

THE SMOKY MOUNTAIN COMMUNITY THEATRE BYLAWS

MISSION:

The Smoky Mountain Community Theatre (SMCT) is a non-profit organization committed to the selection and the production of high quality entertainment for the community. Selection and production is done with the highest of standards in mind. It is the intent of the Smoky Mountain Community Theatre to provide a forum for the creation and cultivation of local performing talent and production skills through hands on experience.

ARTICLE 1.00

NAME AND LOCATION

Section 1: Name

The name of this Corporation shall be THE SMOKY MOUNTAIN COMMUNITY THEATRE.

Section 2: Principal Office

The Corporation's principal office shall be located at 134 Main Street, Bryson City, North Carolina 28713.

Section 3: Registered Office

The Registered Office of the Corporation shall be located in the State of North Carolina but need not be identical with the Principal Office.

Section 4: Other Offices

The Corporation may have offices at such other places, either within or without the State of North Carolina, as the Board of Directors may designate or as the affairs of the Corporation may from time to time require.

ARTICLE 2.00

DIRECTORS

Section 1: Board of Directors

An elected Board of Directors including a President, Vice-President, Secretary, Treasurer, Past President, and when deemed appropriate Member(s) in Good Standing shall govern the Smoky Mountain Community Theatre. The Board of Directors shall appoint the Member(s) in Good Standing.

Section 2: Election and Term

The Board of Directors shall be elected annually by the Corporation's Members in Good Standing. The Board of Directors will present a slate of officers, with further nominations from the floor by ballot, at the November general membership meeting. The election is to be held by ballot at the December meeting. Ballots will be collected and counted by the President or his/her designee. In the event of a tie vote, a second ballot vote will be taken. Absentee ballots may be requested from the Board (ballot will give a date it must be received by). A letter of proxy may be presented to the Board of Directors. The newly elected Board of Directors shall take office at the first meeting in January. The Board of Directors will serve one (1) year and may be re-elected, but for not more than seven (7) years consecutively to any one office, and must take off one (1) year from present position. Individuals qualified for nomination are Members in Good Standing. The succession for this Board shall be Vice President, Secretary, Treasurer, Past President, and when deemed appropriate Member(s) in Good Standing. Each Board member shall hold office until his or her death, resignation, removal, disqualification, or until his or her successor shall have been elected and qualified. The Past President shall serve on the Board one year after his/her term, and can be re-appointed by the Board.

Section 3: Removal

Any member of the Board of Directors for this Corporation may be removed at any time, by the affirmative vote of a majority of the Board of Directors, whenever in their judgment the best interest of the Corporation will be served.

A. President

The President shall be the principal executive officer of the Smoky Mountain Community Theatre. The President shall supervise all business of the theatre. The President shall preside at all meetings concerning the theatre whenever possible. The President shall sign any instruments to include mortgages, contracts, deeds or other legal documents on behalf of the Smoky Mountain Community Theatre unless expressly delegated by the Board of Directors to some other member of the Smoky Mountain Community Theatre. In general, the President shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

B. Vice-President

In the absence of the President, or in the event of his or her death, inability or refusal to act, the Vice-President shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions of the Office of President. The Vice-President shall perform such duties as from time to time may be assigned by the Board of Directors.

C. Secretary

The Secretary shall record and distribute minutes of each meeting of the Smoky Mountain Community Theatre and report these minutes at each meeting. The Secretary

will perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by him or her by the Board of Directors.

D. Treasurer

The Treasurer shall have charge and custody of and be responsible for all funds of the Smoky Mountain Community Theatre. The treasurer shall receive and give receipts for monies due and payable to the Smoky Mountain Community Theatre from any source and deposit all monies in the name of the Smoky Mountain Community Theatre in such depositories as shall be selected by the Board of Directors. The Treasurer shall prepare a true statement of the Smoky Mountain Community Theatre's assets and liabilities and report these at the regular meetings of the theatre. The Treasurer shall inform the Secretary of all paid memberships to the SMCT. The Treasurer shall perform all duties incident to the office of Treasurer and such duties as from time to time may be assigned to him or her by the Board of Directors.

ARTICLE 3.00

MEMBERSHIP

Any individual may become a member of the Smoky Mountain Community Theatre and as such shall be bound by the Articles of Incorporation, these Bylaws, and such other policies and procedures as may be from time to time adopted.

