

**NORWELL SCHOLASTIC ART SOCIETY
BY-LAWS**

***** FOR VOTE ***
(Rev. 5/14/18)**

Article I: NAME

The name of this organization shall be the Norwell Scholastic Arts Society (NSAS).

Article II: PURPOSE

The purpose of the organization shall be for educational purposes, including:

1. To advocate for a well-rounded, well-supported education in the fine and performing arts for all students of the Norwell Public Schools (NPS).
2. To increase public visibility of the fine and performing arts programs of the NPS.
3. To provide financial support for the fine and performing arts programs of the NPS.
4. To provide volunteer and moral support to the fine and performing arts programs of the NPS.
5. To build and maintain an organization of members, which shall help promote and sustain the general activities of the fine and performing arts programs of the NPS.

Article III: MEMBERSHIP

Membership is open to all NPS parents/guardians, students, staff and alumni, and to persons interested in the development and success of the fine and performing arts programs of the Norwell Public Schools. No annual dues are required for membership.

Full Voting Members may hold office, chair sub-committees and vote on any matter before the organization. Full Voting Members are considered those who:

1. Have children currently enrolled in the Norwell Public Schools, or
2. Have children who have graduated from the Norwell Public Schools, or
3. Are alumni who have graduated from Norwell High School.

All other members not meeting the criteria for Full Voting Members will be considered Supporting Members. Supporting Members may not vote on general issues or hold officer or chair positions, but may serve on sub-committees.

Members of the NPS faculty or administration will only be considered as Supporting Members, and as such, may not vote on general issues or hold officer or chair positions but may serve on sub-committees.

Members of the NPS arts faculty who also qualify as Full Voting Members by one of the three above listed criteria may vote, but must recuse themselves from voting on any matter that may directly impact their arts program.

ARTICLE IV: BOARD AND EXECUTIVES

The organization shall be managed by an NSAS Steering Committee, which shall consist of between three and five members, one of whom must serve as the Steering Committee's chair, and one of whom must serve as the organization's Treasurer.

Term length for all members of the Steering Committee is one (1) year. Members of the Steering Committee shall be elected in accordance with Article VIII: Elections.

Teachers of the fine and performing arts in the Norwell Public Schools and NPS administrators may voluntarily serve the NSAS Steering Committee in an advisory capacity.

The duties of the Steering Committee shall include:

1. Conducting meetings of the general membership,
2. Transacting business between meetings and preparing agendas in preparation for meetings of the general membership,
3. Maintaining accurate records of all NSAS meetings and making those records accessible via the NSAS website,
4. Collecting and maintaining a database of the names and email addresses of NSAS members and/or other people or organizations wishing to be included on the NSAS email distribution list,
5. Soliciting and publishing content regarding NPS arts programs and events to the NSAS website, Facebook page, and NSAS email newsletter,
6. Forming sub-committees as needed (see Article V: Sub-Committees),
7. Committing NSAS to contractual and/or financial obligations, and
8. Approving routine bills.

The duties of the Steering Committee Chair shall include:

1. Presiding at all NSAS meetings,
2. Serving as a liaison to the NPS administration, the Norwell School Committee and other groups whose activities are related to the purpose, and
3. Acting as signatory (along with the Treasurer) on NSAS bank accounts.

The duties of the Treasurer shall include:

1. Keeping and maintaining complete records of all funds, receipts and disbursements of NSAS,
2. Reporting the organization's financial activity and status at each meeting,
3. Acting as signatory (along with the Steering Committee Chair) on NSAS bank accounts, and
4. ensuring that no loans are made by NSAS to its officers or members or that NSAS accepts no loans from any source.

ARTICLE V: SUB-COMMITTEES

Routine and special NSAS activities shall be conducted by sub-committees as deemed necessary by the Steering Committee. Any NSAS member may volunteer to join a sub-committee.

Sub-committees may be established or disbanded by the Steering Committee, with the approval of the majority of the voting membership present at a regular meeting.

Each sub-committee shall have a chairperson appointed by the Steering Committee, who shall organize the activities of that sub-committee and report to the membership on all the activities of that sub-committee at each meeting.

