

6/13/2000

BYLAWS OF THE  
AVON COMMUNITY HERITAGE FESTIVAL CORPORATION

ARTICLE I  
NAME

Section 1 The name of this organization shall be the Avon Community Heritage Festival Corporation

Section 2 The principal office shall be located in the Town of Avon, Indiana.

ARTICLE II  
PURPOSE

Section 1 To plan, organize and conduct the Avon Community Heritage Festival

The mission of the Heritage Festival shall be to plan, organize and manage the activities, events and entertainment associated with the Heritage Festival and accomplish the following:

A. To render constructive civic services for the promotion of the welfare of the community and of the citizens of Avon, Washington Township, Hendricks County, Indiana to foster civic consciousness by means of active participation in constructive projects which will improve the community, state and nation.

B. To develop and promote the recreational facilities of Avon, Washington Township, Indiana, and to encourage the development of tourist traffic and the location of new businesses and industry within the Township.

C. To hold and sponsor fairs, shows and festivals, including but not limited to the Avon Community Heritage Festival

D. To purchase, hold, improve, develop, lease, mortgage, sell, dispose of, and otherwise deal in real estate; to provide building sites for the development of businesses and concerns.

E. To provide family activities at a reasonable cost and a festive atmosphere that draws throughout the community.

F. To provide sporting events and other activities that encourage participation.

G. To provide activities that encourage people to return to the community and join in fellowship.

H. To maintain clean and safe activities and facilities throughout the Festival.

I. To provide opportunities for non-profit organizations to raise money for their projects

J. To provide entertainment that adds to the Festival environment and appeals to all ages and tastes.

K. To raise money from fees, assessments and donations to support the activities of the Festival.

The Festival Corporation corporation is organized exclusively for charitable purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (C) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law.)

### ARTICLE III ACCOUNTING

Section 1 For accounting purposes the organization shall operate on the calendar year.

### ARTICLE IV MEMBERSHIP

Section 1 There shall be two classes of members as follows:

A. Corporate Members shall be organizations, businesses, etc., which are incorporated in Indiana, or which are incorporated under similar acts of other States.

B. Business and individual members shall be those members, other than Corporate Members who are citizens of Hendricks County, Indiana.

### ARTICLE V MEETINGS

Section 1 The regular meeting of the board of directors shall be held monthly.

Section 2 A special meeting may be called by the President or by any three board members.

Section 3 Location of regular monthly and special meetings shall be designated by the President.

Section 4 The business coming before any meeting shall be disposed of in such order as may be fixed, from time to time, by the standing order of the President, or in such order as may be determined by such meeting. In the absence of any order to the contrary, the order of business at each meeting shall be:

- A. Call to order by the President
- B. Acknowledge of visitors
- C. Roll Call and declaration of quorum
- D. Approval of minutes of last meeting
- E. Treasurer's report
- F. Committee reports
- G. Unfinished or old business
- H. New business
- I. Adjournment

## ARTICLE VI BOARD OF DIRECTORS

Section 1 The Board of Directors shall consist of fifteen (15) members and shall hold office of three years and shall be so elected so the terms of one third will expire annually. At the first election of Directors, one third shall be elected for a term of three years, one third shall be elected for a term of two years and one third shall be elected for a term of one year. The Directors shall hold office until their successors have been elected and have assumed office. A Director shall be eligible for reelection upon the expiration of his term of office, but shall not serve more than two consecutive terms. No close relatives as defined by I. R. S. shall hold concurrent membership on the Board of Directors.

Section 2 Nominations will be made by a nominating committee appointed by the President.

Section 3 Elections shall be held at the Festival. Members shall elect the Directors. New Directors shall take office at the first meeting in January

Section 4 All officers shall be members of the Board of Directors and shall have the right to make motions, participate in discussions and vote on issues

## ARTICLE VII OFFICERS

Section 1 The Directors shall elect a President, Vice President, Secretary, and Treasurer and such other officers as the directors deem advisable from time to time, all of who are to serve without pay.

Section 2 President and Vice-President shall be elected for a term of one year, no officer shall succeed himself more than once, but may be elected to that office at a later date or be elected to another office.

Section 3 A nominating committee shall be appointed by the President at the October meeting and shall consist of three (3) members of the Board of Directors.

Section 4 The nominating committee shall not nominate any of its own members to any office, but any nominating committee member or any other director of the organization may be nominated from the floor at the time designated for election of officers.

