



# CALIFORNIA THESPIANS<sup>SM</sup>

**AN EDUCATIONAL THEATRE  
ASSOCIATION AFFILIATE**

California State Operating Guidelines &  
Chapter Governance

As of 09/25/2016

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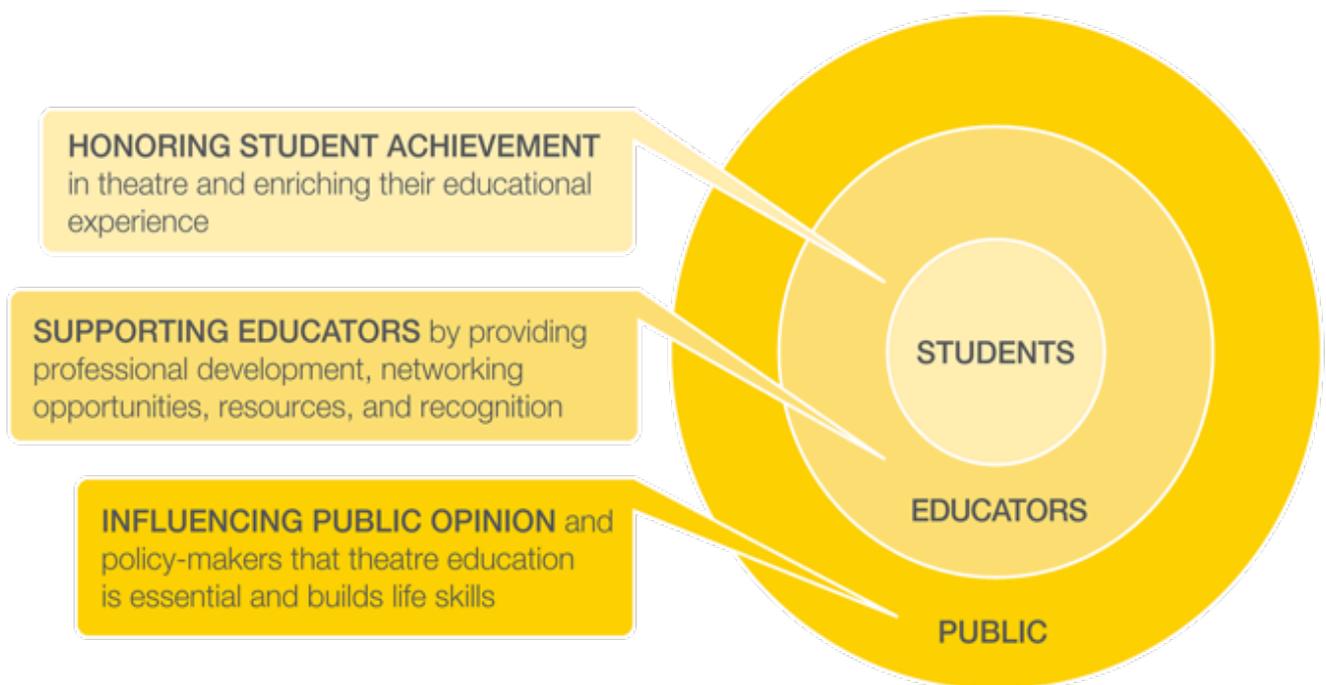
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# EdTA Mission

EdTA's mission is shaping lives through theatre education by: honoring student achievement in theatre and enriching their theatre education experience; supporting teachers by providing professional development, networking opportunities, resources, and recognition; and influencing public opinion that theatre education is essential and builds life skills.

