

Florida School Music Association

Bylaws

Amended, October 2011

Article I – Membership

Section 1. Membership

The membership of this Association shall be open to any school (public, private or home school group) in the State of Florida who pays dues to the Association in amounts determined by the Board of Directors.

Section 2. Voting

Each member school shall have one vote on any issue requiring a member vote. The vote shall be made by the principal of the school or his/her designee.

Section 3. Sanctions

A member school may be placed on probation, fined, or suspended for failure to abide by Association rules or policies.

Article II – Organization

The ASSOCIATION shall be organized into two Regions – North and South, each Region will be divided into two contiguous Sections as follows:

1. North Region – Section 1. Member schools in Escambia, Santa Rosa, Okaloosa, Walton, Holmes, Washington, Jackson, Bay, Calhoun, Liberty, Gulf, Franklin, Gadsden, Leon, Wakulla, Jefferson, Madison, Taylor, Hamilton, Suwannee, Lafayette, Columbia, Baker Union, Bradford, Nassau, Duval, and Clay counties.
2. North Region – Section 2. Member schools in Dixie, Gilchrist, Alachua, Putnam, St. Johns, Flagler, Levy, Marion, Citrus, Hernando, Pasco, Sumter, Lake, Volusia, Seminole, and Orange counties.
3. South Region – Section 3. Member schools in Pinellas, Hillsborough, Polk, Osceola, Brevard, Indian River, Manatee, Sarasota, Hardee, DeSoto, Highlands, Okeechobee, Martin, and St. Lucie counties.
4. South Region – Section 4. Member schools in Charlotte, Glades, Hendry, Collier, Palm Beach, Lee, Broward, Miami-Dade, and Monroe counties.

Article III – Board of Directors

Section 1. Board of Directors

- A. The Board of Directors (voting), as representatives of the membership shall be accountable for the conduct of the business and finances of the ASSOCIATION.
- B. The Board of Directors shall consist of representatives from their respective organizations as indicated in parenthesis:
 1. Four (4) public school principals – two from each Region, with equal senior high school and middle school representation. (FASSP, FEMSPA)
 2. One private school representative (Non-Public School Advisory Council), appointed by DOE; and one home school representative to be appointed by the Florida Parent Education Association.
 3. Two (2) school board members – one from each Region. (FSBA)
 4. Two (2) superintendents – one from each Region (FASA)
 5. One (1) At-Large High School Principal (appointed by the DOE)
 6. One (1) At-Large Middle School Principal (appointed by the DOE)
 7. Two (2) At-Large Representative (Florida Music Educators Association)
 8. One (1) At-Large Representative (Florida Bandmasters Association)

9. One (1) At-Large Representative (Florida Vocal Association)
10. One (1) At-Large Representative (Florida Orchestra Association)
11. One (1) At-Large Representative (Florida Music Supervision Association)

Advisory Members (non-voting)

1. FMEA Executive Director
2. FBA Executive Director
3. FOA Executive Director
4. FVA Executive Director
5. DOE Arts Education Specialist

C. The Board may choose to retain a member of the Board whose administrative position or geographic location has changed as a member-at-large to complete a term of office.

Section 2. Term of Office

Board Members

The term of office for the Board of Directors shall be staggered three-year terms, except for the initial terms at the time of incorporation, which shall be evenly divided between one, two, and three-year terms. Terms will commence on July 1. Directors may serve for two consecutive terms.

Advisory Members

The term of office for the ex-officio members is indefinite, determined by each group represented.

Section 3. Vacancies

If a vacancy occurs, a successor shall be appointed for the unexpired term by the association he/she represents.

Article IV – Meetings

Section 1. Meetings of Directors

The Board of Directors shall meet twice annually or in special meetings at such other times as may be necessary. Special meetings may be called by the president and shall be called upon written request to the president by any four directors. Notice of a meeting shall be delivered not less than fourteen (14) days before the date of the meeting. Such notice shall designate the time and place of the meeting which may be any place in the State of Florida.

Section 2. Quorum

A quorum for the conduct of business at Board of Directors meetings shall be a minimum of nine (9) of the voting members of the Board of Directors, and affirmative votes of a majority of those present shall be required to approve any proposal.

Section 3. Conduct of Meetings

All meetings shall be conducted pursuant to current Robert's Rules of Order.

Article V – Attendance

Absence from two (2) consecutive regular meetings without any excuse deemed valid and so recorded by the Board of Directors may be construed as a resignation. Non-members of the Board, substituting for Board members are entitled to participate, but may not vote.

