

# **SPRUCE CREEK MUSICAL PERFORMING ARTS ASSOCIATION, INC.**

## **BYLAWS**

### ARTICLE I - OBJECTIVE

For purposes of these bylaws band activities shall be construed to include Spruce Creek High School Band, Guard, Music, Orchestra and such other activities as approved by the Board of Directors for the Spruce Creek Musical Performing Arts Association, Inc.

### ARTICLE II - MEMBERSHIP

Section 1. There shall be three types of members in this association.

A. Parent membership. Parent membership shall consist exclusively of the parents or legal guardians of the participating students of the Spruce Creek High School Band, Guard, Music or Orchestra Programs. Each parent member shall have a vote in all matters as provided for in these bylaws.

B. Associate membership. Associate membership shall be open to all other family members, alumni, or parents of alumni. Associate members do not have a vote and cannot hold a position on the Board of Directors, but may serve on any committee.

C. Director membership. The Spruce Creek High School Instrumental Music Department Directors and the Color Guard Director shall be deemed members of the organization.

Section 2. Qualifications for membership.

A. Parent membership shall be automatically granted to the parents or legal guardians of any student participating in any Spruce Creek High School band, guard, music, or orchestra programs.

B. Associate membership applications shall be reviewed and considered for approval by the Board of Directors.

C. All Directors in the Spruce Creek High School Instrumental Music Department and the Color Guard Director shall be members of the association and shall have full voting membership rights.

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## ARTICLE III - OFFICERS

Section 1. The officers of the association shall be as follows: president, vice-president, secretary, treasurer, assistant treasurers and the twelve (12) Officers of the Standing Committees for adult staffing, special events, color guard, communication, football program, Lakeside Jazz, luminary, nominating and legislative, Marching uniforms, Concert Uniforms, field crew, and historian. These officers shall perform the duties prescribed by these bylaws. The President, Vice President, Secretary, Treasurer, and Assistant Treasurers shall constitute the Executive Board. A meeting of the Executive Board may be called by the President or Vice President in the President's absence.

Section 2. The elections of officers shall be by ballot vote of members present at the February meeting each year. If a candidate is unopposed a voice vote shall be used.

Section 3. The term of office shall be one year. Each officer shall serve from February 15 until February 14 of the following calendar year.

Section 4. No officer shall be limited in the number of consecutive terms that the officer may serve.

Section 5. The powers and duties of the officers shall be as follows:

A. President. The President shall, when present, preside at all meetings of the Board of Directors, the Executive Board, and the membership. The President, subject to the vote of the Board of Directors is authorized to execute in the name of the association, all contracts and other documents either generally or specifically on behalf of the association. The President and the Director of Bands shall also be ex-officio members of all standing committees and ad hoc committees.

B. Vice President. The vice president shall preside over the ways and means committee. The vice president shall review the financial information provided by the treasurer each month. In case of the extended absence, disability or resignation of the president, the vice president shall assume the duties of the president. The president shall designate the vice president as his representative to act in his stead in the event of a temporary absence of the president. The vice president shall oversee the grants committee. The grants committee shall research, identify and report to the board of directors' recommendations for grant applications. The committee shall prepare for the President's signature grant applications

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and enter the grant process as approved by the board of directors. The vice president of the association shall serve as the chairperson of the ways and means committee. The committee shall consist of the vice president, the assistant band director, the secretary, the treasurer and two at large members selected by the president. The ways and means committee shall be responsible for the following: (1) monitoring all fundraising activities for performance, (2) researching and recommending fundraising opportunities, (3) developing and implementing a fundraising plan, (4) assisting all fundraising committees and (5) preparing the annual budget for the board of directors.

C. Secretary. The secretary shall keep a correct record of all meetings and a membership roster, send the webmaster minutes to be posted online after approval, and shall perform such other duties as may be delegated by the Board of Directors.

D. Treasurer and two Assistant Treasurers. The treasurer and the assistant treasurers shall receive all monies of the association, and pay out funds only as authorized by the board of directors and approved in the annual budget. The assistant treasurers, or the president, vice president in the assistant treasurer's absence, shall sign all checks drawn on the treasury of the association. The treasurer shall keep an accurate record of receipts, expenditures and student accounts, and present the financial information to the vice president for review. The treasurer shall also present a statement of account at every meeting of the association and at other times when requested by the board of directors and shall make a full report at the annual meeting. The statement of account may be hand written or typed and a copy shall be given to the president. The treasurer's accounts shall be examined annually by a review committee of not less than three (3) members, who shall be satisfied that the treasurer's report is correct, and who shall sign a statement of that fact at the end of the report. The Board of Directors shall appoint an ad hoc auditing committee at least two (2) months before the annual meeting. In addition, at least once every four (4) years, a professional audit of the treasurer's accounts shall be conducted.

E. Officers of the Standing Committees. The chairperson of each standing committee shall represent their committee at all meetings of the board of directors and attend such membership meetings as requested by the board of directors.

