

COMMUNITY PLAYERS THEATRE
BLOOMINGTON, ILLINOIS

CONSTITUTION

Last Updated May 2022
Effective June 2022

ARTICLE I.

The name of the organization shall be "Community Players."

ARTICLE II. MISSION

Section 1. Mission

Community Players is a charitable, nonprofit theatrical organization dedicated to the idea that live theater enhances the quality of life for our audiences, our participants, and the community. Our mission is to produce classic and contemporary dramas, comedies, and musicals; to provide a place where the citizens of the Bloomington-Normal area, of all ages and incomes, can experience high quality live theater; to offer a home where a diverse group of theatrical artists can learn and develop their craft.

Section 2. Charitable Description

Community Players is organized and shall be operated exclusively for charitable and educational purposes consistent with Sections 501(a) and 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future federal tax code. No part of the net earnings shall inure to the benefit of, or be distributable to its members, officers, or other private persons. Community Players shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and Community Players shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of this constitution and the bylaws, Community Players shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding provision of any future federal tax code.

ARTICLE III. MEMBERSHIP

Anyone is eligible for membership in the organization as stated in ARTICLE I of the Bylaws.

ARTICLE IV. OFFICERS AND ELECTIONS

Section 1. Officers

The Officers of the organization shall be President, Vice-President, Secretary, and Treasurer. The Vice-President shall be either the President Elect or the Past President. There shall be eleven (11) governors besides the President, Vice-President, Secretary, and Treasurer.

Section 2. Election of Officers and Governors

- A. Six (6) Governors (Secretary, Box Office, Marketing, Costumes, Fundraising, Lights/Sound & Effects) shall be elected in odd numbered years and (7) (Treasurer, Membership, Social Media & Website, Play Reading, House and Grounds, AD Sales & PR and Set/Shop & Props) Governors shall be elected in even numbered years to serve for a two (2) year term running concurrent with the fiscal year.
- B. The President Elect shall be elected in odd numbered years to a one (1) year term followed by two (2) years as President and one (1) as Past President.
- C. The Nominating Committee is chaired by the Vice President. The Nominating Committee shall consist of at least three (3) members of the Board of Governors not seeking election, selected by the committee chair (VP).
- D. Whenever possible, there shall be more than one (1) candidate for each office. All candidates shall be qualified voting members prior to the election.
- E. The Nominating Chair will submit to the Board of Governors for their approval the list of nominees for all positions with a term expiring that year along with a statement identifying their qualifications for the proposed Board position by the February Board Meeting. The Board of Governors will determine that all candidates meet qualifications for the positions.
- F. With the approval of the Board of Governors the Chairperson will then submit the slate of nominees to the Annual Membership meeting where an election shall be held.

- G. In the event of a tie during the election of the Board of Governors, successive ballots will be taken until one candidate receives the majority of those present. In the event of more than two (2) candidates for any position the candidate with the lowest number of votes will be dropped each time until one candidate receives a minimum 51% vote of those present.
- H. In the event of a vacancy of any of the elected Governors, the President shall appoint a successor, with the approval of the Board of Governors, to serve the unexpired term of office.
- I. In the event of a vacancy in the Presidency, the nominating committee (appointed by the Vice-President) shall submit a name as a replacement to the Board of Governors for its approval. In the event of a vacancy in the Vice-Presidency, a past-President shall be selected to serve in his/her place.

ARTICLE V. BOARD OF GOVERNORS AND EXECUTIVE COMMITTEE

- A. The President, Vice-President, Secretary, Treasurer and the eleven (11) Governors shall constitute the Board of Governors, each having one (1) vote, with the exception of the President, who votes only in case of ties.
- B. The President, Vice-President, Secretary, and Treasurer shall constitute the Executive Committee.

ARTICLE VI. MEETINGS

Section 1. Fiscal Year

The fiscal year shall be from June 1 to May 31. An audit coordinated by the Audit Committee within ninety (90) days after the close of the fiscal year must be presented to and approved by the Board of Governors.

Section 2. Membership Meetings

- A. Anyone wishing to address the meeting will be allowed an open forum for ten (10) minutes.
- B. The Annual Meeting of the Membership shall be held prior to June 1 of each year. The date is to be determined by the Board of Governors.

- C. Special meetings of the Membership may be called by the President or upon the request of five (5) members of the Board of Governors. The Membership shall be notified of the meeting at least two days prior to the meeting.
- D. A quorum for the transaction of business at any meeting of the Membership shall consist of not fewer than 20 of the Voting Members, provided notice of meeting was duly given. Voting will be based on simple majority.

Section 3. Board of Governor Meetings

- A. Anyone wishing to address the meeting will be allowed an open forum for ten (10) minutes.
- B. Regular open meetings of the Board of Governors shall be held on the second Tuesday of every month, unless changed by the President and the Board is notified.
- C. Special meetings or closed meetings of the Board of Governors may be called by the President or upon the request of any member of the Board of Governors.
- D. A quorum for the transaction of business at any meeting of the Board of Governors shall consist of a simple majority of the governors of that board, provided notice of the meeting was duly given.

ARTICLE VII. DISSOLUTION

Upon the dissolution of Community Players, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose with a preference for one or more purposes consistent with the Mission specified in Article II Section 1. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of McLean County, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII. AMENDMENTS

Section 1. Amendments by Voting Members

The Constitution may be amended by a two-thirds (2/3) majority of the votes received from the Voting Membership at a Membership Meeting, with a minimum of ten (10) votes received.

Section 2. Amendments by Board of Governors

The Constitution may be amended by a two-thirds (2/3) vote of the Voting Members present at any meeting of the Board of Governors, subject to the ratification at the next Annual Meeting of the Membership.