

Madison Scouts Alumni Association Bylaws

ARTICLE I Overall Purpose

The Madison Scouts Alumni Association (MSAA) serves as a representative body composed of Madison Scouts (MS) Alumni whose purpose is to foster comradery and directly support the Madison Scouts organization in reaching its goals.

ARTICLE II Mission and Values

The Mission of the Madison Scouts Alumni Association is to:

- Utilize the time, talent, and resources of Madison Scouts Alumni to build a stronger connection to the current and future corps.
- Enhance communication and events for Madison Scouts Alumni to connect both within and between generations of the Madison Scouts fraternity.
- Create an ongoing financial legacy that will ensure the long-term stability of the Madison Scouts organization.

The MSAA seeks to connect, organize, and engage alumni and current members to build a lifelong connection in support of the Madison Scouts organization. The MSAA intends to accomplish this through social activities, community outreach and fundraising. MSAA seeks to operate consistent with all Forward Performing Arts, Inc. policies and an organizational structure that facilitates risk mitigation to MSAA, FPA and the Madison Scouts and is adherent to guidelines for Youth Protection and Safety for the performing members, staff and administration of the Madison Scouts.

The Values for guiding the Mission of the Madison Scouts Alumni Association are:

Integrity We are guided by honesty, respect, inclusion and trust in all our actions.

Advocacy We promote and educate the community on the value of investing in the Madison Scouts and its members.

Passion We are champions for the Madison Scouts, our alumni, and the attributes that are uniquely Madison Scouts.

Service We share our time and talent to better the Madison Scouts organization and our communities.

Community We foster a connection with current members, all alumni, and our communities.

ARTICLE III Goals and Objectives

The goals and objectives of the MSAA include:

- Locate, organize and encourage participation of all Madison Scouts alumni in the MSAA.
- Foster the emotional connection of Madison Scouts alumni to the Madison Scouts organization (May You Never Walk Alone).
- Foster creation of Alumni Chapters organized by common delineations such as geography, year(s) marched, section performed in, or any other meaningful grouping as decided by the chapter organizer.

- Support Alumni social gatherings throughout the year to encourage camaraderie amongst the alumni and help with alumni retention.
- Represent and support the Madison Scouts organization in the community at public events and gatherings.
- Organize volunteer opportunities to support all Madison Scouts programs.
- Support local community efforts that provide sponsorship to the Madison Scouts organization.
- Foster alumni support of active Madison Scouts members through mentoring and friendship. Ideally, this will create a bond between generations of Madison Scouts alumni and promote the transition of current Madison Scouts members into active alumni as part of the MSAA.
- Create and foster professional support and create a network among alumni for the purpose of career path support and advancement.

ARTICLE IV Membership

The MSAA is open to all former marching members in good standing who were active participants in at least one performing season with the Madison Scouts Drum & Bugle Corps. Where, a member in good standing is defined as all Madison Scouts performing member financial obligations have been met (i.e. no outstanding debt (e.g. tuition) is owed to the Madison Scouts).

MSAA membership is also open to individuals who auditioned for, earned a performer spot and met their financial obligations to the Madison Scouts, but were unable to complete a full performance season with the Madison Scouts due to extenuating circumstances (e.g. injury etc). The MSAA Officers (Chair, Vice Chair, Secretary, &/or Treasurer) will evaluate each set of extenuating circumstances in alignment with the values of the MSAA.

There is no fee required to become a member of the MSAA.

The only obligation for membership in the MSAA is to provide contact information to the MSAA for the sole purpose of communication amongst and with the organization members.

Requested contact information will be protected as Personally Identifiable Information (PII) through application of current cybersecurity standards for encryption practices with authentication controls and limited access to be used solely for the purpose of MSAA communications. Protection of MSAA member PII will be compliant with Forward Performing Arts, Inc. (FPA) data privacy policies and General Data Protection Regulation (GDPR) rules for the European Union.

Requested MSAA member information to include name, years and section marched in the Madison Scouts, occupation(s), current email, mailing address and phone number.

