

Constitution

of the Yale University Dramatic Association, Incorporated,
a part of the Bylaws of the Corporation;
total and extant as of 11/18/93

ARTICLE I - NAME

The full and legal name of the Association, as set forth in the Articles of Association approved by the Legislature of the State of Connecticut, is the Yale University Dramatic Association, Incorporated.

ARTICLE II – PURPOSE

The purpose of the Association is as follows: To promote interest in and appreciation of the theatrical arts among the students, faculty and staff of Yale University, and other members of the New Haven community. To this end, the corporation shall: present productions of drama which, whatever their character, are of intrinsic interest among such persons. The Association shall afford students in Yale College, and whenever possible members of the Yale University community, an opportunity to participate actively in production and performance. The Association shall seek to increase knowledge of and proficiency in the theory and practice of theatrical production among students in Yale College by affording them opportunities to participate actively in its dramatic presentations through acting, directing, scenery construction, sound, costume and lighting design, and other production techniques. In the case of other members of the Yale or New Haven communities and students in Yale College on a leave of absence who wish to participate in an Association project, the Executive Board will need to examine the available openings and make a decision on their involvement on a case-to-case basis. The Association shall strive to maintain high standards of excellence.

ARTICLE III – MEMBERSHIP

The members of the Association shall be elected pursuant to the conditions set forth in this Article and in the Bylaws of the Association. Categories of membership are as follows:

1. Producing Members:

Any student enrolled in Yale College may become a Producing Member of the Association by earning three (3) show credits. A show credit can be earned by working for at least ten (10) hours in any capacity on an Association project or by working at least one (1) load-in shift and one (1) strike shift on an Association project. Participation in non-show activities will be counted as credit at the discretion of the Executive Board of the Association. Upon the completion of the third

qualifying show, the student will be considered a member and open to special courtesy ticket privileges as stated in the Bylaws.¹²³

If any student terminates their participation in an Association project in which they had a position of responsibility, even after 10 hours were garnered, the Executive Board reserves the right to discount the project toward membership.

The Producing Members shall have ultimate authority over the affairs of the Association. The maintenance of rights of Producing Membership shall be contingent upon enrollment in Yale College.

a. Privileges of Producing Membership

Producing Members shall be notified of each meeting of the Producing Membership. Each Producing Member may attend and may cast one (1) vote on each matter put before any meeting of the Producing Membership. Producing Members may use this vote in their absence by entrusting a proxy vote to another Producing Member who will then vote for the absent Producing Member as well as for themselves. Each Producing Member can have a maximum of one (1) proxy vote per meeting.⁴ Producing Members shall be entitled to one (1) free admission to designated performances of each production staged by the Association. Producing Members shall pay such dues as may be fixed by the Executive Board. The full Bylaws, including the Constitution, of the Corporation must be made readily available to the Producing Membership.⁵

b. Requirements and Responsibilities of Producing Membership

To maintain privileges as may be defined in these Bylaws or by action of the Executive Board, each Producing Member must be present, either in person or by proxy, at Executive Board elections.⁶⁷ Any Producing Member who fails to fulfill the requirements and responsibilities of Producing Membership as defined here and in the Bylaws shall be designated an Inactive Producing Member. The Executive Board shall

¹ Previously, the three credits for membership had to be acquired over the course of two consecutive semesters.

² Prior to the 2014 Fall Elections, “one, and only one, of the three show credits” could have been earned by ushering or house managing.

³ Language has been updated to reflect the common practice of students receiving a show credit toward membership for working one (1) load-in shift and one (1) strike shift even if those shifts did not add up to the ten (10) hours specified previously.

⁴ Members were allowed to cast up to two proxy votes before 2010.

⁵ Prior to Fall 2014 Elections, there was nothing that stated the full bylaws, including the Constitution, needed to be made readily available to the Producing Membership.

⁶ The requirement has changed from specifying “participation in two of the four membership meetings” to participation in executive board elections. The two other meetings are the Membership Dinner, held in December, and the Senior Dinner, held in April or May.

⁷ The requirement to “participate at least once in each semester in the production or administrative functions of the Association” has been removed so that only one’s presence at elections each semester is required.

withhold privileges of Producing Membership from an Inactive Producing Member until such time as that Inactive Producing Member earns one (1) show credit.⁸

c. Special Courtesy Ticket Privilege

Whenever possible,⁹ Producing Members are entitled to one (1) ticket to each production staged by the Yale School of Drama and the Yale Repertory Theatre in accordance with Article III Section A of the Constitution of the Association.

