



Article I. NAME

Section 1.01 *The name of this organization shall be "Falls Patio Players, Inc."*

Article II. PURPOSE AND FUNCTION

Section 2.01 *This organization shall operate as an affiliate member of the Recreation/Community Services Department of the Board of Education of Menomonee Falls, Wisconsin.*

Section 2.02 *The mission statement of the group shall be: "Falls Patio Players strives to be a welcoming, diverse company of volunteers and professionals dedicated to producing inspiring, affordable entertainment while offering opportunities to develop skills in all aspects of theatrical productions. We aspire to make our theater community your second home."*

Article III. MEMBERSHIP AND DUES

Section 3.01 *Membership in the group shall be open to any individual who has paid dues and passed a background check.*

Section 3.02 *Background checks shall be carried out on all individuals over the age of 14.*

Section 3.03 *Office and voting shall be limited to members 18 years of age or older. Members under the age of 18 shall be considered associate members with no voting privileges. Associate members are required to pay dues.*

Section 3.04 *Dues for membership will be paid once per theatrical season. Specific dates and amounts will be listed on the attached schedule. All cast members are required to join the organization. Production crew, run crew, and ushers are strongly encouraged to join as well.*

Article IV. THE BOARD OF DIRECTORS AND EXECUTIVE COMMITTEE

Section 4.01 *The Executive Committee shall consist of the officers: President, Vice-President, Secretary, Treasurer, and Box Office Manager. The Artistic, Technical, and Managing Directors shall be non-voting ex-officio members of the Executive Committee.*

Section 4.02 *The Board of directors shall consist of the Executive Committee, the committee chairs and other appointed positions as defined in articles VI and VII, and ad hoc members as determined by the Executive Committee.*



By-Laws

Section 4.03 *Executive Committee officers shall be elected by the General Membership at the annual meeting. The term of office for the Executive Committee shall be for two years per the attached schedule and following an alternating rotation (see attached schedule). Vacancies created during each term may be filled by appointment of the Executive Committee, or in absence of the Executive Committee, by election held by the General Membership.*

Section 4.04 *The Executive Committee shall conduct and approve all business of the organization and appoint all chairs and other positions as outlined in Articles VI and VII.*

Section 4.05 *An officer of the Executive Committee may be removed for cause by a vote of 2/3 of the membership. If needed, the vote will be taken at a special meeting of the membership, which may be called by any member of the Executive Committee.*

Section 4.06 *The Executive Committee shall have final approval on all staff hiring decisions.*

Article V. DUTIES OF EXECUTIVE COMMITTEE OFFICERS

Section 5.01 *President*

1. Presides at all meetings of the Executive Committee or full Board of Directors.
2. Establish an agenda for all meetings of the Executive Committee or full Board of Directors and provide it to the Board prior to each Executive Committee or Board of Directors meeting. Agendas will be provided to the Board according to the attached schedule.
3. Delegates administrative duties.
4. Act as an ex-officio member of all committees, except the nominating committee.
5. Ensure the execution of the duties of the Board of Directors and Standing Committee Chairs.
6. Attend production meetings as necessary, assist in facilitating post-production reviews, and acts as liaison between the Board and Production staff.
7. Collaborate with and assist the Artistic Director on all production staff interviews and hiring decisions.

Section 5.02 *Vice-President*

1. Assist the President in facilitating his/her duties.
2. Perform the duties of the President or any other officer who is absent at the Executive Committee or Board of Directors meetings.
3. Perform background checks on all required participants involved in the organization and evaluate the results.



By-Laws

4. Responsible for keeping a record of all official documents, correspondence, and contracts of the Company.

Section 5.03 *Secretary*

1. Maintain an accurate record of the minutes of all Executive Committee, Board of Directors and General Membership meetings.
2. Distribute copies of the meeting minutes to all Board of Directors members. Distribute copies of meeting minutes to the Menomonee Falls Recreation Department upon request.

Section 5.04 *Treasurer*

1. Maintains a full account of receipts and expenditures.
2. Make disbursements in accordance with the approved budget as authorized by the Executive Committee and/or Managing Director.
3. Present a financial statement at the regular meetings of the Executive Committee and upon request of the Executive Committee.
4. Responsible for all books of account.
5. Provide an annual report of the Company's financials at least one (1) month prior to the Annual Membership Meeting.

