

Spartan Lyrical Society, Inc. Bylaws

Article I: Name

The name of this booster organization is the Spartan Lyrical Society, Inc. hereinafter referred to as SLS, Inc., and is associated with Severna Park Middle School (SPMS) in Severna Park, MD.

Article II: Articles of Organization

Section 1. The articles of organization of SLS, Inc. include (a) the bylaws and (b) the articles of incorporation of SLS, Inc.

Section 2. Members of SLS, Inc. shall abide by the bylaws, standing rules (Policies and Procedures) and SPMS policies.

Article III: Purposes

Section 1. The purposes of SLS, Inc. are:

- a. To lend all possible support, both moral and financial to the SPMS music and drama program.
- b. To work with the Chorus and Drama Director(s) and the School Administration to build and promote general activities of the music and drama programs.

Article IV: Basic Policies

The following are the basic policies of the SLS, Inc.:

Section 1. SLS, Inc. shall be noncommercial, nonsectarian and nonpartisan.

Section 2. The name of the SLS, Inc., the names of any members in their official capacities, or the name SPMS shall not be used to endorse or promote a commercial concern or in connection with any partisan interest or for any purpose not appropriately related to promotion of the purposes of the SLS, Inc.

Section 3. SLS, Inc. shall not—directly or indirectly—participate or intervene (in any way, including the publishing or distribution of statements) in any political campaign on behalf of, or in opposition to, any candidate for public office; or devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise.

Section 4. SLS, Inc. shall not seek to direct the teaching or administrative activities of the Directors and/or SPMS or be present or otherwise involved with any auditions (other than out-of-room chaperoning) or casting processes or decisions.

Section 5. SLS, Inc. may cooperate with any organizations, associations and agencies concerned with child welfare with regards to music and drama, but persons representing the SLS, Inc. in such matters shall make no commitments that bind SLS, Inc.

Section 6. SLS, Inc. shall not use any EIN (tax number) other than its own. The EIN for SLS, Inc. shall not be used by any other booster club for any purpose whatsoever.

Section 7. No part of the net earnings of the SLS, Inc. shall inure to the benefit of, or be distributable to, its members, directors, trustees, officers or other private persons except that the SLS, Inc. 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 in Article III hereof.

Section 8. SLS, Inc. shall prohibit voting by proxy.

Section 9. No part of the membership roster of SLS, Inc. shall be sold to any entity or exchanged for any services or products without the approval of the majority of the general membership.

Section 10. Upon the dissolution of SLS, Inc.:

a. After paying or adequately providing for the debts and obligations of SLS, Inc., the remaining assets shall be distributed to one or more nonprofit funds, foundations or organizations which have established their tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

b. Shall cease and desist from the further use of any name that implies or connotes association with Severna Park Middle School.

c. Carry out promptly, under the supervision of the SPMS sponsor or designee, all proceedings necessary or desirable for the purpose of dissolving this organization.

Section 11. SLS, Inc. shall keep such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts and disbursements of the organization. Such books of account and records shall at all reasonable times be open to inspection by its members.

Section 12. Only members who have paid dues for the current membership year (school year) may participate in the SLS, Inc. business.

Article V: Members and Dues

Section 1. Membership in SLS, Inc. shall be made available without regard to race, color, creed, or national origin, under such rules and regulations as may be prescribed in the bylaws of SLS, Inc., to any individual who subscribes to the Purposes and Basic Policies of SLS, Inc.

Section 2. A person's paid membership dues allow membership in SLS, Inc from July 1st to June 31st.

Section 3. SLS, Inc. shall conduct an annual enrollment of members, but persons may be admitted to membership at any time.

Section 4. SLS, Inc. shall sustain a yearly membership that adequately achieves the purpose of the organization to remain an active booster club on the SPMS campus.

Article VI: Officers and Their Election

Section 1. Each officer of SLS, Inc. shall be a member of SLS, Inc.

Section 2. No officer shall be married to another officer. No officer may be a sibling of another officer. No officer shall be a signer for any checks that are payable to any of his/her family members.

Section 3. Officers and their election

a. The officers of SLS, Inc. shall consist of a President, Vice President, Secretary, Treasurer, the Producer of the Spring Musical (if any) and a Member at Large.

b. Officers shall be elected by ballot in the month of June. However, if at the time of voting the number of nominees are less than or equal to the number of officer positions, elections shall be by voice vote. Elections shall be by plurality.

c. An individual must be a member prior to taking office.

d. Upon election to the board, the board-elect shall elect amongst themselves the officers, based on eligibility, terms already served in a particular officer position, and willingness to serve.

e. Officers shall assume their official duties following the close of the fiscal year in which they were elected and shall serve a term of one year or until their successors are elected.

