

# **The University of Michigan Gilbert & Sullivan Society**

## **BYLAWS**

Adopted by the Executive Board April 25, 1970  
Amended by the Executive Board February 9, 1975  
Amended by the Executive Board March 19, 1978  
Amended by the Executive Board March 23, 1980  
Amended by the Executive Board May 26, 1983  
Amended by the Executive Board July 27, 1986  
Amended by the Executive Board October 8, 2000  
Amended by the Membership April 22, 2001  
Amended by the Executive Board February 6, 2002  
Amended by the Executive Board November 15, 2004

### **Article I. Membership.**

- A. The membership of the University of Michigan Gilbert & Sullivan Society ("the Society") shall consist of all individuals who qualify as members under Article III, Section A of the Society Constitution.
- B. Individuals who believe they have in error not been granted status as a Society member may petition the Executive Board for resolution of the issue and a proper determination of membership status.
- C. Upon receiving a petition for resolution of membership status, the Executive Board, adequately informed by the alleged production staff supervisor of the person in question, or other reputable source, shall act to confirm or deny membership status before the next Society election or Society meeting called for voting purposes.
- D. If the matter of disputed membership status cannot thus be settled, the individual seeking confirmation of membership status may apply to the Interpretation Committee for resolution, in accordance with the procedures enumerated in Article IX of the Society Constitution.
- E. In the event the Interpretation Committee for any reason does not convene to resolve the matter, the judgment of the Executive Board shall be final.

### **Article II. The Executive Board.**

- A. In addition to those duties enumerated in the Society Constitution, the Executive Board shall:
  - 1. Produce a show during the University of Michigan's fall and winter terms, and at such other times as it sees fit.

2. Interview and approve those persons who shall fill the appointed positions of the Society. Any member of the Executive Board who is petitioning to fill one of the appointed positions shall abstain from all petitions discussion and voting for that position.
3. Determine which shows will be produced during its term of office.
4. Prepare and approve budgets for all production and non-production expenses.
5. Determine ticket prices and performance times for productions.
6. Decide upon and plan tours of Society productions.
7. Determine to whom complimentary tickets shall be given.
8. Meet at the end of its term, either as a whole or in parts, with the incoming Executive Board to discuss the past year and offer suggestions and advice to the newly elected Executive Board.
9. Periodically review the Bylaws and Constitution of the Society and propose such changes as may be necessary.
10. Maintain the Society office in proper condition to conduct business.
11. Periodically check Society mail and phone messages, and make appropriate replies.

B. In addition to those duties enumerated in Section A above and in the Society Constitution, each individual elected member of the Executive Board shall:

1. Assume financial responsibility for Society funds improperly or irresponsibly allocated or lost under his or her supervision.
2. Prepare accounts of his or her tenure to be kept in the Society archives for the assistance of future Executive Board members.
3. Not receive any remuneration, apart from infrequent non-monetary rewards, for his or her services on the Executive Board.
4. Appoint assistants as necessary, subject to review by the Executive Board.
5. Transmit a list of assistants to the Program Editor for mention in the program.
6. Maintain complete files of all correspondence and documents relating to his or her position, and submit copies thereof to the Secretary for placement in the Society archives, upon request.
7. Prepare a budget for the operating expenses of his or her position for submission to the Treasurer and approval of the Executive Board.
8. Participate in all Executive Board activities as a full voting member and assume any additional responsibilities assigned by the Executive Board.
9. Prepare or maintain a detailed operating manual for his or her position.

10. Pass on all files and other materials of the office to his or her successor.

11. Properly record tech hours earned by cast members under his or her supervision.

C. For all other purposes not expressly mentioned in the Society Constitution or Bylaws, order of precedence for elected members of the Executive Board (i.e., in Society documents, on Society letterhead, in production programs, in situations requiring a presiding officer in the absence of other officers or recusal of officers from certain discussions, and like situations) shall be firstly the President, followed by the Vice-President, Treasurer, Secretary, Ticket Manager, Program Editor, and Company Promoter, in that order.

D. In accordance with Article V of the Society Constitution, four voting members of the Executive Board shall constitute a quorum for conducting business, and unless otherwise provided in the Society Constitution or Bylaws, a quorum of the Executive Board shall be empowered to act by a simple majority vote of its members present and voting.

E. Unless otherwise provided in the Society Constitution or Bylaws, a requirement of a two-thirds majority vote of the Executive Board shall be taken to mean an affirmative vote of two thirds of its members present and voting, in the presence of a quorum.

### **Article III. Particular Duties of Officers.**

A. In addition to those duties enumerated in Article II above and in the Society Constitution, the Society President shall:

1. Call and chair all meetings of the Society and the Executive Board, except as otherwise noted in the Society Constitution or Bylaws.
2. Serve as the sole spokesperson for the Society, except when this role is expressly delegated.
3. Assume general responsibility for oversight of all areas of production, artistic and technical, including general responsibility for oversight of all budgets. Oversight shall not imply the power of a veto without consultation with and approval by the Executive Board.
4. Sign all contracts into which the Society enters, except ticket contracts and contracts for outgoing rentals of the Society's physical assets.
5. Prepare agendas for Society and Executive Board meetings.
6. Propose honoraria when warranted for submission to the Executive Board.
7. Serve as the sole liaison between the Society and the University except as otherwise noted in the Society Constitution or Bylaws.
8. Find, with the assistance of the Executive Board, qualified candidates for the appointed positions of the Society.

