

ARTICLES OF INCORPORATION

of the

SOUTHEASTERN THEATRE CONFERENCE, INC.
(As amended March 6, 1999)

ARTICLE I

The name of the Corporation shall be **SOUTHEASTERN THEATRE CONFERENCE, INC.**

ARTICLE II

The purposes of this Corporation shall be exclusively educational within the intendment of Section 501 (C) (3) of the 1954 United States Internal Revenue Code, stimulating and organizing for the people of the southeastern United States theatre experiences of the highest possible standards and encouraging appreciation and understanding of the same.

ARTICLE III

The existence of the Corporation shall be perpetual.

ARTICLE IV

The following are the names and residences of the subscribers to these Articles of Incorporation:

NAMES	RESIDENCES
Hank Diers	5940 S. W. 46th Terrace, Miami, Florida
Dr. Delmar E. Solem	5960 S. W. 47th Street, Miami, Florida
George Wolf	1500 Bay Road, Miami Beach 39, Florida

ARTICLE V

The affairs of this Corporation shall be managed by a Board of Directors of no less than three members who shall be elected or appointed as the bylaws shall provide.

ARTICLE VI

No substantial part of the properties or income of the Corporation shall ever be used or employed directly or indirectly by the Corporation for the purpose of carrying on propaganda or otherwise attempting to influence legislation. No part of the properties or income of the Corporation shall ever be used or employed directly or indirectly by the Corporation for the purpose of participating in or intervening in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

ARTICLE VII

The Corporation shall not afford pecuniary gain incidentally or otherwise to any person by reason of membership therein.

ARTICLE VIII

In the event of dissolution, all of the assets of this Corporation shall be distributed by the Board of Directors to some other similar non-profit educational organization or public charity exempt from payment of federal income tax under the provisions of Section 501 (C) (3) of the 1954 United States Internal Revenue Code.

BYLAWS
of the
SOUTHEASTERN THEATRE CONFERENCE, INC.
(As amended March 6, 2010)

ARTICLE I

MEMBERSHIP, DUES, AND FEES

Section 1. Membership in this Corporation shall be open to individuals and active theatre groups in any of the southeastern states of Alabama, Florida, Georgia, Kentucky, Mississippi, North Carolina, South Carolina, Tennessee, Virginia, and West Virginia as well as other individuals and organizations interested in theatrical activities. Membership shall become effective upon payment of current dues.

Section 2. The members of this Corporation shall be divided into the following classes:

Class A. Students regularly enrolled in educational institutions such as high schools, colleges, or professional theatre schools.

Class B. Individuals who have contributed to the SETC Endowment Fund a minimum amount established by the Board of Directors.

Class C. All other individuals.

Class D. Active theatre groups, including but not limited to those in high schools, colleges, and universities; active professional and community theatres including film, radio, and television groups; and state theatre associations or conferences.

Section 3. Persons in Class A shall be designated as student members, persons in Class B as individual life members, persons in Class C as individual members, and groups in Class D as organizational members. Despite the membership designations given to the persons in Classes B and C, each member of these classes shall be otherwise regarded as a regular member entitled to one vote at all meetings. Class A and D members shall have no vote and may receive benefits different from those in Classes B and C, as the Board of Directors may decide.

Section 4. The Executive Committee shall set and publish the dues and convention fees, and may establish discounts as appropriate, for various classes of membership in accordance with the financial status of the Corporation, and shall review the established dues upon the advice of the Finance Committee.

ARTICLE II

AMENDMENT OF BYLAWS and ARTICLES OF INCORPORATION

Proposed changes in these Bylaws and in the Articles of Incorporation, however originated, shall be studied by the Bylaws Committee and by the Executive Committee. Proposed amendments approved by the Executive Committee and the Board of Directors shall be circulated to the membership at least two weeks prior to the meeting of the membership at which they are to be submitted for approval. A vote for such approval may occur at any annual meeting or at a special meeting called for that purpose. To become effective, amendments to the Articles of Incorporation require approval by a two-thirds vote, and amendments to the Bylaws require approval by a majority vote.

ARTICLE III

BOARD OF DIRECTORS

Section 1. The Board of Directors shall be composed of:

(1) six elected officers of the Corporation, elected by a majority vote at the annual meeting or convention of members or at special meetings of members whenever necessary:

- (a) a President to serve for a term of one year;
- (b) a Programming Vice-President to serve for one year;
- (c) an Administrative Vice-President to serve for one year;
- (d) a Secretary to serve for a term of one year;
- (e) a Treasurer to serve for a term of one year;
- (f) a past President of the Corporation to serve for a term of one year.

(2) a Divisional Chair from each of the five divisions to be appointed by the President upon the recommendation of the respective division, and each to serve a term of two years; with the College and University Division, Theatre for Youth Division, and Secondary School Division Chairs appointed in even numbered years, and the Community Theatre Division and Professional Theatre Division Chairs appointed in odd numbered years;

(3) one State Representative each from Alabama, Florida, Georgia, Kentucky, Mississippi, North Carolina, South Carolina, Tennessee, Virginia, and West Virginia, said representative to be appointed annually by the theatre organization in the respective state which solicits membership from all people actively interested in theatre (including specifically all those represented by the several Divisions of this Corporation). In the event that no such organization exists in one or more of these states, or that the organization, upon proper notification, fails to appoint a Representative, that seat on the Board of Directors may be filled by Presidential appointment of a resident of the state in question, but a Representative so appointed shall have no vote. All such state organizations must be organizational members and all State Representatives must be individual members of this Corporation at the time of their appointment and throughout their tenure in office. The President may remove from office any State Representative who is not fulfilling the duties of that office, whereupon the affected state organization shall be asked to appoint a new State Representative.

Section 2. The Board of Directors shall have overall responsibility for the affairs of the Corporation when the Corporation is not meeting. It shall review the actions of the Executive Committee, and shall establish Rules of the Association covering matters not determined in the Articles of Incorporation or these Bylaws.

Section 3. All Board of Directors meetings shall be announced at least two weeks in advance to the full Corporation membership and shall be open to any Corporation member wishing to attend or to speak except when the Board votes to go into executive session to discuss personnel matters. Executive sessions shall be for discussion purposes only, and any vote shall be taken after leaving executive session. An exception to the advance announcement may be made in an emergency, but the nature of the emergency must be recorded in the minutes and only business relating to the emergency may be transacted.