## MISSION: shaping lives through theatre education



## EdTA Strategies

### STATURE

Raise EdTA's stature to build widespread support for theatre education

### DIVERSITY

Broaden our reach by increasing diversity and access

### INVOLVEMENT

Increase involvement and leadership of current members

### TECHNOLOGY

Deliver evolving services and knowledge that leverage technology

## California State Thespians Mission Statement

*"It is the mission of the California Thespians to advocate for and celebrate excellence in theatre arts education at the school, community, and state levels. California Thespians promotes passion for the arts and empowerment of students through theatrical and leadership experiences that provide creative enrichment for students and teachers."*

# California State Thespians Board Norms

- Respect the environment and individuals of the meeting including names, pronouns preferred, safety concerns and clean up.
- Listen actively.
  - Look at the speaker
  - Acknowledge the speaker's words
  - Focus on what the speaker is saying
  - Ask clarifying questions as necessary
  - Be quiet when someone else is talking
- Always acknowledge each other when you see one another, anywhere you are.
- Follow allotted time for discussion items and be aware of your own air time.
- As a board member, speak with one voice even when you don't agree with the decisions
- Speak to embrace purposeful change while considering effective past traditions
- Represent yourself as an ambassador of the organization no matter where you are.
- If you need to use the restroom or take a phone call, etc, give yourself permission to leave the room and return when you can.
- Respect all ideas, even if you don't agree.
- Refrain from using electronics unless it is part of the current work.
- Be on time (or communicate with the appropriate person), and stay to the end of the event.
- Maintain a positive attitude.

# California State Thespians Strategic Plan

## Established August 2015



- Adopted a new Governance Document.
- Rebranded organization website.
- Grew and retained membership - 2015-2016
- Adopted hours monitoring system.
- Leveraged conference call and remote meeting technology.
- Highlighted Hall of Fame inductees.
- Created a dual track schedule.

**1 Year**

- Increase scholarship and honorariums.
- Establish viable dual track schedule.
- Grow and retain membership.
- Apply for and seek Honor Chapter status.
- Find venue alternatives for Jr. Festival and Southern Leadership.
- Create CA Send a Troupe program.
- Create Broad Member Feedback Committee.
- Implement new accounting software.
- Develop Chapter Director(s) succession plan.
- Enhance effective communication within the Board.

**3 Year**

- Find and implement alternative registration system.
- Identify next Chapter Director(s) candidate(s) by Summer 2018.
- Develop CFO succession plan.
- Recruit and maintain actively engaged board members.
- Increase diversity and access.
- Revisit California State Thespians Mission Statement
- Develop and enhance use of technology/software/hardware
- Seek acquisition of the Role About program.
- Develop digital archives.

**5 Year**

- Support growth of current Play Festival.
- Review need and development of "Southern" Play Festival.
- Review State Festival offerings.

# California Thespians – Chapter Board Chart

## **Board of Directors:**

Comprised of the Chapter Director, Chief Financial Officer, and EdTA Director of Chapters and Communities.

## **Governing Board**

## **Executive Board:**

Comprised of the Chapter Director, CFO, Director of: Communication(Secretary) Events, State Thespian Officers, Advocacy and Fundraising, New Teacher Outreach and Development, and Membership

## **State Board:**

Adult board members who typically support multiple annual events and attend the majority of meetings.

## **Voting Members**

## **Festival Board:**

Adult board members who support our Annual Thespian Festival, however, do typically attend only Retreat and the early march meeting.

## **State Thespian Officers:**

Student Board Members elected at State Festival serving as representatives of the student membership.

## **Chapter Board**

## **Festival Board Member (Elected with STO):**

Adult board member who was elected with their STO. They don't typically attend meetings and may only be able to provide limited support to festival jobs.