#### ARTICLE IV - BOARD OF DIRECTORS

Section 1. Board Composition. The Executive Board, the Spruce Creek High School Instrumental Music Department Directors, the Color Guard Director and the (12) Officers of the Standing Committees shall constitute the board of directors. The principal of Spruce Creek High School shall serve as an ex-officio member of the board of directors.

Section 2. Board's Duties and Powers. The board of directors shall have general charge and control of the affairs, funding and property of the association.

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The board of directors shall fix the hour and place of meeting, make recommendations to the association, and perform such other duties as are specified in these bylaws. The board of directors shall present to the membership all proposed major program activities and fundraising projects for ratification. A report of the board of director's meeting shall be presented to the membership at the next general meeting of the membership.

Section 3. Board Meetings. The board of directors shall meet as necessary or a minimum of six (6) times during the school year. Special meetings of the board may be called by the president and shall be called upon the written request of eight (8) members of the board.

Section 4. Vacancies. The Board of Directors shall fill any vacancies that occur, other than the president, until the next general election. The appointment shall be effective until the next regular meeting of the membership, who shall ratify the appointment.

Section 5. Quorum. Not less than nine (9) members, which must include at least one (1) member of the Executive Board, shall constitute a quorum.

Section 6. Reports. A report of the board of directors meetings shall be posted on the Spruce Creek High School Band web site within 21 days after the meeting and shall be approved at the subsequent board meeting.

Section 7. Notice. Notice of the Board of Director meetings shall be provided via email upon at least 72 hours' notice. Notice of the Executive Board meeting shall be provided via email upon at least 24 hours' notice.

#### ARTICLE V - MEETINGS

Section 1. Regular Meetings. The regular meetings of the association membership shall be held once per month from August to June, inclusive unless otherwise ordered by the association.

Section 2. Annual Meeting. The regular meeting in May shall be known as the annual meeting and shall be for the purpose of receiving reports of officers and committees, and for any other business that may arise.

Section 3. Special meetings. Special meetings may be called by the President or the Executive Board as established in the bylaws or shall be called upon the written request of ten (10) members of the association. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least seven (7) days' notice shall be given.

Section 4. Quorum. Sixteen (16) members, including at least one officer, present at any scheduled meeting as described in Section 1 above shall constitute a quorum.

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## ARTICLE VI – STANDING COMMITTEES

Section 1. Officers of the Standing Committees. Officers of the standing committee shall serve as the Chairpersons of the Standing Committee and shall represent their committee at the board of director meetings and at member meetings as requested by the board of directors. Committee chairpersons may select a co-chairperson to assist them in their duties. The co-chairperson shall not vote on the board of directors except when representing the absent chairperson of their committee who serves on the board of directors. The committee chairpersons do not have legal authority to enter into any contract on behalf of the association without the explicit written authority of the board of directors.

Section 2. Standing Committees. There shall be Twelve (12) standing committees of the association, including the vice president’s standing committee. These committees are as follows:

A. Communications Committee. The communications committee shall send notices of all meetings, conduct general correspondence of the association, maintain the membership roster and prepare press releases about band events. The chairperson of the committee shall assume the duties of the secretary in the event of absence of the secretary. The board of directors shall approve all press releases, public relations, and publicity for the association. The Committee shall manage and maintain the web site(s) for the band. All material presented shall be authorized by the band director or the President. The band director and President may provide direction to the committee for the acceptance of routine communications for meetings, staffing, and calendar of events and as otherwise provided in writing to the committee. The committee will also maintain email distribution lists for use by the board of directors and band directors as needed, including distributions for parents, students, board members and others as needed.

B. Adult Staffing Committee. The adult staffing committee shall be responsible for the following: (1) ensuring that each member or other person assisting in the band related activities, completes volunteer forms and verifies the eligibility of volunteers with the school’s volunteer coordinator, (2) scheduling and coordinating chaperones, (3) compiling and submitting all volunteer hours to the School Volunteer Coordinator and (4) assisting the Directors as needed during events.

C. Color Guard Committee. The color guard committee shall assist with bookkeeping, fund raising, assistance with color guard specific activities and any additional duties assigned by the color guard director.

D. Special Events Committee. The special events committee shall plan and coordinate the two annual pancake breakfast fund-raisers at Aunt Catfish’s Restaurant. The committee will work with the band directors, Aunt Catfish’s Restaurant, adult staffing and the treasurer/ assistant treasures to successfully organize and facilitate the fund-raiser. The Committee shall manage concessions for all events. The

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Chairperson shall coordinate with the adult staffing as needed for staffing support. The committee shall research, plan and coordinate the annual banquet, all special events and functions authorized by the board of directors for the benefit of the students, the parent members, the association's guests and invitees, including but not limited to accommodations for assessments, adjudications, competitions, guest judges, and attendance at other performers' concerts.

E. Football Program Committee. The football program committee shall be responsible for the following: (1) preparing and distributing "Program Packets" to all members, (2) coordinating with the local printer to ensure all submitted ads are in correct format and (3) managing sale of programs during football games.