ARTICLE IV

EXECUTIVE COMMITTEE

Section 1. The Executive Committee shall consist of the six elected officers of the Corporation, one person elected from and by the State Representatives, and one person elected from and by the Divisional Chairs.

Section 2. The Executive Committee shall be the administrative, policy making and planning body of the Corporation. It shall be the ultimate authority when neither the Board of Directors nor the Corporation is meeting. The Executive Committee shall report all of its actions, including those specifically authorized in these bylaws, to the Board of Directors, which may overrule any such action or act unilaterally.

Section 3. All Executive Committee meetings shall be announced at least two weeks in advance to the full Corporation membership and shall be open to any Corporation member wishing to attend or to speak except when the Executive Committee votes to go into executive session to discuss personnel matters. Executive sessions shall be for discussion purposes only, and any vote shall be taken after leaving executive session. An exception to the advance announcement may be made in an emergency, but the nature of the emergency must be recorded in the minutes and only business relating to the emergency may be transacted.

ARTICLE V

DUTIES OF OFFICERS

Section 1. The President shall:

- (1) preside at all meetings of the membership;
- (2) call and preside at meetings of the Board of Directors and Executive Committee;
- (3) appoint special committees as he or she deems necessary and standing committees as established by the Board of Directors in the Rules of the Association. This provision in no way affects presidential appointments specified in Article X of these Bylaws;
- (4) be a member ex officio of all committees except the Nominations Committee;
- (5) develop and maintain close contact with other organizations and foundations that might give support to or require assistance from this Corporation, through appointment of Liaison Officers or other means;
- (6) travel, when necessary, representing the Corporation;
- (7) perform such other duties as normally pertain to the president of an organization.

Section 2. The Programming Vice-President shall:

- (1) prepare the annual convention program;
- (2) perform the duties of the President when designated to do so by the President or when the President is unable to fulfill such duties.

Section 3. The Administrative Vice-President shall:

- (1) supervise the Advisory Council;
- (2) secure from all members of the Advisory Council and from State Representatives and Divisional Chairs or their assistants semiannual written reports prior to the fall Executive Committee meeting and the annual convention;
- (3) solicit current operations manuals for all ongoing Corporation functions.

Section 4. The Secretary shall:

- (1) keep a full and accurate record of the proceedings before the Executive Committee, the Board of Directors, the annual convention and special membership meetings;
- (2) perform such duties not specifically herein enumerated as customarily pertain to the office of secretary.

Section 5. The Treasurer shall:

- (1) report to the membership through the newsletter and at the annual business meeting upon the total fiscal condition of the Corporation, based upon data furnished by a firm of auditors approved by the Executive Committee;
- (2) maintain a suitable program of investment of Corporation funds not needed for current operations, and report thereupon to the Executive Committee;
- (3) serve as an ex officio member, with vote, of the Finance Committee;
- (4) serve as an ex officio member, with vote, of the Endowment Fund Committee.

ARTICLE VI

DUTIES OF DIVISIONAL CHAIRS

Divisional Chairs shall:

- (1) furnish leadership for the division which they represent;
- (2) stimulate and develop interest in their respective areas;
- (3) file reports of the work of their respective divisions on the dates requested by the Administrative Vice-President.

ARTICLE VII

DUTIES OF STATE REPRESENTATIVES

State Representatives shall:

- (1) provide liaison between the Board of Directors and groups, agencies and organizations within respective states to encourage development of common aims and purposes;
- (2) provide leadership through encouraging membership in this Corporation and assisting in the formation and strengthening of state groups and organizations;
- (3) provide leadership in publicizing state activities by submission of information to *Southern Theatre* and other publications;
- (4) file written reports on the dates requested by the Administrative Vice-President.

ARTICLE VIII

ELECTION OF OFFICERS

Section 1. The Nominations Committee shall present a slate of officers for election at the final general membership meeting of each annual convention. Additional nominations may be accepted from the floor at this time. Officers shall be elected by a majority vote.

Section 2. The Executive Committee shall have the authority to fill any vacancy created by the death, resignation or disability of any elected officers of the association, including the Past President, the replacement to serve until the next regular election. Election of a replacement officer by the Executive Committee shall be supervised by the highest ranking remaining officer.

Section 3. No individual may serve in any single elected office for more than three consecutive terms.

ARTICLE IX

MEETINGS

Section 1. There shall be an annual convention of members at a time and place fixed by the Executive Committee. At this convention, an opportunity shall be provided for having a business meeting for consideration of business of the Corporation and for hearing and considering reports of committees. One per cent of the membership present by registration at a convention shall constitute a quorum at a business meeting.

Section 2. The Board of Directors and the Executive Committee shall meet regularly each year at annual conventions and in September. Other meetings of either group may be called by the President whenever he or she deems necessary. A majority of the membership of either group shall constitute a quorum.

ARTICLE X

STANDING COMMITTEES

Section 1. The Bylaws Committee shall consist of a chair appointed by the President and members selected by the chair on the approval of the President. It shall review all proposals for changes in the Articles of Incorporation or Bylaws and make recommendations to the Executive Committee.

Section 2. The Nominations Committee shall consist of a chair, appointed by the President, and four members elected by a majority vote at the annual convention. All members of the organization are eligible for elected membership on the committee with the exception of those who have served on the committee within the preceding year. Only one person at a time from a given school, theatre, or organization shall be permitted on the Nominations Committee. The duties of the Nominations Committee shall be:

- (1) nomination of a candidate for each office for election at the annual convention, including members of the next Nominations Committee;
- (2) nomination of candidates for the Suzanne Davis Award.

Section 3. The Finance Committee shall consist of a chair appointed by the President, the Treasurer ex officio, with vote, and a minimum of three members appointed by the President. The tentative budget presented by the Executive Director shall be approved by the Finance Committee before submission to the Executive Committee. The Committee shall explore additional sources of revenue and make periodic reports as directed by the Executive Committee on projected income, expenses, and related matters, to the Executive Committee for its consideration and action.

Section 4. The Endowment Fund Committee shall consist of five members, one member to be appointed by the President each year for a four-year term and a chair appointed annually by the President. The Treasurer shall serve on the committee ex officio, with vote. Any vacancies will be filled by appointment by the President for the balance of an unexpired term. The duties of the Endowment Fund Committee shall be:

- (1) to serve as trustees of the Endowment Fund, investing its money so as to maximize a return on safe investments;
- (2) to report regularly to the Executive Committee investment return in each separate endowment category;
- (3) to recommend to the Executive Committee a policy of investment income distribution to the several awards and scholarships that receive funds.