Section 1: Classification of Members

A. Member in Good Standing

An individual is considered to be a Member in Good Standing when the individual has paid his/her membership fee and has been active in the Corporation during the year. Active participation includes the following: (#1) members should support all productions and activities the Corporation presents; and (#2) attendance of no less than seven (7) of the twelve (12) general membership meetings. Each member shall be permitted five (5) absences in a year, with no more than two (2) unexcused absences. Excused absences that are deemed reasonable will be qualified by notifying a Board member prior to the meeting, or within twenty-four (24) hours after the meeting. The Board of Directors shall determine on a case by case basis the status of each individual. Member(s) in Good Standing shall have all voting privileges at general meetings and officer elections.

B. Inactive Member

An individual is considered to be inactive when the individual has paid his/her membership fee and has been inactive in the Corporation. Inactive Member(s) shall have voting privileges at general membership meetings.

C. Member at Large

Any individual may become a member or donor of the Corporation and does not choose to be a Member in Good Standing or an Inactive Member. The Member(s) at Large shall have no voting privileges.

Section 2: Membership Fees

There shall be an annual membership fee determined each year by the Board of Directors, which, when paid, shall entitle the member to participate in membership activities for twelve (12) months. Membership may be renewed annually by the payment of the membership fee then in force.

Section 3: Membership Termination

Membership in this Corporation shall not constitute a liability upon the individual members for any amount in excess of the amount paid for the respective annual membership fee, and the liability shall cease upon the failure of a member to renew annual membership.

Section 4: Removal

Any Member of this Corporation may be removed at any time, by the affirmative vote of a majority of the Board of Directors, whenever in their judgment the best interest of the Corporation will be served.

Section 5: Voting Rights

Any Member in Good Standing, age eighteen (18) or older, may vote on any and all matters before the Corporation.

An Inactive member, age eighteen (18) or older, may vote at general membership meetings.

The President of the Corporation shall have a vote on any and all matters placed before the general membership. The President shall vote on matters before the Board of Directors only in the event of a tie.

ARTICLE 4.00**MEMBERSHIP MEETINGS****Section 1: Meetings**

The Smoky Mountain Community Theatre will follow Robert's Rules of Order, when not in conflict with these bylaws. The Smoky Mountain Community Theatre shall meet monthly or as deemed necessary by the Board of Directors.

Section 2: Quorum

The Smoky Mountain Community Theatre general meetings will qualify with six (6) members, which includes two (2) Board members, present.

ARTICLE 5.00**OPERATIONS****Section 1: Policies and Procedures**

The members of the Corporation will abide by the Policies and Procedures of the Smoky Mountain Community Theatre. The Secretary of the Smoky Mountain Community Theatre shall maintain these Policies and Procedures. Each individual shall receive a copy of the Policies and Procedures upon becoming a member of SMCT. Updated policies and procedures shall be given to each member as necessary.

House Manager

The Board of Directors shall appoint a House Manager, who shall serve at the will of the Board. Duties of the House Manager as written and approved by the Board of Directors are listed in the Policies and Procedures Manual.

Section 2: Publications

No substantial part of the activities of the Smoky Mountain Community Theatre shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Smoky Mountain Community Theatre shall not participate, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(C) (3) of the Internal Revenue Code, or to corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(C) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code. Any information concerning the Corporation, which is to be publicized in any form, shall have the approval of the President or his/her designee.

Section 3: Contracts

The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances.

Section 4: Loans

No loans shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

Section 5: Checks and Drafts

All checks, drafts, or other orders for the payment of money, issued in the name of the Corporation, shall be signed by such officer or officers, agent or agents of the corporation and in such manner as from time to time shall be determined by resolution of the Board of Directors.

Section 6: Deposits

All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such depositories as the Board of Directors may select.

Section 7: General funds

Any and all funds collected must be turned over to the Treasurer in a timely fashion. Whenever possible, monies collected shall be done so by a Board member.

Section 8: Seal

The Seal of the Corporation shall consist of concentric circles between which is the name of the Corporation in the center of which is inscribed "SEAL" and such seal shall be adopted by the Board of Directors at their initial meeting.