Section 5.05 *Box Office Manager*

1. Responsible for all financial aspects of the box office including:
 - a) Maintaining a supply of cash in the cash box.
 - b) Collecting and recording all ticket revenue.
2. Handle all correspondence received through the post office box, emails, and voice mail and distribute appropriately.
3. Maintain a list of Donors and Season Ticket holders.

Article VI. COMMITTEES AND APPOINTMENTS OF THE BOARD OF DIRECTORS

Section 6.01 *Play Selection Committee*

1. The Play Selection Committee will screen and/or read a variety of plays and musicals in order to present a season of shows to the Executive Committee for review.
2. The Play Selection Committee will select a season slate of shows with the following considerations:
 - a) Availability of rights.
 - b) Cast requirements.
 - c) Costume and set requirements.



By-Laws

- d) Frequency with which the show has been done in the area.
- e) Cost of production.
3. The Play Selection Committee will be headed by a Play Selection Committee Chair appointed by the Executive Committee. The Play Selection Committee Chair is responsible for:
 - a) Forming the Play Selection Committee in conjunction with the Artistic Director and Managing Director.
 - b) Act as part of the Board of Directors.
 - c) Presenting a season of shows to the Executive Committee at a time defined by the attached schedule, facilitate discussion of the selections, and ensure the final selections in time to announce the following season in the program of the Spring production.

Section 6.02 *Publicity Committee*

1. Responsible for the development and distribution of all advertising and publicity for the company as a whole – including individual productions. This includes flyers, posters, audition notices, and press releases in cooperation with the Managing Director. This also includes, but is not limited to, development for, and distribution on all social media platforms maintained by the Company.
2. Responsible for creating and distributing press releases prior to the run of each show, as well as special events organized by the Company.
3. Work in coordination with the Playbill Committee to complete the playbill in a timely manner.
4. The Publicity Committee will be headed by a Publicity Committee Chair appointed by the Executive Committee. The Publicity Committee Chair is responsible for:
 - a) Maintaining a record of past advertising materials and contacts.
 - b) Ensuring all publicity and licensed materials adhere to the guidelines of the license agreement.
 - c) Serving as the primary liaison between the Company and all publicity-related personnel, contracted or otherwise.
 - d) Drafting and executing a committee plan, including a budget, for the entire season. This budget must be approved by the Executive Committee. Any changes or additions to this budget must be approved by the Executive Committee.
 - e) Maintaining all social media platforms operated by the Company.
 - f) Act as part of the Board of Directors.

Section 6.03 *Playbill Committee*



By-Laws

1. Responsible for working in conjunction with the Publicity Committee Chair, and the Dramatic Director of each show to provide a playbill for that show in a timely manner.
2. The Playbill Committee will be headed by a Playbill Committee Chair appointed by the Executive Committee. The Playbill Committee Chair is responsible for:
 - a) Maintaining a record of past playbills.
 - b) Ensuring playbill materials adhere to the guidelines of the license agreement.
 - c) Serving as the primary liaison between the Company and all playbill-related personnel, contracted or otherwise.
 - d) Act as part of the Board of Directors.

Section 6.04 *Governance Committee*

1. Responsible for creating, reviewing, maintaining and limiting the governing and managing documents for the Company.
2. Works with the Executive Committee to create and document policies, procedures, and rules used to govern, manage, and operate the Company.
3. The Governance Committee will be headed by a Governance Committee Chair. This Chair will be selected by the Governance Committee from the current members of the Governance Committee and will be responsible for:
 - a) Presenting the work of the Governance Committee to the Executive Committee for review and approval.

Section 6.05 *Auditing Committee*

1. The members of the Auditing Committee are appointed by the Executive Committee. The appointments will be made yearly and will occur at least four (4) weeks before the Annual Membership Meeting. The appointments will include exactly three (3) members of the Company that are not members of the Board of Directors.
2. The Auditing Committee will be responsible for:
 - a) Completing a financial audit of the Treasurer's Annual Report.
 - b) Creating a post audit report consisting of the following information:
 - i. Name of auditor(s)
 - ii. Date(s) of audit completion
 - iii. Records reviewed
 - iv. Any discrepancies identified
 - v. Audit result (Pass / Fail)
 - vi. Whether or not a re-audit is required before the next Annual Membership Meeting
 - vii. Any additional information deemed pertinent by the Auditing Committee



By-Laws

- c) If a re-audit is required, the Auditing Committee will include specific information regarding the reason for the re-audit, required actions before the re-audit can occur, and any other information deemed necessary to aid the Treasurer and Executive Committee in preparing the re-audit.
3. The Auditing Committee may be convened at any time as deemed necessary by the Executive Committee to complete an audit for the financial records of the Company.
4. The Auditing Committee will be headed by an Auditing Committee Chair. This Chair will be selected by the Auditing Committee from the current members of the Auditing Committee and will be responsible for:
 - a) Present the work of the Auditing Committee to the Executive Committee for review and further action.

