

ARTICLE I – Name

The name of this organization shall be THE DESERT STATES SECTION OF THE UNITED STATES INSTITUTE FOR THEATER TECHNOLOGY, INC.

ARTICLE II – Purposes

Section 1: The purposes of The Desert States Section of the United States Institute For Theater Technology, Inc. (the "Region") is to actively promote a free exchange of ideas and information regarding all theater skills and technologies; to engage in research, education, publication and other related projects; and to promote the stated purposes of United States Institute for Theater Technology, Inc. (the "U.S.I.T.T.") within the geographic region comprising the State of Arizona.

Section 2: Limit of Activities: This Region shall not engage in activities which are not in furtherance of its stated purpose, nor in opposition to U.S.I.T.T., nor in opposition to the grounds on which it may be granted any tax exemption.

Section 3: Limit of Earning and Influence: No part of the net earnings of this Region shall inure to the benefit of any private or organizational member or individual. No part of the activities of this Region shall be for the purpose of carrying out propaganda or otherwise attempting to influence legislation nor shall it participate or intervene in any political campaign for or against any candidate for public office.

Section 4: Limit of Powers: This Region shall have no power to bind or enter into contracts binding the U.S.I.T.T. nor perform any other act from which it is enjoined by the U.S.I.T.T. bylaws.

Article III – Membership

Section 1: Membership in this Region shall be granted upon application and payment of annual dues.

Section 2: Membership Categories:

- a) Individual
- b) Student
- c) Joint
- d) Organizational
- e) Sustaining
- f) Contributing
- g) Honorary

Section 3: Dues

- a) The Board of Directors shall establish the dues for each class of membership.
- b) Annual Dues shall be payable on January 1st of each year, or upon application for membership.
- c) Failure to pay annual dues within sixty (60) days of the due date shall result in the automatic termination of all membership privileges.

Section 4: Student Membership:

- a) Shall be actively enrolled in full or part time, accredited, academic study.
- b) Shall furnish proof of enrollment with payment of dues.
- c) Shall notify this Region of any change in their academic status.

Section 5: Joint Membership:

- a) Joint membership includes all of the benefits of an Individual membership for two persons at the same address. Each individual receives a separate membership card.

Section 6: Organizational Membership:

- a) Any commercial or non-profit business or organization, interested in furthering the stated purpose of this Region, may apply and be granted member status subject to Article II, Section 3 of these Bylaws.
- b) Any commercial or non-profit business or organization member in good standing shall enjoy the benefit of one (1) member vote representing itself.

Section 7: Sustaining and Contributing Members:

- a) Any individual, commercial or non-profit business or organization, interested in furthering the stated purpose of this Region, may apply and be granted Organizational, Sustaining or Contributing member status subject to Article III, Section 3 of these Bylaws.
- b) Any commercial or non-profit business or organization member in good standing shall enjoy the benefit of one (1) member vote representing itself.

Section 8: Honorary Member:

- a) An individual or organization may be nominated for honorary membership by the Board of Directors or by any member of the Region in good standing.
- b) Nomination for honorary membership will be presented to the membership for action during any business meeting. Voting will take place immediately upon submission to the membership.
- c) Honorary Members shall not have the power to vote or hold office in this Region. They will enjoy all other benefits of membership in this Region. No dues are collected from Honorary Members.

Section 9: Effect of U.S.I.T.T. Membership:

- a) Termination of membership in this Region shall have no effect whatsoever on membership in U.S.I.T.T.

ARTICLE IV - Board of Directors

Section 1: The Board of Directors of this Region shall be:

- a) Officers
 - 1) Chair
 - 2) First Vice-Chair (Liaison)
 - 3) Second Vice-Chair (Programming)
 - 4) Third Vice-Chair (Expos)
 - 5) Secretary
 - 6) Treasurer
- b) Member-at-large (2)
- c) Directors (2)
- d) Immediate Past Chair (non-voting ex-officio)
- e) All members of the Board shall be members in good standing of this Region. No member shall hold more than one office at one time.
- f) All members of the Board, except the Immediate Past Chair, shall be elected by the full membership of the Region and shall serve as members of the Board in accordance with Article IV hereof. The Immediate Past Chair shall succeed to this office from the presidency upon completion of his/her term of office as Chair.

