

# LEMON BAY PLAYHOUSE, INC.

## BYLAWS 2024

3/1/2020 Bylaws Updated 3/2/2024

### Article I: Name and Office

A. The name of this organization will be *Lemon Bay Playhouse*, referred to as LBP, Inc.

B. LBP Inc. is incorporated under Florida Statute 617, Corporations Not for Profit.

C. The principle office of LBP, Inc. shall be 96 W. Dearborn Street, Englewood, Florida 34223.

D. All deliberative proceedings of the governing body of LBP, Inc. shall be in accordance with the LPB Bylaws and Florida Statute 617 Corporations Not for Profit.

### Article II: Mission

We strive to improve diversity and enrich the greater Englewood community through live theater, volunteerism, education in the performing arts, and to provide a venue for other cultural activities.

### Article III: Membership

#### A. Becoming A Member

1. A donation of twenty-five dollars (\$25) or more will automatically enroll the donor as a member of Lemon Bay Playhouse.

2. Membership runs for one year from the date joined.

#### B. Membership Benefits

1. May attend the regularly scheduled Board of Trustee meetings.

2. Receive the SPOTLIGHT newsletter

3. Exercise voting privileges for bylaw amendments and election of Trustees

## **Article IV: Meetings**

### **A: Annual Meetings**

1. An annual meeting of the LBP Board and members will be held every year in March.
2. The meeting agenda will include year-end Standing Committee reports, election results of new Board members, and opportunity for membership attendees to voice comments and questions.

### **B: Trustee Meetings**

1. The Board of Trustees will meet regularly in compliance with a schedule presented by the President at the annual meeting and agreed upon by the Trustees. There should be no less than quarterly meetings but more may be required to accomplish the tasks at hand.
2. In addition to the regularly scheduled Board of Trustees meetings, the Board President may call special meetings as needed. Additionally, two (2) Trustees and/or six (6) members may submit a written request for a special meeting of the Board. Such requests will be given to the Board Secretary. All special meetings require that the Board receive the limited agenda and meeting notice at least (2) days before the meeting.
3. *WAIVER OF NOTICE*- the meeting may still be held, and business may still be conducted if the trustees sign a statement that waives notice, or if they attend the meeting without objecting to a lack of notice. Waiver shall be made part of the minutes.
4. The Board reserves the right to meet in executive session to discuss sensitive issues as they may determine. Executive session is open only to Trustees and invited participants.
5. Board members are expected to attend Board meetings in person. If this is not possible, conference calls or internet connections which allow voiced communication shall be permitted. The Trustee will be considered present at the meeting.
6. **Quorum:** At all Board of Trustees meetings, a majority of current and appointed Trustees must be present or counted as present if participating from a remote site, to constitute the quorum required for a meeting.

### **C. Meeting Decorum:**

1. Prior to a vote, and after all Board members have concluded their discussion, the President will provide opportunity for LBP members in attendance at the meeting, to offer input pertinent to the issue at hand. Also, at the conclusion of the entire agenda, the President will invite LBP members in attendance to introduce non-agenda items for discussion relevant to the interests of LBP.

2. To ensure that all meeting participants are afforded opportunity to speak and be heard uninterrupted, the President will preside within the rules of Parliamentary Procedure. The Sargent at Arms is charged with monitoring the process and, when needed, assist trustees regarding the protocols for carrying out discussions. With the President's permission, it is permissible in some circumstances for the Sargent at Arms to modify the Parliamentary process in the interest of facilitating the flow of communication.

#### **D. Voting:**

1. Voting which requires either majority or two thirds (2/3) approval refers to the total Board membership, not just those attending the meeting.

2. A two-thirds (2/3) vote of approval from the returned LBP membership ballots is required for:

a. Any changes in the LBP bylaws or Articles of Incorporation

b. Election of Trustees

3. Ballots for Board membership must be mailed to members at least 3 weeks before the annual meeting. Voters may return their ballots by mail, email, or in person no later than two (2) days prior to the meeting. Only ballots received by the deadline will be counted.

4. When the roster of candidates on the ballot is greater than seats available, members will vote for no more than the seats available. Results are determined by the vote count, e.g., the candidate with the greatest majority gets the first seat, the second highest gets the second seat, etc. If the top two tie, they both are elected if there are two available seats. If necessary, ties will be broken by subsequent ballots mailed to the membership. Such ballots must be returned within 30 days after the postmark of the mailings.