9. Schedule meetings to interview persons interested in holding appointed positions of the Society, and inform such persons of decisions made regarding their applications.
10. Review the final drafts of all documents which bear the Society name or symbol before they are published, including brochures, flyers, posters, and programs, whether printed for distribution or posted via the internet. Business letters and e-mail communications, other than mass e-mails to non-Society members, are exempt from this requirement.
11. Insure that all Society officers or appointees are familiar with their responsibilities and with the means by which they should accomplish their duties.
12. Propose, for the approval of the Executive Board, candidates to fill any vacancies in the Executive Board or in any committees of the Society.
13. Conduct all negotiations for the Society, except negotiations for ticket contracts and negotiations for outgoing rentals of the Society's physical assets.
14. Co-sign all Society accounts.
15. Delegate, with the consent of the Executive Board, all duties not otherwise delegated by the Society Constitution or Bylaws and which promote the purpose of the Society as stated in Article II of the Society Constitution.
16. Assist the Treasurer in securing start-up cash from the student organization accounts office for box office and Cozy Corner operations.
17. Assist the Vice-President and Company Promoter in reviewing contracts for theatre rental and use, insuring that proper dates and times are allowed for theatre use and Cozy Corner sales.
18. Assist the Vice-President to insure that all University deadlines are met for the submission of requested suitable future theatre dates.
19. Insure that all University deadlines are met for reapplication for University office space, and draft such applications for approval by the Executive Board when necessary.
20. Assist the Secretary in compiling lists of all those Society members deserving of First-Semester Certificates, Five-Semester Pins, 25-Semester Pins, and other recognitions.
21. Assist the Treasurer in application for all FUMGASS grants and grants from other sources as necessary.
22. With the assistance of the Treasurer, complete the necessary applications or reapplications for University of Michigan student organization status at the beginning of the academic year.
23. Assist the Music Director in distribution of contracts for orchestra members.

B. In addition to those duties enumerated in Article II above and in the Society Constitution, the Society Vice-President shall:

1. Chair all Society and Executive Board meetings in the absence of the President.

2. Serve as Acting President until a new President is elected by the Society, should the former President leave office before an election meeting can be called.
3. Superintend all physical assets of the Society, including, but not limited to, properties, costumes, set pieces, and musical materials, except for those assigned to other members of the Executive Board.
4. Prepare and maintain inventories of all physical assets of the Society in conjunction with other members of the Executive Board and reputable subordinates.
5. Arrange for audio and video recordings of all Society productions, including the manufacture of duplicate audio and video recordings for sale.
6. Superintend all rentals of Society assets according to policies established by the Executive Board, including preparation of rental contracts to be approved by the Executive Board.
7. Secure all audition spaces, rehearsal spaces, set- and costume-building spaces, storage spaces, and meeting rooms for all Society events.
8. Assume responsibility for office organization, though not for office maintenance beyond the duties of all officers in general.
9. Organize and, when appropriate, purchase materials for official Society parties, social functions, and other recreational activities.
10. Insure that rehearsal and audition spaces are vacated in proper condition.
11. Maintain and develop the Society library, requesting funds from the Executive Board when necessary.
12. Assume responsibility for the social, facilities rental, theatre rental, and recording budgets and report periodically to the Executive Board on their status.
13. Secure contracts in a timely fashion for all aspects of theatre rental.
14. Insure, with the assistance of the President and Company Promoter, that all contracts for theatre rental and use are suitable in their allowances of dates and times for theatre use and Cozy Corner sales.
15. Submit to the University, with the assistance of the President, all requests for suitable future theatre dates in a timely fashion.

C. In addition to those duties enumerated in Article II above and in the Society Constitution, the Society Treasurer shall:

1. Chair all Society and Executive Board meetings in the absence of the President and Vice-President.
2. Maintain complete financial records of the Society, including accounts of all sources of income and expense with all necessary receipts and other documents.

3. Serve as a co-signer on all Society bank accounts and University accounts.
4. Maintain custody of all materials relating to Society bank accounts, including statements, checks, debit cards, and other materials.
5. Superintend all Society investments and accounts, with the approval of the Executive Board.
6. Insure that all outstanding bills presented for payment are paid promptly.
7. Report frequently to the Executive Board on the status of Society monetary accounts.
8. Insure that all moneys owed to the Society are paid promptly.
9. Prepare, with the assistance of the Ticket Manager, an income statement for each Society production as soon as possible after the close of the production, and submit this statement to the Executive Board for examination and insertion into the official record.
10. Prepare a final statement of all revenues and expenditures in the course of each Society production as soon as possible after the close of the production, listing totals earned and spent, and all budget windfalls and overages, and submit this statement to the Executive Board for examination and insertion into the official record.
11. Approve and secure reimbursement through the student organization accounts office or otherwise of all Society members who have spent their own resources for the benefit of the Society.
12. Secure, with the assistance of the President, start-up cash from the student organization accounts office for box office and Cozy Corner operations.
13. Prepare, with the assistance of the President, applications for all FUMGASS grants and grants from other sources as necessary.
14. Collect budget estimates from all members of the Executive Board and appointed positions who require operating expenses.
15. Alert the Executive Board to all excessive expenses incurred in any budget or to any dangerous changes in the monetary position of the Society.
16. Purchase, with the approval of the Music Director, all scores and orchestrations required for productions.
17. Superintend the selling of scores to cast members and production staff.
18. Assist the Company Promoter in securing overhead and revenues for T-shirt manufacture and sales.
19. Monitor office telephone usage and insure that all calls are charged appropriately.
20. Initiate all necessary purchase requisitions through the University.

