

BYLAWS

ARTICLE I - NAME, PRINCIPAL OFFICE, OFFICE, REGISTERED OFFICE AND REGISTERED AGENT

- Section 1. The name of this corporation shall be the Symphony League of Beaumont, Inc. (“the League”)
- Section 2. The corporation shall comply with the requirements of the Texas Non-Profit Corporation Act (the “Act”) and maintain a registered office and registered agent in Texas. The registered office may, but need not, be identified with the corporation’s principal office in Texas. The Board of Directors may change the principal office and the registered office and the registered agent as provided in the Act.

ARTICLE II - PURPOSE

The purpose of the League shall be to support and promote the growth of the Symphony of Southeast Texas, Inc. and to foster and encourage musical education, participation and appreciation of the membership and the public.

ARTICLE III - MEMBERSHIP

The Membership of the League shall consist of four categories: Active, Supporting, Special Senior, and Life. Active Members shall be eligible for Supporting Membership after five years of Active Membership. Membership shall be open to any person interested in the support and promotion of the Symphony of Southeast Texas, Inc.

ARTICLE IV - OFFICERS, DIRECTORS AND EXECUTIVE COMMITTEE

- Section 1. Officers: The Officers of the League shall be a President, President-Elect, Immediate Past President, First Vice-President, Second Vice-President, Third Vice-President for the Debutante Program, Third Vice-President for Fundraising Projects, Third Vice-President for Ways and Means, Fourth Vice-President, Fifth Vice-President, Sixth Vice-President, Seventh Vice-President, Recording Secretary, Corresponding Secretary, League Treasurer, League Treasurer-Elect and Parliamentarian. The officers shall be elected by the members at the annual meeting.
- Section 2. Board of Directors: The Board of Directors shall consist of the Officers, and the Committee Chairs. All members of the Board of Directors shall be members of the League. The Executive Director of the Symphony of Southeast Texas, Inc. shall be an ex-officio member without voting power.
- Section 3. Executive Committee: The Executive Committee shall be composed of the Officers. The Executive Committee shall have the powers of the Board of Directors between meetings of the Board. The Executive Committee shall fill all vacancies in Board membership and in offices.

Section 4. Term: The Officers and members of the Board of Directors shall serve one year terms, unless asked by the Nominating Committee to serve another term. They shall assume their duties at the Annual Meeting of the members.

ARTICLE V - NOMINATIONS AND ELECTIONS

Section 1. Nominating Committee: The Nominating Committee shall consist of seven members. The members shall be the President, President-Elect, the Immediate Past President, two members of the Board of Directors, and two members of the League not serving on the Board of Directors. The Past President shall be the Chair of the Committee. The members of the Nominating Committee other than the President, President-Elect and Immediate Past President shall be elected by the members at the annual meeting. A vacancy on the Nominating Committee shall be filled by the Chair. If the vacant position is that of Chair, the Executive Committee shall select a new Chair from the members of the Board of Directors.

Section 2. Nominations: The Nominating Committee shall present a proposed slate of nominees for election by the members at the annual meeting. The slate to be proposed by the Nominating Committee shall consist of nominees for the following positions: all officers, the Chair, Chair-elect and Chair elect-elect of the Debutante Program, the Chair and Chair-elect and Chair elect-elect of the Symphony Ball Program and members of the Nominating Committee other than the Immediate Past President and President-Elect and all board positions. Prior to the Annual Meeting, the Nominating Committee shall present the proposed slate to the Board of Directors for approval.

Section 3. Vacancies: A vacancy in the Board of Directors shall be filled by the Executive Committee.

Section 4: Resignations: A member wishing to resign from the Board of Directors shall notify the President immediately in writing. This notification shall outline the effective date of the resignation (which shall be no less than 30 days) and a brief explanation of the reason for resigning. The President will immediately notify the Executive Committee who shall convene as per guidelines in Article IX (within 30 days) for formal acceptance of the resignation. Resignation and acceptance shall be recorded in the League minutes. By unanimous vote, it is the Executive Committee's sole discretion as to whether the member is leaving in good standing and if they shall be considered for future Board positions.

ARTICLE VI - DUTIES OF OFFICERS

Section 1. President: The President shall preside at all meetings of the League and shall be an ex-officio member of all committees except the Nominating Committee. The President shall represent the League on the Board of the Symphony of Southeast Texas, Inc. In the absence of the President, the duties of that office shall be performed by the President-Elect followed by the Vice-Presidents in order.

Section 2. President-Elect: The President-Elect shall assist the President. This officer shall sit on the Board of the Symphony of Southeast Texas, Inc.

Section 3. First Vice-President: The First Vice-President shall coordinate all League activities pertaining to membership.

Section 4. Second Vice-President: The Second Vice-President shall coordinate all League activities pertaining to the Symphony of Southeast Texas, Inc. This officer shall serve on the Board of The Symphony of Southeast Texas, Inc.

Section 5. Third Vice-Presidents

- A. The Third Vice-President for the Debutante Program shall serve as Chair of the Debutante Selection Committee and shall supervise the Debutante Committee Chair. The Debutante Chair shall supervise the Debutante Tea Chair and the chair of any other Debutante event for that program year.
- B. The Third Vice-President for Fundraising Projects shall supervise the Symphony Ball Committee Chair, Grant Writing, and the Fall Fundraising Chair.
- C. The Third-Vice President for Ways and Means shall serve as Chair of the Ways and Means Committee and shall supervise the Ways and Means Committee in evaluation of fundraising activities and shall conduct a Ways and Means Committee meeting following each fundraising activity to review the effectiveness of the fundraising activity. This officer shall also supervise the Long-Range Planning Committee Chair and shall be a member of the Budget Committee.

Section 6. Fourth Vice-President: The Fourth Vice-President shall coordinate all League activities pertaining to education.

Section 7. Fifth Vice-President: The Fifth Vice-President shall coordinate all League activities pertaining to public relations.