Sub-committees shall include but not be limited to the following:

1. **PlayBill:** The PlayBill sub-committee shall oversee PlayBill fundraising and production activities. The PlayBill sub-committee chair shall report to the membership the current status of fundraising and production activities at each meeting during the PlayBill season.
2. **Scholarship and Awards:** The scholarship and awards sub-committee shall conduct the annual NSAS Arts For Life scholarship program as well as the annual school-specific arts awards programs. The sub-committee shall coordinate with NPS administration, guidance and faculty staff members as necessary to conduct these programs. The sub-committee shall conduct a fair and open Arts for Life scholarship process per the NSAS Arts for Life scholarship process document. The sub-committee shall prepare and distribute Arts for Life scholarship applications, and coordinate awards nominations from NPS arts faculty. The sub-committee shall receive and evaluate Arts for Life scholarship application submissions, and shall recommend an award selectee to the Board for approval. Award selection shall be approved by a majority vote of members at a regular meeting. Any NSAS member who has a close relationship to a scholarship applicant or award nominee must declare that relationship at a regular NSAS meeting, and must recuse themselves from committee membership and/or voting where that applicant/nominee is involved. The sub-committee shall occasionally review and make recommendations to update the Arts for Life scholarship process document. Updates to the Arts for Life scholarship process document shall be voted by a majority of ~~Board~~ Steering Committee members present at a regular NSAS meeting.
3. **Event-Specific Sub-committees:** Event-specific sub-committees shall be formed to support the larger NSAS-run or NSAS-facilitated events throughout the year, to include the annual Spaghetti Dinner, Empty Bowls and other events as needed. Each event-specific sub-committee's chair shall be responsible to recruit and organize volunteers to conduct event planning, coordination with NPS administration and faculty, conduct pre-event fundraising and public relations, solicit and prepare items for in-event fundraising activities and concessions, and recruit and organize volunteers to staff the event. The sub-committee chair shall present status and coordinate with other NSAS sub-committees at each regular NSAS meeting during the event timeframe.

ARTICLE VI: MEETINGS

Regular meetings of NSAS shall occur regularly from September through June, as determined by the Steering Committee and as needed through the summer. Dates, times and locations for all meetings shall be published on the NSAS website and distributed to the membership via email at least one week in advance of the meeting date. All voting members present at a properly scheduled and publicized NSAS meeting shall constitute a quorum.

The Steering Committee may meet at any time the need arises. At least three members of the Steering Committee must be present at a meeting to constitute a quorum. The following items shall be included on the meeting agenda when appropriate.

1. Minutes Review: Corrections to and approval of minutes from previous meeting by simple majority vote.
2. Treasurer's Report: Summary of all receipts and disbursements of the organization, as well as current financial status. Approval of the treasurer's report by simple majority vote.
3. Committee Reports: Reports from all standing and special committees on the current status of all projects currently underway, as well as recommendations for new action on current projects and/or recommendations for new projects.
4. Steering Committee's Report: Report from the Steering Committee, summarizing the state of the organization, requesting the formation or disbanding of special committees and highlighting current events, activities or news affecting the organization.
5. Unfinished Business: Consideration of items of business still under consideration when the previous meeting adjourned or items of business scheduled for a previous meeting but postponed until the current meeting.
6. New Business: New items of discussion, which may be raised by any member. This may include general concerns or news affecting the organization. It may also include motions to be offered, seconded, discussed, voted on, referred to sub-committee or tabled for future consideration by the organization.
7. Adjournment

Meeting procedures will be governed by Robert's Rules of Order Newly Revised.

ARTICLE VII: FINANCES

The Norwell Scholastic Arts Society is a 501(c)(3) tax-exempt, non-profit charitable organization, and recognizes and abides by all state and federal laws and regulations related to maintaining this status.

In the event of dissolution of the Norwell Scholastic Arts Society, the Steering Committee shall, after paying and making provisions for the payment of all liabilities, conduct the distribution of all the assets of the organization to 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 to the federal government, or to a state or local government, for a public purpose.

