

BYLAWS

Article I. Name

This organization, the name of which is established in its certificate of incorporation as *South Carolina Theatre Association*, may be referred to in these bylaws and elsewhere as SCTA.

Article II. Membership

Section 1. Except as provided in this section, organizational membership in SCTA shall be open to any group interested in theatre in South Carolina. An exception to open organizational membership may be established by any division, provided that the terms under which such organizational membership is limited are approved by the Executive Board. Organizational membership shall include annual individual membership dues for one designated delegate who is entitled to one vote at any meeting of the membership.

Section 2. Individual membership in SCTA shall be open to any person interested in theatre in South Carolina. Each individual member shall be entitled to one vote at any meeting of the membership.

Section 3. Student membership in SCTA shall be open to any full-time student enrolled in any university, college, secondary, middle, or elementary school. Student members may not hold office and shall have no vote.

Section 4. Honorary membership may be conferred on any individuals who have become distinguished in their efforts for the welfare of SCTA and/or theatre in general. Nominations for honorary membership may be presented to the Executive Board by any member. The Executive Board shall have authority to confer honorary membership. Honorary members may not hold office and shall have no vote.

Section 5. Dues for the several types of membership shall be established annually by the Executive Board in accordance with the needs of SCTA. Annual dues shall be payable as of October 1 of each year. Members whose dues are not paid by the time of registration at the annual meeting shall be dropped from the membership roll.

Article III. Officers

Section 1. The officers of SCTA shall be a President, a Vice-President, a Secretary and a Treasurer.

Section 2. The officers shall be elected by a majority vote at the annual meeting to serve for one year or until their successors are elected, and their term of office shall begin at the close of the annual meeting at which they are elected.

Section 3. These officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by SCTA.

Article IV. Meetings.

Section 1. SCTA shall hold an annual meeting in November unless the date is otherwise ordered by the Executive Board.

Section 2. Special meetings may be called by a majority vote of the Executive Board. Notice to the total membership shall be provided in writing as to the time, place and purpose of any such special meeting at least fourteen days in advance of said meeting.

Section 3. Ten percent (10%) of the voting members present by registration at an annual convention shall constitute a quorum at the annual meeting.

Article V. Divisions

Every member, upon paying annual SCTA dues, shall be asked to identify a division of principal theatre interest from among the following: Theatre for Youth Division, College and University Theatre Division, Community Theatre Division, Professional Theatre Division, and Secondary School Theatre Division. Each such division shall hold at least one meeting at each annual convention, or division festival, wherein it will elect its own officers and carry out such business as may enhance theatre interest in its own area in South Carolina. No individual may serve as division chair for more than three consecutive years.

Article VI. Executive Board.

Section 1. The Executive Board of SCTA shall consist of the four elected officers, the immediate past president, the chair of each division, and nine directors elected at large, three each year for three-year terms.

Section 2. Meetings of the Executive Board may be called by the President, and shall be called upon the written request of three members of the Board. Four members of the Executive Board shall constitute a quorum providing that previous notice has been provided to all Board members in advance of the meeting.

Section 3. The Executive Board shall have general supervision of the affairs of SCTA between its annual meetings. The Board shall be subject to the orders of SCTA, and none of its acts shall conflict with action taken by SCTA.

Section 4. The Executive Board is empowered to fill vacant offices occurring between annual meetings, except the office of President.

Section 5. Any Executive Board member absent from any three board meetings within one service year without acceptable excuse may be discharged by majority vote of the board.

Section 6. No member shall hold more than one Executive Board position at a time. No one may be a member of the Executive Board who is not simultaneously a voting member of SCTA.

Section 7. Following the discussion of a motion in a meeting of the Executive Board, and when specific circumstances warrant, the Board may authorize a vote on the motion by electronic means (e.g. e-mail, fax, phone, etc.). In such circumstances, the President and Secretary shall be responsible for transmitting the question to the Board members, for establishing a timeline within which voting must occur, for receiving and tabulating responses, and for timely reporting of results to the Board. All members of the Board must be given a reasonable opportunity to vote, and a majority of the entire Board membership is required for the motion to pass.

Article VII. Nominations and Elections

Section 1. A Nominating Committee of five members shall be appointed by the President with the approval of the Executive Board.

Section 2. The Nominating Committee shall select one candidate for each vacancy on the Executive Board (except division chairs), including one candidate each for the offices of Vice-President, Secretary, and Treasurer. It shall submit the name of the incumbent Vice-President as its candidate for President.

