

GVR VALLEY PLAYERS CLUB BYLAWS

ARTICLE -I – NAME

- A. The name of this club shall be “GVR Valley Players,” (aka Strolling Players) hereinafter known as the Club, a nonprofit organization of Green Valley Recreation, Inc. (GVR).
- B. The Tax I.D. number: 86-04740-71
- C. The mailing address: 436 W. Elkhorn CT, Green Valley, Arizona 85614-3543

ARTICLE II – PURPOSE

The purpose of the Club shall be present live theater to Green Valley area residents, and to provide an outlet for GVR members who are interested in all facets of theater.

ARTICLE III – MEMEBERSHIP

- A. All members holding membership or tenant cards in good standing with GVR who have an interest in live theater are entitled to join and attend any meeting or activity.
- B. The Club adheres to GVR’s Three Strike Rule regarding any non-compliance of the Club and GVR Rules and Regulations. See GVR Corporate Policy Manual, Section VIII GVR Programs/Clubs, Member Code of Conduct, 2.a. Three Strike Rule (or successor rule). If a member is terminated from the Club for cause, he/she may reapply for membership after 90 days. If approved the member must pay the regular new member fee and will be on probation for 12 months. Any future infraction of Rules and Regulations will result in immediate termination with no possibility of rejoining the Club.

ARTICLE IV – MEMBERSHIP COMPLIANCE REQUIREMENTS

The Club, when presenting public performances will be permitted to hold open auditions and use non-GVR individuals in a performing or production role under the following circumstances:

- A. No club members are available with the necessary qualifications to perform that assignment. Directors have made every possible effort to determine availability of qualified members within the club for performing or production roles.
- B. Approval is obtained by the President from GVR Administration by the President in writing, including email, on a play –by-play basis.
- C. Each non-GVR individual signs an agreement-acknowledging that he/she will not be covered by GVR corporate worker’s compensation or listed as an additional insured individual in any GVR commercial insurance coverage.
- D. The agreement will noted the terms and conditions of their involvement in the production and will not last beyond that specific performance. Should the individual be a minor, the parent/guardian must sign the agreement on behalf of the minor.
- E. GVR will accept student participation in a production with the acknowledgment and sponsorship of the student’s school administration.

ARTICLE V- GUESTS

The Club may grant guest privileges at its own discretion, as long as these are eligible guests in accordance with GVR Bylaws. The club may not grant honorary membership, or the equivalent, to anyone who is not a GVR member. The club may be more restrictive, but not more lenient, than GVR guest policies

ARTICLE VI – GOVERNING BODY

- A. The Governing Body (hereafter referred to as the Board) shall consist of president, vice president, secretary, treasurer, and three members-at-large. The officers and members-at-large shall perform the duties as prescribed by these bylaws and by the parliamentary authority adopted by this club.
1. Board members are elected by the membership at the annual meeting in November to begin a term starting the following January. Officers shall serve a two-year term. The president and secretary shall be elected to serve terms beginning in even numbered years and the vice president and treasurer to serve terms beginning in odd numbered years. Members-at-large will serve on-year terms and be elected every year.
 2. Only one member per household shall be allowed to serve on the board at a time.
- B. The duties of the officers are defined as follows:
1. The president shall perform the usual duties pertinent to that office, preside at all meetings of the membership and of the Board, appoint all committee chairpersons with the approval of the Board, and serve ex-officio on all committees except the Nominating Committee. The president will represent the club as a contact person with GVR.
 2. The vice president shall perform the duties of the president in the absence of the president and shall perform such other duties as assigned by the president.
 3. The secretary shall prepare the minutes of the proceedings for all meetings of the club and of the Board, and shall perform such other duties as assigned by the president.
 4. The treasurer shall:
 - a. Receive all funds belonging to the club
 - b. Disburse funds allocated in a board approved budget or as approved by the board as an exception or addition to that budget
 - c. Keep accurate records of all financial transactions

