

1 **Constitution of LionHeart Productions**

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3 **Article I – Name**

4 The name of the organization shall be “LionHeart Productions”

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6 **Article II – Purpose**

7 The purpose of this organization shall be to maximize the availability, understanding and  
8 enjoyment of live theatre, by providing an outlet for actors and technicians to practice  
9 their crafts; and offer educational opportunities in all aspects of theatrical arts and to  
10 present to the community at large the experience of attending high quality live theatre.

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12 **Article III – Membership**

13 Membership shall be open to all individuals regardless of race, color, creed, age, gender  
14 or national origin. The Board of Directors may, at its discretion, confer honorary  
15 membership on individuals it considers deserving of the honor.

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17 **Article IV – Board of Directors**

18 The Board of Directors shall consist of nine members, each elected to a three (3) year  
19 term, with three members elected each year; *and two members at large*. The officers of  
20 this organization shall be at least a President, Vice-President, Recording Secretary, *and*  
21 *Treasurer*. No ~~member~~ *officer* of the Board of Directors shall hold office for more than  
22 two (2) consecutive full terms except by approval of a 2/3 majority of the Board of  
23 Directors.

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25 **Article V – Annual Meeting**

26 The annual meeting of this organization shall take place in the month of June at a site  
27 determined by the Board of Directors and designated by the previous annual meeting.  
28 By-Laws shall be drawn by a committee appointed by the President, and these By-Laws  
29 shall be ratified by a two-thirds vote of ~~the~~ *those members’ present or submitting*  
30 *absentee ballots*, and these shall be the governing rules of this organization so long as  
31 they are consistent with the Constitution.

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33 **Article VI – By-Laws**

34 The By-Laws may be amended at any meeting of the general membership by a majority  
35 vote of those members present or submitting absentee ballots and voting thereon;  
36 provided such proposed amendment has been submitted in writing to each member,  
37 postmarked at least ~~one month~~ *two weeks* prior to the meeting and provided that notice  
38 of such meeting shall include notice of the proposed amendment.

39  
40 **Article VII – Constitution**

41 The Constitution may be rescinded or amended by a two-thirds (2/3) majority vote of  
42 those members present or submitting absentee ballots and voting at any annual  
43 meeting; provided such proposed amendment has been submitted in writing to each  
44 member, postmarked at least two weeks prior to the meeting and provided that notice of  
45 such meeting shall include notice of the proposed amendment.

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48 **Article VIII – Dissolution**

49 In the event of dissolution, all assets real and personal, shall be distributed to such  
50 organizations as are qualified as tax exempt under section 501©(3) of the Internal  
51 Revenue Code or corresponding provisions of a future United States Revenue Code.

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**Article IX – Not-For-Profit Status**

LionHeart Productions shall fulfill all state and federal requirements to remain a not-for-profit, tax-exempt organization.

1 **By-Laws of LionHeart Productions**

2  
3 **Article I - Membership**

- 4 A. Membership in this organization shall be open to all individuals regardless of  
5 race, color, creed, age, gender, or national origin.
- 6 B. ~~Membership shall be granted to those individuals applying on or before [date].~~  
7 ~~Thereafter,~~ membership shall be granted by the Board of Directors upon  
8 application and payment of dues.
- 9 ~~C. Honorary Memberships may be granted by the Board of Directors. Such~~  
10 ~~members shall be non-voting.~~
- 11 D. Membership requirements shall be determined by the Board of Directors and  
12 reviewed annually.
- 13 E. Current members shall have the right to attend and vote at all general  
14 membership meetings. Current members shall have the right to attend and vote  
15 at all Annual Meetings including the right to vote for candidates for the Board of  
16 Directors. The Board of Directors shall establish an absentee ballot system for  
17 members unable to attend the Annual Meeting.
- 18 F. Current members shall be entitled to receive any mailings or other opportunities  
19 offered by the organization. Said mailings and opportunities may be extended to  
20 the general public at the discretion of the Board of Directors.

21  
22 **Article II Dues**

- 23 A. The organizations fiscal year shall start on ~~May 4~~ August 1 and end the following  
24 ~~April 30~~ July 31. The annual dues of members must be paid by the annual  
25 meeting in order for members to vote at the annual meeting.
- 26 B. Any changes in the schedule of dues shall be established by the Board of  
27 Directors and submitted to members in writing by the Recording Secretary two  
28 (2) months prior to the Annual Meeting.
- 29 ~~C. Applications for membership falling after the Annual Meeting shall have the first~~  
30 ~~year's dues appropriately prorated.~~

31  
32 **Article III – Meetings**

- 33 A. The Annual Meeting of the organization shall be held in accordance with Article V  
34 of the Constitution.
- 35 B. Other meetings may be held at the request of the Board of Directors, or upon  
36 request in writing of ~~two-thirds~~ ten percent (10%) of current members. The place  
37 and time of such meetings shall be determined by the Board of Directors.
- 38 C. Notice of all regularly scheduled meetings shall be published in a yearly  
39 calendar, distributed to all members. Any changes or additions shall be submitted  
40 in writing by the Recording Secretary to members at least two (2) weeks in  
41 advance of said meeting.
- 42 D. Any current member may attend any Board of Director's meeting with prior  
43 notification and permission from the presiding officer.
- 44 E. The Board of Directors shall meet monthly.
- 45 ~~F. The General Membership shall meet no less than four (4) times a year.~~

46  
47 **Article IV – Voting**

- 48 A. Each current member in good standing shall be entitled to one vote on each  
49 proposition.
- 50 B. At all meetings of the organization, unless otherwise stated in this document,  
51 votes shall be determined by simple majority of the votes cast.

- 1 C. Absentee ballots will be considered to be valid as long as the  
2 candidate/proposition remains in contention and has not been amended to  
3 change the intent of the proposition.  
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5 **Article V – Board of Directors**

- 6 A. All business, properties and activities shall be managed by the Board of  
7 directors. The composition and terms of the Board of directors shall be in  
8 accordance with Article IV of the Constitution. Any Board vacancies shall can be  
9 filled by a two-thirds (2/3) vote of the Board until the position can be brought for a  
10 vote of the membership at the next Annual Meeting.
- 11 B. At least two months prior to the Annual Meeting, the President, with the approval  
12 of the Board of Directors, shall appoint a nominating committee of three (3)  
13 members, with one member from the Board of Directors. The committee shall  
14 bring to the general membership, at least one month prior to the Annual Meeting,  
15 a slate of nominees. Additional names may be placed in nomination at the time of  
16 the balloting.
- 17 C. Five (5) members of the Board of Directors shall constitute a quorum for the  
18 transaction of business, and, if at any meeting of the Board of Directors, there is  
19 less than a quorum present, a majority of those present may adjourn the  
20 meeting.
- 21 D. The Executive Committee shall be composed of the President, Vice-President,  
22 Recording Secretary, and Treasurer. All actions of the Executive Committee are  
23 subject to the approval of the Board of Directors at its next meeting.
- 24 E. The elected members of the Board of Directors and appointed committee  
25 members shall be reimbursed for reasonable documented expenses incurred  
26 while conducting the organization’s business.
- 27 F. If a Board member misses three (3) regular scheduled meetings in any fiscal  
28 year, without prior notification to the Recording Secretary, he or she will be  
29 removed from the Board *via a letter* from the Board unless a majority of a quorum  
30 present declares that he or she shall remain on the Board. The vacancy will be  
31 filled as provided for in Article V, Section A.
- 32 G. All members of the Board of Directors shall be dues paying members in good  
33 standing.
- 34 H. Members of the Board of Directors will divide the organization’s responsibilities in  
35 the following manner
- 36 a. President
- 37 i. Conducts meetings,  
38 ii. Oversees the workings of the Board of Directors,  
39 iii. Acts as facilitator for meetings,  
40 iv. *Sets agendas for meetings.*
- 41
- 42 b. Vice-President
- 43 i. Stands in when the President is unavailable,  
44 ii. During productions, is liaison to the Producer *and Director*,  
45 ~~iii. Oversees the Front Office,~~  
46 iv. Oversees the calendar,  
47 v. *Provides deadlines calendar and resources listing to*  
48 *directors/producers for each show.*
- 49
- 50 c. Recording Secretary
- 51 i. Keeps the minutes of all meetings,

- 1 ii. Prepares and distributes all minutes, ~~agendas~~, etc.  
 2  
 3 d. Treasurer  
 4 i. Creates and oversees the operating budget,  
 5 ii. Keeps the books,  
 6 iii. Pays ~~the~~ operating expenses and *funds* production ~~bill~~s budget.  
 7  
 8 e. Maintenance and Property  
 9 i. ~~Maintains and oversees insurance,~~  
 10 ii. Maintains building and ~~supplies property,~~  
 11 iii. ~~Oversees loaning or rental of any LionHeart materials,~~  
 12 iv. Updates and maintains display windows and signage.  
 13  
 14 f. Member Relations  
 15 i. Oversees production of ~~edit~~s newsletters,  
 16 ii. Keeps and updates membership/ mailing list file,  
 17 iii. Sends membership reminders and acknowledgements,  
 18 iv. ~~Oversees Production Connection Service,~~  
 19 v. Volunteer Coordinator,  
 20 vi. Oversees box office.  
 21  
 22 g. Corresponding Secretary  
 23 i. Handles outside correspondence, thank yous, etc.,  
 24 ii. Mails prepared oversees mailing and distribution of newsletters,  
 25 fliers, etc.,  
 26 iii. Is LionHeart archivist,  
 27 iv. *Keeps web site and office phone message updated.*  
 28  
 29 ~~h. Education~~  
 30 ~~i. Arranges seminars, guest speakers, etc.,~~  
 31 ~~ii. Is C.T.A.M. liaison,~~  
 32 ~~iii. Oversees apprentice program.~~  
 33  
 34 ~~i. Events/Promotion~~  
 35 ~~i. Plans LionHeart social events, annual meeting, etc.,~~  
 36 ~~ii. Provides meeting refreshments, when required,~~  
 37 ~~iii. Plans and staffs LionHeart's involvement in community events.~~  
 38  
 39 j. *Costume and Properties Manager*  
 40 i. Oversees organization of costumes and properties room,  
 41 ii. Oversees loaning and rental of LHP properties and costumes.  
 42  
 43 k. Advertising and Promotions  
 44 i. Oversees advertising and promotion for all events and shows,  
 45 ii. Solicits advertising for newsletter and programs,  
 46 iii. Responsible for arranging Billboard advertising,  
 47 iv. Responsible for preparing Productions Programs.  
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**Article VI – Committees**

- 50 A. There shall be a Nominating Committee as specified in Article V, Section B of  
 51 this document.

- 1 B. There shall be a Long Range Planning Committee which shall consist of no less  
2 than four (4) members, the chairperson being an elected member of the Board of  
3 Directors. The Board shall appoint this chairperson, who shall appoint the  
4 remaining members of the committee. It shall be the duty of this committee to  
5 recommend 1-5 year goals for the organization to review, to update those goals  
6 yearly, and to provide an annual report to the membership.
- 7 ~~C. The Board of Directors shall appoint a Front Office to consist of Business  
8 Manager, Liaison, and Clerical Secretary.~~
- 9 ~~a. Business Manager~~
- 10 ~~i. Represents LionHeart matters involving material resources, etc.,~~
- 11 ~~ii. Oversees the Front of the House operations during productions~~  
12 ~~(including Box Office).~~
- 13 ~~b. Liaison~~
- 14 ~~i. Represents LionHeart in matters involving human resources, etc.,~~
- 15 ~~ii. Becomes Cast Liaison during productions.~~
- 16 ~~c. Clerical Secretary~~
- 17 ~~i. Directs mail room,~~
- 18 ~~ii. Files, takes phone messages, conducts normal office business,~~
- 19 ~~iii. Runs Box Office during productions.~~
- 20 ~~The Front Office will function as the "face of LionHeart Productions," meeting the  
21 public in LionHeart's facilities or in the community and directing the public to the  
22 proper people or work groups. The Front Office staff will be responsible to the Board  
23 of Directors through the Vice-President. The Front Office will make no policy or  
24 executive level decisions.~~
- 25 D. Other committees deemed necessary shall be formed at the behest of the Board  
26 of Directors. Committee chairpersons shall be chosen from the membership by  
27 the President and shall report to the Board of Directors at each regularly  
28 scheduled Board meeting. They shall serve at the pleasure of the Board of  
29 Directors and their position shall be reviewed annually by the Board.
- 30 E. *A Box Office committee shall be set up and overseen by Member Relations.*

### 31 **Article VII – Amendments**

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33 These By-Laws may be amended at any meeting of LionHeart Productions by a vote of  
34 three-fourths (3/4) of the members present or voting by absentee ballot, provided that  
35 notice of intention to consider such amendment has been issued by the Recording  
36 Secretary, in writing and postmarked no less than seven (7) days before the meeting.

### 37 **Article VIII – Production Manual**

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39 The Board of Directors shall establish and keep a Production Manual. All productions  
40 mounted under the auspices of LionHeart Productions shall follow the protocols set  
41 down by said Production Manual.

### 42 **Article IX – Parliamentary Procedure**

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44 Robert's Rules of Order shall decide any points of parliamentary procedure not covered  
45 by these By-Laws.

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47 Approved January 17, 1997  
48 Amended April 19, 2008