5. Votes for Trustees will be tallied the day before the annual meeting.

6. Election results for new Trustees will be reported at the LBP annual meeting.

7. The Board of Trustees may propose Bylaw amendments anytime within the fiscal year. Following Board approval of the proposed changes, copies will be sent to LBP members, accompanied with explanations and rationale for such changes. Ballots to vote for or against the proposed changes will be included in the mailings. Members must return their ballots within 30 days of receiving them.

*Regarding item # 7, on rare occasions, circumstances could occur which would require immediate attention to the bylaws as written. Having to wait until the annual meeting at the end of the fiscal year could be too long a time before creating and implementing a resolution. Any changes must be consistent with the mission and standards of LBP and Florida Statute 617.*

8. Voting results for amended bylaws will be announced by mail/email and at the next scheduled Board meeting following the election.
9. The Board of Trustees will elect officers immediately following the annual meeting.
10. In no case shall proxy voting be allowed for making any determination.
11. In all regularly scheduled Trustee Board meetings, the President will ask for a verbal "Yes" or "No" vote to be recorded in the meeting minutes. At the discretion of the President, raising hands will be permissible for non-business items such as approving minutes and calling for adjournment.
12. Unless specified differently in the bylaws, a majority is required for the item to pass.

## **Article V: Board of Trustees**

### **A. Number of Trustees**

1. The Board of Trustees shall be comprised of up to (11), but not less than (7) members elected from the LBP, Inc. membership.
2. Prior to or in the January meeting, the Board will set the total number of membership seats and the number of seats to be filled for the following fiscal year.
3. If for any reason the number of seated Trustees falls below the minimum number, the remaining Board shall assume powers of the full Board. The President and Board will fill the vacant seats within 180 days.

### **B. Becoming a Trustee**

1. All Trustees shall be elected from the current membership and must maintain their membership as a condition of their service on the Board.
2. At least 90 days prior to the annual meeting, a notice which will include a submission deadline will be sent to members giving them the opportunity to submit their names for nomination to the Board of Trustees.
3. Any LBP member interested in being a Trustee must submit to the President, a form if provided, or a letter of interest describing his/her vision for the theater, and a brief resume describing past employment experience/environments and skills. The President will add the person's name to the roster of candidates that will be mailed to and voted upon by the membership.
4. Upon election or appointment of a new Board member, the President or President's designee will provide relevant documents to include bylaws and procedures, Trustees' contact information, and meeting schedules.

5. New and existing Trustees will acquaint themselves with the LBP bylaws and fully subscribe to their implementation.

### **C. Trustee Terms of Office.**

1. The term of office for Trustees shall be (3) years, after which he/she may seek reelection for a second 3-year term. No more than 2 consecutive terms may be served. A trustee may seek re-election after being off the Board for a period of (2) years.
2. Any Trustee vacancies during the fiscal year will be filled by a recommendation of the President and two-thirds (2/3) vote of approval by the Board. Upon the call for membership to submit applications for Board of Trustee membership, the appointee may apply for official election to the Board. If elected, his/her first term of office will begin at the following annual meeting.
3. Board membership will be terminated by a two-thirds (2/3) Board of Trustee vote if any Trustee shows demonstrable incompetence, dishonesty, neglect of duty or other just cause.
4. Any Trustee may be removed from the Board with just cause by a majority of returned membership ballots.
5. If a Trustee is absent from three (3) consecutive regularly scheduled meetings or participates remotely for three (3) consecutive meetings without just cause, the Trustee will be sent written notification that the Board will be addressing the absenteeism with possible dismissal from Board membership.
6. Trustees cannot hold any other staff or executive positions at LBP.

## **Article VI, Officers**

### **A. Officers elected by The Board of Trustees at the annual meeting.**

1. Elected officers are: President, Vice President, Secretary, Treasurer, Sargent at Arms.
2. A Trustee can hold only one (1) Officer position at a time.

### **B. President's Duties**

1. Serve as chief officer of the Board of Trustees.
2. Schedule all regular meetings and the annual meeting of the Board of Trustees.
3. Preside over all meetings of the Board and membership.

