



REVISED CODE OF BY-LAWS FOR THE CENTRAL INDIANA TRACK SHOW ASSOCIATION, INC.

By-Laws – CITSA, Inc.



CODE OF BY-LAWS FOR THE
CENTRAL INDIANA TRACK SHOW ASSOCIATION, INC.

ARTICLE I:

Identifications:

Section 1.01: **NAME:** The name of the Incorporation is the Central Indiana Track Show Association, Inc., Hereinafter referred to as the corporation.

Section 1.02: **REGISTERED OFFICE OF RESIDENT AGENT:** The name and address of the President's residence.

Section 1.03: **FISCAL YEAR:** The Fiscal year for the corporation shall be January 1st – Dec 31st.

ARTICLE II:

Memberships:

There shall be two (2) classes of members of the Corporation.
(Members and Associate Members)

Section 2.01: Any public or private secondary (Jr. / Sr. High School – Middle / High School) in the State of Indiana is eligible for membership.

Section 2.02: Associate members are not affiliated with any specific school and are not voting members.

Section 2.03: An annual school membership fee shall be assessed by the Corporation. An associate membership will be available (for a fee) and will include all mailings and/or emails.

Section 2.04: Each Public or private secondary member in the State of Indiana that wishes to be a full member is required to pay a yearly membership fee. Each show (competition) a member chooses to compete in will incur a contest entry fee as well (Per competition). Schools that withdraw from the Corporation and/or any competitions will forfeit their Membership Dues and Entry Fees for that season. No refunds will be given.

Section 2.05: Any member school that withdrawals from an Individual competition will forfeit their application fee for that event. (no-refunds)

ARTICLE III:

Board of Directors:

Section 3.01: The Board of Directors of the corporation shall monitor and manage the business and affairs of the corporation. All members of the Board of Directors are expected to attend and be an integral part of the running of the corporation and attend all scheduled meetings as well.

ARTICLE IV:

Executive Offices:

Section 4.01: The executive board will consist of four elected officers: President, Vice President, Secretary, Treasurer; and three representatives: Class A Representative, Class AA Representative, and Class AAA Representative. All members of the Executive Offices are expected to attend and be an integral part of the running of the corporation and attend all scheduled meetings as well.

Example: President: Dec 2014 – Dec 2017, Vice-President Dec 2014-2015, Treasurer: Dec 2014-2016, Educational Director: Dec 2014-2017.

Section 4.02: The membership of the Corporation shall vote in December of each three (3) year period for such Executive Board Members.

Section 4.03: Vacancies of the Executive Board of the Corporation (CITSA, Inc.), shall be filled by the Board of Directors of said Corporation (CITSA, Inc.).

Section 4.04: Stipends may be paid to the President, Educational Director and any others deemed necessary by the Board of Directors and Executive Officers voted up by the membership.

ARTICLE V:

Duties of Board of Directors:

Section 5.01: The President shall preside over all meetings of the Corporation (CITSA, Inc.) and enforce the By-Laws, Rules, and Regulations of said Corporation (CITSA, Inc.).

- Section 5.02: The Vice-President shall assume all duties of the President in case of the President's absence.
- Section 5.03: The appointed secretary shall keep all records of meetings (general and executive) to assist in keeping the Corporation (CITSA, Inc.). This person must give written reports of the previous meetings for the approval of the Corporation (CITSA, Inc.) membership.
- Section 5.04: The Treasurer must keep accurate financial records of all monetary transactions in and out (AR/AP) for the Corporation (CITSA, Inc.). This person must give written treasurer reports at the Corporation meetings. This person shall also be bonded for an amount the Executive Board determines.
- Section 5.05: The Past President shall be an advisory position. This person will not have voting Privileges at any Corporation (CITSA, Inc.) meeting.
- Section 5.06: The executive board has the ability to create at-will employee positions deemed necessary for the success of the organization without a vote from the full membership. The board is also able to create a pay structure for each position not to exceed \$2,000 per year. For pay amount larger than \$2,000, the membership will cast a vote.
- Section 5.07: All positions paid through CITSA are to be considered "At will" positions that will be reviewed by the executive board annually at the October meeting. All "At Will" positions begin their term in January after the December Board meeting. Executive Board will be responsible to hire/fire of all at-will employees.

ARTICLE VI:

Meetings:

- Section 6.01: Regular meetings of the corporation shall be held.
- Section 6.02: Board of Director Meetings will be held prior to normal scheduled meetings unless the Corporation or Board of Directors need to have additional meetings.
- Section 6.03: Each member school of the Corporation (CITSA, Inc.), shall have one (1) vote per issue in which a vote is taken. Voting delegates and/or alternatives must be named on membership applications submitted to the Corporation (CITSA, Inc.) yearly.

