



**THE COLONIAL PLAYERS, INC.  
RESOLUTIONS**

Revisions a/o 3/21/2017

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## SUMMARY OF CHANGES

The following is a summary of the significant (i.e., non-editorial) changes in this revision of the Resolutions.

<b>Section</b>	<b>Change</b>
B.2.b.	Added detail on the Memorial Plaque Program.

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As provided for in the Bylaws of The Colonial Players, Inc. (hereby referred to as "the Corporation"), these Resolutions are presented to document various administrative policies of the Corporation, duties and responsibilities of the Board of Directors (hereby referred to as "the Board"), and responsibilities of Special Committees. These Resolutions may be modified by an affirmative vote by the Board at any meeting, regular or special, provided a quorum is present. Exceptions to these Resolutions may not be granted by individual members of the Board except on matters affecting the safety of persons or property. The Secretary will maintain the latest version of these Resolutions.

**A. Administrative Policies**

1. The Board will review these Resolutions annually by the end of the September Board meeting. The Board will take positive action to readopt, amend, or abolish each resolution as appropriate. Further action on any item for or in these Resolutions may be taken at any time.
2. The Production Manual will be maintained as a supplement to these Resolutions and will be reviewed every two years at a minimum. The Production Director has overall responsibility for maintaining the Production Manual. Updates to the Production Manual are approved by an affirmative vote of the Board. An appendix to the Production Manual may be updated at any time by the Board member responsible for that appendix without Board approval.
3. The Board will annually review the mission statement and values of the Corporation.
4. The Board will be responsible for long-range planning and will present an update on the status of the five-year plan to the membership annually.
5. By July 31st of each year, the Board will define and approve the structure of the following subscription season and any additional productions.
6. The Board must specifically approve any proposed activity under the aegis of The Colonial Players, Inc. for both concept and schedule prior to any public announcement of the activity. At the time the Board

approves the activity (with or without conditions) an appropriate Board member will be assigned specific oversight responsibility.

7. Board members are elected for staggered two-year terms as specified in the Bylaws, with duties as described in the Bylaws and/or Paragraph B of these Resolutions.
8. Attendance at all Board and all Membership Meetings is required of all sitting Board Members or their Board-approved assistants.
9. Written reports by each Board member will be submitted prior to each General Membership Meeting. These reports will fully describe the present condition of the Corporation, its activities during the past year, and the forthcoming opportunities and challenges.
10. Removal of a Member of the Board of Directors:
  - a) A Board member who is not carrying out the duties of his or her position as described in the Resolutions, who abuses their position as a Board member, who misrepresents the Corporation to the public, and/or who is otherwise disruptive to the work of the Board may be subject to removal after the Board has taken action by warning the Board member, documenting the concerns of the Board in writing, and giving the Board member an opportunity to improve within a specified time period.
  - b) If none of the above actions resolve the situation, the Board may take action to remove the offending Board member in accordance with Article V, Section A.4. of the Bylaws.

**B. Duties of the Members of the Board of Directors**

1. President: The President provides leadership to the members of the Corporation and to the Board. The President will have the following duties:
  - a) Preside at all meetings of the Board and preside at all Membership Meetings as defined in Bylaws Article IV.
  - b) Appoint the Treasurer, subject to approval of the Board.
  - c) Appoint a State of Maryland Bar-recognized legal counsel, to advise and/or represent the Corporation

on legal matters, subject to approval of the Board at the beginning of every Presidential term.

- d) Appoint all chairpersons and committee members of standing, special, and ad-hoc committees as needed, subject to approval of the Board, except as otherwise prescribed in individual Board member duties. (Reference: Bylaws Article V.B.2. and Resolution C.2.)
  - e) Appoint an interim replacement for any Board member vacating a position prior to the end of their elected term, subject to approval of the remaining Board and in accordance with Bylaw Article V-D.
  - f) Select the play to be submitted to the Ruby Griffith Award Competition, and inform the Board and the Box Office. If the President plans to become directly associated with a play as a director or designer, he or she will recuse himself or herself from nominating any play and turn the duty over to the Vice President. If the Vice President must recuse for the same reason, the Board will select an eligible Board member to make the submission.
  - g) Share in both performance-cancellation and performance addition decisions with the Artistic Director and Stage Manager. (Reference: Resolution D.12)
  - h) The President serves on the Special Awards Committee.
2. Vice President: The Vice President will assist the President as needed. The Vice President chairs the Long-Range Planning Committee and the Bequest Committee. The Vice President will further be responsible for the following duties:
- a) In the absence of the President, preside at all meetings of the Board and preside at all Membership Meetings as defined in Bylaws Article IV.
  - b) Maintain the Memorial Plaque program. The Memorial Plaque Program shall honor deceased CP contributors not less than two years after passing with a preference, but not necessity, for honorees to have been a Member of CP. Honorees shall be considered annually and shall have provided sustained support over time characterized by multiple contributions,

preferably across a range of activities, which resulted in significant or lasting impact. A special memorial ceremony for plaque honorees as well as general recognition of all deceased CP contributors shall occur on a regular basis.

- c) Represent the Board in interactions with businesses, government entities, and schools.
  - d) Other duties as required by the President.
3. Secretary: The Secretary is responsible for the maintenance and preservation of all records of the Corporation. The Secretary chairs the Bylaws Committee (Reference Bylaws Article V Section B.2.e.). The Secretary will be responsible for the following duties:
- a) Record the minutes of all Board and membership meetings of the Corporation.
  - b) Maintain all files of the Corporation except financial records.
  - c) Handle all official correspondence.
  - d) Maintain a complete set of current Bylaws and make copies available to all members.
  - e) Maintain a complete set of current Resolutions and make copies available to all members.
  - f) Maintain the Corporation's calendar of events.
  - g) Maintain the season production matrix once created by the Production Director.
  - h) Send notes, flowers, cards, or other acknowledgements to members on appropriate occasions on behalf of the Corporation.
4. Treasurer: The Treasurer is responsible for all financial activities of the Corporation. The Treasurer chairs the Finance Committee (Reference Bylaws Article V Section B.2.a.). The Treasurer is responsible for the following duties:
- a) Receive all funds and make all disbursements under the direction of the Board.
  - b) Maintain all financial records.
  - c) Prepare all financial reports required by the Board.