4. Maintain consistent communication and interaction with LBP staff.
5. Prepare an agenda for each meeting and ensure it is sent to Trustees at least 2 days prior to the meeting.
6. Accept input from Trustees regarding items for the agenda.
7. Represent the Board to the public.
8. Sign documents as required to conduct the business of the Board.
9. Appoint standing committee Chairs.
10. Appoint a Trustee or member to monitor and update as needed the LBP Policies and Procedures manual.
11. Provide a Board approved Organizational Chart to all Trustees.

### **C. Vice President**

1. Perform the duties of the President in the event of a temporary disability or absence of the President.
2. Serve on other projects as designated by the President.

### **D. Treasurer**

1. Hold all funds deposited with him/her.
2. Make deposits and payments as directed by the Board
3. Sign LBP checks or arrange for the Business Manager to do so.
4. Serve as Chair of the Finance Committee
5. Prepare a written report showing the financial status as of the last day of the month before the month scheduled for the Board meeting.
6. Prepare a proposed annual budget for Board approval. [OBJ]

### **E. Secretary**

1. Handle correspondence as directed by the Board
2. Maintain membership records
3. Record and maintain minutes of all Board meetings.
  - a. Date, time, and place, reason for the meeting, Trustees attending, acceptance or revision of minutes from prior meeting, all first and seconded motions.
  - b. Summary of discussions and their outcomes relevant to each agenda item.

c. Questions/comments from members attending the meeting

d. Time of adjournment

4. Distribute meeting minutes to Board members no later than (15) days following the meeting.

5. Ensure that approved minutes are filed and posted.

6. Be responsible for the LBP, Inc seal.

## **F. Sargeant at Arms**

1. Be familiar with and provide copies of Robert's Rules of Order Revised.

2. Assist Trustees in compliance with Robert's Rules of Order Revised.

3. Monitor and assist with compliance to rules of meeting decorum as designated in the LBP bylaws.

## **G. Officer Vacancies**

1. If an Officer position becomes vacant during the fiscal year, the Board of Trustees shall fill the position by majority vote at the next regularly scheduled meeting or a special meeting scheduled for that purpose.

2. The newly appointed officer will carry out the remainder of the fiscal year and will be eligible for reelection in the meeting immediately following the annual meeting.

## **Article VII: Board of Trustees Responsibilities**

### **A. Financial**

1. Review the Treasurer's proposed budget, edit as needed, and approve as the annual budget.

2. Select an independent party to review the LBP, Inc financial records of the previous year. The report shall be submitted to the secretary to put on the agenda at least 5 days prior to the first Board meeting after the March meeting.

3. Designate which LBP positions are salaried staff, stipend recipients, per diem recipients, or volunteers.

4. Determine amounts to be paid for salaries, stipends, and per diems.

5. Review multiple written estimates submitted to the Board prior to any Board decisions for purchases.

6. Establish a maximum amount for expenditures which would not require Board approval for routine maintenance and special projects. Any amount above the allotment would require Board approval.
7. Address funding sources for public welfare such as scholarships and gift certificates.
8. Trustees are encouraged to make a gift beyond the membership fee

## **B. Programs and Special Projects**

1. Review all proposals for new or altered programs/special projects which encompass education activities, play selection, stage productions, selection of Directors, building management, volunteer recruitment/management, funding efforts, donations, and scholarships,
2. A member representative(s) will complete a form if available for such purposes or provide a written proposal. The spokesperson may ask to be put on the agenda for a presentation in person at a regularly scheduled Board meeting or submit the written description to the Board President who will place it on the agenda and present it to the Board for discussion.
  - a. The Board may approve, disapprove, or approve with modifications by a majority vote.
  - b. The Board may table the decision pending need for further information.
3. Assure a process for training and evaluation where applicable.

## **C. Volunteers**

1. Establish a system for managing volunteer services across all LBP activities; i.e., on stage, backstage, house management during play runs, 50/50 drawing, tech, set building, fund raising, box office, clerical.
2. Appoint a Volunteer Coordinator to oversee volunteer recruitment, scheduling, coordination of efforts, education, and training.
3. Provide multiple activities and events as an expression of appreciation and recognition for the time and effort rendered by LBP volunteers. [OBJ]

## **D. Policies and Procedures**

1. The Board will provide a manual of Policies and Procedures to guide efficient day-to-day operations.



2. The manual will encompass building and office management, production management, and procedures for hiring, training, supervision, and evaluation of paid staff and volunteers.
3. An appointee by the President will monitor the manual and present updates to the Board for approval as needed.
4. All new employees and volunteers will be made aware of the manual and its location.

