

# Bylaws of The Pennsylvania Chapter of the Educational Theatre Association

*Approval History: Adopted 12/7/2019*

*Amended: 8/18/21, 9/19/21, 8/1/24, 8/1/25, 2/27/26 (updates listed in red)*

## Table of Contents

**ARTICLE I – Name**

**ARTICLE II - Purpose**

**ARTICLE III – Members**

**ARTICLE IV - Governance**

**ARTICLE V - Board Meetings**

**ARTICLE VI - Chapter Director**

**ARTICLE VII - Chapter Boards of Directors**

**ARTICLE VIII - Elections, Terms of Office, and Duties**

**ARTICLE IX - Voting and Quorum**

**ARTICLE X – Student Thespian Officers (STO)**

**ARTICLE XI - Dues**

**ARTICLE XII - Fiscal Year**

**ARTICLE XIII - Control of Funds**

**ARTICLE XIV - Amendments**

## **ARTICLE I - Name**

Section 1: The name of this chapter shall be The Pennsylvania Chapter of the Educational Theatre Association (PA Thespians). PA Thespians is a chapter of the Educational Theatre Association (EdTA) and its student organization, the International Thespian Society (ITS). PA Thespians is a member of EdTA, an Ohio nonprofit corporation. The Pennsylvania Chapter of the Educational Theatre Association is a registered non-profit organization (Ohio, Domestic Articles/Non-Profit Document 200323800762). The PA-EdTA Federal Employer ID is 56- 2393017.

## **ARTICLE II - Purpose**

Section 1: Support the mission and purpose of EdTA and ITS.

## **ARTICLE III - Members**

Section 1: Any individual or school that maintains membership in good standing with EdTA and is located in Pennsylvania as set forth in EdTA's Code of Regulations.

Section 2: EdTA Membership - The adult membership division of EdTA represents individuals involved in the theatre education profession and related fields.

Section 3: ITS Membership - The student honor society membership division of EdTA is the International Thespian Society (ITS).

## **ARTICLE IV - Governance**

Section 1: The affairs of PA Thespians shall be governed by a Chapter Governing Board of Directors and PA **State Thespian Conference** Board of Directors, selected as set forth in these By-Laws.

Section 2: It shall be the duty of the Pennsylvania Chapter Governing Board of Directors to have general supervision over the affairs of Pennsylvania Chapter and determine policies thereof. The Pennsylvania Chapter Governing Board of Directors authorizes the Chapter Director to bind the chapter in such contracts as they deem necessary to carry out the business of the chapter, subject to approved budget. All members of the Pennsylvania Chapter Governing Board shall be members of EdTA.

Section 3: It shall be the duty of the PA **State Thespian Conference** Board of Directors to have general supervision over the affairs of the Pennsylvania Chapter **State Thespian Conference** and determine policies thereof.

Section 4: Decisions of the Governing Board shall supersede decisions of the PA **State Thespian Conference** Board if conflicts arise.

## **ARTICLE V - Membership Meetings**

Section 1: Pennsylvania Chapter Boards shall hold regular meetings.

1. Governing Board meetings will be set up by the Chapter Director (currently twice a year). Other meetings may be called by the Chapter Director when deemed necessary. Notice of such meetings shall be delivered by email.
2. PA **State Thespian Conference** Board meetings will be set up by the Chapter Director (currently every other month). Other meetings may be called by the Chapter Director when deemed necessary. Notice of such meetings shall be delivered by email.

Section 2: Special meetings, of either the Governing or **State Thespian Conference** Boards, may be requested by any member of the boards. This request shall be made to the Chapter Director. If appropriate, the chapter director will arrange a special meeting.

## **ARTICLE VI - Chapter Director position**

Section 1: Election - PA Thespians will follow election/selection guidelines for Chapter Director in accordance with EdTA's Chapter Governance Policy.