- d) Close the books of the Corporation for each fiscal year, with the assistance of the incoming Treasurer when applicable.
  - e) Advise Board members of all expenditures and receipts in their area of responsibility.
  - f) Ensure that royalties are paid for plays and musicals that the Corporation intends to produce, in coordination with the Artistic Director.
  - g) At the beginning of each fiscal year, recommend to the President members of the Corporation to be appointed to the Finance Committee.
  - h) Provide copies of current tax-exempt cards for any member making purchases for the Corporation.
  - i) Provide corporate credit cards for those members who regularly make significant purchases for the Corporation.
  - j) Arrange for all insurance coverage for all risks normally encountered in the operation of the Corporation.
5. Artistic Director: This director is responsible for selection of plays, musicals, and Show Directors, the play consultant process, curriculum development for directors and actors, post-production evaluation and feedback, the Promising Playwright Contest, and the artistic aspects of the products that the Corporation presents to the community. This Director will assemble an Artistic Team and appoint individuals or committee chairs from among the Artistic Team members to oversee the following specific efforts:
- a) Establish the Season Slate.
    - 1) With consideration of Board input, create and deliver guidelines for play selection to the Play Selection Committee.
    - 2) The Artistic Director appoints a Play Selection Committee chair.
    - 3) The Artistic Director serves on the Play Selection Committee.
    - 4) Review the recommended slate from the Play Selection Committee.

- 5) Approve a slate from among scripts recommended by the Play Selection Committee or alternative scripts reviewed by members of the Artistic Team.
  - 6) In coordination with the Marketing and Production Directors, establish the season production dates for the upcoming season.
  - 7) Present the approved slate to the Board for review and discussion prior to any public announcement.
  - 8) Coordinate the annual season slate preview.
  - 9) In coordination with the Education and Special Projects and Production Directors, plan and conduct the annual season kickoff meeting with season directors and their staff.
- b) Check availability of and obtain rights for all shows selected for production by the Corporation.
  - c) Obtain required scripts from publishing companies.
  - d) Establish a Director Selection Committee to select Show Directors for all productions of the Corporation.
  - e) In coordination with the Production Director, consult with Show Directors, as applicable, on additional production fund requests.
  - f) Appoint a Play Consultant for each show in the season slate. The Play Consultant will serve on the casting committee of the assigned show. If the Play Consultant is not available, qualified stand-ins or replacements for the Play Consultant will be chosen in consultation with the Artistic Director.
  - g) In coordination with the appropriate Board member(s), conduct workshops and other development opportunities for directors and actors, to include the in-house One-Act Festival when produced, typically biennially opposite the Promising Playwright Contest.
  - h) Organize and oversee play consultant seminars for the purpose of qualifying Play Consultants to serve during the season.
  - i) Oversee the biennial Promising Playwright Contest.

- 1) Manage the contest, submitted scripts, and reading committees.
  - 2) Select the winning script.
  - 3) Select the director for the readings.
  - 4) Oversee all workshop activities.
  - j) Provide a review process for any scripts performed outside the season's original slate of shows.
  - k) Share in both performance-cancellation and performance addition decisions with the President and Stage Manager. (Reference: Resolution D.12)
  - l) Coordinate involvement with outside drama groups, including (but not limited to) WATCH and the AACT-sponsored Maryland Community Theater Festival.
  - m) Maintain an Artistic Handbook and documentation of standard operating procedures of the Artistic Team.
6. Education and Special Projects Director: This director is responsible for organizing all education and training events for the Corporation, and working on special projects as requested by the President. The Education and Special Projects Director will assemble an Education and Special Projects Team and appoint individuals or committee chairs from among the Education and Special Projects Team members to oversee the following specific efforts:
- a) Organize training events for members of the Corporation with a curriculum designed by appropriate Board members.
  - b) Plan and organize public educational events in coordination with the appropriate Board member or Show Director, to include the in-house One-Act Festival when produced, typically biennially opposite the Promising Playwright Contest.
  - c) In coordination with the Artistic and Production Directors, plan and conduct the annual season kickoff meeting with season directors and their staff.
  - d) Oversee the biennial Promising Playwright Contest workshop in coordination with the appropriate Board member(s).
  - e) Serve on the Child Protection Policy Committee.

- f) Coordinate lobby displays.
  - g) Secure grants when directed to do so by the Board.
  - h) Administer the scholarship program.
  - i) Coordinate with the Vice President on community outreach activities.
  - j) Maintain the library of the Corporation.
  - k) Maintain the archives of the Corporation.
  - l) Provide for the display of photographic collages of the Corporation's productions in the lobby excluding the bulletin board opposite the main lobby entrance.
  - m) Maintain an Education Handbook and documentation of standard operating procedures of the Education and Special Projects Team.
7. Human Resources Director: This director is responsible for activities pertaining to membership, house management, volunteer recruitment and support, and social activities. The Human Resources Director chairs the Special Awards Committee and the Child Protection Policy Committee. The Human Resources Director will assemble a Human Resources Team, and appoint individuals or committee chairs from among the Human Resources Team members to oversee the following specific efforts:
- a) Membership Activities
    - 1) Maintain a current list of members of the Corporation.
    - 2) Conduct the annual membership renewal campaign.
    - 3) Sign up new members from among volunteers.
    - 4) Coordinate the effort and provide membership materials to Board members and committee chairs to encourage all volunteers involved with the Corporation to become members.
  - b) House Management
    - 1) Recruit and train house managers/ushers.
    - 2) Schedule house manager/ushers for each performance.
  - c) Volunteer Recruitment and Support
    - 1) Maintain a list of volunteers.