- d. Prepare a financial report for the annual meeting
- e. Prepare a year-end financial report to be filed with GVR with ninety (90) days following the close of the fiscal year
- f. Prepare any reports that are required by the club Board and GVR
- g. Serve as chairperson of the Finance Committee

C. The Board shall retain overall responsibility for all club activities:

1. Major productions; The Board
 - a. Shall have final approval of each play selected for full-scale production
 - b. Shall call for and/or advertise for and select directors in a timely manner
 - c. Shall have final approval of the budget for each production; and
 - d. Shall perform such other duties as are specified in these bylaws

2. Major Productions: The Artistic Director: Duties and Responsibilities:
 - Solicits plays and skits either on-line, by email or in person
 - Assesses suitability of plays for Green Valley audiences
 - Selects plays for performances
 - Conducts auditions or readings for all dues paying members
 - Casts shows
 - Establishes and conducts rehearsals and rehearsal schedules
 - Directs shows
 - Provides feedback on a regular basis to actors
 - Assists in marketing performances through various venues
 - Assigns lighting, sound, music, props and costumes as appropriate
 - Establishes vendor contracts and fees as appropriate
 - Supervises stage manager, producer, lighting and sound technicians, and other staff/volunteers as needed

Auditions are open to all club dues paying members and persons who have not previously been a member of the club. Previous club members who are not current members need to pay dues before auditioning.

3. Other events and programs: The Board shall evaluate and fund events or programs which are aligned with the club purpose.
4. All meetings of the Board shall be conducted according to Robert's Rules of Order and are open to all interested members of the club.
5. Regular meetings of the Board shall be held at least four (4) times a year.
6. A quorum of the Board shall consist of four members of the Board's seven members.
7. Additional meetings of the Board may be called by the president or vice president, or any three (3) elected members of the board.
8. Only currently elected or appointed Board members are eligible to vote.
9. Anyone wishing to address the Board must notify the president at least five days prior to the meeting. An announcement of a regular meeting should be available on the

website, in a regular newsletter, or by email a week in advance of a meeting and an agenda should be made available at that time.

10. A special meeting of the board can occur without notice to deal with an emergency situation requiring Board action. If a vote is taken by email or special meeting the general membership shall be notified of the outcome within a reasonable timeframe.

ARTICLE VII – NOMINATIONS AND ELECTIONS

- A. A list of nominees of officers and directors shall be presented to the membership by the Nominating Committee prior to the annual meeting in November.
- B. If there is more than one (1) nominee for any office; the election shall be by a secret, written ballot. Ballot counting should be done according to Robert's Rules of Order guidelines.
- C. Prior to the election, additional nominations shall be permitted from the floor.
- D. A majority vote of the members present and voting shall elect.
- E. Directors shall be elected at large, and those nominees receiving the highest number of votes shall be elected.
- F. Newly-elected officers and members-at-large shall take office January 1 of the succeeding year and shall be provided with a copy of the bylaws and any other information pertinent to the performance of their duties.

ARTICLE VIII – VACANCIES

The vice president shall perform the duties and exercise the powers of the president during that person's absence, disability, or resignation. If any other Board position should become vacant, the remainder of the term shall be filled by appointment by the president with the Board's approval.

ARTICLE IX – COMMITTEES

The Standing and Special Committees are appointed by the president, with approval of the Board, as may be deemed necessary.

- A. Standing Committees of the club are:
 1. Finance Committee: Shall be made up of no less than two club members (including treasurer as Finance Committee chair). Duties: Present an itemized financial report at every Board meeting and a summary of that report at the general meeting. Create financial and membership reports and monthly bank reconciliations; oversee the budgets of the individual productions and work with production's director/producer assisting with budgets for each show or program presented by the club.

2. Audit Committee: Annually review the financial reports as created by the Finance Committee and give a report to the membership.
3. Nominating Committee: Present a list of nominations for open board member positions to the Board prior to the elections at the annual meeting. The Nominating Committee shall be appointed in time to select the nominees.
4. Script Reading Committee: Review plays submitted by potential directors and make recommendations to the Board for the selection of plays in accordance with the schedule established by the Board to align with GVR requirements.
5. Special Committees: Special Committees can be created by the Board and chairs appointed by the president.

