

## **Chaska Valley Family Theatre Constitution & Bylaws**

### **Mission Statement**

Chaska Valley Family Theatre's mission is to provide a high quality, affordable live theatrical experience to all participants and patrons featuring local talent, with an emphasis on family involvement.

## **ARTICLE I**

### **GENERAL**

**General Information.** Chaska Valley Family Theatre retains an address as PO Box 641, Chanhassen, MN 55317, in Carver County, MN. From time to time, the organization may occupy space for offices, warehouse or performances. The official web site is [www.cvft.org](http://www.cvft.org). On December 9, 2002, the IRS determined that CVFT was exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, with an employer identification number of 91-1942481.

#### **Section 1. Purpose**

Chaska Valley Family Theatre is a non-profit organization including alumni and residents of Independent School District 112, and others, who have a common interest in providing theatrical productions for the community. Among other things, Chaska Valley Family Theatre shall have the following goals:

1. Provide quality theatrical productions.
2. Provide an opportunity for alumni and residents to be involved in theatrical arts in a positive and educational manner while encompassing our adopted community values.

CVFT will stimulate, promote, and develop interest in theatre to ensure a vibrant arts culture in our region by the establishment and maintenance of a theater for the production of theatrical 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.

#### **Section 2. Restrictions**

The Chaska Valley Family Theatre will follow all local, State and Federal laws which apply to nonprofit organizations as defined in Section 501(c) (3) of the Internal Revenue Code.

## **ARTICLE II**

### **MEMBERSHIP**

#### **Section 1. Eligibility**

Any person, association, corporation, partnership or estate is eligible to participate or donate.

#### **Section 2. General Membership**

Membership requires participation/involvement on stage, in orchestra, backstage, front of house, etc., in any production through Participation and/or fees as provided in Section 3 of Article II. Membership may also be gained through financial support/donations/sponsorship (3A below).

#### **Section 3. Fees**

Participation fees shall be at such rate, schedule, or formula as may be from time to time prescribed by the Board of Directors and shall be payable in accordance with such payment schedules as the Board shall determine.

Fees will consist of an individual or household participation fee, which will run for one year from the date of production through the end of the following calendar year. Members will receive

audition and ticket information, and will be eligible to apply for vacancies on the Board of Directors.

### **Section 3A. Sponsorships**

Any member or corporation may become a sponsor of Chaska Valley Family Theatre. Sponsorships shall run October 1 through December 31 of the following year. Sponsorship consists of financial donation and/or other in-kind donation above and beyond basic participation fees. Sponsorships at certain levels shall be listed in each production program in categories based upon their giving.

### **Section 4. Termination**

Any member/sponsor who does not renew their annual giving will be dropped from the membership list.

### **Section 5. Voting**

Each member whether individual, household, firm, association, or corporation in good standing is entitled to cast one vote at general membership meetings on actions requiring a vote by the general membership. Proxy vote will not be accepted. Eligible general voting members must be 18 years of age or older.

### **Section 6. Orientation**

Orientation of directors, producers, managers, and volunteers will be conducted as needed by the Board of Directors. Orientation of new board members will be the responsibility of the Executive Board.

### **Section 7. Honorary Membership**

Distinction in Chaska Valley Family Theatre theatrical affairs shall confer eligibility to honorary membership. Honorary membership shall have all the privileges of members except the right to vote. The Board of Directors shall confer or revoke honorary membership by a majority vote. Honorary membership shall be extended to the Artistic Director for each production, whereas, he/she shall be invited to Board Meetings as needed, during the time leading up to performances and after closing, as deemed necessary by the President.

### **Section 8. Other Memberships**

The Board of Directors may from time to time create at its sole discretion such other classifications of memberships, as it deems necessary or advisable.

## **ARTICLE III MEETINGS**

### **Section 1. Board of Directors Meetings**

The Board of Directors will meet monthly or as called by the President. The dates and times of the regularly scheduled monthly meetings shall be reviewed annually at the beginning of the calendar or fiscal year.

### **Section 2. Additional Meetings**

A general meeting of the Chaska Valley Family Theatre membership may be called by the President at any time, or upon petition in writing of any ten (10) members in good standing.

1. Notice of special meetings to include the purpose, place and time of meeting, shall be sent at least (7) days prior. Any special meeting must

- occur within seven (7) to twenty-one (21) days following the Board of Directors receiving the petition of ten (10) signatures of ten (10) members.
2. Committee meetings may be called at any time by the President, or the committee chairperson.

