

Actors & Theatre Arts Guild Bylaws
Amended and Approved
November 13, 2023

ARTICLE I — GENERAL

Section A. The name of this organization shall be the Sun City Texas Actors & Theatre Arts Guild (hereinafter referred to as the "Guild").

Section B. The purpose of the Guild is to nurture the crafts of acting and theatre arts in Sun City, Texas through live performances, learning seminars, training, teaching activities and other similar activities and endeavors.

Section C. These bylaws will comply with the Sun City, Texas Community Association's Governing Documents ("Documents") and the Policy for Charter Clubs ("Policy"). In the event of a conflict between these bylaws and the Documents or Policy, the Documents and Policy will prevail. (Hereinafter, "Sun City Texas Community Association" shall be referred to as "Association".)

Section D. The Guild shall be operated as a not for profit organization in accordance with the applicable statutes and the Association Documents.

ARTICLE II — MEMBERSHIP

Section A. Membership shall be open to any Association member and renter in good standing without discrimination as to race, religion, color, sexual orientation or national heritage.

1. Members to be in "good standing" must have paid their annual Guild membership dues payable online or at the member office, and not be subject to any disciplinary action by the Guild or the Association.
2. Members who have not paid their annual membership dues to

the Guild by the end of January of each year shall be automatically dropped from the Guild's Membership Roll.

3. All members shall serve without compensation from the Guild for their services rendered.

Section B. There shall be no precondition for membership, nor will members be required to join any national, state, or regionally affiliated organization.

Section C. Guests — defined as follows:

1. Resident Guest — All Association members and renters in good standing with the Association are eligible to join the Guild. An Association member or renter is welcome to attend Guild meetings up to three times as a guest before becoming a member.

2. Non-Resident Guest — All other individuals who are accompanied by an Association member are considered non-resident guests and do not qualify for Guild membership.

3. Developer Guest — During the period of community development, and as long as the developer has the capability to annex land to the community, "Vacation Getaway" (VG) visitors and prospective home buyers are permitted to attend Guild meetings under the same conditions as a Resident Guest.

Section D. Membership dues are payable in full in advance or on the first day of the calendar year. New members must be paid in full before being recognized as "members in good standing".

Section E. Members who become abusive or who blatantly create turmoil, disruption or dissension with the Guild members, other clubs or the Association in general or who otherwise violate the Guild's rules and governing documents, may be penalized by the Guild by warning letters, limitation of certain Guild privileges, being put on probation for a period not to exceed six months or being suspended from the Guild for periods not to exceed six months. During such time of suspension the disciplined member shall not be considered to be in "good standing".

ARTICLE III — OFFICERS AND EXECUTIVE BOARD

Section A. The Officers of the Guild are a President, Vice President, Secretary, and Treasurer. These Officers are also members of the Executive Board. Additionally, the Executive Board shall include an Artistic Director, two Board Members at Large and the immediate Past President of the Guild. All Officers and Executive Board Members shall be Members in good standing. The Past President is an advisory, non-voting member of the Executive Board. All other members of the Executive Board are voting members.

Section B. All voting members of the Executive Board shall be elected by a vote of the Membership and shall serve without compensation.

Section C. All Officers and the Artistic Director are elected for one-year terms and are limited to two consecutive terms in office. The term of office shall begin on the first day of January and end on the last day of the following December. The term of office for the Board Members At Large shall be for two years and have no consecutive terms of office. One Board Member at Large shall be elected each year.

Section D. Elections. The Officers and Executive Board Members filling vacancies for the ensuing year shall be elected for the following year at a time in the month of October, designated by the Executive Board using electronic voting and paper ballots as requested from the secretary. Votes from at least 20% of the Membership in good standing are required. In addition, each selected candidate must receive votes from more than ½ of those voting.

Section E. The responsibilities of the Officers, Artistic Director and Board Members at Large shall be as follows:

1. President — shall preside over all Guild meetings and be responsible for the administration of all Guild business; shall act as principal liaison between the Guild, the Association and other clubs; shall issue notices of all meetings; shall appoint coordinators and shall assist in protecting the financial and administrative integrity of the Guild.
2. Vice President — shall perform the duties of the President in the

latter's absence; shall perform other duties as may be assigned by the President.

