

**Florida School Music Association  
Bylaws  
Amended February 2024**

**ARTICLE I - Mission**

The Mission of the Florida School Music Association is to provide leadership, advocacy, and services for school music programs in support of quality music education experiences for students.

**ARTICLE II - Membership**

**Section 1. Eligibility**

The membership of this Association will be open to any school (public, public charter, private, or home education music cooperative) in the state of Florida that pays dues to the Association in amounts determined by the Board of Directors.

**Section 2. Voting**

Each member school will have one vote on any issue requiring a member vote. The principal of the school or his/her designee will make the vote.

**Section 3. Sanctions**

A member school may be placed on probation, fined, or suspended for failure to abide by Association rules or policies.

**ARTICLE III - Organization**

**Section 1. Geographical Regions**

The Association will be organized into two Regions – North and South, each Region will be divided into two contiguous Sections as follows:

- A. North Region – Section 1. Member schools in Escambia, Santa Rosa, Okaloosa, Walton, Holmes, Washington, Jackson, Bay, Calhoun, Liberty, Gulf, Franklin, Gadsden, Leon, Wakulla, Jefferson, Madison, Taylor, Hamilton, Suwannee, Lafayette, Columbia, Baker, Union, Bradford, Nassau, Duval, and Clay counties.
- B. North Region – Section 2. Member schools in Dixie, Gilchrist, Alachua, Putnam, St. Johns, Flagler, Levy, Marion, Citrus, Hernando, Pasco, Sumter, Lake, Volusia, Seminole, and Orange counties.
- C. South Region – Section 3. Member schools in Pinellas, Hillsborough, Polk, Osceola, Brevard, Indian River, Manatee, Sarasota, Hardee, DeSoto, Highlands, Okeechobee, Martin, and St. Lucie counties.
- D. South Region – Section 4. Member schools in Charlotte, Glades, Hendry, Collier, Palm Beach, Lee, Broward, Miami-Dade, and Monroe counties.

**Section 2. Recognized Associations**

The FSMA recognizes the Florida Bandmasters Association, the Florida Orchestra Association, and the Florida Vocal Association as organizations approved to conduct music activities. The rules and regulations of these organizations as they now exist will be the operating regulations of these groups, provided there is no conflict with FSMA policies and regulations.

**ARTICLE IV - Governance**

**Section 1. Authority**

The Board of Directors will establish policies governing the Association.

## Section 2. **Association Officers**

The officers of the Association will be comprised of three positions that consist of the President and the immediate Past-President or President-Elect. In addition, the Executive Director and a rotating component executive director will serve as advisors to the officers. These four positions constitute the Executive Committee. The Board of Directors will have the power to appoint any person to perform the duties of an officer, whenever for any reason it is impracticable for such officer to act personally.

## Section 3. **Board of Directors**

The Board of Directors will be accountable for the conduct of the business and finances of the Association. The Board of Directors will consist of representatives from the following associations:

### Board Members (voting) Appointees

- Florida Association of School Administrators (FASA) North
  - Region Middle School
  - North Region High School
  - South Region Middle School
  - South Region High School
- Florida School Board Association (FSBA)
  - North Region Representative
  - South Region Representative
- Florida Association of District School Superintendents (FADSS) North
  - Region Representative
  - South Region Representative
- Non-Public School Advisory School Council
  - Representative
- Florida Parent Educators Association (FPEA)
  - Representative
- Florida School Music Association (FSMA) Two
  - At- Large Representatives
- The Florida Music Education Association (FMEA) Two
  - At-Large Representatives
- Florida Bandmasters Association (FBA)
  - At-Large Representative Florida
- Orchestra Association (FOA)
  - At-Large Representative
- Florida Vocal Association (FVA)
  - At-Large Representative
- Florida Music Supervision Association (FMSA)
  - At-Large Representative

### Board Members (non-voting)

- Florida Music Education Association (FMEA) Executive Director Florida
- Bandmasters Association (FBA) Executive Director Florida Orchestra
- Association (FOA) Executive Director
- Florida Vocal Association (FVA) Executive Director
- Florida Department of Education (FDOE) Arts Education Specialist

The Board may choose to retain a member of the Board whose administrative position or geographic location has changed as a member-at-large to complete a term of office.

## Section 4. **Term of Office**

- A. **Board Members.** The term of office for the Board of Directors will be three-year terms. Component representatives will be two-year terms. Terms will commence on July 1. Directors may serve for two consecutive terms.

- B. **Advisory Members.** The term of office for the ex-officio members is indefinite, determined by each group represented.

#### Section 5. **Vacancies**

If a vacancy occurs, the Association represented will appoint a successor for the unexpired term.

#### Section 6. **Removal**

- A. **Removal from Office.** Officers will be removed from office when Fiduciary Responsibility is not met, Officers will always act for the good of the Association and will exercise care in all decision-making.
- B. **Removal of Appointee.** A Board Appointee such as a Committee Chairperson will be removed from office when fiduciary responsibility is not met.

### **ARTICLE V - Elections**

#### Section 1. **Election of Officers**

Officers will be elected by a majority vote of the assembled board members.. The President-Elect will be elected at the spring meeting and will automatically accede to the office of President the year following the term of office. A member's term on the board will be extended to include time served as an officer.

