



Festival of the Arts By Laws

Adopted 6/7/2013

Revised 6/11/2014

Article I - Name

The name of this festival is Festival of the Arts (FOTA)

Article II – Principal Location

Festival events will be held at various venues on the campus of Ferris State University and other locations throughout the Big Rapids area with an emphasis on supporting and growing the entire community.

Article III – Purpose

Section 1: Purpose. The purpose of the Festival shall be to support and promote creative and artistic activities that enrich the lives, nurture creativity, support the arts and foster the relationship between the businesses and residents of Big Rapids and Ferris State University.

Section 2: Mission Statement. The mission of the Festival of the Arts is to serve the Big Rapids and Ferris State University communities by fostering art, culture and the cooperative spirit.

Section 3: Artists and Events. The artists selected by the Board of Directors of the Festival of the Arts shall include national, regionally known and local artists, and will include musicians, poets, story-tellers, dramatists, architects, sculptors, painters, graphic artists, multi-media artists, film makers, dancers and other similar artists. The aim of the Festival is to bring these artists together with all interested citizens of the area for concerts, lectures, and demonstrations. Some of these events will be collaborative, and some will feature only the artists. Most events will be free of charge to the public.

Criteria for selecting events include artistic excellence, diversity of aesthetic traditions, attention to cultural diversity and educational potential.

Article IV – Board of Directors

Section 1: Chair/Vice Chair & Directors. Only the Chair, Vice Chair and Directors shall be present at the Board of Directors meetings, unless others are invited by a director. The Board of Directors shall be solely responsible for governing all festival activities.

Section 2: Compensation. The Chair and Directors shall receive an annual stipend as determined by the board of directors. A retainer of 50% of each amount will be paid after July 1 preceding the Festival with the remaining 50% paid after March 30th following the Festival when all reports are submitted.

Section 3: Number and Selection. The Board of Directors shall consist of no less than 5 or more than 7 persons. Directors shall be selected through the process of nomination from a current Director and approved by majority vote. Representation shall, as much as possible, consist of a balance of community members and current Ferris State University employees.

Section 4: Board Composition. The Board of Directors shall consist of persons of leadership and integrity who reside or are employed in the area in and around Mecosta County, Michigan. Each member of the Board of Directors is to be selected for knowledge of the educational, civic and cultural needs of the area and for the individual skills and expertise brought to the Board. A Director must be willing to devote the necessary time to attend meetings of the Board of Directors and its committees.

Section 5: Terms of Office. Term of office shall coincide with the Festival fiscal year. No term limitations have been identified.

Section 6: Vacancies. Vacancies on the Board of Directors may be filled by majority vote of the Board of Directors. The term of a person elected to fill a vacancy will be the remainder of the term of the person vacating a position.

Section 7: Resignation and Removal of Directors. A Director may resign at any time by delivering a written notice of resignation to the Board of Directors. The resignation is effective upon delivery to the Board. Directors may be removed with or without cause from the Board of Directors by a two-thirds vote of the entire Board.

Section 8: Specific Responsibilities of the Board of Directors. Responsibilities include:

- a. Establishing practices and procedures to assure that all functions of the Festival are carried out.
- b. Raising all funds necessary to assure the solvency of each annual Festival.

- c. Establishing practices and procedures to assure that all funds received by the Festival are disbursed only for the purpose for which they were received. The Board of Directors must account for all funds held and disbursed by the Festival.
- d. Assuring that the organization, Festival of the Arts, serves its mission and purpose.
- e. Selecting, evaluating and/or terminating the service of Directors of the organization, to assure that the goals of the organization are being met.
- f. Insuring effective organizational planning by participating in long range planning sessions and assisting in implementing and monitoring all goals and tasks.
- g. Attending a minimum 75% of meetings. Repeat and unexcused absences will result in the termination of service.
- h. Chairing a sub-committee or special project.
- i. Appointing no more than four persons to their sub-committee with consideration of equally representing the community of Big Rapids and the community of Ferris State University. Directors have sole appointment power over their sub-committee.
- j. Participating in or attending program activities, within reason, and actively assisting, when necessary and where possible.
- k. Determining, monitoring and strengthening the programs and events to ensure effectiveness and consistency with mission.
- l. Articulating clearly the mission of Festival of the Arts, its accomplishments, supporters, and goals to the public via media, or word of mouth in order to enhance its public standing and to garner support from the community.

Article V – Meetings of the Board of Directors

Section 1: Chair, Co-chairs/Directors. The Chair will call all board meetings and meet separately with Directors when needed to provide oversight for all festival operations. As well, the Chair will oversee Event Programming and all related activities. The Vice Chair will provide support to the Chair and will step in when the Chair is unavailable. As well, the Vice Chair will assist in Event Programming activities.

Section 2: Regular Meetings. The Board of Directors shall meet on at least a monthly basis.

Section 3: Notice of Meetings. Notice of the time, place and purpose of regular meetings will be scheduled at the end of each meeting while Directors are present. Notices of changes will be submitted to the Directors via e-mail at the earliest possible date.

The Chair will prepare a meeting agenda and distribute it to the Directors at least 48 hours before the scheduled meeting so that Directors may prepare for the meeting. If meetings are canceled or changed, the Chair will inform the Directors as soon as possible.

Section 4: Voting. All votes shall be decided by a simple majority of the Board of Directors in attendance. The Board may choose to vote by e-mail on specific issues at its discretion.

Section 5: Conflict of Interest. Any Director having an interest in a matter brought before the Board shall disclose such interest at the commencement of the discussion. Such Director may or may not choose to vote on the matter.

Article VI – Fiscal Year

Fiscal year for FOTA is July 1 – June 30.

Article VII – Annual Reports

Section 1: Annual Report. An annual report in the form of the Festival booklet along with an estimated total Festival attendance will be prepared by March 30th of every year following the conclusion of Festival activities.

Section 2: Other reports. Internal annual reports from each sub-committee chairperson will be prepared by March 30th of every year following the conclusion of Festival activities. Reports shall be in sufficient detail to allow planning for the following Festival. No final stipend will be paid until reports are submitted.

Section 3: Retention of Reports. Reports will be kept on file electronically.

Article VIII – Amendments

These by-laws may be amended by a two-third vote of Directors present at any meeting, provided a majority of Directors is present. A written copy of the proposed amendment(s) must be provided to each Director at least one week prior to the meeting where a vote is to be taken.

Article IX - Dissolution

The Festival of Arts may be dissolved by its Board of Directors at a special meeting called for that purpose. Upon dissolution or other termination of FOTA, all remaining assets of FOTA, after payment in full of all its debts, obligations, and necessary final expenses, or after the making of adequate provision therefore, shall be distributed to such tax-exempt organizations (with purposes similar to those of FOTA) as shall be chosen by the then existing Board of Directors of FOTA.

