

**Bylaws of**  
**Arts in education Council for Scottsdale Schools**  
(A Non-Profit Corporation)

**Article One**  
**Name and Location**

**Section 1. Name**

The name of the organization shall be Arts in Education Council for Scottsdale Schools, hereafter referred to as “the Corporation.”

**Section 2. Meeting Location**

All council meetings may be held at such places within the Scottsdale Unified School District (SUSD) as permitted by SUSD administration and organized by council officers.

**Article Two**  
**Purposes and Structure**

**Section 1. Purposes.**

This corporation is organized exclusively for charitable and educational purposes as defined in Section 501(c)(3) of the Internal Revenue Code. The purposes of the Corporation include raising funds and purchasing personal property and services to be used by fine arts students and faculty in the Scottsdale Unified School District, providing volunteers for fine arts educational and extracurricular activities that will contribute to the public education of the community; engaging in other charitable, civic, or educational activities that will contribute to the public education of the community; and exercising other powers conferred by the laws of Arizona on nonprofit corporations.

This Corporation shall be self-governing, self-supporting, non-commercial, non-sectarian, nonprofit and nonpartisan, and shall seek to inform the administrative activities in fine arts curriculum of the Scottsdale Unified School District and influence its policies regarding fine arts education.

**Section 2. Assets**

No part of the net earnings of the Corporation shall inure to the benefit of any director of the Corporation, officer of the Corporation, or any private individual; and no director, officer or and private individual shall be entitled to share in the distribution of any of the corporate assets on the dissolution of the Corporation. 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 publication of statements) any political campaign on behalf of any candidate for public office.

Upon dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable organizations which would then qualify under the provisions of Section (c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended.

**Section 3. Prohibited Activities**

The Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue code and Regulations as they now exist or as they may be amended.

## **Article Three** **Membership**

### **Section 1. Membership**

Membership in the Corporation shall consist of representatives from Member Schools and the Board of Directors.

### **Section 2. Members in Good Standing**

Membership dues are collected from Member Schools annually at the beginning of each school year. Once Member Schools have paid their dues they are designated "Member School in Good Standing" and they have the right to vote for that school year.

### **Section 3. Voting**

Each Member School in Good Standing shall have one (1) vote in the Corporation. Each Member School shall designate its own representative(s). In the event the representative(s) leaves the Member School, either voluntarily or by operation of law, such representative's vote shall automatically terminate. The Member School must designate the replacement.

Each position on the Board of Directors, including the Executive Board, shall have one (1) vote. There is no prohibition on standing committee co-chairs sharing that vote. Each member of the Executive Board shall have one (1) vote. There is no prohibition on an individual holding more than one voting position, with the clarification that members that are both Executive Committee and Board of Director members get only one combined vote. If Executive Committee or Board of Director members are also school representatives, such members shall also be permitted to cast votes for each of the schools they represent. A roll-call vote shall be taken at the request of any Member.

### **Section 4. Majority.**

A majority of the votes of Members present at any meeting shall decide any question unless the Bylaws, Articles of Incorporation or applicable law shall provide otherwise, and in such event, the voting percentage required in these Bylaws, the Articles of Incorporation, or such applicable law shall control.

## **Article Four** **Directors**

### **Section 1. Qualification.**

Any person with a child currently at or having graduated from a Member School in Good Standing is eligible to serve on the Board of Directors.

### **Section 2. Powers.**

The Board shall be the governing body of the organization and shall manage, control, and direct the affairs and property of the organization.

### **Section 3. Compensation.**

No Director shall receive compensation for any service he or she may render to the organization. Board members may be reimbursed for actual expenses incurred in the performance of their duties.

### **Section 4. Officers.**

Officers shall be elected at the last general business meeting at the end of each season and will take office immediately. The nominating committee will name a slate of officers and the floor will also be open for nominations. The officers will be elected by simple majority of the membership present. Vacancies of offices of unexpired terms shall be filled by appointment by a majority of the remaining officers. The officers and their respective duties are as follows:

- a. **The President shall:**
- Regularly meet with the designated district representative regarding Corporation activities;
  - Preside at all meetings of the organization;
  - Resolve problems in the membership;
  - Regularly meet with the treasurer of the organization to review the organization's financial position;
  - Schedule annual audit of records or request an audit if the need should arise during the year;
  - Perform any other specific duties as outlined in the bylaws of the organization.
- b. **The Vice President shall:**
- Preside at meetings in the absence or inability of the president to serve;
  - Perform administrative functions delegated by the president;
  - Perform other specific duties as outlined in the bylaws of the organization.
- c. **The Secretary shall:**
- Maintain the records of the minutes, approved bylaws and any standing committee rules, current membership and committee listing;
  - Record all business transacted at each meeting of the association as well as meetings of any executive board meetings in a prescribed format;
  - Maintain records of attendance of each member;
  - Conduct and report on all correspondence on behalf of the organization;
  - Other specific duties as outlined in the bylaws of the organization.
- d. **The Treasurer shall:**
- Issue a receipt for all monies received and deposit said amounts on a weekly basis (daily if receipts on hand exceed \$ 250.00);
  - Present a current financial report to the executive committee and general membership within thirty days of the previous month end;
  - File current financial reports with the district representative on a monthly basis;
  - Maintain an accurate and detailed account of all monies received and disbursed;
  - Reconcile all bank statements as received and resolve any discrepancies with the bank immediately;
  - File sales tax reports as required by the comptroller's office (monthly, quarterly, or annually);
  - File annual IRS form 990 in a timely manner;
  - Submit records to audit committee appointed by the organization upon request or at the end of the year;
  - Other specific duties as outlined in the bylaws of the organization.
- e. **The Vice President Programs shall:**
- Maintain an inventory of the Masterpieces of Art collection
  - Be responsible for giving access to all AEC materials to representatives from Member Schools in Good Standing
  - Maintain a calendar of training events available to fine arts volunteers, and regularly disseminate that information to Member Schools in Good Standing, and other supporters of the Corporation.
  - Other specific duties as outlined in the bylaws of the organization.

**Section 5. Term.**

Each elected officer shall serve a term of one (1) year or until a successor has been duly elected or appointed.

**Section 6. Meetings.**

The Board of Directors shall provide for by resolution the time and place for the holding of at least one annual meeting of the Board, and of the additional regular meetings of the Board, without other notice than such resolution.

**Section 7. Quorum.**

A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a quorum of the Directors is present at said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

**Section 8. Voting.**

Each representative of Member Schools as described in Article Three, Sections 2 and 3 of these Bylaws, shall have the right to cast one vote at any matter at any particular meeting. The decision of a majority of the voting members present at a meeting at which a quorum is established will be binding on the organization.

**Section 9. Proxy.**

No voting by proxy will be allowed.

**Article Five**  
**General Provisions**

**Section 1. Fiscal Year.**

The fiscal year of this organization shall be August 1 through July 31 of the following calendar year.

**Section 2. Operating Funds.**

Operating funds shall be maintained in a general fund, and an accounting of such funds shall be presented at all meetings.

**Section 3. Annual Statement.**

The directors shall present at each annual meeting, or when called by vote of the members at any meeting, a full and clear statement of the condition of the organization.

**Article Six**  
**Standing Committees**

**Section 1. Nominating Committee.**

Meet to receive nominations for the elected offices of the organization and to prepare a slate of nominees and a ballot for the election of officers. The President will chair the committee and secure 2 members at large from Member Schools.

**Section 3. Fundraising Committee.**

Responsible for developing and managing fundraising projects. The Vice-President will chair the committee and name its members as needed.

**Section 4. Membership Committee.**

Distribute membership information and coordinate membership drive. The Vice President Programs shall chair the committee and name its members as needed.

**Section 5. Scholarship Committee.**

Responsible for coordinating the scholarship applications and selection process. The Treasurer shall chair the committee.

**Section 6. Bylaws Committee**

Convened every 3 years to review these bylaws. The committee will be comprised of the President and Secretary, and one member at large.

**Article Seven  
Amendments**

**Section 1. Amendments to Bylaws.**

These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a majority of the Directors, provided that such alterations, amendments, or proposed substitute Bylaws have been read or distributed to all Directors present at the previous regular meeting or such action may be made at a special meeting held at least ten days after the regular meeting at which the reading or distribution was made.

**Section 2. Amendments to the Articles of Incorporation.**

The Directors shall adopt a resolution setting forth any proposed amendment of the Articles of Incorporation, which, if approved by a majority of the Directors, shall be again submitted for a voted at the next regular meeting of the Directors.

**CERTIFICATE OF SECRETARY**

I certify that I am the duly elected and acting secretary of the Arts in Education Council for Scottsdale Schools and these Bylaws constitute the corporation's Bylaws. The Bylaws were duly adopted at a meeting of the board of directors held on \_\_\_\_\_, 2011.

Dated: \_\_\_\_\_

\_\_\_\_\_  
Secretary of the Corporation