



INAF

Indiana Association of Fairs



By-Law Changes for 2017



Mission Statement

~~The object of this association shall be to bring together under one organization head the various fairs, festivals and events within the state of Indiana for the purpose of conferring upon subjects that are of common interest to educate, network and collaborate on subjects of a common interest.~~

Formatted: Font: Verdana, 11 pt, Italic

Vision Statement

The Association shall strive to encourage the growth of all fairs, festivals and events within the state of Indiana.



INDIANA ASSOCIATION OF FAIRS, INC.

CONSTITUTION

Article I. NAME

The name of this organization shall be Indiana Association of Fairs, Inc. (hereinafter referred to as INAF).

The object of this association shall be the bringing ~~to~~ together under one organization the various fairs, festivals and support services to the fair and festival industry within the state of Indiana for the purpose of conferring upon subjects that are of common interest and the promotion of agriculture, ~~and agriculture education fair related environments and facility management.~~

Article II. PURPOSE

Section 1. The purposes of this organization are:

- a. To encourage the growth of all fairs and festivals within the state of Indiana.
- b. To foster the development of teamwork and collaboration between fairs and festivals / events and support services organizations.
- c. To promote ~~past~~ present and ~~future~~ current agriculture for the knowledge and growth of the citizens that are served in the various communities.
- d. To maintain positive working relationships with the State organizations ~~that~~ which promotes safety to the attendees of fairs and festivals ~~/events~~.
- e. To serve as a clearinghouse for gathering and ~~giving~~ sharing out of information regarding agriculture that can be emphasized at the fairs.
- f. To solicit and receive funds for the accomplishment of the above purposes.
- g. To conduct an annual convention of the Association to be held in a city selected by the Officers and Directors. Date of said convention should be set after consideration of local and state meetings and other like State Association meetings, with every effort made to avoid conflicts with other meetings to the best advantage of the INAF.
- h. To conduct an annual business meeting of the membership at the annual convention.

Section 2. INAF is a not for profit, non-political, non-sectarian organization. No part of any net earnings shall inure to the benefit of any member or individual, and no officer or director of the INAF shall receive any compensation for their services as an officer or director without unanimous approval of the Board of Directors.

Article III. MEMBERSHIP

Section 1. There shall be no capital stock of the ~~Association INAF, but~~ each Fair that becomes a member of the association shall pay annual dues ~~to the Association~~. Payment of dues entitles said member to one vote on all questions coming before a meeting of the association. No proxies will be



allowed. The amount of annual dues will be established by a two thirds (2/3) vote of ~~the members of~~ the Board of Directors.

Section 2. Any carnival, concession, attraction, tent and awning, advertising or other service firm may become an associate member of this association upon payment of annual dues. The amount of annual dues will be established by a two thirds (2/3) vote of the ~~members of the~~ Board of Directors. Associate membership applications shall be acted upon and approved by the Board of Directors or their designate.

Section 3. Any festival may become an associate member of this association upon payment of annual dues. The amount of annual dues will be established by a two thirds (2/3) vote of the ~~members of the~~ Board of Directors. Festival membership applications shall be acted upon and approved by the Board of Directors or their designate.

Article IV. OFFICERS

The affairs of the association shall be managed by the officers. The officers will include the President, President-Elect, Vice-President, Immediate Past President and the Treasurer. The Board of Directors will consist of the President, President-Elect, Vice-President, Immediate Past President, Treasurer, and ~~nine~~ thirteen (13) Directors. The Directors shall consist of ~~eight four (84)~~ Directors each representing ~~one of~~ the state districts for Fair membership, one Director representing Festival membership and four (4) Directors representing the Associate membership. All ~~eighteenfourteen (184)~~ eighteenfourteen (184) members of the Board of Directors ~~shall~~ have voting rights and ~~shall~~ transact all business of the Association.

Article V. DISSOLUTION

In the event of the dissolution of this organization, or in the event it shall cease to exist for the stated purposes, all the property and assets shall be distributed equally to the Indiana 4-H Foundation and Indiana FFA Foundation.

Under no circumstances shall any of the property or assets of this organization during the existence and/or upon the dissolution thereof go and be distributed to any officer, member or subsidiary of this organization without unanimous approval of the Board of Directors.

Article VI. AMENDMENTS

The constitution of the Association may be amended at any annual convention business meeting of the Association upon a two-thirds vote of all members present, providing there is a quorum (20% of the Fair Membership in good standing at the time of the meeting) present. Any proposed amendment to the constitution and by-laws shall be in the hands of the officers of the Association, in writing, ninety (90) days in advance of the date of the annual convention. The officers shall then notify, by mail, the Secretaries of each Fair member in good standing of such proposed amendment sixty (60) days in advance of such annual convention.

