

GRANDE PRAIRIE LIVE THEATRE SOCIETY

GRANDE PRAIRIE LIVE THEATRE SOCIETY BYLAWS

1.0 The name of the society shall be "Grande Prairie Live Theatre Society" hereinafter referred to as "G.P.L.T."

2.0 Grande Prairie Live Theatre Society shall be registered under the *Societies Act*

3.0 MEMBERSHIP

3.1 Membership Criteria

Membership shall include all individuals who meet one or more of the following criteria:

3.1.1 *Payment* of the membership fee established from time to time by the Board.

3.1.2 Achievement of *Participating Membership* status through the level of volunteer commitment established from time to time by the Board.

3.1.3 Purchase of a *subscription* to the G.P.L.T Season.

3.1.4 Becoming an official *Sponsor* for a G.P.L.T. season or production within a season (one voting membership per official sponsor).

3.1.5 Being named by a special resolution of the Board of Directors as a *Lifetime Member*

3.2 Term of Membership

Memberships shall be valid for the duration of one fiscal year following the fiscal year in which the terms, conditions and exceptions noted below are met:

3.2.1 *Paid Memberships* shall be valid for the fiscal year in which the membership fee is paid excepting that those paid during the final six weeks of a fiscal year shall be valid for the duration of that year and the ensuing fiscal year.

3.2.2 *Participating Memberships* earned through volunteer commitment during one fiscal year shall be valid for purposes of participation in the AGM that year, and for the ensuing fiscal year.

3.2.3 *Subscriber Memberships* shall be valid during the fiscal year in which the subscription is held.

3.2.4 *Sponsor Memberships* shall be valid during the fiscal year in which the sponsorship is paid

3.2.5 *Lifetime Memberships* shall be without term.

3.2 Termination of Membership

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3.2.1 A member wishing to withdraw from membership may do so by giving written notice to the Secretary.

3.2.2 Should the Board of Directors deem that the continued involvement of a member in the activities and affairs of G.P.L.T. is seriously deleterious to the achievement of the aims of G.P.L.T., the Board may by a two-thirds majority vote of all members of the Board revoke all membership rights and privileges of that individual.

This clause shall only be invoked after the Board has exhausted all reasonable means of resolving the issues of concern.

3.3 Official Membership List

The Secretary shall be responsible for maintaining a current and accurate membership list, and shall have this list available at all Annual or Special General Meetings of G.P.L.T.

4.0 MEETINGS

4.1 General Meetings

4.1.1 Annual General Meeting

G.P.L.T. shall hold an Annual General Meeting within fourteen weeks of the end of each fiscal year for the purposes of election of officers, approval of the audited financial statement, approval of the budget for the ensuing year and such other business as the Board may decide.

4.1.2 Special General Meetings

4.1.2.1 The Board of Directors, at its discretion, may by simple majority vote, call a Special General Meeting of the membership.

4.1.2.2 The Secretary shall, upon receiving a request in writing from 20 or more members, call a Special General meeting within 30 days of the receipt of the request. The members making the request shall include in the request the reason for calling the Special General meeting.

4.1.3 Notice

The Secretary shall be responsible for provision in writing of at least 30 days notice to all members, of the time and place of a General Meeting.

4.1.4 Quorum

The quorum for any General Meeting shall be 25 members or 40% of the total membership whichever is less. Members must be present in person.

4.1.5 Conduct of Meetings

All meetings shall follow procedures set out in *Robert's Rules of Order*.
Votes shall be taken by a show of hands, unless the assembly determines by motion passed by a simple majority that they shall be by secret ballot, and except for the election of officers, which shall be by secret ballot.

4.2 Board of Directors Meetings

4.2.1 Regular Meetings

The Board of Directors shall normally meet monthly on a schedule established at their first meeting following the Annual General Meeting.

4.2.2 Special Meetings

The President, in consultation with the executive officers, may call Special Meetings at any time subject to the provision of 48 hours notice to all members of the Board of Directors.

4.2.3 Quorum

A quorum of the Board of Directors shall be five members present in person.

4.2.4 Conduct

All meetings shall follow procedures set out in *Robert's Rules of Order* with the exception that only motions dealing with financial matters shall require a seconder.

5.0 ELECTION AND DUTIES OF THE BOARD OF DIRECTORS AND EXECUTIVE OFFICERS

The Directors shall manage the affairs of the society.

5.1 Eligibility for Office

All members in good standing, and included on the Official Membership List, shall be eligible to run for positions on the Board of Directors and executive positions as defined below.

5.1.1 Youth Members of the Board

A maximum of one sixteen or seventeen-year-old member may be elected to the Board as a Member-at-Large at each Annual General Meeting.

5.2 Composition of the Board of Directors and the Executive

The Board of Directors shall be composed of the following positions:

- President
- Past-President

- Vice-President
- Secretary
- Treasurer
- Four Members-at-Large

5.3 Election and Terms of Office

5.3.1 President

At the conclusion of the Annual General Meeting, the Vice-President for the year just completed shall assume the position of President.

5.3.2 Past-President

At the conclusion of the Annual General Meeting, the President for the year just completed shall assume the position of Past-President.

5.3.3 Vice-President

The Vice-President shall serve a one-year term.

5.3.4 Secretary

The Secretary shall be elected for a two-year term, every odd numbered year (e.g. 2001). The Secretary shall be eligible to succeed him or herself in office.

5.3.5 Treasurer

The Treasurer shall be elected for a two year- term, every even-numbered year (e.g. 2002). The Treasurer shall be eligible to succeed him or herself in office.

