



**THE COLONIAL PLAYERS, INC.
RESOLUTIONS**

Revisions a/o 7/23/2023

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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 each calendar year. 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 Board will annually review the mission statement and values of the Corporation.
3. 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.
4. The Board will maintain and ensure compliance with the policies listed below. These policies will be reviewed every two years at a minimum.
 - a) Conflict of Interest Policy
 - b) Child Protection Policy
5. By April 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. that are not already the responsibility of a Board member. Both concept and schedule must be approved 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. The Board must specifically approve any proposed changes to organizational branding and marketing of the Corporation as a whole.
8. Board members' duties are described in the Bylaws and/or Paragraph B of these Resolutions.
9. Attendance at all Board and Membership Meetings is expected of all sitting Board Members or their Board-approved assistants.
10. Written reports by each sitting Board member will be submitted prior to each General Membership Meeting. These reports will fully describe the present condition of the Corporation, its activities since the last General Membership Meeting, and the forthcoming opportunities and challenges.
11. 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 or who is otherwise disruptive to the work of the Board and/or Corporation may be subject to removal after the Board has taken action by warning the affected Board member, documenting the concerns of the Board in writing to the affected Board member, and giving the Board member an opportunity to improve within a reasonable time period determined by the Board. If none of the above actions resolve the situation, the Board may take action to remove the affected Board member in accordance with Article V, Section A.5. of the Bylaws.
 - b) A Board member who abuses their position or who intentionally misrepresents the Corporation to the public for personal or other gain will be subject to removal. In these cases, the Board will take action to remove the affected Board member in accordance with Article V, Section A.5. 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. Any new appointment to this position should be submitted to the Board of Directors for approval.
 - d) Appoint all chairpersons 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 a 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 production to be submitted to the Ruby Griffith Award Competition and inform the Box Office Manager. The selection should be made prior to the start of the competition's "award year", but no later than one month after director selection takes place for the Corporation's upcoming season. The selected production will be kept in confidence between the President and Box Office Manager until the close of the competition's "award year".
 - 1) If the President plans to become directly associated with a production during the "award year" as a director, producer, or designer, he or she will recuse himself or herself from nominating any play and turn the duty over to the Vice President.
 - 2) 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. (Reference: Resolution D.11)
 - h) The President serves on the Special Awards Committee (i.e., "Unsung Hero Awards" Committee).
2. Vice President: The Vice President will assist the President as needed. The Vice President chairs the Long-Range Planning Committee, Real Estate 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 will honor deceased CP contributors. For an individual to be eligible, not less than one year must have elapsed between an individual's death and the final vote for inclusion on the Memorial Plaque. There is a preference, but not necessity, for an honoree to have been a Member of CP. Honorees will be considered annually and must have provided sustained support to Colonial Players characterized by multiple contributions, preferably across a range of activities, which resulted in significant or lasting impact to the Colonial Players community. A special memorial ceremony for plaque honorees will occur as names are added to the plaque.
 - c) Provide for representation of 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) 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: The Artistic Director is responsible for the artistic aspects of the product that the Corporation presents to the community and the activities conducted internally, including: the selection of all plays, musicals, and show directors, the play consultant, audition processes, and post-production evaluation and feedback. The Artistic Director coordinates activities that integrate the season slate into the organization and provides development opportunities for artistic talent. The Artistic Director confers with other Board members to make decisions on productions and policies for the theater, manages the selection of special events and productions, and maintains the Artistic resources of the Corporation. The Artistic Director will assemble an Artistic Team to oversee the following specific efforts:
- a) Coordinate establishment of the season slate:
 - 1) Appoint a Play Selection Committee Chair.
 - 2) With consideration of Board input, create and deliver guidelines to the Play Selection Committee.
 - 3) Serve on the Play Selection Committee or consult with the committee chair consistently on the current challenges and opportunities faced by the Theater and the Board.
 - 4) Guide the activities that identify challenges, opportunities, and expectations for directors and designers for the upcoming slate. These could include, but are not limited to an Artistic Team review, and some version of an Executive Production Meeting.
 - 5) Present the slate to the Board prior to any public announcement.
 - 6) Check availability and obtain performance rights (and when appropriate, streaming rights) for all shows selected for production. The Treasurer must be made aware of any special considerations with respect to show rights.
 - b) Coordinate slate activities:
 - 1) In collaboration with the Production Director and with input from the Marketing Director,