This is the current constitution approved and adopted by the membership on January ~~56, 2013~~ 56, 2013.

Signed _____
David Smith~~Neal Kuhn~~, President
Boilanger, Treasurer

Signed _____
Kim Roberts~~Margaret~~



INDIANA ASSOCIATION OF FAIRS, INC.

BYLAWS

Article I. MEMBERSHIP

Section 1. The four Indiana Districts for Fair Membership are determined as follows:

Indiana District One (1) consists of the following named counties – Lake, Porter, LaPorte, St. Joseph, Starke, Marshall, Newton, Jasper, Pulaski, White, Cass, Benton, Carroll, Warren, Tippecanoe, Clinton, Fountain, Montgomery, Boone, Vermillion, Parke, Putnam, and Hendricks.

Indiana District Two (2) consists of the following named counties – Elkhart, LaGrange, Steuben, Noble, DeKalb, Kosciusko, Whitley, Allen, Fulton, Miami, Wabash, Huntington, Wells, Adams, Howard, Grant, Blackford, Jay, Tipton, Delaware, Madison, Randolph, and Hamilton.

Indiana District Three (3) consists of the following named counties – Henry, Marion, Hancock, Wayne, Rush, Fayette, Union, Shelby, Johnson, Franklin, Decatur, Brown, Bartholomew, Ripley, Dearborn, Jackson, Jennings, Ohio, Switzerland, Jefferson, Scott, Clark, and Floyd.

Indiana District Four (4) consists of the following named counties – Vigo, Clay, Morgan, Owen, Sullivan, Monroe, Greene, Lawrence, Knox, Davies, Martin, Orange, Washington, Pike, Dubois, Gibson, Crawford, Warrick, Perry, Posey, Vanderburgh, Spencer, and Harrison.

Section 2. A Fair is an exhibition of two days or more duration, that is held at least annually, and is conducted or sponsored by any organization, association, or corporation formed for the purpose of conducting fairs, which are designed to promote education, commerce, industry, and entertainment. The promoters are to encourage improvement in industry, commerce, agriculture, horticulture, livestock, poultry, dairy, apiary products, farm produce, liberal or fine arts, home economics, 4-H, FFA, or other youth organizational activities, or athletics, by offering prizes, premiums, reward, scholarships, or recognition for outstanding exhibits or participation.

Section 3. A Festival is any exhibition of one day or more duration, that is held at least annually, and is conducted or sponsored by any organization, association, or corporation formed for the express purpose of conducting festivals or events, which are designed to promote education, commerce, industry, and entertainment and are to encourage improvement in industry, commerce, liberal or fine arts, or other youth organizational activities, or athletics.

Section 4. Associate membership is a business or entity (carnival, concession, attraction, tent and awning, advertising or service firm) that supports the fairs and festivals / events through offering a service to the operation.



Section 5. All applications for membership must be received by the Association in accordance with the Policies and Procedures of the Association. Officers and directors of the Association will determine if the applicant qualifies for membership. ~~with the matter of eligibility to be confirmed by the next full convention that takes place, unless officers and directors decide that personal inspection of the applicant is necessary.~~

Section 6. Members losing their membership through non-payment of dues or other causes will be required to meet the same requirements as new members.

Section 7. All Members must pay dues for each calendar year in accordance with the Policies and Procedures Manual of the Association, with forfeiture of membership as a penalty.

Section 8. A member in good standing is one whose dues are not delinquent or have been waived.

~~Section 9. Any action of the Board of Directors shall be subject to review by the membership on request of any Fair member at a regular meeting or at a special meeting called for the purpose. An action of the Board of Directors may be altered or rescinded by a two-thirds (2/3) vote of the membership provided no rights of third parties are affected.~~

Section 10. Any member (Fairs, Associates or Festival) whose actions are prejudicial to the interests of INAF or another member may be expelled (Grievance Process) as follows:

A member may bring complaint against another member by submitting in writing ~~submitted~~ to ~~any member of the Board of Directors, the President.~~ The complaint shall present evidence to substantiate the accusation. The Board President shall notify the accused and set a date for a hearing within thirty (30) days before the Board of Directors, at which time the accused shall be given an opportunity to be heard. Upon a three-fourths (3/4) vote of the Board of Directors at a meeting at which a quorum is present, the accused may be expelled. ~~The accused shall have the right to appeal the decision to the general membership. On receipt of the appeal, the president shall call a special meeting within thirty (30) days, at which time the membership may overrule the decision of the Board of Directors by a three-fourths (3/4) vote, of a quorum being present.~~

Article II. DUES

Section 1. Members shall pay yearly dues as approved by the Board of Directors.

