

JUNE 2021



# UPSTAGE

# BUSINESS PLAN

BLACK MOUNTAIN,  
NORTH CAROLINA

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Nonprofit Arts Organizations  
June 2021  
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## 01

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**01**

# **EXECUTIVE SUMMARY**

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## EXECUTIVE SUMMARY

Upstage is a not for profit organization that's purpose is to establish a creative incubator for both artists and non-artists. Their goal is to generate unconventional theater productions for the members of the Black Mountain community. By including community members to create the productions and performing in them, we are offering opportunities for people to participate in all aspects of a theater production.

A creative team will be established to begin the process of our first production, an Escape Room Dinner Theater. Once they have designed the show/game, volunteers from the community, high school, and local colleges will be the performers in the show. Partnering with a local restaurant, audience members will pay a ticket price to either play or watch the show. From there on, they will enjoy a delicious meal and an ever changing round of an Escape room.

While the production of our first show is in full swing, another creative team will be established to start on the next one. It is important to us to provide evolving and out of the box performing arts so the members of the Black Mountain community will stay engaged with arts.

Through different marketing tactics, Upstage will become a popular weekend event for both community members and tourists. Also, Upstage will be financed through ticket sales, merchandise sales, membership subscriptions, donations, grants, etc.



**03**

# **MISSION, VISION, GOALS STATEMENT**

## 04

## MISSION STATEMENT

Upstage is a nonprofit organization that exist to foster a culture for Black Mountain community members to imagine, create, and participate in unconventional theater productions.

## VALUES STATEMENTS

- Develop quality content
- Provoke community engagement
- Develop original content
- Inspire artistic expression
- Instill an innovative way of thinking
- Provide unconventional entertainment

## VISION STATEMENT

### Creative Process

Building an inclusive space for all people, artistic or not, to fulfill their need to create and innovate, or to perform and organize is Upstage's top priority. We want to involve minds of all types to participate in the whole creative process. To do this, we will spend the first year building relations with community members and then use those relations to start the creative process. We want to accumulate a pool of professionals that willingly participate in this process, with the goal of debuting our first production within the first two years.

### Performances

Phase two of our goal is to use the ideas from the creative team and bring them to life. As previously mentioned, we will be debuting our first production within the first two years. To accomplish a professional performance, we will be partnering with Black Mountain Center for the Arts, local colleges and high schools, and community members to be performers in the events. Year three will be focused on providing entertainment for the members of Black Mountain, North Carolina and the surrounding area. As we move into year four, we will begin our tourist campaign in hopes of bringing in new people to see the show and the community.

## 05

## GOALS

## YEAR ONE

- Build relationships with community members.
- Design fundraising and marketing plans.
- Establish board members.
- Establish creative team members and begin the process for first production
- Evaluation of year one

## YEAR TWO

- Enroll community members in our volunteer training program.
- Perform 'teasers' for the community to see what our show is about.
- Implement our annual, larger fundraiser.
- Start production of our first show by the end of the year.

## YEAR THREE

- Evaluation of year two.
- Apply for grants.
- Create a membership program.
- Start the process of getting a building.
- Implement our annual thank you event for staff, volunteers, and the community.
- Evaluation of year three.

## YEAR FOUR

- Acquire a building and create spaces within it to target Upstage's mission.
- Incorporate restaurant aspects into production.
- Implement marketing towards tourists.
- Start a new creative team for our second production.
- Evaluation of year four.

## YEAR FIVE

- Perform 'teasers' for a new show.
- Revamp our marketing plan for a new show.
- Start production for our second show.
- Apply for grants.
- Evaluation of year five.

## HOW UPSTAGE BENEFITS THE COMMUNITY

- Upstage will help Black Mountain's economy by providing unique entertainment that will bring in tourists, new and old, and spend more money in the town in general.
- It will create a space for both artists and non artists to collaborate and create something they can be proud of.
- Upstage will give community members or people in the surrounding areas an opportunity to participate in performing arts.
- It will provide a fun and safe place for people to come and enjoy dinner and a show.
- Culture raises community. The more collaboration in your community makes it better by providing places for people to collaborate. Upstage creates more opportunities for community members to collaborate in other areas of the town.





**07**

# **SWOT ANALYSIS**

## 08

# SWOT ANALYSIS

## INTERNAL STRENGTHS

- Motivated Board of Directors
- Passionate Creative Team
- Quality Productions
- Productions Interest Non Artistic Audience
- Loyal and Dedicated Staff and Members
- Interested Audience

## EXTERNAL OPPORTUNITIES

- Expanding within Black Mountain
- Expanding outside of Black Mountain
- Enhancing Community Relationships
- Untapped Donor Base

## INTERNAL WEAKNESSES

- Limited Donor Tracking Systems
- Creation of shows is dependent on locals, not professionals
- Limited Funds

## EXTERNAL THREATS

- Audience gets bored of show
- Increased Competition
- Audience prefers regular entertainment/dining

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# **ORGANIZATION OVERVIEW**

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# ORGANIZATION OVERVIEW

Upstage will start out being run out of the President's home where they will host monthly meetings for the Board of Directors. The Board will have eight permanent positions, the President, Vice President of Marketing, Vice President of Finance, Vice President of Operations, Executive Director, Chairman, Secretary, Treasurer, and will consist of eleven members. Within these meetings, we will create and utilize committees that will complete the tasks set forth by our goals, mission and vision statements. There will be permanent committees set up for marketing, community outreach, creation of shows, and event coordination. When needed, there will be temporary committees formed to complete specific tasks.

