

SIKESTON LITTLE THEATRE, INC.  
BY-LAWS  
Revised and Last Amended May 1<sup>st</sup>, 2019

ARTICLE I

MEMBERS

SECTION 1. Names of new members shall be submitted to the Board of Directors to be added to the roster. A membership will entitle the holder to attend each play of the season. The number of seats will depend on the membership level.

ARTICLE II

PARTICIPATION

SECTION 1. Participation in the productions and performances of the Sikeston Little Theatre shall be at the discretion of the Board of Directors.

SECTION 2. It shall be the policy of Sikeston Little Theatre, Inc. to be as fair and diverse as possible in the casting of all roles in its productions.

SECTION 3. All participants in SLT productions and performances age 18 and above will have a background check. This includes cast, crew, or anyone who comes into contact with underage participants. Results of the background check may cause the participant to be barred from any participation. Anyone who is on a sexual offender list will not be allowed to participate in SLT Productions.

ARTICLE III

BOARD OF DIRECTORS

SECTION 1. The control of Sikeston Little Theatre, Inc. is vested in the twelve (12) member Board of Directors. No compensation shall be paid to the board members for their services in this capacity.

SECTION 2. Any person who has been a member of Sikeston Little Theatre, Inc. and whose membership has been paid for the previous season and the current season at the time of nomination is eligible to serve as a member of the Board of Directors.

SECTION 3. Four board members shall be elected annually for a term of three (3) years. In the event of a vacancy on the Board of Directors, this vacancy shall be filled by the President. The term of the newly appointed member shall coincide with the remainder of the vacancy.

SECTION 4. Board members may only serve three (3) consecutive three year terms for a total of nine (9) years. (If that member has been appointed to serve out the remainder of a partial three year term, those appointed years do not count in the above nine

years). After one year off the board, the individual would be eligible to be a candidate for a board member.

SECTION 5. The Board of Directors shall conduct, manage, and control all the affairs and business of Sikeston Little Theatre, Inc., and shall make rules and regulations consistent with the laws of this state and/or the constitution and by-laws of Sikeston Little Theatre, Inc. The Board of Directors may authorize the purchase, encumbrance, and sale of real or tangible property; may enter into, perform, or authorize the performance of contracts and agreements with respect to the acts and powers granted by law, or by the constitution and by-laws of this organization. They shall generally supervise all activities of the Sikeston Little Theatre, Inc. Six (6) voting members of the Board of Directors shall constitute a quorum.

SECTION 6. Three unexcused absences of a board member during a fiscal year may act as a resignation from office. Any board member may be removed by a two-thirds vote of the Board of Directors.

#### ARTICLE IV

##### DUTIES OF OFFICERS

SECTION 1. President. The President shall preside over all meetings of the membership and the Board of Directors; serve as an ex-officio member of all standing and special committees; be responsible that the constitution and by-laws of the organization are fully enforced, and shall sign, when necessary, all organization documents.

SECTION 2. Vice-President. The Vice-President shall serve in the absence of the President and perform any duties assigned to him or her by the President or Board of Directors.

SECTION 3. Secretary. The Secretary shall attend all meetings of the members and directors; keep an accurate and permanent record thereof; have charge of the correspondence of the organization; maintain an accurate membership list; and serve or give notice of meetings at the direction of the President and Board of Directors.

SECTION 4. Treasurer. The Treasurer of the organization shall have custody of all cash, funds and securities, keeping an accurate record thereof. The Treasurer shall disburse funds only in payment of accounts approved either by the President or the Board of Directors, and shall maintain deposits of all funds in the name of the organization.

SECTION 5. All officers. The President, Vice-President, Secretary, and Treasurer shall be signatories on funds of Sikeston Little Theatre, Inc. Two signatures shall be required for dispersal of said funds upon order of the President or the Board of Directors. The President may transfer funds between accounts with approval of the Board of Directors.

#### ARTICLE V

## COMMITTEES

SECTION 1. The President shall, with approval of the Board of Directors, appoint whatever committees deemed necessary to conduct and carry on the business of Sikeston Little Theatre, Inc. as outlined in the statement of purpose and the by-laws. The term of office of committee members shall be determined by the Board of Directors at the time of appointment.

## ARTICLE VI

### ELECTIONS

SECTION 1. The election of the Board of Directors shall be conducted by printed ballot, mailed to all members thirty days prior to the end of the fiscal year. Ballots shall be returned to the Secretary within twenty days of the date mailed.

