

**The Canal Winchester Performing Arts Boosters, Inc.
Constitution and By-Laws
Proposed Amendments**

Article I (Name)

Section 1. The name of this organization shall be: The Canal Winchester Performing Arts Boosters, Inc., a 501(c)3 non-profit organization.

Article II (Meeting)

Section 1. Scheduled meetings of the organization shall be the first Tuesday evening of every month unless otherwise scheduled at prior meetings. The Executive Board, if necessary, shall call other meetings. Notice of meetings or changes to meeting dates or times may be provided through electronic means.

Section 2. Meetings shall be held at the High School unless otherwise designated by the Executive Board.

Section 3. The annual meeting of the Canal Winchester Performing Arts Boosters, Inc. for the purpose of election of officers shall be held in the month of May each year, and the officers shall serve for the organization's fiscal year from July 1 through June 30. Nominations for all offices may be made from the floor at the April meeting.

Article III (Objective)

Section 1. The objective of this organization shall be:

- A. To encourage and promote the development, spirit and morale of the instrumental and vocal music departments and drama activities of the Senior High School.
- B. To encourage and promote the development, spirit and morale of the instrumental and vocal music departments and drama activities of the Middle School until such time as it is appropriate and necessary for a separate Middle School Performing Arts Boosters organization to be formed.
- C. To assist in providing financial support for the performing arts in the Middle and Senior High School.
- D. To act as liaison between the school performing arts programs and the community in maintaining a high degree of cooperation and mutual interest by facilitating communication between performing arts teachers, pupils, and parents.

Article IV (Membership)

Section 1. Membership in this organization shall be open to any person who is interested in the growth and development of the performing arts in the Middle School and Senior High School.

Section 2. Voting privileges shall be extended to all members. Each member may cast one vote on all matters to come before the organization.

Section 3. Members present shall constitute a quorum.

Section 4. A simple majority of members present shall be required to decide all issues except for those procedural motions as designated in Robert's Rules of Order.

A super-majority (2/3 of members voting) is required for dissolution of this organization or removal of an elected officer.

Section 5. Performing arts directors of various performing arts organizations who are under contract with the school board are ex-officio members of this organization for the term of the contract.

Article V (Officers)

Section 1. Officers of this organization shall be members of the Executive Board and shall be:

President, Vice President, Secretary, Treasurer and may consist of an Assistant Secretary, Assistant Treasurer, or other positions as determined by the Executive Board.

- A. The organization shall purchase and maintain directors and officers (D&O) liability insurance coverage with limits of liability to acceptable industry standards for non-profit organizations.

Section 2. Each officer shall be elected from and by the membership at the annual meeting.

Section 3. Officers shall be elected to a one-year term and may serve not more than two years consecutively per office. No two officers shall be of the same household.

- A. The Executive Board shall fill the unexpired term of any officer.
- B. There must be two officers (or designees) present to count money tills more than \$500.

Section 4. Duties of the officers shall be:

- A. **President:** shall discharge the duties usually incidental to that office. He/She shall be ex-officio member of all committees. He/She shall prepare agendas for meetings and coordinate committee activities.
 - 1. The president shall be responsible for contact with all music directors.
 - 2. The president shall be the liaison with the CW schools.
 - 3. The president shall keep a back-up copy of the financial records.
- B. **Vice President:** shall perform all the duties of the President in case of the President's absence, chair the nominating committee and coordinate all awards programs throughout the year.
- C. **Secretary:** shall keep minutes of all meetings and perform such other duties as pertain to that office, keep corporate and constitutional records, and conduct correspondence. Prepare copies of minutes for each meeting for distribution.
 - 1. The secretary or designee will oversee communications with the membership through e-mail in timely manner.
- D. **Treasurer:** shall collect all money due, and pay all authorized bills and file a Treasurer's report at each meeting. The records of the Treasurer shall be open at all times to inspection by any member of the organization, upon reasonable advance request and in the presence of the President and Treasurer. On expiration of the term of office, the Treasurer shall have the books audited by a CPA firm with a report submitted to the Executive Board and the membership.
 - 1. No encumbrance shall be made that would deplete the Performing Arts Boosters' balance below the amount of \$2,000.00 without consent of at least three officers.
 - 2. Any individual expenditure cannot exceed 50% of the organization funds, minus operation expenses, without consent of at least three officers.
 - 3. The Treasurer shall interpret the written report at each monthly meeting of the Performing Arts Boosters, Inc.
 - 4. The Treasurer shall present an end-of-the-year report at the annual meeting
 - 5. The Treasurer shall present a proposed budget no later than the August meeting.
 - 6. The Treasurer shall be bonded for no less than the sum of \$10,000.00.