ARTICLE V Operating Procedures

MSAA members will conform to all aspects of the currently published Policy Manual of Forward Performing Arts, Inc (FPA) in order to be consistent with guidelines for Youth Protection and Safety for the performing members, staff and administration of the Madison Scouts.

All funding raised by the MSAA will be provided to FPA as restricted funding for the sole purpose of supporting the Madison Scouts and to support planning and operation of an MSAA alumni performance ambassador event.

No part of the net earnings of the MSAA corporation shall inure to the benefit of, or be distributed to, its members, directors, or other private persons except that the corporation (MSAA) shall be authorized and empowered to pay reasonable compensation for services rendered.

An Alumni Association representative will be presented for appointment to the FPA Board following all FPA procedures including vetting by the Governance Committee and with the approval of the FPA Board.

For the inaugural MSAA officers under these bylaws, the Madison Scouts Alumni Relations Liaison, who will be a Madison Scouts Alumni and sitting member of the FPA Board of Directors, will nominate an MSAA Chair. The MSAA Chair will select an inaugural set of representatives to serve as MSAA Officers (Vice Chair), MSAA At-Large Board of Directors and Volunteer Committee Chairs to serve the inaugural MSAA organization. These representatives will comprise the initial voting membership of the MSAA. Beginning in November 2019, MSAA Board members will be elected by the entire membership of the MSAA, where after the inaugural year, a slate of Officers to govern the MSAA organization will be elected by the elected MSAA Board as described below in 'Officers and Terms of Office'.

Voting Members

Representatives that span the entirety of Madison Scouts' existence elected as MSAA officers are elected by all members of the MSAA that are in good standing with the organization and has attended at least one MSAA meeting either in person or remotely in the six (6) months prior to participating in a vote.

Officers and Terms of Office

The Board of Directors (BOD) of the MSAA shall consist of not less than ten (10) Members.

The elected members shall be installed at the November (or as soon as practical thereafter) meeting of the MSAA Board of Directors.

Each November (or as soon as practical thereafter), voting members, by simple majority vote (of a minimum of twenty five (25) MSAA member quorum) via proxy or in-person ballots, shall elect a number of MSAA members equal to one-half the total number of board seats to a term of two years on the MSAA Board of Directors. The member directors of this MSAA Board will then elect Officers to serve according to term guidelines indicated (Chair, a Vice-Chair, a Secretary,

and a Treasurer). Officers and At-Large members shall be installed at the November (or as soon as practical thereafter), meeting. Any member of the MSAA who has previously served on the Board of Directors may be re-elected to the Board of Directors.

If a vacancy occurs, the MSAA Chair shall appoint a member to serve the balance of the term of the individual being replaced. MSAA Officers and At-Large Board of Directors will be compliant with Policies and Procedures of FPA.

1. Chair- One (1) year
2. Vice Chair – One (1) year
3. Secretary – One (1) year
4. Treasurer – One (1) year
5. At-Large Board Members (minimum of six (6)) – Two (2) year
Note: The number of MSAA At-Large Board Members may be increased or decreased at the discretion of the MSAA Chair to serve the needs of the MSAA organization (should be alternating terms – 3 expire this year, 3 next year)

Duties of Officers

Chair

- The Chair shall preside over meetings of the MSAA.
- The Chair shall set time and site of MSAA meetings. Access to remote MSAA members will be arranged when feasible.
- The Chair shall represent the interests of the MSAA.
- The Chair shall work directly with the Forward Performing Arts Board of Directors and serve as a resource to the Executive Director (ED) and the Director of the Madison Scouts.
- To facilitate transparency, communication and currency of the status of the Madison Scouts, the Chair shall be available to participate in a weekly (frequency to be coordinated) teleconference tag up with the Executive Director of Forward Performing Arts and the Director of the Madison Scouts. In turn, the Chair shall communicate updates to the MSAA membership for status and to seek assistance for identified needs.

