

I. NAME AND INTRODUCTION

- A. The name of the organization shall be the Suffield Music Booster Association, Inc. hereinafter referred to as the organization or SMBA.

II. PURPOSE

- A. **Mission:** The mission of the Suffield Music Booster Association, Inc. is to support the enrichment of music education at Suffield High School, primarily through fundraising and volunteer work.
- B. **Non-Profit Status:** The corporation is organized exclusively for charitable, religious, educational, and scientific 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, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

III. MEMBERSHIP

- A. **Eligibility:** Anyone over the age of eighteen who is interested in supporting the Suffield High School music program is eligible to participate in the organization.
- B. **Membership Classifications:** There shall be two classes of membership: active members and associate members.
 - 1. **Active Membership** is automatically granted to any parent or legal guardian of a student who is an enrolled member of the Suffield High School Band or Choral program.
 - 2. **Associate Membership** is granted to extended family, friends, and community members who wish to support the Suffield High School Music program through volunteering or supporting the mission of the organization through other means.
- C. **Rights of Active Members:** All active members have full voting privileges, may be elected to an officer position, may serve on or chair any committee, and can volunteer in support of the organization.
- D. **Rights of Associate Members:** Associate Members are not granted voting privileges and cannot be elected to officer positions. Associate members serve on any committee and volunteer in support of the organization's mission.
- E. **Committees:** The President, with the advice of the Executive Board, may constitute committees to better achieve the purpose of the organization. Each committee shall have a

chairperson from the active membership appointed to serve at the pleasure of the board. The committee chairperson is responsible for overseeing all actions of the committee and to provide a report at all regular and general meetings.

IV. Executive Board

A. Ex-Officio Officers: The Music Directors at Suffield High School, hereinafter called Music Directors, serve as ex-officio, non-voting members of the board.

B. Nominating Committee and Elections

1. The Executive Board may establish a nominating committee at the first quarter meeting of the calendar year, responsible for nominating active members as officers to the Executive Board. The Nominating Committee will be composed of at least three active and/or associate members of the organization appointed by the Executive Board.

a) The Nominating Committee will provide a list of all nominees and their qualifications from the active membership, either in person, in writing, or electronically, at least fourteen days prior to the election of officers for the upcoming term.

b) **Election:** After nomination, a member may be elected to an officer position by a simple majority vote cast via secret ballot by the Membership present at the General Meeting that takes place in the May of each year.

C. Officers: A minimum of four officers comprise the Executive Board. The principal officers of the organization shall be the President, Vice President, Secretary, and Treasurer, all of whom shall be elected at the General Meeting in May of each year. Elected officers must be active members of the organization as outlined in Article III Section B.1. Executive board members are bound to the duties of their positions as listed in Article IV below and to act in the interest of furthering the mission of the organization as outlined in Article II for the duration of their term.

D. Duties of Officers

1. President

a) Preside over all general, regular, special, and executive board meetings.

b) Prepare an agenda that includes all items for discussion in cooperation with the other members of the executive board and Music Directors for all meetings.

c) Enforce bylaws to ensure that all activities of the board and general membership support the mission of the organization as outlined in Article II of the bylaws.

- d) Form committees and appoint chairpersons of committees that further the mission of the organization.
- e) Act as the official spokesperson for the organization delivering messages reviewed by the executive board.
- f) Maintain the SMBA email account by responding to messages or directing them to the appropriate person for a response.

2. Vice President Duties

- a) Serve as the point of contact for all committee chairpersons.
- b) Assist the President in all matters as required.
- c) In the absence of the President, the Vice President shall preside over all general, regular, special, and executive board meetings.

3. Secretary Duties

- a) Record the minutes of all general, regular, special, and executive board meetings.
- b) Provide written, electronic communication, or similar notice to the organization's membership regarding meetings.
- c) Report minutes from previous meetings to the membership and keep an accurate record of executive board member attendance at all meetings.
- d) Be responsible for correspondence with the membership and community.
- e) Maintain a calendar to be readily accessible for members, including all organizational events and minutes, which shall only be used for matters related to the organization.
- f) Maintain a membership directory, which shall only be used for matters related to the organization.

4. Treasurer Duties

- a) Maintain an accurate and permanent record of all receipts, disbursements, and other financial data for the organization in accordance with generally accepted accounting practices.
- b) Deposit all monies received into an FDIC-insured bank account as soon as practical.
- c) Endorse check disbursements with a second signature by the President.
- d) Provide a written financial report at each regular and general meeting.

