

ARTICLES OF INCORPORATION
OF
FAIRFAX HIGH SCHOOL CHORAL PATRONS ASSOCIATION

The undersigned, intending to form a Virginia nonstock corporation pursuant to Chapter 10 of Title 13.1 of the Code of Virginia, state(s) as follows:

ARTICLE I
CORPORATION NAME AND LOCATION

The name of the corporation is **Fairfax High School Choral Patrons Association** (“**FHSCPA**”).

The place in this state where the principal office of the Corporation is to be located is the City of Fairfax, Fairfax County.

ARTICLE II
PURPOSE(S)

Section 1

Said corporation is organized exclusively for charitable, educational 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.

Section 2

The objectives of the FHSCPA are:

- a. To lend all possible support, moral, volunteer, and financial, to the choral music program at Fairfax High School.
- b. To serve as advocates for the importance and value of music education in this community.
- c. To foster a positive and cooperative climate with the Choral Music Department and within the Fairfax High School choral community.
- d. To foster effective and efficient communication with the families of the choral program.
- e. To create and maintain an environment which is centered on student learning.
- f. To promote the highest possible values of responsibility, respect, and service through music.
- g. To cooperate with those in charge of the Choral Music Department and the school administrators to promote the highest possible advantages in musical education.

Section 3

The objectives of this association are promoted through partnership with the Choral Director, and in cooperation with parents, students, and the faculty of Fairfax High School.

ARTICLE III MEMBERSHIP

Membership in this Association shall be available to anyone interested in the progress and development of the Choral Music program at Fairfax High School. Parents or guardians of pupils participating in any activity of the choral music program automatically become members of the Association, and shall be notified of such membership in writing (to include email) not more than 30 days after the beginning of each school year.

ARTICLE IV OFFICERS

Section 1

The Executive Officers of the Association shall be:

- a. President
- b. Vice-President
- c. Secretary
- d. Treasurer
- e. Publicity Director
- f. Director of Choral Music at Fairfax High School

Section 2

At the regular April FHSCPA board meeting each year, if possible, a full slate of candidates for office for the ensuing year will be announced. Additional nominations may be made after the announcement with consultation of the Executive Officers. Nominated Executive Officers shall be formally elected at the final choral concert of the school year, or regular May FHSCPA board meeting if no such concert is held, with a quorum of members present for the election.

Section 3

Officers of the board, executive and non-executive positions, shall assume their official duties following the close of the school year in June but no later than August 1, the start of the new fiscal year, and shall be expected to serve for a term of one year.

Section 4

Executive Officers may serve no more than two consecutive terms in the same office. In the event a replacement does not present themselves, an Executive Officer may serve in the same position beyond the two consecutive year term limit with majority board approval of the extension.

Section 5

A vacancy in any officer position may be filled, at any time, by an appointment of the President with majority approval from the Executive Board. The officer appointed to such vacancy shall serve only for the remainder of the school year term of the office he/she replaces. This term of service does not count against the two year term limit of Section 3.

Section 6

Officers of the board, executive and non-executive positions, may be removed from their office/position with cause by a majority approval of the board.

**ARTICLE V
REGISTERED AGENT AND OFFICE**

Section 1

The name of the corporation's initial registered agent is Kathryn Schababerle, Board President of 2019-2020.

Section 2

The address of the corporation's initial registered office, which is identical to the business office of the initial registered agent, is Fairfax High School, 3501 Rebel Run, Fairfax, VA 22030. The registered office is located in the City of Fairfax, in the County of Fairfax.

**ARTICLE VI
INITIAL OFFICERS/DIRECTORS**

The names and addresses of the initial Executive Officers/Directors of the Association are:

- a. President: Kathryn Schababerle, [REDACTED]
- b. Vice-President: Leslie LaCroix, [REDACTED]
- c. Secretary: Angela First, [REDACTED]
- d. Treasurer: Jim Coffey, [REDACTED]
- e. Publicity Director(s): Mary Hamrick, [REDACTED] and Stacey Nelson, [REDACTED]
- f. Director of Choral Music at Fairfax High School: Juliana Woodill, [REDACTED]
[REDACTED]

**ARTICLE VII
LIMITATIONS AND RESTRICTIONS**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to make payments and distributions in furtherance of the purposes set

forth in Section 1 of Article II hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VIII
DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

In witness whereof, we have hereunto subscribed our names this _____ day of

_____, 20_____.

_____ Kathryn Schababerle

_____ Juliana Woodill

_____ Leslie LaCroix

_____ Jim Coffey

_____ Angela First

_____ Mary Hamrick/Stacey Nelson