- establish the performance and production dates for the upcoming season.
- 2) With the Production Director, create and make available a season production matrix detailing production contact information and significant dates.
 - 3) Obtain scripts from publishing houses.
 - 4) Oversee the execution of any season preview. Coordinate with the Marketing Director on announcements to the Membership and public.
 - 5) Appoint a Director Selection Committee Chair
 - (a) At least one committee member must have a broad background in production support. No one submitting to direct a play, to include show Directors selected for Director/Play packages, may sit on the committee for that season.
 - (b) Inform the Committee Chair of the opportunities, challenges, and expectations for each script, and identify required qualifications of directing applicants.
 - 6) Maintain a group of qualified Play Consultants to be assigned to work with the show Directors of each play.
 - (a) Play Consultants serve on the casting committee of each assigned show. If the Play Consultant is not available, the Artistic Director will appoint a qualified stand-in.
 - (b) The Play Consultant will collaborate with the show Director and show Producer to safeguard the Artistic and directorial vision of the show. The Play Consultant will report to the Artistic Director regularly throughout the rehearsal period.
 - 7) In coordination with the Production Director, plan and conduct orientations appropriate for show Directors and respective staffs; there can be individual or combined events, including: an all-slate Director / Play Consultant / Producer event, and/or show-specific orientations,

- designer invitationals, executive production meetings, etc.
- c) Provide developmental opportunities for artistic talent.
 - 1) Gather evaluations and provide feedback to show directors and the show staff of concluded slate productions via a Reflections process, with copies provided to the Board.
 - 2) In coordination with other Board members (i.e., Education Director, Production Director), provide workshops, special productions, and other development activities as appropriate for actors, directors, playwrights, and Artistic Team Members. These may include, but are not limited to:
 - (a) Playwright workshops, forums, and script development projects
 - (b) Director and actor workshops and forums
 - (c) One-act play productions
 - (d) Readings of unpublished scripts, public readings of published scripts, play-in-a-day special productions, 10-minute play festivals, and similar events.
 - (e) Artistic Team orientation, use of CP resources and tools.
 - d) Participate in decisions related to theater productions and processes, including:
 - 1) In the event of a non-weather or non-facility related situation, participate in both performance cancellation and performance addition decisions with the President and Stage Manager. (Reference: Resolution D. 12)
 - 2) In coordination with the Production Director, consult with show Directors, as applicable, on requests for additional funding.
 - e) Lead and develop Artistic Team members and provide support for tasks and resources related to the Artistic function, including but not limited to:
 - 1) Maintain an Artistic Team Handbook and standard operating procedures.

- 2) Provide a review process for all scripts performed outside the season's original slate of shows.
 - 3) Maintain the library of the Corporation.
 - 4) Coordinate involvement with outside drama agencies, including (but not limited to) AACT, WATCH and the AACT-sponsored Maryland Community Theater Festival.
 - 5) Conduct Reflections.
 - 6) Oversee script development projects.
 - 7) Oversee special productions and events, including holiday offerings, summer productions and workshops, and special presentations in coordination with other artistic, governmental, or charitable organizations.
6. Education Director: This director is responsible for facilitating all education and training events for the Corporation and for maintaining the Corporation's archives. The Education Director will assemble an Education Team and appoint individuals or committee chairs from among the Education Team members to oversee the following specific efforts:
- a) Organize training events for members of the Corporation with a curriculum designed with input from appropriate Board members.
 - b) Plan and organize public educational events in coordination with the appropriate Board member or Show Director.
 - c) Coordinate educational and show-themed lobby displays with the Marketing Director and show staff.
 - d) Administer the Richard and Beth Whaley Educational Scholarship program.
 - e) Coordinate with the Vice President on community outreach activities.
 - f) Maintain the archives of the Corporation.
 - g) Coordinate with the Production Director to ensure archival video recording of each production is stored in the Corporation's archive.
 - h) Oversee internship programs.

- i) Maintain an Education Team 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 (i.e., "Unsung Hero Awards" 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) Ensure first time volunteers receive their one-year complimentary membership.
 - 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 contact information for current and potential 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 and review forms for completeness, and provide forms to the director.