Section 8. Sixth Vice-President: The Sixth Vice-President shall coordinate all League activities pertaining to youth to include Symphony Belles, Symphony Beaus, Symphony Flower Belles and Youth Guild.

Section 9. Seventh Vice-President: The Seventh Vice-President shall coordinate updating, proofreading, and the maintenance of League documents and records, including corporate documents, contracts, insurance policies, and shall oversee Properties.

Section 10. League Treasurer: The League Treasurer shall serve as Symphony Ball and Debutante Ball Treasurer and be responsible for all funds of the League, including fundraising accounts. She is responsible for making all League deposits, paying all League bills and facilitating all League check requests. She shall be responsible for preparing a budget for the Symphony Ball and Debutante Ball, keeping an accurate account of expenditures and revenues for the Balls, and rendering or seeing that a monthly statement of revenues and expenditures for the Balls is rendered. This officer shall see that an accurate account of monies is received and expended and oversees the rendering of a financial statement via

the accountant in accordance with the prescribed League format. This is to be reviewed at each Board of Directors meeting. The Treasurer shall work with any accountant that the League has hired and timely file all tax returns.

Section 11. League Treasurer-Elect: The League Treasurer-Elect shall assist the Treasurer. This officer shall perform other duties as requested by the League Treasurer or the President.

Section 12. Recording Secretary: The Recording Secretary shall keep a record of all proceedings of the Board of Directors, the Executive Committee, and the League.

Section 13. Corresponding Secretary: The Corresponding Secretary shall send notices of all Board meetings to the Board Members and handle correspondence.

Section 14. The Parliamentarian serves as the Bylaws Chair and shall be responsible for keeping the current version of the Bylaws and assist the President in interpreting and applying the Bylaws as requested. The Parliamentarian will Chair the Revision Committee if and when delegated by the President under Article VII and will recommend changes to the Board of Directors for approval. All recommended changes will be in red. Deletions will be marked with a strike-through and additions or edits will be marked with open and ended brackets and in bold. Upon approval, all font will be returned to black, and all strike-throughs and brackets removed. If a portion of the changes are not approved, the original text will be restored. The Parliamentarian is responsible for ensuring approved Bylaws are shared with the Directory Chair for publication.

ARTICLE VII - COMMITTEES

Section 1. The Board of Directors may create such standing committees as deemed necessary.

Section 2. The President with approval of the Executive Committee may create one or more committees delegating specified authority to the committee, and appointing a committee chair. A committee may include members who are not members of the Board of Directors. No committee shall have the authority to take any action outside the scope of authority delegated to it by the President.

Section 3. The President-Elect, with assistance of the Nominating Committee, shall select the chairs of all Committees for the year of her presidency except as otherwise provided by these Bylaws or by the Policies.

ARTICLE VIII – FINANCES

Section 1. Dues: The Board of Directors shall set and may change the annual dues and deadline for payment by setting or amending policy.

Section 2. Fiscal Year. The Fiscal Year shall begin June 1, and end May 31.

Section 3. Budget Committee: The Budget Committee, composed of the League Treasurer, who shall be the Chair, the President, the President-Elect, the League Treasurer-Elect, the Third

Vice-President for Ways and Means, the Third Vice-President for the Debutante Program and the Third Vice-President for Fundraising Projects, and one member from the general membership who shall be appointed by the President, shall submit a proposed budget to the Board of Directors for the ensuing year. In turn, this budget as proposed and approved by the Board of Directors shall then be presented to the general membership at the annual meeting.

Section 4. Auditing Committee: The President shall appoint an Auditing Committee chaired by the League Treasurer, one member from the current Board of Directors and one member from the general membership. The President, President-Elect and Treasurer-Elect shall be ex-officio members of the Committee. The Auditing Committee shall perform a detailed review of the books and supporting documentation by October 1st of each year. The Auditing Committee shall present a formal written report of the results of their review to the Board. An accounting firm may be retained for consultation throughout the year.

Section 5. Expenses over Budget: Any expenses over \$500.00 not provided for in the budget or otherwise authorized in these Bylaws or in the Policies requires the approval of a majority of the Board of Directors.

Section 6. Reserve Fund: In addition to all other amounts held as restricted or reserved funds, the League shall maintain a reserve fund equal to one year's operating expenses. Operating expenses do not include amounts budgeted for contributions to the Symphony of Southeast Texas, Inc.

Section 7. Accounts: All checks exceeding \$500.00 written on any League account, including fundraising accounts require two signatures and shall be co-signed by the President, the League Treasurer, the League Treasurer-Elect or the President-Elect. The President, the President-Elect, the League Treasurer, and the League Treasurer-Elect shall be listed on the signature cards of all accounts. Bank statements and reconciliation will be reviewed by Treasurer-Elect and check register will be included as part of the monthly financial report. The Treasurer will provide copies of the current bank statement at each Board meeting. In addition, the President, President-Elect and each Treasurer shall have access to be able to view the bank statement online at any time.

ARTICLE IX - MEETINGS

Section 1. General Membership Meetings:

- A. General Membership meetings are to be set by the President.
- B. Annual May Meeting: An annual meeting of the general membership shall be in the May of each year to elect officers and adopt a budget. The new Board of Directors shall take office at this time.
- C. Quorum: A quorum for the general membership meetings shall be fifteen members.

Section 2. Board of Directors Meetings:

- A. There shall be at least four regular meetings of the Board of Directors annually. The President may call special meetings of the Board of Directors and must call a special meeting at the written request of five members of the Board of Directors.
- B. Quorum: Ten Board of Directors shall constitute a quorum.

Section 3. Executive Committee:

- A. The Executive Committee shall meet at its discretion.
- B. Quorum: A majority of the Executive Committee members present shall constitute a quorum.

Section 4. For all committees, excluding the Executive Committee, those members attending a duly called committee meeting with at least two members present, shall constitute a quorum.

