



Association for  
Performing Arts  
& Entertainment  
Professionals  
[usitt.org](http://usitt.org)

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## INFORMATION FOR PROSPECTIVE USITT DIRECTORS

***USITT was incorporated in 1960 as a 501(c)3 membership organization in the state of New York, and has a long and honored tradition of creating strong, visionary boards that serve the mission of the Institute. Building a strong and heavily-involved Board of Directors requires that prospective candidates for office understand from the outset what is expected of you and what you should expect from the organization. If you are interested in being considered for nomination, you are invited to submit a formal application [available on the USITT website] to the Nominating Committee. Self-nomination is encouraged.***

**Purpose** The purpose of this document is to provide basic information about what USITT requires from the members of its Board of Directors, in order to continue our stewardship of sound board leadership. If you doubt your ability to commit the required time, attend scheduled meetings, or comply with these requirements, please advise the Nominations Committee before your name is considered.

**Selection Process** Members of the Nominating Committee solicit names of potential Directors from the various facets of the Institute, in accordance with Institute policy, to insure representation from the broad range of interests in the membership. Potential nominees are individuals who have demonstrated leadership and commitment to the mission and vision of the Institute. The Nominating Committee is responsible for contacting each potential candidate and ensuring that the nomination form and letters of support are completed. [Form and instructions can be found on the USITT website]

The Nominating Committee is charged with presenting a slate of two candidates for each open position when possible. The Committee also retains the list of the unsuccessful candidates for possible interest in future elections. Upon completion of the election cycle, successful candidates are notified and asked if they are still willing and able to serve. The election results are maintained by the Secretary in the case of mid-term vacancies on the Board.

**Term of office:** Term of office is three years starting July 1<sup>st</sup> of the election year. Successful candidates are typically notified in January preceding taking office the following July 1. This allows time for observation and orientation of new Directors during the Annual Conference and Stage Expo. Directors may serve a maximum of two consecutive terms in the same office.

**Time Requirements:** The time commitment for Directors is about 200 hours per year, or an average of ten - twenty hours per month for board meetings, committee meetings, orientation sessions, and special events, including preparation time. The Board cannot function effectively and meet deadlines without the full

participation of its members. Directors who are also Officers of the corporation can expect a greater time commitment.

**Board Meetings** The full Board meets at least four times each year, and most often five times each calendar year. Two of those meetings are face to face, one during the Annual Conference and one at the Board retreat (held annually, in August). Directors are expected to attend these two meeting periods in person, which last between six and eight hours. Board meetings during the Annual Conference may precede the start of the conference (Monday/Tuesday) as well as be scheduled during the conference. [See the *USITT Travel Reimbursement Policy and Procedures* document at the USITT website for further information regarding potential costs to you.] Directors who are also Officers of the corporation and Directors with committee obligations may have earlier commitments during conference week depending on their particular office. The remaining Board meetings of the year are typically held through an online meeting service (Gotomeeting.com, Zoom.com, or similar service). Directors are expected to participate in these as well, please anticipate 90 to 120 minutes for online meetings. Other meetings may be called as necessary, and/or may be called as part of Committee service. It is your responsibility to attend all meetings. Failure to do so on a consistent basis can result in dismissal from the Board.

It is understood that the USITT Board is comprised of working professionals, both aspiring and established leaders in their field, who maintain busy schedules. Please contact the Board President, as well as the Board Secretary, if you are unable to attend or participate in a Board meeting. Intermittent absences are acceptable with prior notice.

**Training and Orientation** There will be at least one orientation session for all incoming Directors scheduled during the Annual Conference as a preparation for your first Board meeting. It is important that you attend this session. The Secretary can arrange other orientation sessions as needed. You are also welcome to attend Board meetings prior to assuming your directorship (unless in executive session) in order to see the Board in operation.