- d) Social Functions
 - 1) Coordinate opening night receptions for all shows.
 - 2) Organize an End of Season Celebration for the Corporation.
 - 3) Coordinate refreshments for other social functions, as requested.
 - e) Produce the membership newsletter and other notices in coordination with other Board members. Coordinate newsletter publicity content with the Marketing Director.
 - 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 Team Handbook and documentation of standard operating procedures of the Human Resources Team.
8. Marketing Director: This director is responsible for publicity, marketing, branding, and content for all traditional and digital publications associated with 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) Recommend a Marketing representative(s) to serve on the Play Selection committee if requested by the Artistic Director or Play Selection chair.
- c) Provide input to the Artistic and Production Directors to help 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, in coordination with the Box Office Manager.
 - 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) Coordinate management of and approve 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 marquee display for each show production.
 - 4) Provide for the display on the bulletin boards 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 video promotions for select shows.
 - 6) Arrange for the archival photoshoot to enable future image usage in media outlets.
 - f) Coordinate newsletter publicity content with the Human Resources Director.
 - g) Supervise and, in coordination with the Treasurer, maintain contracts with the contracted photographer, videographer, and graphic artist.
 - h) Maintain a Marketing Team Handbook and documentation of all standard operating procedures of the Marketing Team.
9. Operations Director: This director is responsible for capital asset 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) In the event of a weather or facility related situation, share in both performance cancellation and performance addition decisions with the President and Stage Manager.
(Reference: Resolution D.11)
- b) Physical Asset Management
- 1) Maintain inventory records of all depreciable 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 corporate wired and wireless networks at all facilities.
 - 3) Maintain the infrastructure for the Corporation's website and corporate email.
 - 4) Provide for training to meet the information technology needs of the Corporation in coordination with the Education Director.
 - 5) Engage the services of a professional information technology consultant as necessary.
 - 6) Provide for the security of the Corporation's electronic data.
- d) Box Office Operation
- 1) Recruit (in conjunction with Human Resources) and train volunteers to provide all ticket sales services for all shows.
 - 2) Supply 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 as applicable 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.
 - 4) Maintain security camera systems at both buildings covering all public areas.
 - f) Maintain an Operations Team 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 that may include, but are not limited to:
- a) Recruit, train, and mentor designers, technical, and support staff.
 - b) Recommend one or more Production representatives to serve on the Play Selection committee if requested by the Artistic Director or Play Selection chair.
 - c) In coordination with the Artistic Director, 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 in conjunction with the Artistic Director will create and make available a season production matrix detailing production staff contact information and significant production dates.
- f) Consult on stage management; tech booth support; 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.
- h) Consult with and provide input to Show Directors on selection of their production staff.
- i) In coordination with the Artistic Director, plan and conduct orientations appropriate for Show Directors and respective staff; there can be individual or combined events, including: an all-slate Director / Play Consultant / Producer event, and/or show-specific orientations, designer invitationals, executive production meetings, etc.
- 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) Establish and maintain a Technical Consultant Team, to be composed of members who have advanced experience with the organization's technical equipment, and who can provide technical support and guidance to each production as needed.
- m) Maintain a set of operating instructions for each piece of production equipment in coordination with the Operations Director.
- n) Maintain the production staff volunteer list in coordination with the Human Resources Director.
- o) Serve on the Special Awards Committee (also known as "Unsung Hero Awards" Committee).
- p) Facilitate archival video recording of each production.

- q) Maintain the Production Team Manual as a supplement to these Resolutions.
- r) Maintain access control over Production areas (Tech Booth, Costume Cage, Properties Closet), in coordination with the Operations Director.
- s) 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 (i.e., "Unsung Hero Awards" Committee): This committee is chaired by the Human Resources Director and is composed of the President and Production Director. By July 15 of each year, this committee, with input from current and outgoing Board members as necessary, has the responsibility of selecting the person(s) to whom a Colonial Players "Special Award" will be presented at the end of each season.
 - b) Nominations Committee: This committee will be appointed by the President by September 1st, be composed of current Adult Members of the Corporation, abide by Bylaw VI of the Corporation, and be responsible for presenting qualified candidates for election to Board positions 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. 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. No financial commitments may be made by any volunteer without advanced coordination with and direct involvement of the Treasurer.
2. For ticketed productions, all auditions are public and open to all who wish to participate. The Board must approve any ticketed production that will not involve an audition and casting process. Casting without public audition is not permitted for any main season production except in the case where a previously-cast person is being replaced. Pre-casting of any role in a main season production is also not permitted. Audition dates are announced on the Corporation's website, in traditional and social media, and in the member newsletter. All auditions are held at the Annex unless facility scheduling prevents it.
3. The casting committee for each audition will consist of the Show Director, the Play Consultant, and anyone else the director chooses. If the Play Consultant is unavailable, an approved alternate will be appointed by the Artistic Director. A Board representative is required to be present at all auditions, but is not

required to be part of the casting committee. The Board representative will welcome auditioners using Guidelines for Greeting Auditioners.