- 2) Assist in finding volunteers for all productions and projects.
- 3) Coordinate volunteer recognition activities.
- 4) Audition Support
  - (a) Staff and stock the welcome desk.
  - (b) Register auditioners.
  - (c) Take photos, collect forms, and retain one copy of the form for the membership coordinator.
  - (d) Maintain the list of actors for audition mailings.
- d) Social Functions
  - 1) Coordinate opening night parties for all shows.
  - 2) Organize an End of Season Celebration for the Corporation.
- e) Produce the membership newsletter and other notices in coordination with other Board members.
- f) Notify members of Corporation business deemed essential to members' understanding, including dates of General Membership Meetings and special meetings of the Corporation.
  - 1) In cooperation with the President and the Nominations and Elections Chairs, and within the deadlines established in the Bylaws of the Corporation, coordinate dates for announcement of call for nominations of Board members, nominations status, Board candidates' statements of qualification and intent, and elections proceedings.
  - 2) In cooperation with the Secretary and the President, and within the deadlines established in the Bylaws of the Corporation, coordinate dates for announcements of Bylaw amendments for consideration and vote at General Membership Meetings.
- g) Maintain access control over the Theater kitchen in coordination with the Operations Director.

- h) Maintain a Human Resources Handbook and documentation of standard operating procedures of the Human Resources Team.
8. Marketing Director: This director is responsible for publicity, marketing, and all publications associated with productions and events of the Corporation. The Marketing Director will assemble a Marketing Team and appoint individuals or committee chairs from among the Marketing Team members, to oversee the following efforts:
- a) Create and manage a publicity program.
    - 1) Maintain contact with all appropriate media outlets.
    - 2) Invite theater reviewers to attend and publish reviews of all productions.
    - 3) Prepare press releases or media announcements for all show productions and other newsworthy activities.
    - 4) Assist the Human Resources Team in recruiting actors and other volunteers through the creation of media and/or mail advertising as needed.
  - b) Serve or appoint a Marketing Team representative to serve on the Play Selection committee.
  - c) In coordination with the Artistic and Production Directors, establish the season production dates for the upcoming season.
  - d) Create and manage a marketing program.
    - 1) Create and implement a season subscription sales promotion, to include the season brochure.
    - 2) Create and implement a ticket sales promotion for each production.
    - 3) Create and distribute publications to the community to gain support for other activities that require monetary or in-kind contributions for successful implementation.
    - 4) Approve marketing content for the website and all traditional and social media outlets.
  - e) Provide collateral support for all productions.
    - 1) Arrange for cast and crew photographs.

- 2) Arrange for the creation and distribution of playbills for each show.
  - 3) Provide for the lobby marquee display for each show production.
  - 4) Provide for the display on the bulletin board opposite the main lobby entrance. This display must, at minimum, include the current production's cast headshots and photographic recognition of the backstage and technical volunteers.
  - 5) Arrange for professional video recording of the invited dress rehearsal for each show and video promotions for selected shows.
  - f) Coordinate with the Human Resources Director regarding the membership newsletter.
  - g) Supervise the contracted photographer, videographer, and graphic artist.
  - h) Maintain a Marketing Handbook and documentation of all standard operating procedures of the Marketing Team.
9. Operations Director: This director is responsible for acquisition and maintenance of all facilities, capital equipment, information technology equipment, and, in conjunction with the Production Director, all production equipment. This director is further responsible for safety procedures, and for managing the Box Office operation and subscriptions. The Operations Director will assemble an Operations Team and appoint individuals or committee chairs from among the Operations Team members to oversee the following specific efforts:
- a) Facilities Management
    - 1) Maintain all facilities and grounds.
    - 2) Provide for the repair or replacement of building elements as necessary.
    - 3) Provide for secure building access.
    - 4) Supervise the contracted custodian.
    - 5) Arrange for any required building inspections.
    - 6) Maintain a list of who to call in case of an emergency.

- 7) Approve and supervise all alterations to the facilities.
  - 8) Conduct an annual review of all utilities servicing the facilities to ensure the most cost effective rates and billing options are in place.
  - 9) Maintain a current Facilities Rental and Usage Agreement, available via the Corporation's website.
- b) Physical Asset Management
- 1) Maintain inventory records of all physical assets.
  - 2) Ensure all physical assets are in working order.
  - 3) Plan and coordinate the repair or replacement of all physical assets as necessary.
- c) Information Technology Management
- 1) Coordinate the acquisition of computer hardware, peripherals, and software for the Corporation as required.
  - 2) Maintain the Corporation's website and corporate email infrastructure.
  - 3) Provide for training to meet the information technology needs of the Corporation in coordination with the Education Director.
  - 4) Engage the services of a professional information technology consultant as necessary.
  - 5) Provide for the security of the Corporation's electronic data.
- d) Box Office Operation
- 1) Recruit and train volunteers to provide all ticket sales services for all shows.
  - 2) Provide for supplying season tickets for all season subscribers.
  - 3) Maintain a Box Office Manual and provide for documentation of all standard Box Office operating procedures.