## **E. Other**

1. The Board will approve by a two-thirds (2/3) vote all hires and dismissals of salaried staff in accordance with the procedures outlined in the Policies and Procedures manual.
2. The Board will approve the selection of plays as presented for approval by the Play Reading Committee.
3. Any action of a Board member must comply with the LBP bylaws, policies, and Florida Statute 617.
4. A Trustee is not liable for any action as a Trustee or any failure to act if he/she performed the duties of his office in compliance with Florida Statute 617 and the bylaws of LBP, Inc.

## **Article VIII, Standing Committees**

### **A. Committee Chairs**

1. Be members in good standing.
2. Appoint their committee members. Board approval is not required.
3. Provide written reports to the President 2 days in advance of a Trustee meeting so that reports are included in the agenda.
4. Provide a written year-end summary of their activities to the President, 15 days prior the annual LBP meeting. Copies will be provided to the membership.
5. Serve at the pleasure of the President except the Financial Committee Chaired by the Treasurer.

### **B. Production Committee**

1. Be comprised of the Artistic Production Manager as chairman and (2) or more members.
2. Coordinate and supervise the production staff and serve as production technicians when necessary.

3. Meet as needed to address issues relevant to each play run in the season; i.e., schedules for set design, set building, publicity, and coordination as needed with volunteers, stage managers, and play directors.

### **C. Play Selection Committee**

1. Be comprised of the chairman and three (3) or more members.
2. Provide opportunities for actors, directors, and general membership to submit plays they would like to see LBP produce. Outside submissions and those read by the committee members will comprise the roster from which the committee will select the plays for the season. The deadline for submissions will be determined and announced by the committee Chair.
3. Submit their final proposed play roster to the Board of Trustees for their approval. The timeline for submission will be determined by the Artistic Production Manager.

### **D. Director Selection Committee**

1. Be comprised of a chairman and (2) or more members.
2. Upon Board approval of the plays, invite LBP directors to express interest in directing or indicate if they prefer not to be considered for directing.
3. Assign directors whose qualifications meet the established LBP protocols for director eligibility.

### **E. Building Committee**

1. Be comprised of the Chairman and (2) or more members selected from the LBP membership.
2. Oversee the care and maintenance of the theater building, annex, grounds, parking area, and storage buildings.

### **F. Education Committee**

1. Be comprised of a chairman and (2) or more members with collective skills and experience in directing, acting, teaching, and stage management.
2. Provide instruction that ultimately expands the quality of LBP productions and increases the theater's cadre of talented and well-trained volunteers.
3. Plan and schedule classes, seminars, and workshops which foster theater related talents and interests of LBP members, and members of the community.
4. Create educational activities designed for children and teenagers to build interest, confidence, and skills in theater related events.

- a. Provide classes, workshops, and age- appropriate stage productions
  - b. Encourage parent support and participation within the full scope of productions and activities.
5. Establish published criteria for selection of scholarship recipients and oversee the distribution of scholarship funds.
  6. Submit to the Board for approval a written description of the educational activities scheduled for the fiscal year. The date for submission will be agreed upon by the President and the committee Chair.

**G. Finance Committee will:**

1. Be comprised of the Treasurer as Chair, the Executive Director, Business Manager, and any additional members as appointed by the Treasurer.
2. Assist the Treasurer in the preparation and presentation of the annual budget and investment recommendations.
3. Monitor the management of all funds and make recommendations to the Board of Trustees as needed. [OB]

**H. Fund-Raising Committee will:**

1. Be comprised of a Chairman and (2) or more members.
2. Ideally have prior experience in fund-raising endeavors.
3. Seek multiple funding sources to include but not be limited to state, federal, and private grants, sponsors, business and individual donors, ticket sales, and special fund-raising events.
4. At the President's appointed time, present to the Board for approval, a written fund-raising plan for the fiscal year.

**Article IX, Fiscal Year**

The fiscal year will be March 1 to the last day of February.

