

YFE Theatrical Productions Bylaws

ARTICLE 1 NAME

SECTION 1:

This Corporation shall be named, known, and styled as designated in its charter, “YFE THEATRICAL PRODUCTIONS INCORPORATED”, but alternatively shall be referred to as “YFE THEATRICAL PRODUCTIONS”, “YFE PRODUCTIONS”, or “YFE”.

ARTICLE 2 LOCATION

SECTION 1:

The home office of the Corporation shall be located in Dedham, Massachusetts.

ARTICLE 3 SUPPORTING MEMBERSHIP CLASSIFICATION, DUES, AND FEES

YFE Theatrical Productions is a children’s theater company, producing workshops for kids and teens alike throughout the year as well as one community show. There shall be tuition only for any and all workshops, with no dues or fees for involvement in the yearly community theater show.

ARTICLE 4 MEETINGS

SECTION 1:

Regular quarterly meeting of the Board of Directors shall be scheduled yearly at the first meeting of the new fiscal year (in July) and will be duly publicized.

SECTION 2:

Special meetings of the Board of Directors may be called at the request of two Board members with no less than seventy-two hours notice. In the event of an emergency when seventy-two hours is not feasible, the Executive Board will be empowered to poll the Board for a decision on the matter.

SECTION 3:

At least fifty-one percent of the Board of Directors shall constitute a quorum for the transaction of business unless otherwise specifically provided for in these bylaws. A simple majority vote shall be sufficient to transact any item of business except as may otherwise be provided in these bylaws.

ARTICLE 5 BOARD OF DIRECTORS & EXECUTIVE BOARD

SECTION 1:

There shall be a Board of Directors composed of at least three and no more than seven

persons who shall be members of YFE. The Board of Directors will also be the Executive Board for YFE during its initial 6 years.

SECTION 2:

At the Annual Meeting of the Corporation, a sitting board member whose term has run its course may nominate their candidate (may not be them personally) to take over their duties. Once nominated, the candidate may not vote. Those remaining will vote aye or naye. In the event of a three-person board, the chosen candidate of said board member will be allowed to vote. No exceptions shall be made.

SECTION 3.

Should the founding president, whose position expires within the first 6 years, step down before his term is completed the board will be instructed to find an ideal candidate to continue the work of YFE. The board members must find said candidate in a unanimous fashion. The out-going president will not be allowed to influence the board.

SECTION 4.

When the founding president's term expires after the first 6 years, he may choose to continue as president for another six years without votes. This may continue until he is no longer able to do so. This includes, but is not limited to: sickness, death, retirement, moving on to other projects.

SECTION 5.

Should the president become unfit for office for any offense, such as (but not limited to) sexual harassment, violence, endangerment to self and others, they shall be placed on immediate administrative leave while the board investigates the matter. Should the board find that the president has indeed caused harm and harassment of any kind to others; the president will be permanently removed from office. Should the findings conclude that the president was merely a harm to themselves and not others, the president will be given emeritus status for the remaining fiscal year and up until the time a new president has been nominated.

SECTION 6.

Each member of the board of directors shall serve two initial terms (unless otherwise noted) and may only be eligible to serve four years in a row. The founding president will act as director and treasurer for the company's initial six years. After which, the president may continue in all three roles via board approval or the board may vote in a treasurer. The founding president may act as director until he retires from the company.

Board Members:

President (6-Year Term)

Director (Two Year Term)*

Treasurer (Two Year Term)*

Secretary (Two Year Term)

Executive Advisor (Two Year Term)

*Role(s) to be fulfilled by the founding president for the first four years. The president must fill these position(s) in no less than six years' time. President may continue to act as director until retirement but may only act as treasurer with board approval after the initial six years.

SECTION 7.

Outline of Duties:

Secretary: shall attend all four sessions of the Board of Directors, acting as both Executive Advisor and clerk. Will make notations of meetings, emailing notes to board members, or creating an agenda by which all board members will take note of during each meeting.

Treasurer: Shall be responsible for the funds, stipends, checks, and the books pertaining to YFE.

Executive Advisor: Shall help make suggestions based on the four-year curriculum put in place, attend all four sessions of the Board of Directors, and listen with the company in mind at all times.

SECTION 8:

In addition to the inherent powers and the powers granted by the laws of the Commonwealth of Massachusetts, the Board of Directors shall have the following powers:

- a. To be in charge of and administer the property, funds, and affairs of the Corporation.
- b. To appoint, suspend, and remove Officers according to Roberts Rules.
- c. To appoint and remove committees.
- d. To make any and all necessary expenditures.
- e. To collect, through the Executive Board all dues, accounts, monies, and properties owed to the Corporation.
- f. To purchase or otherwise acquire for the Corporation any property, right or privilege that it is authorized to acquire at such price or consideration and upon such terms as they deem appropriate.
- g. To approve the acceptance of all gifts of real or personal property to the Corporation.

h. To authorize individuals to countersign checks.

SECTION 9:

The members of the Board of Directors shall remain informed of all facets of YFE.

a. Members of the Board of Directors shall serve without financial compensation.

ARTICLE 6

APPOINTED POSITIONS

SECTION 1:

The Board of Directors has the power to appoint any Ad Hoc position as deemed necessary. The president/director may appoint any and all staff to teach or help in the instruction/direction of each show. Staff include, but are not limited to, directors, teachers, stage managers, interns, playwrights. All staff must be able to pass a background check and/or CORI. The Board of Directors have the right to oversee this process *if need be*.

ARTICLE 7

INDEMNIFICATION

The Corporation shall indemnify its Board supporting members and Executive Board to the fullest extent permitted by Massachusetts statutory or decisional law, as amended or interpreted, including the advancement of related expenses, upon a determination by the Board or independent legal counsel appointed by the Board (who may be regular counsel for the Corporation) made in accordance with applicable statutory standards; provided, however, that such indemnification shall be only to the extent permitted of organizations which are exempt from Federal Income Tax under section 501 (c) (3) of the Internal Revenue Code of 1986 or corresponding provisions of any future United States Internal Revenue Law.

First created March 10, 2018

Amended & Ratified: April 10, 2018