21. Insure, with the assistance of the Faculty Advisors and the FUMGASS Executive Board, that the Society pays all taxes required by law and prepares all necessary governmental financial filings.

22. Provide, with the assistance of the FUMGASS Treasurer and the Music Director, for the prompt payment of all orchestra members directly following the final performance of each production.

23. Provide to the FUMGASS Treasurer permanent addresses and Social Security numbers for all orchestra members for tax purposes.

24. Provide for the prompt payment of all rehearsal accompanists.

25. Assist the President in completion of the necessary applications or reapplications for University of Michigan student organization status at the beginning of the academic year.

D. In addition to those duties enumerated in Article II above and in the Society Constitution, the Society Secretary shall:

1. Chair all Society and Executive Board meetings in the absence of the President, Vice-President, and Treasurer.

2. Attend all Society and Executive Board meetings and take accurate minutes of all matters discussed therein, unless otherwise instructed by the Executive Board for good cause.

3. Type all minutes and submit them to the Executive Board for approval.

4. Keep a file of all approved minutes as an official record of the Society.

5. Publish approved minutes of all Society meetings and all open Executive Board meetings on Society internet space.

6. Send out all general Society correspondence, including complimentary ticket offers and announcements of special meetings, except when this role is otherwise delegated by the Executive Board.

7. Maintain a list of all current Society members, with the assistance of the Executive Board or other reputable sources.

8. Purchase flowers or other similar gifts for presentation to those designated by the Executive Board at green room or afterglow ceremonies.

9. Purchase and arrange refreshments for mass meetings, truck loadings, strikes, and for theatre green room use, Society parties specifically excepted, unless expressly objected to by the Executive Board or production staff members for good cause.

10. Maintain the Society's stock of office supplies.

11. Collect copies of correspondence from Executive Board members and appointees for the official records of the Society.

12. Maintain Society archives, including minutes, photos, programs, posters, letters, recordings, and other items as appropriate.
13. Maintain and collect from Executive Board members and appointees a complete set of job descriptions and operating manuals for all Society offices and positions, to be added to the Society archives and updated regularly.
14. Serve as official Society historian, including preparing a history of the events of each term and insuring that events of past terms are properly chronicled.
15. Notify through general channels all current members of all Society meetings.
16. Create, maintain, and monitor all e-mail lists necessary for communication within the Society, and install appropriate list owners and moderators as necessary.
17. Maintain, keep current, and enhance the Society's internet space.
18. Secure a head usher for all productions and insure that all performances are supplied with an adequate number of ushers.
19. Compile, with the assistance of the President and other reputable sources, a list of those Society members deserving of First-Semester Certificates, Five-Semester Pins, 25-Semester Pins, and other recognitions.
20. Provide a list of all current Society members for use at election meetings and other Society meetings called for voting purposes.
21. Provide a complete list of contact information for members of the Executive Board, production staff, cast, and other crew as necessary, for distribution to the Society as soon as possible.

E. In addition to those duties enumerated in Article II above and in the Society Constitution, the Society Ticket Manager (aka Pooh-Bah) shall:

1. Superintend all ticket sales for Society productions.
2. Contract with an outside entity to oversee the day-to-day operations of selling and reserving tickets, if deemed beneficial by the Executive Board.
  - a. Such contract negotiations shall be conducted by the Ticket Manager and the contract itself must be approved by the Executive Board.
  - b. Ticket Manager shall periodically inquire as to Society ticket concerns with the outside entity, and alert the Executive Board to any causes for concern.
  - c. Ticket Manager shall arrange, with the assistance of the Treasurer, for appropriate compensation of the outside entity.
  - d. Ticket Manager shall superintend all other ticket operations required by this Section which are not contracted to the outside entity.
3. Submit deposits of ticket revenue to the Treasurer as promptly as possible.



4. Submit an accurate account of nightly and total ticket sales for each production as soon as possible after the close of the production to the Executive Board for examination and insertion into the official record.
5. Assist the Treasurer in compiling an accurate income statement for ticket operations.
6. Superintend the ordering, printing, mailing, reservation, selling, and will-call of tickets if these roles are not contracted to an outside entity.
7. Superintend all operations of the theatre box office for walk-up sales and will-call, including securing appropriate staff, if this role is not contracted to an outside agency. If unavailable, the Ticket Manager may delegate this duty to another reputable Society member.
8. Secure start-up cash for box office operations in conjunction with the duties assigned above to the President and Treasurer.
9. Preserve all ticket materials, including, but not limited to, complimentary ticket acceptances, discount records, group sales records, and order forms, which are needed for proper record keeping.
10. Sign all contracts for ticket sales.
11. Examine all publicity containing ticket sales information to insure its accuracy.
12. Provide interim ticket sales reports to the Executive Board as often as possible.
13. Maintain mailing lists for Society ticket mailings.
14. Prepare, with the assistance of the Company Promoter and Graphic Designer, the Society's ticket flyer(s).
15. Superintend the mailing of the Society's ticket flyer(s).
16. Superintend, with the assistance of the FUMGASS Keeper of the Rolls, the mailing of the Society's ticket flyer(s) to FUMGASS patrons.
17. Prepare a list of those persons granted complimentary tickets, for approval of the Executive Board.
18. Secure, with the assistance of the Treasurer and the FUMGASS Treasurer, appropriate funds for the purchasing of ticket flyer postage.
19. Grant, as necessary, complimentary or reduced-price tickets to patrons as equity may require in the event of extreme or otherwise irreversible box office error, securing the approval of the Executive Board if time permits.
20. Assume responsibility for the ticket and mailings budget and report periodically to the Executive Board on its status.