Section 6.04: The President shall only vote in the event of a tie. The Educational Director never shall not vote. Educational Director shall only give advice to the corporation.

ARTICLE VII:

School Membership Representation:

Section 7.01: Any faculty member (band/guard/percussion director or staff members representing a school/member) in good standing, is eligible to represent/participate in the business functions of the Corporation (CITSA, Inc.).

ARTICLE VIII:

Finances:

Section 8.01: There shall be an adequate accumulation and establishment of an adequate working balance in the Corporation (CITSA, Inc.) account/treasury. This amount is to be established and maintained as a guarantee that existing obligations will be met; expansion of the programs of service may be made if thought desirable; emergencies in the future may be solved.

Section 8.02: There is granted power and authority to the Corporation (CITSA, Inc.) Board of Directors to make financial adjustments for all activities that are deemed necessary, and to administer, execute, and control all receipts, expenditures, and holding of monies in connection with the Corporation (CITSA, Inc.).

Section 8.03: The corporation shall review all finances of the corporation annually at the end of the fiscal year.

ARTICLE IX:

Committees:

The following Standing Committees shall exist:

- A) Board of Directors
- B) Scholarship Committee

Other Committees may be formed at the Board of Directors Discretion for any amount of time to assist in the running of the corporation.

ARTICLE X:

Amendments to Constitution, By-Laws, and/or Rulebook:

Section 10.01: Any member of the Corporation (CITSA, Inc.), in good standing, may make a motion to amend the Rules, By-Laws, and or Constitution. This amendment must be submitted at least thirty (30) days prior to the next scheduled meeting of the corporation.

Section 10.02 A quorum is defined by the corporation (CITSA, Inc.) as any and all member schools, in good standing, in attendance at any particular meeting of the corporation. A majority of the quorum is required to approve corporation business.

ARTICLE XI:

Required Reporting:

Section 11.01: The resident agent of the Corporation (CITSA, Inc.) shall deliver and report to the Board of Directors at the next available board meeting, each communication received by the resident's agent concerning any and all federal, state, or local government report or request for information that is received.

Section 11.02: The Board of Directors is charged to see that all required reports are accurately and timely filed. They shall report to the membership when each report is received, and will furnish a copy of the filed report to the membership at the next business meeting following the filing of such report.

ARTICLE XII:

Tax Exempt Status:

Section 12.01: The Corporation (CITSA, Inc.) shall neither have nor exercise any power that would directly or indirectly engage in any activity that would: 1) prevent it from obtaining exemption status from the federal Income Taxation as a corporation described in 501 of the Internal Revenue Code of 1954 or 2) cause to lose such exempt status.

ARTICLE XIII:

Prohibited Activities:

Section 13.01: No substantial part of the activities of the Corporation (CITSA, Inc.) shall consist of carrying on propaganda, or otherwise attempting to influence legislation; nor shall it in any manner or to any extent participate in, or intervene in (including the publishing or distribution of statements). Any political campaign on behalf of any candidate for public office, nor shall the Corporation (CITSA, Inc.) engage in any activities that are unlawful under applicable federal, state, or local laws.

ARTICLE XIV:

Expenditure of Funds:

Section 14.01: Normal and regular estimated expenditures of the Corporation (CITSA, Inc.) shall be presented to the Board of Directors as part of the budget and shall be approved by a majority vote.

Section 15.01: The President may authorize any expenditure amounts not to exceed Two Hundred Fifty (\$250.00) Dollars. All non-budgeted expenditures must have the approval of the majority of the Executive Officers.

Section 14.03: In all instances where the President authorizes expenditures, the President or Treasurer will report to the membership at the next regular meeting of the Board of Directors and the reason for the President's approval.

Section 14.04: When items are presented and approved by the membership for expenditure or purchase, a record of such approval shall be kept by the Treasurer, and no further approval shall be necessary for actual payment.

ARTICLE XV:

Banking and Checking Signing:

Section 15.01: The Corporation (CITSA, Inc.) shall maintain only one account for checking. The Board of Directors in their decision, may select the bank. The membership shall be notified at the next scheduled meeting of any and all change of banks and the reasons why. The Corporation (CITSA, Inc.) may also maintain a savings account as approved by the Board of Directors for the purpose of any and all Capitol Projects for the Corporation (CITSA, Inc.).

Section 15.02: It is the policy of this Corporation (CITSA, Inc.) that two (2) signatures are required for any and all checks. The person authorized to sign checks shall be the Treasurer and the President of the corporation.