

# Constitution and By-Laws for the Alliance for Wisconsin Theatre Education

**Preamble:** The membership believes that the study of theatre should be central to the education of all students in Wisconsin, and access to the theatrical arts should be a part of every Wisconsin citizen's life.

**Article I: Name** The name of this organization shall be the Alliance for Wisconsin Theatre Education, a not for-profit corporation organized under conditions set forth in Chapter 181 of the Wisconsin State Statutes.

**Article II: Purposes** The Alliance for Wisconsin Theatre Education is dedicated to promoting comprehensive theatre education in Wisconsin.

**Section 1.** The corporation is organized for educational purposes, including the making of distributions to organizations that qualify as exempt organizations under Section 501 © (3) of the Internal Revenue Code. Those purposes include, but are not limited to providing:

1. Advocacy for theatre education;
2. A network for communication and support among members;
3. Opportunities for professional development.

**Section 2.** No part of the net earnings of the corporation shall be to the benefit or be distributed to its members, directors, or officers, as compensation for services rendered. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation; and the corporation shall not participate in, 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 the corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue code of 1954 (or corresponding provision of any future United States Internal Revenue Law).

**Section 3.** Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such a manner, or to such organization or organizations that shall qualify as an exempt organization or organizations under Section 501 ©(3) of the Internal Revenue code of 1954 (or the Corresponding provision of any future United States Internal Revenue Law), as the Board of directors shall determine. Any assets not so disposed of shall be disposed of by the county court of the county in which the office of the corporation is located, exclusively for such purposes or to such organizations and operations established exclusively for such purposes.

## Article III: Membership

**Section 1: Membership availability.** Membership in the AWTE is open to any individual or organization with an interest in Wisconsin Theatre Education who desires to support the purposes of the AWTE and/or participate in its work and activity.

**Section 2: Categories of Membership.** The following categories of membership are established:

**Individual**-Any person or individual desiring membership

**Student**-Any student desiring membership who is currently enrolled in colleges, Universities, or other institutions of education

**Organizational**-Any public or independent school, college, university, or not-for-profit organization that desires membership

**Contributing**-Any individuals or organization wishing to further the AWTE by donating funding or other services at or above a level established by the Board of Directors

**Honorary**-An honorary lifetime membership may be conferred by the Board of directors to honor individuals for their contributions to, or achievement in theatre education in Wisconsin

**Section 3: Membership year.** All categories of membership, except honorary, shall be annual for the period from September 1 to August 31. Renewal of membership shall be contingent upon application and receipt of dues. Enrollments of membership during the membership year shall still terminate on August 31.

**Section 4: Dues.** Membership dues and gift levels for contributing membership are established by the board of directors annually in advance of the mailing of notices for renewal.

**Section 5: Voting privileges.** Each member in good standing is entitled to one vote in deliberations of the Annual Meeting, in election of officers, and other matters sanctioned for general membership vote identified by the Board of Directors.

An organizational member shall inform the secretary in writing at the time of membership enrollment of its sanctioned voting representative and who shall cast a single vote for the organization in meetings and other matters of a voting nature. An organizational member wishing to change its voting representation during the membership year shall notify the secretary in writing in a document dated and signed by an appropriate official. A voting representative holding his/her own separate individual membership may cast one vote for the organization and one for his/her individual membership.

## Article IV: Board of Directors

**Section 1: Composition and number**. The Board of directors shall be composed of the President, President-Elect, Secretary/Treasurer and board of directors, members of AWTE.

As the AWTE is task oriented, the Board of Directors may be majority vote sanction a chair of any ad hoc task committee to full Board of Director privileges as needed to improve communication until the specific task has been completed, at which time board of directors privileges shall be terminated.

Membership of the Board of directors shall not exceed ten persons excluding ex officio members without vote.

**Section 2: Term of Office**. The president and secretary/treasurer shall serve staggered two-year terms. The other eight members of the board shall also serve two-year staggered terms. Terms begin and end with the annual meeting each year.

**Section 3: Election**. The slate will be presented for election by majority vote of those members present at the annual meeting. Additional nominations may be placed by any member from the floor at that meeting. A nomination slate prepared by the board shall seek, whenever possible, a balance of geographic regions within the state of Wisconsin and balance between different professional levels of theatre education.

**Section 4: Vacancies**. A vacancy in the office of President shall be filled by the President-elect who shall serve the second year previously designated as his/her term as President in that office.

Other vacancies shall be filled by appointment by a majority vote of the Board of Directors. In instances of more than a one-year vacancy this appointment shall be subject to approval of the membership at the annual meeting.

