

RESOLUTION AMENDING THE BYLAWS OF SHAKESPEARE IN THE RUINS INC.

WHEREAS SHAKESPEARE IN THE RUINS INC. wishes to amend their bylaws, enacted in March 1993 and most recently amended in December 2010 (the “Bylaws”) **NOW THEREFORE BE IT RESOLVED that within the Bylaws:**

1. That all references to “Artistic Ensemble members” and all references to “Artistic Ensemble” be replaced with “Artistic Associates”;
2. That all references to “Artistic Chair” be replaced with “Artistic Director”;
3. That all references to “Administrator” be replaced with “General Manager”;
4. That all references to “President” and “Vice-President” be replaced with “Chair” and “Vice-Chair” respectively;
5. That section 2.01(i) be deleted and replaced with: “Those who are interested in and have supported the objects of SIR as defined by the Executive Committee of the Board of Directors (herein the Community members).
6. That section 2.01(ii) be deleted and replaced with: “Artistic/Technical Associate members as selected from time to time by the Artistic Director and the current Artistic/Technical Associates, and are defined as the group of individuals who are recognized for their expertise, commitment and contribution to Shakespeare in the Ruins.”;
7. That section 2.01(iii) be deleted;
8. That section 2.04(ii) be deleted and replaced with: “Artistic Associate members as defined in paragraph 2.01(ii) herein who shall hold a minimum of 1 and a maximum of 4 positions on the Board of Directors.”;
9. That the reference to “3.01” in section 2.05 be replaced with “3.02”;
10. That the reference to “2.07” in section 2.08(ii) be replaced with “2.04”;
11. That the reference to “2.07(i)” in section 2.08(iii) be replaced with “2.08”;
12. That the reference to “2.09(ii) herein” in section 2.08(iv) be replaced with “2.09”;
13. That the references to “4.03” in sections 4.04 and 4.06(iii)(b) be replaced with “4.02”;
14. That in section 5.02(vi)(c) the words “by a show of hands” be deleted;
15. That section 5.01(xi) be added to read “To delegate any powers or abilities in paragraph 5.01 to any employee of the Organization.”;
16. That in section 7.02(i), the words “At least one member of the Executive Committee shall be an Artistic Ensemble member.” be deleted;

17. That in section 8.02, the word “chief” be deleted and replaced with “senior”;
18. That section 8.04(v) be added to read “To delegate any powers or abilities in paragraph 8.04 to any Member of the Organization.”;
19. That section 8.05(iv) be added to read “To delegate any powers or abilities in paragraph 8.05 to any Member of the Organization.”;
20. That the reference to “3.01” in section 9.01 be replaced with “3.02”;

WITNESS the signature of the Chair and the Secretary of Shakespeare in the Ruins Inc., having signed this which shall be the effective date of this Resolution having been passed at an Annual General Meeting by not less than two-thirds of the persons present and entitled to vote.

Print:
Chair

Print:
Secretary