By Laws

## CA Thespian Bylaws

- Article I: Name and Purpose
  - Section 1. This organization shall be known as California State Thespians.
  - Section 2. The purpose and aim of the state chapter is to:
    - Advocate for and celebrate excellence in theatre arts education at the school, community, and state levels.
    - To promote passion for the arts
    - To Empower students through theatrical and leadership experiences that provide creative enrichment for students and teachers.
  - Section 3. California State Thespians is a non-profit Incorporated organization.
- Article II: International Affiliation and Supremacy
  - Section 1. The California State Thespian Society is a chapter of the Educational Theatre Association, hereinafter referred to as EdTA, and its student organization the International Thespian Society, hereinafter referred to as ITS.
  - Section 2. The California State Thespians Society shall in every way be bound and subject to the Articles, Amendments and By-Laws of the Constitution of the ITS and EdTA.
  - Section 3. All powers and rules not stated in this California State Thespian Society By-laws shall be left to the ITS and EdTA who may delegate power to the state Chapter Director, the Board, or to the Individual troupe.
- Article III: Membership and Organization
  - Section 1. Membership qualifications for schools, directors, students, professionals or otherwise for California State Thespian Society will adhere to the membership provisions of EdTA
  - Section 2. Schools that serve as current members of EdTA qualify for membership to California State Thespians. Directors of theatre programs for those schools qualify as members as well.
  - Section 3. Honorary state level memberships may be granted to adult persons for unusual and worthy assistance in the promotion of dramatic arts, conferred by majority vote of the Executive Board.
  - Section 4: California Thespians shall be organized to include a Chapter Board, non board member Troupe Directors, their students, EdTA Professional, Pre Professional, Emeritus, and Affiliate Members.
- Article IV: Chapter Board
  - Section 4.1. Powers and Duties: The entire direction and management of the affairs of California Thespians shall be vested in the Chapter Director(s) and Chapter Board who shall have complete discretion over the business activities, funds (such as expenditures and disbursements), and properties of California Thespians necessary to carry out the purposes and activities of California Thespians.

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- Section 4.2. Qualifications: Any active EdTA member in good standing, residing in the state is eligible to serve on the Chapter Board. In selecting Appointed Board Members, the Chapter Director shall consider the needs of California Thespians in determining the person(s) whose qualifications best serve California Thespians.
- Section 4.3. Chapter Board Members: The Chapter Board shall consist of the following: (a) the Chapter Director or Co Chapter Directors; (b) The Previous Chapter Director(s); and (c) Appointed Board Members. The Chapter board shall be organized into an Board of Directors and Executive Board (known as the Governing Board), State Board, Festival Board, and State Thespian Officer Board. The number of Board Members may be increased by an affirmative majority vote of the Governing Board. No decrease in the number of Board Members shall have the effect of removing any Board Member prior to the expiration of such Board Member's term of office.
- Section 4.4. Board Positions:
  - Section 4.4.1. Board of Directors shall consist of the Chapter Director, the Chapter's Treasurer/CFO, and a designee of the Executive Director of EdTA.
  - Section 4.4.2. Executive Board shall consist of the following officers: Chapter Directors(s), Treasurer/CFO, Secretary/Communication Director, State Thespian Officer Director, Events Director, Membership Director, New Teacher Outreach and Development Director, Advocacy Director and other appointed Executive Board Members.
  - Section 4.4.3. All other chapter board positions will be appointed to the State Board, Festival Board, and State Thespian Officer Board.
  - Section 4.4.4. No person may hold more than one office at a given time. When elected to a new office, the Member shall resign from his or her current office or appointed position effective the first day of the term of office upon election or appointment of his or her successor.
- Section 4.5. Election/Appointment Procedures:
  - Section 4.5.1. Chapter Director(s): As established by EdTA
  - Section 4.5.2. Executive Board Members: Appointed by Chapter Director(s) the month following State Festival of their final year in office conferred by existing Board of Directors. Candidates must be existing State Board Members.
  - Section 4.5.3. State Board Members: Applications offered to all CA EdTA members each year and are due in weeks following Annual Festival. Applicants may apply for specific board positions if desired, however, once members they could be offered a position on a different board or committee based on their application. Applications include, (a) A short description of their vision for the future of CA Thespians, (b) What contributions applicants can make to the

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board as a whole, and (c) The top three Festival Coordination Jobs. Applications reviewed and Members appointed by CD and Executive Board.