#### Section 2. **Terms of Office**

The President will serve a two-year term; the President-Elect will serve a one-year term; and the immediate Past-President will serve a one-year term. The immediate Past President serves during the first year of the President's term, and the President-Elect serves during the second year of the President's term.

#### Section 3. **Vacancies**

If a vacancy occurs the Executive Committee will appoint a successor for the unexpired term.

### **ARTICLE VI - Meetings**

#### Section 1. **Meetings of Directors**

The Board of Directors will meet twice annually, in the spring and fall. Special meetings may be called by the President and may also be called upon written request to the President by any four directors. Notice of a meeting will be delivered not less than 48 hours before the date of the meeting. Such notice will designate the time and place of the meeting, which may be any place in the state of Florida or online.

#### Section 2. **Quorum**

A quorum for the conduct of business at Board of Directors meetings will be a minimum of nine of the voting members of the Board of Directors, and affirmative votes of a majority of those present will be required to approve any proposal.

#### Section 3. **Conduct of Meetings**

All meetings will be conducted pursuant to current *Robert's Rules of Order*.

#### Section 4. **Attendance**

Absence from two consecutive regular meetings may be construed as a resignation. Non-members of the Board substituting for board members are entitled to participate but may not vote.

### **ARTICLE VII - Committees**

#### Section 1. **Standing**

The President of the Association will appoint committee chairs who will serve in an advisory capacity to

the President and Board of Directors. The Board of Directors may, at its discretion, advise the President on appointments. Committee chairs appoint members to the committees.

#### **Section 2. Ad Hoc Committees**

A special (or Ad Hoc) committee is a committee appointed to carry out a specified task. The committee ceases to exist upon its final report to the Board of Directors. A special committee may not be appointed to perform a task that falls within the assigned function of an existing standing committee. An Ad Hoc Committee can be established as a Standing Committee at the discretion of the Executive Committee.

#### **Section 3. Length of Committee**

All committee appointments expire on the date of the expiration of the term of office of the President of FSMA. The incoming president may reappoint committee chairmen to standing and ad-hoc committees, may make new committee appointments, or may allow the existence of a committee to terminate.

### **ARTICLE VIII – Finance**

#### **Section 1. Assessments, Dues, and Fees**

The Board of Directors will establish assessments, dues, and fees necessary to fulfill the purposes of the Association.

#### **Section 2. Gifts and Management of Assets**

The Board of Directors is authorized and empowered on behalf of the Association to receive by devise, bequest, donation, or otherwise, either real or personal property, and to hold the same absolutely or in trust, and to invest, reinvest, and manage the same and to apply said property and the income arising therefrom to the objectives of the Association. The Board of Directors also will have the power to allocate the funds of the Association for the purposes of fulfilling the objectives of the Association.

#### **Section 3. Principal and Income**

The principal and income of all property received and accepted by the Association will be invested, reinvested, paid, and distributed in a manner consistent with the corporate purpose and limitations established in the Articles of Incorporation and in such amounts as the Board of Directors will from time to time determine; and in such manner as is necessary to comply with all appropriate sections of the Internal Revenue Code as now in force or hereinafter amended.

Any distribution made hereunder may be made in such form as the Board of Directors may see fit, including distributions in kind.

#### **Section 4. Contracts**

The Executive Committee may authorize the Executive Director to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association, and such authorization may be general or confined to specific instances.

#### **Section 5. Loans**

No loans will be contracted on behalf of the Association and no evidence of indebtedness will be issued in its name unless authorized by or under the authority of a corporate resolution of the Board of Directors. Such authorization may be general or confined to specific instances.

#### **Section 6. Checks, Drafts, Payments**

All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Association will be signed by such officer or officers, agent or agents, of the Association and in such manner as will from time to time be determined by, or under the authority of, a resolution of the Board of Directors.

#### **Section 7. Deposits**

All funds of the Association not otherwise employed will be deposited from time to time to the credits of the Association in such banks, trust companies, or other depositories as may be selected by or under the authority of the Board of Directors.

**Section 8. Audit**

An independent auditor pursuant to Florida State Statute f.s.1006.19 will conduct an annual audit.

**Section 9. Fiscal Year**

The fiscal year of the Association is July 1 to June 30.

**ARTICLE IX - Association Management**

**Section 1. Executive Management**

FSMA will engage an association management company or hire staff directly to manage the daily activities of the Association. FSMA will maintain a named Executive Director through the contracted association management company or through FSMA employment. The association management company and/or executive director will have no powers or duties other than those delegated by the Executive Committee or set forth in the management or employment contract or the Bylaws of the Association. The FSMA Executive Committee will conduct an annual performance review of the association management company, if contracted, or the Executive Director with input from the FSMA Board of Directors. This review will be provided to the contracted association management company's Board of Directors or directly to the Executive Director when no company has been contracted.

**Section 2. Staff**

Management of the daily responsibilities of the Association and supervision of the assigned staff is the responsibility of the Executive Director.

**ARTICLE X – Amendments**

**Section 1. Bylaws**

Amendments to the Bylaws will require distribution of said amendments to the Board of Directors 48 hours prior to the Board's regular or special meeting, at which the amendments will require a reading and approval by a majority vote of the Board of Directors.

**Section 2. Policy**

Policy changes will require a majority vote by the Board of Directors.

**Section 3. Commencement of Effectiveness**

All amendments or changes to the Bylaws will take effect immediately when adopted unless the motion to adopt specifies another time.