Section 5 The nominating committee shall by a majority vote nominate one candidate for each office; and shall present to the Board of Directors a full slate of proposed officers who have previously give their consent for the nomination.

Section 6 Nominations shall be announced and accepted from the floor and voted on at the November meeting

Section 7 New officers shall take office and assume their duties commencing with the first board meeting in January.

Section 8 Duties of the Officers:

A. The President shall preside at all meetings, preserve order, make all parliamentary decisions and rulings and shall appoint all committee members. The President shall have the power to sign all checks in addition to the Treasurer and in absence of the Treasurer receive all funds.

B. The Vice-President shall in case of a vacancy in the office of President take such office and shall perform the duties of the President in his absence or inability to serve.

C. The Secretary shall record the business of all meetings of the Board of Directors in minutes. The Secretary keeps and reads the minutes at the meetings and is custodian of all records.

D. The Treasurer shall be custodian of all funds and shall keep them on deposit in the name of the organization in a properly accredited bank or other institution approved by the board. The Treasurer receives all funds, signs all checks and disburses all funds (by check) and gives and itemizes a report of receipts and disbursements at business meetings.

Section 9 Any vacancy shall be filled by election at the next meeting.

## ARTICLE VIII

## QUORUM

Section 1 A quorum shall consist of one half plus 1 of the members of the Board of Directors.

## ARTICLE IX VOTING

Section 1 All members are to be one (1) class without preference to be given to any other class, and each member is to have the legal right to one (1) vote in all matters brought to the membership by the Board.

## ARTICLE X COMMITTEES

Section 1 The board of directors shall determine the committees deemed proper and necessary to fulfill the objectives and purposes of the organization.

Section 2 All committees members and chairmen shall be appointed by the President and are automatically dissolved at the end of the year.

Section 3 The President and/or Vice President shall be an ex officio member of all committees.

## ARTICLE XI PARLIAMENTARY AUTHORITY

Section 1 Robert's Rules of Order (Revised) shall govern the proceedings of this organization, except in such cases as covered by the By-Laws and standing rules and regulations adopted by this organization.

## ARTICLE XII DISBURSEMENT OF FUNDS

No part of the net earnings of the corporation shall be used to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1986 (or in corresponding provision of any future United

States Internal Revenue Law).

### ARTICLE XIII DISSOLUTION

Section 1 Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c) (3) of the Internal Revenue code of 1986 (or in corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by an appropriate Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

### ARTICLE XIV AMENDMENTS

Section 1 These by-laws may be amended by a two-thirds (2/3) vote of the members of the Board Of Directors at any regular or special board meeting, provided the proposed amendment or amendments have been presented to the organization previously at the meeting of the members. All Directors shall be notified of the change and when the voting will take place.

IN WITNESS WHEREOF, WE HAVE HEREUNTO SUBSCRIBED OUR NAMES:

THIS 13 DAY OF JUNE 2000

# AVON COMMUNITY HERITAGE FESTIVAL ASSOCIATION

## COMMITTEE RESPONSIBILITIES

The following are the duties of the committee structure for the Avon Community Heritage Festival Association. Each committee will be chaired by a member of the Board of Directors. Each chairman will secure members (outside the Board of Directors) for their committees and will not undertake their committee responsibilities alone. The President and Vice President of the Board of Directors are ex/officio members of these committees and will be responsible for coordinating the activities of the association and the festivals conducted by the association. They will insure that all committees have the support (financial, manpower, and materials) that they need to successfully implement their tasks and reach their goals. The Board of Directors at their January meeting will set a schedule of deadlines to insure that these committees are prepared adequately. All Committees and Board members will comply with these deadlines and will keep the Board advised of their actions and any updates.

### ADMINISTRATION:

This committee will be chaired by the Vice President of ACHF Board of Directors.

1. The Committee will be responsible for preparing a ballot of nominees for five Board of Director's positions to be elected each year at a location and time as outlined by Board in compliance with the Bylaws.
2. The committee will review and arrange for all of the insurance needs of the Association.
3. The committee will secure from all vendors, exhibitors and any other party(ies) that the Board so directs certificates of insurance. The committee will certify (no later than two weeks prior to any festival) to the Association President that these certificates are in the possession of the Vice President.