- Section 4.6 Term in Office: Board of Directors: as directed by board position held, resignation, or unable to fulfill duties; Chapter Directors: 4 Years as dictated by EdTA, Offset from Executive Board by 2 Years; Executive Board: 4 Years. Offset from Chapter Director by 2 Years; State Board: 1 Year; Festival Board: 1 Year; State Thespian Officer - 1 Year
- Section 4.7. Board Member Removal. The Executive Board may remove any Appointed Members (excluding a Chapter Director - see section 4.8) by a majority vote of the Governing Board, at a meeting duly called and held for such purpose. After consultation with the Executive Board, the Chapter Director(s) have the right to remove any non-Executive member of the board from office at any time.
- Section 4.8. Chapter Director Removal. The Chapter may remove a Chapter Director by a majority vote of the Governing Board at a meeting duly called and held for such purpose.
- Section 4.9 Vacancies: The Chapter Director may fill any vacancy that may occur in the Chapter Board by appointment of a successor Board Member to hold the respective office during the unexpired term of the vacant position.
- Section 4.10. Festival Staff. The Chapter Director(s) may appoint Festival Staff. Festival Staff shall perform such functions as assigned to it by the Chapter Board. The Chapter Director shall have the power to establish terms of office for members of Festival Staff and to fill vacancies in, or change the membership of, a Festival Staff position.
- Section 4.11 A board member shall be removed from his or her position after one unpardoned absence. Unpardoned absences shall be determined by the Chapter Director.
- Article V. Meetings:
  - The Chapter Board will meet a minimum of 5 times an academic year. Board meetings and attendance requirements are as follows. \*Meetings not held every year
    - Annual Retreat - Attendance is required for all Board Members (Executive, State, Festival Board Members and STO). If unable to attend, adult persons may work as Festival Staff and STO's will be unable to continue as an Officer.
    - September Board Meeting – Attendees include Executive, State, and STO Board. Typically follows Southern Leadership and Tech Conference
    - November Executive and STO Board Meeting – Attendees include Executive Board Members. STO Board will meet concurrently.
    - February Registration Processing - Attendance is requested of all local Chapter Board Members. Required for All STO's as it runs alongside Jr. Festival.

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- \*February Executive Board Meeting - Follows Registration Processing. Attendees include Executive Board members.
- March State Board Meeting - Attendance is requested of entire Chapter Board.
- March Pre Festival Meeting – Attendance is requested of available Chapter Board members
- \*April Festival After Action Review - Unofficial Meeting. Attendance is requested/encouraged for all local board members.
- \*May Executive Board Meeting –Executive Board Members.
- Section 5.1. Notice of Meetings. Written notice of each meeting of the Chapter Board stating the place, if any, and the time thereof shall be delivered personally, by email or other electronic means, no less than 14 days before the meeting to each Board Member at his or her electronic address according to the current records of California Thespians.
- Section 5.2. Quorum and Voting:
  - Section 5.2.1. Quorum. A majority presence of invited Chapter Board attendees at a meeting (including Executive Board Meetings) shall constitute a quorum.
  - Section 5.2.2 Voting. At all meetings of the Executive Board and State Board shall be entitled to cast one vote on any seconded vote coming before the respective Board. In the event of a tie a majority vote from the Board of Directors shall count as an additional vote. A Board Member shall not appoint a proxy or vote by proxy at a meeting of the Board.
- Section 5.3. Attendance through Electronic Communications Equipment. When deemed necessary a meetings of the Chapter Board, or Executive Board may be held through any electronic communications equipment if all persons participating can hear each other or contemporaneously communicate with each other. Such participation shall constitute presence at such meeting.
- Article VI. Duties of Executive Board Member Officers
  - Section 6.1. Chapter Director(s) shall have the following duties:
    - Act as the Chief Officer(s) of California Thespians with has final authority on governing matters before the Chapter Board.
    - Preside at all meetings of the Chapter Board.
    - Sign the records of California Thespians and in general perform all duties usually incident to such office or which may be required by the Chapter Board, including the enforcement of these Regulations and all rules promulgated by the Board;
    - Be a state spokesperson for California Thespians, EdTA, and the Chapter Board; and
    - Other leadership logistical duties as required to support board activities and events.
  - Section 6.2. Treasurer/CFO:
    - Supervise the keeping of monies, assets, and liabilities of California Thespians.