E. Terms: Officers shall serve a one-year term, beginning on July 1 and ending on June 30.

F. Term Limits: Officers shall serve no more than three terms in the same position.

G. Family Relations: No more than two related family members can serve on the Executive Board at any given time.

- H. Removal of Officers:** Executive board members are bound to the duties of their positions as listed in Article IV Section D and to act in the interest of furthering the mission of the organization as outlined in Article II. If it is deemed that board members are not fulfilling the duties of their positions, they may be removed by a two-thirds majority vote of all active members present at a meeting.
- I. Vacancy:** Executive board vacancies caused for any reason will be filled by a simple majority vote at a special meeting held after the vacancy has been announced.
- J. Executive Board Rights:** The Executive Board is granted the following rights based on their position:
 - 1. Executive Board Meetings:** The Executive Board may meet, discuss, vote, and transact necessary business that furthers initiatives set forth at general, regular, and special meetings between regular meetings of the organization.
 - 2. Executive Session:** The Executive Board may meet, discuss, transact, and vote on sensitive or confidential matters that further the mission of the organization (i.e., sponsoring a student in financial hardship, awarding of scholarships, etc) in executive session.
 - 3. Emergency Vote:** Under special circumstances (i.e a request from a Music Director that cannot wait for the next meeting, inability for enough officers to be physically present to form a quorum, etc), the Executive Board may conduct an emergency vote by telephone, email, text message, or other electronic means. If voting occurs via telephone, board members must follow up in writing documenting the time and date of the conversation, items discussed, and the vote cast to be kept with the Executive Board minutes and be shared at the next regular meeting.
 - 4. Positions:** The Executive Board shall have the authority to create a new officer position by a simple majority vote of current executive board members as necessary. The position would be filled at the next general meeting in May.

V. MEETINGS

- A. Meeting Schedule:** Meetings will be held at least once per quarter.
 - 1. General Meetings** will be held in May of each year. At the general meeting, officers shall be elected in accordance with Article IV of these bylaws; bylaws may be amended according to Article IX, and the Membership may conduct regular business.
 - 2. Regular Meetings** will be held at least once per quarter for the Membership to conduct regular business.

- B. Meeting Notice:** Notice with the time and place of each regular meeting shall be provided to all members of the organization by the Secretary at least three (3) business days prior to the scheduled meeting. Notice should be given in writing, electronic communication, or similar.
- C. Meeting Location:** Meetings will take place in an easily accessible public location, such as the Suffield High School Band or Chorus Room, or via video conference such as Zoom or similar. The location of all meetings will be included in notices to the general membership as described in Article V, Section B.
- D. Quorum:** A majority of elected officers for the organization shall constitute a quorum for an official meeting.
- E. Special Meetings:** A special meeting may be called by the President in consultation with the Music Directors at any time in the event that business cannot wait until the next regularly scheduled meeting. The President shall act in good faith to notify the general membership of special meetings.
- F. Voting Procedure:** Unless otherwise dictated within these bylaws, a simple majority of votes by active members at a meeting where a quorum is present shall be binding.
- G. Meeting Procedures:** All meetings should include the items listed below:
 - 1. Call to order by the President
 - 2. Secretary's Report: A summary of minutes from the last general or regular meeting
 - 3. Treasurer's Report
 - 4. Committee and Officer Reports
 - 5. Music Directors Report
 - 6. Old Business
 - 7. New Business
 - a) Discussion/ Action Period on current initiatives
 - b) New initiatives
 - 8. Adjournment

VI. LIMITATIONS OF LIABILITY; INDEMNIFICATION

- A. Contracts:** No Member and no Director or Officer of the organization shall have any personal liability under any contract made by any of them on behalf of the Organization.
- B. Indemnification:** The Music Directors and Officers of the association shall have the liabilities, and be entitled to indemnification, as provided in Sections 33-455 and 33-454 of Chapter 600 of the Connecticut General Statutes (the provisions of which are hereby incorporated by reference and made a part hereof). The Executive Board may obtain insurance covering such liability and indemnification and the premiums for such insurance shall be carried by the organization.

VII. FINANCES

- A. Fiscal Year:** The fiscal year will be a twelve-month period starting July 1 and ending June 30.
- B. Net Earnings:** No part of the organization's net earnings shall inure 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 herein above.
- C. Examination:** All records maintained by the organization shall be available for examination and copying by any member, or any of their duly authorized agents or attorneys, at the expense of the person examining the records, during a time agreed upon by the Treasurer and Secretary.

VIII. DISSOLUTION

In the event of dissolution of the organization, all assets remaining after paying all liabilities of the organization shall be distributed assets for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, to the Suffield Public Schools, specifically the Suffield High School Music Student Activity Fund.

IX. AMENDMENT TO BYLAWS

These bylaws should be reviewed periodically and revised or amended by a vote of the majority of members present at the annual meeting.

X. ADOPTION OF BYLAWS

These bylaws were duly adopted and approved by the membership present at the meeting of the Suffield Music Boosters Association this 17th day of October, 2023 pursuant to the requirements set forth herein above.