Section 5. Rules of Procedures: Robert's Rules of Order (Newly Revised), shall govern this organization where they are applicable and consistent with the Bylaws.

Section 6. The members attending a duly called or held meeting at which a quorum is present may continue to transact business even if enough members leave the meeting so that less than a quorum remains; however, no action may be taken without the vote of at least a majority of the number of members required to constitute a quorum.

Section 7. A member of the Board of Directors or of any committee may attend and participate in a meeting by telephone or by other electronic means by which the member can be heard and can hear others present at such meeting. A member so attending and participating shall be counted as present in person for purposes of determining the presence of a quorum and for voting.

Section 8. The Board of Directors and any Committee may hold a meeting by telephone, conference call, or other electronic means in which all persons participating in the meeting can hear each other. Participation of a person in a conference call meeting constitutes presence of that person at the meeting for purposes of quorum. The notice of a meeting to be held by telephone conference or electronic means must state the fact that the meeting will be held by telephone conference or electronic means as well as all other matters required to be included in the notice. If during a meeting held by electronic means a vote is necessary, the individual chairing the meeting shall ask for a motion and second before calling for the vote, and shall set a start and end date to a vote. The votes cast shall be to "reply all" and the Chair of the meeting will make every effort to reach out to those who a vote is required. For a quorum, refer to Section 4 above. Any actions taken at a meeting held by telephone conference call or other electronic means shall be ratified at the next regularly scheduled meeting of the Board of Directors, or of the given committee, unless a unanimous written consent is signed.

Section 9. Any decision required or permitted to be made at a meeting of the Board of Directors or any Committee may be made without a meeting, if a written consent to the decision is

signed by all of the persons entitled to vote on the matter. The original signed consents shall be placed in the Symphony League's Minute Book and kept with the Symphony League's records.

Section 10. Attendance at a meeting shall constitute waiver of notice of the meeting unless the person attends for the express purpose of objecting to the transaction of any business because notice of the meeting was not properly given or the meeting was not properly called.

ARTICLE IX - AMENDMENT OF BYLAWS

The Bylaws may be amended and new Bylaws may be adopted by a majority of those present and voting at any General Membership Meeting or by a majority of the Board of Directors present and voting at a regular or duly called meeting of the Board of Directors provided notice has been given ten days in advance of such proposed change. This notice shall be given by the President or by the Board of Directors and may include the text of the existing provision proposed to be amended or of the new provision proposed to be added. Alternatively, the notice may include a summary of those provisions. This notice shall be given by mail or electronic means.

POLICIES

I. COMMITTEE MEMBERSHIP:

- A. Every active member is expected to serve on or perform work for two committees, one of which must be a fundraiser.
- B. COMMITTEE CHAIRS: The President-Elect with the assistance of the Nominating Committee shall appoint the chairs of all committees for the year of her presidency, except as otherwise provided in these Policies or in the Bylaws.

II. COMMITTEES:

A. COMMITTEES UNDER FIRST VICE-PRESIDENT:

These committees pertain to membership and are as follows:

- 1. Membership Mixer
- 2. Personnel
- 3. Email Correspondence Chair
- 4. Directory
- 5. May Annual Meeting

B. COMMITTEES UNDER SECOND VICE PRESIDENT:

The Committees pertains to The Symphony of Southeast Texas, Inc. and are as follows:

- 1. Orchestra Hospitality
- 2. SOST Concert Volunteer Coordinator (non-board position)

C. COMMITTEES UNDER THIRD VICE-PRESIDENTS:

The Third Vice-Presidents shall oversee committees relating to fundraising. These Vice-Presidents and the committees they oversee are as follows:

- 1. Third Vice-President, Debutante: These committees pertain to the Debutante program and are as follows:
 - a. Debutante Ball
 - b. Debutante Selection
 - c. Debutante Tea
- 2. Third Vice-President, Fundraising Projects: These committees pertain to the League's fundraising projects and are as follows:
 - a. The Symphony Ball
 - b. Grant Writing
 - c. Fall Fundraiser
 - d. Any additional fundraising event or project
- 3. Third Vice-President, Ways and Means: These committees pertain to Ways and Means and are as follows:
 - a. The Ways and Means Committee shall be chaired by the Third Vice-President and shall include the President, President-Elect, League Treasurer and Treasurer-Elect, the Third Vice-President for the Debutante Program, the Third Vice-President for Fundraising, the Sixth Vice-President for Youth, all fundraising Chairs and fundraising Chairs-Elect, the Long Range Planning Chair, the Debutante Chair(s) and the Belle Chair(s), the Fall Fundraising Chair, the Grant Writing Chair and any chair(s) for any additional fundraising committee. The Ways and Means Committee shall

make recommendations on appropriate fees for any fundraising event and the fees for Debutantes and Escorts to the Board of Directors for their approval.

b. The Long Range (“LRP”) Planning Chair is responsible for evaluating the League’s current programs and fundraisers for viability and sustainability in order to ensure that the League continues to grow membership and generate revenue. The LRP Chair may research programs and fundraisers implemented by other leagues and use them as guidance. The findings of the LRP Chair shall be reported to the Board of Directors no later than the April meeting for the year.

D. COMMITTEES UNDER FOURTH VICE-PRESIDENT:

These committees pertain to education, and are as follows:

1. String Competition
2. Youth Concerts
3. Youth Music Education/Summer Camp

E. COMMITTEES UNDER FIFTH VICE-PRESIDENT:

These committees pertain to public relations, and are as follows:

1. Yearbook
2. Newsletter
3. Publicity, Website, and Social Media Coordinator
4. Neches River Festival (non-board position)

F. COMMITTEES UNDER SIXTH VICE-PRESIDENT:

These committees pertain to youth, and are as follows:

1. Symphony Beaus
2. Symphony Belles
3. Symphony Flower Belles
4. Youth Guild

G. COMMITTEES UNDER SEVENTH VICE-PRESIDENT

These committees pertain to administration, and are as follows:

1. The Notebooks and Job Descriptions Chair is responsible for assisting the incoming President in collecting and compiling information for Board notebook.
2. The Contract Review Chair is responsible for reviewing insurance policies each year to ensure that the League maintains proper coverage and for reviewing and approving any League contracts.
3. The Properties Chair is responsible for inventorying all League property and ensuring it’s proper return if loaned out and that all property is in good working condition.
4. The Proofreading Committee is responsible for proofreading any correspondence that is sent to the public at large, including any forms, notices or invitations.