Section 2: Term of Office - There are no term limits for the PA Chapter Director position. The term of office will be determined by EdTA's Chapter Governance Policy.

Section 3: Vacancy - When a Chapter Director vacancy occurs for any reason, the Chapter Governing Board shall have up to 30 days to provide the EdTA leadership with the replacement.

Section 4: Duties

1. Ensure that chapter board members know and stay focused on their duties;

2. Along with the Treasurer, monitor and maintain accurate financial records and documenting where all funds are dispersed;
3. Maintain efficient communications, by returning Thespian and EdTA emails in a timely fashion;
4. Be professional, as the Chapter Director represents their entire chapter demanding a high level of responsibility and a good reputation;
5. Make all best efforts to attend the EdTA Leadership Summit at the expense of the PA Thespians. They are also encouraged to attend the International Thespian Festival and the Theatre Education Conference at the expense of PA Thespians.
6. Help with the transition of chapter leadership through identifying, training, and assisting in the transfer of the Chapter Director;
7. Promote the board and the chapter's troupe directors;
8. Market the chapter effectively

## **ARTICLE VII - Chapter Board of Directors**

Section 1: The officers of Pennsylvania Chapter Governing Board shall be the:

1. Chapter Director (tie breaking vote)
2. Advocacy Chair
3. Media & Membership Outreach Chair
4. State Thespian Conference Coordinator
5. Treasurer
6. Board Secretary
7. At Large

Section 2: The officers of Pennsylvania Chapter State Thespian Conference Board shall be the:

1. Chapter Director (1)
2. State Thespian Conference Coordinator (1)
3. Thespy Coordinator (1)
4. Scholarship Coordinator (1)
5. Responder Coordinator (1)
6. Boutique Coordinator (1)
7. Thespian Conference Technical Director (1)
8. Student Leadership Coordinator (1)
9. Conference Activities Coordinator (1)
10. Workshop Coordinator (1)
11. Host Troupe Director (1)
12. Background Clearances Coordinator (1)
13. Treasurer (from governing board)
14. Board Secretary (from governing board)
15. Troupe Directors of STOs (non voting)
16. Student Thespian Officers (non voting)

Section 3: Any member in good standing with the Association, shall be eligible to hold any elected or appointed office as defined in this article.

Section 4: All chapter board of director positions shall be held by member representatives serving voluntarily without compensation.

Section 5: The Governing Board may remove any Governing or State Conference Board member by a majority vote of the Governing Board at a meeting duly called and held for such purposes. This meeting may be called for inappropriate behavior or for any other reason agreed upon by the Governing Board members.

## **ARTICLE VIII - Elections, Terms of Office, & Duties**

Section 1: Election/Appointment

1. Governing Board Members shall be appointed by the Chapter Director *as listed above in Article VII Section 1.*
2. **State Thespian Conference** Board Members shall be appointed by the Chapter Director as listed above in Article VII Section 2.

Section 2: Terms of office are as follows:

1. Governing Board members shall serve 3 year rotating terms, **beginning on August 1st, and concluding on July 31st of any given year.**
2. State Conference Board voting members shall serve 2 year terms, **beginning at the conclusion of the State Thespian Conference and run through the next State Thespian Conference .**

Section 3: Vacancies - Any office shall be declared vacant whenever: the incumbent resigns, is no longer eligible by virtue of having moved to another chapter; no longer holds membership in the Association; ascends to another position; or is removed from their position by the Governing Board. Vacancies in the Governing Board Directors or **State Thespian Conference** Board of Directors shall be filled by Chapter Director appointment.

## **ARTICLE IX - Voting and Quorum**

Section 1: Voting

1. Each board member, in good standing with EdTA, will be entitled to one vote at each respective board's meeting, if present.
2. The Chapter Governing Board of Directors shall have the authority to distribute ballots to the general membership when circumstances dictate that it is advisable to attempt to solicit voting responses from all EdTA members.
3. There shall be no voting by proxy.

