



# CALIFORNIA THESPIANS<sup>SM</sup>

**AN EDUCATIONAL THEATRE  
ASSOCIATION AFFILIATE**

California State Operating Guidelines &  
Chapter Governance

Ratified August 25, 2021

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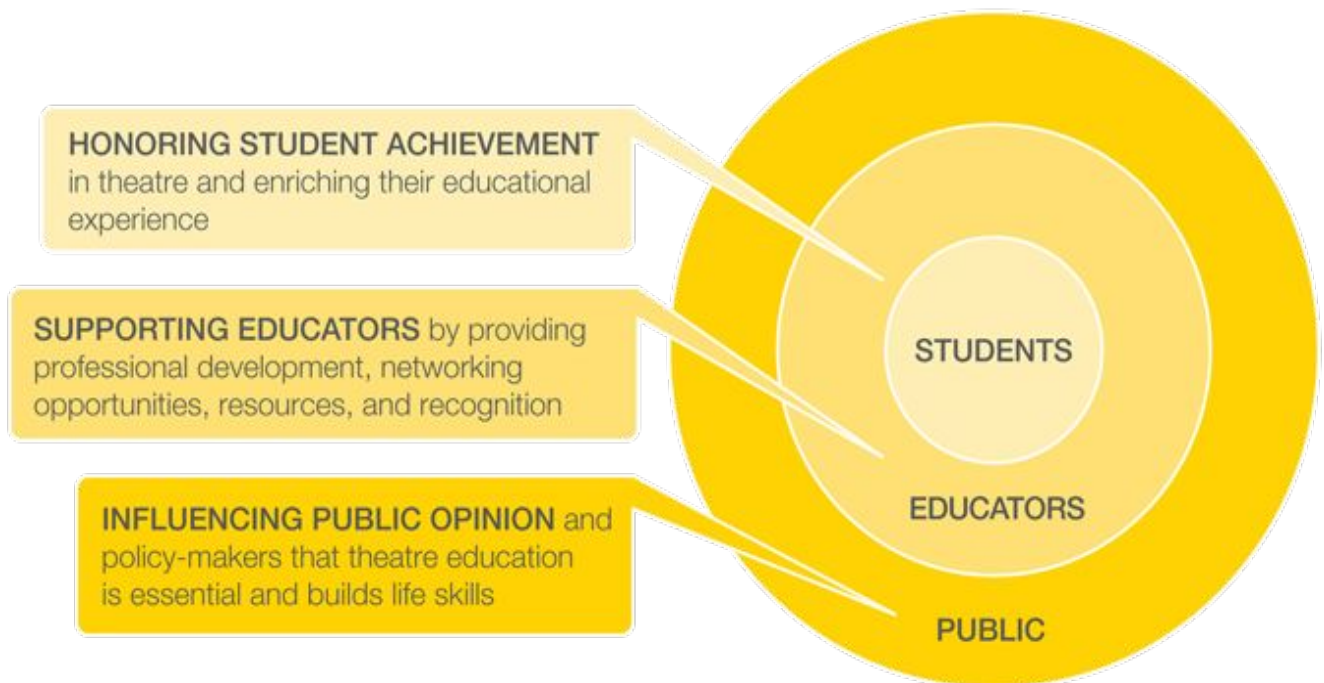
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# EdTA Mission

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 2021



### 2016-2019 Accomplishment Highlights:

- Increased Scholarship and Honorariums
- Established viable dual track schedule
- Earned Gold and Silver Honor Chapter Select
- Developed CD and CFO Succession Plan
- Created CA Send a Thespian Program
- Incorporate Feedback for Self Help Tools related to online registrations

### 1 Year

- Create a new CA Thespian Mission Statement (via sub committee)
- Increase communication amongst the board with more frequent internal board member emails
- Develop CA Thespian's advocacy strategy
- Develop / Update CA Thespian's membership outreach strategy

### 3 Year

- Implement one or more programs/initiatives that increases diversity access at events and on our board
- Implement Committee to help review and develop and retain our board members
- Find an alternative registration system (for back-up and redundancy – does not mean must transfer to new system)
- Identify new Chapter Director for 2023 term
- Transfer critical documents to a digital archive
- Establish CA Chapter of ETF

### 5 Year

- Have an executable back up facility plan for CSTC
- Half of operating expense in savings as emergency buffer
- Issue our first scholarship from foundation/savings interest

# California Thespians – Chapter Board Chart

## **Board of Directors:**

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

## **Executive Board:**

Comprised of the Chapter Director, CFO, Director of: Communication (Secretary), as needed 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.

## **Events 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.

## **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.

**Voting  
Members**

**Chapter  
Board**



# By Laws



## CA Thespian Bylaws

### Article I: Name and Purpose

Section 1.1. This organization shall be known as California State Thespians.