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. Refer to the Production Manual for additional audition policies.
6. All rehearsals are open to anyone directly involved with the production, any Colonial Players member, and any invited guests. A rehearsal may be closed when authorized by the Artistic Director to accommodate a Show Director's specific needs. No rehearsals are ever closed to Board members. Refer to the Production Manual for additional rehearsal policies.
7. No Show Director will be dismissed and 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, upon recommendation of the Artistic Director and 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 for archival and promotional purposes when licensing permits. Additionally, each production may be video recorded at the earliest possible time in rehearsal to prepare for emergent circumstances (e.g., cast/staff member replacement). 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, archival, and promotional purposes only.
9. Individuals not associated with the production are not permitted to photograph costumed rehearsals or

performances without the permission of the Marketing and Production Directors.

10. 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 as stipulated in the contracts.

11. Performance Cancellations:

a) Refer to the Performance Cancellation Procedure for specific responsibilities and details.

b) 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.

c) 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.

d) 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.

12. Production Budget Recommendations:

a) The recommended budgets for productions of the Corporation are listed below. Final budgets are determined and approved as part of the annual budgeting process.

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 \$3500 to be used for music provided.

3) any 2-week December holiday production, other than *A Christmas Carol*: \$2000. If the production is a musical, additional funding

- specifically to cover music may be requested if required.
- 4) *A Christmas Carol*: \$2000. Additional funding specifically to cover music may be requested if required.
 - 5) 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 must be presented to the Board by the Production Director and Artistic Director after consultation with the Show Director and Producer. For additional funds requests less than or equal to 15% of the Show Budget, the Artistic Director, Production Director, and Treasurer may approve the request. Requests for additional funds must be submitted no later than four weeks prior to opening night of a production
 - 2) Additional fund requests must be itemized and all paperwork detailing the request must be provided to the Board with ample time for review and discussion prior to a vote.
 - 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 must be approved by the Board.
13. 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.
14. Cast/Crew Benefits:
- a) Cast/Crew Complimentary Tickets (Refer to Box Office Policies)
 - b) A meal stipend of \$10.00 for anyone participating in all performances of a double-run or triple-run in a regular season or the Holiday production.

E. Financial Policies

1. The fiscal year of the Corporation runs from September 1 through August 31.
2. All revenue will be accounted for promptly after receipt. Revenues will be deposited within two weeks.
3. 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.
4. 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.
5. 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.
6. Board members, with approval of the Treasurer, are authorized to sign contracts on behalf of the Corporation for matters for which they are responsible by virtue of their office. Such contracts are subject to the limits described in Sections E.7 and E.8.
7. Board members may expend budgeted funds up to \$4,000 for each purchase or contract for which they are responsible by virtue of their office and falls within their respective budget area limits, or where the Board has separately delegated the responsibility to them. Expenditures over \$2,000 must be coordinated in advance with the Treasurer.
8. Individual expenditures over \$4,000 must be coordinated in advance with the Treasurer and approved by the Board. Any expenditure over \$4,000 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 \$4,000 bid requirement.
9. All production indirect acquisitions must be approved in advance by the Production Director. Production Indirect acquisitions over \$300 will be completed by the Production Director or a designee using a corporate credit card.
 10. 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.
 11. The Treasurer will provide members of the incoming Board with budget forms containing previous year's expenditures by July for the purpose of the preparation of the budget for the coming fiscal year.
 12. All reports will delineate operating revenues and expenses from non-operating matters, such as capital expenditures and improvements.
 13. Up to twenty percent (20%) of net profit from 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. Reserved seats will be held until the scheduled curtain time. Seats still available at curtain time may be used for stand-by patrons.
3. 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. The no refund policy will be printed on each ticket; exceptions will not be listed.
4. Patrons may purchase stand-by tickets for a sold-out performance, and may be seated if seats are still

available at the posted curtain time. If a standby patron cannot be seated, the money will be returned immediately.

5. A high school or undergraduate college student with valid ID may ask to be placed on the Student Stand-by List. If seats are still available after all ticketed patrons are seated, including ticketed standbys, the student may be seated at no charge.
6. 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 may be seated at the discretion of and in seats determined by the Stage Manager. The Stage Manager, in consultation with the Show Director, will decide the late seating policy prior to opening night of each production.
7. The Show Director, Assistant 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.
8. A copy of all reservation, ticketing, and seating policies will be posted prominently in the Corporation lobby and be made publicly available.
9. 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.
10. 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

counties. Choices of organizations that will receive donations will be made by the Board's Executive Committee.