Section 5. Records: The Secretary and Treasurer shall, following the audit, deposit all records with their successors. Such records are to be kept in a locked file with the current Treasurer.

- A. Two officers (the president and the treasurer) shall keep a back-up copy of the financial records.

Section 6: In the event of a resignation of an elected officer or the removal from office by a super majority vote of the membership, the Executive Board shall appoint a person to hold office for the unexpired portion of the vacated term.

Article VI (Committees)

Section 1. The president may appoint chairpersons for the following committees:

- A. Fund Raising Committee: shall plan and coordinate special events and projects to earn money for the organization's objectives as stated in Article III.
- B. Communications: A Web master shall be appointed by the president to facilitate the technical details of the Performing Arts Booster Web page: www.cwpab.org. The officers shall be given password access to update all information on the site including the list of web addresses of the members of the organization.
- C. Uniform: advise of uniform needs and be responsible for cleaning, tailoring and control of uniforms.

- D. Concession Stand: shall organize food needs and workers for the concession stand.
- E. Equipment: assist in transportation, set-up and maintenance of equipment including licensed trailers for performing arts department events and training of licensed and insured volunteers.
- F. Nominating Committee: The nominating committee shall be appointed by the President at the February meeting and chaired by the Vice-President. Nominations will be accepted from the nominating committee and the floor at the April meeting.
- G. Scholarship Committee: The members shall review the policy of the scholarship qualifications and budget parameters each year for seniors who plan to either major or minor in music or drama in an institution of higher education. Announcement of the process is cleared through the high school guidance office. Scholarships are awarded at the May concerts of the choir and band. Members of this committee may not have a child who is a senior in the current year.

Article VII (Policies)

- Section 1. The rules contained in Robert's Rules of Order shall govern this organization unless in conflict with this constitution.
- Section 2. All monies earned by this organization are to be used only to promote the performing arts in the Canal Winchester Middle School and Senior High School.
- Section 3. Items purchased by the Performing Arts Boosters shall become the property of the Canal Winchester Local Board of Education, except for licensed vehicles or other items specified by the Executive Board.
- Section 4. If there are no meetings called within a period of one year, the organization shall be disbanded.
- Section 5. If the organization disbands, the Executive Board shall authorize disbursement of all property to be deposited in the Canal Winchester Middle School and Senior High School performing arts programs.

Article VIII (Budget)

- Section 1. The budget shall be submitted by the Treasurer and approved by the membership no later than the August meeting of the CWPAB.
- Section 2. The annual budget shall contain one line item for undesignated emergencies; monies in this line item may be spent with the approval of the majority of members of the Executive Board.
 - A. The amount of money allocated to this line item shall be determined by the budget approval process described above.
- Section 3. The annual budget may be changed at any regular or special meeting of the organization by majority vote of the members present.
- Section 4. The Treasurer, in preparing the proposed budget, shall be in consultation with the members of the Executive Board and the various music directors.
- Section 5. The Executive Board maintains the right to create a special account for the operation of any special project. All other monies received shall be placed in the general fund.
- Section 6. Expenditures of Funds: all non-budgeted expenditures must be pre-approved by the President and Treasurer. Once approved, a CWPAB expense form and supporting documentation must be submitted to the organization for expenses incurred.

Article IX (Amendments)

- Section 1. The Constitution and By-Laws may be modified, altered, amended, or repealed by a majority of the members of the Canal Winchester Performing Arts Booster, Inc. present at any regular or special meeting, providing that such proposed amendment shall have been previously read in one regular meeting of the members.