Section 1.2. 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 Empower all students through theatrical and leadership experiences that provide creative and diverse enrichment for all students and teachers. Align all actions, governance and decision making with the organizations current Diversity Equity Inclusion Accessibility (DEIA) plan.

Section 1.3. California State Thespians is a non-profit Incorporated organization.

### Article II: International Affiliation and Supremacy

Section 2.1. 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 2.2. The California State Thespian Society shall in every way be bound and subject to the Articles, Amendments and Bylaws of the Constitution of the ITS and EdTA.

Section 2.3. All powers and rules not stated in this California State Thespian Society Bylaws shall be left to the ITS and EdTA who may delegate power to the state Chapter Director(s), the Board, or to the individual troupe.

### Article III: Membership and Organization

Section 3.1. Membership qualifications for schools, directors, students, professionals or otherwise for California State Thespian Society will adhere to the membership provisions of EdTA.

Section 3.2. Schools that serve as current members of EdTA qualify for membership to California State Thespians. Directors of theatre programs for those schools are professional members of EdTA.

Section 3.3: 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,

## CA Thespian Bylaws

funds (such as expenditures and disbursements), and properties of California Thespians necessary to carry out the purposes and activities of California Thespians.

- Section 4.2. Qualifications: Any active EdTA member in good standing is eligible to serve on the Chapter Board. In selecting Appointed Board Members, the Chapter Director(s) shall consider the needs of California Thespians in determining the person(s) whose qualifications best serve and represent 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) Treasurer/CFO; (c) Secretary; (d) Designee of the Executive Director of EdTA; and (e) Appointed Board Members. The Chapter board shall be organized into a Board of Directors, Executive Board, State Board, Events Board, and State Thespian Officer Board. The number of Board Members may be increased by an affirmative majority vote of the Executive Board. No decrease in the number of Board Members shall result in the removal of any Board Member prior to the expiration of their term of office.
- Section 4.4. Board Positions:
  - Clause 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; in the event that there are two Chapter Directors, Board of Directors shall consist of the Chapter Directors, the Chapter's Treasurer/CFO, a designee of the Executive Director of EdTA, and an additional member of the Executive Board.
  - Clause 4.4.2. Executive Board shall consist of the following officers: Chapter Director(s), Treasurer/CFO, Secretary/Communication Director, and as needed State Thespian Officer Director, Events Director, Membership Director, New Teacher Outreach and Development Director, Advocacy Director and other appointed Executive Board Members at large, as available and needed.
  - Clause 4.4.3. All other chapter board positions will be appointed to the State Board, Events Board, and State Thespian Officer Board.
  - Clause 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 their current office or appointed position effective the first day of the term of office upon election or appointment of their successor.

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- Section 4.5. Election/Appointment Procedures:
  - Clause 4.5.1. Chapter Director(s): As established by EdTA.
  - Clause 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.
  - Clause 4.5.3. Chapter Board Members: Applications offered to all EdTA members each year and are due in weeks following the State Festival. Applicants may apply for specific board positions if desired, however, once members apply, 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 board as a whole, and (c) The top three Events Coordination Jobs. Applications reviewed and Members appointed by Chapter Director(s) and Executive Board.
- Section 4.6 Term in Office: Board of Directors: as directed by board position held, resignation, or when unable to fulfill duties; Chapter Director: 4 Years as dictated by EdTA, Offset from Executive Board by 2 Years; Executive Board: 4 Years. Offset from Chapter Director(s) by 2 Years; State Board: 1 Year; Events Board: 1 Year; State Thespian Officer - 1 Year
- Section 4.7. Board Member Removal. The Executive Board may remove any Appointed Members (excluding Chapter Director- see section 4.8) by a majority vote of the Executive Board, at a meeting duly called and held for such purpose. After informing 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 Executive Board at a meeting duly called and held for such purpose. In the event that, when removing a Chapter Director, there is a tie amongst the Executive Board, the tie is not broken by the majority vote of the board of directors, but by the single vote of the EdTA designee.
- Section 4.9 Vacancies: The Chapter Director(s) 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.

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- 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(s) 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 their position after one unpardoned absence. Unpardoned absences shall be determined by the Chapter Director(s).
- Article V. Meetings:
  - Section 5.1. The Chapter Board will meet, in person and/or virtually, a minimum of 5 times a year. Board meeting and attendance requirements are as follows. Meeting topics are selected at discretion of the Executive Board, and may include:"Annual Retreat - Attendance is required for all Board Members (Executive, Chapter, Events Board Members and STO). If unable to attend, adult persons may be excused if they attended retreat the prior year. This would require approval by CD or a majority vote of the Executive Board. If approval isn't granted adult board members may work as Festival Staff. STOs will be removed from office. Executive Board Meeting-Executive Board Members (May or June)
  - Section 5.2. 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 their electronic address according to the current records of California Thespians. If a board member requires accommodations in order to attend meetings, that board member must send a request to the Chapter Director as soon as possible and no later than 7 days before the meeting.
  - Section 5.3. Quorum and Voting:
    - Clause 5.3.1. Quorum. A majority presence of invited Chapter Board attendees at a meeting (including Executive Board Meetings) shall constitute a quorum.
    - Clause 5.3.2 Voting. At all meetings of the Executive Board and State Board, attending board members 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.