## INCORPORATION PAPERS

See Appendix A

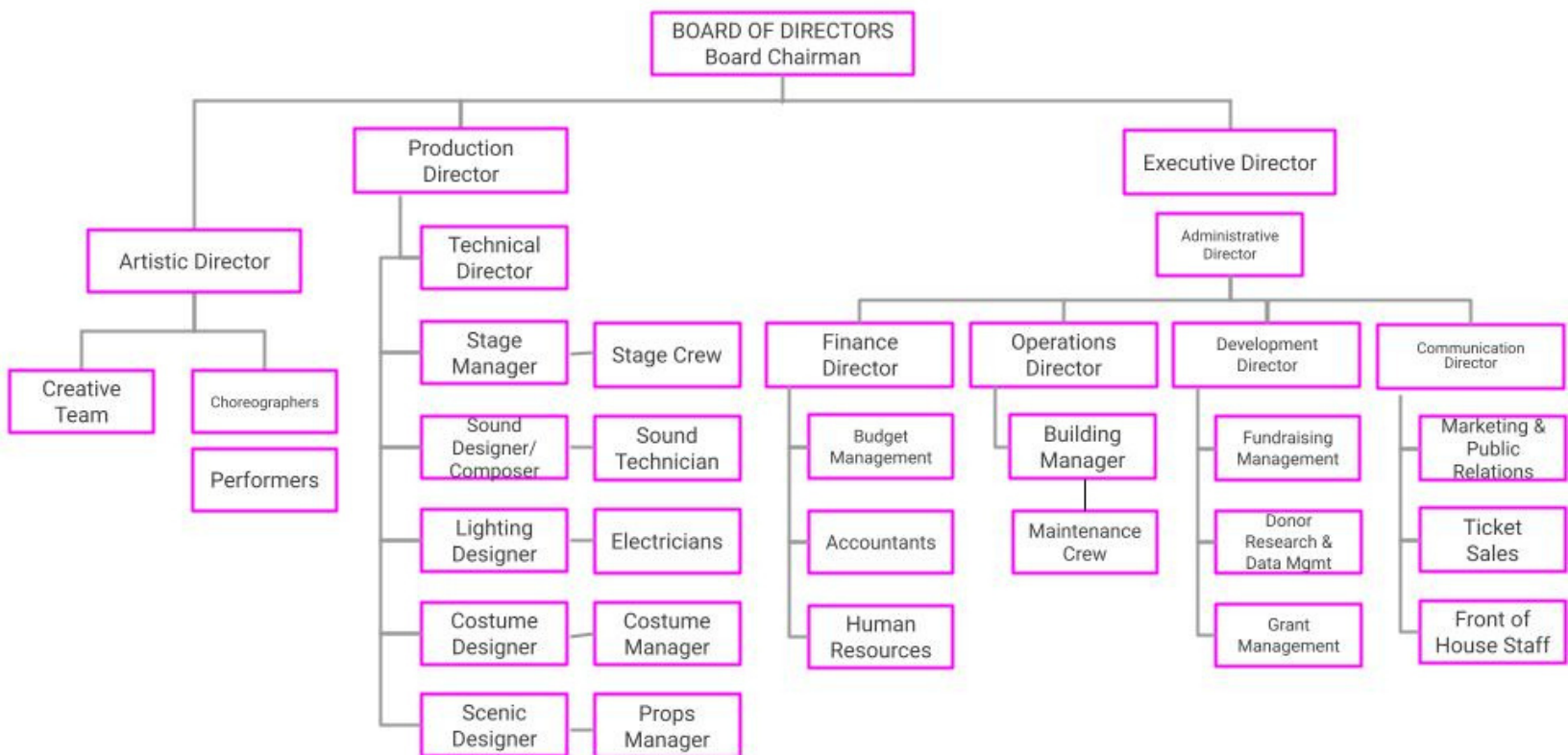
## BYLAWS

See Appendix B



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# ORGANIZATIONAL CHART



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# MARKET ANALYSIS & MARKETING PLAN

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## BLACK MOUNTAIN DEMOGRAPHICS

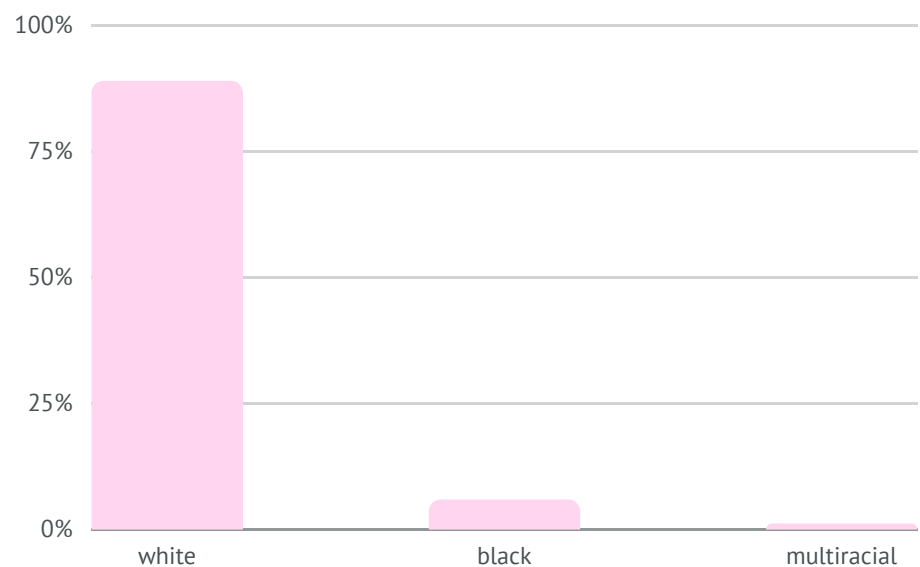
Population: 8137

Median Age: 52.9

Median Household Income:\$45,573

### Preexisting Arts Organizations

- Swannanoa Valley Fine Art League
- Black Mountain Center for the Arts
- Red House Studios and Gallery
- Etc.