Vice Chair

- The Vice Chair shall act as the representative of the Chair as appropriate and, upon request or absence of the Chair, shall preside over MSAA meetings.
- The Vice Chair shall perform other duties as assigned by the Chair.
- The Vice Chair shall prepare a summary of all unfinished business for the Chair; and, on direction of the Chair, prepare an agenda for meetings.
- The Vice Chair shall perform the duties of the Secretary as required or when designated by the Chair.

Secretary

- The Secretary shall maintain the list of voting members, take minutes of meetings, and record action items.
- The Secretary shall be prepared to read, on call, records of any business of previous meetings.

Treasurer

- The Treasurer will provide for accounting best practices and distribution of MSAA funds according to FPA policies and procedures as aligned in support of MSAA, MSARP or the Madison Scouts.
- Approval for distribution of MSAA funds to be approved by the MSAA Executive Committee (EC) or other EC-authorized designee
- The Treasurer will provide MSAA financial account status as a standard practice during regular MSAA Board of Director meetings (telecon, VTC, etc.) or at the request of any MSAA Board member.
- Fiduciary responsibilities for MSARP projects will be executed by the MSAA Treasurer

At-Large Board of Directors

- At-Large Board of Directors shall represent the interests of the MSAA and work directly with the MSAA Chair and Officers to further support of the MSAA and the Madison Scouts.
- There will be a minimum of six (6) each, At-large MSAA Board of Directors, whose primary purpose is to lead or coordinate MSAA Volunteer Committees or related MSAA activities, as determined by the MSAA Chair.

General Procedures

Each MSAA officer, upon expiration of his or her term or in case of resignation, shall submit to the MSAA Chair within seven (7) days all records, books, funds, and other material pertaining to his or her position. He or she shall make a summary of his or her activities with reference to contacts, type of projects undertaken, and recommendations. The MSAA Chair may appoint an unlimited number of At-large Board members to fulfill MSAA volunteer needs during a current year cycle with approval by majority vote of the MSAA Board of Directors.

Parliamentary Authority

The rules in the current edition of Robert's Rules of Order Newly Revised shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws or any special rules of order the Board may adopt.

MSAA Volunteer Committees

MSAA volunteer committees to support the Madison Scouts organization may include but not be limited to:

- The MSAA Board will operate without an Executive Committee by communicating with the entire MSAA Board for addressing time sensitive issues. The

composition of members and descriptions for what each of the responsibilities of each volunteer committee will be consistent with the focus area objectives and Project Plans for achieving MSAA Goals.

- **Communications & Social Media**

Composed of members assigned by the Chair responsible for actively building the structure for and produce content of MSAA communication and social media platforms (e.g. website, Facebook, Instagram, email messages, etc.)

- **Volunteer Recruitment/Coordination**

Composed of members assigned by the Chair responsible for MSAA alumni volunteer recruitment and in coordination with the Madison Scouts Volunteer Coordinator. Data collection, management and analysis

- **Fundraising**

Composed of members assigned by the Chair responsible for development and implementation of an MSAA Strategic Fundraising Plan in concert and cooperation with FPA on behalf of the Madison Scouts.

- **Event & Promotion planning**

Composed of members assigned by the Chair responsible for assistance and/or coordination of MSAA events (e.g. Chapter Event, Tailgate, Social Events, Regional Show Alumni Meet & Greet, Drums on Parade Events, etc.)

- **Marketing**

Composed of members assigned by the Chair responsible for developing and implementing marketing strategies aligned with the Goals and activities of MSAA

- **Governance**

Composed of members assigned by the Chair responsible for development and maintenance of MSAA governing documentation. To include the MSAA ByLaws and MSAA Strategic Plan and any other governing document(s) as determined by the Chair and Executive Committee.

- **Madison Scout Alumni Reunion Projects (MSARP)**

Committee composed of members assigned by the Chair responsible to serve as leaders, administrators and coordinators for the performance ambassadors of the Madison Scouts Alumni Association project or performance events.