21. Develop a list of ticket priority dates for particular groups (e.g., cast members, FUMGASS patrons, etc.), if necessary, and submit this list to any outside entity contracting to provide ticket services.

F. In addition to those duties enumerated in Article II above and in the Society Constitution, the Society Program Editor (aka Pish-Tush) shall:

1. Prepare the program booklets for all Society productions.
2. Superintend advertisement sales for the program.
3. Collect biographical information from necessary cast and crew for use in the program.
4. Select a suitable printer for the program, and assume responsibility for submitting all copy and photographs to the printer in a timely fashion, respecting all deadlines.
5. Collect photographs for various uses in the program.
6. Submit the program to several members of the Executive Board and production staff, and other reputable individuals as necessary, for proofreading and general editing. But in all instances the Program Editor's decision on inclusion or exclusion of any material in the program shall be final, subject only to vote of the Executive Board, in which the Program Editor shall be free to participate.
7. Set advertising rates for the program, with the approval of the Executive Board.
8. Superintend the billing of program advertisers for amounts owed, promptly submitting to the Treasurer all income from advertising and a listing of all advertising revenue still incoming.
9. Assume responsibility for the program budget, including anticipated revenue, and report periodically to the Executive Board on its status.
10. Supply appropriate receptacles for the recycling of program booklets from performance-to-performance, if necessary.
11. Recruit and train any assistants necessary to help with the duties of the post.
12. Collect lists of all assistants and others deserving mention in the program from members of the Executive Board and production staff members.
13. Decide upon, with the assistance of the Graphic Designer, an appropriate design for the cover of the program booklet.

G. In addition to those duties enumerated in Article II above and in the Society Constitution, the Society Company Promoter shall:

1. Superintend all publicity for Society productions, ticket sales, mass meetings, searches for individuals to fill the Society's appointed positions, and other special Society events.
2. Submit all publicity regarding ticket sales to the Ticket Manager for proofreading, and all publicity in general for approval by the Executive Board.

3. Assume responsibility for the publicity, T-shirt sales, and Cozy Corner budgets and report periodically to the Executive Board on their status.
4. Submit the proposed production poster, T-shirt design, publicity flyer, and other creations of the Graphic Designer for approval by the Executive Board.
5. Assist the Ticket Manager in preparation of the Society's ticket flyer(s).
6. Prepare and maintain mailing lists for press releases and other publicity concerns.
7. Sparingly grant complimentary tickets necessary in the conduct of his or her business, with the prior approval of the Executive Board. Company Promoter shall inform the Ticket Manager of all acceptances of complimentary tickets.
8. Maintain a clip book of ads, preferably also including electronic files, to be placed in the Society archives.
9. Keep complete files of all correspondence and documents related to his or her position, submitting copies to the Secretary upon request.
10. Secure and superintend space for the Society at University functions, as necessary, in order to recruit new Society members.
11. Recruit and train assistants to help with implementing publicity, if necessary.
12. Assist the Vice-President and President in reviewing contracts for theatre use, insuring that proper dates and times are allowed for Cozy Corner sales.
13. Superintend all Cozy Corner merchandise sales in the theatre lobby before and after performances and during intermissions. Cozy Corner merchandize will generally include books, past audio/visual Society recordings, past Society publicity posters, T-shirts, and/or other Society merchandise.
  - a. Company Promoter shall recruit, with the assistance of the FUMGASS Vice-President if necessary, appropriate staff for Cozy Corner operations.
  - b. In the event the Company Promoter is unavailable, he or she may delegate duties relating to Cozy Corner operations to another reputable Society member.
  - c. Company Promoter shall consult with the Videographer, T-shirt manufacturers, book dealers, compact disc manufacturers, poster printers, or other merchandise creators, as necessary, to secure the availability of merchandise for sale at Cozy Corner.
  - d. Company Promoter shall submit to the Treasurer all Cozy Corner income as soon as possible.
  - e. Company Promoter shall not offer for sale at Cozy Corner any items such as past programs, posters, or the like, which are important features of the Society archives or which may represent the last or few remaining examples of themselves still in Society possession.

f. Company Promoter can secure start-up cash for Cozy Corner operations in conjunction with the duties assigned above to the President and Treasurer.

14. Submit, with the assistance of the Graphic Designer, all copy of posters, flyers, T-shirt designs, etc., to the selected printers in a timely fashion, respecting all deadlines.

15. Secure a photographer, performers, and requisite costumes and makeup for publicity photographs, as necessary, for distribution to media outlets.