Diversity Breakdown

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# UPSTAGE MEMBERSHIP

Upstage will incorporate a three tiered membership opportunity. To become a member, they will need to pay an initiation fee. This will be whatever the future member is willing and able to donate. After that, the amount that they donate annually will dictate which membership tier will belong to.

Members will be allowed to vote in our annual end of the year meeting that discusses the past and plans for the future. They will also be invited to a Members Only Banquet and be the first people allowed to see our new productions.

tier one	\$1-\$250
tier two	\$251-\$500
tier three	\$501-\$1000



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# MARKETING PLAN

## YOUNGER DEMOGRAPHIC

- Instagram, Twitter and YouTube accounts will be set up for our younger demographics.
- We will sponsor a little league baseball team and get promotion by the spectators seeing our shirts and banners.

## OLDER DEMOGRAPHIC

- Facebook and LinkedIn accounts will be set up for our older demographics.
- Before events or productions, we will either be asked to be on the news or we will buy a small advertisement slot.

## EVERYONE

- A monthly newsletter will be sent out to all members, people who have volunteered with us, or anyone who signed up for it. It will be available through email or regular mail.
- Billboard in a popular area to get attention.
- Before events or productions, we will either be asked to be on the radio or we will buy a small advertisement slot.
- Before events or productions, we will mail out promotions to all of our members, people who have volunteered with us, or anyone who signed up to be on our mailing list.
- We will create a frequent buyer program for people who often buy tickets to our shows.
- We will partner with local business(s) to help advertise for each other's events.

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# **OPERATIONS PLAN**

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# OPERATIONS PLAN

## BEFORE PRODUCTIONS BEGIN

### Daily

- Administrative tasks
- Marketing tasks
- Planning for first production and fundraising events

### Weekly

- Brief, all staff meeting to discuss weekly goals
- Monitor progress of donations, grants, and other funds

### Monthly

- Board of Directors meetings

## AFTER PRODUCTIONS BEGIN

### Daily

- Planning for new productions
- Monitoring ticket sales

### Weekly

- Productions Friday and Saturday nights
- Performers rotate each weekend
- One quick rehearsal before the weekend

### Monthly

- Board of Directors meetings
- Update member/donor contact sheets

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# JOB DESCRIPTIONS

## BOARD OF DIRECTORS

The Board of Directors will be a volunteer based group that is the governing body for Upstage. They will be in charge of making decisions and overseeing the success of our programs and productions. We would like our Board of Directors to be a wide range of people that are passionate and committed to Upstage's mission. Specific skills in marketing, finances, public relations, fundraising, and performing arts are what we are looking for in our Board of Directors.

## VOLUNTEERS

Upstage will need many various types of volunteers to help make our organization work. We want to find people who are interested in their community and who are committed to provided the people of Black Mountain with an outlet for creativity and entertainment. Different volunteer positions will have varying commitment levels to satisfy their wants. Additional, more specific details about the volunteers position will be given them prior to their start date.

## CONTRACT LABOR

On various occasions, there may be a need for Upstage to contract labor from an outside source. If/When this occurs, the contract laborers will be held to our staff handbook and further details will be discussed when the contract is rendered.

## EMPLOYEE POLICY HANDBOOK

See Appendix C

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# **FINANCIAL PLAN**

# FINANCIAL PLAN

Upstage will receive donations through

- Board of Directors Contribution (\$250 per director)
- Member Initiation Fee (Whatever they are willing and able to give)
- Member Annual Fee (Whatever they are willing and able to give)
- Individual Donations (Can be donated at any time or during our fundraising events)
- Corporate Donations (Can be donated at any time or during our fundraising events)
- Grants (We will apply for as many grants as reasonably possible)

It is our hope that donors or corporations would be so gracious to donate the funds to cover the total or partial costs of events and productions.

Upstage has \$3,000 leftover from our Year 2 Budget. This will be a great contribution to kickstart the beginning of our third year.



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# YEAR THREE BUDGET

## Upstage Budget Year 3

### INCOME

#### Earned

	Game Participant Ticket	\$1,125
	Viewer Ticket	22,500
	Merchandise Sales	1000
Subtotal		24,625

#### Contributed

	Board of Director Contribution	2,750
	Member Initiation Fee	1,000
	Member Annual Fee	7,000
	Individual Donation	4,000
	Corporate Donation	8,000
	Special Events	5,000
	Grants	5,000
Subtotal		32,750

Total 57,375

### EXPENSES

#### Administrative Expenses

	Administrative Expenses	5,000
Subtotal		5,000

#### Board of Directors Retreat

	Cabin	2000
	Food	500
Subtotal		2500

#### Members Only Banquet

	Venue	500
	Food	500
	Decorations	300

Subtotal 1,300

#### Annual Fundraising Event

	Venue	1,000
	Food	1,000
	Decorations	700
Subtotal		2,700

#### Special Event

	Venue	1,000
	Food	1,000
	Decorations	1,000
	Lighting	500
	Sound	500
Subtotal		4,000

#### End of the Year Meeting

	Venue	500
	Food	500
Subtotal		1,000

#### Production

	Props	500
	Set pieces	2,000
	Costumes	1,000
	Lighting	1,000
	Sound	1,000
Subtotal		5,500

#### Advertisements

	Little League Sponsorship	100
	Television Advertisement	1,000
	Radio Advertisement	1,000
	Billboard Advertisement	3,000
	Monthly Newsletter	2,000
	Mail Outs	2,000
Subtotal		9,100

#### Building Rental

	Building Rental	15,000
Subtotal		15,000

#### Cushion

	Cushion	5,000
Subtotal		5,000

Total 51,100

Variance 3,000 (roll over from year 2) + 57,375 - 51,100 = 9,275

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# EVAULATION PLAN



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# EVALUATION PLAN

## BOARD OF DIRECTORS RETREAT

Each year, in March, the Board of Directors will go on a retreat for the weekend to a nearby cabin. There we will discuss similar things as the end of the year meeting, but topics that do not need members' approval. This will also be a chance to reward our Board of Directors for all the hard work they are putting into Upstage and a way to show our gratitude.