Section 5. The Publications Committee shall consist of five members, one member to be appointed by the President each year for a four-year term and a chair appointed annually by the President. Any vacancies will be filled by appointment by the President for the balance of an unexpired term. The duties of the Publications Committee shall be:

- (1) to develop and recommend to the Executive Committee all policies with regard to financial matters and general operation of all Corporation publications;
- (2) to select the editor of each such publication;
- (3) to report regularly to the Executive Committee on all matters pertaining to the operation of such publications and to make recommendations for same.

Section 6. The Long Range Planning Committee shall consist of six members, two members to be appointed by the President each year for a three-year term. The chair shall be appointed from the committee by the President. Any vacancies will be filled by appointment by the President for the balance of the unexpired term. The duty of the Long Range Planning Committee shall be to make recommendations to the Executive Committee with regard to long range goals and specific objectives of the Corporation.

ARTICLE XI

ADVISORY COUNCIL

Section 1. The Advisory Council shall be composed of:

- (1) the chairs of all committees;
- (2) the Liaison Officers;
- (3) the Administrative Vice-President, acting as chair of the Advisory Council.

Section 2. The Advisory Council shall meet at the call of its chair to consider the reports of all of its members and to recommend action to the Executive Committee. The Advisory Council may recommend to the incoming President candidates for all appointive positions.

Section 3. Committee chairs shall:

- (1) furnish leadership to their respective committees;
- (2) stimulate and develop interest in their assigned areas;
- (3) file written reports on the dates requested by the Administrative Vice-President;

(4) keep their operational manuals up to date.

Section 4. Liaison Officers shall:

- (1) furnish liaison between the President and their respective organizations;
- (2) stimulate and develop interest in their assigned areas;
- (3) file written reports on the dates requested by the Administrative Vice-President.

ARTICLE XII

CENTRAL OFFICE

The Executive Committee may employ an Executive Director and other professional assistance for the operation of a central office with powers and duties established by the Executive Committee. No such employee may simultaneously be a member of the Corporation. The Executive Committee shall supervise the operation of the central office, certifying to the Board of Directors as to the efficient management and fiscal responsibility thereof.

ARTICLE XIII

FISCAL MANAGEMENT

Section 1. Accounts shall be paid by the Executive Director. No other officer, committee, or individual is authorized to pay accounts, promise to pay accounts, or incur any liability on behalf of the Corporation.

Section 2. The fiscal year shall begin July 1 of each year and end June 30 of the following year.

ARTICLE XIV

PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order, Newly Revised*, shall govern the Corporation in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Corporation may adopt.

NOTICE OF PROVISIO

Along with the Bylaws amendments passed on March 6, 2010 the membership passed a proviso that changes to descriptions of officers would not apply to those elected on that date, but would apply to the process of nominating and electing officers for the 2010-2011 cycle and thereafter. As a result, the President-Elect and Immediate Past President taking office on March 6, 2010 will assume duties designated under the new titles of Programming Vice-President and Past President, respectively, in addition to those designated under the previous titles.

SETC RULES OF THE ASSOCIATION

I. ADMINISTRATION

- Rule 1. **Rules.** The SETC Rules of the Association have the sense of the term "Standing Rules" as defined in the latest edition of *Robert's Rules of Order*. These Rules may be created, amended, or deleted only by the Board of Directors, and then only by a motion that clearly states its own intention to create, amend, or delete a Rule. All such motions must be submitted to the Bylaws Committee for comment before Board action. One-time exceptions to existing Rules may be approved by the Executive Committee, provided that the exception is reported to the Board of Directors at its next meeting. (9/6/08)
- Rule 2. **Maintaining and Publishing Bylaws and Rules.** The Bylaws Committee shall maintain the only official text of SETC's Articles of Incorporation, Bylaws, and Rules of the Association. The Bylaws Committee shall certify as to the exact accuracy of any copy of the Articles of Incorporation, Bylaws, or Rules of the Association before it may be published by any means. Any such certification lapses at the beginning of any meeting of the Board of Directors. All Rules created or amended after March 6, 1991, shall be published with an indication of the date of their creation or amendment. (3/5/08)
- Rule 3. **Membership.** All memberships, except Life Memberships, normally coincide with the calendar year and therefore expire on December 31. However, memberships received after October 1 will not expire until December 31 of the following year.
- Rule 4. **Semi-Annual Reports.** The semi-annual reports described in the Bylaws and required for timely submission to the Executive Committee are submitted on or before the deadline established by the Administrative Vice-President. Those semi-annual reports containing action items and/or items of interest will be mailed to Board and Advisory Council members prior to the Executive Committee meetings. The Administrative Vice-President will read the reports submitted by the deadline and distribute to the Board an action agenda showing only those items that require Executive Committee or Board action. No action items or reports will be discussed in the Reports portion of the Executive Committee agenda unless submitted to the Administrative Vice-President by the deadline. Members of the Board and Advisory Council will receive a list of reports submitted and not submitted. (3/15/98)
- Rule 5. **Committee and Interest Group Appointments.** The incoming President of SETC will announce all new appointments insofar as possible at the first Executive Committee meeting at which that President presides. Unless otherwise provided for by the Articles, Bylaws, or other Rules of SETC, committee and interest group appointments are for a term corresponding to that of the officer who lawfully makes the appointment. Ordinarily, committee and interest group appointments end at the conclusion of the Annual Meeting following the appointment, unless the committee, interest group, or member is discharged sooner. (9/6/08)
- Rule 6. **Meeting Dates.** The annual convention will begin on the first Wednesday in March, except that, in extraordinary circumstances, the Executive Committee may approve beginning the convention no more than one week before or after that Wednesday. The fall auditions and Board of Directors and Advisory Council meeting will be held on the first weekend following Labor Day. (3/7/07)
- Rule 7. **Distribution of Minutes.** Within two weeks of the conclusion of any meeting of the corporation, the Board of Directors, or the Executive Committee, the Secretary shall electronically circulate, for possible correction, the minutes thereof to Executive Committee members and selected interested parties. No more than two weeks subsequent, corrected minutes shall be sent to the Executive Director, who in turn shall send copies to all members of the Board of Directors, the Advisory Council, and other interested parties. "Interested parties" shall consist of those SETC members who request to be on the distribution list, provided that the Executive Director may purge the list occasionally by calling for new requests. (9/7/02)
- Rule 8. **Distribution of Manuals.** The central office will distribute copies of appropriate Manuals of Operations to new officers and members of the Board and Advisory Council. (9/6/03)
- Rule 9. **Formation of Interest Groups.** If there is sufficient common interest, a group of SETC members may present a proposal for their inclusion in SETC as an interest group by submitting a narrative of support to the Executive Committee and the Board of Directors. It must be approved by a majority vote by both bodies. After a minimum of two years, the interest group may wish to present evidence of successful operation and request ad hoc committee status. After a minimum of two years of successful operation as an ad hoc committee, the group may submit a narrative of support and a proposed manual of operation for standing committee status. In all cases, groups must be approved by a majority vote of the Executive Committee and the Board of Directors. In no case may any group apply for SETC funds before gaining ad hoc committee status. (9/6/08)
- Rule 10. **Student Member Listings for Directory.** Student members shall not be listed in the **Directory**. (9/8/07)
- Rule 11. **Advisory Council Meetings.** The Advisory Council, chaired by the Administrative Vice-President, will meet separately before the fall and spring Executive Committee meetings. (9/6/08)
- Rule 12. **Honorary Memberships.** The Executive Committee may award Honorary Memberships in SETC to persons or organizations of its choosing, provided that such memberships are entirely honorary, including none of the rights and