### **Section 3. Quorums**

At any meeting of the Board of Directors a simple majority (51%) will constitute a quorum and Roberts Rules shall govern procedures at all meetings.

### **Section 4. Proxies**

At all meetings of the Board of Directors each board member may vote by proxy. All proxies shall be communicated to the President before the time of the vote.

## **ARTICLE IV BOARD OF DIRECTORS**

### **Section 1. Number of Directors**

The Board of Directors shall be composed of at least of seven (7) members and no maximum.

### **Section 2. Term of Office**

1. Each Board Member's term is three (3) years. A board member may serve two (2) consecutive terms. A period of one (1) year must elapse before eligibility is restored, unless the minimum number of board members cannot be reached.
2. New board members may be solicited by invitation, advertisement, or other such means, and their qualifications and interest shall be submitted in writing in advance, for consideration by the current board members.
3. In the case of no volunteers for consideration as board members, and if the board make-up would fall below the required 7-member minimum, the President shall form a nominating committee of two people from the board and three people from the general membership to consider possible suggestions.
4. Nominations by Petition. Additional candidates for the Board of Directors may be nominated by petition bearing the genuine signatures of at least five (5) members in good standing of Chaska Valley Family Theatre. Such petition must be filed with the President prior to the November Meeting.
5. The board shall select (by vote) new board members at the November meeting.
6. At the November meeting, the Board of Directors shall vote in Officers (President, Vice President, Secretary, and Treasurer) for the coming year. Officers shall serve for one year, and are renewable each year, by vote.
7. Should, during the course of the year, any board member be terminated or leave on their own accord, a special election (for member or officer) may be held to fill the vacancy.

### **Section 3. Seating of New Directors**

At the December meeting new members will be invited and introduced.

### **Section 4. Attendance**

Any board member who misses three (3) meetings in a year should consider if he/she can commit to the organization. This is also grounds for dismissal. Board of Director vacancies that occur mid-year may be filled by a majority vote or may remain vacant for the remainder of the year.

### **Section 5. Policy**

At the January meeting, the board will review the bylaws and policies, to acquaint new members.

### **Section 6. Duties of the Board of Directors**

The Board of Director's primary role is to uphold the mission of the organization, monitor its financial stability, set policy, and maintain overall management and administration of the

organization. The Board shall carry out the work of the organization by utilizing our community values and mission as its guide.

## **ARTICLE V** **OFFICERS**

### **Section 1. Determination of Officers**

The Executive Officers shall consist of President, Vice President, Treasurer, and Secretary. Executive officers shall be selected at the November meeting. Each officer shall serve for a term of one (1) year or until his/her successor shall be duly elected and qualified.

### **Section 2. Duties of Officers**

1. President - Shall serve as the chief executive officer and chief administrator of the activities of Chaska Valley Family Theatre. He/she shall set the agenda and shall preside at all meetings.
2. Vice President - Shall assist the President as needed. In the absence of the President, shall assume all duties as required of the President.
3. Treasurer - Shall be responsible for the safeguarding and accounting of the organization's financial assets. The Treasurer shall keep the Board regularly informed of the financial health of the organization. The Treasurer shall ensure that the organization files required IRS documentation annually.
4. Secretary - Shall be responsible for keeping of all minutes of meetings and decisions of the organization, and be responsible for all other administrative tasks as needed.

## **ARTICLE VI** **THEATRICAL PRODUCTIONS**

### **Section 1. Production Selection**

Productions and activities selected by the board of directors will take into consideration:

- Available talent pool of actors/dancers/musicians
- Audience appeal
- Financial viability

In all instances, the productions and events shall endeavor to further the mission of the organization.

### **Section 2. Organizational Activities**

Organizational activities shall be outlined and defined by the Board of Directors. Policies and procedures guiding these activities shall be documented in a set of written policies and procedures, and approved by the board. The Board will be in charge of planning/scheduling events on an annual basis as it relates to fulfilling its mission.

## **ARTICLE VII** **COMMITTEES AND TASK FORCES**

### **Section 1. Appointment and Authority**

The Board of Directors shall appoint committees and task forces as deemed necessary. These committees or task forces will be formed to review and create new policies and procedures as needed. The board shall define all of the powers and duties of the committee or task force at the creation of the group.