Section 3. In selecting candidates for officers and directors, the Nominating Committee shall consider, but not be bound by, the desirability of the membership of the Executive Board being representative of geographic areas of South Carolina and of such areas of theatre interest as children's theatre, community theatre, college and university theatre, professional theatre, and secondary school theatre.

Section 4. The Nominating Committee shall publish its slate of candidates to the total membership at least thirty days prior to the annual meeting.

Section 5. After the report of the Nominating Committee to the annual meeting, additional nominations from the floor shall be permitted, with prior consent of any nominee.

Section 6. All elections shall be by majority vote. Proxy or absentee votes may not be cast.

Article VIII. Committees.

Section 1. A Program Committee shall be appointed by the President, with the approval of the Executive Board, promptly after each annual meeting. This committee, chaired by the Vice-President, shall plan and conduct the program for the annual convention.

Section 2. A Time and Place Committee shall be appointed by the President, with the approval of the Executive Board, promptly after each annual meeting. This committee shall submit to the Executive Board proposals for the dates and locations of future annual meetings.

Section 3. An Awards Committee shall be appointed by the President, with the approval of the Executive Board, promptly after each annual meeting. This committee shall make suitable arrangements to select recipients, and arrange for suitable presentations, of all awards presented by SCTA.

Section 4. Such other committees, standing or special, shall be appointed by the President, with the approval of the Executive Board, as they jointly may deem necessary to carry on the work of SCTA. The President shall be *ex officio* a member of all committees except the Nominating Committee.

Article IX. Compensation

No SCTA member shall receive any compensation for services to SCTA other than reimbursement for expenses incurred in the execution of SCTA business.

Article X. Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order, Newly Revised*, shall govern SCTA in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order SCTA may adopt.

Article XI. Amendment of Bylaws

These bylaws may be amended at any annual meeting of SCTA by a two-thirds vote, provided that the amendment has been studied by the Executive Board and has been distributed to all SCTA members at least thirty days prior to the meeting at which it is to be voted upon.

These Bylaws were last amended at the 2010 Annual Convention on November 13, 2010.

RULES

Amended 5/2010

Rule 1. Rules.

The SCTA Rules have the sense of the term "Standing Rules" as defined in the latest edition of Robert's Rules of Order. These Rules may be created, amended or deleted only by the Executive Board, and then only by a motion that clearly states its own intention to create, amend, or delete a Rule. In emergency circumstances, one-time exceptions to existing Rules may be approved by the President, with two other elected officers concurring, provided that the exception is reported to the Executive Board, together with a full explanation of the emergency circumstances, at its next meeting.

Rule 2. Administrative Committee.

The Administrative Committee shall be appointed by the President with the approval of the Executive Board. The duties of the Administrative Committee shall include (1) assisting the Administrative Director by serving as a liaison to and from the Executive Board, (2) studying the services of the Administrative Director's office, (3) studying the Administrative Director's budget, and (4) evaluating the work of the Administrative Director, in all cases making recommendations to the Executive Board for final action.

Rule 3. Newsletter Committee.

The Newsletter Committee shall consist of the chairs of the several divisions. This committee is charged with sending to the Administrative Director in timely fashion news items suitable for publication in the Newsletter.

Rule 4. Fee Schedule.

The fees charged by SCTA shall be as follows:

Annual dues		
Secondary school student	\$10 .00 per person	
College student	\$10.00 per person	
Any other individual	\$20.00 per person	
Organization	\$50.00 per organization	
Convention		
Registration (post-marked before three weeks prior to the convention)	\$25.00 per person	
Registration (post-marked after three weeks prior to the convention)	\$35.00 per person	
Community festival play	\$50.00 per play	
ACTF play	\$60.00 per play	
SETC auditions*	\$50.00 per person	
Secondary school auditionee	\$15.00 per person	
Secondary School Festival	\$100.00 per play	

Rule 5. Annual Budget.

SCTA's fiscal year shall coincide with the calendar year. As near as possible to the beginning of each year, the Treasurer shall present to the Executive Board a proposed budget for that year. Once the Executive Board has approved a budget for any year, the Treasurer is authorized to disburse SCTA funds only as provided for in that budget. Any extra-budgetary expenditures must be individually approved by the Executive Board.

Rule 6. Reimbursement of expenses.

Persons incurring expenses on behalf of SCTA may be reimbursed for those expenses upon submitting to the Treasurer appropriate proof, provided funds are available in the budget for such expenditures.

Rule 7. Reimbursement for convention attendance.

