

Missouri Association of Community Theatres
By Laws
Revised January 30, 2010

I. Name

The legal name of the organization shall be Missouri Association of Community Theatres (MoACT), a not-for-profit corporation chartered in the State of Missouri. The legal registered representative of MoACT shall be the serving president. The legal address of MoACT shall be the physical address of the Treasurer.

II. Mission & Vision

- A. Mission: MoACT shall be to promote the advancement of, and the participation in community theatre within the state of Missouri.
- B. Vision: MoACT will pursue its mission through workshops, festivals, conferences and other means, which the Board of Directors (Board) feels would be effective.

III. Membership and Meetings

A. General

- 1. Membership is open to any individual or qualifying community theatre by paying the prescribed dues. The Board will establish the rate of dues.
- 2. Each member of MoACT may attend any business meeting and may express ideas and opinions about matters before the Board.
- 3. Each member of MoACT may request, at his/her own expense, a review of the organization's official records.

B. Membership Categories

- 1. Organizational Membership – MoACT membership shall be open to any community theatre in the state of Missouri upon payment of annual membership dues, as established by the Board. Said organization shall have one (1) vote on all matters, which require a vote of general membership and said organization shall receive all official publications of MoACT. Each organization shall appoint one person from its group to serve as a representative to MoACT. This representative shall attend MoACT meetings, serve as the voting representative for its theatre group at MoACT meetings, and report on MoACT activities and events to its respective group.
- 2. Individual Membership – MoACT membership shall be open to any individual paying the annual membership dues, as established by the Board. Each individual member has one (1) vote on all matters, which require a vote of the general membership, and each individual member shall receive all official publications of MoACT.
- 3. Patron Membership – Upon payment of annual dues, as established by the Board, one may become a Patron Member of MoACT. Each Patron Member will have one (1) vote on all matters, which require a vote of the general membership, and each patron member shall receive all official publications of MoACT.

4. Term – The term for all memberships shall be annual. Membership dues are due by June 30 of each calendar year. Members will be billed in May and will be due by June.
5. Transferability – Memberships are not transferable. Any community theatre undergoing reorganization may maintain their current membership under its new name.

C. Meetings

1. General
 - a. All membership meetings shall be conducted in accordance with Robert’s Rules of Order.
 - b. No individual or organization shall have a vote at any meeting unless his or her membership is fully paid at the time of the meeting.
 - c. Except as specified herein, all business of the general membership shall be conducted by a simple majority vote.
 - d. The President of MoACT shall preside at all meetings. In the absence of the President, the Vice President shall preside. In the absence of both the President and the Vice President, no business shall be conducted.
2. Annual Meeting
 - a. An annual business meeting shall be held in conjunction with the annual MoACT sponsored event, to receive an annual report of the President and the Treasurer and to conduct all business, which require a vote of the membership.
 - b. All members must be notified by correspondence no less than 30 days prior to the meeting date.

IV. Board and Elections

A. General

Management and operation of MoACT shall be vested in a Board. The Board shall consist of four (4) elected officers and three (3) at-large members, each of whom will have one (1) vote in all Board business. Any current MoACT member shall be qualified to serve as an officer/director.

B. Nominations and Elections

1. Elections shall occur at the annual business meeting in the odd-numbered years.
2. Nominations – Nominations shall be accomplished by:
 - a. Nominations from the floor by members.
3. Elections – A simple majority of votes cast shall be required to be elected.

C. Elected Officers and Terms

1. Elected Officers – The following officers shall be elected by the general membership and shall serve as members of the Board: President, Vice President, Secretary, Treasurer and three (3) members-at-large.
2. Term – Terms for all Officers and Directors shall begin on July 1 of the year in which they are elected. The length of the term shall be for two (2) years.