2. Sustaining Members:

Sustaining Membership assigned at the discretion of the Executive Board shall be open to any person or group that wishes to support the work of the Association through financial patronage. Ordinarily, Sustaining Membership shall expire after one year, and Sustaining Members shall be credited in all Association programs. Sustaining Membership may be renewed by continued financial support to the Association.

Sustaining Members shall be entitled to at least one (1) free admission per semester for productions staged by the Association. Whenever possible, Sustaining Members shall be given seating preference.

3. Honorary Members:

Honorary Membership shall be open to those outside of the Yale undergraduate community who have fulfilled the requirements for Producing Membership. Honorary Membership can also be given to students completing their enrollment at Yale College who have rendered exceptional service to the Association, at the discretion of the Executive Board. Honorary Members shall be entitled to one (1) free admission to each production staged by the Association.

ARTICLE IV - THE EXECUTIVE BOARD

The Executive Board of Directors consists of ten (10) Producing Members of the Association: five Officers (President, Vice President, Treasurer, Secretary, and Production Officer) and five Members-at-Large (Marketing Director, Special Events Coordinator, Outreach Coordinator, Fall Mainstage Producer, and Spring Mainstage Producer)¹⁰ who collaborate with the officers of the Executive Board in the fulfillment of its responsibilities.¹¹ These members shall be elected from among the Producing Members as provided for in the Bylaws. Should a member of

⁸ Previously, there were no specifications as to how Inactive Producing Members could reacquire their Producing Membership privileges.

⁹ Before 2008, there was no qualifier. The Constitution is the only document that codifies the Special Courtesy Ticket Privilege.

¹⁰ An amendment giving the Members-at-Large Positions specific titles and duties passed in 2000.

¹¹ Prior to 2016 Fall Elections, there were nine (9) positions on the Executive Board. A fifth Member-at-Large position, Outreach Coordinator, was added to the Executive Board, bringing the total to ten (10) positions.

the Executive Board resign or become incapacitated, the Executive Board shall appoint a Producing Member as an acting member of the Board to serve until such time as an election can be held.

The responsibilities of the Executive Board include the following:

- a) The Executive Board shall provide for the long-term well-being of the Association,
- b) The Executive Board shall determine, schedule, and oversee all Association activities,
- c) The Executive Board shall maintain channels of communication with other organizations at Yale, especially dramatic organizations,
- d) The Executive Board shall administer the process by which people become and remain Members of the Association,
- e) The Executive Board shall appoint and oversee such student personnel necessary to fulfill the Association's production and administrative functions,
- f) The Executive Board shall hire and supervise any necessary professional personnel,
- g) The Executive Board shall supervise the raising and allocation of all Association funds,
- h) The Executive Board shall provide for the maintenance of the facilities of the Association,
- i) The Executive Board shall maintain good relations with the Association Alumni,
- j) The Executive Board shall provide for the maintenance of the Association Archives,
- k) The Executive Board shall maintain, review, and propose necessary changes to the Bylaws of the Association,
- l) The Executive Board should maintain good relations with the Yale School of Drama and the Yale Repertory Theatre, including appropriate exchanges of membership lists.

ARTICLE V - OFFICERS

1. The President shall assume responsibility for coordinating the activities of the Board and for the effective functioning of all departments of the Association. The President may make appointments pursuant to Article IV of the Constitution with the advice and consent of the Executive Board. The President should represent the Association in any negotiations with Yale University. The President shall preside at all meetings of the Executive Board and of the Producing Membership. The President shall sign or designate a signatory for all contracts and agreements entered into by the Association.

2. The Vice President shall assist the President and take responsibility for all Association correspondence. The Vice President shall conduct meetings in the absence of the President. In the event of the President's prolonged incapacitation, the Vice President shall act as President until such time as an election can be held.

3. The Secretary shall maintain a comprehensive record of all Association meetings. The Secretary shall submit any such records for approval upon the request of the Executive Board. The

Secretary shall notify the Executive Board and Producing Membership of all pertinent meetings and functions of the Association. The Secretary shall give updated membership lists to the Yale School of Drama and the Yale Repertory Theatre to facilitate the acquisition of tickets to their shows.