Responsible for the development, planning and execution of Madison Scout Alumni Reunion Projects (MSARP) events and performances to include brokering and selection of event venue, program design, program coordination, instructional staff coordination, project scheduling, uniform, costume and equipment selection and logistics, performance logistics and coordination of all MSARP project communication.

MSARP project responsibilities to include development and promulgation of detailed project plans and any other governing document(s) as determined by the Chair and Executive Committee.

Madison Scout alumni performance group 'Project Performances' or 'Events' are intended to be performance ambassadors who raise awareness of the Madison Scouts and provide a vehicle for alumni comradery and support of the Madison Scouts through an organization and structure that mitigates risk to the MSAA, Madison Scouts and FPA.

The Rules of Engagement include maintain performance excellence, communicate expectations of performance to the members, communicate expectations regarding the behavior of MSAA member Madison Scouts Alumni Reunion Project participants.

- **Remembrance Committee**

Committee composed of members assigned by the Chair responsible to communicate alumni life events, particularly when a Madison Scout alumni has passed.

Intent is to communicate the passing of an alumni on social media (e.g. Facebook) and providing a notice on a special section of the MSAA website

A Task Force may be created at the request of the of Chair to be charged with a specific task for a sent period of time with the results to be communicated to the Chair in the method dictated. This is intended to allow for an unknown topic to be addressed as required.

- **Hall of Fame (HOF) Committee**

Committee composed of members assigned by the Chair responsible to recognize and honor outstanding achievements of marching members, staff, and volunteers who have exhibited commitment over time with significant contributions to The Madison Scouts.

The mission of the Madison Scouts Hall of Fame is to recognize and honor outstanding achievements of marching members, staff, and volunteers who have exhibited commitment over time with significant contributions to The Madison Scouts.

Inductees of the Madison Scouts Hall of Fame are individuals with at least three (3) complete seasons and a history of outstanding contributions and dedication worthy of the highest level of recognition by the Madison Scouts organization. Specifically from Forward Performing Arts, Inc. (FPA) and the Madison Scouts Alumni Association (MSAA) Board of Directors.

For recognition in the Madison Scouts Hall of Fame, contributions may be performance, creative, educational, administrative, volunteer or financial, but must be monumental in both scope and impact on the Madison Scouts.

a. Administration - HOF elections shall be administered by the Hall of Fame Committee appointed by the President of the MSAA. There will five (5) appointees to the Hall of Fame Committee. Each appointee shall be an alumnus of the Madison Scouts and an active member of MSAA, who possesses a deep knowledge of the history and passion for the Madison Scouts. The HOF Chairperson shall have at least five (5) years experience in drum corps activities including five (5) years within The Madison Scouts organization.

a.1) Members of the Hall of Fame Committee will select Hall of Fame inductees by consensus. Hall of Fame Committee members may write letters of support for nominees.

a.2) The Madison Scouts Hall of Fame (HOF) will have an inaugural class of three (3) inductees in 2022. The second class in the Madison Scouts HOF will consist of ten (10) inductees in 2023. The third class in the Madison Scouts HOF will consist of eight (8) inductees in 2024, followed by the fourth class of six (6) inductees in 2025. Following 2025, there will be a maximum of four (4) Madison Scouts HOF inductees for all years thereafter.

a.3) Candidate nominations will be submitted to the Hall of Fame Committee. The Hall of Fame Committee will then conduct research and vetting of each nominated candidate. The Hall of Fame will conduct a formal vote for selection based on the researched body of evidence.

b. Nominations - To be eligible, Madison Scouts Hall of Fame (HOF) candidate must have been a marching member, educational staff, and/or volunteer member of the "Madison Scouts" (to be inclusive of "Madison Junior Scouts", "Southwind", and "Capital Sound") organization for at least three (3) complete seasons.