Section 2: Power:

The Board of Directors shall be the principle policy making body of this organization, subject to reversal only by two-thirds (2/3) vote at a membership business meeting. The Board of Directors shall create Standing committees not provided for in the bylaws, make standing rules of this organization, act on charges from the membership of U.S.I.T.T., take actions necessary to the best interests of this organization, and perform duties as provided in these bylaws.

Section 3: Definition of Terms:

- a) The word "office", as it is used in the bylaws, shall refer to any position to which incumbent has been elected by membership.
- b) The word "officer", as it is used in the bylaws, shall refer only to the Chair, First Vice-Chair, Second Vice-Chair, Third Vice-Chair, Secretary, and Treasurer.

Section 4: Offices and Duties:

- a) The Chair shall be the chief executive officer and shall take general charge of all activities of this Region. The Chair shall preside over all meetings of the membership, the officers and the Board of Directors. The Chair shall represent and speak for this Region in all dealing with U.S.I.T.T. and outside organizations. The Chair shall appoint all committees and their chairs, except as may otherwise be provided herein, and shall be an ex-officio member of all committees except the nomination committee. The Chair shall perform all other duties which normally appertain to the chief executive officer of an organization except as specifically provided herein.
- b) The First Vice-Chair shall assist the Chair and shall perform the duties of the Chair in the absence or incapacity of the Chair. The First Vice-Chair shall perform such duties as are assigned by the bylaws or the Board of Directors.
- c) The Second Vice-Chair shall perform such duties as are assigned by the bylaws or the Board of Directors.
- d) The Third Vice-Chair shall perform such duties as are assigned by the bylaws or the Board of Directors.
- e) The 3 Vice Chairs shall be responsible for the projects and activities of this Region which may be of national scope within U.S.I.T.T., or which are directed at the public or the membership of this Region
- e) The Secretary shall keep the minutes of all meetings of the membership, the officers and the Board of Directors. The Secretary shall keep and file records of meetings, projects and activities of this Region. The Secretary shall keep the roster of membership and shall notify the membership of all meetings, project reports and scheduled activities of this Region. The Secretary shall perform such other duties as assigned by the bylaws or Board of Directors.
- f) The Treasurer shall have the care and custody of the funds of this Region, and shall deposit the same in the name of the Region in such banks, trust companies, and safe deposit vaults as the Board of Directors shall designate. The Treasurer shall collect all dues and other monies payable to this Region. The Treasurer shall notify the Secretary in the event that member's dues falls more than sixty (60) days in arrears. The Treasurer shall prepare and administer an annual budget for this Region subject to the approval and direction of the Board of Directors. The Treasurer shall present the financial records of the Region for audit prior to the annual meeting. The Treasurer shall perform such other duties as are assigned by the bylaws or the Board of Directors.
- g) The Members-at-Large (2) shall represent the whole membership on the Board of Directors. They will contact the membership and solicit feedback. The two Members-at-Large shall perform such other duties as are assigned by the bylaws or the Board of Directors.
- h) Directors (2, internal and external) shall represent the committees to the Board of Directors. They will aid and oversee the committees of this Region. The two Directors shall perform such other duties as are assigned by the bylaws or the Board of Directors.

- i) Immediate Past Chair (non-voting ex-officio) shall act as an advisor to the Board of Directors by virtue of his/her past experience. The Immediate Past Chair shall neither vote nor chair committees, save for the Nominating Committee, but may speak on any issue.
- j) Chair may appoint an ex-officio member for other organizations to create links and build the strength of the section.

Section 5: Terms of Office:

- a) The term of office shall be for two (2) years. No member may serve more than two (2) consecutive terms in any one office. The term of office begin September 1st.
- b) Officers shall be elected on the following basis:
 - 1. Chair, Second Vice-Chair, and Secretary on even years.
 - 2. First Vice-Chair, Third Vice-Chair, and Treasurer on odd years.
- c) One Member-at Large and one Director on even years, one Member-at-Large and one Director on odd years.
- d) An incumbent in any office can be removed from that office at any time by a two-thirds (2/3) affirmative membership vote.
- e) Removal. Any Board Member may be removed from office for Just Cause by the affirmative vote of no less than two-thirds (2/3) of the Board Members then in office. Just Cause shall be defined as malfeasance or an unwillingness or inability to participate in Board functions or to communicate with the Board.
- f) Resignation. Any Board Member may resign at any time by giving written notice to the Chair. Such resignation shall take effect at the time specified therein. Unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6: Vacancies:

- a) Vacancies in any office, except of the Chair, shall be appointed by the Board of Directors until the next general election.
- b) In the case of the vacancy in the office of the Chair, the First Vice-Chair shall become the Chair and a new First Vice-Chair appointed.