No part of the net earnings of the NSAS shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the NSAS 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 of IRS Publication 557. No substantial part of the activities of the NSAS shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the NSAS 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 NSAS 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.

The fiscal year for NSAS' activities shall coincide with the fiscal year of the Norwell Public Schools.

ARTICLE VIII: ELECTIONS

The Steering Committee shall announce at the April NSAS meeting, as well as via email and the NSAS website, the elections for the following year's Steering Committee. It shall provide appropriate application instructions and forms for all interested members. Applications shall be due two weeks prior to the May NSAS meeting.

If there are five or fewer applicants for membership on the Steering Committee, applicants may be approved by voice vote at the May NSAS meeting. If there are more than five applicants for membership on the Steering Committee, the Steering Committee shall conduct an election using secret ballot at the May NSAS meeting. In the secret ballot, voting members shall list their top five choices for election to the Steering Committee. The five applicants receiving the highest number of votes shall be elected to the Steering Committee.

Those Steering Committee Members newly elected at the May NSAS meeting shall immediately begin serving as "Steering Committee Members-Elect" and shall work closely with the existing Steering Committee to effectively transition responsibilities and working knowledge through the remainder of the current term.

The Steering Committee shall be responsible for its duties for a term beginning on July 1 and ending on June 30.

Special elections to fill vacancies shall be announced one month prior to the meeting at which the election shall be held, as well as via email and the NSAS website. Applications and voting in a special election shall in all other respects follow the same procedure as standard Steering Committee elections.

ARTICLE IX: ENACTMENT, AMENDMENTS AND REVISIONS

These bylaws may be amended by a two-thirds majority of voting members present at any properly scheduled and publicized NSAS meeting, provided that the proposed amendment has been made available to the membership via email at least one week prior.

The bylaws shall be reviewed every three (3) years for possible revision, beginning in 2014.

AMENDMENT RECORD

January 10, 2012: These bylaws were approved by unanimous vote by the general membership of the NSAS at its general business meeting January 10, 2012.

June 16, 2014: These bylaws were amended by unanimous vote at the NSAS business meeting as follows:

Article III: MEMBERSHIP

2. Have children who have graduated from the Norwell Public Schools ~~within the last two years~~, or
- 4 Are alumni who have graduated from Norwell High School ~~within the last two years~~.

July 7, 2015: Proposed changes to these bylaws were recommended for incorporation. Final draft to be reviewed, edited and voted at the first regular meeting of 2015-2016.

Corrected missing headers:

ARTICLE V: COMMITTEES

ARTICLE VIII: ELECTIONS

In ARTICLE IV, revised term length for all offices to 2 years, and revised term limits to two consecutive terms in any single officer position.

In ARTICLE V, renamed Fundraising Committee to PlayBill Committee and clarified description.

In ARTICLE V, renamed Advocacy Committee to Public Relations Committee and clarified description.

In ARTICLE V, added Scholarships and Awards Committee. In ARTICLE V, recast Volunteering Committee to Event-Specific Committees and clarified description.

In ARTICLE VIII, added the "Board Member-Elect" designation to facilitate effective transition of responsibilities to newly elected members.

June 2018: Proposed changes to these bylaws to facilitate the shift to a steering committee form of governance and to describe the steering committee's responsibilities as a group and the responsibilities of individual members of the steering committee.

THROUGHOUT, replaced references to the "Executive Board" with the "Steering Committee."

THROUGHOUT, renamed all committees as "subcommittees" in order to differentiate from the Steering Committee.

In ARTICLE IV, merged all individual positions except Treasurer into a single Steering Committee and added the position of Steering Committee Chair.

In ARTICLE IV, revised term length for Steering Committee to 1 year and eliminated term limits.

In ARTICLE IV, described the responsibilities of the Steering Committee, the Steering Committee Chair and the Treasurer.

In ARTICLE V, removed the Public Relations Committee.

In ARTICLE VI, revised meeting requirements from "monthly" to "regularly."

In ARTICLE VIII, revised election requirements to reflect the shift from individual positions to a single Steering Committee and described the process for a secret ballot for electing a Steering Committee in the event of having more than five applicants for membership on the Steering Committee.