privileges of the several classes of membership enumerated in Article I of the Bylaws. The classes of membership in Article I of the Bylaws may not be awarded on an honorary or unpaid basis. (9/6/08)

- Rule 13. **Executive Committee Report.** The President shall include a report on the proceedings of the Executive Committee meetings to the general membership in the SETC Newsletter.
- Rule 14. **Directory.** The **Directory**, including copies of the current Articles of Incorporation, Bylaws, and Rules, shall be revised on a yearly basis by June 1st. A printable electronic version of the revised **Directory** shall be prepared for distribution or online publication on a yearly basis by June 30. (9/12/09)
- Rule 15. **Nominations Committee.** Members of the Nominations Committee may not nominate themselves for offices within the organization. (3/10/91)
- Rule 16. **Exhibitors Representative.** The President shall each year appoint a representative for the commercial exhibitors. This person shall represent the concerns of the commercial exhibitors to the Advisory Council and (when necessary) to the Executive Committee, and shall work closely with the Executive Director to insure that commercial exhibitors are effectively and comfortably provided for at each year's convention. (3/15/98)
- Rule 17. **Preparation of Manuals.** All manuals must be prepared in the following format:
 Part I. *Operating Procedures.* (In this section should appear as much detail as may be necessary about how the subject group or activity functions. These procedures are not binding upon future users of the manual, but rather constitute useful hints from previous activists. They may be changed at any time.)
 Part II. *Policy from Higher Authority.* (In this section should be quoted any Bylaws, Rules, Board or Executive Committee actions, or other policy statements bearing on the work of the manual's subject group. These policy statements may not be changed except by acceptance of the higher authority involved.)
 Part III. *Regulations from This Constituency.* (In this section should be presented in full any decisions by the manual's subject group that are intended to be binding on future operation. These regulations may not be changed except when the subject group meets.)
 All manuals must be set in 12 point Times New Roman and structured in MLA outline format.
 At the end of the manual, there should appear the name of the originator of the latest revision and the date of its acceptance by the Executive Committee. Manuals may not contain commitments to specific dollar amounts or to any expenditures. At the end of the division or committee chair's term of office all copies of the minutes, budget, and other information shall be passed on to the next chair and copies shall also be sent to archives. (9/6/08)
- Rule 18. **Procedures for Updating Manuals.** Any constituency wishing to amend its manual must reach agreement on such amendments during the convention. The Chair of that constituency must submit a revised manual to the Administrative Vice-President no later than March 31. The Administrative Vice-President shall submit all such manuals to the Bylaws Committee, which shall advise him or her as to whether each manual conforms to applicable Bylaws, Rules, and other directives of the Association. Thereafter, the Administrative Vice-President shall submit the manuals to the Executive Committee for acceptance. All manuals not revised by this procedure shall be updated by the Central Office to include any Bylaw or Rule changes since the preceding year, and shall then be sent on computer disk to the Bylaws Committee for review. Thereafter, and as soon after March 31 as possible, all manuals so updated shall be mailed to their respective chairs for use during that year. (3/3/99)
- Rule 19. **Executive Director: Evaluation and Contract Procedures.** The Executive Committee is charged with annual evaluation of the work of the Executive Director and, in association with the Finance Committee, determining appropriate contract provisions for future years and including those contract provisions in the minutes. The salary so determined shall be separately voted upon by the Executive Committee and reported to the Board of Directors. In the event of a vacancy, the Executive Committee and up to three additional members appointed by the President will serve as a search committee to find a suitable candidate for Executive Director. (3/15/98)
- Rule 20. **Distribution of Publications.** **Southern Theatre** and **SETC News** shall be distributed to all individual, life, student, and organizational members of SETC. **Theatre Symposium** shall be mailed to all individual and life members and to all those organizational members affiliated with the college and university division. When the **Directory** is printed, copies shall be mailed to all individual, life, and organizational members; but when it is published online, ten printed copies shall be maintained for archives, printed copies shall be mailed to any nonstudent member requesting one, and a printable electronic version shall be distributed to the Board of Directors and the Advisory Council. (9/12/09)

II. COMMITTEES

- Rule 1. **Convention Planning Committee.** A standing Convention Planning Committee chaired by the President-Elect (program chair) would consist of the chairs of all Divisions and special interest program areas which would include, but not be limited to the following: Acting, Arts Administration, Design, Directing, History/Literature/Criticism, Playwriting, Stage Movement, Religion in Theatre, and Stage Voice. The committee will communicate electronically to facilitate planning for the annual convention by developing, encouraging, and evaluating program suggestions as well as assisting the program chair. (9/11/04)