4. The Treasurer shall submit an accurate financial report upon the request of the Executive Board. The Treasurer shall sign any certificates of payments of the Association. At the Treasurer's discretion, the President and Vice President may sign any certificates of payments of the Association.¹²

5. The Production Officer shall act as intermediary of the Executive Board and the staffs of current productions and shall ensure that all paid designers conduct workshops on their methods and ideas if such a workshop is requested. The Production Officer shall submit a report on the status of current productions upon the request of the Executive Board. The Production Officer shall oversee the management of the Dramat shop and coordinate all Association residencies.

ARTICLE VI - MEETINGS

The Producing Members of the Association shall meet at least two (2) times per semester at dates determined by the Executive Board. The Producing Membership may require additional meetings by submitting to the President a petition signed by ten (10) Producing Members. The President shall then call a meeting for no later than ten (10) days after receipt of the petition. Notifications of the meeting shall include the text of the petition.

Producing Members shall be notified of all Producing Membership meetings at least one (1) week in advance, except in an emergency. One more than one-third of the Producing Members constitutes a quorum at a regular meeting of the Producing Members, including proxy votes. Two-thirds of the Producing Members constitute a Special Quorum. No business conducted at a meeting of the Producing Members that lacks the presence of the appropriate quorum can be binding.

The Executive Board shall ordinarily meet at least once a week at a fixed time and day determined by the Executive Board. Six (6) members of the Executive Board constitute a quorum.¹³ No business conducted at a meeting of the Executive Board that lacks the presence of a quorum can be binding. The Executive Board shall notify a Producing Member of the Association of the times and locations of the open meeting upon request. These meetings shall be open to any Producing Member who wishes to attend. The Executive Board may select which of their weekly meetings is to be open on a weekly basis, and minutes from that meeting must be made readily available to the Producing Membership within 24 hours.¹⁴

¹² Until 2008, only the Treasurer was constitutionally allowed to sign certificates of payments of the Association.

¹³ The number of Executive Board members needed to constitute a quorum changed from five (5) to six (6) when a tenth Executive Board Member was added in 2016.

¹⁴ At the 2014 Fall Elections, it was decided that the Executive Board may select which of its weekly meetings is to be open on a weekly basis and that minutes from that meeting must be made available to the Producing Membership within 24 hours. Before, there was no such clarification.

ARTICLE VII – REMOVING AN EXECUTIVE BOARD MEMBER

A motion to remove a Member of the Executive Board shall be a petition of ten (10) Producing Members or shall be a motion made and seconded within the Executive Board. Such a motion will show cause.

The President or Vice President shall notify the Member in question in writing showing cause at least seven (7) days before the Executive Board meets to vote upon the motion for removal.

A vote of at least seven (7) Members of the Executive Board for the motion shall be required in order to remove an Executive Board Member from office.

The Executive Board shall in writing showing cause to the Producing Members if the motion for removal is carried. The President shall then call a special election to fill the vacancy in accordance with the Bylaws of the Association.

ARTICLE VIII – REVERSING AN EXECUTIVE BOARD DECISION

At any meeting, any decision of the Executive Board can be reversed by the vote of a majority of the entire Producing Membership.

ARTICLE IX¹⁵ – THE ASSOCIATE BOARD¹⁶

A group chosen by the Executive Board to serve specified duties of Dramat upkeep shall be called the Associate Board and shall be required to attend weekly Full Board meetings. The makeup of the Associate Board and the duties of specific Associate Board Members shall be

¹⁵ Article IX specified the makeup and function of the Advisory Board. The Advisory Board was constitutionally disbanded in 2008 (long after the Advisory Board had ceased to exist). The Article specified:

The Advisory Board should assume responsibilities for overseeing the functioning of the Association, advising the Executive Board, and acting as a liaison in the Association's dealings with the University. The Advisory Board consists of twelve persons who are Yale faculty members or other distinguished individuals. In addition, individuals shall serve ex officio: the Dean of Yale College, the Director of Undergraduate Studies in Theater Studies, the Dean of the Yale School of Drama, and the Chairman of the Alumni Board. The other eight members shall be elected at the discretion of the Executive Board, and with the advice of the previous Advisory Board, to serve terms of three years, with the terms of one-third of these members expiring on the first day of the fall term of each school year. The Advisory Board should elect a chairman from among its members.