SECTION 2. A list of members shall be available from the Secretary upon written request from any member.

SECTION 3. The nominees selected by the nomination committee shall be presented to the members by written ballot. The nominees shall be placed in alphabetic order on the ballot with space provided for write-in candidates.

SECTION 4. A simple majority of votes cast shall constitute an election. A special committee appointed by the president shall count the ballots and report their results to the board at the next meeting.

SECTION 5. The President, Vice-President, Secretary, and Treasurer shall be elected by ballot at the first meeting of the Board of Directors during the fiscal year. A simple majority of votes cast shall constitute an election. Board members are eligible for the presidency after serving one year on the Board of Directors.

## ARTICLE VII

### MEETINGS

SECTION 1. Meetings of Sikeston Little Theatre, Inc. may be called at any time at any time at the discretion of the Board of Directors or upon written demand of 25% of the membership

SECTION 2. Notice of place, time and purpose of all meetings of the membership Sikeston Little Theatre, Inc. shall be given by publication in a local newspaper of general circulation setting forth the time, place and date of the meeting.

SECTION 3. The Board of Directors of Sikeston Little Theatre, Inc. shall hold regular monthly meetings. Special meetings may be called as needed.

## ARTICLE VIII

## PRODUCTIONS

SECTION 1. A Producer who shall be a Board Member shall be appointed by the Board of Directors for each production and they will work with the corresponding Director.

SECTION 2. The Director for each production may attend the meetings of the Board of Directors during the production of the play to address concerns along with their Producer, however they are not required to attend.

SECTION 3. The Director shall have supervision and the right of delegation over production factors pertaining to a play except as provided by the Producer. The Board of Directors of Sikeston Little Theatre, Inc. shall approve all expenditures and/or budget. This information shall be presented by the Producer and/or Director.

SECTION 4. A separate financial account shall exist and as such be labeled 'SEASON PRODUCTION COSTS' and shall contain funds to procure rights and other costs as needed for the season of shows. Revenue from all productions shall go into this account to help pay for upcoming shows and related costs. Membership revenue and donations of a general nature shall not go into this account directly. If funds are procured from other accounts they shall be replaced as the account can manage throughout the season. This work shall be executed by the Treasurer who shall be assisted by the Vice-President and any other Board Members the President sees fit.

## ARTICLE IX

### RULES OF ORDER

SECTION 1. Where not in conflict with the constitution or by-laws of Sikeston Little Theatre, Inc., the current Robert's Rules of Order shall govern proceedings at all meetings.

## ARTICLE X

### FISCAL YEAR

SECTION 1. The fiscal year of this organization shall begin on the first day of July of each year, and terminate on June 30 following.

## ARTICLE XI

### AMENDMENTS

SECTION 1. These by-laws may be altered, amended, or repealed and other by-laws adopted, by the Board of Directors of Sikeston Little Theatre, Inc., in accordance with

the articles of incorporation, by an affirmative vote of two-thirds of the entire Board of Directors.

1. Proposed amendments to the by-laws may be presented, in writing, to the Secretary at least twenty days prior to presentation to the Board of Directors for consideration. Copies of the proposed amendments shall be given to each board member at least ten (10) days prior to the date of the meeting at which the proposed amendments will be considered.
2. The President may call a special meeting of the Board of Directors to consider proposed amendments.
3. Proposed amendments to the by-laws may also be submitted to the Board of Directors by a number equal to at least one-third of the entire membership of Sikeston Little Theatre, Inc. In such case, the procedure for presentation to the Board of Directors and for adoption shall be the same as outlined above.

#### ARTICLE XII

#### TRUSTEES

SECTION 1. The President, Vice-President, Secretary, and Treasurer of the Board of Directors of Sikeston Little Theatre, Inc. shall serve as trustees for the corporation.

#### ARTICLE XIII

#### DISOLUTION OF THE CORPORATION

SECTION 1. In the event of the dissolution of the corporation, all assets thereof, after payment of all outstanding liabilities, shall be distributed in the following manner: as provided by Chapter 355 of the Revised Statutes of Missouri (1959).

Any monies given to the corporation for a specified purpose or specific length of time shall be returned to their donor or his heirs if that purpose or time limit has not been followed. All other assets shall be distributed to a like not-for-profit corporation recognized by the State of Missouri and the U. S. Internal Revenue Service.