**Committee Meetings** Directors are required to serve on at least two working committees. Each committee sets its own meeting schedule in order to accomplish certain tasks by established deadlines. Often these meetings are arranged in conjunction with the Board meeting period. Meetings may also be held electronically. Your participation with your designated committees is essential for the committees to effectively conduct business.

**Annual Giving: Time, Talent, Treasure** Many nonprofit organizations rely on financial support and other donated resources from board members, which is essential to the financial health of the organization. While we welcome your financial contribution at any level, the most important assets to the Board are your **time** and **talent**—these are the contributions we consider most important when nominating and inducting new Directors. However, it's often very useful in outside fund-raising to be able to demonstrate 100% support of the organization from our Board members to other potential funders. USITT fosters a philanthropic leadership environment, and you will find it is easier to convince others to make a contribution

if you can say that you made one yourself. Ultimately, donating to USITT is a personal decision made by each individual member, so we would ask that all Directors make a gift that is comfortable and meaningful to you to the Institute fund of your choice.

**Approach to Governance** The Board's role is to ensure that USITT establishes and maintains the trust of the membership by being clear in its mission and vision, prudent and ethical in its activities, and accountable for its actions. USITT's Board meetings focus on some tasks, but its primary purpose is to deal with strategic, generative and fiduciary responsibilities such as planning, policy-making, and assessing the Institute's progress toward its goals and commitments.

### **Our Mission, Vision, and Goal**

**Our Mission:** *to connect performing arts design and technology communities to ensure a vibrant dialogue among practitioners, educators, and students.*

**Our Vision:**

- USITT will be a prominent leader of theatre and entertainment design, management, and technology through our conferences, exhibitions, awards, publications, and research. USITT is dedicated to the professional development of those who are an integral part of the performing arts and entertainment industry.
- USITT will promote the best of design and technology through exhibitions, which are widely distributed to new audiences;
- USITT will actively promote and support research and development today that creates the theatre of the future;
- USITT will honor the best of theatre design, management, and technology through nationally - and internationally - recognized awards;
- USITT will be the documentary body for the history of design, management, and technology in the performing arts and entertainment industry;
- USITT will disseminate information about the history of the field, and aesthetic and technological developments by producing the USITT Annual Conference & Stage Expo, tours, and symposia;
- USITT will advocate for safe, efficient, and ethical practices; USITT will continue to strengthen the organizational operations of the Institute and National Office;
- USITT will grow and provide valuable services to our membership and insure that interests of members are represented regionally, nationally, and internationally.

The Board of Directors of USITT subscribes to, and acts in accordance with the principles stated and outlined in the USITT Policies and Procedures Compendium (PPC) and the NY State Charities Bureau document *RESPONSIBILITIES OF DIRECTORS AND OFFICERS OF NOT-FOR-PROFIT CORPORATIONS* (available from the USITT Secretary and the Institute office).

**Code of Ethics** USITT Directors will be asked to sign this code of behavior, along with a Conflict of Interest (Col) form, prior to taking office to demonstrate their commitment to serve as a governing member of the organization.

As a Director of USITT, I will:

- be committed to the mission of USITT;
- act in a manner consistent with the mission and vision of USITT;
- focus my efforts on the mission of USITT and not on my personal goals;
- accept responsibility and share power in order to work as a productive, cooperating member of the Board of Directors;
- avoid conflicts of interest between my position as a board member and my personal and professional life;
- support in a positive manner all actions taken by the Board of Directors even when I am in a minority position on such actions;
- never exercise authority as a board member except when acting in a meeting with the full board or as delegated by the board;
- keep confidential matters confidential;
- be accountable to the membership and the community for competent, conscientious, and effective accomplishment of the obligations of the Board;
- ensure that discrimination is never practiced in USITT;
- act in a manner consistent with this Code of Ethics despite personal opinions, values or differences;
- attend meetings consistently, prepare for meetings, participate fully, and otherwise fulfill my fiduciary, strategic and generative obligations to USITT's mission and vision.