**Article X, Seal**

The LBP, Inc shall have a seal as designed by the Board of Trustees. The seal shall be the responsibility of the Secretary.

## **Article XI, Emergency Power**

An emergency is defined as any time a quorum of the Board Trustees cannot be readily assembled due to an anticipated or actual event. In such events, Trustees are empowered to act in good faith to carry out the ordinary affairs of LBP, Inc. Emergency powers may not be used to impose liability on a Trustee, Officer, employee, or agent. Emergency actions must be reported, reviewed, and ratified at the next Board of Trustees' meeting.

## **Article XII, Inspection of Records**

LBP members have a right to request and inspect accounting records and meeting minutes. The member shall submit a written request to the Business Manager, who will forward it to the Board President. No reasonable request will be denied. A charge for copies will apply.

## **Article XIII, Annual Report**

Each corporation organized under Florida Statute 617 shall deliver to the Department of State a sworn annual report on such form as the Department of State prescribes. See Article 617.1622 for itemized list of information to be file per the Florida Sunshine laws.

## **Article XIV, Dissolution:**

LBP, Inc. shall use its funds only to accomplish the objectives and purpose specified in these bylaws and no part of its funds shall inure or be distributed to the members of LBP, Inc. On the dissolution of LBP, Inc., any funds or assets remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific, philanthropic, or performing arts organization to be selected by the Board of Trustees as provided in the Articles of Incorporation.

This version of the bylaws was adopted by the Board of Trustees on November 21, 2023.

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## BYLAWS 2024

3/1/2020 Bylaws Updated 3/2/2024

### Article I: Name and Office

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B. LBP Inc. is incorporated under Florida Statute 617, Corporations Not for Profit.

C. The principle office of LBP, Inc. shall be 96 W. Dearborn Street, Englewood, Florida 34223.

D. All deliberative proceedings of the governing body of LBP, Inc. shall be in accordance with the LPB Bylaws and Florida Statute 617 Corporations Not for Profit.

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### Article III: Membership

#### A. Becoming A Member

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2. Membership runs for one year from the date joined.

#### B. Membership Benefits

1. May attend the regularly scheduled Board of Trustee meetings.

2. Receive the SPOTLIGHT newsletter

3. Exercise voting privileges for bylaw amendments and election of Trustees

## **Article IV: Meetings**

### **A: Annual Meetings**

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2. The meeting agenda will include year-end Standing Committee reports, election results of new Board members, and opportunity for membership attendees to voice comments and questions.

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2. In addition to the regularly scheduled Board of Trustees meetings, the Board President may call special meetings as needed. Additionally, two (2) Trustees and/or six (6) members may submit a written request for a special meeting of the Board. Such requests will be given to the Board Secretary. All special meetings require that the Board receive the limited agenda and meeting notice at least (2) days before the meeting.
3. *WAIVER OF NOTICE*- the meeting may still be held, and business may still be conducted if the trustees sign a statement that waives notice, or if they attend the meeting without objecting to a lack of notice. Waiver shall be made part of the minutes.
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5. Board members are expected to attend Board meetings in person. If this is not possible, conference calls or internet connections which allow voiced communication shall be permitted. The Trustee will be considered present at the meeting.
6. **Quorum:** At all Board of Trustees meetings, a majority of current and appointed Trustees must be present or counted as present if participating from a remote site, to constitute the quorum required for a meeting.

### **C. Meeting Decorum:**

1. Prior to a vote, and after all Board members have concluded their discussion, the President will provide opportunity for LBP members in attendance at the meeting, to offer input pertinent to the issue at hand. Also, at the conclusion of the entire agenda, the President will invite LBP members in attendance to introduce non-agenda items for discussion relevant to the interests of LBP.

2. To ensure that all meeting participants are afforded opportunity to speak and be heard uninterrupted, the President will preside within the rules of Parliamentary Procedure. The Sargent at Arms is charged with monitoring the process and, when needed, assist trustees regarding the protocols for carrying out discussions. With the President's permission, it is permissible in some circumstances for the Sargent at Arms to modify the Parliamentary process in the interest of facilitating the flow of communication.

#### **D. Voting:**

1. Voting which requires either majority or two thirds (2/3) approval refers to the total Board membership, not just those attending the meeting.

