

BYLAWS: FRIENDS OF THEATRE AT MICHIGAN STATE UNIVERSITY

I. NAME:

The name of this organization shall be: Friends of Theatre at Michigan State University (FOT-MSU).

II. PURPOSE:

FOT-MSU is a membership organization committed to:

1. Promoting, encouraging, and enhancing activities and programs of the Michigan State University Department of Theatre.
2. Collaborating with the Michigan State University Department of Theatre in organizing events and programs that expand the community experience of theatre.
3. Creating fund-raising opportunities to support the Michigan State University Department of Theatre, and to promote improvements in its programs and facilities.

III. MEMBERSHIP:

1. Membership is open to individuals and organizations making annual contributions to FOT-MSU in categories established by the Board of Directors.
2. The Board of Directors of FOT-MSU may, in special situations, approve honorary memberships.
3. There shall be an Annual Meeting of FOT-MSU members, normally in June.

IV. BOARD OF DIRECTORS: The Board is the governing body of FOT-MSU.

1. The voting members of the Board are:
 - a. The elected officers
 - b. The Past President if currently an elected Board member
 - c. The Chair of the Department of Theatre
 - d. A faculty member appointed by the Department of Theatre
 - e. About six members at large, elected for terms of two years at the Board's May meeting, from a slate prepared by the Nominating Committee. To provide continuity, terms shall be staggered to the extent possible. One year terms may also be prepared by the Nominating Committee.
2. The Assistant to the Chair of the Department of Theatre shall be appointed as an ex-officio member.
3. All Board members, excepting ex-officio members, must be members of FOT-MSU.
4. The Board shall meet at least nine times a year, with meetings in April and May. Special meetings may be called by the President, or upon the written request of four or more voting members of the Board.
5. A quorum for transaction of business consists of a majority of Board members.

6. The Board shall recommend disbursement of funds raised by activities sponsored by the Friends.
7. The Board may also approve Emeritus (non-voting) status for those who have served at least one term on the Board.
8. The Board may appoint Ex-Officio members to serve two year terms.
9. Any vacancy that occurs on the Board of Directors may be filled by the remaining Directors by majority vote at a regular board meeting on a recommendation from the Nominating Committee. A Director elected to fill a vacancy shall serve the remaining term of his or her predecessor, or until a successor has been elected.

IV. A. EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS

1. The Executive Committee (EC) consists of the President, Vice President, Treasurer, Past President, if currently a Board Member, and Chair of the Department of Theatre.
2. The EC may take action on issues that require immediate attention when it is not possible for the full Board to be consulted. Such actions shall be infrequent.
3. The entire Board shall be promptly informed of actions of the EC.
4. The EC may seek advice from other members of the Board as appropriate.

V. OFFICERS OF FOT-MSU:

1. The officers of FOT-MSU shall be a President, a Vice President, a Treasurer, and a Secretary.

VI. RESPONSIBILITIES OF THE OFFICERS:

1. The President shall act as Executive Officer of FOT-MSU, shall call and preside over meetings of the Board and of the general membership, and shall:
 - a. Have the authority to call special Board meetings, upon personal initiative or upon petition of at least four voting members of the Board.
 - b. Have the authority to call meetings of the Executive Committee as necessary.
 - c. Prepare the agenda for Board and Annual meetings.
 - d. Appoint chairs of all committees. The President and Vice President may serve as chairs or co-chairs of committees, and, as desired, serve as an ex-officio member of all committees except the President shall not participate or serve on the Nominating Committee.
 - f. Coordinate the activities of FOT-MSU in support of the Department of Theatre
 - g. In collaboration with the DOT Chair, prepare donation request letters for distribution to the Friends at appropriate times.
 - h. The Vice President shall assist the President organize an Annual Retreat, usually in summer, to discuss future activities of FOT-MSU.

2. The Vice President shall:
 - a. Assist in the discharge of the President's duties and assume and perform the President's duties in the President's absence.
 - b. Become President for the remainder of the President's term, if the President is unable to serve.
 - c. Develop an ongoing list of candidates for officers and board members, to be shared with the Nominating Committee. Serve as Chair of the Nominating Committee.
3. The Treasurer shall
 - a) Be responsible for monitoring the financial records of FOT-MSU in consultation with the Chair of the Department of Theatre and in accordance with MSU Board directions and the policies of Michigan State University.
 - b) The Treasurer shall present a regular (ideally monthly) accounting of revenues and expenses at Board meetings, submit an annual accounting for Board approval at the Annual Retreat and at the September meeting of the Board, and shall present an annual accounting to the general membership.
 - c) When significant special expenditures from the FOT-MSU Agency Account are proposed, a proposal shall be sent to the President and the Board (copy to Treasurer), for consideration and possible approval--see Section IV.6 above.
4. The Secretary shall prepare, and distribute to the Board for approval at its next meeting, minutes of all meetings of the Board (including the Annual Retreat) and of the general membership and shall maintain all records of the board, online if possible, including agendas, minutes, data and files related to activities of the Board, and other relevant information.
6. The Past President, if currently a Board Member, shall evaluate the operation of the FOT, based on the experience of the previous two years, and suggest desirable changes in procedures or the Bylaws for consideration by the Board.