- e) Safety
    - 1) Maintain and make available accident report forms and instructions for use. Ensure accident forms are turned in to the Treasurer, who will process them for insurance purposes.
    - 2) Arrange for all required safety and fire inspections.
    - 3) Ensure all safety and emergency equipment (backup lighting, fire annunciator, sprinkler system, fire extinguishers, etc.) is maintained in good working order and regularly tested.
  - f) Maintain an Operations Handbook and documentation of all standard operating procedures of the Operations Team.
10. Production Director: This director is responsible for technical production elements, technical and staffing support for all productions, and ongoing maintenance of costumes, props, set pieces and, in coordination with the Operations Director, production equipment. The Production Director will ensure that each production has a Producer. The Production Director may assign a Production Coordinator to shows in the season slate as needed. The Production Director will assemble a Production Team and appoint individuals or committee chairs from among the Production Team members to oversee the following specific efforts:
- a) Recruit, train, and mentor designers, technical, and support staff.
  - b) Serve or appoint a Production Team representative to serve on the Play Selection committee.
  - c) In coordination with the Artistic and Marketing Directors, establish the season production dates for the upcoming season.
  - d) In coordination with the Artistic Director, consult with Show Directors, as applicable, on additional production fund requests.
  - e) The Production Director will create and make available a season production matrix detailing production staff contact information and significant production dates, to be maintained by the Secretary for the duration of the season.

- f) Consult on lighting, sound, costume, properties, and set design of each production.
- g) Provide general production-related consultation for each production, to include the in-house One-Act Festival when produced, typically biennially opposite the Promising Playwright Contest.
- h) Consult with and provide input to Show Directors on selection of their production staff.
- i) In coordination with the Artistic and Education and Special Projects Directors, plan and conduct the annual season kickoff meeting with season directors and their staff.
- j) Approve set designs for purposes of safety and audience visibility.
- k) Maintain an inventory of costumes, props, set pieces, and production equipment, and arrange for the preventive maintenance, repair, procurement, and replacement of the equipment as necessary.
- l) Maintain a set of operating instructions for each piece of production equipment in coordination with the Operations Director.
- m) Maintain the production staff volunteer list in coordination with the Human Resources Director.
- n) Serve on the Special Awards Committee.
- o) Maintain the Production Manual as a supplement to these Resolutions.
- p) Maintain access control over Production areas (Tech Booth, Costume Cage, Properties Closet), in coordination with the Operations Director.
- q) Maintain a Production Handbook and documentation of standard operating procedures of the Production Team.

**C. Committee Policies and Responsibilities**

1. A Board member may establish committees as necessary, chaired by members of his or her team, to carry out his or her responsibilities. Board members will meet with their teams and committees as required.

2. Special and Standing Committees:

- a) Special Awards Committee: This committee is chaired by the Human Resources Director and is composed of the President, Production Director, and at least one other member of the Corporation. By July 15 of each year, this committee, with input from the outgoing President, outgoing Human Resources Director, and outgoing Production Director, has the responsibility of selecting the person(s) to whom a Colonial Players "Special Award" will be presented at the annual End of Season Celebration.
- b) Nominations Committee: This committee will be appointed by the President by September 1st, be comprised of current Adult Members of the Corporation, abide by Bylaw VI of the Corporation, and be responsible for presenting qualified candidates for announcement to the membership by the required dates. No member of the committee may be a candidate for office in the election upon which he or she worked.
- c) Election Committee: In addition to the duties outlined in Bylaw VI-B of the Corporation, the committee will:
  - 1) Obtain a list of qualified voting members and provide a system for issuing ballots.
  - 2) Send members a candidate package including presentation of resumes, voting instructions, explanation of voting procedures, and the bylaw requirement for the election.
  - 3) Provide and arrange for the receipt by the Corporation of absentee ballots from qualified voters before the general election.
  - 4) Count all qualified ballots received at the General Membership Meeting in March, and report the results to the membership.
- d) Bequest Committee
  - 1) Purpose: The committee makes recommendations for the allocation of investment earnings each year to fund scholarships, community outreach, educational workshops, capital improvements, and other projects. Earnings come primarily from interest obtained through the financial

- investment accounts originating from the Roland E. Riley Bequest monies, but may come from other gifts to the Theater. The Bequest Committee reports its recommendations for expenditure of funds to the Board.
- 2) Committee Membership:
    - (a) The Vice-President chairs the Bequest Committee.
    - (b) The Vice-President selects at least four members to include: a member of the Artistic Team or the Education Team to represent the interests of dramatic arts education, a member of the scholarship committee, and the current Treasurer or a member of the Finance Committee. The chair selects additional members from the General Membership.
  - 3) Meetings: The committee meets at least 60 days prior to the spring General Membership Meeting. The Treasurer makes the current interest statement available to the committee at each meeting. When requested by the Board, the Committee will hold a special session to consider changes to the committee's recommendations.
- e) Child Protection Policy Committee
  - f) Real Estate Committee
    - 1) Purpose: The committee advises in the development and execution of the Corporation's general real estate policies, principles, guidelines, goals, criteria, parameters, and objectives. The committee will annually assess the Corporation's real property holdings, current and future needs, and recommend both a long-term strategy to the Long Range Planning Committee, and a short-term action plan to the Board at least 60 days prior to the spring General Membership Meeting.
    - 2) Composition: The committee shall consist of not less than five members, one of whom shall be the Vice-President through whom the committee reports to the Long Range Planning Committee and

Board of Directors. The committee members include the Vice-President, the Production Director or designee, the Operations Director or designee, the Treasurer or designee from the Finance Committee, and a member of the Long Range Planning Committee. The Vice-President chairs the committee and selects additional members from the General Membership as deemed appropriate.