Nominations can be made by submitting an official form located on the MSAA Hall of Fame (HOF) website to the committee at halloffame@madisonscoutsalumni.org and must be received before 5:00 pm on 31 December.

c. Selection - Each MSAA Madison Scouts HOF committee member shall be provided with a package consisting of the letter of nomination and subsequent letters of support for each candidate to be individually reviewed.

c.1) The list of candidates will then be published on the MSAA website in the Madison Scouts Hall of Fame tab, along with their respective letters of nomination and support, asking for the body of Madison Scouts Alumni Association members to provide their input and feedback on each candidate for a period of no longer than 15 days. Feedback from MSAA members should be shared via email to the halloffame@madisonscoutsalumni.org address.

c.2) MSAA HOF Committee will select members by consensus that year's Hall of Fame class.

c.3) Once a person is inducted into the Madison Scouts Hall of Fame, that membership is for life. Once a person is inducted into the Madison Scouts Hall of Fame, that membership is for life.

Revising Membership Rules

Recommended changes to the rules for membership as set forth in this document can be brought up by any MSAA member for discussion at a meeting, and can be voted upon only after a minimum 30 day notice has been given to voting members. Recommendations will be reviewed with the

MCAA Chair and the Madison Scouts Alumni Relations Liaison and approved by the Board Chair of FPA.

Election of MCAA Officers and At-Large Board of Directors

All MCAA voting members are encouraged to nominate themselves or other willing voting members for election [to the MCAA Board of Directors \(BOD\)](#), as MCAA Officers or as one of a minimum of six (6) At-Large MCAA Board of Directors. [Candidates for the MCAA BOD will be announced at 30 days prior to the](#) Annual meeting, and the MCAA Chair will accept nominations of voting members from the floor or by email when nominations are announced.

The MCAA shall hold regular elections of officers at the Annual meeting and/or by proxy/email ballot. The voting members, by simple majority vote of those participating in person or by proxy/email vote, shall elect the officers that are available at the time of the vote.

It is intended that demonstrated proficiency in carrying out the duties of each servant leadership MCAA elected officer position will be the determining factor for re-election of each term by the MCAA membership.

ARTICLE VI Alumni Chapters

The MCAA consists of different alumni chapters (“Chapters”) throughout the world. The coordination of the MCAA is the responsibility of the Madison Scouts Alumni Relations Liaison. Each Chapter’s main goal must be to create opportunities for alumni to connect socially, keep in touch with the organization, and participate in Madison Scouts activities in support of the objectives and goals of the Madison Scouts.

Any Madison Scouts Alumni may be a member of any MCAA Chapter and can likewise be a member of multiple MCAA Chapters.

Madison Scouts Alumni Association Chapter Requirements

Each MCAA chapter is expected to:

- Have at least one (1) alumnus committed to serve as a Chapter Leader volunteer
- The Chapter Leader is the main point of contact with the Madison Scouts Alumni Relations Liaison
- The Chapter Leader ensures continuity of leadership by providing opportunities for new leaders to develop
- Have at least two (2) named Alumni volunteers to help with events and promotion (as a Co-Leader and a Planning Committee member)
- These leader/volunteers have primary responsibility for the management and spirit of a MCAA chapter
- Each chapter should establish short-range and long-range objectives for the chapter
- Examples: volunteer with Madison Scouts, raise funds for the Madison Scouts, volunteer in your community on behalf of the Madison Scouts, and reach out to younger Madison Scouts Alumni
- File a Spring/Summer plan by February 1st with the Madison Scouts Alumni Relations Liaison detailing plans for the coming season and including a list of chapter volunteers responsible for the various activities

- Plan at least two events per year that serve different purposes (i.e. Alumni socialization, support for the Madison Scouts at a training camp or while on summer tour, career/networking, fundraising, family-friendly, etc.)