11. 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 Play Ticket: \$26.00 per ticket
 - 2) Regular Musical Ticket: \$28.00
 - 3) Senior/Student/Military Play Ticket: \$21.00 per ticket
 - 4) Senior/Student/Military Musical Ticket: \$23.00 per ticket
 - b) Currently approved subscription packages and associated per-ticket prices are as follows:
 - 1) A 5-Show Subscription.
 - 2) A 6-Show Subscription.
 - 3) A 10-Seat FlexTicket Subscription.
 - 4) Regular Subscriptions are \$19.00 per ticket times the number of tickets included in the subscription package.
 - 5) Senior, Student, and Military Subscriptions are \$15.00 per ticket times the number of tickets included in the subscription package.
12. 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 or confirmed by the

Producer for a regular subscription season 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 or on Thursday evenings. Cast & Crew Complimentary Tickets may not be exchanged once issued. This complimentary ticket policy does not apply to *A Christmas Carol*.

- d) Member Complimentary Tickets: Current CP members who are listed as cast or production staff in a playbill or confirmed by the Producer in an unpaid volunteer capacity for a regular subscription season 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 regular subscription season production, within one year of opening night of the production on which they were earned. This complimentary ticket policy does not apply to *A Christmas Carol*.
- 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.
- e) Applicability of Cast & Crew and Member Complimentary ticket offerings for productions outside of the regular subscription season will be determined in advance and approved by the Board.

- f) The Archive photographer will receive one (1) complimentary ticket for a show prior to the archive photo session.

G. Membership Policies

1. 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.
2. 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.
3. 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 paid member prior to the date of WATCH nomination announcement. WATCH complimentary tickets will be provided only to member nominees who attend the ceremony. For a minor nominee, the Corporation will provide a ticket for a parent or guardian.

4. Adult Membership also includes:
 - a) eligibility to serve on the Board of Directors
 - b) eligibility to serve on standing or ad hoc committees
 - c) full voting privileges in all capacities

H. Meeting Policies

1. Except as otherwise required, all Board meetings of the Corporation will be conducted according to Robert's Rules of Order, Informal Procedure in Small Boards. General Membership Meetings will be conducted according to the regular Robert's Rules of Order.
2. Except as provided in H.3., below, all meetings of the Corporation, Board, and general membership are open to all interested parties. 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.
- 3) Any other sensitive or emergent issues that are deemed to require Board confidentiality.
- 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 of 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 designated with a red curb is prohibited per Annapolis City ordinance.
3. Smoking of tobacco or non-tobacco products within the facilities of the Corporation is prohibited, except as provided in Resolution I.4. 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 cigarette butt receptacle will be placed away from the doors. 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 a Board-approved and supplied fire retardant solution in accordance with standard theater practice. While costume pieces are not

included in this requirement, actors working with or near open flame will be provided a review of safety procedures should clothing catch on fire, and actor blocking must be directed to minimize danger.

- 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 as defined in the Production Manual. 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 or weapons consultant, as applicable. The consultant 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 with appropriate protection for property, pavement, and sidewalks in the vicinity.

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 workshop and technical equipment will do so.
3. When not in conflict with other events of the Corporation, costumes, props, or set pieces may be borrowed by or rented for fair market value to theater

groups, non-profit organizations, and for community related functions.

4. Technical production 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 Corporation's facilities are for the sole use of officially sanctioned Colonial Players activities. The Corporation's facilities may not be rented or loaned to any member, non-member, or outside organization for any reason.
2. 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 media, 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.
3. Anyone using the facilities of the Corporation, especially casts and crews of rehearsing and running productions, will be responsible for leaving the facility clean and in good condition.

4. No changes may be made to the permanent structure of the Corporation's facilities, including the main stage area of the Theater.
5. No construction is permitted on the exit ramps of the Theater, except for temporary stairs on the E4 ramp. Exceptions to this policy must be approved by the Board in consultation with the Annapolis Fire Department.
6. Painting on the black walls in the theater requires approval by the Board in advance.
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.
8. The "Green Room" may be made available at no charge to groups reserving or purchasing 20 or more tickets. Priority for use will be determined in the same manner as stated in K.2 above.