3. Secretary — shall keep all records and minutes of the meetings of the Membership and Executive Board; shall conduct correspondence relating to the Guild; and shall furnish the Association with such reports as may be necessary. The Secretary shall ensure that the Secretary's records are retained for three years and, upon leaving office, will pass the records on to the successor Secretary. The Secretary shall perform other duties as may be assigned by the President.

4. Treasurer — shall receive all dues, and other monies and shall disburse funds on behalf of the Guild, shall maintain appropriate books, ledgers, and other accounting records reflecting the financial transactions of the Guild and its current financial condition; shall furnish the Association with such reports as may be called for; and shall report regularly to the Membership on the financial condition of the Guild; and at such other times as the President may direct. Upon leaving office the Treasurer will pass the records to the Treasurer's successor. These records will be reviewed by an Internal Review Committee prior to the transfer to the successor Treasurer. The Treasurer shall perform other duties as directed by the President. The treasurer will retain records for no longer than four years.

5. Artistic Director — shall work within the scope of the job description for the Artistic Director as stated in the approved Coordinator System, to plan and coordinate all of the Guild's public productions and presentations; shall select plays in consultation with a Play Reading Committee for the upcoming season following the Artistic Director's term of office; shall select directors for the subsequent season. All play and director selections are subject to approval of the Executive Board. The Artistic Director shall have authority to provide direction and consultation to directors to ensure the Guild is fulfilling its purpose and is maintaining its integrity with its Membership and its community of patrons. The Artistic Director shall perform other duties as directed by the President.

6. Board Members at Large—shall serve on the Executive Board for

two years. Members at large are the primary representatives for the Members in regard to any member issue. The Board Member at Large/Membership shall serve as membership chair to manage all functions involving the recruitment of new members, such as new resident fairs, chartered club fairs, and socials for new members to learn more about AcTAG. This Member at Large will also serve as the Executive Board's representative on the Nominating Committee. The second Member at Large will serve as Member at Large/ Education, who will oversee and support education according to the approved Coordinator System. The President may assigned other duties as well.

Section F. The responsibilities of the Executive Board are to provide leadership and guidance to the Guild and its members for fulfillment of the Guild's purpose, the following duties are included in the activities of the Executive Board but are not to be construed as limiting the authority of the Executive Board to lead the Guild's efforts to fulfill its purpose.

1. Establish interest teams and their responsibilities. Each team will be led by a coordinator appointed by the president.
2. Establish policies and procedures for the operation of the Guild.
3. Review and recommend an annual budget to the Membership.
4. Set fees for Guild activities, services, and supplies.
5. Recommend annual Membership dues for approval by the Membership.
6. Review and approve financial status reports from the Treasurer at least quarterly.
7. Review inventory periodically.
8. Perform any and all acts necessary to fulfill the purpose of the Guild.

Section G. Should the office of the President become vacant, the Vice President will succeed to the vacated presidency. Should any other office

or any voting Executive Board membership become vacant, the President will fill the vacancy by appointment from the Membership, subject to the approval by a majority of the Executive Board.

ARTICLE IV — MEETINGS

Section A. Meetings of the Membership

1. Regular Membership Meetings are to be held at least nine (9) times a year at a date, time and place to be set by the Executive Board.
2. The President may call Special Membership Meetings and must call such meetings when directed to do so by a majority vote of the Executive Board.
3. The President shall provide notice of all Membership meetings (both Regular and Special).
4. The proceedings of all Membership Meetings shall be recorded in minutes by the Secretary. These minutes will be open to the Membership and the Association.
5. Roberts Rules of Order Newly Revised shall be a guide for the proceedings of Membership Meetings.
6. For items voted on during meetings, a simple majority of the Membership in good standing is required.

Section B. Social meetings of the Guild are to be held at a time and place to be set by the Executive Board.

Section C. Meetings of the Executive Board

1. The Executive Board shall meet no less than quarterly at times and places designated by the President. These Regular Executive Board Meetings shall be established by written policies and procedures and shall be open to the Membership.
2. The President may call Special Meetings of the Executive Board and must call such meetings when directed to do so by a majority of

the Executive Board.

3. The proceedings of all Executive Board meetings (Regular and Special) shall be recorded in minutes by the Secretary and made available to the Membership.

4. Roberts Rules of Order Newly Revised shall be a guide for the proceedings of all Executive Board meetings.

5. A quorum at Executive Board meetings shall consist of at least four voting members of the Executive Board. A majority vote of those voting is required to resolve any matter on which the Executive Board acts.