## END OF THE YEAR MEETING

At the end of the fiscal year, Upstage will hold its annual end of the year meeting/evaluation. All Board members will be required to attend and all other members are highly encouraged to attend and share their opinions. Within this meeting we will discuss how things went in the past year, what we need to change, and things to start thinking about for the future. Members will also be allowed to vote in there is to be a change of bylaws.

### AGENDA

- Review of key objectives and critical success factors
- How did we do?
- Organizational overview
- Top issues facing company
- Review of progress against prior goals
- Revenue and profit
- Key sending areas
- Headcount
- Goals ofr next year



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# WHY WILL UPSTAGE BE SUCCESSFUL?

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# WHY WILL UPSTAGE BE SUCCESSFUL?

The whole point of performing arts is to bring emotion, entertainment, and an escape to all people who choose to watch.

Upstage will be successful because it will do just that. Going to see a performance is not something that not everyone will love to do. By coming up with unconventional theater performances, the audience members may not even realize that the event they are at is actually exposing them to performing arts. By deciding to incorporate artistic and non artistic people into the creation process, Upstage is opening the door of performing arts to many people who may never have given it a chance.

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# APPENDIX



*Instructions for Completing Articles of Incorporation*  
**Nonprofit Corporation**  
*(Form N-01)*

- Item 1** Enter the complete and accurate corporate name for the nonprofit corporation. The name may include a corporate ending.
- Item 2** Charitable or religious corporation" means any corporation that is exempt under section 501(c)(3) of the Internal Revenue Code of 1986 or any successor section, or that it is organized exclusively for one or more of the purposes specified in section 501(c)(3) of the Internal Revenue Code of 1986 or any successor section and that upon dissolution shall distribute its assets to a charitable or religious corporation, the United States, a state or an entity that is exempt under section 501(c)(3) of the Internal Revenue Code of 1986 or any successor section. Place a checkmark in item 2 if the proposed nonprofit corporation intends to seek exemption under Section 501(c)(3) of the Internal Revenue Code.
- Item 3** Enter the name of the initial registered agent. The registered agent must be either an individual who resides in North Carolina; a domestic business corporation, nonprofit corporation, or limited liability company whose business office is identical with the registered office; or a foreign corporation, nonprofit corporation or limited liability company authorized to transact business in North Carolina whose business office is identical with the registered office.
- Item 4** Enter the complete street address of the registered agent's office located in North Carolina and the county in which it is located. Enter the complete mailing address of the registered office only if mail is not delivered to the street address stated in Item 5 or if you prefer to receive mail at a P. O. Box or Drawer.
- Item 5** Enter the name and business address of each incorporator.
- Item 6** Indicate by checking either (a) or (b) if the nonprofit entity will or will not have members.
- Item 7** **Attach the provisions for the nonprofit regarding the distribution of assets upon dissolution. Form N-14 has sample provisions for your use as a guide.**
- Item 8** Other provisions may address the purpose of the corporation, the limitation of liability, etc. per statutes in Chapter 55 of the North Carolina General Statutes.
- Item 9** Enter the principal office telephone number and the complete street address of the principal office and the county in which it is located. If mail is not delivered to the street address of the principal office or if you prefer to receive mail at a P.O. Box or Drawer, enter the complete mailing address of the principal office.
- Item 10** **(Optional):** This field is being provided in order to assist business entities in identifying its company officials and complying with Federal banking regulations.
- Item 11** **(Optional):** The Department offers a free voluntary notification system for which you may choose to participate. If you would like to receive this free service, please provide a business e-mail address in the space provided. Your participation will not result in your e-mail address being viewable on our website. Participation will help us to prevent identity theft in the event an unauthorized person submits a fraudulent document for filing in the name of the business entity.
- Item 12** The document will be effective on the date and at the time of filing, unless a delayed date or an effective time (on the day of filing) is specified. If a delayed effective date is specified without a time, the document will be effective at 11:59:59 p.m. on the day specified. If a delayed effective date is specified with a time, the document will be effective on the day and time so specified. A delayed effective date may be specified up to and including the 90<sup>th</sup> day after the day of filing.

**Date and Execution**

Enter the date the document was executed.

In the blanks provided enter:

- The name of the entity executing the Articles of Incorporation; if an individual, leave blank.
- The signature of the incorporator or representative of the incorporating entity.
- The name of the incorporator or name and title of the above signed representative

State of North Carolina  
Department of the Secretary of State

ARTICLES OF INCORPORATION  
NONPROFIT CORPORATION

Pursuant to §55A-2-02 of the General Statutes of North Carolina, the undersigned corporation does hereby submit these Articles of Incorporation for the purpose of forming a nonprofit corporation.

1. The name of the nonprofit corporation is: Upstage.

2. ☐ (Check only if applicable.) The corporation is a charitable or religious corporation as defined in NCGS §55A-1-40(4).