Section 4. Nominations:

a. The call for nominations for the executive board positions shall be sent out to the general membership one month prior to elections. A report of eligible nominees shall be publicized to the membership through regular channels at least seven days before the election meeting.

b. Only those persons who have signified their consent to serve if elected shall be nominated for or elected to the board.

Section 5. Vacancies

a. A vacancy occurring in any elected office shall be filled for the unexpired term by a person elected by a majority vote of the executive board, seven (7) days notice of such election having been given.

b. In case a vacancy occurs in the office of President, the Vice-President shall assume the office of President until the next annual election. In the event that circumstances preclude the Vice-President from assuming the office of President then such office shall be filled for the unexpired term by a person elected by majority vote of the executive board, seven (7) notice of such election having been given.

Section 6: Reason to remove

By two-thirds (2/3) vote of the executive board an officer or chair shall be removed from office for failure to perform duties, criminal misconduct or unethical behavior in the organization's business.

Article VII: Duties of Officers

Section 1: The President shall:

- a. Coordinate the work of the officers and committees of SLS, Inc.
- b. Confirm that a quorum is present before conducting any business at any meeting of SLS, Inc.
- c. Preside at all board and general membership meetings of SLS, Inc.
- d. Appoint chairs of special committees subject to approval of the executive board.
- e. Be authorized to sign on bank accounts (two authorized signatures shall be required on all checks, one of whom shall be the President or Treasurer).
- f. Be a member ex-officio of all committees.
- g. Submit a copy of SLS, Inc. bylaws and standing rules (Policies and Procedures) to the SPMS principal, at the beginning of the school year and as the bylaws or standing rules are amended.

Section 2. The Vice-President shall:

- a. Attend all SLS, Inc. board meetings.
- b. Work with the president and the board to forward the goals of the organization.
- c. Facilitate and lead meetings and perform presidential duties in the absence of the president.
- d. Take minutes in the absence of the secretary.

Section 3. The Secretary shall:

- a. Record the minutes of all meetings of the SLS, Inc.

- b. Maintain a compilation of the SLS, Inc.'s minutes.
- c. Be responsible for correspondence.
- d. Have a current copy of the bylaws, Articles of Incorporation and standing rules (Policies and Procedures).
- e. Maintain a current membership list, in the absence of a Membership Committee chair.

Section 4. The Treasurer shall:

- a. Have custody of all the funds of the SLS, Inc.
- b. Keep books of account and records including bank statements, receipts, budgets, invoices, paid receipts and canceled checks for five years.
- c. Make disbursements in accordance with the budget adopted by the SLS, Inc.
- d. Sign on bank accounts (two authorized signatures shall be required on all checks, one of whom shall be the President or the Treasurer).
- e. Present a financial report, both written and verbal, at every meeting of the SLS, Inc. and as requested by the executive board.
- f. Provide a fiscal year-to-date financial report at the June meeting.
- g. Be responsible for the maintenance of such books of account and records as conform to the requirements of these bylaws.
- h. Submit books to the audit committee as requested.

Section 5. The Member at Large shall:

- a. Attend and participate in all SLS, Inc. meetings, supporting the work wherever possible.
- b. Participate as a voting member of the SLS, Inc.

Section 6. The Producer shall:

- a. Attend all SLS, Inc. Board Meetings to ensure the musical comports to the overall goals of the organization.
- b. Coordinate with the music director and director (if available) on selection of the spring musical, representing the interests of the board and membership no later than October of each year.

- c. Finalize a timeline and procedures for auditions, rehearsals, and performances to be shared at the fall SLS, Inc. general membership meeting and/or cast information meeting, as applicable.
- d. Execute all aspects of the musical including the selection of staff and directors (if needed) upon board approval of the budget and operating plan.
- e. Coordinate with school staff, including the Chorus Director and Administration, to ensure a successful experience.
- f. Identify and coordinate committee leads for all necessary committees including but not limited to volunteers, sets, costumes, marketing, tickets, etc.
- g. Be responsible for the approved budget – alerting Board members to any differences in line item that exceed 10% of the overall line item for appropriate action.

Section 7. All officers shall:

- a. Attend all meetings of the SLS, Inc.
- b. Perform the duties outlined in these bylaws and those assigned from time to time.
- c. Deliver to their successors or the president all official materials within fifteen (15) days following the date of term expiration or resignation.
- d. Return to the Treasurer all funds and receipts pertaining to the office within fifteen (15) days following the date of term expiration or resignation.

Article VIII: Advisory Counsel

Section 1. The Chorus and Drama Director(s) shall have power of advisory counsel and is (are) a non-voting member of the Executive Board.

Article IX: Meetings

Section 1. SLS, Inc. shall hold monthly board meetings in which all members are welcome to attend. In addition, there shall be a minimum of two general membership meetings a year (known as the parent orientation meeting typically in September and the election meeting typically in June).