2. A two-thirds (2/3) vote of approval from the returned LBP membership ballots is required for:

a. Any changes in the LBP bylaws or Articles of Incorporation

b. Election of Trustees

3. Ballots for Board membership must be mailed to members at least 3 weeks before the annual meeting. Voters may return their ballots by mail, email, or in person no later than two (2) days prior to the meeting. Only ballots received by the deadline will be counted.

4. When the roster of candidates on the ballot is greater than seats available, members will vote for no more than the seats available. Results are determined by the vote count, e.g., the candidate with the greatest majority gets the first seat, the second highest gets the second seat, etc. If the top two tie, they both are elected if there are two available seats. If necessary, ties will be broken by subsequent ballots mailed to the membership. Such ballots must be returned within 30 days after the postmark of the mailings.

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7. The Board of Trustees may propose Bylaw amendments anytime within the fiscal year. Following Board approval of the proposed changes, copies will be sent to LBP members, accompanied with explanations and rationale for such changes. Ballots to vote for or against the proposed changes will be included in the mailings. Members must return their ballots within 30 days of receiving them.

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10. In no case shall proxy voting be allowed for making any determination.
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2. Assist Trustees in compliance with Robert's Rules of Order Revised.

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4. Determine amounts to be paid for salaries, stipends, and per diems.

5. Review multiple written estimates submitted to the Board prior to any Board decisions for purchases.

6. Establish a maximum amount for expenditures which would not require Board approval for routine maintenance and special projects. Any amount above the allotment would require Board approval.
7. Address funding sources for public welfare such as scholarships and gift certificates.
8. Trustees are encouraged to make a gift beyond the membership fee

## **B. Programs and Special Projects**

1. Review all proposals for new or altered programs/special projects which encompass education activities, play selection, stage productions, selection of Directors, building management, volunteer recruitment/management, funding efforts, donations, and scholarships,
2. A member representative(s) will complete a form if available for such purposes or provide a written proposal. The spokesperson may ask to be put on the agenda for a presentation in person at a regularly scheduled Board meeting or submit the written description to the Board President who will place it on the agenda and present it to the Board for discussion.
  - a. The Board may approve, disapprove, or approve with modifications by a majority vote.
  - b. The Board may table the decision pending need for further information.
3. Assure a process for training and evaluation where applicable.

## **C. Volunteers**

1. Establish a system for managing volunteer services across all LBP activities; i.e., on stage, backstage, house management during play runs, 50/50 drawing, tech, set building, fund raising, box office, clerical.
2. Appoint a Volunteer Coordinator to oversee volunteer recruitment, scheduling, coordination of efforts, education, and training.
3. Provide multiple activities and events as an expression of appreciation and recognition for the time and effort rendered by LBP volunteers. [OBJ]

## **D. Policies and Procedures**

1. The Board will provide a manual of Policies and Procedures to guide efficient day-to-day operations.

2. The manual will encompass building and office management, production management, and procedures for hiring, training, supervision, and evaluation of paid staff and volunteers.
3. An appointee by the President will monitor the manual and present updates to the Board for approval as needed.
4. All new employees and volunteers will be made aware of the manual and its location.

## **E. Other**

1. The Board will approve by a two-thirds (2/3) vote all hires and dismissals of salaried staff in accordance with the procedures outlined in the Policies and Procedures manual.
2. The Board will approve the selection of plays as presented for approval by the Play Reading Committee.
3. Any action of a Board member must comply with the LBP bylaws, policies, and Florida Statute 617.
4. A Trustee is not liable for any action as a Trustee or any failure to act if he/she performed the duties of his office in compliance with Florida Statute 617 and the bylaws of LBP, Inc.

## **Article VIII, Standing Committees**

### **A. Committee Chairs**

1. Be members in good standing.
2. Appoint their committee members. Board approval is not required.
3. Provide written reports to the President 2 days in advance of a Trustee meeting so that reports are included in the agenda.
4. Provide a written year-end summary of their activities to the President, 15 days prior the annual LBP meeting. Copies will be provided to the membership.
5. Serve at the pleasure of the President except the Financial Committee Chaired by the Treasurer.

### **B. Production Committee**

1. Be comprised of the Artistic Production Manager as chairman and (2) or more members.
2. Coordinate and supervise the production staff and serve as production technicians when necessary.