16. Post publicity photos, dress rehearsal photos, publicity posters, and/or other materials in the theatre lobby and display cases, as allowed, during production week.

17. Superintend all production T-shirt sales and the like, with the assistance of the Treasurer in securing overhead and collecting revenue, and with the assistance of the Graphic Designer in formulating a design.

18. Submit to the Treasurer all income from production T-shirt sales and the like as soon as possible.

H. In addition to those duties enumerated in the Society Constitution, the Faculty Advisors shall:

1. Be available to any member of the Society for the purposes of giving advice.

2. Endeavor to create and maintain harmony between the Society and the University of Michigan.

3. Be kept informed of the dates and times of Executive Board meetings and be sent copies of the Society minutes, if requested, in order that their advice may be well informed.

4. Only represent the Society as specifically requested by the Executive Board.

5. Hold no elective positions of the Society.

6. Be appointed by a two-thirds majority vote of the Executive Board and serve until unable or unwilling to do so, or until removed by a two-thirds majority vote of the Executive Board.

#### **Article IV. Appointees.**

A. The appointed positions of the Society shall be:

1. The Director.

2. The Music Director.

3. The Set Designer.

4. The Costume Designer.

5. The Technical Director.

6. The Properties Manager.
7. The Stage Manager.
8. The Lighting Designer.
9. The Makeup Designer.
10. The Graphic Designer.
11. Any other positions that may be deemed appropriate by the Executive Board.

B. The Executive Board shall make appointments to these positions for each production, unless deemed unnecessary by the Executive Board.

C. If any of the above positions, except the Director or Music Director, becomes vacant due to emergency, resignation, lack of qualified applicants, or removal of the appointee, the members of the Executive Board shall appoint another individual to the vacant position, or become responsible themselves for coordinating efforts to accomplish the duties of the vacant position, as enumerated in this article. In the case of vacancy in either the Director or Music Director positions, the Executive Board shall appoint another qualified individual to fill the position as soon as possible.

D. Appointees shall be considered competent and shall remain in their positions as they will, unless removed by affirmative vote of five members of the Executive Board or by a two-thirds majority vote of Society members present and voting at a meeting called for that purpose. At such a meeting, the appointees under review shall be invited to address whatever issues may be raised, but shall not be present for discussion and vote.

E. The Executive Board may require of any appointee additional duties not enumerated in this article, as circumstances and equity may require.

F. Each individual holding an appointed position shall:

1. Appoint qualified assistants as necessary, subject to the approval of the Executive Board.
  - a. Unless expressly authorized by the Executive Board, no responsibility of the Director or Music Director may be delegated entirely to an assistant.
  - b. The Executive Board may require any appointee to submit for approval a detailed list of duties to be delegated to an assistant.
2. Submit to the Program Editor a list of assistants and crew for inclusion in the program.
3. Hold no elective office of the Society during the time of his or her appointed service.
4. Attend production meetings to report on progress and participate in the artistic and technical coordination of the production.
5. Submit a budget for all operating funds required of his or her position to the Treasurer as soon as possible, for approval of the Executive Board.

6. Assume responsibility for the budget of his or her particular position, and report frequently to the Executive Board on its status.
7. Properly record tech hours earned by cast members under his or her supervision.
8. Consult with the Vice-President on all incoming and outgoing Society rentals.

G. In addition to the duties enumerated in Section F above, the Director shall:

1. Assume responsibility for the general artistic success of the production.
2. Conduct public auditions, in conjunction with the Music Director and other individuals as necessary, and select a cast for the production.
3. Select, if necessary, a choreographer, subject to the approval of the Executive Board.
4. Work closely with the Music Director and other appointees and their assistants to insure a unified presentation of the work produced.
5. Prepare, in conjunction with the Music Director, a rehearsal schedule to be distributed to the cast and crew as early as possible.
6. Conduct as many rehearsals as necessary to insure a competent production.
7. Consult with the Vice-President to confirm that appropriate rehearsal and audition space is available when desired.
8. Supply to the Program Editor any descriptive information on characters or the show as a whole desired by the Director for potential inclusion in the program.
9. Submit a final cast list to the Program Editor for inclusion in the program.
10. Monitor performances to insure their continued quality.
11. Prepare a list of needed properties as soon as possible for submission to the Properties Manager, noting any special requirements and any needs for rehearsal properties.
12. Report frequently on the artistic progress of the production to the Executive Board.
13. Not appear on stage during the current production unless approved by a two-thirds majority vote of the Executive Board.

H. In addition to the duties enumerated in Section F above, the Music Director shall:

1. Assume responsibility for all aspects of the musical success of the production, coordinating at all times with the Director.
2. Conduct public auditions, in conjunction with the Director and other individuals as necessary, and select a cast for the production.
3. Secure accompanists for auditions and rehearsals when appropriate.