Section 9: Rental of Building

The Board of Directors shall coordinate rental or use of the building to other individuals or groups. A rental fee may be required for use of the building and will be determined by a majority of the Board of Directors and shall be determined on a case by case basis.

Section 10: Properties

Properties of the Corporation may be loaned out only by the approval of a majority of the Board of Directors. A Deposit may be required for the use of certain properties to be determined by the Board.

Section 11: Amendments

The Smoky Mountain Community Theatre bylaws may be amended, repealed or altered in whole or in part by a quorum vote at a general or special meeting of the membership of the Corporation as recommended by the Board of Directors of the Corporation. The Board of Directors will review the bylaws annually.

Section 12: Dissolving of Organization

If and when the Smoky Mountain Community Theatre is no longer an organization, all assets of SMCT shall be given to a non-profit organization. The board at the time of closure will decide which one.

Proposed Revised Bylaws by the SMCT Board of Directors:

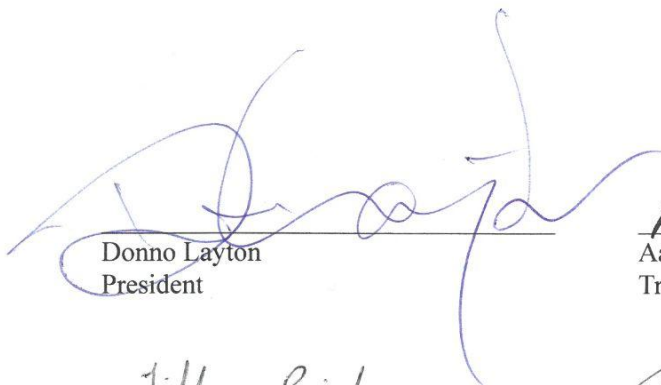
Toby Allman, President
 Bridget Hines, Vice President
 Kay Sharpe, Secretary
 Sarah Engel, Treasurer
 Teresa Maynard, Past President

Presented to membership - February 10, 2009
 Approved by membership - March 10, 2009

Proposed Revised Bylaws by the SMCT Board of Directors:

Robert Willcox, President
 Teresa Maynard, Vice President
 Aaron W. Swenson, Secretary
 Toby Allman, Treasurer

Presented to membership - January 8, 2019
 Approved by membership - January 8, 2019



Donno Layton
 President



Aaron W. Swenson
 Aaron W. Swenson
 Treasurer



Tiffany Bircham
 Tiffany Bircham
 Vice President



Robert Willcox
 Robert Willcox
 Secretary

Policies

Policy 1: Prior Approval Required

No member shall engage in any activities prior to gaining approval from the board. Members shall request approval from the board via the “Board Request Form”. If a member acts without prior approval, any costs, consequences, or legal actions will be the burden of the individual member.

Policy 2: Solicitation, Assemblies, and Public Addresses

Use of the Smoky Mountain Community Theatre facility for solicitation, assembly, and/or a public address does not mean that the Theatre in any way supports, sanctions, or agrees with the policies and activities of the user. The Theatre reserves the right to limit use of the Theatre’s name, registered marks, and other Theatre indicia in connection with promotion or endorsement of events.

Policy 3: Facility Use

The primary use of the theatre shall be align with the mission of the organization: stage performances. Theatrical productions are the main priority of the organization. Secondary activities may take place to supports the community’s interest. All events at the theatre need to maintain the title of the building and organization. Entertainment performances and classes of the arts are acceptable at the theatre.

Policy 4: Priority

The organization shall have priority in the theatre's spaces. Rental of the theatre must be committed 60 days prior to the start of a rental. All rentals must be contracted and signed by the all Board members.

Policy 5: Contracts for Theatre Profit

All contracts must be signed by at least two board members to be considered valid. The timeline for contracts will be 120 days for negotiations, 90 days for the review of contracts, 60 days for all signatures required, 30 days for all documentation to be gathered.

Policy 6: Rental of the Facility

A minimum fee for the rental of the facility will be \$1,500 for 3 hours for an event that has no profit sharing. A fee may be negotiated should profit sharing be arranged.

Policy 7: Safe Place

The theatre is considered a safe place for all individuals. The following, but not limited to, behavior is not to be tolerated: homophobia, anti-Semitic, racism, sexism, harassment. If any theatre member displays this type of behavior, it will be an automatic removal from the membership.