Article VI – Officers

Section 1. Officers

The officers of the Association shall be comprised of two positions that consist of a President, an immediate Past-President, and/or President-elect. In addition, a rotating component executive director as an advisor to the officers in that capacity.

Section 2. Other Personnel, Assistants and Acting Officers

The Board of Directors shall have the power to appoint any person to act as assistant to any officer, or to perform the duties of such officer, whenever for any reason it is impracticable for such officer to act personally.

Section 3. Election of Officers

Officers shall be elected by a majority vote of the assembled Board members. If such a majority does not exist, further elections shall be held between the two (2) candidates receiving the highest number of votes. The President-Elect shall be elected at the Spring meeting of odd numbered years and shall automatically accede to the office of President the year following his/her term of office. A member's term on the Board will be extended to include time served as an officer.

Section 4. Terms of Office

The president shall serve a two year term; the president elect shall serve a one year term; and the immediate past president shall serve a one year term.

Section 5. Vacancies

If a vacancy occurs a successor shall be appointed by the Board of Directors for the unexpired term.

Article VII – Recognized Organizations

The FSMA recognizes the Florida Bandmasters Association, the Florida Orchestra Association and the Florida Vocal Association as organizations approved to conduct music activities. The rules and regulations of these organizations as they now exist shall be the operating regulations of these groups, provided there is no conflict with FSMA policies and regulations.

Article VIII – Contracts, Loans, Checks and Deposits

Section 1. Contracts

The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association, and such authorization may be general or confined to specific instances.

Section 2. Loans

No loans shall be contracted on behalf of the Association and no evidence of indebtedness shall be issued in its name unless authorized by or under the authority of a corporate resolution of the Board of Directors. Such authorization may be general or confined to specific instances.

Section 3. Check, Drafts, Payments

All checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Association shall be signed by such officer or officers, agent or agents, of the Association and in such manner as shall from time to time be determined by, or under the authority of, a resolution of the Board of Directors.

Section 4. Deposits

All funds of the Association not otherwise employed shall be deposited from time to time to the credits of the Association in such banks, trust companies, or other depositories as may be selected by or under the authority of the Board of Directors.

Article IX – Corporate Income

Section 1. Assessments, Dues and Fees

Assessments, dues, and fees necessary to carry out the purposes of the Association will be established by the Board of Directors.

Section 2. Gifts and Bequests

The Board of Directors may receive and accept property whether real, personal, or mixed by way of gift, bequest, or devise from any person, government, firm, trust or corporation, to be held, administered and disposed of in accordance with and pursuant to the provisions of the Articles of Incorporation and Bylaws of this Association. No gift bequest or devise shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organizations other than those within the meaning of the terms and limitations of the Articles of Incorporation or as shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of this Association pursuant to Section 502(c)(3) of the Internal Revenue Code of 1954 as now in force or afterwards amended.

Section 3. Principal and Income

The principal and income of all property received and accepted by the Association shall be invested, reinvested, paid and distributed in a manner consistent with the corporate purpose and limitations established in the Articles of Incorporation and in such amounts as the directors shall from time to time determine; and in such manner as is necessary to comply with all appropriate sections of the Internal Revenue Code as now in force or hereinafter amended. Any distribution made hereunder may be made in such form as the directors may see fit, including distributions in kind.

Article X – Dissolution

Should the Association be dissolved, its assets shall be turned over to such organizations or institutions as the Board of Directors may determine. The determination must be made at the meeting at which the resolution of dissolution is adopted, and must be consistent with any limitation as set forth in the Articles of Incorporation and Florida Statutes.

Article XI – Amendments

Section 1. Bylaws

Amendments to the Bylaws shall require reading and approval by majority vote of the directors at two consecutive regular or special meetings of the Board of Directors.

Section 2. Policy

Policy changes shall require a majority vote by the Board of Directors at a regular or special meeting.

Section 3. Commencement of Effectiveness

All amendments and changes to the Bylaws shall take effect beginning with the fiscal year following their approval. Policy changes take effect immediately upon the approval of the Board of Directors.

Article XII – Suspension of Bylaws

These Bylaws may be suspended by a unanimous vote of those present at any meeting of the directors where there is at least a quorum present.

Article XIII – Fiscal Year

The fiscal year of the Association shall extend from July 1 to June 30.

Article XIV – Seal

The Association shall have a corporate seal.

Article XV – Authority

Policies governing the Association shall be established by the Board of Directors.

Article XVI – Ratification

Section 1. Ratification

Ratification of these Bylaws shall require reading and approval by two-thirds (2/3) majority vote by the Board of Directors.

Section 2. Commencement of Effectiveness

Upon ratification, these Bylaws shall be in effect immediately.