Section 2. Dues are payable thirty (30) days from receipt of the annual renewal notice and voting privileges at Association meetings will be suspended if dues are not current as of the meeting time.

Section 3. Dues will be documented in the Policies and Procedures manual of the Association and may include late fees ~~for~~ if dues are not received by deadlines established.

Article III. MEMBERSHIP MEETINGS

Section 1. Regular meetings of the membership shall be held at the annual convention of the INAF. Members shall be notified in advance of all meetings.



Section 2. Special meetings may be called by the President or on written application of five (5) Fair members made to the Board of Directors. Treasurer who shall mail Notices shall be mailed to all members not less than one week prior to the meeting stating the purpose of the meeting. No further business may be transacted at a special meeting other than the purpose of the called meeting.

Section 3. A quorum shall consist of twenty (20) Percent of the Fair members in good standing at the time of the meeting. They must be present in person.

Article IV FISCAL YEAR

The fiscal year shall begin October 1 and end September 30.

Article V. BOARD OF DIRECTORS

Section 1.

A. The terms of the Association offices of President, President-Elect, and Vice President shall be one year, or until their successors are duly elected and qualified. The President, President-Elect, and Vice-President shall serve no more than one consecutive term. The Association office of Treasurer shall have a term of four (4) years, and has no limit of successive or non-successive terms. The President-Elect shall succeed the outgoing President. The Vice-President will succeed the outgoing President-Elect. The election of President-Elect and Vice-President shall not be conducted from the same Indiana District as the President serving the same term of office. The nominating committee shall be responsible for slating the candidate of Vice President and Treasurer.

B. Directors from each of the four Indiana Districts shall be elected for a term of four (4)- two (2) years and and may succeed are not eligible to succeed themselves for up to four consecutive terms. Each district of the association shall be responsible for the election of their north or south District Director.

A. Four (4) Associate Directors will be elected for a term of four (4) years on a staggered basis and shall be designated in categories of Carnival, Entertainment, Concessions and Other Services and are not eligible to succeed themselves within the same organization.

B. One Festival Director will be elected for a term of two (2)-two (2) years. Festival Directors-a may re-serve up to four consecutive terms. not eligible to succeed themselves and a representative from the same Festival is not eligible to succeed them. The Nomination committee of the Association shall be responsible for all recommended nominees for the election of Directors.

Section 2. The Board of Directors shall consist of the Board's elected officers and the directors.

Section 3. The Board of Directors shall be responsible for the conduct of the business of the organization and shall be empowered to employ such professional personnel as required to administer the affairs of the organization and to describe their duties and terms of their employment. The Board of Directors shall exercise all other powers inherent in the organization except those expressly reserved to the membership.

Formatted: Outline numbered + Level: 2 + Numbering Style: A, B, C, ... + Start at: 1 + Alignment: Left + Aligned at: 0.5" + Tab after: 0.75" + Indent at: 0.5"

Formatted: Outline numbered + Level: 2 + Numbering Style: A, B, C, ... + Start at: 1 + Alignment: Left + Aligned at: 0.5" + Tab after: 0.75" + Indent at: 0.5"



Section 4. The Board should be represented by persons of both sexes and, when possible, all ethnic or sub-cultural factions of the population.

Section 5. District Directors ~~representing Fairs~~ should have been on their Fair Board as a Member within the past ten (10) years, be actively involved in the Fair and shall be residents of the geographic area served (Article 1 - Section 1).

Section 6. No board member shall be a spouse or other immediate family member of a staff person or another Board of Director.

Section 7. Directors shall serve their term, beginning at the conclusion of the INAF convention when they are elected or until the installation of their successors.

Section 8. The Board of Directors shall hold a meeting at least four (4) times per year unless a majority of the Board voted not to have one.

Section 9. Special meetings of the Board may be called by the President, or by the Treasurer upon the written request of three Board members, at any time with no less than forty eight (48) hours' notice.

Section 10. ~~Ten board members must be present to A majority of the voting members of the Board of Directors shall~~ constitute a quorum.

Section 11. Chairmen of all committees shall have the right to attend and speak at meeting of the Board of Directors but shall not vote unless they are also members of the Board.

Section 12. All vacancies in the officer positions, except that of the president, shall be filled for the unexpired term by persons elected by the Board of Directors. All other vacancies on the board shall be filled by appointment of the board, for the unexpired term.

Section 13. ~~The Board of Directors~~ Directors may declare vacant the office of any Director (excluding Associates) or officer who shall move from the State of Indiana.