3. The name of the initial registered agent is: Annalesa Johnson.

4. The street address and county of the initial registered agent's office of the corporation is:

Number and Street: 1234 Anna Lane

City: Black Mountain State: NC Zip Code: 28711 County: Buncombe

The mailing address *if different from the street address* of the initial registered agent's office is:

Number and Street or PO Box: \_\_\_\_\_

City: \_\_\_\_\_ State: NC Zip Code: \_\_\_\_\_ County: \_\_\_\_\_

5. The name and address of each incorporator is as follows:

Name	Address
<u>Annalesa Johnson</u>	<u>1234 Anna Lane, Black Mountain, NC 28711</u>
_____	_____
_____	_____

6. (Check either "a" or "b" below.)

a. ☒ The corporation will have members.

b. ☐ The corporation will not have members.

7. Attached are provisions regarding the distribution of the corporation's assets upon its dissolution.

8. Any other provisions which the corporation elects to include are attached.



9. The street address and county of the principal office of the corporation is:

Principal Office Telephone Number: (402)604-5013

Number and Street: 1234 Anna Lane

City: Black Mountain State: NC Zip Code: 28711 County: Buncombe

The mailing address *if different from the street address* of the principal office is:

Number and Street or PO Box: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip Code: \_\_\_\_\_ County: \_\_\_\_\_

10. **(Optional):** Listing of Officers (See instructions for why this is important)

Name	Address	Title
Annalesa Johnson	1234 Anna Lane	Founder

11. **(Optional):** Please provide a business e-mail address: annaesarjohnson@gmail.com.

The Secretary of State's Office will e-mail the business automatically at the address provided at no charge when a document is filed. The e-mail provided will not be viewable on the website. For more information on why this service is being offered, please see the instructions for this document.

12. These articles will be effective upon filing, unless a future time and/or date is specified: \_\_\_\_\_

This is the 10 day of June, 20 21.

Upstage

Incorporator Business Entity Name

*Annalesa Johnson*  
Signature of Incorporator

Annalesa Johnson

Type or print Incorporator's name and title, if any

NOTES:

1. Filing fee is \$60. This document must be filed with the Secretary of State.

AMENDED AND RESTATED BYLAWS  
OF  
UPSTAGE INCORPORATED

June 14, 2021

ARTICLE I

NAME AND PURPOSES

1.1 Name. The name of this corporation is “Upstage Incorporated”

1.2 Purposes. The Corporation is organized and operated exclusively for inclusive, charitable, entertaining, and community based purposes provided in the Certificate of Incorporation.

1.3 Restrictions. At no time, either on dissolution or prior to dissolution, shall any part of the funds or assets of the Corporation inure to the benefit of any private individual, nor be used for the purpose of carrying on propaganda or otherwise attempting to influence legislation, except as may be permitted by law and the Internal Revenue Code of 1986, as amended, (the “Code”) or corresponding provisions of any subsequent federal tax laws (all references herein to the Code shall include reference to any corresponding provisions of any subsequent federal tax laws). The Corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

1.4 Charitable Activities. The Corporation shall carry on those activities permitted to be carried on by a charitable organization as described in Section 501(c)(3) of the Code.

ARTICLE II

OFFICES

2.1 Principal Office. The principal office of the Corporation shall be located in Black Mountain, North Carolina. The Board of Directors may establish such offices as the business of the Corporation requires.

2.2 Registered Office. The Corporation shall have and continuously maintain a registered office in North Carolina and a registered agent whose office is the same as the registered office.

ARTICLE III

BOARD OF DIRECTORS

3.1 Powers. The Board of Directors shall be the members of the Corporation and shall manage and direct the business and affairs of the Corporation. The directors shall have all powers and authority provided in the Certificate of Incorporation and permitted by law.



## APPENDIX B: BYLAWS

3.2 Number; qualifications. The number of directors that will constitute the entire Board shall be determined by the directors, but shall not be less than three (3) nor more than thirty (30).

3.3 Election; Terms. The Members shall elect directors at the annual meeting of the Members by ballot from a list of qualified persons whose names are submitted as nominees by the committee authorized to submit nominations. Directors shall serve for terms of three (3) years each and until their successors are elected and have qualified. The Board of Directors shall be divided into three (3) classes, as nearly equal in number as possible, with the terms of approximately one-third of the directors expiring each year. Directors shall serve until their successors are duly elected and qualified or until the director's earlier death, resignation or removal. A director may serve a maximum of two consecutive full three-year terms. A director may serve for additional terms after a one-year absence from the Board.

3.4 Vacancies. If a vacancy results from the resignation, removal or other inability or incapacity of a director, the remaining directors shall fill the vacancy. A director so chosen shall be elected to serve for the remainder of term of the director whose position had become vacant.

3.5 Removal Resignation. The Board may remove a director with or without cause by a majority vote of the entire Board of Directors. A director may resign by submitting a notice of resignation in writing to the President, the Chairman, or the Executive Committee. The resignation is effective upon receipt, unless otherwise stated in the notice.

3.6 Advisory Directors. The Board may appoint one or more additional persons to serve as Advisory Directors of the Board. Advisory Directors may be entitled to any or all of the rights and privileges of directors, as determined by the directors, but shall not vote, serve as officers or be counted in determining whether a quorum is present.

3.7 Regular Meetings. The Board shall hold an annual meeting during the first quarter following the end of each fiscal year of the Corporation for the purpose of electing directors and officers and transacting any other business that may properly come before the meeting. The Board may hold additional regular meetings without call or notice as such place and time as the Board may determine by resolution of the Board, but in the absence of a resolution, shall be held upon call by the Chairman or a majority of directors.

3.8 Special Meetings. The Chairman of the Board or a majority of directors then in office may call special meetings. Notice of a special meeting shall be given to each director at least three days before the meeting. The notice shall set forth the time and place of the meeting but need not, unless otherwise required by law, state the purposes of the meeting. A majority of the directors present at any meeting may adjourn the meeting without notice, other than announcement at the meeting.

3.9 Place of Meetings. The Board may hold meetings at such places as the Board may determine or as may be specified in the call of any meetings.