- Rule 2. **Auditions Committee.** The Auditions Committee shall consist of five members, one member to be appointed by the President each year for a five-year term, with individual appointees so selected as always to keep as near even balance as possible between representatives of auditioning companies and representatives of other SETC interests. The chair shall be appointed from the committee by the President. Any vacancies will be filled by appointment by the President for the balance of an unexpired term. The Director of any SETC auditions shall not concurrently serve as a member of the Auditions Committee. The duties of the Auditions Committee shall include, but not be limited to:
1. Developing and approving all policies with regard to the spring and fall professional auditions, presenting their recommendations to the Executive Committee for approval;
 2. Selecting, in consultation with the Professional Division and the Central Office, the Director for each set of auditions;
 3. Receiving, investigating, and acting upon complaints relating to the auditions and to professional practices arising therefrom, and, when the actions contemplated are of sufficient magnitude, presenting their recommendations to the Executive Committee;
 4. Assisting the SETC Central Office staff regarding complaints, questions, or procedures in connection with the auditions;
 5. Developing publicity plans for the auditions aimed at reaching the widest possible array of qualified auditionees and auditioning companies;
 6. Planning convention programs and other presentations that will enhance the auditioning process;
 7. Serving as principal liaison between SETC and the State Auditions Coordinators. (9/6/08)
- Rule 3. **Archives Committee.** The Archives Committee is a standing committee which shall consist of a chair appointed annually by the President and such other members as the chair may decide. The duties of the Archives Committee shall include, but not be limited to, working with the central office in preparing archival materials for deposit in Jackson Library at UNC-Greensboro. (3/3/93)
- Rule 4. **Design and Technology Committee.** The Design and Technology Committee is a standing committee which shall consist of those members who express interest in the design and technology program of SETC. The chair shall be appointed annually by the President. The duties of the Design and Technology Committee shall include, but not be limited to, conducting annual competitions in the design areas, developing programs for the annual convention, and carrying out such other projects as may benefit theatrical design and technology in the SETC region. (3/6/94)
- Rule 5. **Denise Halbach Award Committee.** The Denise Halbach Award Committee is a standing committee which shall consist of three members appointed annually by the President. The chair shall be appointed from the committee by the President. The College and University Division must be represented on the committee. The duty of the Denise Halbach Award Committee shall be the selection of the recipient of the Denise Halbach Award. (3/7/10)
- Rule 6. Deleted 9/6/08
- Rule 7. **Past Presidents Committee.** The Past Presidents Committee is a standing committee which shall consist of all past presidents who are currently members of SETC. The chair shall be appointed from the committee by the President. The duties of the Past Presidents Committee shall include, but not be limited to, advising the President and the Executive Committee on such matters as may be brought to the committee's attention. (3/15/98)
- Rule 8. **Playwriting Committee.** The Playwriting Committee is a standing committee which shall consist of a chair appointed annually by the President and such other members as the chair may decide. The duties of the Playwriting Committee shall include, but not be limited to, conducting the annual New Play Project, conducting the annual High School New Play Contest, developing programs for the annual convention, and carrying out such other projects as may benefit playwriting in the SETC region. This committee shall annually propose, as a part of its budget request, the amounts of all awards for which it is responsible. (9/6/08)
- Rule 9. **Secondary School Auditions Committee.** The Secondary School Auditions Committee is a standing committee which shall consist of a chair appointed annually by the President and such other members as the chair may decide. It shall be the duty of the Secondary School Auditions Committee to conduct annually, at the convention, a set of auditions which will facilitate high school students seeking a college program in theatre getting together with college and university representatives seeking potential students. (3/3/93)
- Rule 10. **Stage Movement Committee.** The Stage Movement Committee is a standing committee which shall consist of those members who express interest in the stage movement program of SETC. The chair shall be appointed annually by the President. The duties of the Stage Movement Committee shall include, but not be limited to, developing programs for the annual convention and carrying out such other projects as may benefit stage movement in the SETC region. (3/3/93)
- Rule 11. **Acting and Directing Committee.** The Acting and Directing Committee is a standing committee which shall consist of those members who express interest in the acting and directing program of SETC. The chair shall be appointed annually by the President. The duties of the Acting and Directing Committee shall include, but not be limited to, soliciting and developing programs for the annual convention and carrying out such other projects as may benefit the areas of acting and directing for the SETC and region. (9/10/94)

