

**BY-LAWS OF
GRAND ISLAND LITTLE THEATRE, INC**
Approved on June 29, 2013

ARTICLE I

Membership

Section 1. Memberships

Any person 18 years of age or older will become a voting member of the Grand Island Little Theatre, Inc., upon purchase or issuance of one or more season tickets or upon involvement in at least one production during the current year.

Section 2. Season Memberships

Season memberships shall be effective from the first day of June until the 31st day of May of the following year. Hall of Fame recipients are considered lifetime members with all membership privileges.

Section 3. Corporate Memberships

Businesses/corporations that purchase a corporate sponsorship will be considered a voting member with one vote from the first day of June until the 31st day of May of the following year.

ARTICLE II

Meetings

Section 1. Corporation Meetings

In addition to the annual corporation meeting, further corporation meetings may be called by the Board of Directors at such time and place as may be designated by the President. Written or electronic notice of any such meeting shall be given by the Secretary at least two (2) weeks before the day of such meetings. A simple majority of the sitting Board of Directors shall constitute a quorum for any meeting.

Section 2. Emergency Meetings of the Corporation

Emergency corporation meetings may be called by the President or by the majority vote of the members of the Board of Directors or by the Secretary upon receipt of a Petition signed by ten (10) members. Such special meetings shall be held in the City of Grand Island at such time and place as may be designated by the person or persons authorized herein to call such a meeting. Written or electronic notice of such meeting shall be transmitted by the Secretary at least five (5) days prior to the date of such meeting and said notice shall state the purpose of the meeting and no other corporation business may be transacted at such meeting. The quorum for these meetings shall be a simple majority of the sitting Board of Directors.

Section 3. Board of Directors Meetings

There shall be a regular meeting of the Board of Directors held monthly. A simple majority of the sitting Board shall constitute a quorum. A regular meeting may be canceled or changed by a vote of the Board. Special meetings of the Board of Directors may be called by the President or by a majority of the members of the Board by petition. Notification may be sent by postal mail or electronic mail. A simple majority of the Board shall constitute a quorum.

ARTICLE III

Board of Directors and Officers

Section 1. Board of Directors

The Board of Directors shall be composed of not less than nine (9) members and a maximum of sixteen (16) members who shall be elected from the entire membership and the community-at-large with at least three (3) elected each year to serve a term of three (3) years. A current Board member may be nominated to be re-elected to serve another three (3) year term, but in no event shall a Board Member exceed three (3) consecutive terms. In the event a member of the Board of Directors cannot complete his/her term, the vacancy shall be filled by appointment from the Board President and approved by majority vote of the sitting Board of Directors. The individual(s) shall be appointed to complete the remainder of the unexpired term of the vacancy. A simple majority of the Board of Directors shall constitute a quorum. The Nominating Committee shall prepare a slate of nominees equal in number to the number of Board vacancies. A numbered ballot containing said slate of nominees, as approved by the Board, will be mailed to each member and must be returned by mail or hand delivered to the Executive Director's Office by the established deadline to constitute a vote. The elected members of the Board shall choose among themselves a President, Vice President, and Secretary and Finance Officer. All officers of the Board of Directors shall be elected for a term of one year. Officers shall be eligible for re-election until their board term is completed. The Executive Committee shall appoint, with the approval of the Board, the Chair of the Production Council who shall be a member of the Board for a term of 2 years. The Board President shall appoint, with the approval of the Board, for a term of one fiscal year, committee chairpersons as outlined in the Corporation's Organizational Chart.

Section 2. Officers Defined

President

The President shall be the chief executive officer of Grand Island Little Theatre, Inc. The President shall preside at all meetings of the Corporation and the Board of Directors. The President shall also be an ex-officio member of all committees, voting only in the case of a tie. The President shall create special committees necessary to carry on the business of Grand Island Little Theatre with the approval of the Board of Directors.

Vice President

The Vice President shall have the power and exercise the duties of the President in the case of the President's death, absence, or incapacity. The Vice President shall have other duties as may be assigned by the President.

Secretary

The Secretary shall act as clerk and take minutes of the Board of Directors' meetings at all regular and emergency corporation meetings. The Secretary shall work with the Executive Director to maintain all records of the Corporation. The Secretary shall have charge of all correspondence. The Secretary shall provide copies of the minutes of each meeting of the Board of Directors to each Board member with notice of the next regularly scheduled or special Board meeting.

Finance Officer

The Finance officer shall oversee all monies, collections, disbursements and deposits as well as other financial committees of the Corporation as outlined in the Organizational Chart. All deposits shall be made in a bank satisfactory to the Board. The books shall at all times be open to the inspection of the Board. The Finance Officer shall provide a detailed report to the Board at every meeting illustrating the condition of the Corporations' finances and at the annual meeting or at any Corporation meeting.

Executive Committee

The Executive Committee shall consist of the President, Vice President, Secretary and Finance Officer.

ARTICLE IV

Production Council

Section 1. Defined

The Production Council shall be composed of the following:

- Production Council Chair, who is a member of the Board of Directors and has been appointed by the Board of Directors.
- Committee Chairs, who are appointed by the Production Council Chair.
- Committee Members, who are appointed by the Committee Chairs.

Committee Chairs are appointed by the Production Council Chair. Each committee chair is responsible for building their committee, and all working members of GILT shall be considered production committee members.

Meeting times and locations will be announced.

Section 2. Duties

The Production Council shall oversee all creative areas of production, including, but not limited to play selection and directors & producers.

Each show's producer will provide a proposed budget to the Board of Directors no later than February 1st for approval and they are expected to stay within that budget. See Grand Island Little Theatre's Production Council Policy for specific definition of responsibilities.

Section 3. Meetings

The Production Council shall meet on a monthly basis and the Production Council Secretary shall provide a written report of all actions prior to the next Board of Directors meeting.

Section 4. Term Limits

The Production Council Chairperson shall serve for a two (2) year term and may be reappointed by the Board of Directors. Committee Chairs shall serve for a term of one (1) year and may be reappointed by the Production Council Chair.

Article V

Amendments

Section 1. Amending By-Laws

These By-Laws may be amended at a Corporation meeting called for such purpose or by special mail-in ballot. Amendment, changes or other issues may be decided by a majority vote of the voting members present at such meeting or by returning their ballots, but not both on the same issue.

Section 2. Notice of Proposed Amendments

The proposed amendment(s) must be embodied in the call of such meeting and mailed or electronically mailed to each member at least two (2) weeks prior to the date of such meeting or mail-in deadline.