Section 2: Quorum

1. Governing Board - For the purposes of conducting Chapter Governing Board of Directors business, at least one-half of the number of voting members in office shall constitute a quorum.
2. State Conference Board - For the purposes of conducting Chapter Conference Board of Directors business, at least one-half of the number of voting members in office shall constitute a quorum.

## **ARTICLE X – Student Thespian Officers - STO**

Section 1: Candidacy for Office- One student, in good standing from each active troupe, shall be permitted to apply to become a Student Thespian Officer (STO). The Selection process will be determined by the **Student Leadership Coordinator** and **State Thespian Conference** Board. The student must be able to complete the term of office while still enrolled as a high school student in the state of Pennsylvania.

Section 2: Duty of Office- Each Student Thespian Officer will be expected to perform duties delegated to them by the board, attend Conference Board meetings, leadership workshops, and serve as a liaison to the students of troupes around the state.

Section 3: Term of Office- The term of office for a Student Thespian Officer (STO) shall be one year from PA State Thespian Conference to the following Conference. All (STO's) must reapply if they wish to run for another term.

Section 4: Removal from Office - The Chapter Director and **Student Leadership Coordinator** may remove any STO member due to inappropriate behavior. Any STO who misses **both of the in-person meetings, and/or more than 2 bi-monthly zoom sessions** of Board meetings for the PA **State Thespian Conference** will automatically be removed from their STO position.

## **ARTICLE XI - Dues**

Section 1: There shall be no separate dues to PA Thespians.

## **ARTICLE XII - Fiscal Year**

Section 1: PA Thespians shall follow the EdTA national office fiscal year.

## **ARTICLE XIII - Control of Funds**

Section 1: The Pennsylvania Chapter Director and Treasurer shall open and maintain accounts in the name of the chapter in a FDIC insured financial institution.

Section 2: Pennsylvania Chapter funds shall be used to defray the normal operating expenses of the chapter. Other uses of such funds shall be made only in those cases where such expenditures clearly implement the general objectives of the Association and only with approval of the Chapter Governing and/or **State Thespian Conference** Board of Directors.

Section 3: No part of the funds of Pennsylvania Chapter shall be distributed to the Chapter Director, Board members or member representatives other than approved expenses or without Governing Board approvals. The operation of the chapter shall not be for individual gratification or support of any officer or member representative.

Section 4: Pennsylvania Chapter Director shall submit a review of the Chapter's finances to the national office each year as set forth by EdTA.

Section 5: No Board Member of PA 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 its scope and to the extent of the authority delegated by the Board.

Section 6: Funds: All funds of the PA Thespians shall be deposited to the credit of PA Thespians in such bank, trust companies, or other depositories as arranged under Section 1, and all such funds shall be withdrawn only in the manner or manners authorized by the Chapter Director and/or Treasurer. Any items purchased with monies from PA Thespians shall become and remain the property of PA Thespians.

Section 7: No Board Member of PA Thespians shall solicit or accept, directly or indirectly, anything of substantial monetary value (including any gift, gratuity, favor, entertainment, loans, or other consideration) from any person or entity which has, or is seeking, a contractual, donative, employment, financial, or other beneficial relationship with PA Thespians without first making a disclosure of such conflict of interest to the Board. When the Boards are considering a proposed transaction that may benefit the private interest of an officer or Board Member, prudence shall be practiced.

#### **ARTICLE XIV - Amendments**

Section 1: Any amendment to the By-Laws of the Pennsylvania Chapter may be proposed by any member of the Pennsylvania Chapter in good standing. Such proposals shall be submitted in writing to the Chapter Director at least thirty (30) days prior to a Governing Board meeting or special meeting at which such amendments are to be considered. The Governing Board must approve the proposed changes by a majority vote for the proposal to take effect.

Section 2: Emergency - The Governing Board may suspend the provisions of the by-laws in case of Emergency.