4. The committee will review all applications used by or for Festival(s) purposes and make any recommendations for changes to the Board of Directors.
5. The committee will prepare for Board of Director's approval "gender" contracts to be used by any vendor, exhibitor or entertainer that doesn't have a contract of their own for use.
6. The committee will review and approve (prior to signature of the Association President or Vice President) all contracts binding the Association financially or otherwise. No vendor or group will be permitted to participate, perform tasks or be paid unless an executed contract and certificate of insurance has been submitted by the deadlines established by the Board of Directors. The only deviation will be one outlined by the Bylaws or Board action. The Committee will also keep the Association Treasurer advised of all contracts that bind the Association financially.
7. The committee will be responsible for establishing and staffing an information booth for festivals when directed by the Board.
8. The Committee will handle the Scholarships provided by the Association. This will include submitting for Board approval the amount, the requirements and the manner of presenting any scholarships. The Association Treasurer will be included in this process.
9. The committee will submit to the Finance Committee a budget proposal for any income or expenses that the committee may be responsible for.

## BYLAWS

1. The Committee will review the bylaws of the association and make recommendations for any changes or amendments to the Board of Directors for their action.
2. These recommendations and amendments will be done by a deadline set by the Board of Directors and in the manner set by the section of the Bylaws that outlines amendments to the bylaws.



4. The committee will submit to the Finance Committee a budget proposal for any expenses that will be incurred performing their function.

#### DECORATIONS

1. The committee will prepare and submit to the Finance Committee a budget proposal for all income and expenses that this committee is responsible for.
2. This committee will arrange and coordinate the decorating of all locations for all festivals that the Association holds. This will be done in keeping with the theme of each particular festival.
3. The committee will secure all contracts and certificate of insurances from any vendor or group that is contracted in assisting the committee perform their functions. These will be turned into the Administration Committee.
4. The committee will work closely with all areas of any festival and the Logistic Committee.

#### ENTERTAINMENT

1. The committee will submit to the Finance Committee a budget proposal for all income and expenses that this committee has responsibility for.
2. The committee will prepare and submit to the Board (by the deadlines set) a schedule of the entertainment to be included as part of any festival activity.
3. The committee will secure "entertainers" and groups (both professional and non-professional) for the entertainment activities of any festival held by the Association.
4. The committee will secure all contracts and certificate of insurances required by the Board. These will be submitted to the Administration Committee by the deadlines established by the Board.

5. The committee will work with the Marketing/Sponsorship Committee in meeting its deadlines for promoting any association festival by providing all entertainment information (schedules, names of entertainers, groups, etc.) This same information will be provided to the Public Relations Committee.
6. The committee will submit to the Logistics Committee all area, electrical and other special needs by the deadlines set by the Board. The committee will work closely with the Logistics Committee to insure cooperation with all locations where entertainment is done.
7. The committee will insure all entertainment areas are clean at the conclusion of entertainment being finished in each particular area.

#### EXECUTIVE

1. This committee will be composed of the officers of the Board of Directors of the Association. The Association President will serve as Chairman of the committee.
2. The committee will submit to the Finance Committee a budget proposal for any expenses necessary to perform their task.
3. The committee will conduct any business that becomes necessary when the Board of Directors is unable to meet and act expediently.
4. The Committee will make recommendations to the Board of Directors.
5. The committee will serve as an advisory group to the Association President.

#### EXHIBITORS

1. The committee will prepare and submit to the Finance Committee a budget proposal for all income and expenses that the committee is responsible for.

2. The committee will prepare for the Board of Directors a plan for approval for types of exhibitor areas to be part of a festival if the Board approves having an exhibitor area.
3. The committee will contract with groups to arrange a "particular type of exhibit" ( I.e. crafts, businesses, not for profits, etc.)
4. The committee will secure and submit to the Administration Committee all contracts and certificates of insurance for any group(s) or vendor(s) that the committee has dealings.
5. The committee will submit to the Logistics Committee the area, electrical and other special needs for the committee or the groups and vendors working with the committee. The committee will work closely with the Logistics Committee to insure that there is cooperation with all locations where "exhibit" areas are.
6. The committee will work closely with the Marketing/Sponsorship Committee in promoting the festival(s). The committee will meet all deadlines set by the Board.
7. The Committee will lay out the exhibit areas and communicate or insure that communications has occurred with all groups or individuals participating in the exhibit areas.
8. The committee will insure that all exhibit areas are clean at the close of any festival.

## FINANCE

1. This committee will be chaired by the Treasurer of the Association Board of Directors.
2. The committee will secure from all association committees, officers and board members proposals (income and expense) for both the operations of the Association and all festivals conducted by it.

