

# **By-Laws of Association for Jewish Theater**

## **AN ILLINOIS NOT FOR PROFIT CORPORATION**

### **Article 1 Definition, Purposes and Powers and Dissolution**

#### **1.01 Definition of Bylaws**

These Bylaws constitute the code of rules adopted by *Association for Jewish Theater* (the "Corporation") for the regulation and management of its affairs.

#### **1.02 Purposes and Powers**

The Corporation is organized exclusively for charitable and educational purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code (the "Code"). The Corporation shall have such powers as are set forth in the Articles of Incorporation of the Corporation or as may be granted by the Illinois General Not For Profit Corporation Act of 1986 (the "Act"), or any successor legislation; provided that such powers may be exercised only consistently with its status as a corporation described in Section 501(c)(3) of the Internal Revenue Code, as from time to time amended.

The primary purposes of the Association for Jewish Theatre (AJT):

AJT is dedicated to supporting, preserving, and promoting the development of Jewish theatre and theatre artists doing works of Jewish content. The functions of AJT include advocacy, education, coordination, cooperative programming, and communication.

- a) AJT will promote Jewish theatre and international theatre artists doing works of Jewish content.
- b) AJT will communicate to the community at large the critical importance of Jewish theatre as a tool for Jewish continuity, understanding, and education.
- c) AJT will develop pathways for members to cooperatively develop new projects.

#### **1.03 Dissolution**

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

## **Article 2 Membership, Dues, Meetings**

### **Section 2.01 Membership**

AJT members shall consist of theatres, theatre artists, and individuals who actively support the stated goals of the mission of the Association for Jewish Theatre; and in the case of theatres and theatre artists -- whose seasons and artistic work promote the production of plays and performance that reflect the broad range of the Jewish experience. All members shall have full voting privileges. The Board may rescind membership to any individual or institution that is seen as deviating from the AJT mission or determined to be harming AJT or its reputation. This is decided by a two-thirds (2/3) majority of the Board.

### **Section 2.02 Dues**

Annual dues for membership in AJT will be based on each theatre's annual budget with provisions for large, medium, and small theatre budgets as well as stipulated figures for individual and other memberships. Specific dues structure and amounts will be established by the Board and reevaluated on an annual basis.

### **Section 2.03 Meetings**

The annual conference of AJT shall be held at a place and time determined by the Board. At each conference there will be a Board meeting as well as a general membership meeting. If for any reason the annual conference is not held, the President will schedule an alternative time for the annual meeting of the Board. The President shall determine additional Board meetings.

## **Article 3 Governance and Sponsorships**

### **Section 3.01 Board of Directors**

A Board of Directors shall be elected by the membership at the annual conference of the AJT. It shall consist of officers of the Executive Committee and others appointed by the President, not to exceed fifteen (15) individuals. All past presidents of the organization may serve on the Board of Directors as Honorary Directors and not count as part of the fifteen individuals, unless elected as an officer. The conference chair, if not already a Board member, will automatically become a voting Board member upon assuming Conference chair responsibilities.

### **Section 3:02 Executive Committee**

The Executive Committee shall consist of the president, no more than three and at least one vice president, secretary, treasurer, and immediate past president. If the president should be unable to fulfill his/her duties, the board is empowered to appoint an acting president until the next AJT conference. All other early vacancies in the executive committee can be filled by appointment of the president, and the committee member will serve

until the next AJT conference.

### **Section 3.03 Terms of Office**

All Board members remain in place until the next scheduled conference, at the conclusion of which a new Board will be seated. A “term-period” is defined as the duration of time between two conferences. Executive officers -- President, Vice President(s), Secretary, Treasurer, are elected for the duration of two term-periods. Executive officers may be re-elected for a second set of term-periods. They may not be elected to that specific executive office for more than two consecutive sets of term-period.

Board members-at-large will be elected for one “term-period”. The term will begin immediately after the annual conference. No officer can serve longer than seven consecutive (7) years on the Executive Committee.

### **Section 3.04 Election procedure**

At each conference, the general membership will elect all those who will serve in the open positions on the Board of Directors. All elections will be held at the conference meeting convened for that purpose, which meeting shall be placed on the agenda of every conference at least four weeks in advance. Any prospective office holder must be nominated and seconded by a member. An office holder is considered elected if s/he wins the majority of votes of those in attendance. Should no candidate win a majority, the top two candidates will be placed in a run-off, and whoever receives more votes in the run-off will be considered the office holder.

### **Section 3.05: Termination of Office**

The Board of Directors may vote to remove a fellow Board member from office, by vote of three-quarters (3/4) of the Board.

## **Article 4 Hiring of Personnel**

### **Section 4.01 Executive Director**

The President shall be given the power to hire and release an Executive Director, subject to the approval of a simple majority of the Board.

### **Section 4.02 Other Positions**

The President shall be empowered to create other positions as determined necessary. Any new position created will also be by appointment of the President, subject to the approval of a simple majority of the Board.

## **Article 5 Membership Benefits**

### **Section 5.01 Voting Privileges**

At each conference, the membership is empowered to elect those who will serve in any open positions on the Board of Directors, as detailed in Article

3.04

**Section 5.02 Discounts to AJT events**

All members will receive discounts to all AJT events for which there is a charge, including and especially the annual conference.

**Section 5.03 Communication**

The AJT will facilitate communication with and among members, including but not exclusive to a newsletter that updates the members on all activities of the AJT, the AJT membership, and in Jewish theatre in general.

**Section 5.04 Promotion**

AJT will provide a website on which the activities of its members will be publicly promoted. AJT will endeavor to create further initiatives that specifically help promote the activities of its members.

**Section 5.05 Collaboration**

The AJT will actively engage in initiatives that put AJT members in touch with one another for possible future collaborations.

**Article 6 Changes to By-Laws**

**Section 6.01 Proposal**

Any member of the Executive Committee may propose additions or changes to the by-laws.

**Section 6.02 Adoption**

Any additions of changes to the by-laws will be considered adopted if two-thirds (2/3) of the Board of Directors votes in favor of the proposed addition or change.