

ADOPTED BY NCSA MARCH 18, 2006

**NORTH CAROLINA SUZUKI ASSOCIATION**

**CONSTITUTION**

Article I-Name. The name of this organization shall be North Carolina Suzuki Association, hereinafter designated as NCSA or as the Association.

Article II-Purpose:

**The specific purpose for which this corporation is organized is:**

**North Carolina Suzuki Association, in cooperation and collaboration with the Suzuki Association of the Americas, promotes and supports excellence in Suzuki education for teachers, parents and students in the Americas.**

**North Carolina Suzuki Association furthers the philosophical and educational ideals of Shinichi Suzuki, to promote study and research for the advancement of education. The purpose of the SAA is to encourage the growth of understanding of Dr. Suzuki's ideas within its membership and to stimulate an interest in his ideas in the general public.**

**The vision of North Carolina Suzuki Association is to further the education of all children in the Americas in all subject areas by using Dr. Suzuki's educational philosophy.**

Article III-Membership

Section 1. The Executive Board may establish classes of membership and dues (or exemptions from dues) for each class, in its sole discretion.

Section 2. Membership classifications in the Association are Active, Associate, and Honorary.

Article IV-Officers

Section 1. Officers of this association shall be: President, Recording-Corresponding Secretary, and Treasurer.

Section 2. Procedures for the election of officers are specified in the Bylaws of the Association.

**Article V. Board of Directors**

**Section 5.1 Directors**

**The Corporation shall be governed by a Board of Directors**

Article VI-Executive Board. The Executive Board shall consist of the current elected officers and shall meet at the discretion of the president and/or board members.

Article VII-Meetings.

Section 1. The Annual Membership Meeting shall be held each year at a place and time determined by the Executive Board.

Section 2. An annual meeting is usually held in the early spring in conjunction with the state-wide play-in or the teacher retreat.

Section 3. Other meetings may be held as necessary at such time and place as decided upon by the officers of the Association, guided by the wishes of the membership.

Section 4. A minimum of sixty days notice for each meeting must be given to the Association.

Article VII-Amendments. This constitution may be amended at any business meeting of the Association by a two-thirds vote of the Active members present and voting, the proposed amendments having been submitted to the members at least sixty days prior to the voting. Voting may occur at the annual meeting and/or by mail-in ballot.

Article VIII-Dissolution. Upon the dissolution of the corporation, assets shall be distributed to the Suzuki Association of the Americas or the International Suzuki Association for exempt purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding section of any future federal tax code, or shall be disposed of by the Court of Common Pleas, of the county in which the principle office of the corporation is then located, exclusively for such purposes.

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NORTH CAROLINA SUZUKI ASSOCIATION

**BYLAWS FIRST AMENDED AND RESTATED**

Article 1. Organization.

**Section 1.1 The name of this organization shall be North Carolina Suzuki Association, hereinafter designated as NCSA or as the Association.**

**Article 2. The Purpose of the Organization.**

**The specific purpose for which this corporation is organized is:**

**North Carolina Suzuki Association, in cooperation and collaboration with the Suzuki Association of the Americas, promotes and supports excellence in Suzuki education for teachers, parents and students in the Americas.**

**North Carolina Suzuki Association furthers the philosophical and educational ideals of Shinichi Suzuki, to promote study and research for the advancement of education. The purpose of the SAA is to encourage the growth of understanding of Dr. Suzuki’s ideas within its membership and to stimulate an interest in his ideas in the general public.**

**The vision of North Carolina Suzuki Association is to further the education of all children in the Americas in all subject areas by using Dr. Suzuki’s educational philosophy.**

Article 3. Membership

**Section 3.1. Membership in the Corporation shall be open to all who are interested in the purposes of the Corporation as set forth in the Articles of Incorporation. The Board of Directors may establish classes of membership and dues (or exemptions from dues) for each class, in its sole discretion.**

Section 3.2. Classes of Membership

a.. Active membership is open to teachers of all Suzuki instruments. All teacher members must be active members of the Suzuki Association of the Americas (SAA).

b. Associate membership is open to the parents of Suzuki music students or other interested parties. Associate members shall not have the right to vote.

c. Honorary membership may be awarded by majority vote of the Association to persons who have been outstanding in their contribution to the profession of Suzuki music teaching.

Article 4. Membership Meetings

Section 4.1 Annual Membership Meeting

The annual membership meeting shall be held each year at a place and time determined by the Board of Directors

Section 4.2. Membership Year.

The membership year is January through December. All dues are due as of the first of the year and are considered delinquent if not paid by the annual spring meeting.

Section 4.3 Quorum. . A simple majority of the active voting members present at a regularly scheduled meeting shall constitute a quorum of the Association for the transaction of business. Non-attending members may designate a proxy vote to an attending member. Proxy vote forms will be made available in advance or upon request to the Secretary.

Section 4.4. Robert’s Rules of Order (Revised) shall govern this Association in all cases to which its regulations are applicable and in which they are not inconsistent with this Constitution and Bylaws.

**Article 5. Board of Directors**

**Section 5.1 Directors**

**The Corporation shall be governed by a Board of Directors**

Article 6. Officers.

6.1. Officers shall be President, Secretary, and Treasurer.

6.2. Duties of the Officers.

- a. The President shall preside at all meetings of the Association, call and preside at meetings of the Executive Board, appoint all standing committees, appoint all special committees as needed, be an ex-officio member of all committees, and perform all other duties implied by the office .
- b. The Secretary shall keep a record of all meetings of the Association and the Executive Board, see that the minutes are properly preserved, conduct the correspondence of the Association, provide the membership with news of the organization and notice of meetings through a Newsletter, and perform such other duties as may be assigned by the President and Executive Board.
- c. The Treasurer shall receive annual dues, be responsible for the payment of all bills authorized by the Executive Board, keep an itemized account of all receipts and disbursements, present a financial report to the President and Executive Board upon request, and submit all records to an auditor selected by the Executive Board when so requested.

Section 6.3. Election of Officers

- a.. The president will appoint a Nominating Chairperson by January of each odd-numbered year. This chairperson may choose to select a committee for assistance in nominating NCSA officers.
- b. At the annual meeting, the Nominating Chairperson shall present the names of candidates for each of the elective offices at the Annual meeting. Additional nominations may be made from the floor. Members qualified to vote shall cast ballots for one of the candidates named to each office. Candidates receiving the largest number of votes will be declared elected for a term of two years.
- c. Officers shall be elected biannually and installed at the Annual Meeting of the Association and shall assume office immediately.
- d. The previous board and the new board shall meet as soon as possible after the election of new officers to discuss goals and activities of the previous board, and any other business of the Association, to allow for a smooth transition in the leadership of NCSA.

Article 7. Amendments.

Section 7.1. These Bylaws may be amended at any business meeting of the Association by a two-thirds vote of the active members present and voting, the proposed amendment having been submitted to the members at least sixty days prior to the voting.

Section 7.2. Upon the recommendation of the NCSA Board, this Constitution and Bylaws may be amended by a mail ballot. Approval by a two-thirds vote shall constitute amendment. The ballot and proposed amendments must be submitted to the members of NCSA at least sixty days in advance of the required return date. The date for return of the completed ballots must be clearly stated on the ballot.

Article 8. Fiscal Year.

The fiscal year shall coincide with the membership year, beginning January 1 and ending December 31.

**Article 8.1. Dissolution of Assets.**

**Upon the dissolution of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to the Suzuki Association of the Americas within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986 or corresponding section of any future federal tax code, or shall be disposed of by the Court of Common Pleas, of the county in which the principle office of the corporation is then located, exclusively for such purposes.**

**Addendum to Articles of Incorporation in the State of North Carolina**

**Article 9. No substantial part of the activities of this corporation shall consist of carrying on propoganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501 (h) of the Internal Revenue Code), and this corporation 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.**

**Article 10. Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.**