3. The committee will prepare for the Board of Director's approval an annual budget for the Association including the Association operations and all festivals conducted by the Association.
4. The committee will do an annual review of the treasurer's books and records under the guidelines and deadlines set by the Board.
5. The committee will make recommendations to the Board concerning the finances of the Association to insure that the Association is financially secure, is in compliance with all federal and state laws and that all sponsors contributions are used for purposes that they were secured for.

#### **FOOD**

1. The committee will submit to the Finance Committee a budget proposal for all income and expenses they are responsible for.
2. The committee will contract with the necessary vendors and groups to insure that there is adequate variety and quantity of food to feed those attending any festival conducted by the association.
3. The committee will submit to the Administration Committee all contracts, certificates of insurance and board of health forms required by the deadlines set by the Board.
4. The committee will submit to the Logistics Committee the area, electrical and other special needs of the vendors. The committee will require and insure that all food vendors do not exceed the agreed upon electrical needs that the Association is providing the vendor. The committee will also convey to all food vendors that any excessive electrical use that causes a "trip" of circuit breakers could result in their "unplugging" from the main source. The committee will work closely with the Logistic Committee to insure total cooperation with all locations where food is provided.
5. The committee will work closely with the Marketing/Sponsorship Committee in promoting any festival by providing all information about the food area by the deadlines set by the Board.

6. The committee will lay out the food vending area and communicate with all vendors and groups participating in that area.
7. The committee will insure that all food area are clean at the close of any festival.

#### GAMES and RIDES

1. The committee will prepare and submit to the Finance Committee a budget proposal for the income and expenses that the committee is responsible for.
2. The committee will secure groups and vendors to provide games and rides for the entertainment and enjoyment of those attending any festival. Special emphasis will placed on the "young at heart".
3. The committee will secure all contracts and certificates of insurance required by the by the Board and submit them to the Administration Committee.
4. The committee will submit to the Logistic Committee all area, electrical and special needs of groups and vendors the committee is responsible for. The committee will work closely with the Logistic Committee to insure cooperation with all locations where games and rides are provided.
5. The committee will work closely with the Marketing/Sponsorship Committee in promoting any festival. This will include providing that committee with all information about games and rides by the deadlines set by the Board.
6. The committee will lay out the games and rides areas and communicate closely with those groups and vendors participating in that area.
7. The committee will insure that the area is clean at the close of any festival where games and rides are provided.

## LOGISTICS

1. The committee will prepare a budget proposal for all income and expenses that the committee is responsible for and give it to the Finance Committee
2. After the Board has provided a general event schedule for a festival, the Committee will secure all locations necessary for all events of that Festival. All committees responsible for a particular event or area will work closely with this committee.
3. The committee will secure and provide contracts and certificates of insurance for all locations (physically) necessary to hold a festival. The committee will give these to the Administration Committee.
4. The committee will provide all committees that are responsible for an event or area of a festival with a list of what each physical location (park, church, etc) can provide, its requirements, its deadlines, etc. This will be done by the deadline set by the Board.
5. The committee will secure from each committee responsible for an event or area the physical, electrical and any special needs of their vendors, groups or participants. This will be conveyed to the physical location to insure that they can be provided.
6. The committee will submit to the Board, by the meeting date mandated by the Board, a list of deadlines and rules the committee deems necessary for the layout and set up of a festival.
7. The committee will work closely with the local Fire Marshal, Fire Department, police authorities, Town of Avon, Washington Township and Hendricks County officials to insure that the physical arrangements of a festival are in compliance with all local ordinances and state laws.

## MARKETING/SPONSORSHIP

1. The committee will prepare and submit to the Finance Committee a budget proposal for all income and expenses that the committee is responsible for.
2. The committee will submit to the Board for approval a sponsorship program. This will include monetary amount levels, any special designations, any special use it might be for and what the sponsor will receive in recognition of their sponsorship.
3. The committee will secure sponsors for the Association. All sponsor funds will be given to the Association Treasurer for deposit.
4. The committee will secure from all appropriate committees information necessary to establish for Board approval a schedule of events for each festival. This will be completed by the deadlines set by the Board.
5. The committee will prepare for Board approval a program for "marketing" each festival. This will include; but not limited to; newspaper advertising, flyers, banners, etc. This marketing will be done in timely fashion that insures that each festival gets adequate exposure for attendance.
6. The committee will provide for the distribution of all marketing items.
7. The committee will submit to the Administration Committee any contracts and certificates of insurance necessary to perform the Committee's function.

