

Constitution
and By-Laws
of the
Speech and Theatre Association
of
New Jersey

ARTICLE I

The name of this corporation shall be The Speech and Theatre Association of New Jersey, Inc., a New Jersey corporation, hereinafter referred to as STANJ.

ARTICLE II

The purpose of the corporation shall be educational within the intendment of Section 501(c)(3) of the 1954 United States Revenue Code, as a non-profit, non-political, non-discriminatory as to race, color, creed, gender, sexual orientation, or country of origin service organization.

STANJ is geographically located within the boundaries of New Jersey; however, other individuals and organizations may apply for membership.

It shall promote the highest standards in the study, teaching and production of the theatre and speech arts as part of a continuing educational and cultural process.

In furtherance of its educational and cultural purposes, STANJ shall:

- a. Promote, affirm and assume the carried interests and responsibilities of the region;
- b. Foster the exchange of information among membership;
- c. Unite those persons and groups within the region who express interest in the theatre and speech arts; and
- d. Be dedicated to the growth and improvement of all types of theatre and speech arts.

ARTICLE III

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 carrying on propaganda or otherwise attempting to influence legislation or participating in or intervening in (including the publishing or distribution of statements) and political campaign on behalf of any candidate for public office beyond the limits stipulated in Section 501 (c)(3) of the 1954 United States Revenue Code.

ARTIVLE IV

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

ARTICLE V

The duration of the corporation shall be perpetual.

ARTICLE VI

The location of the corporation shall be the address of the current president.

ARTICLE VII

The directors of the corporation comprise the Executive Board. The number of directors shall not be fewer than seven (7) and no larger than sixteen (16). There shall be no fewer than one (1) member-at-large and no more than ten (9).

The tenure in office of the members shall be as designated by the electorate.

All terms of office in the Association shall commence November 1 or on the first day of the month following their election by the general membership.

ARTICLE VIII

The members of the corporation shall have no personal liability for corporate obligations.

ARTICLE IX

The corporation shall not have any capital stock or shares.

ARTICLE X

The event of and upon dissolution, the corporation shall, after payment of all debts and liabilities, dispose of all assets of the corporation exclusively for the purposes and in such manner or to such organization or organizations specific purposes as shall at the time qualify for exemption under the provisions of Section (c)(3) of the 1954 United States Revenue Code and any amendments and additions thereto.

ARTICLE XI

The corporation shall have all the powers granted to it by virtue of the provisions of an act of Legislature of the State of New Jersey, entitled Title 15 of the Revised Statutes, and the several supplements thereto, and acts amendatory thereof.

BY-LAWS

I. DEFINITIONS

“STANJ”, when used below, refers to the Speech and Theatre Association of New Jersey.

II. MEMBERSHIP

- A. Membership in STANJ shall be open to individuals and theatre organizations located within and without the region, as specified in Paragraph 2, Article II of the Constitution.
 - 1. Membership shall be continuing and shall become effective upon payment of annual dues to STANJ.
 - 2. Membership shall be open upon payment of such dues to STANJ as shall be authorized by the Executive Board. The membership year shall be October 1 to September 30.
- B. The following STANJ membership categories apply:
 - 1. Individual Member (Regular Member, Student Member, Senior Citizen);
 - 2. Associate Member;
 - 3. Organizational Member;
 - 4. Honorary Member, Member Emeritus.

III. MEETINGS AND VOTING

- A. Opportunity shall be provided for an annual Business Meeting for action on the Executive Board's program and for such other matters as may properly be brought before the Annual Meeting.
- B. Voting by proxy is not permitted.
- C. Ten percent of the membership present by registration at the annual meeting shall constitute a quorum at a Business Meeting of the membership.
- D. The STANJ President, or in his/her absence the President-Elect shall preside at all business meetings.
- E. Whenever necessary, the Executive Board may authorize distribution of mail ballot to all members in good standing for the purpose of resolving any question(s) which could not be resolved at the time of regularly scheduled meetings.
- F. The means of determining the necessary majority or plurality for election of officers of the Board shall be determined by the Executive Board prior to the election.
- G. Procedures for election shall be determined by the Executive Board.
- H. A quorum at an Executive Board meeting shall exist of a simple majority of the Executive Committee.