- Rule 12. **Porterfield Award Committee.** The Porterfield Award Committee is a standing committee which shall consist of a chair appointed annually by the President and such other members as the chair may decide, although the College and University Division must be represented on the committee. The duty of the Porterfield Award Committee shall be the selection of the recipient of the Porterfield Award. (3/1/95)
- Rule 13. **Polly Holliday Award Committee.** The Polly Holliday Award Committee is a standing committee which shall consist of a chair appointed annually by the President and such other members as the chair may decide, although the Secondary School Division must be represented on the committee. The duty of the Polly Holliday Award Committee shall be the selection of the finalists for the Polly Holliday Award. The winner will be selected by Polly Holliday from among those finalists. (9/6/08)
- Rule 14. **Personnel Advisory Committee.** The Personnel Advisory Committee is a standing committee that reports exclusively to the Executive Committee and consists of the immediate past president as chair and two additional members elected to staggered two-year terms by the Executive Committee. The duties of the Personnel Advisory Committee will be to advise the Executive Committee on the contents of the personnel policy manual and to review formal employee grievances and appeals and to make recommendations to the Executive Committee. (3/5/95)
- Rule 15. **Leighton M. Ballew Directing Award Committee.** The Leighton M. Ballew Directing Award Committee is a standing committee which shall consist of three members actively teaching at the college level, one member to be appointed by the President each year for a three-year term. The chair shall be appointed from the committee by the President. The duty of the Leighton M. Ballew Directing Award Committee shall be the selection of the recipient of the Leighton M. Ballew Directing Award. (9/6/97)
- Rule 16. **Cultural Diversity Committee.** The Cultural Diversity Committee is a standing committee which consists of those members who express interest in promoting cultural diversity in SETC. The chair shall be appointed annually by the President. The duties of the Cultural Diversity Committee shall include, but not be limited to, soliciting and developing programs for the annual convention and carrying out those projects that support and encourage cultural diversity within SETC and the southeast region. (3/15/98)
- Rule 17. **Web Site Committee.** The Web Site Committee is a standing committee which consists of three members. The chair shall be appointed by the President. Members are selected by the chair. The duties of the Web Site Committee shall include, but not be limited to, advising the Executive Committee, the Central Office, and the Web Site Manager as to the development, maintenance, operation, and long-term planning for and use of the web site; facilitation of content submission and revision as needed; liaison among committee chairs, division chairs, and state representatives, and the Executive Committee and the Web Site Manager to develop new functionality for the web site; encouragement and development of convention programming that heightens visibility of the web site; and solicitation and translation of feedback from the membership into suggestions for the site design and development initiatives. (3/4/09)
- Rule 18. **Wilson Scholarship Committee.** The Wilson Scholarship Committee is a standing committee which shall consist of three members appointed annually by the President. The chair shall be appointed from the committee by the President. The duty of the Wilson Scholarship Committee shall be the selection of the recipient of the William E. Wilson Scholarship. (9/9/00)
- Rule 19. **Marian A. Smith Award Committee.** The Marian A. Smith Award Committee is a standing committee which shall consist of a chair appointed annually by the President and such other members as the chair may decide, although College and University Division must be represented on the committee. The duty of the Marian A. Smith Award Committee shall be the selection of the recipient of the Marian A. Smith Award. (9/8/01)
- Rule 20. **Religion and Theatre Committee.** The Religion and Theatre Committee is a standing committee which shall consist of those members who express interest in the religion and theatre program of SETC. The chair shall be appointed annually by the President. The duties of the Religion and Theatre Committee shall include, but not be limited to, developing programs for the annual convention and carrying out such projects as may benefit the understanding of religion and theatre in SETC. It is understood that the Religion and Theatre Committee shall be non-sectarian in activity and programming. (3/6/02)
- Rule 21. **Voice and Speech Committee.** The Voice and Speech Committee is a standing committee which shall consist of those members who express interest in voice and speech programs at SETC. The chair shall be appointed annually by the President. The duties of the Voice and Speech Committee shall include, but not be limited to, developing programs for the annual convention and carrying out such other projects as may benefit voice and speech training in the SETC region. (3/5/03)
- Rule 22. **History/Theory/Criticism/Literature Committee.** The History/Theory/Criticism/Literature Committee is a standing committee which shall consist of those members who express interest in history, theory, criticism or literature programs at SETC. The chair shall be appointed annually by the President. The duties of the History/Theory/Criticism/Literature Committee shall include, but not be limited to, developing programs for the annual conventions and carrying out such other projects as may benefit history-theory-criticism-literature training in the SETC region. (3/9/03)
- Rule 23. **Graduate School Auditions Committee.** The Graduate School Auditions Committee is a standing committee which shall consist of a chair appointed annually by the President and such other members as the chair may decide. It shall be the duty of the Graduate School Auditions Committee to conduct annually, at the convention, a set of auditions which will facilitate

undergraduate students seeking a graduate program in theatre getting together with college and university representatives seeking potential students. (3/3/04)

- Rule 24. **Secondary School Scholarship Committee.** The Secondary School Scholarship Committee is a standing committee which shall consist of three members appointed annually by the President. The chair shall be appointed from the committee by the President. Both the Secondary School Division and the College and University Division must be represented on the committee. The duty of the Secondary School Scholarship Committee shall be the selection of the recipient of the Secondary School Scholarship. (9/11/04)
- Rule 25. **Keynote Emerging Artist of Promise Award Committee.** The Keynote Emerging Artist of Promise Award Committee is a standing committee which shall consist of five members appointed annually by the President. The chair shall be appointed from the committee by the President. Both the Secondary School Division and the College and University Division must be represented on the committee. The duty of the Keynote Emerging Artist of Promise Award Committee shall be the selection of the recipients of the Keynote Emerging Artist of Promise Award. (9/12/09)

III. FINANCES

- Rule 1. **Budget Preparation.** Each officer, division or committee chair shall submit a budget request when it is requested by the central office. The Executive Director shall incorporate these requests into a draft budget for the forthcoming fiscal year. This draft budget, together with all budget requests, shall then be studied by the Finance Committee, which will recommend to the Executive Committee for approval a balanced budget. Each officer, division or committee shall operate within the approved budget. (3/15/98)
- Rule 2. **Investment Review.** The Treasurer, Chair of the Endowment Committee, and Chair of the Finance Committee shall meet at least twice annually with the Executive Director to review, evaluate and make recommendations to the Executive Committee on corporate investments. (3/5/08)
- Rule 3. **Executive Committee Reimbursement.** Reimbursement allowed for Executive Committee members includes trips made to state meetings to represent SETC, and for no more than two trips to the convention site by the President-Elect (Program Chair) for the purpose of convention planning, prior to the convention. For travel to the Winter and Summer Executive Committee Meetings, members of the Executive Committee will be reimbursed for lodging and travel. Travel expenses for those who drive to the meeting will be calculated at a mileage rate to be determined annually at the fall business meeting by the Executive Director and the Finance Committee. For the fall Board of Directors meeting and the annual convention, members of the Executive Committee will be reimbursed for travel expenses not to exceed the cost of two nights' stay at the negotiated rate, including taxes, at the headquarters hotel. The SETC budget will not cover other officer related trips not specifically authorized by this Rule. (9/9/06)
- Rule 4. **Convention Program Expenses.** Except as otherwise provided in these Rules, convention program budget funds may not be used to reimburse convention or travel expenses incurred by persons who reside or organizations located within the SETC region. Anyone who resides within the SETC region and who serves on a convention panel will not receive an honorarium. (3/5/08)
- Rule 5. **Corporate Reserve Accounts.** The purposes of the corporate reserve accounts are to insure the financial security of SETC in the event of disaster and to provide adequate cash flow. A minimum of 50% of the current operating budget (excluding special one-time-only expenses and endowment fund disbursements) shall be maintained as corporate reserve accounts and may be invaded only at the recommendation of the Finance Committee to the Executive Committee for their approval. Interest is available in a line item classification. The Finance Committee and the Executive Committee shall be responsible for recommending investment strategies for the corporate reserves to the Treasurer. Reports of these investments shall be prepared by the Executive Director and distributed quarterly to the Executive Committee and the Finance Committee. (3/5/08)
- Rule 6. **Accounting.** SETC's accounting records will be maintained on a cash basis, except that the annual audit report will also contain a list of any accounts receivable or payable. The Central Office will distribute quarterly reports showing the cumulative receipts and disbursements with a comparison to the annual budget. The Central Office will disseminate the reports to the Treasurer, the voting members of the Board and to the Finance Committee Chair. (3/6/08)
- Rule 7. **Life Membership Income.** Income from Life Memberships will be committed to SETC's Endowment Fund.
- Rule 8. **Exemption from Convention Registration.** Local arrangements workers may be invited to attend, at no cost, a portion of the convention equal to the number of hours they have worked. Chairs of local arrangements committees may be invited to attend the whole convention at no cost. SETC members who work on on-site convention duties assigned by the Executive Director may be excused from paying part or all of the convention registration fee for that year, prorated by the Executive Director according to the number of hours satisfactorily worked. Cast members of the staged reading of the SETC New Play winner shall be admitted to the convention without payment of registration fees provided they are not also involved in the auditions. Voting sessions, business meetings and meals are not included in these invitations unless the individual is a member of SETC. The President-Elect, adjudicators, SETC employees, and guests designated by the President-Elect are exempt from payment of convention registration fees. (3/5/03)

