large. At least three of the members-at-large of the board of directors shall be chosen from the Hartford area community with the intent that their skills and background may be utilized to promote growth and objectives of Hartford Players, Ltd. in the community. The members-at-large of the board of directors may be assigned any task by the board in its discretion in order to facilitate any of the purposes of Hartford Players, Ltd. The board of directors is authorized to waive the dues required for any member at large.

Although the duties enumerated above shall remain the primary responsibility of the officer of director to which they are assigned, such officer or director may delegate one or more such responsibilities to another member or members of the group to be carried out under the supervision of the officer or director.

The president and the treasurer shall be authorized to sign checks on behalf of Hartford Players, Ltd. in payment of any authorized debts or expenses of Hartford Players, Ltd.; provided however that checks in the amount of \$750.00 or more shall require the signature of both the president and the treasurer. In the case of vacancy in any officer or director position, the president, with approval of three-quarters of the board members present at any board meeting where a quorum is present, may appoint a member to fill the un-expired term of such officer or director. In the case of a vacancy in the office of president, the unexpired term may be filled by the vice president, or by any other board member, with the approval of three-quarters of the board members present at any board meeting where a quorum is present.

The board of directors is hereby authorized to carry out any and all functions of Hartford Players, Ltd. which, in its discretion it deems advisable to fulfill the purposes of Hartford Players, Ltd. or to support and encourage any of the creative or performing arts in the Hartford area. By example only, and not by way of limitation, the board of directors is specifically authorized to establish scholarship programs and award monetary scholarships for worthy area students in any field of the creative or performing arts, and to establish all necessary procedures to carry out this function.

ARTICLE 7 - Play Selection. It shall be the function and responsibility of the board of directors to choose both the plays and directors for all productions of Hartford Players, Ltd. All members of Hartford Players, Ltd. are encouraged to take an active role in play selection. Any member interested in specific plays or in directing a play may submit such proposals or suggestions in writing to the board of directors. The board of directors is also authorized to select play selections or potential directors from among the members, or elsewhere. The board may establish a committee to assist it in reading plays and reporting to it on suitable selections and / or directors. The board is encouraged to first select a director and then work closely with that director in choosing a play that is of interest and mutually acceptable to the director, the board and the membership. The board is further encouraged to select directors and plays far enough in advance such that the complete season for Hartford players, Ltd.' year can be announced at the time of the annual meeting.

ARTICLE 8 - Compensation. Hartford Players, Ltd. is intended to be a Volunteer organization. All members of Hartford Players, Ltd. are strongly encouraged to donate their services in all functions of Hartford Players, Ltd. so that a maximum amount of money is available for education and scholarship purposes. Officers, directors, and members of the Hartford Players Ltd. are not authorized to receive compensations in any form unless specifically approved by a majority vote of the membership. In the event it is deemed

necessary, however, the board is hereby authorized to pay reasonable compensation to any person or persons whose services may be specifically required in furtherance of any Hartford Players, Ltd. purpose. If compensation is authorized, it must be for skilled labor, not general labor.

ARTICLE 9 – Theatrical Productions. It shall be the function of the board of directors to establish a budget and production crew for each theatrical production staged by Hartford Players, Ltd. Such budget and crew shall be set as early as possible prior to each production and shall be made known to the director of each production. The director shall have authority, unless otherwise limited by the board; to pay or incur expenses within the budget established by the board of directors. The board may place on the director any other spending guidelines, which it deems advisable.

The production crew for each show shall include all persons necessary to handle publicity, programs, ticket sales, house, set construction, and set painting and finishing. It shall also include necessary technical or directing assistants, including choreographer, technical director, assistant directors, lighting or sound, but the board is specifically encouraged to consult directly with the director for each show for the appointment of any such persons.

Auditions and casting in any production of Hartford Players, Ltd. shall be open to all persons regardless of membership in Hartford Players, Ltd. The director of any show shall be informed, however, that when casting a show if two or more persons are equally capable of performing the part for which they are auditioning, preference shall be given to members of Hartford Players, Ltd. or to those who have rendered prior service to Hartford Players, Ltd. Persons who do not meet the age requirements set forth in Article 3 hereof may audition and be cast in a production of Hartford Players, Ltd. only when their age or ability is specifically required because of the part for which they are auditioning. Such persons shall not be required to join Hartford Players, Ltd. as a condition of casting in the show.

ARTICLE 10 - Miscellaneous. Unless otherwise set forth herein, all actions taken by the board of directors and by the general membership shall be authorized upon a majority vote. In the case of any dispute concerning qualifications to vote, the membership information maintained by the vice-president shall be controlling. All meetings shall be conducted in accordance with Robert’s Rules of Order. Any amendments to the articles of Organization for Hartford Players, Ltd. must be submitted by or through the board of directors and be voted upon by a majority of the general membership. The board of directors, on its own, may submit proposed amendments to be voted upon by the general membership at any duly called meeting. Any member proposing an amendment to these articles of organization shall submit the same in writing to the board of directors which shall then report it to the general membership at the next duly called meeting with their report as to whether the board approves or disapproves of the proposed amendment. All records including, but not limited to the financial records of the organization, are public information, and shall be made available to the membership, board members, and the public. If any conflict occurs in any part or provision of these bylaws with laws of the state of Wisconsin, the state statutes shall prevail.

ARTICLE 11 - Dissolution. In the event that the board, by vote of three-quarters of the directors, deems it necessary and proper to dissolve the organization, the board shall proceed as follows: the board shall call a membership meeting for the purpose of voting to approve dissolution. The dissolution shall be authorized only by vote of three quarters of the full membership.

- A. The board shall see to it that any assets of the organization are first used to pay the debts and obligations of Hartford Players, Ltd.
- B. Any remaining monetary assets shall be donated and distributed to such local charitable or civic organizations, as the board deems appropriate. Preference shall be given to any such groups whose purpose is substantially similar to that of Hartford Players, Ltd.
- C. Any remaining non-monetary assets (props, scenery, costumes, etc.) shall be donated and distributed to such theater groups, as the board shall deem appropriate.

- D. The board shall see to it that the records and archive of Hartford Players, Ltd. shall be entrusted to the Hartford Historical Society, or some other appropriate group for future reference.
- E. The board shall do all things necessary under the laws and statutes of the United States or State of Wisconsin to properly terminate the affairs of the organization.

Adopted by the general membership of Hartford Players, Ltd. this 22nd day of August 2010.

Fred Wittenberger, President

Howard Husslein, Vice-President

Jovon Serrano, Secretary

Jo Husslein, Treasurer