ARTICLE X – MEMBERSHIP MEETINGS

- A. Regular meetings of the club shall be held at least four (4) times a year at a time and place to be established by the Board.
- B. The regular meeting in November shall be designated as the annual meeting and shall be held for the purpose of electing officers and directors, receiving reports, establishing annual dues, and for any other business that may arise.
- C. Special meetings may be called by the president, a majority of the Board, or by written request of 10 percent (10%) of the membership.
- D. Written notice by US Postal Service or email notification of all membership meetings, with a tentative agenda, shall be sent to members no less than one (1) week prior to the date set for the meeting, except in the case of an emergency.
- E. Robert's Rules of Order shall govern the club in all cases to which they are applicable and in which they are not inconsistent with the bylaws or any special rules of order that the club may adopt.

ARTICLE XI – DUES AND FISCAL PERIOD

- A. There shall be no assessments or initiation fees. The annual membership dues shall be nominal and set by a majority vote of the members present and voting at the annual meeting, and shall be in effect immediately.
- B. Annual dues are payable no later than December 30 of each year and cover the next fiscal year.
- C. Nonpayment of dues for a period of thirty (30) days after the due date shall result in removal of the member's name from the list of members. Should a member not renew dues they will not be considered for casting in a major production unless current year dues are paid prior to the audition.

D. The fiscal year shall be the calendar year – January 1 through December 31.

ARTICLE XII – FINANCIAL PRACTICES

A. The treasurer, with the approval of the Board, shall determine the official depository for the funds of the club.

B. No member of the club shall be paid in any manner for doing any work, any capacity in connection with the clubs production – as a director, actor, or in any technical capacity. This prohibition shall not prevent the reimbursement of any member for any authorized expense in connection with the activities of the club.

C. The board can authorize expenditures which are non-budget items up to ten percent (10%) of the annual budget. The budget, and any non-budget items greater than ten percent (10%) of the annual budget, must be approved by the membership.

D. It is the intent of these bylaws that the club Players should remain a nonprofit club.

ARTICLE XIII – INDEPENDENT CONTRACTORS

A. Play directors, musicians, singers, dancers and other similar talents may be hired as Independent Contractors for a specific production, e.g. a musical, when there are not enough GVR members with non-conflicting rehearsal and performance commitments. Every attempt should be made to utilize the club members for these positions.

B. Set constructors may be hired as Independent Contractors, if no one within the club has the necessary capabilities.

C. The use of Independent Contractors shall be subject to the conditions and restrictions as detailed above in.

ARTICLE IV- AMENDMENTS

A. Amendments to the bylaws shall be approved by a majority vote of the club members in good standing attending a regular or special meeting of the club, provided that the notice of the proposed amendment is mailed/emailed to all member not less than one (1) week prior to the meeting.

B. All amendments to these by laws must be submitted to GVR within thirty (30) days of their adoption by the club. The club shall review the bylaws yearly and update them no less than every five years.

ARTICLE XV –MONITORING

The club will ensure that only GVR members and eligible guests are in attendance at meetings and activities of the club.

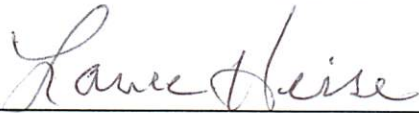
ARTICLE XVI – DISSOLUTION

Upon dissolution of the club, any assets after all bills have been paid shall be transferred to GVR.

ARTICLE XVII – MISCELLANEOUS

A copy of these approved Bylaws shall be available to the membership at all meetings. All elected officers, directors and committee chairpersons shall be furnished with a copy of the current approved bylaws after each election.

GVR VALLEY PLAYERS CLUB BYLAWS



Club President

4-18-22

Date



GVR

4/22/22

Date