III. SELECTION PROCEDURES:

A. DEBUTANTES:

1. Selection Committee: The Debutante Selection Committee shall be composed of ten members who shall be the Debutante Chair, the Debutante Chair-Elect, the

President, the President-Elect, the Immediate Past President, the Third Vice-President for the Debutante Program, two Board members, a past Debutante Chair, and one member at large selected by the Debutante Chair. The Third Vice-President for the Debutante Program shall serve as Chair of the Selection Committee. Family members of eligible young women may not serve on the committee.

2. Criteria for Nomination: A young woman is eligible for nomination during her junior year of high school for invitation to participate in the Debutante Program her senior year of high school if the following criteria are met:

a. A member or members of the young woman's family have shown strong personal support of the mission of the League. The term "family" shall generally mean parents, stepparents, grandparents, and legal guardians. Depending on the family situation of a particular nominee, the Debutante Selection Committee, at their discretion, may consider the term "family" to include other relatives of the nominee;

b. The family member has been an Active League member in good standing for a minimum of three years prior to the nomination, has served on or worked for two committees per year (one of which is a fundraiser) and who pays dues in a timely manner. The family member must remain an Active member the year the young woman is nominated to the Debutante Program and the year of her presentation. If for any reason, a family member is not in good standing for any of the required years, their nomination can still be considered if missing obligations are fulfilled as determined by the Debutante Selection Committee. Under these circumstances, the invitation to participate in the Debutante Program will be conditioned on the family member completing the missed obligations and paying any delinquent membership dues by a time period determined by the Debutante Selection Committee.

c. In order for a young woman to be considered for the Debutante Program, she shall be a member in good standing with the Symphony League Youth Guild beginning her eighth grade year of school. If invited to be a part of the Debutante Program, she shall remain a Youth Guild member the year of her nomination, and the year of her presentation, absent extenuating circumstances. A Youth Guild member in good standing shall perform a minimum of two service jobs per year. Service jobs are League activities that the Youth Guild Chair determines as appropriate. If for any reason, a young woman is not a member in good standing for any of the years prior to her nomination, she will still be considered if she fulfills missing obligations as determined by the Debutante Selection Committee.

3. Nomination procedure: In order to properly nominate a young woman to participate in the Debutante Program, the nomination must be on the approved Debutante Nomination Form and submitted by the designated deadline. Mothers are expected to nominate their own daughters, but nominations may also be submitted by friends and family members.

4. Debutante Selection Procedure and Record of Service Criteria:

- a. The Debutante Selection Committee shall review the nomination forms, the family's record of service and, select the young women to be invited to participate in the Debutante Program. Selection is based on the criteria listed in this Article III(A)(2).
 - b. Nominees who do not meet the minimum criteria for nomination shall not be considered, absent extenuating circumstances as determined by the Debutante Selection Committee.
 - c. The number of nominees invited shall be at the discretion of the Debutante Selection Committee.
 - d. The Debutante Selection Committee shall attempt to act by unanimous consent, but the majority vote shall control.
 - e. Selection shall be based on the nominee's family's commitment to the League's mission and not on the young woman's social or academic endeavors. However, the duration of her membership in the Youth Guild and her participation in Youth Guild programs will be considered.
 - f. The family's commitment shall be evaluated based on the duration and extent of their personal service to and/or personal financial support of the League and its programs.
 - g. The family's direct financial support and/or direct service to the Symphony of Southeast Texas shall also be evaluated and considered.
 - h. It is the family's responsibility to maintain an accurate Record of Service. This service record shall include all service and financial support of the League and any financial support and service to the Symphony of Southeast Texas. This Record of Service shall be submitted in such form, manner and time frame as requested by the Third Vice-President for the Debutante Program or the Debutante Chair. The Record of Service will be used to verify nomination criteria, table placement, and Jewel Ball consideration. Submitting a Record of Service is a requirement to be considered for the Debutante Program.
 - i. Debutante Ball table placement shall be determined by the President, President-Elect, and Debutante Chair, upon reviewing the Record of Service. Family members with Debutantes participating shall not decide table placement. When a conflict exists, the following shall be asked until three members remain: Third Vice-President of the Debutante Program, Immediate Past President, Third Vice-President of Fundraising. All table placement decisions are final. If a Debutante and her Escort are only getting one table, the Debutante may choose whether to use her own Record of Service or that of her Escort, but it shall be the Debutante's responsibility to submit the Record of Service. The Record of Service for the Debutante must still be provided for nomination criteria and Jewel Ball consideration.
5. Debutante Fee:
- a. The fee to participate in the Debutante Program shall be determined by the Board of Directors upon recommendation of the Ways and Means Committee. This fee shall be paid by the deadline set by the Debutante Selection Committee. The Debutante's family will be informed of the fee by letter.

b. Debutante Fees shall not be refunded. If there is an extenuating circumstance, the Debutante Chair should request an appearance before the Ways and Means Committee. If the Ways and Means Committee concurs, the request will be presented to the Executive Committee, who shall have final authority.

c. The Debutante Fee may be raised only after the recommendation of The Ways and Means Committee and approval of the Board of Directors.

6. Debutante Escort:

a. After a young woman has been invited to be a Debutante, she is responsible for inviting a young man to be her Escort. The Escort should be a senior in high school during the year in which the Debutante is presented.

b. A fee will be assessed to the Escort family as determined by the Board of Directors upon recommendation of the Ways and Means Committee. The Escort's family will be informed of the fee by letter. Payment of the Escort fee is the responsibility of the Escort's family.