4. Select scores and orchestrations for use during the production and assist the Treasurer in their purchase.
5. Conduct as many rehearsals as necessary to insure a competent production, leading all music rehearsals not delegated to an assistant.
6. Recruit a competent, able, and reliable orchestra, conducting auditions if necessary.
7. Conduct a sufficient number of orchestra rehearsals as necessary to insure a competent orchestra, subject to the restrictions of number of orchestra services approved by the Executive Board.
8. Determine pay criteria for orchestra members and rehearsal accompanists, subject to the approval of the Executive Board.
9. Distribute contracts to orchestra members, with the assistance of the President.
  - a. Contracts with orchestra members shall include the agreed-upon rate of payment and a schedule of required services, rules, and penalties for infractions.
  - b. Contracts with orchestra members shall include the instrumentalist's waiver of all rights to use of likeness and musical product.
  - c. Contracts with orchestra members shall include the permanent address and Social Security number of the instrumentalist, to be used for tax preparation purposes only.
  - d. Music Director shall submit a list of all permanent addresses and Social Security numbers to the Treasurer.
10. Conduct all performances, unless this role is expressly delegated with the consent of the Executive Board.
11. Consult with the Vice-President to confirm that appropriate rehearsal and audition space is available when desired.
12. Edit all orchestra scores prior to the first orchestra rehearsal to reflect cuts and changes and to eliminate errors.
13. Insure that all orchestra scores and other Society possessions used by the orchestra are returned in good condition.
14. Submit to the Treasurer a list of orchestra members with allotted pay as far before the final performance as possible.
15. Submit to the Program Editor a list of orchestra members for inclusion in the program.
16. Maintain accurate orchestra attendance records for purposes of accurate payment.
17. Assist with and approve the setup and strike of the orchestra pit.
18. Retain ultimate responsibility for oversight of the orchestra budget, regardless of Executive Board approval for delegation of orchestra budget duties to an assistant.

19. Not appear on stage during the current production unless approved by a two-thirds majority vote of the Executive Board.

I. In addition to the duties enumerated in Section F above, the Set Designer shall:

1. Assume responsibility for all aspects of set design, duly consulting with the Director to insure artistic coordination.
2. Prepare, in consultation with the Director and Technical Director, floor plans of the set as early as possible, followed if necessary by complete working drawings and/or a model.
3. Secure, in conjunction with the Technical Director, all materials required in set construction and decoration, insuring that Society stocks are maintained.
4. Superintend set painting and decoration, consulting with the Director, Costume Designer, and Lighting Designer regarding color schemes.
5. Monitor theatre move-in and strike in conjunction with the Technical Director and Stage Manager, checking to insure that the set is erected to specifications.
6. Remain available for any late alterations in set decoration during and after theatre move-in.
7. Consult with the Properties Manager regarding matters of set dressing.

J. In addition to the duties enumerated in Section F above, the Costume Designer shall:

1. Assume responsibility for all aspects of costume design, duly consulting with the Director to insure artistic coordination.
2. Superintend the design, construction, recycling, fitting, alteration, and/or rental of all costumes required for the production.
3. Consult with the Director, Set Designer, and Lighting Designer regarding color schemes.
4. Superintend the loading, transportation, and unloading of costumes and supplies, and setup of the theatre costume shop.
5. Purchase fabrics and all other supplies needed for costume construction, insuring that Society stocks are maintained.
6. Select, if necessary, a seamstress, subject to approval by the Executive Board.
7. Assume responsibility for costume maintenance and repair after theatre move-in, and remain available for any late costume redesign or repair.
8. Take necessary costume measurements of cast members.
9. Launder, or dry-clean when appropriate, all costumes for storage or return after the close of the production.
10. Consult with the Properties Manager regarding matters of costume-related props.



11. Consult with the Makeup Designer regarding matters of color schemes, wigs, and the like.
12. Recruit and train costume crew members, as necessary.

K. In addition to the duties enumerated in Section F above, the Technical Director shall:

1. Assume responsibility for all aspects of set construction, transport, and dismantling, duly coordinating with the Set Designer and consulting with the Director.
2. Secure, in conjunction with the Set Designer, all materials required in set construction, insuring that Society stocks are maintained.
3. Assist the Set Designer in developing a floor plan of the set.
4. Recruit, manage, and train crews for set construction, theatre move-in, and strike, in consultation with the Set Designer and Stage Manager when appropriate.
5. Plan and execute theatre move-in and strike, arranging for appropriate transportation of set and/or other materials, and consulting with the Vice-President as to theatre time required.
6. Insure that Society tools are used properly and returned after use, and properly maintained.
7. Insure that any areas used for set construction are restored to their proper state after use.
8. Remain available for any late alterations in set construction during and after theatre move-in.
9. Train backstage crews in any set-related tasks, in coordination with the Stage Manager.

L. In addition to the duties enumerated in Section F above, the Properties Manager shall:

1. Assume responsibility for purchase, manufacture, rental, or borrowing of all performance and rehearsal props.
2. Consult with the Director and cast members regarding matters of appropriate props usage and backstage placement.
3. Remain available after theatre move-in for emergency props replacement or repairs.
4. Consult with the Costume Designer regarding matters of costume-related props.
5. Consult with the Set Designer regarding matters of set dressing.
6. Assume responsibility for the organization and neatness of the Society's props storage areas, preparing when possible accurate inventories of props.
7. Assume responsibility for transport of props during theatre move-in and strike, properly returning all props and organizing all Society-owned props after use.
8. Assume responsibility for placement and organization of props backstage.