## PARADE

1. The committee will submit to the Finance Committee a budget proposal for all income and expenses that the committee is responsible for.
2. The committee will work with the Logistics Committee to secure a location for "staging a parade", parade routes and parking for parade participants and the public.
3. The committee will secure any permits required by those governmental agencies having jurisdiction over the area where the parade occurs. A copy of these permits will be given to the Administration Committee.
4. The committee will work with the proper police agencies to insure that the parade route is secure and safe.
5. The committee will communicate and cooperate with all neighborhood associations where the parade route is located. The committee will market the parade in the neighborhoods.
6. The committee will secure a parade marshal, participants, and festival provided vehicles necessary to have a parade. The committee will communicate with those participants the location, time, unit number, designated line up time, location, and manner of line up, designated parking area and designated "dumping area". This will be done by the designated deadlines set by the Board.
7. The committee will provide by the deadline set by the board all information needed by the Marketing/Sponsorship Committee to promote the parade.
8. The committee will insure that all area of the parade are clean at the conclusion of the parade.



## PARKING and SECURITY

1. The committee will provide for the Finance Committee a budget proposal for all income and expenses the committee is responsible for.
2. The committee will provide for adequate parking for all festivals and their events. This will be done by securing areas to park, securing groups or vendors to handle parking of vehicles and insure that these areas are clean after the festival is over.
3. The committee will provide for proper security of any festival held by the association both prior and during if necessary. This will be done by securing groups or vendors to insure that all locations of a festival are safe and secure.
4. The committee will insure that there is proper police participation for both crowd and vehicle flow during "peak times" of a festival.
5. The committee will secure and give the Administration Committee all contracts, licenses and certificates of insurance necessary for the committee to do its functions.
6. The committee will provide special parking permits to board members and groups and vendors participating in a festival, if so directed by the Executive Committee.

## PUBLIC RELATIONS

1. The committee will prepare and provide the Finance Committee a budget proposal for all income and expenses that the committee is responsible for.
2. The committee will secure and distribute all signs needed and approved by the Board to promote any festival conducted by the Association. This will include securing and providing the Administration Committee any permits required by any governmental agency having jurisdiction over the areas where signs are placed. These permits will be given to the Administration Committee.

3. The committee will provide the Administration Committee with any contracts and certificates of insurance necessary for the committee to perform its functions.
4. The committee will communicate with all committees and officers to secure special "promo announcements" to be placed in the news.
5. The committee will work closely with all news groups (both print and media) to get maximum exposure of the Association and any festivals conducted by it.
6. The committee will arrange for news groups to cover all festivals put on by the Association.

#### SPECIAL EVENTS

1. The committee will prepare and submit to the Finance Committee a budget proposal for all income and expenses that the committee is responsible for.
2. The committee will provide the Administration Committee all contracts, certificate of insurances, etc. necessary for the committee to perform its functions.
3. The committee will make a proposal to the Board of Directors for approval of a series of special events to occur during a festival put on by the association.
4. The committee will work with the Logistics Committee to secure physical areas for the special events. It will also provide that committee with the physical, electrical and any special needs necessary for the groups or vendors providing special events.
5. The committee will secure individuals, groups and vendors to provide special events.
6. The committee will work closely with the Marketing/Sponsorship Committee by providing, by the deadlines established, a list of special events to be included in the marketing materials.

7. The committee will work closely with the Public Relations Committee in promoting in the media and press the special events of a festival.

#### SPECIAL NEEDS

1. The committee will prepare and submit to the Finance Committee a budget proposal for all income and expenses that the committee is responsible for.
2. The committee will submit to the Administration Committee all contracts and certificates of insurance necessary for the committee to perform its functions.
3. The committee will arrange and insure that clean up for a festival is done. The committee will coordinate with the party responsible for the location where the festival or a particular event of a festival occurs that this has been done to their satisfaction. This clean up will occur both during and after the event is over.
4. The committee will provide for the first aid and fire protection of any festival of the association. This will be accomplished by securing the necessary local fire department, ambulance service and groups like the Red Cross, etc.
5. The committee will provide for the adequate protection during the Fireworks. The committee will work closely with the Entertainment Committee, its fireworks vendor, the Logistics Committee and the local fire department.
6. The committee will work with all committees to obtain any special needs that they might have that are not covered by a particular committee.

