

**BY-LAWS OF THE FAIRFAX HIGH SCHOOL CHORAL PATRONS ASSOCIATION
(Fall 2019)**

As established by the Articles of Incorporation of this organization,
the by-laws governing the operation of this organization are 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

FHSCPA 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

ARTICLES OF ORGANIZATION

Section 1

The organization exists as a nonprofit corporation per applicable Virginia Code, governed by its “Articles of Incorporation” and these by-laws.

Section 2

These by-laws may be amended during a vote proposed to a quorum (as defined in Article IX, Section 3 of these by-laws) of the members during any regular meeting. The amendments must have been presented to the members at least two weeks, but ideally one month, preceding the voting meeting.

ARTICLE IV

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 V

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 VI
DUTIES OF EXECUTIVE OFFICERS

Section 1

The President shall preside at all regular and Executive Board meetings of the Association, appoint committees and serve as an ex-officio member of all committees. The President shall perform such other duties as may be prescribed in these by-laws or assigned by FHSCPA, and shall coordinate the work of the officers and committees in order to fulfill the objectives of FHACPA.

Section 2

The Vice-President shall assist the President, assume all duties in the absence of the President, and serve as Ways and Means Chairman or however best FHSCPA sees fit.

Section 3

The Secretary shall keep the minutes of all meetings, ensuring the minutes are available in FHSCPA records, and other related duties as determined by FHSCPA.

Section 4

The Treasurer shall receive all monies of FHSCPA; keep an accurate record of receipts and expenditures; and pay out funds in accordance with the approved budget as authorized by FHSCPA. The Treasurer shall be prepared to present a financial statement at every FHSCPA meeting and at other times when requested by the Executive Board. The Treasurer shall keep such permanent books of accounts and records as shall be sufficient to establish the items of

gross income, receipts, and disbursements of FHSCPA. At the close of the school year, the books of FHSCPA will be audited by a qualified accountant or auditor. This report is to be completed before the beginning of the following fiscal year (August 1). The Treasurer will also be responsible for the annual Federal tax filing of the organization through the N-990 Form (or other applicable form as prescribed by the Internal Revenue Service). An annual financial report will be filed with the Principal of Fairfax High School. The Treasurer shall be bonded through the means of an adequate fidelity bond.

Section 5. The Publicity Director shall assume responsibility for all advertising and correspondence with the press and other media and all other requirements for public notices, including website maintenance.

Section 6

The Director of Choral Music of Fairfax High School shall represent the Fairfax High School faculty and students of the Choral Department at general meetings, serve as a member of the Executive Board, and as an ex-officio member of all committees.

ARTICLE VII

THE EXECUTIVE BOARD

Section 1

The Executive Board shall consist of the Executive Officers of FHSCPA and the Director of Choral Music of Fairfax High School.

Section 2

The duties of the Executive Board shall be:

- a. To meet at least once a month to determine, plan, and organize all proposed programs and activities in support of the FHSCPA's and Director's goals.
- b. To prepare and submit an annual budget to the Association for approval.
- c. To approve routine bills within the limits of the approved budget.
- d. To approve non-budgeted expenses in any budget account not greater than \$500.00 in the aggregate.
- e. To have general supervision of the policies and activities of FHSCPA.

Section 3

Special meetings of the Executive Board may be called by the President or by a majority of members of the Executive Board.

ARTICLE VIII MEETINGS

Section 1

The members of FHSCPA will be considered to have met during the three full choral program concerts held during the school year, generally held in the Fall, Winter and Spring. Officer meetings will be held once a month during the school year and will be open to all Association members and interested students.

Section 2

Special meetings may be called by the President or the Executive Board.

Section 3

Twenty percent (20%) of the membership shall constitute a quorum for the transaction of business requiring a vote in any general meeting of FHSCPA.

Section 4

Voting rights are reserved for FHSCPA members who are parents or guardians of FHS Chorus students. Voting on routine matters, the by-laws or amendments, adoption of a budget, or a project may be by voice, show of hands, by proxy, or via email. The presence at the meeting of members entitled to cast or proxies entitled to cast shall constitute a quorum for any action. At all meetings of members each member may vote in person or by proxy. All proxies shall be in writing and filed with the Secretary. Every proxy shall be revocable and shall automatically cease upon the student no longer being in the Choral Department.

ARTICLE IX COMMITTEE

Section 1

Members of the Association who are parents or guardians of FHS Chorus students shall be eligible to serve in any elective or appointive position.

Section 2

Committees may be created as deemed necessary by the President to promote the objectives and carry on the work of the Association.

Section 3

Committees may be disbanded as deemed necessary by the President and approved by a majority of the Executive Board.

Section 4

The chairman of each committee shall present a plan of work to the Executive Board for approval and attend all Executive Board meetings for the duration of the project.

Section 5

The President and the Director of Choral Music of Fairfax High School shall be an ex-officio member of all committees.

**ARTICLE X
AUTHORITY**

Section 1

The rules contained in the most recent version of Roberts Rules of Order shall govern the proceedings of FHSCPA in all cases in which they do not conflict with the FHSCPA by-laws.