- 3) Duties: The committee shall perform such actions as necessary and appropriate to exercise the purposes set forth above. The committee shall review potential acquisitions or dispositions involving real property and make recommendations thereon to the President and the full Board. The Board intends that the committee shall become, on behalf of the Board, the repository for practical experience and knowledge of the local real estate market as related to the Corporation's needs. The committee shall be responsive to the evolving needs of the Corporation, review and discuss subjects related to the local real estate industry, and initiate identification and consideration of emerging opportunities with or as requested by the Board.
- 4) Meetings: The committee shall convene semi-annually or more often as necessary to act upon any matter within its Charter. A majority of the total number of members of the Real Estate Committee shall constitute a quorum at all committee meetings. A majority of the members of the committee shall be empowered to act on behalf of the Committee. Minutes of each meeting will be maintained and reports of all actions taken by the Committee will be presented at the next regular Board meeting.

**D. Production Policies.** The Board is the Executive Producer for all productions of the Corporation, and therefore has ultimate authority over all aspects of each production. To ensure the quality and equality of all productions, the Board has determined that the policies in this section of the Resolutions require emphasis. Additional rules, guidelines, and procedures regarding productions of the

Corporation are found in the Production Manual, which serves as a supplement to these Resolutions.

1. No director, designer, actor, or production staff member of any production is paid a salary, stipend, or other remuneration with the exception of musicians or other specialized consultants who may be paid as necessary with advance approval of the Board.
2. For ticketed productions, all auditions will be made public and open to all who wish to participate. There will be no pre-casting of actors. Casting without public audition is strictly prohibited except in the case where a previously cast member is being replaced. Audition dates will be announced on the Corporation's website, in traditional and social media, and in the member newsletter.
3. The casting committee for each audition will consist of the Show Director and anyone else he or she chooses. A Board representative is required to be present at all auditions, but is not part of the casting committee unless invited by the Show Director. In the event that the designated Board member cannot attend, the President will appoint a qualified substitute. The Show Director has the final authority regarding casting.
4. The Show Director, Musical Director, Play Consultant, and Producer of any given production may not audition for that production. In addition, no one auditioning for a production may sit at the casting table or take part in any way in the casting process.
5. Every person auditioning for a production of the Corporation will be thanked by phone, by email, or in writing for his or her participation.
6. All rehearsals are open unless otherwise authorized by the Artistic Director to accommodate a Show Director's specific needs.
7. No Show Director will be replaced except in the most serious of circumstances. The President will act as mediator of any serious contention and will attempt to resolve the situation to the benefit of all parties concerned. Failing this, with the approval of the Board, the Show Director may be dismissed.
8. There will be no audio or video recording of any performance without the advance authorization of the

Board. Every production is authorized to be video recorded at the invited dress rehearsal for archival purposes by a contracted videographer on behalf of the Corporation. Up to three copies may be made of the archival video recording, one for storage locally by the Corporation, one for backup storage via a secure offsite "cloud" service, and one for storage at the Maryland State Archives. Video recordings may be used for educational and for archival purposes only, and will be made available via a dedicated video player in the Theater Green Room.

9. Excerpts from the archival video recording of each performance may be made available to cast and staff members of a production by the videographer contracted by the Corporation subject to the following conditions:
  - a) Excerpts are limited to a maximum of 30.0 seconds each.
  - b) No more than five (5) non-sequential excerpts per production may be made available to any individual cast/staff member.
  - c) Any fees associated with preparation of the video excerpt will be negotiated between the videographer and requesting cast/staff member directly. Colonial Players will have no involvement in any related financial arrangements or billing.
  - d) No fees may be charged specifically for the content of the excerpts as the material is subject to copyright restrictions.
  - e) A record of each excerpt provision must be provided to the Treasurer of the Corporation detailing the following information at minimum:
    - 1) Name of cast/staff member.
    - 2) Production from which excerpts were taken.
    - 3) Listing and description of each excerpt, including start and end time.
10. There will be no photographing of costumed rehearsals or performances without the permission of the Marketing and Production Directors.
11. Signed contracts and/or rights for any production of the Corporation will be signed and completed as early as possible, but no less than four (4) weeks prior to

opening night. In addition, all royalties for these productions must be paid prior to opening night.

12. Performance Cancellations:

- a) For weather- or facility-related reasons: A scheduled performance of any production may be canceled only with the authorization of the President, the Operations Director, and the Stage Manager, with immediate notification to the Show Director and the Board.
- b) For any other reason: A scheduled performance of any production may be canceled only with the authorization of the President, the Artistic Director, and the Stage Manager, in consultation with the Show Director and with immediate notification to the Board.
- c) Rescheduled performances will be coordinated by the President, Artistic Director, Operations Director, and Stage Manager, with immediate notification to the Show Director and the Board once a rescheduling decision has been made.

13. Production Budgets:

- a) The budgets for productions of the Corporation will be as follows:
  - 1) any Non-Musical play presented as part of the regular season: \$2000.
  - 2) any Musical presented as part of the regular season: \$2000 with an additional \$2750 to be used for music provided.
  - 3) any 2-week December production, including *A Christmas Carol*: \$2000.
  - 4) Budgets for special events and special productions presented outside of the regular season will be submitted by the Artistic and/or Production Directors for Board approval.
- b) Additional Fund Requests:
  - 1) Requests for additional funds for those productions presented as part of the regular season must be presented to the Board by the Production Director and Artistic Director after consultation with the Show Director and Producer

- no later than two weeks following the production's auditions.
- 2) Additional fund requests must be itemized and all paperwork detailing the request must be provided to the Board no later than one week prior to the Board meeting at which the request will be discussed.
  - 3) If approved by the Board, additional funds can only be used for the designated category in which they were originally presented.
- c) Budget advances will only be made for the approved budgeted amount, and no reimbursements will be made for monies over the approved budget. Exceptions to this policy are at the discretion of the Board.
14. The Corporation reserves the right to change productions for any reason. All subscribers will be informed of this policy by letter, a note in a brochure, or other appropriate means.
15. Cast/Crew Benefits:
- a) Cast/Crew Complimentary Tickets (Refer to Box Office Policies)
  - b) A meal stipend of \$10.00 for anyone participating in both performances of a double-run in a regular season production.