## **Section 2. Limitation of Authority**

No action by any Director, Producer or their appointed personnel shall be binding upon, or constitute an expression of the policy of the Chaska Valley Family Theatre until it is approved or ratified by the Board of Directors.

## **ARTICLE VIII FINANCES**

### **Section 1. Fiscal Year**

The fiscal year of Chaska Valley Family Theatre shall be any consecutive 12-month period, as agreed by the Board. The organization shall submit any financial filings as required by the IRS on a calendar-year basis.

### **Section 2. Budget**

The Treasurer shall compile a budget of estimated expenses and proposed sources of revenue for the coming year. Said budget will be available to the Board of Directors one month prior to the start of the fiscal year, and shall be voted on by the board at the start of the fiscal year. It is understood that changes will occur throughout the course of any given fiscal year, and the board shall make adjustments as needed as the year progresses.

### **Section 3. Disbursements**

Upon approval of the budget, the Board of Directors shall authorize disbursements in accordance with a procedure to be determined by the Board. Changes to budgeted amounts shall be brought forward by the treasurer, and discussed with the Board at monthly meetings. No person shall incur debt for the organization for any sum not allocated or approved by the Board of Directors.

## **ARTICLE IX DISSOLUTION**

### **Section 1. Procedure**

Chaska Valley Family Theatre will use its funds only to accomplish the objects and purposes specified in these by-laws as they may be from time to time amended, and no part of said funds shall inure to the benefit of, or be distributed to, members of Chaska Valley Family Theatre. By a six-sevenths vote, the Board of Directors may propose to the general membership dissolution of said Chaska Valley Family Theatre. This organization may be dissolved by a vote of 51% of the members present and voting at any general or special meeting provided that thirty (30) days written notice of such intent is mailed to the last known address of each member entitled to vote. On dissolution of Chaska Valley Family Theatre, any funds or property remaining shall be distributed to one or more duly organized and qualified charitable, educational, scientific, or philanthropic organizations to be approved by the general membership.

## **ARTICLE X PARLIAMENTARY AUTHORITY**

The then current edition of Roberts Rules of Order shall be the final source of authority in all questions of procedure when such rules are not inconsistent with the by-laws of Chaska Valley Family Theatre.

## **ARTICLE XI AMENDMENTS**

These by-laws may be amended by a majority of the members at any regular or special meeting, providing that the notice for the meeting includes the proposal for amendments. Amendments to the by-laws may be made through a majority vote of the Board and acceptance by the members provided the proposed amendments are published to the membership at least seven (7) days prior to said vote. General Members have seven (7) days once communication has been sent, to contact any Board Member if there is concern over new changes to the by-laws.

## **ARTICLE XII** **NON-DISCRIMINATION**

Chaska Valley Family Theatre shall comply with all current local, state and federal statutes prohibiting discrimination.

## **ARTICLE XIII** **COMPLIANCE**

In the event that any conflict arises between these bylaws and the laws of any state or federal laws, these bylaws are to be construed in such a manner as to comply with such laws and regulations.

### **Section 1. Drug/Alcohol Policy**

Participants shall adhere to all facility policies as it pertains to drug/alcohol use, as well as state and federal laws as it pertains to minors and controlled substances. In any case where there is reasonable suspicion that a participant is under the influence of drugs or alcohol or has violated the provisions of this policy, CVFT and the Board of Directors has the right to expel the individual from the premises as well as prohibit participation/involvement in any future production or activity.

### **Section 2. Safety**

CVFT shall maintain an environment that is healthy, safe, and secure for all family members and participants. CVFT members and participants have a responsibility to follow basic safety procedures designed to maintain a healthy, safe, and secure environment. Any adult participating in a CVFT production is responsible for helping CVFT maintain this safe environment for all ages. CVFT shall carry liability insurance for its operation to protect itself from lawsuits related to its activities.

## **ARTICLE XIV** **ESTABLISHMENT OF CVFT NEW PRODUCTION WORKSHOP**

In order to foster creativity, Chaska Valley Family Theatre has established the CVFT New Production Workshop. The purpose shall be to provide support for original works by CVFT members. New Production Workshop will adhere to the by-laws and mission statement of CVFT with the exception that, New Production Workshop reserves the right to establish its own audition and casting policies.

*Revised/Approved May 2011*

*Update/minor wording updates, address changed, Dec 2015*