D. Responsibilities

1. The Board shall meet as often as deemed necessary at a time and location mutually agreed upon by the Board members.
2. The participation of at least four (4) directors shall be necessary to constitute a quorum for all business.
3. After approval of the Board, all contracts must be approved and signed by the President and the Treasurer.
4. Unless otherwise specified here, all business shall be conducted by a simple majority.
5. The Board shall formulate and administer all policy, supervise all operations, and authorize all expenditure not requiring a vote of the general membership.
6. The Board shall formulate and approve an annual budget and shall exercise oversight in the collection, safeguarding, and distribution of funds by the Treasurer.
7. The Board may, by affirmative vote of four (4) directors, remove any director from the Board who has missed two (2) consecutive meetings during the current term or ceases to maintain membership or fails to discharge the duties of office. The director under consideration for removal will be notified by certified (return receipt) mail not less than ten (1) days before the next scheduled meeting.
8. If for any reason an elected officer or director cannot fulfill their term, a person from the general membership shall be appointed by the president to complete the remainder of the term.
9. The Board shall make a full and complete report of all activities and finances at each scheduled meeting of the general meetings.

V. Officers

- A. President – Shall be the principal executive officer of MoACT and subject to the control of the Board, shall, in general supervise the business and affairs of MoACT. The President shall:
 1. Preside at all meetings of the membership and Board shall ensure the creation of itemized agendas for all meetings.
 2. Be familiar with operations and deliberations of all committees.
 3. Anticipate and bring to the attention of the Board and/or general membership issues that may be of potential concern.
 4. Serve as MoACT's liaison to American Association of Community Theatres (AACT).
- B. Vice President – Shall assist the President and in the absence of the President, shall perform the duties of the President.
- C. Treasurer – Shall do the following:
 1. Be responsible for all funds and securities of MoACT.
 2. Receive and give receipts for money due and payable to MoACT, and make deposits of all monies payable to MoACT from any source whatsoever.
 3. Prepare and present a comprehensive financial report at each meeting for the general membership or board.
 4. Make payments for all authorized expenditures by use of check or MoACT debit card.
 5. Reconcile the checking account each month.

6. File MoACT's yearly renewal of incorporations with the Missouri Secretary of State.
 7. Maintain MoACT's official records and documents and file any Form 990s to the Internal Revenue Service that may be required by MoACT's 501(c)(3) status.
 8. Shall bill for annual memberships in May of each year.
- D. Secretary – Shall be responsible for:
1. Produce and distribute all correspondence on behalf of MoACT and its Board.
 2. Keep an accurate record of the proceedings of all general membership and Board meetings.
 3. Generate and supply within ten (10) days of the last business meeting minutes of the meeting and other documents (not including documents specific to the Treasurer) for use at general membership and Board meetings.
 4. Maintain and keep the official current membership list as determined by the Treasurer.
 5. Maintain the official charter and by –laws of the organization.
 6. Produce and distribute the MoACT newsletter 4 times a year (winter, spring, summer and fall).
 7. Produce and coordinate all media and publications promoting MoACT and MoACT sponsored events.

VI. Committees – Standing Committees

- A. Membership – Chaired by the Vice President this committee consists of four (4) regional representatives who shall be appointed by the President and shall be responsible for recruiting new members for MoACT.
- B. Festivals – the President shall appoint The Chair for this committee. The Festival committee is responsible for planning, organizing, conducting and evaluating all festivals and other production-related activities of MoACT.

VII. Amendments to By-Laws

- A. Prospective changes in By-Laws may be proposed by any member.
- B. The proposed changes shall be presented in writing, discussed and voted on at a general membership meeting.
- C. If more than one change is proposed, each proposal must be voted on separately or may be voted on as a whole by approval of the membership.

VIII. Finances

- A. MoACT shall be authorized to raise funds by dues, solicitations, benefits, educational programs, grants, and any other legal means. Funds shall be expended only in furtherance of MoACT's mission.
- B. The fiscal year of the corporation shall be from July 1 to June 30.

IX. Operating Procedures

The Board shall have the power to establish policies and procedures for the operation of MoACT. Procedures shall be published in the form of a manual and maintained by the Secretary.

X. Dissolution

In the event of dissolution of this organization, whether voluntary or involuntary, all monies, property, and physical assets of the organization shall be distributed as determined by a 2/3 majority of the votes cast at a final meeting of membership called for that purpose. No distribution of assets shall be undertaken which allows an individual member of the organization to be enriched thereby.