9. Recruit and train assistants for locating and running props, as necessary.

10. Consult frequently with the Director regarding props needed.

M. In addition to the duties enumerated in Section F above, the Stage Manager shall:

1. Assume responsibility for calling cues and managing performances and rehearsals in the theatre.

2. Coordinate, in cooperation with the Technical Director, the theatre move-in and strike.

3. Organize call times for the cast and crew and provide a means of checking attendance.

4. Recruit and train any stage managing assistants and backstage crew as necessary.

5. Devise, announce, and enforce in-theatre policies and rules, in consultation with the production staff.

6. Attend rehearsals whenever possible as preparation for managing performances.

7. Consult with the Director, Music Director, Lighting Designer, and other appointees to develop an accurate list of running cues.

8. Assign strike responsibilities in consultation with the Technical Director.

9. Replenish supplies of the Society's backstage first-aid kit as necessary.

N. In addition to the duties enumerated in Section F above, the Lighting Designer shall:

1. Design all lighting used in the production, duly consulting with the Director to insure artistic coordination.

2. Secure all equipment needed for lighting the production.

3. Recruit, organize, and train light crews for all performances.

4. Submit to the Stage Manager a complete list of lighting cues, in a timely fashion.

5. Superintend light hang and removal, coordinating with the Technical Director.

6. Superintend focusing and adjustment of lights.

7. Superintend the programming of cues into the lighting system.

8. Submit a listing of theatre time needed for lighting work to the Vice President and Technical Director, in a timely fashion.

9. Consult with the Director, Set Designer, and Costume Designer regarding color schemes.

O. In addition to the duties enumerated in Section F above, the Makeup Designer shall:

1. Design all makeup and hair styles used in the production, duly consulting with the Director to insure artistic coordination.
2. Superintend the use of all wigs in the production, coordinating with the Costume Designer as necessary.
3. Maintain the Society stock of makeup supplies.
4. Remain available before performances and during intermissions to assist cast members in makeup application.
5. Consult with the Costume Designer and Lighting Designer regarding color schemes.
6. Superintend the loading, transportation, and unloading of makeup and supplies, and setup of the theatre makeup shop.
7. Provide lessons on applying makeup, as necessary.
8. Recruit and train makeup and hair assistants, as necessary.
9. Superintend strike of the makeup shop, including cleaning and repacking of all makeup supplies.

P. In addition to the duties enumerated in Section F above, the Graphic Designer shall:

1. Design all graphics used in Society publicity, in consultation with the Company Promoter and the Director.
2. Design the graphics used for the production T-shirt.
3. Submit all graphics to the Company Promoter, for approval of the Executive Board.
4. Assist the Company Promoter in submitting all graphics to printers in a timely fashion, respecting all deadlines.
5. Provide hard copies or electronic copy of designs to the Secretary upon request, for inclusion in the Society archives.
6. Retain full ownership rights to all graphics he or she designs for the Society, except that the Society shall be licensed to use such graphics for any and all Society purposes, free of any fee or consideration.

## **Article V. Cast Responsibilities.**

A. All persons auditioning for a Society production shall sign a waiver relinquishing all rights to use of voice and likeness.

B. Cast members shall:

1. Attend all rehearsals, except when excused by the Director or Music Director, and carry out all reasonable demands of the Director and Music Director regarding rehearsal preparation and content.
2. Assist with the technical aspects of the production, potentially including, but not limited to, set construction, costume construction, program editing, or publicity, amounting to a contribution of not less than eight hours per production.
3. Assist with theatre move-in and strike as required by the production staff, such work not to be applied to the time requirement given in Clause 2 above.
4. Comply with all other reasonable demands made by members of the production staff.

## **Article VI. Elections.**

- A. Elections for the Executive Board shall be held before the second Monday after the first Sunday in March.
- B. All Executive Board positions shall be up for election each year.
- C. All Society members at the time the election is held shall be sent notice of the meeting not less than two weeks before it is held.
- D. The President shall act as presiding officer of the election meeting unless he or she is a candidate for a position. If so, upon being nominated for a position, the President shall relinquish the chair to the next officer in precedence who is present and not a candidate for that position. The President shall resume the chair when the position has been filled or the meeting moves to nominations for other positions. These requirements shall also apply to another officer acting as presiding officer in the President's absence.
- E. The election process shall be as follows:
  1. Elections shall begin with nominations and balloting for President and shall proceed in the order of Vice President, Treasurer, Secretary, Ticket Manager, Program Editor, and Company Promoter.
  2. The constitutional requirements for all Executive Board positions shall be announced at the start of the meeting, and, when relevant, before nominations for each position.
  3. After the presiding officer announces the opening of nominations for a position, the incumbent or presiding officer shall describe the duties of that position, using the Society Constitution, Bylaws, and other job descriptions as a basis for the comments.
  4. Each candidate for a position shall be nominated by two current Society members.
  5. Once nominations for a position are complete, the candidates may speak briefly and briefly field germane questions from the voters.
  6. After speaking, candidates shall leave the election room, and their nominators may comment briefly on the merits of the nominees. The voters may then discuss the merits of the

nominees, but no person shall speak twice before all other voters wishing to speak have spoken at least once. The presiding officer shall have the sole and final authority to limit the discussion to statements germane to the proceedings. The presiding officer shall also have the sole and final authority to enforce or relax time restrictions or restrictions on number of comments from all voters, providing that such limits are made before discussion begins, and all voters are given reasonable opportunity to speak.

7. After discussion for a position is complete, the candidates shall be called back into the room and balloting shall begin.