**Section 5: Meetings and Quorum.** The Board of directors shall meet not less than twice annually or more than quarterly in routine meetings calendared a year in advance. Agenda for these meetings shall be prepared by the President and distributed at least two weeks prior to date of meeting.

A quorum shall consist of at least 50% of the voting membership of the Board of Directors present. Emergency meetings may be called by the President and/or any three directors with at least one week notice in writing to all directors in advance of the date of meeting.

**Section 6: Salary.** No officer or member of the Board of directors shall receive a salary for services rendered.

**Section 7: Ex Officio Representatives.** The President, or a representative, of organizations deemed important for communication purposes and named by majority vote of the Board of directors shall be ex-officio (without vote) members of the board. The ex officio members shall include the Immediate past AWTE President and the Wisconsin Department of Public Instruction Drama curriculum specialist, along with representatives sanctioned by the following organizations: Wisconsin Council of University/College Theatre Chairs; Wisconsin High School Forensic Association, University of Wisconsin Continuing Education in the Arts, and the Wisconsin Alliance for Arts Education.

Ex-officio members are sent notices and minutes of Board of directors meetings and will be encouraged to attend meetings for discussion informational purposes.

## Article V: Officers and their Duties

### **Section 1: President**

The President shall:

- a) Be the principal executive officer.
- b) Chair meetings of the Alliance and board of directors.
- c) Be subject to the control of the Alliance
- d) Supervise and control all business and affairs of the Corporation.
- e) Sign, along with the any other proper officer of the corporation there unto authorized by the Alliance of Executive authorization of the alliance, any deeds, mortgages, bonds contracts, or other instruments which have been authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these bylaws to some other officer or agent of the Corporation, or shall be required by law to otherwise sign and execute.
- f) Represent the interests of the Alliance to other organizations, including the Wisconsin Alliance for Arts Education.
- g) Perform all other duties as may be prescribed by the Alliance Board of Directors from time to time.

## **Section 2: President-Elect**

The President-Elect shall:

- a) In the absence of the President, chair meetings of the Alliance and Board of Directors.
- b) In the absence of the President or in the event of his/her inability or refusal to act, shall perform the duties of the President.
- c) Perform all the duties incidental to the offices of President-Elect and such other duties as from time to time may be assigned by the President or by the Alliance Board of Directors.

## **Section 3: Secretary/Treasurer.**

The Secretary/Treasurer shall:

- a) Keep the minutes of the meeting of the Alliance and Board of Directors.
- b) See that all notices are duly given in accordance with the provision of these by-laws or as requested by law.
- c) Keep the records of the Corporation.
- d) And perform all of the duties incidental to the office of Secretary, and such other duties as from time to time may be assigned by the President or by the Alliance Board of Directors.
- e) Have charge of and be responsible for all funds, give and receive receipts for monies due and payable to the Corporation, record deposits of all such monies, and make a financial report at each Alliance meeting.
- f) Have access to the records of the Corporation

## **Section 4: Board of Directors.**

The members of the board shall:

- a) work to promote the organization
- b) each take on the responsibility of one of the following areas:
  - 1a. president-elect
  - 2b. conference coordination
  - 3c. membership
  - 4d. correspondence
  - 5e. nominations/board membership
  - 6f. Wisconsin High School Theatre Festival
- c) additionally, each member of the board shall participate in some way in the annual conference, annual meeting, and high school theatre festival
- d) openly make suggestions that improve AWTE These tasks shall be divided among the board members at the annual meeting upon completion of elections.

## Article VII: Meetings

**Section 1: Annual business meetings.** The annual Business Meeting shall be held at the annual conference each year at a date other than a legal holiday in Wisconsin as selected by the Board of Directors. Notice of this meeting and its agenda, approved by the Board of Directors, shall be mailed to the membership at least thirty days prior to date of meeting. Its agenda is to include reports from the President, Treasurer, election of officers and Board of Directors, and such other matters of importance as well as routine procedural matters. A quorum for the annual Business Meeting shall consist of those voting members present who are in good standing.

**Section 2: Parliamentary procedure.** In case of Parliamentary dispute, or in cases not covered within the bylaws of the Corporation, decisions will be rendered according to the Revised Robert's Rules of Order.

## Article VIII: Amendment

The voting members in good standing by a simple majority vote of those present at an annual meeting or Board of Directors meeting of the AWTE may amend, vote, adopt, or appeal any and all of the constitution and By-laws of the Corporation provided that notice of intended change be mailed by the Secretary to all members at least two weeks prior to the meeting at which the amendment is to be introduced.

Presented to the membership September 20, 1991 at Stevens Point, WI.  
Revised on September 29, 2005 at Edgewood College, Madison, WI