~~Section 14. -Director must attend a majority of the annual directors meetings and fulfill their obligations as a director, or who shall be absent from the Board meetings for a period of six (6) months A notification of non-attendance by a director must be sent to without notification to the President or their designee. Non-compliance shall be reviewed by the Executive Board for recommendations to the Board of Directors.~~

Section 15. The Board of Directors shall maintain a Policies and Procedures manual which can be reviewed by the membership upon request.

Formatted: Indent: First line: 0"

Article VI DUTIES OF OFFICERS

Section 1. The President, ~~“he” as used hereinafter,~~ shall preside at all meetings of the Association and of the Board of Directors. ~~They~~He shall appoint the chairmen of all committees, ~~with the approval of the Board,~~ and supervise directly or indirectly their work, ~~except the Nominating Committee.~~ ~~They~~He may appoint special committees as required. ~~They~~He shall act as the



executive officer of INAF and, in general, perform the duties usually associated with the office of President. ~~They He~~ shall monitor that the annual report is presented to the membership.

Section 2. The President-Elect, ~~“he” as used hereinafter~~, shall succeed to the Presidency in case of a vacancy in that office and shall perform the duties of the President in his absence or disability.

~~TheyHe~~ shall undertake such other responsibilities as the President may assign.

Section 3. The Treasurer, ~~“he”~~, or a designee, shall monitor that the correspondence of INAF and the recording of the proceedings of all meetings of the membership and the Board of Directors are properly administered. ~~TheyHe~~, or a designee shall be custodian of all records of the INAF. The Treasurer, or a designee, shall oversee all revenues of INAF and shall maintain a complete and accurate account of all funds received and disbursed. ~~TheyHe or his designee~~ shall oversee deposit and disbursements of all such funds. The Treasurer shall be bonded in an amount to be determined by the Board of Directors. ~~TheyHe~~ shall present an annual audited report to the membership after the close of the fiscal year, listing all receipts and disbursements by budget categories.

Article VII. ELECTIONS

Section 1. There shall be a Nominating Committee composed of eight members (Immediate Past Presidents shall serve eight (8) years on the committee after leaving the Board of Directors). The Immediate Past President after leaving the Board of Directors shall be appointed Chairman. ~~The Immediate Past President will be in attendance as a tie breaker should one occur.~~

Section 2. The Nominating Committee shall prepare a slate of candidates for election as officers ~~and directors~~ and shall secure the consent of its nominees to serve if elected. It shall report its nominations at the Annual Meeting at the convention.

~~Section 3. Any current member of INAF may submit a nomination in writing to the Chair of the Nominating Committee two weeks prior to the Annual Meeting. All nominees, whether nominated by the committee or from the membership, shall be members in good standing who have given consent to the nomination. Written nominations should be sent to the INAF official mailing address addressed to the Nominating Committee Chair, for confirmation of nominee membership status and inclusion in the nomination and election processes. The nomination must include the name of the person making the nomination, the name of person being nominated and contact information for both persons.~~

Article VIII. STANDING COMMITTEES

Section 1. The standing committees shall be Convention, Products and Services, Association Management, Education, Audit and Finance, By Laws, — Legislative / Public Relations, Membership and Nominating. Sub committees shall be created for standing committees as needed and outlined in the PPM.

Section 2. Special committees may be appointed by the President as ~~the need~~ed, ~~arises~~.

Section 3. Terms of all committee members shall expire at the conclusion of the annual convention ~~of~~ each year.

Article IX. PARLIAMENTARY AUTHORITY



Generally accepted business procedures will be followed during all meetings.

Article X. INDEMNIFICATION

Every member of the Board of Directors, officer or employee of the Corporation may be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board, officer or employee in connection with any threatened, pending, or completed action, suit or proceeding to which she/he may become involved by reason of her/his being or having been a member of the Board, officer or employee of the corporation, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of her/his duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Board approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such member of the Board, officer or employee is entitled.

Article XI. AMENDMENTS

The ~~By-Laws constitution~~ of the Association ~~in reference to Article 1- Membership~~ may be amended at any annual convention meeting of the Association upon a two-thirds (2/3) vote of all ~~member Fairs members~~ present, providing there is a quorum (20% of the ~~member Fairs Membership~~ in good standing at the time of the meeting) present. Any proposed amendment ~~to Article 1 of the constitution and B~~by-laws shall be in the hands of the ~~Board of Directors officers~~ of the Association, in writing, ninety (90) days in advance of the date of the annual convention. The ~~association officers~~ shall then ~~notify, by mail,~~ the Secretaries of each fair member in good standing of such proposed amendment sixty (60) days in advance of such annual convention.

Other By-Law amendments shall be made by 2/3 thirds votes of the Board of Directors.

These are the current bylaws approved and adopted by the membership on January ~~58~~, 2013.

Signed _____ Signed _____
David Smith, President Kim Roberts, Treasurer