## APPENDIX B: BYLAWS

3.10 Quorum and Voting. A majority of the total number of directors, excluding any vacancies, present in person, shall constitute a quorum for the transaction of business at any meeting of the Board. Board members may not vote by proxy. Except as otherwise specified in these Bylaws, the act of a majority of directors present in person at a meeting at which a quorum is present shall be the act of the Board of Directors.

3.11 Presence at Meeting. Members of the Board of Directors or of any Board committee may participate in a meeting of the Board or committee by means of conference telephone or similar communications equipment, provided that all persons participating in the meeting can hear each other. Such participation shall be considered to be present in person at the meeting.

3.12 Action Without Meeting. Any action required or permitted to be taken at any meeting of the Board of Directors or of any Board committee, may be taken without a meeting if all members of the Board or such committee, as the case may be, consent to the action in writing, and the written consent is filed with the minutes of the proceedings of the Board or committee.

3.13 Compensation. The Corporation shall not pay any stated compensation to directors for their service as directors. Upon resolution of the Board, the Corporation may reimburse directors for the actual and reasonable expenses incurred in attending any meeting of the Board or of any committee.

### ARTICLE IV

#### OFFICERS AND EMPLOYEES

4.1 Election. At each annual meeting the Board shall elect such officers as may be necessary to enable the Corporation to sign instruments that comply with the North Carolina General Corporation Act. Officers may include a Chairman of the Board, President, Executive Director, one or more Vice Presidents, a Secretary, and a Treasurer. The same person may hold two or more offices.

4.2 Terms, Removal and Vacancies. The officers shall hold office for a term of one year and until their successors are duly elected and qualified. All officers shall serve at the pleasure of the Board. The Board may remove any officer at any time whenever in its judgment removal would serve the best interests of the Corporation. The Board of Directors shall fill a vacancy in any office.

4.3 Chairman of the Board. The Chairman of the Board shall preside at all meetings of the Board and committees of which they are a member. The Chairman shall have such powers and perform such duties as the Board of Directors may authorize.

4.4 President. The Board of Directors shall select the President, who may also serve as Chairman of the Board. The President shall be subject to the direction of the Board of Directors and shall perform such duties as may be assigned by the Board. The responsibilities of the President shall include acting as a representative of the Corporation to the public as well as to the governmental and voluntary organizations. The President shall have

## APPENDIX B: BYLAWS

power to execute deeds, mortgages, leases and contracts or other instruments of the Corporation, except where the signing and execution shall be expressly delegated by the Board of Directors or by the President to some other officer or agent of the Corporation. The President shall in general have all other powers and perform all duties incident to the position of President of a non-profit corporation.

4.5 Executive Director. The Executive Director shall serve as chief executive officer, shall be subject to the direction of the Board of Directors, and shall perform such duties as may be assigned by the Board of Directors. The Executive Director shall (a) have the overall supervision of the business of the Corporation and shall direct the affairs and policies of the Corporation, subject to any directions which may be given by the Board of Directors; (b) have authority to designate the duties and powers of officers and delegate special powers and duties to specified officers, so long as such designations are not inconsistent with these Bylaws or action of the Board of Directors; (c) assure that the Corporation conforms with the requirements of authorized regulatory and inspecting agencies; (d) oversee compliance with the laws and regulations of federal, state and local governmental authorities; (e) carry out all policies and procedures established by the Board of Directors; and (f) in general, have all other powers and perform all other duties incident to the chief executive officer of a corporation and such other powers and duties as may be prescribed by the Board of Directors. The responsibilities of the Executive Director shall include acting as a representative of the Corporation to the public as well as to governmental and voluntary organizations and reporting to the Board of Directors on the performance of corporate functions. The Executive Director, in addition to the President, shall have power to execute deeds, mortgages, leases and contracts or other instruments of the corporation, except where the signing and execution shall be expressly delegated by the Board of Directors or by the president or Executive Director to some other officer or agent of the corporation. The Executive Director, in general, shall have all other powers and shall perform all other duties as may be prescribed by the Board of Directors.

4.6 Vice President. A Vice President shall perform such duties as the Board of Director or the President may assign. In the absence or inability to act of the President, the Vice President (or if there is more than one Vice President, in the order designated by the Board and, absent such designation, in the order of their first election to that office) shall perform the duties and discharge the responsibilities of the President.

4.7 Secretary. The Secretary shall keep corporate records and shall give notice of, attend, and record minutes of meetings of members and directors. The Secretary shall, in general, perform all duties incident to the office of secretary and such other duties as the Board of Directors, the Chairman or the President may assign.

4.8 Treasurer. The Treasurer shall be responsible for developing budgets and reporting to the Board on the financial affairs of the Corporation. The Treasurer shall also perform such duties as the Board of Directors, the Chairman or the President may assign.

4.9 Compensation. The Corporation shall not pay any stated compensation to directors for their services as officers.

5.1 Appointment of Members. The Chairman of the Board shall appoint members and chairs of all committees, other than the Executive Committee. Each committee may consist of one or more of the directors of the Corporation and have such name or names as may be determined by the Board. The Board may designate one or more directors as alternate

members of any committee who may replace any absent or disqualified member at any meeting of the committee. Any committee, to the extent provided in a resolution of the Board, shall have and may exercise the authority of the Board of Directors in the management of the business and affairs of the Corporation and may generally perform duties and exercise authority as may be directed or delegated by the Board of Directors. Each committee shall regularly report to the Board of Directors as and when required. The Chairman may appoint persons who are not directors to serve as members of a committee, as long as the powers and authority of the Board have not been delegated to that committee.

5.2 Standing Committees. The Board of Directors may designate standing committees with such duties and powers as it may provide in order to carry out the programs and purposes of the Corporation.