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- Facilitates all accounts payable and receivable needs.
- Keep accurate accounts of all finances of California Thespians, hold the books open for examination, and present to the Board financial reports at least quarter-annually.
- Present to the Board at the annual meeting a written financial report for the most recently completed fiscal year.
- Section 6.3. Director of Communication / Secretary:
  - Take and keep or supervise the taking and keeping of accurate written minutes of all meetings of the Board.
  - Supervise the custody of the records and documents of California Thespians.
  - Assist the Chapter Director(s) and Executive Board with sending drafted communication amounts our board and membership.
- Section 6.4. Director of State Thespian Officers:
  - Provide for representation of the concerns and opinions of STO leadership to the Chapter Board.
  - Provide direction on annual deliverables and responsibilities.
  - Establish bi monthly check ins with entire STO board through email, text, phone, or other communication vehicle.
  - Provide resources on leadership and ensure enriching experience for STOs.
- Section 6.5. Director of Events:
  - Point of Contact for ensuring events are planned and launched on schedule.
  - Ensures registration opens on time and pre event communication is sent
  - Coordinates annual State Thespian Festival.
  - Works with Festival Site Coordinator & Tech Coordinator.
  - Coordinates all Festival Chairpersons/Coordinators.
  - Assigns duties as needed.
- Section 6.6. Director of Membership:
  - Tracks California State Thespian Troupes' affiliation records and liaison with EdTA membership department.
  - Responsible for strategy and direction on activities related to recruitment, retention, and advocacy.
- Section 6.7 Director of New Teacher Outreach and Development:
  - Acts as point of contact for New Teacher outreach, communicates value of EdTA and introduces resources available. Is available for question regarding ITS and becoming involved.

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- Spearheads development opportunities at events for Troupe Directors, ensuring development opportunities are marketed, communicated, and made available as chapter grants/scholarships funds allow.
- Section 6.8 Director of Advocacy/Fundraising:
  - Ensures robust awareness of our key Advocacy/Fundraising Efforts.
  - Works with STO's and ensures messaging is delivered on Social Media Platforms.
  - Communicates with all Troupes Fundraising platform/approach as well as ideas and reminders.
  - Helps draft and delivery advocacy centered messaging for mailings.
- Section VII: State Thespian Officers
  - Section 7.1. State Thespian Officers. An officer must be a student in good standing within a California Troupe and the International Thespian Society. An officer must be able to complete the term of office while still enrolled as a high school student in the state of California and be actively engaged with their troupe and hold the support of said troupe and the Troupe Director. Maximum of two students can be supported by a Troupe for any given year.
    - Section 7.1.1. Assignments. Each Student Officer will be expected to perform duties delegated to them by the board, attend all required board meetings, attend leadership events, and serve as the liaison to the students of troupes around the state.
  - Section 7.2. Student Officer Elections. Each Troupe may nominate no more than two students per year to run for the Student State Board.
  - Section 7.3. Term of Office. The term of office shall be from the close of State Thespian Festival to the close of the next year's conference.
  - Section 7.4. Removal. Any State Thespian Officer who misses more than two meetings within a full year will be considered for removal. The Chapter Director has the right to remove any student member of the board from office at any time after consultation with the Executive Board.
  - Section 7.5. Vacancy. If a vacancy exists for the State Thespian Officer Board, the remaining State Thespian Officers will fulfill the unassigned responsibilities created by the vacancy.
- Article VIII. Miscellaneous:
  - Section 8.1. Fiscal Year. Unless otherwise fixed by the Chapter Board or EdTA, July 1st, shall set the fiscal year of California Thespians.
  - Section 8.2. Amendments. The Chapter Board may amend, repeal or restate California Thespians Articles of Incorporation at any meeting of the Board by an affirmative two-thirds vote of the Voting Members present at a meeting at which a quorum is present; provided, however, that notice of any such proposed change or changes to such documents shall be included with the notice for such meeting at least thirty days before such meeting.