6. At the President's discretion the Executive Board may conduct its business in a closed executive session to consider matters that would include; grievances, personnel, appointments to positions of responsibility and similar matters considered by the President to be best considered in a closed session. Minutes will be taken by the Secretary and kept in a secure file accessible only to the president.

ARTICLE V—GRIEVANCES

Section A. A Member who has a grievance against the Guild policies, procedures or actions shall consult Section 5.2.4 in the Association's Policy for Chartered Clubs for procedures and forms to use when filing a grievance.

Section B. A disciplined Member or any Member may file a grievance with the Guild for acts or omissions by the Guild, its Officers, Executive Board, or Members relating to activities of the Guild.

ARTICLE VI — FINANCIAL

Section A. Financial procedures for collection, deposit and expenditure of funds will comply with the procedures outlined in the AcTAG Policy and Procedures.

Section B. Annual dues for membership in the Guild shall be recommended by the Executive Board at the September Membership

meeting and shall become effective upon approval by the Membership for the ensuing year. All other fees shall be established by an affirmative vote of the Executive Board.

Section C. The Executive Board must budget for all expenditures of Guild funds. Approval of the annual budget by the Membership is authorization for expenditure from that budget. Total expenditures authorized by the Executive Board above the approved annual budget is limited to 5% of the total annual budgeted expenditures. For expenditures above the 5% of the total annual budgeted expenditures the approval of the Membership is required. The Executive Board will establish policies for the collection and disbursement of Guild funds in compliance with procedures outlined in the Policy.

Section D. To facilitate an informed vote by the Membership on the proposed budget, the Treasurer will make available a copy of that budget to the Membership at least 10 days before the Membership meeting at which the budget vote is to take place. This meeting will take place prior to the Association's submittal deadline.

Section E. The President, Vice President, Secretary, Treasurer, and Artistic Director shall have the authority to approve check requests for the Guild. All check requests for an amount over \$1,000 must have two signatures before being submitted for payment. No check request may be approved by the person requesting reimbursement.

Section F. The accounting year shall be from January 1 through December 31.

Section G. Internal Review Committee. Financial records shall be reviewed by a review committee of at least two members appointed by the President. Members of this committee shall not include any members of the Executive Board. The results shall be presented to the Membership at a duly called meeting and recorded in the minutes of that meeting. This review is required before a new person to the treasurer position takes office. The review will be done during the term of the out-going Treasurer.

ARTICLE VII — AMENDMENTS TO THE BYLAWS *****

Section A. A vote of at least 2/3 of 20% of the Membership in good standing is necessary to approve changes or additions to the bylaws and is subject to the approval of such changes by the Association. This vote shall be accomplished by electronic voting and paper ballot as requested.

ARTICLE VIII - SPECIAL INTEREST GROUPS

Section A. Any member or resident in good standing, with the written endorsements of a least five (5) members in good standing, may submit an application for the formation of a Special Interest Group (SIG) to the Club's Secretary.

Section B. The activities of a SIG will be in keeping with the purpose of the Club as stated in the Club's Bylaws. This purpose will be clearly defined in the application and narrow enough in scope to prevent overlap with other chartered clubs.

Section C. The Executive Board shall review the application. If such application meets with the Club's Bylaws and the criteria stated in Sections A and B above, the application will be presented to the Membership for approval.

Section D. The Secretary shall provide a copy of the application and an accompanying statement of the rationale to the board at least fourteen (14) days prior to the date of the meeting designated for discussion of the application.

Section E. To accept the formation of a SIG to the Club requires a majority vote of eligible members attending the meeting. This vote may be accomplished by electronic voting.

Section F. All SIG participants must be members of the Club.

Section G. A representative, selected by participants from each SIG, shall attend the Executive Board meetings to provide updates of their SIG's activities and account for any monies collected and expended by their SIG.

Section H. A SIG can be dissolved by a majority vote of the Executive Board.

Article IX---Coordinator System

Section A. The Coordinator System will support the organization of the Guild by establishing teams that are led by Coordinators who are approved by the President annually.

Section B. The function of the Coordinators shall be articulated in the job descriptions for each Coordinator and will not be in conflict with the bylaws, policies and procedures of the Guild or the Association.

Article X — DISSOLUTION

Section A. Upon the Guild’s dissolution, all Guild assets (monies, inventory and equipment) will remain assets of the Association.

FOR THE GUILD:

FOR THE ASSOCIATION:

Name/Signature

Name/Signature

Date

Date