Section 7: Nominating Committee:

- a) The Nominating Committee shall consist of the Immediate Past Chair, as chair, and four members in good standing appointed by the Region Chair. Appointments shall be complete by the first Friday in December of each year.
- b) If the Immediate Past Chair is not available, then the Region Chair may appoint a chair from the membership.

Section 8: Nominations and Elections:

- a) The Nominating Committee shall be responsible for soliciting candidates for all offices open to election by the general membership.
- b) The Nominating Committee shall announce the offices to be filled at the Annual Membership meeting in January of each year.
- c) Nominations shall close on April 1st of each year.
- d) Elections for offices shall be held in May of each year.
- e) The slate of candidates for each office shall be communicated to the membership by the first Friday of May.
- f) Ballots must be received by the second Friday in May.
- g) The nominating committee shall tabulate and announce the results of the balloting by the third Friday in May.
- h) Offices of the Board of Directors shall be elected by a majority of the ballots cast.
- i) The method of announcing the candidates as well as balloting shall be determined by the nominating committee within a budget determined by the Board of Directors.
- j) In the event of a tie the winner shall be determined by the toss of a coin at a time and place negotiated between the nominating committee chair and the candidates in contention.

Section 9: Meetings:

- a) The Board of Directors shall meet **at least** twice annually, in addition to the Annual Meeting of the Region, at a time and place determined by the Chair.
- b) Special meetings may be called by the Chair, and/or shall be called upon the request of any three (3) members of the Board.
- c) All meetings of the Board of Directors shall be open to members of this Region and/or guests upon request presented to any Board member.
- d) Members and guests shall be identified and introduced as the first order of business at all Board of Director meetings.
- e) Members or guests whose interests are being discussed or voted on during a Board of Directors meeting may be asked to leave by the Chair after they have been allowed reasonable time to present their case or presentations. Reasonable time will be determined by the Chair.

ARTICLE V: Meetings

Section 1: Annual Meeting:

The Annual Meeting of this Region shall be held at least once a year. The Board of Directors shall set the time and place for this meeting. The Secretary shall notify the membership of the time and place of the Annual Meeting at least thirty (30) days before it is held.

Section 2: Other Business Meetings:

Other business meetings of the membership can be called from time to time by the Chair, provided that at least thirty (30) days notice is given to the membership.

Section 3: Quorum:

At all meetings of the membership a quorum necessary to conduct business shall be established if either a majority of the membership, or at least ten (10) non-executive members are present.

Section 4: Parliamentary Authority:

The rules contained in the current edition of ROBERTS RULES OF ORDER NEWLY REVISED shall govern the conduct of business in this organization, in all cases which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order this Region may adopt.

ARTICLE VII - Organizational Procedures

Section 1: Fiscal Year:

The Fiscal Year of this organization shall extend from January 1st to December 31st.

ARTICLE VIII - Amendment

Section 1: Procedures

These bylaws can be amended at any membership meeting in the following manner:

- a) The proposed amendment shall be submitted in writing to the Secretary either:
 - 1) by the Board of Directors, or
 - 2) by a petition signed by a least ten (10) members.
- b) The proposed amendment shall then be introduced at the next business meeting.
- c) The Secretary shall mail each member a copy of the proposed amendment and the scheduled time and place of consideration at least twenty-one (21) days before its consideration. If consideration is continued or tabled, a new notice shall be sent before consideration may resume.
- d) The amendment shall be adopted by two-thirds (2/3) vote of the member present at the meeting at which it was scheduled for consideration.

ARTICLE IX - Ratification and Charter Membership

Section 1: Ratification:

- a) These bylaws shall become the proposed bylaws of a U.S.I.T.T. Regional charter upon their acceptance in a petition for said Charter by at least fifteen (15) voting member of U.S.I.T.T..
- b) These bylaws shall become effective upon their receipt and granting of an appropriate Regional Section Charter by the U.S.I.T.T. board of Directors.

Section 2: Charter Membership

Those members of U.S.I.T.T. who sign the aforementioned petition shall be come Charter Members of this organization. Charter Membership shall close with submission of the last petition prior to acceptance by U.S.I.T.T. Board of Directors.

Revised 1/20/2014