3. Meet as needed to address issues relevant to each play run in the season; i.e., schedules for set design, set building, publicity, and coordination as needed with volunteers, stage managers, and play directors.

### **C. Play Selection Committee**

1. Be comprised of the chairman and three (3) or more members.
2. Provide opportunities for actors, directors, and general membership to submit plays they would like to see LBP produce. Outside submissions and those read by the committee members will comprise the roster from which the committee will select the plays for the season. The deadline for submissions will be determined and announced by the committee Chair.
3. Submit their final proposed play roster to the Board of Trustees for their approval. The timeline for submission will be determined by the Artistic Production Manager.

### **D. Director Selection Committee**

1. Be comprised of a chairman and (2) or more members.
2. Upon Board approval of the plays, invite LBP directors to express interest in directing or indicate if they prefer not to be considered for directing.
3. Assign directors whose qualifications meet the established LBP protocols for director eligibility.

### **E. Building Committee**

1. Be comprised of the Chairman and (2) or more members selected from the LBP membership.
2. Oversee the care and maintenance of the theater building, annex, grounds, parking area, and storage buildings.

### **F. Education Committee**

1. Be comprised of a chairman and (2) or more members with collective skills and experience in directing, acting, teaching, and stage management.
2. Provide instruction that ultimately expands the quality of LBP productions and increases the theater's cadre of talented and well-trained volunteers.
3. Plan and schedule classes, seminars, and workshops which foster theater related talents and interests of LBP members, and members of the community.
4. Create educational activities designed for children and teenagers to build interest, confidence, and skills in theater related events.

- a. Provide classes, workshops, and age- appropriate stage productions
  - b. Encourage parent support and participation within the full scope of productions and activities.
5. Establish published criteria for selection of scholarship recipients and oversee the distribution of scholarship funds.
  6. Submit to the Board for approval a written description of the educational activities scheduled for the fiscal year. The date for submission will be agreed upon by the President and the committee Chair.

**G. Finance Committee will:**

1. Be comprised of the Treasurer as Chair, the Executive Director, Business Manager, and any additional members as appointed by the Treasurer.
2. Assist the Treasurer in the preparation and presentation of the annual budget and investment recommendations.
3. Monitor the management of all funds and make recommendations to the Board of Trustees as needed. [OB]

**H. Fund-Raising Committee will:**

1. Be comprised of a Chairman and (2) or more members.
2. Ideally have prior experience in fund-raising endeavors.
3. Seek multiple funding sources to include but not be limited to state, federal, and private grants, sponsors, business and individual donors, ticket sales, and special fund-raising events.
4. At the President's appointed time, present to the Board for approval, a written fund-raising plan for the fiscal year.

**Article IX, Fiscal Year**

The fiscal year will be March 1 to the last day of February.

**Article X, Seal**

The LBP, Inc shall have a seal as designed by the Board of Trustees. The seal shall be the responsibility of the Secretary.

## **Article XI, Emergency Power**

An emergency is defined as any time a quorum of the Board Trustees cannot be readily assembled due to an anticipated or actual event. In such events, Trustees are empowered to act in good faith to carry out the ordinary affairs of LBP, Inc. Emergency powers may not be used to impose liability on a Trustee, Officer, employee, or agent. Emergency actions must be reported, reviewed, and ratified at the next Board of Trustees' meeting.

## **Article XII, Inspection of Records**

LBP members have a right to request and inspect accounting records and meeting minutes. The member shall submit a written request to the Business Manager, who will forward it to the Board President. No reasonable request will be denied. A charge for copies will apply.

## **Article XIII, Annual Report**

Each corporation organized under Florida Statute 617 shall deliver to the Department of State a sworn annual report on such form as the Department of State prescribes. See Article 617.1622 for itemized list of information to be file per the Florida Sunshine laws.

## **Article XIV, Dissolution:**

LBP, Inc. shall use its funds only to accomplish the objectives and purpose specified in these bylaws and no part of its funds shall inure or be distributed to the members of LBP, Inc. On the dissolution of LBP, Inc., any funds or assets remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific, philanthropic, or performing arts organization to be selected by the Board of Trustees as provided in the Articles of Incorporation.

This version of the bylaws was adopted by the Board of Trustees on November 21, 2023.