5.3 Executive Committee. The Executive Committee shall consist of the President, Vice President, Secretary, Treasurer, and immediate past President of the Board of Directors. The Executive Committee may meet at stated times or on notice to all of its members. During intervals between meetings of the Board of Directors, the Executive Committee shall generally perform such duties and exercise such powers as may be directed or delegated by the Board of Directors. The Board of Directors may delegate to the Executive Committee authority to exercise all of the powers of the Board.

5.4 Other Committees. The Board, by resolution, may establish other committees as it deems necessary, consistent with the provisions of these Bylaws. A committee shall limit its activities to the accomplishment of the task for which it is appointed, and the committee shall not have authority to act except as specifically conferred by the Board of Directors. Upon completion of the task for which appointed, the committee shall stand discharged.

5.5 Term. Each member of a committee shall continue as a member until the next annual meeting and until a successor is appointed, unless the committee to which the member belongs is sooner discontinued by the Board of Directors or unless the member dies, resigns or is removed as a committee member by the Board of Directors.

5.6 Committee Meeting. Committee meetings may be held at such places as each committee may determine or as may be specified in the call of any meetings. The Chairman of the committee shall arrange for written notice of the time and place of the meeting to be given to members of the committee at least three days prior to the meeting. Business to be transacted at any regular meeting of the committees shall not be limited to the matters set forth in the notice of meeting. The attendance of any committee member at any meeting shall constitute a waiver of notice of the meeting.

5.7 Quorum. A majority of the committee members present in person shall constitute a quorum for the transaction of business at any meeting of the committee.

## APPENDIX B: BYLAWS

5.8 Action Without Meeting. Any action required or permitted to be taken at any meeting of any Board committee, may be taken without a meeting if a majority of the members of the committee consent to the action in writing, and the written consent is filed with the minutes of the proceedings of the committee.

5.9 Vacancies. The Chairman shall appoint persons to fill vacancies on committees resulting from the resignation, removal, or other inability or incapacity of a member. A member so appointed shall serve for the remainder of the unexpired term.

### ARTICLE VI

#### INDEMNIFICATION

6.1 Advancement of Expenses. The Corporation may pay the expenses incurred by an officer or director in defending a civil or criminal action, suit or proceeding in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of the director, officer, employee or agent to repay such amount if it shall ultimately be determined that they are not entitled to be indemnified by the Corporation as authorized herein. The Corporation may pay the expenses incurred by former directors or officers or other employees and agents upon such terms and conditions as the Corporation deems appropriate.

6.2 Insurance. The Corporation may purchase (upon resolution duly adopted by the Board of Directors) and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, trustee, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him and incurred by them and incurred by them in any such capacity, or arising out of their status as such, whether or not the Corporation would have the power to indemnify him against such liability.

### ARTICLE VII

#### GIFTS, DONATIONS, CONTRIBUTIONS

8.1 Gifts. The Corporation may accept gifts, donations, contributions, grants, pledges, assignments, and other transfers of property from individuals, corporations, other charitable organizations, other entities, and governmental agencies and authorities. The Board of Directors Corporation may establish policies, rules, guidelines and standards applicable to gifts, including terms and conditions applicable to the receipt, acceptance, and delivery of gifts; conditions, restrictions or limitations applicable to gifts of real estate, tangible property, stocks, bonds, or other investments; agreements with donors; agreements with agents or others having custody of funds or property, including agreements pertaining to contribution, investment, administration, use, management, possession, custody, delivery or other matters; and other terms, conditions, limitations, restrictions, and agreements.

8.2 Donor Restrictions. Donors may impose restrictions on gifts and contributions as provided in this Section, so long as the restrictions are in compliance with the Code and not inconsistent with the charitable purposes of the

## APPENDIX B: BYLAWS

Corporation and the policies, rules, guidelines and standards applicable to gifts established by the Board. Restrictions may relate to (a) the field of charitable purposes or particular charitable organization or purposes to be supported, (b) the manner of distribution, including the amounts, times and conditions applicable to payment, (c) the geographical limits or use of the gift, including use in or for areas outside of Black Mountain, (d) the memorial or otherwise, for a fund or for an addition to a fund, or anonymity for a gift, and (e) reasonable limits on or additions to investment powers of an agent or other person having custody of a gift for the Corporation.

- 8.3 Investments. The Corporation shall not required to maintain or invest funds separately unless
- (a) the donor imposes such a restriction at the time the donor makes the gift,
  - (b) it is necessary to do so in order to comply with or satisfy any other restriction imposed by the donor as to purpose or investment,
  - (c) it is necessary to prevent tax disqualification, or
  - (d) required by law

- 8.4 Donor Intent. The Corporation shall presume that each gift to, and fund of, the Corporation is intended
- (a) to be used only for purposes for which the Corporation is formed,
  - (b) to be used for such purposes and in such a manner as will not disqualify the deductibility of the gift for the donor for the donor for federal tax purposes and not disqualify the Corporation from exemption from federal income taxation and classification as a public charity.

### ARTICLE IX

#### GENERAL PROVISIONS

- 9.1 Notices. Unless otherwise provided by these Bylaws, notice may be given in writing and delivered personally, sent by United States mail postage paid, by facsimile or by electronic mail, and addressed to the individual to whom notice is being given at such address as appears on the records of the Corporation.

- 9.2 Waiver of Notice. A person entitled to notice under these Bylaws may waive the notice requirement by executing a written waiver.

- 9.3 Policy Against Discrimination. The Corporation shall not exclude from participation, deny benefits or services, or discriminate against any individual, on the basis of race, color, national origin, religion, sex or physical disability or impairment, under any program or activity it sponsors or conducts.