Adjudicators (for the Secondary School Theatre Festival, the Community Theatre Festival, the KC/ACTF, and the SETC Auditions), out-of-state presenters, and South Carolina presenters not affiliated with any theatre, may be reimbursed for their expenses in attending the SCTA convention with approval of the program chair and provided funds are

**As of 2007, SETC will oversee on-line registration, accept all applications and collect all fees for those attending the SCTA convention to participate in SETC screening auditions. SETC will remand all monies due SCTA as soon as possible after the deadline date except for a \$5 per person "collection" fee which will be deducted from the individual fees collected. As of 5/2010, a change was made to charge of a single fee that is to include audition fee, membership dues, convention fee and SETC handling fee.*

available in the budget. Such reimbursements may include reasonable transportation costs, hotel room (plus any additional hotel room costs for spouse or significant other) as arranged by the program chair, and \$32 per diem for meals (pro-rated for parts of days).

Rule 8. Payment to Members.

Except as provided elsewhere in these Rules, no SCTA members, and no South Carolina residents who, by reason of affiliation with any theatre, reasonably out to be SCTA members, may benefit financially, either in direct payment or by remission of payments otherwise due, as a result of their work for SCTA without prior approval by the Executive Board. No member of the Executive Board may benefit financially either in direct payment or by remission of payments otherwise due as a result of their work for SCTA except as provided elsewhere in these rules.

Rule 9. Founders Award Endowment Fund.

All contributions to the Founders Award fund shall be placed in a special endowment, the corpus of which shall be restricted in perpetuity from any use other than earning income. The fund will be invested and administered by the Treasurer. The income will be used to finance the Founders Award in such manner as the Executive Board may direct.

Rule 10. Founders Award.

The Founders Award shall be a plaque awarded annually to that person or organization judged to have done the most for theatre in South Carolina during the year most recently concluded. The "year" for purposes of making this award shall run from July 1 to June 30, and the award shall be presented at the SCTA convention immediately following the end of the year for which it is presented. No award shall be given in any year in which it is judged that no sufficiently meritorious activity has taken place. The Program Chair shall be responsible for planning a suitable occasion during the annual convention for presentation of the Founders Award.

Rule 11. Founders Award Selection Committee.

The winner of the Founders Award shall be selected by a committee consisting of one past president of SCTA, one past winner of the award, and the Executive Director of the South Carolina Arts Commission. Persons to serve on this committee shall be selected annually by vote of the Executive Board, which will also choose one committee member to serve as chair. The committee shall establish its own procedures for securing nominations and for making the final selection, provided that its decision is made not later than September 1 of each year. Final approval of the award recipient must be ratified by the Executive Board, which may reject the committee's choice but may not name its own. The Board's reasons for any rejection shall be conveyed to the committee, which may then select another recipient or determine that there shall be no recipient that year.

Rule 12. Secondary School Festival.

The Secondary School Theatre Festival is open to any secondary school in South Carolina which applies to enter, becomes an organizational member of SCTA, and pays the appropriate entry fee by the established deadline (provided time slots enough are available). All members of each play company must become SCTA members and must register for the convention. SCTA will grant a travel stipend to the school(s) advancing to and performing at the SETC Secondary Festival. Administration of this Festival is assigned to the Secondary School Theatre Division.

Rule 13. Community Theatre Festival.

The Community Theatre Festival is open to any community theatre in South Carolina which applies to enter, becomes an organizational member of SCTA, and pays the appropriate entry fee by the established deadline (provided time slots enough are available). All members of each play company must become SCTA members and must register for the convention. SCTA will grant a travel stipend to the group(s) advancing to and performing at the SETC Community Theatre Festival. Administration of this Festival is assigned to the Community Theatre Division.

Rule 14. Kennedy Center American College Theatre Festival (KCACTF).

The South Carolina KCACTF is open to any regionally accredited college or university in South Carolina which applies to enter, becomes an organizational member of SCTA, meets the KCACTF eligibility requirements, and pays the appropriate entry fee by the established deadline. All members of each play company entered must become SCTA members and must register for the convention. Administration of the South Carolina KCACTF is assigned to a special committee appointed annually by the SCTA President.

Rule 15. Nondiscrimination.

The right to membership, to hold office, and to participate in SCTA activities, including (but not limited to) conventions, meetings, auditions, and performances, shall not be abridged because of race, national origin, sex, religion, sexual orientation, or physical handicap.

Rule 16. Special Appointments.