Meeting of Members

- **REGULAR MEETINGS:** MSAA Members' meetings will be held as a teleconference on a set monthly schedule or at a pre-determined date, location and times in alignment with the FPA Executive Director and the Madison Scouts Director's schedule, beginning at the specified time in the meeting notice.
- **ANNUAL MEETING:** The annual MSAA meeting will be conducted on or about the 8th of February, which coincides with the anniversary of the first rehearsal of the Madison Scouts Drum and Bugle Corps in 1938.
- **SPECIAL MEETINGS:** The Chair may call a special meeting. Such meetings shall be held as a teleconference (or Web-based Video Teleconference) at the regular meeting place of the association, or possibly a different location designated by the Chair who called the meeting. If time is of the essence in making a decision, a special MSAA Board of Directors' meeting may be held by telephone or internet; any votes made and recorded in such a meeting will be considered valid, and posted as noted below in the Secretary's duties.
- **NOTICE OF MEMBERS' MEETINGS:** Written notice stating the location, date and hour of the meeting and, in the case of a special meeting, the purpose for which the meeting is called, shall be emailed to each member, not fewer than five (5) days prior to the meeting. Announcements may appear in the Madison Scouts Alumni website post and email subscriber list or the Madison Scouts Alumni Association Facebook page and shall be considered written notification.

ARTICLE VII Indemnification of the FPA

Each Chapter operates at its own risk and is responsible for developing their own charter, and developing their own fundraising strategies as they deem appropriate.

FPA shall not be responsible to indemnify, defend, or hold harmless the Madison Scouts Alumni Association or any of its' Chapters (including members, participants, officers or directors thereof) for any liabilities of any nature arising out of or relating to their creation, existence, activities or other acts or omission. No Chapter may, directly or indirectly, represent to any person or entity that it is part of the FPA. No Chapter may use the FPA logos, trademarks, or other property in any fashion (including, by way of example, on items marketed or sold to Chapter members or third parties or in marketing collateral) without express permission granted by a license, in writing, only on such terms and conditions as approved by the FPA Board of Directors on behalf of the Madison Scouts.

ARTICLE VIII Amendment of the Bylaws

These Bylaws may be amended, repealed, or added to, with the exception of Article VII, by a simple majority vote (meeting and/or by proxy/email ballot) of MSAA members (of a **minimum twenty five (25) MSAA member quorum**, with the exception of the inaugural period where the

MSAA Officers may approve by majority vote to amend the inaugural MSAA ByLaws) via proxy or in-person ballots. Notice of any proposed amendment, repeal, or addition, including a draft thereof, shall be given to the Madison Scouts Alumni Relations Liaison prior to a meeting at which such amendment is voted upon.

Notification of a meeting for the purpose of amendment to the MSAA Bylaws, shall be emailed to each member, and/or posted on the MSAA website not fewer than five (5) days prior to the meeting.

ARTICLE IX Dissolution

Upon dissolution of this organization, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all the assets of the corporation exclusively for charitable, educational and religious purposes as shall qualify as an exempt organization under Section 501c (3) of the Internal Revenue Code of 1954, as amended, as the MSAA Board of Directors shall determine.

Revision History

- Original Issue – Jan 28, 2019
- Revised – July 22, 2019 – 19:52 CST – (minor format edits)
- Revised – July 31, 2019 – 21:59 CST – (minor edits to operating procedures)
- Revised – August 01, 2019 – 05:25 CST – (added Committee descriptions)
- Revised – October 20, 2019 – 16:45 CST – (aligned gender language with FPA)
- Revised – October 20, 2019 – 20:47 CST – (clarified the quorum for voting)
- Revised – November 11, 2019 – 16:28 CST – (added provision for Secretary and Treasurer positions on the MSAA Board)
- Revision In-process Draft updates for review – January 27, 2021 – (several draft edits for review as noted in highlights)
- Revision In-process Draft updates for review – January 28, 2021 – (added fiduciary language for MSAA as a 501c(3), ARTICLE II and Treasurer description)
- Revision In-process Draft updates for review – March 21, 2021 – (deleted references to language for MSAA as a 501c(3))
- Revision Status review and edits: added alumni performance group (MSARP) committee, Remembrance committee, Hall of Fame Committee and election process clarifications – December 19, 2021, continued January 07, 2022