5.3.6 Members-at-Large

Two Members-at-Large shall be elected for two-year terms each year. Members-at-Large shall be eligible for re-election to their positions.

5.3.6.1 Transitional

At the first Annual General Meeting following the adoption of these By-Laws, two Members-at-Large shall be elected for one-year terms, and two shall be elected for two-year terms.

A maximum of one sixteen to eighteen-year-old member may be elected for a one-year term, and one for a two-year term.

5.4 Removal from Office

A member of the Board who is absent from three consecutive meetings without giving notice of absence and providing reasons that are acceptable to the Board for his or her

absence may be removed from the Board by resolution passed by a two-thirds majority of the full Board.

5.4 Vacancies on the Board of Directors and/or the Executive

In the event that any position on the Board of Directors, including the executive becomes vacant between Annual General Meetings, the Board of Directors shall appoint a member in good standing to fill the vacancy for the duration of the current term consistent with the following guidelines respecting the positions of Past President, President and Vice-President:

5.4.1 Past-President

The position of Past-President will normally be appointed from members who have previously served as President, or on the Board of Directors.

5.4.2 President

The current Vice-President will normally be appointed to the position of President. If this occurs less than 6 months prior to the next Annual General Meeting, the incumbent shall continue as President in the ensuing year.

5.4.3 Vice-President

An individual appointment to the Position of Vice-President shall continue as President in the ensuing year.

5.4A Remuneration

The Directors shall not be entitled to any remuneration for so acting, but may be reimbursed for their out-of-pocket expenses while attending to the business of the Society, if such expenses are approved by the Board.

5.5 Duties of Officers

5.5.1 President

The President shall

- preside at all meetings of G.P.L.T. and of the Board of Directors.
- Be responsible for the preparation of all agendas
- enforce the by-laws of G.P.L.T.
- Serve as the official spokesperson for G.P.L.T.
- Serve as the primary contact with the Board for the Executive Director of G.P.L.T.

5.5.2 Past President

The Past-President shall

- Chair a Nominating Committee to ensure a full slate of candidates for elections held at the Annual General Meeting.
- Chair the Selection Committee for volunteer recognition awards.
- Chair the Selection Committee scholarships and awards.

- Participate in ongoing board activities

5.5.3 Vice-President

The Vice-President shall

- Assume the full duties and responsibilities of the President should the President be unavailable or unable to perform his or her duties.
- Be responsible for planning the ensuing G.P.L.T. Season.
- Participate on the Production Support Committee of the Board.

5.5.4 Secretary

The Secretary shall

- Be responsible for ensuring that notice of meetings is given to members in accordance with the By-Laws.
- Be responsible for the maintenance of a current and accurate Membership List.
- Record and Distribute minutes of all General and Board of Directors meetings.
- Be responsible for the care and keeping of the official minutes of all G.P.L.T. meetings.
- Such other duties and responsibilities as may be agreed to from time to time.

5.5.5 Treasurer

The Treasurer shall

- Be responsible for the development of the budget for the ensuing year to be approved at the Annual General Meeting.
- Monitor revenues and expenditures, and provide monthly financial reports to the Board
- Oversee the annual audit, and presenting the audited financial statement to the Board and to the Annual General Meeting.
- Recommend to the Board for its approval, where G.P.L.T. will conduct its banking, and invest its liquid assets.

5.5.6 Members-at-Large

Each member-at-Large shall

- Serve on one of the standing committees of the Board.
- Participate in all decisions of the Board.
- Undertake such other duties and responsibilities requested of them by the Board from time to time.

6.0 Financial Management

6.1 Funds and Accounts

The funds of G.P.L.T. shall be deposited from time to time to the credit of G.P.L.T. in a chartered bank or other similar institution.

6.2 Signing Authority

All G.P.L.T. cheques shall be signed by two members of the Executive, formally named by resolution, as signing authorities at the first Board of Directors meeting following the Annual General Meeting.

7.2.1 The Board of Directors will normally designate the Treasurer, the President and the Vice-President as signing officers.

7.2.2 The Board may also designate the Executive Director as a signing officer

6.3 Borrowing Authority

G.P.L.T. shall have no power to borrow money, except when proposed by the executive, and approved by a three-fourths majority at a General meeting.

6.4 Access to Books and Records by Members

The books and records of G.P.L.T. may be inspected by members at any reasonable time at the theatre office.

6.5 Annual Audit

A duly qualified accountant shall audit the financial records at the end of each fiscal year. A complete and proper statement of the standing of the books for the previous year shall be submitted by auditor at the General meeting.

6.6 Fiscal Year

The fiscal year for G.P.L.T. shall be June 1 to May 31.

7.0 Regulations

The executive may from time to time enact or amend regulations for the general management of G.P.L.T. Such regulations shall not be inconsistent with these by-laws and shall become effective upon enactment by the executive or at the time stipulated therein

8.0 Amending By-Laws

A. Additions, alterations or amendments to the by-laws shall first require written notice of such signed by two members in good standing to be submitted to the Secretary at least 21 days before the next General meeting. Any such notice shall be included in the notice regarding the General meeting which is sent to all members. A Three-Fourths majority vote of the members voting in person at the General meeting shall be required to pass and approve any such proposed additions, alterations or amendments.

9.0 Dissolution or Winding Up

It is specially provided that, in the event of dissolution or winding-up of G.P.L.T., all its remaining assets, after payment of its liabilities shall be distributed to one or more

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recognized charitable organizations in Canada

10.0 No Pecuniary Gain to Members

G.P.L.T. is to carry on its operations without pecuniary gain to its members and any profits or other accretions to G.P.L.T. are to be used in promoting its objects.