IV. NOMINATIONS AND ELECTIONS

- A. Nominations Committee

1. Nominations for all elected officers shall be prepared by the Nominations Committee, which shall include the immediate Past-President of STANJ who shall serve as Chairperson of the Committee; the President of STANJ; one member chosen by the Executive Board from the remaining members of the Board.
 2. The Nominations Committee shall present a slate of candidates for the following offices:
 - a. President-Elect for a one year term, after which he/she will serve as President for an additional one year.
 - b. All other offices of the Executive Board, which shall be elected for a term of one year.
 3. The Committee's recommendations shall be presented for approval by the membership at the Annual Business Meeting.
 4. The nomination slate is submitted for approval of the membership at the annual business meeting. No nominations will be accepted from the floor.
 5. Voting deadlines shall be determined by the Executive Board in accordance with the By-Laws.
 6. A maximum of ten (10) Members-at-Large may sit on any board.
- B. An Executive Board member may be removed due to non-fulfillment of the requirements of office. Such removal must be acted upon by a 2/3 vote by the remaining board members.
- C. The STANJ President shall, with the consent of the Executive Board, appoint a qualified individual to fill a vacancy in any elected position which may have been caused by death, injury, resignation or removal.

Such appointments shall serve only until such time as the STANJ membership are regularly scheduled to elect officers and/or representatives.

V. COMMITTEES

Committees may be standing or special. Standing committees shall have continuing existence. Special committees shall be special function for specified periods.

- A. Standing committees be appointed by the president, or as otherwise provided for in the By-Laws.
- B. The work of the committee shall be coordinated with the appropriate STANJ Officer. No committee shall incur financial obligation without due

authorization.

C. Committee members shall report in writing when requested by the President.

VI. DUTIES OF THE EXECUTIVE BOARD

A. The President shall:

1. Preside over all business meetings of STANJ;
2. Call and preside over all meetings of the Executive Board.
3. Appoint committees, except as provided for in the By-Laws;
4. Delegate such responsibilities as he or she sees fit, where such delegation is in the best interest of STANJ;
5. Represent STANJ interests to other organizations and individuals;
6. Perform such other duties as may pertain to the office of the President.

B. The President-Elect:

1. Assist the President, and perform the President's duties in the case of the latter's disability or absence;
2. Be responsible for the planning of the Annual Student Workshop and the Annual Teachers' Conference, and/or other such programs as shall be determined by the Executive Board; and
3. Perform such other duties as may be assigned by the President.

C. The Vice-President:

1. Maintain as active membership list and distribute this list to the membership;
2. Conduct any and all such other membership campaigns as shall be determined by the Executive Board; and
3. Facilitate the organization of the Annual Speech and Theatre Competition that results in our choices for the Governor's Awards in Acting.

E. The Recording Secretary shall:

1. Serve as Secretary of the Executive Board;
2. Notify the members of the special and annual meetings, and record and keep the proceedings thereof;
3. Circulate the minutes of the official duties as are customary or as may be assigned by the President or the Board.

F. The Treasurer shall:

1. Collect and have custody of the funds for STANJ;

2. Keep, or cause to be kept, full and accurate records of receipts and expenditures, and make said monies available upon request to the Executive Board;
3. Deposit, or cause to be deposited, all monies and assets in the name of the credit of STANJ;
4. Disburse, or cause to be disbursed, such funds for expenses authorized by the Executive Board; and
5. Render to STANJ at the annual business meeting and all regular executive board meetings full written reports of all transactions of the treasurer and of the financial condition of the Association.

G. The Corresponding Secretary shall:

1. Serve as Corresponding Secretary to the Executive Board.
2. Sends out letter when requested by the President.
3. Maintains a folder of all hard-copy or electronic letters, requests, questions or complaints.

H. Members-at-Large shall:

1. Serve on one or more committees.
2. Participate in additional STANJ sanctioned functions: e.g.: NJEA convention, Student Conference, etc.
3. Attend the annual competition. This is mandatory.
4. Attend all meetings of the Executive Board, missing no more than two (2) during the year.

VII. PARLIMENTARY AUTHORITY

Except as otherwise provided in this constitution or by-laws, all business meetings shall be governed by the parliamentary rules and usages contained in the current edition of Robert's Rules of Order, Revised.

VIII. AMENDMENTS

- A. The by-laws may be amended by the majority vote at the annual business meeting of STANJ provided that the membership has received notice of the proposed amendments at least thirty (30) days before the business meeting.
- B. The constitution may be similarly revised, but such amendment shall require a two-thirds vote of members attending the annual business meeting.
- C. In the emergency, a provision of the by-laws may be temporarily suspended by the Executive Board. At the next annual business meeting the emergency declaration and the subsequent action that was taken shall be reviewed.