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- Section 8.3. Indemnification. California Thespians shall indemnify, to the full extent permitted by the nonprofit corporation laws of the State of California each person who was, is, or will be a Board Member, officer, committee member, or employee of California Thespians against any liability, cost or expense incurred by such person in such person's capacity as such a Board Member, officer, leadership coach (or the equivalent), committee member, or employee, or arising out of such person's status such as a Board Member, officer, committee member, or employee (including serving at the request of California Thespians as a director, officer, partner, member, employee or agent of another organization). California Thespians shall be obligated to maintain insurance, at its expense, to protect itself and any such person against any such liability, cost or expense.
- Section 8.4. Authority to Borrow, Encumber Assets. No board member, officer, or employee of California Thespians shall have any power or authority to borrow money on its behalf, to pledge its credit or to mortgage or pledge its real or personal property except within the scope and to the extent of the authority delegated by the Board.
- Section 8.5. Deposit of Funds. All funds of California Thespians shall be deposited to the credit of California Thespians in such banks, trust companies or other depositories as the Chapter Director(s) and Treasurer/CFO approves or designates, and all such funds shall be withdrawn only in the manner or manners authorized by the Chapter Director(s), and Treasurer/CFO
  - Section 8.5.1 Expenditure of Funds – any item(s) purchased with monies from California Thespians shall become and remain property of California Thespians.
- Section 8.6. Conflicts of Interest.
  - Section 8.6.1. Gifts. No Board member, officer or employee of California Thespians shall solicit or accept, directly or indirectly, anything of substantial monetary value (including any gift, gratuity, favor, entertainment, loan or other consideration) from any person or entity which has, or is seeking, a contractual, donative, employment, financial or other beneficial relationship with California Thespians without first making a disclosure, in writing, of such conflict of interest to the Executive Board.
  - Section 8.6.2. Conflict of Interest Procedure. When the Board is considering a proposed transaction that may benefit the private interest of an officer or Board Member, prudence shall be practiced. If a board member is found to have held a conflict of interest while serving the board, they may be dismissed by a majority vote of the Executive Board.
- Section 8.7. Dissolution. The Members may dissolve California Thespians pursuant to the applicable provisions of the nonprofit corporation laws of the State of California.
- Section 8.8. Emergency. The Board may suspend the provisions of the constitution in case of emergency, such as natural disaster, imminent threat (such as violence, fire, structural and the like).

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- Section 8.9. National Registry: – All Board Members, Workshop Leaders, Keynote Speakers, Festival Staff must be cleared on National Sex Offender Registry.
- Section 8.10. EdTA Membership: – All CA State Board Members must be active EdTA Members for the duration of their term. California Thespians does not reimburse or cover the cost of EdTA Membership.
- Section 8.11 Reimbursement and Travel:
  - Section 8.11.1. EdTA Summit: CA Thespians pays for Chapter Director(s) room, flight, departure, arrival, and return Airport Transportation (as needed). If decided by majority vote of the Executive Board California Thespians will extend same coverage for additional board members to attend. Meals not covered by EdTA Summit Schedule are to be paid by attendee.
  - Section 8.11.2. EdTA National Conference: CA Thespians Pays for Chapter Director(s) room, flight, departure, arrival, and return airport transportation (as needed). Meals not covered by EdTA are to be paid by attendee.
  - Section 8.11.3. International Thespian Festival: If not sponsored by their own school, or otherwise, CA Thespians Pays for Chapter Director(s) Registration Fee (including room stay as needed) for double or single occupancy accommodation, flight, arrival, and return airport transportation (as needed). Meals not covered in Festival Schedule are to be paid by attendee.
- Section 8.12. Whistleblower Policy: shall align with EdTA Whistleblower policy.

Ratified on: 09/25/2016

Amendments: