

# Bylaws of the Grab Bag Theater

## ARTICLE I: Logistics

1. The name of the organization shall be The Grab Bag Theater.
2. The corporation shall have perpetual existence.

## ARTICLE II: Mission Statement

1. The mission of the Grab Bag Theater, a student-run company, is to provide youth with opportunities to perform, the skills and support to produce shows independently, and an active theater network across the San Francisco Peninsula. To expand the role of students in theater, the GBT produces an annual theatrical season with at least one full-scale play or musical, puts teenage students in all positions of leadership and performance, hosts performing arts festivals, and provides resources for youth theater startups.

## ARTICLE III: Directors/Officers

1. Executive Director. Responsible for general management of the company and expansion, and strategic planning. This includes calling and facilitating meetings, setting deadlines, creating and organizing committees, setting goals for net profits, and managing day-to-day processes of the company.
2. Artistic Director. Responsible for creating and pursuing an overarching artistic vision. The Artistic Director shall oversee directorial decisions of a production, manage auditions and casting, and help create show committees.
3. Secretary. Responsible for keeping records of the board's actions including overseeing the taking of minutes at all board meetings, distributing copies of minutes to all board members, and assuring that corporate records are maintained.
4. Financial Director. Responsible for managing all financial and budgetary concerns of the company. This Director shall find and maintain relationships with company sponsors, oversee funding and bank accounts, set goals for net profits, manage the company's budget, and allot subsidiary budgets to producers and managers of individual projects.
5. Development Director. Responsible for all social or human resource related activities. This Director must oversee cast affairs, community outreach, communication with parents, Junior Board Members, and advertising.

## ARTICLE IV: Board of Directors

1. The Board of Directors will be the primary decision-making body for the GBT. The Board of Directors will consist of no more than 8 people and no fewer than 3.
2. The Board of Directors must meet a minimum of three times each month. The Executive Director shall call board meetings with four days notice based on the availability of the rest of the Board of Directors. A simple majority of Board Members must be present at each Board Meeting in order for it to officially count. Additional Board Meetings may be called by the Executive Director throughout the month as deemed necessary. All directors shall give updates on their individual activities at the beginning of each meeting.
3. The Board of Directors shall appoint people to leadership positions in each performance and event. A board member may also be in a cast or committee as long as it does not interfere with their responsibilities to the Board of Directors. The Board of Directors will be responsible for establishing the annual calendar for the company, including shows and events, before each artistic season begins and no

later than the first of September. Individual Board members may be responsible for the completion of tasks designated by the rest of the Board at any time.

4. Unless otherwise specified, a simple majority constitutes a passing vote. A member of the board may call for a vote on any issue that he or she deems necessary. However, the Board of Directors must vote on major issues, including elections or impeachment, committee replacements, bylaw amendments, grant money, the annual budget, Junior Board Members, and the specific productions of the theatrical season. In the event of an absence, after an attempt has been made to contact them, absent Board Members forfeit rights to decisions made during the meeting, with the exception of votes on required issues. In a tie, the director responsible for the relevant issue shall have the deciding vote, regardless of presence at the meeting.

#### ARTICLE V: Elections

1. Each year elections will be held in June to determine the Executive Board for the following year.
2. Any Executive Board Member or Junior Board Member may run for any position, however only the current Executive Board may vote in the elections.
3. No candidate may have been out of high school for over two years at the time of the election.
4. A candidacy must be announced one month to two weeks before elections.
5. Voting will be anonymous within the board, and a third party consisting of one person will count the votes. A simple majority constitutes a winning vote.
6. In the event of a tie, then the junior board will vote, and their simple majority winner will be counted as one vote in the executive election.
7. No more than two current executive board members may run for the same position.
8. No board member may vote on a ballot for which they are running.
9. Inductions will be held after elections, allowing enough time for an adequate training process during which the new Executive Board member must have significant contact with the prior Executive Board member filling the same role.

#### ARTICLE VI: Impeachment

1. Any member of the GBT community may propose impeachment, but they must cite their reasons for doing so.
2. The member in question must receive a warning that details the ways in which they are not fulfilling their position.
3. If no sufficient improvement is seen within a month after the warning is issued, a vote may be held in which an 80% majority may impeach the Board Member in question. The member in question may not be present at this vote.
4. The Board Member must have a chance to defend him or herself before the impeachment vote may be held.
5. After impeachment, the board may decide whether to fill the empty role themselves, or chose to hold an emergency election.
6. Any Grab Bag member's affiliation with Grab Bag Theater may be terminated by the Executive Board upon violation of the Grab Bag Theater Code of Conduct or at the discretion of the Executive Board in adherence to Impeachment voting processes.
7. If the Executive Director is the member in question, refusal to address his or her own impeachment at an Executive Board meeting within 30 days of notification will result in automatic impeachment.

8. A member of the GBT community may impeach a member of the Executive Board iff they are able to obtain 50 signatures of GBT community members on a formal petition detailing the offenses of the Executive Board member in question.

#### ARTICLE VII: Junior Board of Directors

1. In order to be eligible for the Executive Board of Directors, a person must first be a member on the Junior Board during which time they must participate in at least one full-scale production.
2. Anyone may express official interest in becoming a Junior Board Member. In addition, if any current Executive Board Member notices potential outside of those who express interest, they may approach others with the option of joining. Junior members must fit select criteria, as well as undergo an interview process. If not enough Junior Members to complete the board during the next year make it through this process, emergency procedures as deemed appropriate by the board will be put into effect to recruit more potential board members. These emergency procedures may also apply in the event of an impeachment.
3. The Junior Board must meet at least once a month in months between selection of current Junior Board Members and elections for the Executive Board. To meet this quota, the Development Director must oversee the Junior Board Meeting by observing or facilitating that meeting. The Development Director may be absent at the meeting if necessary provided they find another Executive Board member to replace them at that meeting. The Junior Board may meet without supervision in addition to filling the quota.
4. The Junior Board of Directors will be responsible for community-based fundraising and smaller community events. They may be given responsibility for additional elements of the Grab Bag Theater's annual production. The Junior Board may be given additional tasks by the Executive Board of Directors at any time on a permanent or non-permanent basis.

#### ARTICLE VIII: Grant Money

1. The board of directors will vote on the distribution of all grant money either upon reception of grant monies or during the budgetary process of the next fiscal year.
2. No member of the company may individually benefit or profit from any grant money.

#### ARTICLE IX: Company Finances

1. No member of the company may benefit or profit from any company funds.

#### ARTICLE X: Discrimination

1. The Grab Bag Theater does not and shall not discriminate on the basis of race, color, religion (creed), gender, gender expression, physical appearance, national origin (ancestry), disability, marital status, sexual orientation, or military status, in any of its activities or operations, including the election of Board Members.

#### ARTICLE XI: Amendments

1. These bylaws may be amended when necessary by a two-thirds vote of the Executive Board of Directors.
2. Any Executive Board Member may propose an amendment at an Executive Board meeting.