- Rule 9. **Annual Audit.** The accounts of SETC will be audited annually by a Certified Public Accountant who is unaffiliated with SETC. The annual audit shall be reviewed and approved by the Finance Committee, the Executive Committee, and the Board of Directors. (9/10/94)
- Rule 10. **Expenditures Not in the Budget.** Any business before the Board of Directors or Executive Committee which involves financial commitments not provided for in the current budget shall be reviewed by the Finance Committee and its recommendations considered before any final vote. (3/7/93)
- Rule 11. **Overdue Accounts.** Commercial exhibitors and advertisers who have an outstanding debt of more than six months duration to SETC shall not be allowed to exhibit at the convention or advertise in SETC publications until the debt is cleared.
- Rule 12. **Payment to Members.** Except as provided for elsewhere in these Rules, no SETC member may benefit financially, either in direct payment or by remission of payments otherwise due, as a result of his or her work for SETC. Any exception to this policy must be approved by the Executive Director, who must identify specific budgetary authorization. The Executive Director will refer doubtful or borderline cases to the Executive Committee. (9/6/08)
- Rule 13. **Changes in the Budget.** The Finance Committee must approve any changes in the budget between meetings of the Executive Committee, but may do so only within a latitude of five percent of the total budget. (3/15/98)
- Rule 14. **Emergency Fiscal Management.** The Executive Committee may designate a person to serve temporarily as Acting Executive Director in order to pay accounts as provided in Article XIII, section 1, of the Bylaws in the event that the regularly employed Executive Director is unable to perform his or her duties. (3/10/96)
- Rule 15. **Supervisory Responsibility.** The Executive Committee, in carrying out its responsibilities under Article XII of the Bylaws to supervise the operation of the central office, shall at any time have the authority to examine the books and other records of the corporation. This may include regular visits of one or more delegates from the Executive Committee to the central office. (3/15/98)
- Rule 16. **Donations to Charitable Organizations.** SETC funds shall not be donated to other organizations. With prior approval of the Executive Committee, SETC may support its members in the solicitation of funds for worthy charitable organizations at its annual convention. Members wishing such approval must make a written request to the President by January 1. (9/12/93)
- Rule 17. **Soliciting Contributions.** All contributions, donations, award subsidies, and gifts in kind solicited on behalf of SETC must be coordinated with and followed up by the Executive Director. (3/10/96)
- Rule 18. **Adjudication.** Individuals who adjudicate SETC festivals may be reimbursed only for their convention expenses within the parameters of the respective festival budgets. No honoraria may be paid to festival adjudicators. (3/5/97)

IV. FESTIVALS AND AWARDS

- Rule 1. **Establishing Awards.** Recommendations for awards, memorials, and honors are submitted to the Executive Committee for approval with sufficient definition and detail to clarify (a) how the award is to be designated, and (b) evidence of financial and other commitment for maintaining the award. (3/15/98)
- Rule 2. **Secondary School Theatre Festival.** The Secondary School Theatre Festival is created and administered by the Secondary School Division. All participants in this festival must be SETC members and must pay the convention registration fee. (9/6/97)
- Rule 3. **Theatre for Youth Invitational Festival.** A committee appointed by the Theatre for Youth Division solicits, receives, and selects applicants for participation in the Festival. Selection is based on the following criteria: (a) the participating theatre must pay an entry fee; (b) theatre companies should not perform in a Festival in successive years; (c) various states and types of productions should be represented; and (d) the Festival is noncompetitive. Festival participants who wish to attend other convention activities must pay dues and convention registration fees. (3/7/04)
- Rule 4. **Community Theatre Festival.** The Community Theatre Festival is administered by the Community Theatre Division. All participants in this festival must be SETC members. Festival participants who wish to attend other convention activities must pay convention registration fees. (3/7/99)
- Rule 5. **The SETC Secondary School Scholarship.** The SETC Secondary School Scholarship is an award presented annually (provided a suitable candidate is found) to a high school senior who lives in the SETC region. The award will be presented to the student upon his or her entering a regionally accredited undergraduate college or university within the SETC region with the intention of majoring in theatre. Administration of this award is assigned to the SETC Secondary School Scholarship Committee. (9/6/08)