The Advisory Board should assume responsibility for insuring that all agreements between the Association and the University are respected by both parties.

The Advisory Board shall meet each semester. Either the President of the Executive Board or the Chairman of the Advisory Board may schedule such a meeting. Five members of the Advisory Board constitute a quorum. No business conducted at a meeting of the Advisory Board that lacks the presence of a quorum can be binding.

¹⁶ The Associate Board was officially created in 2000. The membership requirement was relaxed in 2008.

determined by the Executive Board. Members of the Associate Board do not need to be Producing Members of the Association.

ARTICLE X - NON-PROFIT STATEMENT

The Corporation is not organized and shall never be maintained or conducted for the pecuniary profit of its members, directors, officers, or employees, or any private individual, but is and shall remain a strictly non-profit corporation. No member, director, officer, or employee of the Corporation, or any private individual shall at any time receive or be entitled to receive any pecuniary profit from the operations of the Corporation, except reasonable compensation for services actually rendered to it in effecting one or more of its purposes. No part of the net income nor of the net earnings of the Corporation shall inure to the benefit of any member, director, officer, or employee, or any private individual. The Corporation shall not have or issue shares of stock or pay dividends. No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or otherwise attempting, to influence legislation. The Corporation shall not participate in or intervene in (including the publishing and distribution of statements) any political campaign on behalf of any candidate for public office. In the event of the dissolution of the Corporation or other termination of its corporate existence, no part of the property or assets of the Corporation owned by it at the time of such dissolution or termination shall inure to the benefit of or be paid or delivered to any member, director, officer, or employee thereof, or any private individual, and all such property or assets shall, after payment of the lawful debts of the Corporation and the expenses of its dissolution or termination, be delivered, conveyed, and paid over to Yale University or such other corporation organized and operated exclusively for educational purposes as the Producing Members may select.

ARTICLE XI - BYLAWS

The Bylaws of the Association are its operating rules. Amendment of the Bylaws shall require a majority vote at any regular meeting of the Producing Membership at which a quorum is present.

ARTICLE XII - AMENDMENT

This Constitution, a part of the Bylaws of the Corporation, can be amended by a three-quarters vote at any meeting at which a Special Quorum is present.

Amendments to the Dramat Constitution

AMENDMENT I. (12/13/2000)

The gathering of credits toward membership may be accumulated over the course of a student's time at Yale, and need not be done within the span of two consecutive semesters. One, and only one, of the three show credits may be earned by ushering or house managing. Participation in non-show activities will be counted as credit at the discretion of the Executive Board of the Association.¹⁷

AMENDMENT II. (12/13/2000)

Members are required to be present, either in person or by proxy, at Executive Board elections.

AMENDMENT III. (12/13/2000)

The four Officers of the Executive Board called Members-at-Large shall be elected by the membership to fulfill the specific duties of: Marketing Director, Special Events Coordinator, Fall Mainstage Producer, and Spring Mainstage Producer.

AMENDMENT IV. (12/13/2000)

A group of members elected by the Executive Board to serve specified duties of Dramat upkeep shall be called the Associate Board, and shall be required to attend weekly Full Board meetings. The makeup of the Associate Board and the duties of specific Associate Board Members shall be determined by the Executive Board.

AMENDMENT V. (5/4/2008)

Producing Members are entitled to one (1) ticket to each production staged by the Yale Repertory Theatre and to one (1) ticket to the Yale School of Drama performances whenever possible.

AMENDMENT VI. (5/4/2008)

The President and Vice President may sign any certificates of payments of the Association at the discretion of the Treasurer.

AMENDMENT VII. (5/4/2008)

¹⁷ Prior to the 2014 Fall Elections, "one, and only one, of the three show credits" could have been earned by ushering or house managing.

The Advisory Board of the organization has disbanded. Article IX of the Constitution is no longer operable.¹⁸

AMENDMENT VIII. (5/4/2008)

The group of members elected by the Executive Board to serve on the Associate Board do not need to be Producing Members of the Association.

AMENDMENT IX. (5/2/2010)

Members are required to be present, either in person or by proxy, at Executive Board elections. Each Producing Member may serve as a proxy for only one other Producing Member.¹⁹

AMENDMENT X. (12/7/2014)

The full Bylaws, including the Constitution, of the Corporation must be made readily available to the Producing Membership.

