

**Brunswick High School Band Boosters, Inc.  
Proposed - April 14, 2008**

**BY -LAWS**

**ARTICLE I. NAME AND MISSION OF ORGANIZATION**

Section 1.1 The name of this corporation shall be the Brunswick High School Band Boosters, Inc., and it shall be a non-stock, not-for-profit corporation located at 101 Cummings Drive, Brunswick, Maryland 21716, or at any other place or places as the Board of Directors may designate.

Section 1.2 The Brunswick High School Band Boosters, Inc. ("Boosters") is a parent booster group recognized by Frederick County Public Schools ("FCPS") to support the Director of Bands and students involved in the band and marching guard program at Brunswick High School (collectively "Program"), and to organize, develop and promote the music education of participating students. The Boosters provide financial and other support to the Program through its established officers and committees, as well as through the general membership. Support includes fundraising, financial operation, logistical support during competitive and other events, the assembly and maintenance of staging and other equipment, and a variety of other activities.

The Corporation is organized exclusively for the charitable and educational purposes within the meaning of Section 509(a)(2) of the Internal Revenue Code, or corresponding section of any future tax code. The Corporation is also currently tax-exempt under section 501(c)(3) of the Internal Revenue Code.

**ARTICLE II. DEFINITIONS**

Section 2.1 For all purposes of these Bylaws, unless the context otherwise requires:

- a. "Charter" shall mean the "Articles of Incorporation of Brunswick High School Band Boosters Club, Inc." as from time to time amended by all amendments therein.
- b. "Program Activity" shall include all marching and other instrumental music programs as well as the marching guard, indoor guard/drumline programs.
- c. "Board" shall mean the Executive Board of the Corporation.
- d. "Student" shall be any student recognized by Brunswick High School.
- e. "Active member" shall be any person, who is a parent or guardian of a Brunswick High School student involved in a Program Activity during the school year or a person 18 years of age or older who volunteers his/her time to assist with Booster activities.
- f. "Student member" shall be any student involved in a Program Activity during the school year.
- g. "Honorary member" shall be any person receiving compensation for activities connected with a Program Activity during the school year.
- f. "Membership" shall mean all active members, student members, and honorary members.

- g. "Voting Member" shall mean an active member entitled to vote on any matter placed before the membership.
- h. "Program Director" shall mean the Director of Bands (in charge of all activities pertaining to the instrumental music department.)
- i. He/She or His/Her is used in a generic sense throughout this document.

### **ARTICLE III. EXECUTIVE BOARD**

Section 3.1 The Executive Board of the Corporation shall consist of a President, Vice President, Secretary, Treasurer, and 3 at large members. No officer or Board member shall serve more than 3 consecutive terms in the same position.

- a. President. The President shall preside at all general meetings and board meetings. The President shall appoint all committee members, and shall be, ex officio, a member of all committees except the nominating committee.
- b. Vice President. The Vice President shall perform the duties of the President in the absence or inability of the president to act.
- c. Secretary. The Secretary shall record and maintain the minutes of all general meetings and meetings of the board. The Secretary shall attend to all correspondence of the corporation.
- d. