

The South Florida Winter Guard Association

Bylaws

Revised October 2009

Article 1. Name

The name of the organization shall be "The South Florida Winter Guard Association Incorporated," a Florida Non-Profit Corporation.

Article 2. Purpose

The purpose of the organization is to promote indoor visual ensembles, thereby perpetuating the pageantry and overall effectiveness of the member units.

Article 3: Membership

- A. The SFWGA offers membership to groups seeking to perform in Color Guard and Percussion competitions, under the competitive rules of Winter Guard International.
- B. Classes of Membership
 - (i) Scholastic Unit (voting, annual dues)
 - (ii) Independent Unit (voting, annual dues)
 - (iii) Honorary Membership (non-voting, no annual dues)

Article 4: Governing Body

- A. Directors/Officers: Directors are listed with the State as the individuals responsible for the actions of the organization. They have Board and Association voting rights and are elected by vote of the General Membership with the implicit directive that they serve in the following Offices:
 - (i) President
 - (ii) 1st Vice-President
 - (iii) 2nd Vice-President
 - (iv) 3rd Vice-President
 - (v) Secretary
 - (vi) Treasurer
- B. Executive Board: The Executive Board members are elected by vote of the General Membership and have Board and Association voting rights. The County and Percussion Representatives must have a direct affiliation with the constituency group that they represent.
 - (i) Broward County Representative
 - (ii) Dade County Representative
 - (iii) Palm Beach County Representative
 - (iv) Scholastic Color Guard Representative
 - (v) Independent Color Guard Representative
 - (vi) Scholastic Percussion Representative
 - (vii) Independent Percussion Representative
- C. Advisory Board: The Advisory Board members are appointed by the Directors and Executive Board and have Board and Association voting rights.
 - (i) Contest Director
 - (ii) Public Relations Director
 - (iii) Judging Coordinator
 - (iv) Ethics Committee Chairperson (if applicable)

- D. All Board Members must be at least 21 years of age prior to the date of their election.
- E. A nominee must be present at the meeting during which elections are held to either accept or decline the nomination, or have submitted a letter of intent to the President prior to the meeting date accepting or declining the nomination.
- F. A Board Member who is absent three (3) consecutive meetings of the Board or the General Membership may be removed from office. The President may appoint a replacement, or reassign the duties of the vacant office to the remaining Board Members.
- G. Should a Board Position be unfilled at the May Meeting, the President may appoint the position or reassign the duties of the vacant position to the remaining Board members.
- H. In the event of death, resignation, or incapacity in the office of the Presidency, the 1st Vice President shall assume the office of the President.
- I. In the event of death, resignation, or incapacity in any other office, the President shall assign said duties to the remaining board members.
- J. Elections of Directors and Executive Board positions shall be held at the May General Membership meeting.
 - (i) Each member unit is allocated one vote. Only the Primary Representative listed on the Membership Form may vote on behalf of the member unit. If the Primary Representative is unable to attend the meeting, a proxy may be designated by notifying the SFWGA Secretary in writing of the name of the individual casting vote on behalf of the member unit.
 - (ii) A simple majority vote of those eligible to vote on such matters in attendance at the meeting is required to elect a Director or Executive Board Member.
 - (iii) Elected Board Members assume office immediately.
- K. Advisory Board Members are appointed by the Directors and Executive Board.
- L. The term of office for all Board positions is one year. There is no maximum on the number of consecutive terms an incumbent may be re-elected.
- M. A Director or Executive Board member may be removed from office by majority vote of all Registered Representatives, present and not present, at a General Membership meeting that has been called expressly for that purpose.
- N. An Advisory Board Member may be removed from office by act of the President or by simple majority vote of the Board Members present at a meeting called expressly for that purpose.

Article 5: Meetings

- A. There are 3 essential and mandatory general meetings for the association. The 3 meetings are:
 - (i) Bylaws, Policy and Procedure Membership (September/October)
 - (ii) Preseason Meeting (November/December)
 - (iii) Post-Season Election Meeting (by May 31)
- B. Additional membership meetings may be held at the discretion of the Board.
- D. There is a two-hour maximum time limit on all meetings.
- E. Notification of any General Membership meeting at which changes to Bylaws, changes to Policy and Procedure, or elections are scheduled to occur, must be sent in writing no less than 10 calendar days prior to the meeting. The notification must state the date, time, and location of the meeting, and the purpose(s) of the meeting. These requirements will be considered met when the material is delivered

to the US Post Office 10 days or more prior to the meeting date, addressed to the Representative name and address on record.

- F. Board Meetings shall be held at the discretion of the President and their staff throughout the season or off season. Decisions made at Board Meetings require a simple majority (50% + 1 of the Board Members present at the meeting) in favor of the action.

Article 6: Revisions and Amendments to Bylaws

- A. Revisions and Amendments to Bylaws may be proposed by the Representative of any SFWGA member unit, the Band Director or Administrative Director of any SFWGA member unit, or by any member of the SFWGA Board of Directors.
- B. Proposals must be in writing and submitted to the President no later than October 1st.
- C. The Membership will be notified of all proposals to amend Bylaws either by mailing copies of the proposals to the registered Representatives, or by posting the proposals on the SFWGA website no less than 10 calendar days prior to the meeting at which a vote on the proposals will be taken.
- D. Proposals to revise or amend Bylaws will be discussed at the September/October General Membership meeting, after which a vote will be taken.
- E. Each member unit is allocated one vote. Only the Primary Representative listed on the Membership Form may vote on behalf of the member unit. If the Primary Representative is unable to attend the meeting, a proxy may be designated by notifying the SFWGA Secretary in writing of the name of the individual casting vote on behalf of the member unit.
- F. A simple majority vote of those eligible to vote on such matters in attendance at the meeting is required to pass a proposal.
- G. Bylaws revisions and amendments enacted at the September/October General Membership meeting shall become effective immediately.