AMENDMENT XI. (12/7/2014)

Strike final comma in “If any student terminates their participation on an Association project in which they had a position of responsibility, even after 10 hours were garnered, the Executive Board reserves the right to discount the project toward, membership.” Add a space between Vice and President in: “The Vice President shall assist the President and take responsibility for all Association correspondence.” Add an indent following “a)” in Article IV.

AMENDMENT XII. To ARTICLE VI (12/7/2014)

The Executive Board may select which of their weekly meetings is to be open on a weekly basis, and minutes from that meeting must be made readily available to the Producing Membership within 24 hours.

AMENDMENT XIII. To ARTICLE III (12/7/2014)

Strike “One, and only one, of the three show credits may be earned by ushering or house managing.”

AMENDMENT XIV. To AMENDMENT I (12/7/2014)

Strike “One, and only one, of the three show credits may be earned by ushering or house managing.”

¹⁸ Note that the current Article IX of the Constitution is operable, as it pertains to the Associate Board. The footnote to Article IX explains the history and dissolution of the Advisory Board.

¹⁹ From 2010-2016, Producing Members were limited to casting one proxy vote.

AMENDMENT XV. To ARTICLE III (12/11/2016)

Any student enrolled in Yale College may become a Producing Member of the Association by earning three (3) show credits. A show credit can be earned by working for at least ten (10) hours in any capacity on an Association project or by working at least one (1) load-in shift and one (1) strike shift on an Association project.

AMENDMENT XVI. To ARTICLE III (12/11/2016)

The requirement to participate at least once in each semester in the production or administrative functions of the Association has been removed so that only one's presence at elections each semester is required.

AMENDMENT XVII. To ARTICLE IV (12/11/2016)

A fifth Member-at-Large position was added to the Executive Board to fulfill the specific duty of Outreach Coordinator, bringing the total number of Executive Board positions to ten (10) positions.

AMENDMENT XVIII. To CONSTITUTION (12/11/2016)

Please see attached "Grammar Edits and Points of Clarification" document for a full list of grammatical and clarifying edits made to the Constitution in order to increase grammatical correctness and consistency and to add specificity for the purpose of clarity or reflecting current practice.

Election of Executive Board Members Procedures

a part of the Bylaws of the Association
as enacted in the Constitution
of the Yale University Dramatic Association, Incorporated,
as of 11/18/93

ARTICLE I - DATE

Elections for all elective posts defined in Articles IV and V of the Constitution are due at some time during December and April or May of each academic year.

ARTICLE II - CREATION OF ELECTION SECRETARY

One (1) month prior to the date set for elections, the President should designate a member of the Executive Board the Election Secretary. The Election Secretary's duty is to ensure that the provisions of these rules are enforced. The Election Secretary is also responsible for taking official attendance before electoral proceedings can begin; the Election Secretary uses this attendance to determine quorum and with the Dramat Secretary (should they not be one in the same) to maintain and update the Dramat's membership list.

ARTICLE III - NOMINATIONS

Any Producing Member may nominate himself or be nominated by another Producing Member for any elective office(s) at the time of the scheduled elections.

At any time between the opening and closing of nominations, any Producing Member may place into nomination the name of any Producing Member. All nominations must be seconded by a Producing Member other than the nominator or the nominee; if no second is heard, the President must declare the nomination invalid.

After a reasonable period of time, the President should entertain motions to close the nominations; such a motion, if seconded, must be voted upon immediately, a vote of the majority of those present being sufficient to approve.

The President will accept no nominations for persons not present at the election meeting unless the absent person had submitted a Letter of Intent, including name and title(s) of any office(s) of candidacy, before the scheduled start of the election. The Letter of Intent should also include a brief statement from the absent person which, if such person is nominated, will be read to the Producing Members immediately upon closing of nominations of each office.

ARTICLE IV - CAMPAIGN PROCEDURES

Upon the close of nominations for each office, the President will accept statements from the nominees and questions for the nominees from the Producing Membership. In the case of a nominee not present, the Letter of Intent described in Article III will serve as their statements.

At the conclusion of such statements and questions, the nominees should be sequestered out of hearing of the election meeting, and the President will accept further statements from the Producing Membership.