**E. Financial Policies**

1. All revenue will be accounted for promptly after receipt. Revenues will be deposited within one week.
2. Maximum effort will be given to minimizing costs. Except where unavoidable, Maryland state sales tax will not be paid for the purchase of materials. All expenditures will be justified by appropriate bills of sale, or receipts, the original of which will be kept on file for three years with the records of the Treasurer. When a receipt is not available, a complete explanation fully describing the expenditure will be entered in the records by the person(s) making the expenditure.
3. The Corporation does not pay or reimburse any transportation, parking, or citation fees related to a volunteer's involvement. Exceptions to this policy must be approved by the Board, and should only be made in extreme circumstances.

4. When ordering a product where shipping is required, the least expensive method of shipping will be used unless expedited shipping is necessary to meet a production deadline. Prior to ordering a product with expedited shipping, the Board member responsible for the budget area which will be charged for the purchase must approve the expedited shipping.
5. Board members, with approval of the Treasurer, are authorized to sign contracts on behalf of the Corporation for those matters or materials for which they are responsible by virtue of their office (such expenditures not to exceed \$1,000 for a single item), or those items for which the Board has delegated the responsibility to them.
6. Any expenditure over \$2,000 will be made only after pricing with at least three (3) different sources of supply except that, in an emergency, any three (3) Executive Officers may waive the \$2,000 bid requirement.
7. All production indirect acquisitions must be approved in advance by the Production Director. Production Indirect acquisitions over \$100 will be completed by the Production Director or a designee using a corporate credit card.
8. Cash/liquid assets of the Corporation will be kept in FDIC insured accounts or investments that have been evaluated and recommended by the Finance Committee. Emphasis in investments will be given to dividend/short-run cash generation.
9. The Treasurer will provide members of the incoming Board with budget forms containing previous year's expenditures by August for the purpose of the preparation of the budget for the coming fiscal year.
10. All reports will delineate operating revenues and expenses from non-operating matters, such as capital expenditures and improvements.
11. Up to twenty percent (20%) of gross ticket sales of *A Christmas Carol* may be donated to a 501(c)(3) non-profit organization of the President's choosing, subject to review and approval of the Board.

**F. Box Office Policies**

1. Tickets for all the performances of the season may be ordered on the Corporation's website. Tickets may also be ordered by phone and purchased with a credit card, or by mail or in person using cash, credit card, or personal check. There are no unpaid reservations. Paid reservations may be left at "will call" or mailed for a \$1 fee.
2. All single ticket purchases are final. There are no exchanges and no refunds on single ticket purchases except in extreme cases upon approval by the Operations Director.
3. If a standby patron cannot be seated following the purchase of a space-available standby ticket, the money will be returned immediately.
4. Paid-ticket holders will be guaranteed their reserved seating until the scheduled "curtain time". After that time, patrons holding standby tickets will be permitted to fill empty seats. Paid ticket holders who arrive after the start of the performance will be seated at the discretion of and in seats determined by the Stage Manager. A decision about how to manage latecomer seating will be made prior to opening night of each production.
5. The Show Director, music director, choreographer, and designers of the current show, and a parent or guardian of a minor child participating in the show (except *A Christmas Carol*) may fill a vacant seat after all standbys have been seated, without charge. Their guests must pay full price.
6. The Corporation will not issue refunds except as noted in Resolutions F.2. and F.3. The no refund policy will be printed on each ticket; exceptions shall not be listed.
7. A copy of all reservation, ticketing, and seating policies will be posted prominently in the Corporation lobby and be made available to all.
8. Seats A101, A102, and A103 will be reserved for those attending productions who are confined to wheelchairs, and a companion. Tickets for the "Wheelchair Seats", if not reserved for a wheelchair-bound customer, will be made available for public sale no earlier than one (1)

hour prior to the curtain time for that performance. If a performance is sold out except for the "Wheelchair Seats," these seats are permitted to be sold to any patron in accordance with Americans with Disabilities Act (ADA) provisions.

9. Annually, as part of the Board's approval of the fiscal year operating budget, the Board may also approve for donation up to 160 single tickets to organizations for use as part of their fundraising efforts, e.g., silent auction or raffles. Said donations will be provided only to 501(c)(3) non-profit organizations serving Annapolis, Anne Arundel County, or the surrounding communities. Choices of organizations that will receive donations will be made by the Board's Executive Committee.
10. All ticket prices (regular, subscription, and promotional) and subscription package offerings must be approved by the Board. Additionally, all ticket price discounts from those stated below must be approved by the Board in advance of any public announcement.
  - a) Currently approved single-ticket prices are as follows:
    - 1) Regular Ticket: \$20.00 per ticket
    - 2) Senior/Student/Military Ticket: \$15.00 per ticket
  - b) Currently approved subscription packages and associated per-ticket prices are as follows:
    - 1) A 5-Show Subscription, offered every season.
    - 2) A 6-Show Subscription, offered only during seasons consisting of 6 regular productions plus *A Christmas Carol*.
    - 3) A 10-Seat FlexTicket Subscription, offered every season.
    - 4) Regular Subscriptions are \$18.00 per ticket times the number of tickets included in the subscription package.
    - 5) Senior, Student, and Military Subscriptions are \$14.00 per ticket times the number of tickets included in the subscription package.