In addition to those appointments established elsewhere in these Rules or in the Bylaws, the President shall promptly appoint after each annual meeting a representative to SETC, to the Arts in the Basic Curriculum program, and to the South Carolina Alliance for Arts Education. The President shall also appoint a historian and an SETC Auditions chair. All of these appointments are subject to Executive Board approval and all appointees (including those appointed under other Rules or the Bylaws) who are not otherwise members of the Executive Board are invited to attend all Executive Board meetings in a non-voting capacity.

Rule 17. Secondary School Auditions.

The Secondary School Auditions are open to any high school junior or senior and to any college or university in South Carolina. Their purpose is to allow students to audition for those college and university representatives seeking to enroll students in their theatre programs. Each auditioning student must be an SCTA member, and must pay an audition fee. Each college or university must be an organizational member of SCTA,.

Rule 18. Mailing List.

The SCTA membership mailing list may not be sold or given to non-members of SCTA. The list, in any computer-generated form, may be sold to SCTA members by the Administrative Director at a cost covering all SCTA expenses.

Rule 19. Convention Exhibits.

Organizational members desiring to exhibit at the convention shall be charged a \$25 fee. Organizations that are not members shall be charged \$50. Under either plan, one individual representing the exhibitor shall be given free access to all those convention events requiring no fee beyond the convention registration fee, but these individuals shall have no vote unless they are also individual members. In exchange for presenting a workshop at the convention, an exhibitor can have the convention exhibition fee waived.

Rule 20. Outstanding Theatre Educator Award.

The Outstanding Theatre Educator Award(s) shall be a plaque awarded to that K-12 theatre educator and/or college/university professor judged to have done the most for theatre students in South Carolina during the year most recently concluded. The "year" for the purposes of making this award shall run from July 1 to June 30, and the award shall be presented at the SCTA convention immediately following the end of the year for which it is conferred. No award shall be given in any year in which it is judged that no sufficiently meritorious activity has taken place. The winner of this award shall be selected by the Awards Committee, which shall establish its own procedures for securing nominations and for making the selection(s), provided that its decision is made not later than September 1 of each year. Final approval of the award must be ratified by the Executive Board, which may reject the committee's choice but may not name its own. The Board's reasons for any rejection shall be conveyed to the committee, which may then select another recipient or determine that there shall be no recipient that year.

Rule 21. Lifetime Service Award.

The Lifetime Service Award shall be a plaque awarded to a person judged to have contributed significantly to theatre in South Carolina throughout his/her career. Long-standing service to the field and an active role in SCTA over time will be considered important criteria in the selection process. No award shall be given in any year in which no suitable candidate emerges. The winner of this award shall be selected by the Awards Committee, which shall establish its own procedures for securing nominations and for making the selection(s), provided that its decision is made not later than September 1 of each year. Final approval of the award must be ratified by the Executive Board, which may reject the committee's choice but may not name its own. The Board's reasons for any rejection shall be conveyed to the committee, which may then select another recipient or determine that there shall be no recipient that year. Any award shall be presented at the annual convention.

Rule 22. Membership Year.

The SCTA membership year shall extend from August 1 of each year through July 31 of the following year. Bill-

ing for these dues may begin in July, with dues payable not later than October 1. Dues (other than renewals) received after May 1 each year shall be credited to the year beginning that August 1 unless the new member requests otherwise.

Rule 23. Publications Advertising.

The Administrative Director may accept paid advertising in SCTA publications at the rate of \$100 per full page, or fractions of \$100 proportional to the size of the space purchased. The President, with at least two other elected officers concurring, must approve the advertisement in question, and the advertisement must be labeled "Paid Advertisement."

Rule 24. Deborah Smith Hoffman Outstanding Mentor Teacher Award.

The outstanding mentor teacher award shall be a plaque awarded to that K-12 theatre educator judged to have contributed the most to rising, new, and even experienced theatre educators in South Carolina during the year most recently concluded. The "year" for the purposes of making this award shall run from July 1- June 30, and the award shall be presented at the SCTA convention immediately following the end of the year for which it is conferred. The winner of this award shall be selected by the Awards Committee, which shall establish its own procedures for securing nominations and for making the selection, provided that its decision is made not later than September 1 of each year. Final approval of the award must be ratified by the Executive Board, which may reject the committee's choice but may not name its own. The Board's reasons for any rejection shall be conveyed to the committee, which may then select another recipient or determine that there shall be no recipient that year.

These Rules of the SC Theatre Association were last amended May 2010.