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- Clause 5.3.3. Attendance through Electronic Communications Equipment. When deemed necessary a meeting 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 meetings.
- 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. Be a state spokesperson for California Thespians and the Chapter Board; and Ensure the execution of the DEIA Action Plan. 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. CFO, along with the CD, will file the CST annual Financials by the deadline set by EdTA. 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, and make them available to all Board members within 48 hours of the conclusion of the meeting. Supervise the custody of the records and documents of California Thespians. Assist the Chapter Director(s) and Executive Board with sending drafted communication about 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 tasks and deliverables. Establish bi-monthly check-ins with the entire STO board through a communication method approved by the STO Board. 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 Festival. Works with Festival Site Coordinator & Tech Coordinator. Coordinates all Festival Chairpersons/Coordinators. Assigns duties as needed.

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- 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 questions regarding ITS and becoming involved. 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. A maximum of two students can be supported by any single Troupe for any given year.
    - Clause 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, attend entire CSTF which includes the pre-festival meeting the night before the event, 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 Festival to the close of the next year's State Festival.
  - Section 7.4. Removal. Any State Thespian Officer shall be removed from their position after one unpardoned absence. Unpardoned absences shall be determined by the Chapter Director(s) or Executive Board Member leading STO.

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- 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.
- Section 7.6. STO Driving Policy: No STO shall drive another STO, or Group of STO's when the point of departure and point of arrival are during a Thespian Event.
- 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. Voting may be done by digital/electronic means if that voting is synchronous.
  - 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

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be withdrawn only in the manner or manners authorized by the Chapter Director(s), and Treasurer/CFO

- Clause 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.
  - Clause 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.
  - Clause 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. Board members must inform the Chapter Director in writing prior to any vote or actions that may be a conflict. (The CD must inform the entire Executive Board.) 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 disasters, imminent threat (such as violence, fire, structural and the like).
- Section 8.9. National Registry: All Board Members, Workshop Leaders, Keynote Speakers, Festival Staff must be cleared via National Sex Offender Registry.
- Section 8.10. EdTA Membership: All CA State Board Members must be active EdTA Members registered as CA members with the home office for the duration of their term. For CA State Board Members not affiliated with a School District, California Thespians will offer to reimburse the cost of their first year of membership. California Thespians does not reimburse or cover the ongoing cost of EdTA Membership.
- Section 8.11. Reimbursement and Travel:



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- Clause 8.11.1. EdTA Summit: CA Thespians pays for Chapter Director(s) room, flight, departure, arrival, and return Airport Transportation. If decided by a majority vote of the Executive Board California Thespians will extend the same coverage for additional board members to attend. Meals not covered by EdTA Summit Schedule are to be reimbursed by CA Thespians up to the local city per diem rate as found on gsa.gov. GSA rules of exclusion also apply.
- Clause 8.11.2. EdTA National Conference: If not sponsored by their own school, or otherwise, CA Thespians Pays for Chapter Director(s) room, flight, departure, arrival, and return airport transportation. Meals not covered by EdTA are to be reimbursed by CA Thespians up to the local city per diem rate as found on gsa.gov. GSA rules of exclusion also apply. CA Thespians does not pay for any additional ticketed events, PDIs, or similar activities.
- Clause 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. Meals not covered in the Festival Schedule are to be paid by attendees.
- Clause 8.11.4. General rules on mileage reimbursement: A driver who is driving a non rented vehicle for greater than 130 miles round trip to a board meeting or event may request mileage reimbursement in line with governmental non profit mileage reimbursement guidelines within 7 days of the meeting or event.
- Clause 8.11.5. General rules on Hotel Accomodations: A board member traveling to a Thespian meeting/event that is greater than 65 miles away from their home (one way) can request a hotel accommodation for either the night leading into the event, or the night following the event, whichever is most appropriate based on the start and end times of the meeting/event.
- 8.11.6 General rules for meal reimbursement: While traveling overnight, or when traveling by air to and from a meeting/event on the same day, meals missed from home and not covered/provided by CA Thespians are to be reimbursed by CA Thespians up to the local city per diem rate as found on gsa.gov. GSA rules of exclusion also apply.
- Section 8.12. Whistleblower Policy: shall align with EdTA Whistleblower policy.

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- Section 8.13. Adult and Minor Interaction Policy: For all events and interactions if there is only one student present at least two adults must be present. If only one adult is present then at least two students must be present.

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