11. Complimentary Ticket Policies

- a) Reviewer Complimentary Tickets: WATCH judges, Ruby Griffith Award adjudicators, and reviewers attending productions on behalf of Board-approved media outlets may receive two (2) complimentary tickets to be used for any single performance of a production.
- b) Playwright Complimentary Tickets: Playwrights may receive two (2) complimentary tickets to be used for any single performance of their work.
- c) Cast & Crew Complimentary Tickets: Cast and production staff who are not current CP members but are listed in a playbill for a production in an unpaid volunteer capacity are eligible to receive two (2) Cast & Crew Complimentary Tickets valid for performances of their respective production during opening weekend, on Thursday evenings, or on Sunday evenings. This complimentary ticket policy does not apply to *A Christmas Carol*. Cast & Crew Complimentary Tickets may not be exchanged once issued.
- d) Member Complimentary Tickets: Current CP members who are listed as cast or production staff in a playbill in an unpaid volunteer capacity for a production are eligible to receive two (2) Member Complimentary Tickets in lieu of two (2) Cast/Crew Complimentary Tickets. Member Complimentary Tickets are valid for any performance of any production within one year of opening night of the production on which they were earned.
  - 1) To be eligible to receive Member Complimentary Tickets as a result of participation in a production, a person's membership must be current by Sunday of Tech Week of that production.
  - 2) Should a cast or production staff member reserve Member Complimentary Tickets and later be unable to use them due to illness or other conflict, they may be exchanged to any date for which the original Complimentary Ticket(s) were valid, provided notification is given at least 24 hours prior to the performance. Exchange requests received after 24 hours before the given

performance will not be honored and the tickets will be forfeited.

- 3) Member Complimentary Tickets are not additional comps; they are a CP Member Benefit provided in lieu of Cast & Crew Complimentary Tickets.

**G. Membership Policies**

1. Prior to September 1, 2016, the membership policies as stated in CP Resolutions dated August 2, 2015 remain in force. After September 1, 2016, the following membership policies apply:
2. The membership year of the Corporation spans from September 1 to August 31. The membership year coincides with the fiscal year of the Corporation. Annual memberships are defined as follows:
  - a) Youth Annual Membership, where a youth is defined as someone under the age of 18 at the start of their membership year. Annual dues are waived for all youth memberships.
  - b) Adult Annual Membership, where an adult is defined as someone of age 18 or over at the start of their membership year. Adult membership dues are \$10.00 per person per membership year.
3. All persons working on stage or backstage on any production, or on any team or committee, for the first time with the Corporation will become an Annual member at no cost for the balance of the membership year beginning on the date of casting or assignment. If a volunteer's first involvement with the Corporation begins in the last quarter of the fiscal year (June/July/August), the complimentary membership extends through the end of the following membership year.
4. Benefits accorded to all persons with a current Annual Membership (Youth and Adult) include:
  - a) discounts to theater workshops and events, including the annual Season Celebration
  - b) mailed or emailed monthly member newsletter
  - c) Member Complimentary Tickets (Refer to Box Office Policies)
  - d) WATCH Complimentary Tickets: one (1) complimentary ticket, courtesy of the Corporation, to the WATCH awards Ceremony for which the member has been

nominated for an award, provided he or she was a member in good standing prior to the date of WATCH nomination announcement. WATCH complimentary tickets will be provided only to nominees who attend the ceremony, and are non-transferable.

5. Adult Membership also includes:
  - a) eligibility to serve on the Board of Directors
  - b) eligibility to serve on any Board member's team
  - c) full voting privileges in all capacities

#### **H. Meeting Policies**

1. Except as otherwise required, all meetings of the Corporation will be conducted according to Robert's Rules of Order, Informal Procedure in Small Boards.
2. Except as provided in H.3., below, all meetings of the Corporation, Board, and general membership are open to all. Only members of the Corporation within the particular assembly may vote, but any person properly recognized by the chair of the meeting may speak.
3. Executive Session
  - a) The Board, by an affirmative majority vote, may declare a meeting, or any portion of a meeting, to be in Executive Session. Non-Board members attend at the discretion of the Board (except as noted in H.3.a)2) (b) and (d), below). Executive Session may be called for the following matters only:
    - 1) Personnel actions relating to officers, appointees, contractors, or volunteers of the Corporation.
    - 2) Charges or complaints against a person or persons, subject to the following conditions:
      - (a) Public discussion could reasonably be expected to cause damage to the reputation, or an individual's right to privacy would be violated;
      - (b) Any person charged or investigated may be present at Executive Session if he or she desires;
      - (c) Any person charged or investigated may request in writing that the hearing of charges or complaints against him or her be

conducted in open session; any such request must be honored; and

- (d) Any person bringing charges, complaints, or allegations of misconduct against the individual under discussion will be permitted to be present.
- b) A motion to go into Executive Session must indicate the precise nature of the business of the Executive Session; this does not require specific individuals to be named. Board minutes need only state that the Board went into Executive Session, and for what purpose.
- c) Proceedings in Executive Session are secret, but not in any other way restricted. Discussion, deliberation, and voting take place as in open session. The form and content of the minutes of an Executive Session are the same as for any other meeting. However, the minutes of an Executive Session are kept separate from minutes that might be made available to non-members of the Board. They may be inspected only by Board members, unless the Board will order them released. The minutes of an Executive Session must be approved in a second brief Executive Session. No further action is required for an Executive Session convened solely for the purpose approving the minutes of a previous Executive Session.
- d) The frequency and duration of Executive Sessions must be held to a minimum, and guests should be invited to rejoin the meeting immediately upon a positive majority vote to reconvene in open session.