F. Lakeside Jazz Festival Committee. The Lakeside Jazz Festival committee shall serve as a board liaison and will give monthly updates as needed. The committee shall coordinate with other committees, as needed.

G. Luminary Committee. The luminary committee shall plan and execute the annual luminary sale. The committee shall coordinate with other committees as needed.

H. Nominating and Legislative Committee. The nominating and legislative committee shall be responsible for the following: (1) overseeing all elections of the association, (2) reviewing the bylaws annually and recommending proposed changes to the board of directors (3) reviewing member submitted bylaw changes to ensure consistency with the articles of incorporation, (4) the chairperson, serving as the parliamentarian during any meeting, (5) Starting December 1 of each year until December 31 of the same calendar year, receiving nominations in writing. Any member in good standing shall be eligible to hold office in this organization. The nominating committee shall ensure each candidate's eligibility and desire to hold office upon nomination. The committee shall present a ballot for review at the first general meeting in January. Additional nominations from the floor shall be accepted at the regular meeting in January or the February meeting prior to the vote. The nominating committee shall also make members aware of upcoming open board positions in a neutral and fair manner.

I. Field Crew Committee. The field crew committee shall be responsible for the trailer at all required events and recruitment and management of other field crew members.

J. Marching Uniform Committee. The Marching uniform committee is responsible for: (1) assisting the directors with research and purchase of uniforms and accessories, (2) coordinating the purchase of uniform accessories with the students, (3) maintaining a uniform database, (4) assisting with the preparation of uniforms during performances and events, (5) coordinating maintenance and inventory of uniforms and all related accessories, (6) coordinating the cleaning and repair of uniforms.

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K. Concert Band Uniform/Jacket Committee. The concert band uniform committee is responsible for purchasing concert band dresses and optional band jackets as well as providing information where to purchase additional required concert band clothing such as tuxedo pants, shirts, and vests.

L. Historian Committee. The historian committee shall be responsible for creating and/or maintaining a historical record of the school year for the band. This includes taking photos at band events and fundraisers, as well as maintaining a photo archive for full use of the band and band boosters. The band photo archive will be maintained on the website smugmug.com. Band members will have access to the photo archive to download photos for personal use. Booster members and Band Directors will have access to all photos for use in promoting the band and reporting events to media outlets. In addition, the historian committee shall work closely with the communications committee to provide media for communications.

Section 3. Ad Hoc Committees. The board of directors may appoint ad hoc committees to work on specific and time limited issues that are of interest and benefit to the association. Ad hoc committees shall only possess those duties and responsibilities explicitly stated in their formative resolution and shall be dissolved upon completion of their specific task.

#### ARTICLE VII - FUNDS AND EXPENDITURES

Section 1. The funds of the association shall be derived from dues, gifts, fees and income from various projects and activities sponsored by the association in conformance with the Volusia County School Board administration and policies.

Section 2. All funds shall be deposited in a bank approved by the board of directors in the name of the SPRUCE CREEK MUSICAL PERFORMING ARTS ASSOCIATION, INC.

Section 3. The board of directors shall approve all expenditures. All check requests and reimbursement forms must be approved by a band director and a member of the executive committee. All such requests shall be in the form of an email or on the official check request form. All such requests must indicate approved budget item. All requests for reimbursement must include the original receipt and must be submitted within 30 days of the date of purchase on the receipt. Any requests for reimbursement after 30 days will be not be paid.

Section 4. If events arise between the meetings of the board, non-budgeted expenditures of \$500.00 per month or less may be authorized by a Band Director and expenditures not to exceed \$2500.00 per month may be authorized by majority vote of the Executive Board. The board of directors shall ratify the Band Directors and Executive Board's expenditure at the next board of directors meeting.

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Section 5. Electronic voting. If a time-sensitive issue arises and a decision must be made prior to the next regularly scheduled board meeting, electronic votes shall be allowed. Electronic votes must be ratified at the next scheduled meeting. To cast their vote, all members of the Board of Directors shall “reply all” to the initial email vote request. Electronic votes shall be overseen by the President of the Board of Directors. The President shall communicate the outcome of all electronic votes to the Secretary of the Board of Directors, who shall record the outcome and ratification of the vote in the minutes of the next regularly scheduled board meeting.

Section 6. The Board of Directors shall have the authority to require an annual minimum band fee as a condition precedent to participating in any band events throughout the academic year. The annual minimum band fee includes, without limitation, the rental and cleaning cost of the uniforms for the year and transportation to events, festivals and performances.

Section 7. The Board of Directors shall not approve expenditures in excess of the budget’s bottom line without prior review of the budget and approval from the Executive Board.

#### ARTICLE VIII - AMENDMENT AND RULE OF ORDER

Section 1. The bylaws may be amended at any regular meeting of the association by a two thirds vote of the members present and provided the proposed amendment has been presented at the preceding meeting where a quorum is present.

Section 2. The rules contained in the latest edition of Roberts’ Rules of Order Newly Revised shall govern the association in all cases where these bylaws are silent and consistent with any special rules of order the association may adopt.

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