- 9.4 No Implied Rights. Nothing contained in these Bylaws is intended to confer any rights or benefits upon any individual or to confer any private right, remedy or right of action upon any person. These Bylaws are intended for internal corporate use only and solely for the governance of the internal affairs of the Corporation. No person may personally enforce any provision of these Bylaws, except as specifically provided.

- 9.5 Immunities. To the fullest extent permitted by law, directors shall not be liable in damages to the Corporation

ARTICLE IX  
AMENDMENTS

These Bylaws may be amended, repealed, restated, or new bylaws may be adopted in the manner provided in the Certificate of Incorporation and the North Carolina General Corporation Act.



**UPSTAGE**

# EMPLOYEE POLICY HANDBOOK

BLACK MOUNTAIN,  
NORTH CAROLINA

(123)456-7890

UPSTAGETHEATER.COM

UPSTAGETHEATER@GMAIL.COM

@UPSTAGETHEATER



**Acknowledgement of Receipt of Upstage's Employee Handbook**

I acknowledge that I have received a copy of Upstage's Employee Handbook. I understand that it is my responsibility to read, understand, and abide by all the policies within this Handbook.

I understand that this Handbook's purpose is to inform employees of Upstage's policies and procedures, and that it is not a contract of employment. This was not intended to create any contractual obligations. I also understand that Upstage has the right to change any policy or procedure in this Handbook at any time and it will be my responsibility to understand this update and abide by it.

\_\_\_\_\_  
*Signature*

\_\_\_\_\_  
*Date*

\_\_\_\_\_  
*Full Name (please print)*

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## **Introduction & Orientation**

### **Welcome to Upstage!**

Upstage was founded in 2021 and has been serving the public of Black Mountain, North Carolina ever since! We are looking for interns, high school students, newcomers, retirees, and anyone else who wants to use their time to give back. Upstage is immensely grateful for your decision to volunteer with us!

### **Our Mission**

Upstage is a nonprofit organization that exists to foster a culture for Black Mountain community members to imagine, create, and participate in unconventional theater productions.

### **Our Vision**

#### **Creative Process**

Building an inclusive space for all people, artistic or not, to fulfill their need to create and innovate, or to perform and organize is Upstage's top priority. We want to involve minds of all types to participate in the whole creative process. To do this, we will spend the first year building relations with community members and then use those relations to start the creative process. We want to accumulate a pool of professionals that willingly participate in this process, with the goal of debuting our first production within the first two years.

#### **Performances**

Phase two of our goal is to use the ideas from the creative team and bring them to life. As previously mentioned, we will be debuting our first production within the first two years. To accomplish a professional performance, we will be partnering with Black Mountain Center for the Arts, local colleges and high schools, and community members to be performers in the events. Year three will be focused on providing entertainment for the members of Black Mountain, North Carolina and the surrounding area. As we move into year four, we will begin our tourist campaign in hopes of bringing in new people to see the show and the community.

Develop quality content	Provoke community engagement
Develop original content	Inspire artistic expression
Instill innovative ways of thinking	Provide unconventional entertainment

## General Policies

### Record Keeping

We ask that all volunteers keep a record of all the hours that they work for Upstage. We will send out a form each week for volunteers to fill out.

### Dress Code

Wear what makes you comfortable! Events like annual fundraisers and special events we would prefer formal attire. Rehearsals for shows will require clothes and shoes safe for moving/dancing. At times, you may be required to wear an Upstage t-shirt, which will be provided.

Unless considered a safety hazard, the choices below are left to the individual volunteers' judgement

- Haircut, style, color
- Tattoos, piercings, and other body art
- Religious & culture-specific attire and jewellery

### Social Media

Volunteers are highly encouraged to interact with Upstage on social media! Find us on Facebook, Instagram, Twitter, LinkedIn, and Youtube at UpstageProductions.

### Cancellation

If you are no longer able to fulfill a commitment for any reason, please contact your supervisor as soon as possible, so that we can fill your position.

### Orientation

All volunteers are required to attend orientation or training that is relevant to the position they will be fulfilling. Contact your supervisor to get this scheduled.

Our organization is a drug and alcohol free workplace. Upstage prohibits the use, possession, sale or trade of illegal drugs, other controlled substances, alcohol, and use of any tobacco products and e-cigarettes at the workplace, including any place where you might be representing Upstage. Alcohol may be provided through a cash bar at certain events, but only employees of legal age will be able to consume.

## **Workplace Violence & Harassment Prevention**

### **Discrimination, Harassment, Violence**

Plain and simple, discrimination, harassment, or violence is never accepted at any Upstage event or workday, no matter what.

Volunteers are encouraged to place good faith complaints without fear of repercussion. Complaints will be kept confidential and taken care of immediately.

It is our highest priority to keep Upstage a safe and loving place for people to work.

## **Safety in the Workplace**

### **Emergency Procedure and Protocol**

During your orientation and training, you will review this topic. Volunteers will be provided with documents on emergency procedures and safety in your orientation packet.

### **Safety Policy Statement**

As previously mentioned, we want all of our volunteers and staff to feel completely safe at Upstage. As an organization we fully comply with the safety and health standards of the State of North Carolina and federal OSHA standards. If there is ever a time when a volunteer feels unsafe, please immediately inform a supervisor or manager.

### **Accident/Injury Incident Form**

Upstage asks that you perform all of your volunteer tasks safely. If there is ever a time when a volunteer feels unsafe performing a task, please let a supervisor or manager know and we will work on modifying the job.

Volunteers will be required to document accidents, as soon as reasonably possible, and report it to your supervisor.

### **Volunteer Thank You!**

THANK YOU! We do not have enough words to express how much your time means to us. Because of your volunteering acts, we are able to continue to provide unconventional theatre productions for the community.