

# Proposed changes to the PLAYERS Constitution

Please find below a comprehensive list of the eight proposed Constitutional changes, listed in order of appearance. Each will be reviewed, discussed and voted on individually at the AGM.

Note that all changes come at the recommendation of the PLAYERS Board of Directors. Green indicates additions, red indicates subtractions.

1. Major revision to **Part II. Purpose, Section 1. b)**, to update the second guiding principal of PLAYERS's philosophy:

Current:

## **II. Purpose:**

1. PLAYERS is a volunteer based not-for-profit organization that produces musical comedy shows for the purpose of donating a portion of the proceeds to charity. The three equal guiding principles of PLAYERS's philosophy are:
  - a) That PLAYERS produce shows of a high quality
  - b) That PLAYERS **recognize and reward the efforts of its volunteers**
  - c) That PLAYERS donate a portion of its proceeds to charity

Proposed:

## **II. Purpose:**

1. PLAYERS is a volunteer based not-for-profit organization that produces musical comedy shows for the purpose of donating a portion of the proceeds to charity. The three equal guiding principles of PLAYERS's philosophy are:
  - a) That PLAYERS produce shows of a high quality
  - b) That PLAYERS **create a safe & fun space by embracing the diversity & equality of all involved, and by recognizing their efforts**
  - c) That PLAYERS donate a portion of its proceeds to charity

2. Major additions to **Part V. Membership**, to better define "Active Members":

Proposed:

## **V. Membership:**

...

7. **Active Members shall automatically revert to Social Members 2 years after becoming Active unless they inform the secretary of the company they would like to remain Active.**
8. **It is requested that Active Members vote either in person or via proxy on each question before the membership whenever possible.**

# Proposed changes to the PLAYERS Constitution

3. Minor revision to **Part VI. The Board of Directors, Section 2. a)** to clarify the intention of how the executive is chosen:

Current:

2. The Board must be composed of Active Members of PLAYERS:

- a) The positions of President and Vice President shall be filled by preferential ballot at the first Board meeting following the AGM. Only current Board Members are eligible to run for President or Vice President, and only current Board Members can vote in this election. It is recommended that those running for these positions have previously served on the PLAYERS Board of Directors. The terms of President and Vice President shall be three (3) years, staggered so that one **new** executive is elected each year.

Proposed:

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4. Minor revision to **Part IX. Elections, Section 5** to update the definition of when the President can vote at the AGM:

Current:

5. The President shall cast a vote **only** in the event of a tie.

Proposed:

5. The President shall cast a vote in the event of a tie.

# Proposed changes to the PLAYERS Constitution

5. Major revision to **Bylaw I. Roles and Duties of the Board of Directors, Section 1. a)** to update the definition of when the President can vote within Board Meetings:

Current:

- a) The President shall act as Chair of all meetings and shall have the power to vote on any motion or in any election **only in the case of a tied vote.**

Proposed:

- a) The President shall act as Chair of all meetings and shall have the power to vote on any motion or in any election.

6. Minor addition to **Bylaw I. Roles and Duties of the Board of Directors, Section 1.** to put in place a new tie breaking procedure at meeting of the Board of Directors:

Note: This would not be required if item 5 above is not ratified by the PLAYERS Membership.

Proposed:

**I. Roles and Duties of the Board of Directors:**

...

10. In the event of a tied vote, the following procedure would be put into action:

- The vote will be tabled until those members of the Board who were unable to vote in person or by proxy can vote.
- If there remains a tie after all Board members have voted, then debate will be re-opened and a new vote held.
- If there still remains a tie, the motion would fail to pass.

# Proposed changes to the PLAYERS Constitution

7. Major addition to **The Bylaws** to add a new Bylaw to codify the procedure for searching for and hiring the Artistic Director, as well as clarifying their role, responsibilities and limitations.

Proposed:

**VII. Artistic Director:**

1. The role of the Artistic Director may be filled by the Board at their discretion, and will be preceded by a public request for applicants.
2. The Board may choose to not have an Artistic Director, and thus assume the related responsibilities internally.
3. The Artistic Director is not a member of the Board, and is required to relinquish all rights as an Active Member of Players for the duration of their term so as to avoid conflict of interest.
4. The Artistic Director is to understand that they have a fiduciary duty to the company above any personal interest.
5. The Artistic Director is not permitted to be a performer in the summer show, and should seek guidance from the Board if they would like to hold any role within a show beyond that of Artistic Director.
6. The Artistic Director will be given a two-year mandate to produce two artistic seasons for Players.
7. The Board may choose, at their discretion, to offer a renewed two-year mandate to the Artistic Director at the conclusion of the first year of their present mandate.
8. Proposals that extend beyond two seasons, or which would have a lasting effect on the company, require the direct approval of the Board, regardless of their artistic implications.
9. The Artistic Director will meet with the Executive at the conclusion of the season to conduct a Performance Review of the past year.
10. After a period of four years under one Artistic Director, the position will be publicly re-opened, and applications will be accepted from anyone, including the present Artistic Director. During this period, if the Board so chooses, the present Artistic Director may complete a fifth year in the role.

8. Minor addition to footnotes of the Constitution to update the last time the Constitution was revised, amended and ratified:

Proposed:

Revised, Amended & Ratified  
Peter Higgins, Andrew Kelly & Megan MacKeigan – 2018