Section 6.06 *Nominating Committee*

1. The members of the Nominating Committee are appointed by the Executive Committee. The appointments will be made yearly and will occur at least four (4) weeks before the Annual Membership Meeting. The appointments will include exactly three (3) members of the Company that are not voting members of the Executive Committee.
2. The Nominating Committee will be responsible for selecting a slate of nominees for the Executive Committee.
3. The Nominating Committee will be headed by a Nominating Committee Chair. This Chair will be selected by the members of the Nominating Committee from the current members of the Nominating Committee and will be responsible for:
 - a) Submitting the slate of nominees to the membership of the Company at least two (2) weeks before the Annual Membership Meeting.
 - b) Soliciting additional nominees from the membership and recording any nominations received as a result.
 - c) Maintaining the list of nominees until the elections occur at the Annual Membership Meeting.
 - d) Presiding during elections at the Annual Membership Meeting.

Section 6.07 *House/Usher Coordinator*

1. Responsible for recruiting, training, and supervising all house managers and ushers for each performance.
2. Assist the selected House Manager in performing all their duties (listed on the attached schedule).
3. Responsible for preparation of the house/lobby before the show and clean-up after the show.



By-Laws

4. Coordinate concession purchases and sales (monies go to a board designated company representative).
5. Maintain a lost-and-found.

Section 6.08 *Membership Coordinator*

1. The membership coordinator is appointed by the Executive Committee and acts as part of the Board of Directors.
2. Responsible for the collection of background check forms and dues as outlined in Article-III.
3. Responsible for the creation and maintenance of the membership roster and mailing lists.
4. Act as a liaison between membership and the Executive Committee, including distributing the newsletter and notifying members of Company events.

Section 6.09 *Activity Coordinator*

1. The Activity Coordinator is appointed by the Executive Committee and acts as part of the Board of Directors.
2. Responsible for organizing activities for members, including the following:
 - a) Parades and community events.
 - b) Membership parties and functions.
 - c) Company (Cast and Crew) parties.
3. Along with the Membership and Volunteer Coordinators, responsible for coordinating member attendance at organized events.

Section 6.10 *Volunteer Coordinator*

1. The Volunteer Coordinator is appointed by the Executive Committee and acts as part of the Board of Directors.
2. The Volunteer Coordinator will be responsible for volunteer recruitment and placement activities as follows:
 - a) Assist with recruiting and placing volunteers throughout the organization.
 - b) Work with the Artistic Director, Technical Director, and the Dramatic Director and Stage Manager of each show to determine build and run crew needs for all productions.
 - c) Recruit volunteers to fill crew needs for all productions.
 - d) Maintain a list of current and past volunteers along with a list of skills and interests for each volunteer.
 - e) Assist with new volunteer orientation.



By-Laws

3. Maintain regular communication with volunteers about work schedules, call times, work needs, and organized Company events.

Section 6.11 *Historian*

1. The Historian is appointed by the Executive Committee and acts as part of the Board of Directors.
2. Responsible for the collection, preservation, and inventory of news articles, programs, and other media and materials, physical or digital, related to each production.
3. Ensure a photographic record of each performance exists.

Section 6.12 *Ad Hoc Committees and Appointments*

1. The Executive Committee may establish committees for specific assignments that fall outside the direct scope or capacity of the aforementioned appointed committees or positions.
2. These “Ad Hoc” committees and appointments will serve at the discretion of the Executive Committee and may be dissolved at any time. This discretion includes the mission of any Ad Hoc Committee, its governance, and its scope.