B. NECHES RIVER FESTIVAL PRINCESSES:

1. The Neches River Princesses shall be selected in the summer preceding the Festival by a committee composed of the League President, President-Elect, the President of The Symphony of Southeast Texas, Inc., the Debutante Chairs for the previous two years, and two members at large selected by the Neches River Selection Committee Chair. Mothers of eligible daughters shall not serve on the Neches River Festival princess selection committee.

2. The number of princesses shall be determined by the committee. Consideration shall be given to the following:

a. Daughters of current and past Presidents of the League or of The Symphony of Southeast Texas, Inc.

b. Daughters of current and past Executive Officers of the League or of The Symphony of Southeast Texas, Inc.

c. Daughters of current and past members of the Board of Directors of the League or of The Symphony of Southeast Texas, Inc.

d. Daughters of members of the League.

e. Young women whose family members (preferably a parent or step-parent) are members in good standing of the League for the year the young woman is a princess and who have shown strong support of the League or The Symphony of Southeast Texas, Inc. in the following areas:

i. The League

ii. League Fundraising

iii. Regular Season Ticket Subscription

iv. The Symphony of Southeast Texas, Inc.

v. The Symphony of Southeast Texas, Inc. Board

3. The Neches River Festival Princesses will be honored at a party sponsored by the League, where they will be introduced and presented with a gift.

C. JEWEL BALL REPRESENTATIVE:

1. The Jewel Ball representatives who is a college sophomore, will be chosen by the President-Elect and be solely based on Debutante points. The

Debutante with the most points as, calculated prior to her Debutante Ball, shall be asked first and if that Debutante declines, then, the next highest point Debutante shall be asked. The President-Elect will continue to ask each Debutante based on the number of points until a Debutante agrees to attend. If no Debutante is interested in being a Jewel Ball representative, the President, President-Elect, and Immediate Past President shall select a representative using the criteria below. Mothers of eligible daughters shall not serve on the Selection Committee. Selection will be approved by the Executive Committee.

2. If no sophomore college student who was a Debutante is interested in being a Jewel Ball representative, the President, President-Elect, and Immediate Past President will give consideration to the following
 - a. Young women whose family member (preferably a parent or step-parent) has shown strong support of the League and/or The Symphony of Southeast Texas, Inc. Additionally, that family member must be a member in good standing of the League for the year the young woman is the Jewel Ball representative.
 - b. The family's support in the following areas:
 - i. The League
 - ii. League Fundraising
 - iii. Regular Season Ticket Subscription
 - iv. The Symphony of Southeast Texas, Inc.
 - v. The Symphony of Southeast Texas, Inc. Board.

3. All fees and costs associated with participation in the Jewel Ball shall be borne by the representative's family(ies.)

D. OTHER OUT-OF-TOWN EVENTS: The Jewel Ball policies shall apply to any other out-of-town event in which the League is invited to participate.

F. BEAU PROGRAM: The Beau Program is a fundraising opportunity to introduce eighth grade boys to the League, The Symphony of Southeast Texas, Inc., and their educational programs.

1. The Beau Program is open to any interested eighth grade boys whose family member is a member of the League or joins the League the year of her son's participation.
2. Beau Fee: The Beau Fee is determined by the Board of Directors upon the recommendation of the Ways and Means Committee. The information letter sent to the young men selected shall state that a fee shall be paid to the Symphony League of Beaumont by the date set by the Beau Chair. Beau fees will not be refunded-
3. Beaus are encouraged to join the Youth Guild.

E. BELLES PROGRAM: The Belle Program is a fundraising opportunity to introduce eighth grade girls to the League, The Symphony of Southeast Texas, Inc., and their educational programs.

1. The Belle Program is open to any interested eighth grade girl whose family member is a member of the League or joins the League the year of her daughter's participation.

2. Belle Fee: The Belle Fee is determined by the Board of Directors upon the recommendation of the Ways and Means Committee. The information letter sent to the young women selected shall state that a fee shall be paid to the Symphony League of Beaumont by the date set by the Belle Chair. Belle Fees will not be refunded.
 3. Belles are required to join the Youth Guild.
- G. FLOWER BELLE PROGRAM: The Flower Belle Program is a fundraising opportunity to introduce young ladies from kindergarten through fourth grade to the League, The Symphony of Southeast Texas, Inc., and their educational programs.
1. The Flower Belle Program is open to any interested young lady in kindergarten through fourth grade whose family member is a member of the League or joins the League the year of her daughter's participation.
 2. The Flower Belle Fee: The Flower Belle fee shall be set by the Ways and Means Committee and shall be approved by the Board of Directors. The fee shall be based on the cost of services provided and shall be paid by the deadline set by the Flower Belle Committee Chair. Flower Belle Fees will not be refunded.
- H. TABLE PLACEMENT FOR SYMPHONY BALL: The Third Vice-President, the Symphony Ball Chair, and Symphony Reservations Chair shall determine table placement for the Symphony Ball. This decision will be based on the table level purchased and the date payment is received with special consideration given to members who are SOST season ticket holders. All table placement decisions are final. Family members of Belles, Beaus, and Flower Belles shall not participate in table placement decisions. If any of the above positions cannot serve, the following shall be asked to serve in their place: 1.) Sixth Vice-President, 2.) President, and 3.) the President Elect.
- I. TECHNICAL CONFERENCES
1. ASOL: One or more delegates may be selected by the Executive Committee. Preference shall be given the following: President and President-Elect.
 2. Other Technical Conferences: As Conferences are announced, the Executive Committee may review and consider sending delegates to the conference.
- J. POLICY ON COMPLIMENTARY TICKETS
1. Complimentary tickets to Symphony Ball are permitted to the following:
 - a. Ball Chair, unless claiming points
 - b. Belle Chair, unless claiming points
 - c. Master of Ceremonies and guest, if not a League member. If a League member is the Master of Ceremonies, they will receive a complimentary ticket, unless claiming points.
 - d. Music Director and guest
 - e. Executive Director and guest
 - f. Beau Chair, unless claiming points
 - g. Flower Belle Chair, unless claiming points
 - h. String Quartet: If a string quartet is performing and the SOST is paying the hiring fee, then 4 complimentary tickets shall be given to the

quartet for seating and meal at the Symphony Ball. These complimentary tickets may only be used by the musicians performing at the Symphony Ball.

2. Complimentary tickets to the Debutante Ball are permitted to the following:
 - a. Debutante Chair, unless claiming points
 - b. Debutante Ball Chair, unless claiming points
 - c. Master of Ceremonies and guest, if not a League member. If a League member is the Master of Ceremonies, they will receive a complimentary ticket, unless claiming points.
 - d. Music Director and guest
 - e. Executive Director and guest
 - f. String Quartet: If a string quartet is performing and the SOST is paying the hiring fee, then 4 complimentary tickets shall be given to the quartet for seating and meal at the Debutante Ball. These complimentary tickets may only be used by the musicians performing at the Debutante Ball.
3. Complimentary tickets to any additional fundraisers are permitted to the following:
 - a. Fundraising chair, unless claiming points
4. No volunteer or worker shall receive a free ticket to the event they are working since the event's purpose is to raise money for the League. This includes Youth Education and the Symphony of Southeast Texas.

IV. DIRECTIVES TO THE BOARD:

- A. Any members of the League attending an official meeting not hosted by the League but as a League representative shall be reimbursed by the League for budgeted expenditures. A per diem allotment shall be allowed for meals and expenses not included in the registration fee. The per diem amount, not to include alcohol, shall be determined by the Executive Committee.
- B. The incoming President and Fundraising Chairs shall select gifts for their predecessors to be presented at the May Annual Meeting on behalf of the League. The cost of each gift will be paid by the League and the amount set by recommendation from the Ways & Means Committee.
- C. Contributions may be made to League programs or to The Symphony of Southeast Texas, Inc. programs in memory of any deceased member, spouse, or child of a member. Further action in honoring a deceased member, spouse, or child of a member may be taken by the President or President-Elect.

V. FINANCES:

- A. Dues: Dues shall be \$40.00 per year for Active Members, \$75.00 per year for Supporting Members, \$20.00 per year for Special Senior Members and \$500.00 for Life Members. They shall be considered delinquent May 31st. The names of members who have not paid dues by May 31st shall not be included in the Directory. All dues paid after May 31st, will be considered dues for the following year.
- B. Special Senior: A Special Senior Member is one who is 65 years of age or older.

- C. Life Members' Dues: All Life Members' dues shall be invested in an interest-bearing account according to recommendations of the Budget Committee. The interest from this account may be used by the League to defray expenses of maintaining Life Memberships. In addition, the Executive Committee may authorize expenditures of no greater than 5% of the principal of the Life Member dues account in any one-year period to defray the expenses of maintaining Life Memberships.
- D. The Treasurer-Elect and President, or her designee, shall review all monthly bank statements.
- E. After the second returned check by the League, the Treasurer will require that individual to pay all dues and charges in cash or by cashier's check at a time designated by the Treasurer. Additionally, the Treasurer shall require that all fees for a returned check be paid by the member and any member owing fees shall not be considered in good standing.
- F. The League should avoid having balances greater than \$75,000.00 in any League checking account. Any amount over \$75,000.00 shall be transferred, at the discretion of the Treasurer, to a League "savings" account by check, signed by two approved signatories.
- G. In the case of an overpayment of dues, the overpayment will be considered a donation, unless otherwise specified by the payee during that fiscal year.
- H. The CPA/Bookkeeper is the only person authorized to send tax-deductible letters to donors on behalf of the League. While thank you letters are encouraged, they shall not include tax-deductible amounts.

VI. PROPERTY:

- A. The League shall not lend or rent any of its properties without obtaining Executive Committee approval. The borrower/renter shall be required to sign a written property agreement specifying: property involved, required date of return, and estimated replacement value. The Properties Chair shall be responsible for any lending or renting of properties. The Properties Chair will keep an integrated compiled inventory.
- B. Each Chair shall submit an inventory to the appropriate Vice-President by March 15th. In turn, each Vice-President shall submit an inventory to the Properties Chair in time for her to present a complete report at the April Board meeting.

VII. DOCUMENT RETENTION POLICY:

This Policy specifies how important documents should be retained, protected, and become eligible for destruction. The Policy also ensures that documents are promptly provided to authorities in the course of legal investigations or lawsuits.

- A. The following types of documents will be retained for the following periods of time. At least one copy of each document will be retained according to the following schedule.
 - 1. Corporate Records
 - a. Articles of Incorporation-Permanent
 - b. IRS Letter of Determination for 501(c)3 status-Permanent
 - c. Bylaws-Permanent

- d. Board Policies-Permanent
- e. Board Meeting Minutes-Permanent
- 2. Financial Records
 - a. Chart of Accounts-Permanent
 - b. Investment Policy-Permanent
 - c. Audits-Permanent
 - d. Financial Statements-Permanent
 - e. General Ledger-Permanent
 - f. check Registers-7-year
 - g. Business Expense Documents-7-year
 - h. Bank Deposit Slips-7-year
 - i. Cancelled Checks (with statements) -7-year
 - j. Invoices-7-year
 - k. Investment Records (Deposits, Earnings, Withdrawals) -7-year
 - l. Property/Asset Inventories-Permanent
 - m. Petty Cash Receipts/Documents-7-year
- 3. Tax Records
 - a. Annual Tax Filing (IRS Form 990)- 7-year
 - b. Filing of Fees Paid to Professionals (IRS Form 1099)-7-year
- 4. Insurance Records
 - a. Property Insurance Policy-Permanent
 - b. Directors & Officers Insurance Policy-Permanent
 - c. General Liability Insurance Policy-Permanent
 - d. Insurance Claims Applications-Permanent
 - e. Insurance Disbursements/Denials-Permanent
 - f. Any Insurance Claim Correspondence - Permanent
- 5. Contracts (Contracts currently in effect should be kept in permanent)
 - a. Insurance Contracts-7-year
 - b. Legal Correspondence-3-years after dispute resolution
 - c. Vendor Contracts-7-year
 - d. Warranties-7-year
- 6. Donation/Donor Records
 - a. Donor Lists-7-year
 - b. Grant Applications-7-year
 - c. Donor Acknowledgements-7-year
- 7. Management Plans & Procedures
 - a. Strategic Plan-Permanent
- B. Documents will be stored in a protected environment for the duration of the retention schedule. Hardcopies of documents will be destroyed by shredding after they have been retained for the duration of the retention schedule. Digital copies will be destroyed. In the event any documents requested and subpoenaed by legally authorized personnel, the Board President will be notified, and legal counsel will be consulted as necessary. No documents will be concealed, altered, or destroyed with the intent to obstruct the investigation or litigation.

VIII. CONFLICT OF INTEREST POLICY: It is in the best interest of the League to be aware of and properly manage all conflicts of interest and appearances of conflicts of interest. This conflict-of-interest policy is designed to help Directors, Officers, and volunteers of the League identify situations that present potential conflicts of interest and to provide the League with a procedure to appropriately manage conflicts in accordance with legal requirements and the goals of accountability and transparency in the League's operations.

- A. Conflict of Interest Defined: A person with a conflict of interest is referred to as an "interested person." For purposes of this policy, circumstances deemed to create a conflict of interest include, but are not limited to the following:
1. A Director, Officer, volunteer, or family member is a party to a contract, or is involved in a transaction with the League for goods or services.
 2. A Director, Officer, volunteer, or a family member has a material financial interest in a transaction between the League and an entity of which the Director, Officer, volunteer, or a family member, is a Director, Officer, agent, partner, associate, owner, employee, trustee, personal representative, receiver, guardian, custodian, or other legal representative.
 3. A Director, Officer, volunteer, or a family member is engaged in some capacity or has a material financial interest in a business or enterprise that competes with the League.
 4. Not all conflicts of interests involve personal financial gain. Certain situations involve dual loyalty unrelated to personal financial gain. Non-financial situations deemed to create a conflict of interest include, but are not limited to, the following:
 - a. A Director, Officer, or a family member is a Director, Officer or employee of another entity that is a party to a contract or involved in a transaction financial or non-financial, with the League.
 - b. A Director, Officer, or a family member is the Director, Officer or employee of another entity that is in direct or indirect competition with the League for funding or other opportunities.
 5. Accepting gifts, entertainment, or other favors from individuals or entities can also result in a conflict or duality of interest when the party providing the gift/entertainment/favor does so under circumstances where it might be inferred that such action was intended to influence or possibly would influence the interested person in the performance of his or her duties. This does not preclude the acceptance of items of nominal or insignificant value or entertainment of nominal or insignificant value which are not related to any particular transaction or activity of the League.
 6. Other circumstances may create the appearance of a conflict, or present a duality of interests in connection with a person who has influence over the activities or finances of the League. All such circumstances should be disclosed to the President and a decision made as outlined below in the Procedures Section as to what course of action should be taken so that the best interests of the League is not compromised.

B. Definitions:

1. A "conflict of interest" is any circumstance described in Part A of this policy.
2. A "family member" is a spouse/life partner, parent, child or spouse of a child, brother, sister, or spouse/life partner of a brother or sister, of an interested person and any other person living with an interested person.
3. A "material financial interest" in an entity is a financial interest of any kind, which, in view of all the circumstances, is substantial enough that it would, or reasonably could, affect an interested person's or family member's judgment with respect to transactions to which the entity is a party.
4. A "contract or transaction" is any agreement, relationship, or arrangement involving the sale or purchase of goods or services, the providing or receipt of a loan or grant, the establishment of any other type of relationship, financial or nonfinancial, or the exercise of control over another organization. The making of a gift to the League is not a contract or transaction.

C. Procedures:

1. Prior to action on a matter involving a conflict of interest, a Director, Officer, or committee member having a conflict of interest and who is in attendance at the meeting shall disclose all facts material to the conflict of interest. Such disclosure shall be reflected in the minutes of the meeting. If Directors or Officers, are aware that volunteers have a conflict of interest, relevant facts should be disclosed by the individual having such knowledge of a conflict of interest or by the interested person if invited to the meeting as a guest for purposes of disclosure.
2. A Director, Officer, or committee member who plans not to attend a meeting at which he or she has reason to believe that action will be taken on a matter in which the person has a conflict of interest shall disclose to the Chair of the meeting all facts material to the conflict of interest. The Chair shall report the disclosure at the meeting and the disclosure shall be reflected in the minutes of the meeting.
3. An interested person who has a conflict of interest shall not participate in or be permitted to hear any discussion of the matter except to disclose material facts and to respond to questions. Such interested person shall not attempt to exert his or her personal influence with respect to the matter, either at or outside the meeting.
4. An interested person shall not be counted in determining the presence of a quorum for purposes of the vote on the matter giving rise to the conflict of interest.
5. An interested person may not vote on the matter and shall not be present in the meeting room when the vote is taken. Such person's ineligibility to vote shall be reflected in the minutes of the meeting.
6. Interested persons who are not members of the Board of Directors of the League, or who have a conflict of interest with respect to a contract or transaction that is not the subject of Board or committee action, shall disclose to their committee chair, or the President, any conflict of interest that such interested person has with respect to a contract or transaction. Such disclosure shall be made as soon as the

conflict of interest is known to the interested person. The interested person shall refrain from any action that may affect the League's participation in such matter.

7. In the event it is not entirely clear that a conflict of interest exists, the individual with the potential conflict shall disclose the circumstances to her Chair or the President, who shall determine whether Executive Board discussion is warranted or whether there exists a conflict of interest that is subject to this policy.

D. Confidentiality: Each Director, Officer, and volunteer shall exercise care not to disclose confidential information acquired in connection with disclosures of conflicts of interest or potential conflicts, which might be adverse to the interests of the League. Furthermore, Directors, Officers, and volunteers shall not disclose or use information relating to the business of the League, including, but not limited to lists of donors, ticket purchasers, or Board members for their profit or advantage, the profit or advantage of their family member(s), or for the profit, advantage, or promotion of other organizations.

E. Review of Conflict-of-Interest Policy:

1. Each Director and Officer shall be provided with and asked to review a copy of this policy and to acknowledge that he or she has done so at the first Board of Director's Meeting for the Fiscal Year and documented by the Corresponding Secretary.
2. Each Director and Officer shall disclose any relationships, positions or circumstances which could contribute to a conflict of interest as soon as they are known or discovered. Such relationships, positions or circumstances might include service as a Director of or consultant to another nonprofit organization, or ownership of a business that might provide goods or services to the League. Any such information regarding the business interests of a Director, Officer, or volunteer, or a family member thereof, shall be treated as confidential and shall generally be made available only to the President, and any committee appointed to address conflicts of interest, except to the extent additional disclosure is necessary in connection with the implementation of this policy.

IX. FRAUD POLICY:

A. Background

This fraud policy is established to facilitate the development of controls that will aid in the detection and prevention of fraud against the League. It is the intent of the League to promote consistent organizational behavior by providing guidelines and assigning responsibility for the development of controls and conduct of investigations.

B. Scope

This policy applies to any irregularity, or suspected irregularity, involving Officers, Directors, volunteers, and/or any other party with a business relationship with the League. Any investigative activity required will be conducted without regard to the suspected wrongdoer's length of service, position/title, or relationship to the organization.

C. Policy

All Officers and Directors are responsible for the detection and prevention of fraud, misappropriations, and other irregularities. Fraud is defined as the intentional, false representation, or concealment of a material fact for the purpose of inducing another to act upon it to his/her injury.

D. Actions Constituting Fraud

The terms defalcation, misappropriation, and other fiscal irregularities refer to, but are not limited to:

- 1. Any dishonest or fraudulent act
- 2. Misappropriation of funds, supplies, or other assets
- 3. Impropriety in the handling or reporting of money or financial transactions
- 4. Profiteering as a result of insider knowledge of company activities
- 5. Disclosing confidential and proprietary information to outside parties
- 6. Accepting or seeking anything of material value from contractors, vendors, or persons providing services/materials to the ~~Symphony~~ League
 - ⊖ a. Exception: Gifts less than \$50 in value
- 7. Destruction, removal, or inappropriate use of records, supplies, and equipment; and/or
- 8. Any similar or related irregularity

E. Other Irregularities

Irregularities concerning Officers, Directors, or volunteer's moral, ethical, or behavioral conduct should be resolved by the President in consultation with the Executive Committee. If there is any question as to whether an action constitutes fraud, a member shall contact the President for guidance.

F. Investigation Responsibilities

The Executive Committee of the Board of Directors has the primary responsibility for the investigation of all suspected fraudulent acts as defined in the Policy. If the investigation substantiates that fraudulent activities have occurred, the Executive Committee will issue reports to the appropriate designated Officers and, if appropriate, to the Board of Directors. Decisions to prosecute or refer the examination of results to the appropriate law enforcement and/or regulatory agencies for independent investigation will be made in conjunction with legal counsel and the Executive Committee.

G. Confidentiality

The Executive Committee shall treat all information received confidentially.

H. Authorization for Investigating Suspected Fraud

Members of the Executive Committee will have:

- 1. Free and unrestricted access to all organization records when investigating allegations of fraud;
- 2. The authority to examine, copy, and/or remove all or any portion of the contents of said records without prior knowledge or consent of any individual who might use or have custody of any such items or facilities when it is within the scope of their investigation.

I. Reporting Procedures

Great care must be taken in the investigation of suspected improprieties or irregularities so as to avoid mistaken accusations or alerting suspected individuals that an investigation is underway.

1. An Officer, Director, or volunteer who discovers or suspects fraudulent activity shall contact the President immediately. (In the instance that the President is a suspected party, the Officer, Director, or volunteer should contact the President-Elect). The complainant may remain anonymous. No Officer, Director, or volunteer should attempt independently to personally conduct investigations or interviews/interrogations related to any suspected fraudulent act. All inquiries

concerning the activity under investigation from the suspected individual, his/her attorney or representative, or any other inquirer should be directed to the President. No information concerning the status of an investigation will be given out. The proper response to any inquiries is: "I am not at liberty to discuss this matter." Under no circumstances should any reference be made to "the allegation," "the crime," "the fraud," "the forgery," "the misappropriation," or any other specific reference.

2. The reporting individual should be informed of the following:

- a. Do not contact the suspected individual in an effort to determine facts or demand restitution.
- b. Do not discuss the case, facts, suspicions, or allegations with *anyone* unless specifically asked to do so by the President or the Executive Committee.

X. NOTEBOOKS

All Officers and Committee Chairs shall turn in their notebooks to the President-Elect (the incoming President) prior to the annual meeting of the members.

XI. AMENDMENT OF POLICIES

These Policies may be amended at any meeting of the Board of Directors by majority vote of the Board of Directors present and voting.

XII. LEAGUE SERVICE COMMITMENT: Each Director, Officer and member of the League is expected to adhere to the implications of the Bylaws and Policies outlined above. Each Director, Officer and member of the League is required to hold confidential all Committee matters until such matters are officially decided upon by proper vote and procedure and formally announced orally or in writing to the public.