VII. COMMITTEES:

1. Standing Committees
 - a) Development: The Development Committee is responsible for obtaining donations and funding from individuals, businesses, and granting organizations in support of FOT-MSU sponsored events and Department of Theatre activities. The Committee will work alongside College of Arts and Letters Development to assure that donors receive acknowledgement of the donation and notification of FOT-MSU and department hosted events based on levels of giving.
 - b) Membership: The Membership Committee is responsible for recruiting and retaining members of the FOT-MSU. Its duties consist of coordinating membership activities, including the annual meeting of the FOT-MSU, and any other related activities with the Department of Theatre.

- c) Nominating: The Nominating Committee, comprised of at least three members of the Board, including the Vice President as Chair, is responsible for preparing a slate of candidates for officers and a slate of candidates for Board Members at Large and presenting them to the Board for approval at its May meeting.
 - d) Community Outreach: The Community Outreach Committee is responsible for developing relationships with the greater MSU and mid-Michigan communities by providing activities for and encouraging participation in FOT-MSU and Department of Theatre events.
 - e) Communications: The Communications Committee is responsible for informing the public of FOT-MSU activities and programming, and coordinating FOT-MSU website information, notices of FOT-MSU events, and other related activities with the Department of Theatre.
 - f) Events: The Events Committee is responsible for planning and implementing a program of events with the joint goal of serving FOT-MSU membership and fundraising.
 - g) Education: The Education Committee is responsible for working with the Department of Theatre to promote offerings for K-12 educators and their students by providing curriculum ideas and educational resources which are sent to teachers and posted on the Department of Theatre website. The Education Committee activities are not limited to K-12 education, and members of the committee may engage with Department of Theatre faculty and students in the area of Education as requested.
2. Other committees, standing or ad-hoc, may be established by the Board.
 3. Chairs of the committees appointed by the President shall be presented to the Board at the September meeting.
 4. The term of committee chairs is one year.
 5. Committee chairs may appoint committee members necessary to carry out Committee functions.
 6. Committee chairs may receive, and be responsible for, budgets required to carry out their functions.
 7. Committee chairs shall prepare and distribute a brief Annual Report prior to the annual Retreat, for discussion at the Retreat

VIII. MEETINGS OF THE MEMBERS OF FOT-MSU

1. An Annual Meeting, normally in June, will be held for the purpose of electing officers of FOT-MSU, and for other pertinent business.
2. Special meetings may be called by the President.

IX. ELECTIONS:

1. The Nominating Committee shall prepare and submit a slate of Officers to the Board. The Board may amend the slate as desired and shall approve it at its May meeting.
2. Officers shall be elected at the Annual Meeting by a majority of the FOT membership present from the slate approved by the Board and/or nominations from the floor. Notice of this meeting shall be sent to all members prior to the meeting. The terms of Officers shall be two (2) years; Officers may be re-elected to additional terms.
3. In the event of a vacancy in an office other than President, the Board shall select a replacement at its next meeting, the appointee to hold office until the next Annual Meeting.

X. PARLIAMENTARY AUTHORITY:

Roberts Rules of Order shall be the parliamentary authority in all cases not covered by these bylaws.

XI. AMENDMENTS:

1. These Bylaws may be amended at any time by a two-thirds vote of the Board or a two-thirds vote of the general membership, present and voting, providing notice of the proposed amendments has been given in the call for the meeting.
2. These Bylaws shall be reviewed periodically by the Past President (see VI.6) or by an ad hoc committee appointed by President. Suggested changes shall be submitted to the Board for appropriate action.

DISSOLUTION:

In the event of the dissolution of the Friends of the Theatre at MSU, all funds in the accounts of the FOT-MSU and accounts receivable shall revert to the Department of Theatre at Michigan State University.

Approved: November 21, 2011

Amended by Board Action: May 16, 2017

Amended by Board Action: November 20, 2018