Article VII. STAFF AND CONTRACTED APPOINTMENTS

Section 7.01 *An Artistic Director will be appointed and contracted by the Executive Committee to serve an indefinite term as the Artistic Coordinator for all productions presented by the Falls Patio Players, Inc. This appointment and contract may be terminated by either party upon thirty (30) days written notice. This position may also be held by the Technical or Managing Director. The Artistic Director shall:*

1. Be responsible for finding prospective directors, designers, stage managers, production managers, choreographers, and other necessary personnel for each production, in conjunction with the Technical and Managing Director.
2. Collaborate with the President on all production staff interviews and hiring decisions.
3. Oversee all productions to ensure high quality.
4. Schedule and facilitate production meetings.
5. Collaborates with the Play Selection Committee and the Managing Director to present production selections to the Executive Committee for final approval of shows.

Section 7.02 *A Managing Director shall be appointed and contracted by the Executive Committee to serve an indefinite term as the general business manager of the Falls Patio Players, Inc. This position may also be held by the Artistic Director. This appointment and contract may be terminated by either party upon thirty (30)*



By-Laws

days written notice. In the absence of a Managing Director, these responsibilities will be assigned to Executive Committee members. The Managing Director shall:

1. Be responsible for all day to day business activities, revenue enhancement, and overall financial condition of the Falls Patio Players, Inc.
2. Obtain finalization of ordering show rights/royalties for main stage productions and order scores/scripts as needed.
3. Distribute and collect scripts/scores for productions in conjunction with the Stage Manager.
4. Oversee all expenditures and revenues.
5. Develop and prepare a yearly budget in cooperation with the Artistic and Technical Directors and Treasurer. This budget is to be submitted to the Executive Committee for its approval prior to the next fiscal year. See the attached schedule for the exact start date of the fiscal year.
6. Prepare all contracts and execute purchase orders pertaining to productions of the organization.
7. Prepare all required contracts with directors, designers, stage managers, production managers, choreographers, musicians, and other necessary personnel for each production, and ensure that all payroll checks are properly issued and disbursed.
8. Prepare rehearsal and performance schedules to be submitted in a timely manner to the Menomonee Falls School Board for use of the North Campus Auditorium and other necessary rehearsal space.
9. Act as a liaison between the Falls Patio Players, Inc. and the Menomonee Falls Recreation/Community Services Department, and other area organizations.
10. Communicate current information to the appropriate Executive Committee Members.

Section 7.03 *A Technical Director shall be appointed and contracted by the Executive Committee to serve an indefinite term as the primary technical resource of the Falls Patio Players, Inc. This position may also be held by the Artistic Director. This appointment and contract may be terminated by either party upon thirty (30) days written notice. The Technical Director shall:*

1. Facilitate and oversee the technical production and crew for each show including scenic, lighting, sound, and effects elements.
2. Oversee/conduct maintenance of equipment and facilities used by the Company including lighting and sound equipment, theater fixtures, tools, and technology.
3. Be responsible for continued safe operations for all participants and staff.
4. Assist Directors and Designers with scheduling and communications regarding technical and production needs.



By-Laws

5. Advise the Board of Directors and Executive Committee on technical issues and needs.
6. Assist in purchasing and budgeting for materials, supplies, and equipment for the theater and the Company.
7. Assist with the selection, vetting, and relationship maintenance for vendors of supplies, equipment and services.

Section 7.04 *Additional positions and roles may be contracted as needed. Selected key details and responsibilities of those positions will be listed on the attached schedule.*

Article VIII. MEETINGS AND QUORUMS

Section 8.01 *Membership meetings shall be held at a minimum of once (1) per year with additional meetings as necessary. A minimum of fifteen (15) days' notice shall be sent to the membership prior to any membership meeting.*

Section 8.02 *The Executive Committee shall meet once (1) per month. Meetings will also be held at the call of the President or upon request by three (3) members of the Executive Committee.*

Section 8.03 *The Board of Directors shall meet at the discretion of the President.*

Section 8.04 *A quorum of the Executive Committee shall consist of a simple majority of the voting members of the Executive Committee.*

Section 8.05 *A quorum of the General Membership shall consist of not less than ten (10) members and two (2) members of the Executive Committee.*

Section 8.06 *For the purposes of filling vacancies only, in the absence of the Executive Committee, a quorum of the General Membership shall consist of not less than ten (10) members.*

Article IX. AMMENDMENTS

Section 9.01 *Amendments to the Falls Patio Players, Inc. By-Laws may be adopted by the Executive Committee. Adopted amendments will be reported to the membership at the next annual meeting.*

Section 9.02 *The By-Laws shall be reviewed once (1) per year.*