- Rule 6. **Distinguished Career Award.** The Distinguished Career Award is established to honor one individual or artistic team each year who has had a distinguished career in the theatre. The recipient is normally invited to speak at the convention. Administration of this award is assigned to the Executive Committee. (3/5/08)
- Rule 7. **Competition Awards.** All judges for competitions under the aegis of SETC shall be instructed that only one winner per place will be permitted.
- Rule 8. **Porterfield Award.** The Robert Porterfield Graduate Award is an award presented annually (providing a suitable candidate is found) to a graduate of a regionally accredited undergraduate college or university within the SETC region attending, or upon entering, a regionally accredited graduate program in theatre. Administration of this award is assigned to the Porterfield Award Committee. (9/6/08)
- Rule 9. **Davis Award.** The Suzanne M. Davis Memorial Award is established to honor one SETC member each year (providing a suitable recipient is found) for distinguished service to SETC over a number of years. Administration of this award is assigned to the Nominations Committee, with the final choice made by vote of the Board of Directors. (9/6/08)
- Rule 10. **New Play Project.** The New Play Project is established to discover, develop and publicize worthy new plays by playwrights who reside in the SETC region (or who are enrolled in a regionally accredited educational institution in the SETC region) or who reside outside the region but are SETC members. The project shall annually solicit works, select one work as the winner of the Charles M. Getchell Award (if one of sufficient merit is found), collaborate with the playwright in the preparation of a staged reading at the convention, and publicize the work's availability thereafter. Administration of the New Play Project is assigned to the Playwriting Committee. (9/6/08)
- Rule 11. **Sara Spencer Award.** The Sara Spencer Award recognizes an individual or organization for distinct achievement in the areas of child drama within the SETC region. Administration of the award is assigned to the Theatre for Youth Division. (3/7/04)
- Rule 12. **Design Competition.** The Design Competition is established to recognize merit in scenic, costume, or lighting design and theatre technology/crafts by an SETC student member attending the convention. Theatre technology shall include properties, costume crafts, and special effects. The institution at which the student member is enrolled must also be an organizational member of SETC. The competition shall annually solicit entries from undergraduate and graduate students and shall select first, second, and third place winners in costume, scenery, and lighting at both levels if entries of sufficient merit are found and first, second, and third place in theatre technology/crafts. In those situations in which non-SETC entities provide funds for prizes to these winners, the competition may be publicly advertised as the "SETC Scenic, Costume, or Lighting (as appropriate) Design Award sponsored by [insert name of funder]." Administration of the competition is assigned to the Design and Technology Committee. (9/6/08)
- Rule 13. **Holliday Award.** The Polly Holliday Award is presented annually (providing a suitable candidate is found) to a high school senior who lives in the SETC region. The award will be paid to the winner upon his or her entering a regionally accredited undergraduate college or university with the intention of majoring in theatre. Administration of this award is assigned to the Polly Holliday Award Committee. (9/6/08)
- Rule 14. **Leighton M. Ballew Directing Award.** The Leighton M. Ballew Directing Award is an award presented annually (provided a suitable candidate is found) to a graduate of a regionally accredited undergraduate college or university within the SETC region upon certified enrollment in a regionally accredited M.F.A. or Ph.D. program in directing. Administration of this award is assigned to the Leighton M. Ballew Directing Award Committee. (9/6/08)
- Rule 15. **William E. Wilson Scholarship.** The William E. Wilson Scholarship is a scholarship presented annually (provided a suitable candidate is found) to a secondary school teacher who is a legal resident of one of the states in the SETC region, who has completed at least one full academic year of teaching and directing theatre in a regionally accredited secondary school in the SETC region, and who enrolls in a regionally accredited graduate program in the SETC region within one year of being selected for the scholarship. The graduate program must lead to a graduate degree in theatre or speech and theatre. Administration of this award is assigned to the Wilson Scholarship Committee. (9/6/08)
- Rule 16. **Marian A. Smith Award.** The Marian A. Smith Award is an award presented annually (providing a suitable candidate is found) to a graduate of a regionally accredited undergraduate college or university within the SETC region attending, or upon entering, a regionally accredited graduate program to study costume. Administration of the award is assigned to the Marian A. Smith Award Committee. (9/6/08)
- Rule 17. **Duplication of Awards.** No one individual may receive two or more scholarship awards from SETC in the same year. (9/8/01)
- Rule 18. **High School New Play Contest.** The High School New Play Contest is established to discover and develop worthy new plays and to encourage young playwrights. The contest shall annually solicit works from high school students (those in grades 9, 10, 11 and 12) attending a regionally accredited school of secondary education. Either the school or the permanent residence of the student must be located within the SETC region. The contest will select one work as the winner of a monetary award (if one of sufficient merit is found), and coordinators selected by the Playwriting Committee will collaborate

with the playwright in the preparation of a staged reading at the annual convention. Administration of the High School New Play Contest is assigned to the Playwriting Committee. (9/6/08)

- Rule 19. **The SETC Keynote Emerging Artist of Promise Award.** The Keynote Emerging Artist of Promise Award is an award presented annually (provided suitable candidates can be found) to four recipients who are high school sophomores, juniors or seniors who live in the SETC region. Administration of this award is assigned to the SETC Keynote Emerging Artist of Promise Award Committee. (9/12/09)
- Rule 20. **Denise Halbach Award.** The Denise Halbach Award is an award presented annually (providing a suitable candidate can be found) to a graduate of a regionally accredited undergraduate college or university within the SETC region upon certified enrollment in a regionally accredited M.F.A. program in acting or musical theatre performance. Administration of this award is assigned to the Denise Halbach Award Committee. (3/7/10)

V. MISCELLANEOUS

- Rule 1. **Alcoholic Beverages.** SETC will not sell or provide alcoholic beverages in the hospitality suites or at SETC activities to anyone under the legal age limit established by the laws of the state in which the convention is being held. (9/7/91)
- Rule 2. **Nondiscrimination.** The right to membership, to hold office, and to participate in SETC activities, including (but not limited to) conventions, meetings, auditions, and performances shall not be abridged because of race, national origin, sex, religion, age, sexual preference, or physical handicap.
- Rule 3. **Voting Membership on the Board.** No individual may hold more than one voting position on the Board of Directors. In the event that a Divisional Chair is unable to attend an SETC Board Meeting, said Chair will request in writing to the President of SETC that the Vice-Chair be permitted to vote in the absence of the Chair. If a State Representative is unable to attend an SETC Board meeting, the president of that state organization will request in writing to the president of SETC that the state's nominee be permitted to vote in the absence of the State Representative. (3/2/05)
- Rule 4. **Board and Committee Membership.** All officers, Board of Directors and Advisory Council members, and committee members (except the Local Arrangements Committee) must individually be current members of SETC. (3/3/93)
- Rule 5. **Smoking Policy.** Smoking at all SETC convention meal functions, committee meetings, and programs shall be prohibited. (3/10/91)
- Rule 6. Deleted 9/6/03
- Rule 7. **SETC News Responsibilities.** All division chairs, state representatives, interest area chairs, and other chairs shall submit appropriate items to *SETC News* on a schedule provided to them. This responsibility shall be included in all appropriate operations manuals. (9/6/08)
- Rule 8. **Alternate Representatives.** The State Representatives and the Divisional Chairs, while electing their respective representatives to the Executive Committee as provided in Article IV, Section 1 of the Bylaws, may also each elect an alternate representative. In the event that the primary elected representative does not attend a meeting of the Executive Committee, that representative may certify to the President in writing the transfer of his or her voting right, only for that meeting, to the elected alternate representative. In the event that a duly elected alternate representative is not available, no further transfer of voting right is allowed. (3/14/01)