

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 but can serve in any committee position.

C. Director membership. The Musical Performing Arts Association Directors 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 Musical Performing Arts Association shall be members of the association and shall have full voting membership rights.

ARTICLE III - OFFICERS

Section 1. The officers of the association shall be as follows: president, vice-president, secretary, treasurer, assistant treasurer and the sixteen (16) Officers of the Standing Committees for adult staffing, special events, color guard, communication, concession, football program, Lakeside Jazz, luminary, nominating and legislative, shopping cards, uniform, grants, webmaster, orchestra, pancake breakfast and ways & means. These officers shall perform the duties prescribed by these bylaws. The President, Vice President, Secretary, Treasurer, Assistant Treasurer 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 annual meeting of the school 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 May 15 until May 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.

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 Assistant Treasurers(2). The treasurer and assistant treasurers(2) shall receive all moneys 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 or secretary 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 an independent auditor licensed as a Certified Public Accountant or by an auditing 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.

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 Musical Performing Arts Program Directors and the (16) 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. 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 fund raising 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 30 days after being 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 on the first Tuesday of each month from August to June, inclusive unless otherwise ordered by the association.

Section 2. Annual Meeting. The regular meeting on the first Tuesday of May shall be known as the annual meeting and shall be for the purpose of electing officers and directors, 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.

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 sixteen (16) 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.

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 maintaining copies of the completed forms, (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. Concession Committee. The concession committee shall manage concessions for all events. The chairperson shall coordinate with the adult staffing committee as needed for staffing support.

E. Special Events Committee. The special events 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..

F. 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.

G. Lakeside Jazz Festival Committee. The Lakeside Jazz Festival committee shall assist the directors with planning, fund raising, and publicity for the festival. The committee shall coordinate with other committees, as needed.

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

I. 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 bylaws changes to ensure consistency with the articles of incorporation, (4) the chairperson, serving as the parliamentarian during any meeting, (5) starting January 5 of each year until March 31 of the same calendar year, receiving nominations. Any parent 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 April. Additional nominations from the floor shall be accepted at the regular meeting in April or the annual meeting in May.

J. Shopping Card Committee. The shopping card committee shall plan and coordinate the sales and purchases of shopping cards with the approval of the board of directors. A monthly financial account is to be given at each board meeting.

K. Uniform Committee. The uniform committee job function will be divided between two people and they shall be in charge of (1) band uniforms and (2) formal attire and each person will assist the other during off season and be responsible for the following: (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.

L. 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 and enter the grant process as approved by the board of directors.

M. Web Committee. The web 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, 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.

N. Orchestra Committee. The orchestra committee shall foster the orchestra students' participation in the functions and fund raising activities of the association and shall represent their interests.

O. Ways and Means Committee. 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 fund raising activities for performance, (2) researching and recommending fundraising opportunities, (3) developing and implementing a fundraising plan, (4) assisting all fund raising committees and (5) preparing the annual budget for the board of directors.

P. Pancake Breakfast Committee. The pancake breakfast committee shall plan and coordinate the two annual pancake breakfast fund-raisers at Aunt Cafish'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.

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.

Section 4. If events arise between the meetings of the board, expenditures of \$500.00 or less may be authorized by a four/fifths vote of the Executive Board. The board of directors shall ratify the Executive Board's expenditure at the next board of directors meeting.

Section 5. 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 through out 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.

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 read 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.

May 4, 2010