After a reasonable period of time, the President will entertain motions to close slate; such a motion, if seconded, should be voted upon immediately, a vote of a majority of those being present being sufficient to approve.

At the conclusion of these statements, the President should direct that the business be conducted to the place of election. This procedure should be followed for the election of every position regardless of whether the election is contested or uncontested.

ARTICLE V - BALLOTING PROCEDURES

After the provisions of Article IV have been carried out, the President should direct the Election Secretary to distribute, or have distributed, ballots.

After a reasonable period of time, the Election Secretary must collect, count, and tabulate the results of the vote and must convey this tabulation to the President. Proxy votes should be written on different ballots from the Producing Member's ballot and should be so noted by an asterisk. Proxy votes will be weighted equally with the votes of present Producing Members.

The President should not vote, nor cast proxy votes, except in the case of a two-way tie.

ARTICLE VI - ELECTION OF THE OFFICERS OF THE BOARD

Officers will be elected in the following order: President, Treasurer, Vice President, Secretary, Production Officer.

A ballot will be invalid unless it contains the name of one and only one Producing Member. A proxy vote will be invalid unless it has an asterisk.

An election vote is binding if and only if the name of one Producing Member appears on the majority of the valid ballots cast in one vote.

If no Producing Member's name appears on a majority of the valid ballots cast in the first vote, the names of the two Producing Members receiving the most votes will be announced.

The President must then direct the Election Secretary to repeat the process described in Paragraphs 1 and 2 of Article V.

A ballot on the second vote will be invalid unless it includes the name of one and only one of the persons announced immediately prior to the vote.

An election of the Executive Board is binding if and only if a majority of the Producing Members has voted.

In December, the terms of the President, Vice President, and Treasurer should expire and thus be up for election. In May, the terms of Secretary and Production Officer should expire and thus be up for election. If an Executive Board Officer steps down from a position normally not expiring at the specific election, since they have run and been elected to a new position on the Executive Board, or for any other reason, their tide will then be up for election in the set order, but the person filling that position will only serve a six-month term. This system gives continuity to the Executive Board.

ARTICLE VII - ELECTION OF MEMBERS-AT-LARGE²⁰

After all Officer positions have been filled, the President will open nominations to Members-at-Large positions.

Members-at-Large positions will be elected under the same nomination, campaign, and balloting procedures under which Officer positions are elected.

In December, the terms of the Special Events Coordinator and Fall Mainstage Producer should expire and thus be up for election. In May, the terms of Marketing Director, Outreach Coordinator, and Spring Mainstage Producer should expire and thus be up for election. If an Executive Board Member-at-Large steps down from a position normally not expiring at the specific election, since they have run and been elected to a new position on the Executive Board, or for any other reason, their tide will then be up for election, but the person filling that position will only serve a six-month term. This system gives continuity to the Executive Board.²¹

ARTICLE VIII - VERIFICATION OF VALIDITY

All ballots must be kept by the Election Secretary for a period of 24 hours, during which time they may be examined by any current or former Member of the Executive Board and at the end of which time they will be destroyed.

ARTICLE IX - ASSUMPTION OF OFFICE

Those persons elected at a regularly scheduled election meeting should be installed at an Executive Board Meeting to be held no later than seven (7) days not including academic holidays after the election meeting.

²⁰ Before Members-at-Large positions had specified duties, two Members-at-Large were elected each semester to serve one year terms. Both positions were filled during one vote, where the two nominees with the highest numbers of votes were elected.

²¹ Created in the 2016 fall elections, the position of Outreach Coordinator will serve a six-month term until it can be annually elected beginning in the 2017 spring election cycle for a full year-long term.

ARTICLE X - SPECIAL EXECUTIVE BOARD ELECTIONS

Whenever a member of the Executive Board resigns, becomes incapacitated, or is removed from office by the procedure outlined in Article VII of the Constitution, the President or Vice President must call a meeting of the Producing Membership to elect a new Board Member. Such a meeting must be called for a date no more than ten (10) days after the vacancy occurs; in the interim, the President may with the advice and consent of the Executive Board appoint a Producing Member to fill the vacant post in a temporary capacity. This appointed Board Member has all the rights, privileges, and responsibilities of any regularly elected Board Member except term of office.

Only Producing Members are eligible to run for Board seats in a special election. Elections are conducted in accordance with these articles.