#### **I. Safety Policies**

1. In case of an accident occurring on any property of the Corporation, an accident report will be filled out and filed with the Board via the Treasurer. The accident report forms will be made available on the Corporation's website, in the Theater lobby kitchen cupboard, and in the Annex audition desk.
2. Parking on the sidewalk in front of the Theater is prohibited.
3. Smoking of tobacco or non-tobacco products within the facilities of the Corporation is prohibited, except as

provided in **Error! Reference source not found..** Smoking is also not allowed on the roof, and there is a smoke-free zone in front of the entrance doors to the facilities. Actors and staff are permitted to smoke away from the front doors of the facilities; a butt receptacle will be placed away from the doors. However, an actor who smokes must not be in costume, or must wear a protective non-costume item over his or her costume.

4. The use of open flames, oil lamps, candles and/or smoking products on stage must be approved by the Board via the Production Director and must be in compliance with Fire Department regulations and CP Fire Policy. For the comfort of our patrons, the use of these items should be avoided when possible without affecting the production. Approval must be obtained in the same manner for any special effects capable of producing a substantial quantity of smoke. The use of any and all lit tobacco products within the theater for any reason is prohibited at all times.
5. When a production uses strobe lights, gun shots, fog machines, or other special effects which may adversely affect audience members, or props which may induce an allergic reaction by audience members (e.g., peanut products, animals, smoke, etc.), warnings must be prominently posted in the following places: the Box Office door, the headshot wall of the lobby, the inside and outside of both Theater doors (the doors dividing the lobby from the Theater proper), the production playbill, and on the CP website. This same policy applies for productions including other unusual situations, such as nudity or excessive profanity. Acrylic sign holders are provided for display of warning signs at the locations listed above. This warning may also be added to the pre-show announcement.
6. Flammable Material
  - a) Any normally flammable material used in sets or in any other manner in the stage and audience area must be treated with an approved fire retardant solution in accordance with standard theater practice.
  - b) Storage of flammable material will be kept to a minimum. No flammable material will be stored in the stage or audience area. All flammable liquids will be stored in a separate location set aside for

that purpose and approved by the fire underwriter and the Annapolis Fire Marshall.

7. A standard welcome and safety pre-show announcement must be used for all productions. The safety information and copyright restrictions in the standard announcement are required by law and must be delivered in a manner befitting the professional obligations of the Corporation. A pre-recorded version is available on the computer in the Tech Booth. A customized script may be created for a production; however, it must be approved by the Production Director at least one week prior to opening night.
8. When weapons or hand-to-hand combat are to be used onstage, the Show Director must consult with, and/or arrange for the actors to have training by, a qualified stage combat expert. The stage combat expert may be paid a fee by the Board as a special consultant to the Corporation.
9. Under no circumstances should spray paint be used anywhere inside the Theater facility. Should spray painting be necessary, it will be done at the Annex shop with the garage door open, or at an appropriate outdoor location.

**J. Properties and Equipment Policies**

1. Maximum effort will be expended to borrow or obtain costumes, props, and set pieces without the expenditure of funds.
2. Only persons trained to operate equipment will do so.
3. When not in conflict with other events of the Corporation, costumes, props, set pieces or production equipment may be borrowed by or rented for fair market value to theater groups, non-profit organizations, and for community related functions.
4. Sound and lighting equipment will not be loaned or rented outside of the Corporation.
5. Under no circumstances will costumes, props, set pieces or production equipment be sold or given away without the approval of the Production Director.

**K. Facilities Usage Policies**

1. The Secretary is responsible for maintaining the Corporation calendar of events and scheduling the use of

facilities. Events are scheduled in the following order of priority for both the Theater and the Annex. If the Secretary is unable to resolve scheduling conflicts, the appropriate Board members are contacted for a decision.

- a) Performances, whether regular, extra or special, of current productions. In addition, for a week before each opening, the entire Theater building is reserved for 'tech week.'
  - b) Events published by the Corporation in its brochures, on its website, or in local newspapers, including corporate meetings and auditions.
  - c) Rehearsals and production meetings for upcoming productions. Priority is given according to the chronological order of the opening date for each production.
  - d) Additional corporate meetings and auditions.
  - e) Other activities of the Corporation, including events that represent changes or additions to the published calendar.
  - f) Other activities.
2. When not in conflict with other activities of the Corporation, the Corporation's facilities may be available for use by other 501(c)(3) non-profit organizations including educational institutions, subject to approval by the Board after consideration of a written proposal. Exceptions may be made on a case-by-case basis by the Board. A Board member or other individual designated by the Board is required to be on-site at all times during any such use of the facility by an outside organization, per Resolution A.4. Any group wishing to use or rent the facility must apply to the Board in writing at least six weeks prior to the date of the event. Upon Board approval, the Board will determine charges, if any, for use of the facility. The following charges may be made for use of the Corporation's facilities by 501(c)(3) non-profit organizations including educational institutions:

<u>Facility</u>	<u>Charge for 1st Four Hours</u>	<u>Each Additional Hour</u>
Theater	\$250.00	\$50.00
Green Room	\$150.00	\$25.00
Both	\$350.00	\$75.00
Annex	\$250.00	\$50.00

3. Any outside group requesting use of the facility must sign a Facilities Rental and Usage Agreement, available on the Corporation's website and maintained by the Operations Director. A signed Facilities Rental and Usage Agreement and certificate of insurance must be received two weeks before the contract date.
4. The "Green Room" may be made available at no charge to groups reserving or purchasing 50 or more tickets. Priority for use will be determined in the same manner as stated in K.1 above.
5. Any group, especially casts and crews of rehearsing and running productions, who use the facilities of the Corporation, will be held responsible for leaving the facility clean and in good condition.
6. No changes may be made to the permanent structure of the Corporation's facilities, including the main stage area of the Theater. No construction is permitted on the exit ramps of the Theater, except for temporary stairs on the E4 ramp.
7. The Theater lobby furniture is not to be removed from the lobby for any reason. The furniture will not be used as rehearsal furniture or as workbenches for construction or painting.