- a. Regular general membership meeting dates will be established by the executive board at the first meeting of the year (August). Time and dates will be announced to the membership at its first meeting of the year. Five days notice shall be given if change of date is needed.
- b. The regular general membership meeting held in June shall be the election meeting.

c. The general membership meeting in June shall be for the purpose of receiving reports of officers and chairs and for any other necessary business.

Section 2. Special meetings of SLS, Inc. may be called by the President or by a majority of the executive board, three days notice having been given.

Section 3. Three officers (one of whom must either be the President or the Treasurer) shall constitute a quorum for the transaction of business in any meeting of SLS, Inc.

Article X: Executive Board

Section 1. The executive board shall consist of the officers of SLS, Inc., and the Advisory Counsel.

Section 2. The Advisory Counsel of SLS, Inc. shall not have voting privileges on the executive board but shall attend executive board meetings.

Section 3. A member shall not serve as an officer or chair on the SLS, Inc. executive board while serving as a paid employee of, or having any contractual relationship with SLS, Inc.

Section 4. The duties of the executive board shall be to:

- a. Transact necessary business in the intervals between SLS, Inc. meetings and such other business as may be referred to it by the SLS, Inc.
- b. Present a report at the regular meetings of the SLS, Inc.
- c. Approve plans of all officers and committee chairs.
- d. Create standing and special committees, including audit committee.
- e. Fill vacancies of officers and chairs.
- f. Prepare and submit a budget for the year to the SLS, Inc. for adoption.
- g. Approve routine bills within the limits of the budget.
- h. Ensure that the SLS, Inc., through its practices and policies, does not violate such rules and regulations that govern SPMS booster clubs.

Section 5. Meetings

- a. Regular meetings of the executive board shall be held prior to each regular general membership meeting, the time to be fixed by the executive board at its first meeting of the year.
- b. A regular meeting of the executive board may be canceled in accordance with the Policies and Procedures.

c. Special meetings of the executive board may be called by the president or by a majority of the members of the board, at least three (3) days notice being given.

Section 6: Decision without meeting

Any decision may be made without a meeting if all the officers shall individually or collectively consent that such a decision may be made via email, conference call, or other communication. The decision making process shall conform to these bylaws and Policies and Procedures. Consent to this "decision without a meeting" shall be done in writing and such written consent and resulting decision shall be filed with the next board meeting minutes.

Article XI: Standing and Special Committees

Section 1. Only members of the SLS, Inc. shall be eligible to serve in any elective or appointive position.

Section 2. The executive board may create such standing and special committees as it may deem necessary to carry on the work of the SLS, Inc. The term of each chair shall be one (1) year or until the selection of a successor.

Section 3. All standing and special committee chairs shall:

- a. Deliver to their successors or the president all official materials within fifteen (15) days following the date at which their successors assume their duties or at which their committee is disbanded.
- b. Report out plans and progress to the executive board for approval. No committee work shall be undertaken without approval from the executive board.

Article XII: Fiscal Year

Section 1. The fiscal year of SLS, Inc. shall begin July 1st and end June 30th.

Section 2. An audit committee consisting of not less than two members, who are not authorized signers, shall be appointed by the executive board at least thirty (30) days before the last meeting of the fiscal year.

Section 3. In lieu of an audit committee, a CPA may be retained to conduct an audit.

Section 4. The audit committee or CPA report shall be adopted by the SLS, Inc. by a majority vote at the August executive board meeting.

Article XIII: Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern SLS, Inc. in all cases in which they are applicable and in which they are not in conflict with these bylaws, or the articles of incorporation.

Article XIV: Amendments

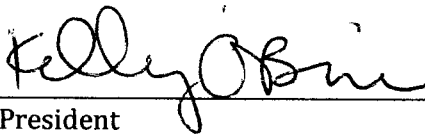
Section 1. Amendments

a. These bylaws may be amended or revised at any meeting of SLS, Inc., provided a quorum is present, by two-thirds (2/3) vote of the members present and voting. Notice of the proposed amendment or revision shall have been given at the previous regular meeting or through the regular publicity channels twenty-eight (28) days prior to the meeting at which the amendment or revision is voted upon.

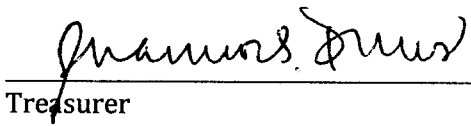
b. After adoption by a two-thirds (2/3) vote at a meeting of SLS, Inc., a copy of the bylaws as amended or revised and dated shall be sent to the SPMS principal.

Section 2. SLS, Inc. shall review and if necessary amend its bylaws at least every three (3) years.

Adopted as amended on this date 09 October 2018 as certified by the following signatures:



President



Treasurer