8. Paper ballots shall be used for all positions sought by more than one candidate. Simple voice vote may be used for unopposed candidates.

9. No absentee or proxy voting shall be permitted.

10. After balloting for a position is complete, the presiding officer and the Secretary shall collect and privately tally the ballots, with another officer who is not a candidate for that position filling in for the Secretary if the Secretary is absent or a candidate for that position. Faculty Advisors may witness the counting and tabulation of the ballots if they so desire.

11. Ballots shall be counted only if they have been cast for candidates who have been duly nominated and have not explicitly removed themselves from consideration.

12. The candidate who receives a majority of all valid ballots for the position shall be declared the winner. If no candidate receives a majority, the candidate receiving the lowest vote total shall be eliminated and a fresh vote shall be taken. This process shall continue until one candidate receives a majority.

13. In the event of a tie between the two final candidates for a position, the existing Executive Board members (excepting any remaining candidates for the position in question) and Faculty Advisors present shall cast additional ballots amongst themselves to break the tie, or declare a winner by some other equitable means.

14. An individual may be nominated and elected in absentia, and may send a short statement to be read to the voters by a Society member, in lieu of personally making a statement after being nominated.

15. Should no person be nominated for a position, nominations for that position shall be suspended and nominations for the next position shall begin. Nominations for a position unfilled at the end of elections shall then be reopened. If no candidate then emerges, that position shall be considered open and shall be treated by the newly elected Executive Board as a normally occurring vacancy as governed by the Society Constitution and Bylaws. Should four or more positions remain vacant after elections, the entire election meeting shall be declared null and void and the existing Executive Board shall schedule another timely election meeting.

F. Any disputes over electoral procedure shall ordinarily be dealt with by the presiding officer, using the Society Constitution and Bylaws, and Robert's Rules of Order, for issues on which the Society Constitution and Bylaws are silent, as guides. Should the problem prove irresolvable by these means, the Faculty Advisors present, in their capacity as members of the Interpretation Committee (whether or not a quorum of the committee is present), shall resolve the conflict. The solution of the Faculty Advisors shall be final.

## **Article VII. Meetings.**

A. In addition to the requirements enumerated in Article VI of the Society Constitution, Executive Board meetings shall be:

1. Held every week during terms in which shows are being produced, and at other times as deemed necessary.
2. Attended by Executive Board members as often as possible. Repeated failure to attend meetings shall be considered sufficient reason for recall of an officer as governed by Article IV, Section F of the Society Constitution.

B. Decisions of the Executive Board need not be made in person, but instead may be made by other means, such as e-mail or telephone, as necessary. Such decisions shall still be subject to appropriate quorum and majority requirements, as defined in the Society Constitution and Bylaws. This section shall not excuse the Executive Board from holding weekly meetings as scheduled and announced to the Society.

C. Production staff meetings shall:

1. Be held periodically during the course of the term in which a show is produced.
2. Include all elected members of the Executive Board and all production staff appointees as necessary and appropriate.
3. Be duly publicized.
4. Be open to all Society members.
5. Be used to discuss and resolve artistic, technical, and budgetary matters of the production.

D. At any meeting of the Society membership called for voting purposes, no proxy or absentee voting shall be permitted.

## **Article VIII. Honoraria.**

A. Pecuniary rewards may be given to persons whom the Executive Board has deemed deserving of them, only in the form of an honorarium or gift upon the completion of a production, and only if the financial condition of the Society so permits, in the sole judgment of the Executive Board.

B. Promise of payment or honorarium made by any person(s) shall not be binding upon the Society or its members in any way, unless approved by the Executive Board after completion of the production.

C. No member of the Executive Board shall receive an honorarium.

## **Article IX. Auxiliary Groups.**

A. Auxiliary groups operating in concert with the Society shall be divided as follows:

1. Affiliated groups are those groups which are independent from the Society but may work with the Society from time to time for the mutual benefit of both. Affiliations with independent groups must be sanctioned by the current Executive Board in order for the affiliation to remain in effect. Membership in affiliated groups does not by itself constitute membership in the Society, and the current Executive Board shall have the sole discretion to decide the terms on which the affiliation will operate.
2. Sponsored groups are those which are dependent upon the Society, at least in part, for financial or organizational support. Sponsorship of such groups must be sanctioned by the current Executive Board in order to remain in effect. Membership in sponsored groups, insofar as it constitutes contribution to the Society under Article III of the Society Constitution, interpreted by the Executive Board, shall constitute membership in the Society. Sponsored groups may use the Society's name, and shall operate in all matters under the ultimate authority of the Executive Board.

B. Auxiliary groups shall not by themselves determine Society policy.

## **Article X. Amendment, Effect, and Supersession.**

A. These Bylaws shall be amended only as provided in Article VII of the Society Constitution.

B. Amendments to these Bylaws shall not conflict with the Society Constitution.

C. An amendment or addition to a provision in these Bylaws shall not conflict with another provision without including amendments to both provisions.

D. These Bylaws shall be amended as necessary to reflect amendments to the Society Constitution.

E. Amendments to these Bylaws shall take immediate effect, unless otherwise mandated in the amendment itself. But the Executive Board shall not schedule an amendment to take effect during the official term of an incoming or future Executive Board.

F. These Bylaws as a whole shall supercede all prior bylaws, rules, and policies enacted by the Society, except the Society Constitution.