

Proposed changes to the By-Laws of Orange Park Community Theatre - to be voted on at the Annual Meeting, 7:30 PM May 8, 2008, 2900 Moody Avenue, Orange Park, FL

To change the Office of Secretary from an elected position to an appointed position

ARTICLE III Section 1 - change the wording to read:

Section 1. The Officers of the Corporation shall consist of the President, Executive Vice President, First Vice President, Second Vice President, Secretary (an appointed position), and Treasurer (an appointed position).

Article IV Section 11 - change the wording to read:

Section 11. Voting Rights of the Board of Directors: The appointed position of Secretary and the appointed position of Treasurer shall have full voting rights at any meeting of the Board of Directors. If two or more members of the same household shall hold a combination of positions as Officer, immediate Past President or Director at Large, then those members shall have only 1 vote per household on any matters brought before the Board of Directors.

Article VII Section 1 - change the wording to read:

Section 1. Elections to fill the positions of Officers (with the exception of the Secretary and the Treasurer, both are appointed positions) and Directors at Large positions, which shall be vacant, shall be held by ballot at the Annual Meeting in May of each year. Nominees as an Officer shall have been a member of the Board of Directors in good standing for any two-year period (unless waived by a majority vote of the Directors present at a scheduled meeting of the Board of Directors). Nominees as a Director at Large shall have been a Member in good standing for a period of one year. Nominees as an Officer or Director at Large shall have reached the age of 18 years as of the date of their election / nomination.

In order to stagger the terms and maintain a degree of experience and continuity at all times the following election schedule shall apply:

A. In even years, the President, Executive Vice President, and one-half of the Board of Directors shall be elected for a two-year term.

B. In odd years, the First Vice President, Second Vice President, and the other half of the Board of Directors shall be elected for a two-year term.

Article VII Section 3 - change the wording to read:

Section 3: No Member may be nominated for more than one Office (President, Executive Vice President, First Vice President, or Second Vice President) at any one election. No Member may be nominated as both an Officer and as a Director at Large at any one election. A Director at Large with an unexpired term as a Director at Large, who is elected as an Officer, shall immediately resign his/her position as Director at Large. In said event, the person receiving the next most votes for Director at Large from the ballots shall succeed to the unexpired term just vacated.

Article VIII Section 1 - change the wording to read:

Section 1. The Treasurer shall be nominated by the President and approved by the Board of Directors and serve at the pleasure of the Board of Directors. Qualifications of the Treasurer should include knowledge of accounting and access to a computer with accounting software capable of producing financial reports. The Secretary shall be nominated by the President and approved by the Board of Directors and serve at the pleasure of the Board of Directors. Qualifications of the Secretary include access to a copy of and knowledge of Roberts Rules of Order.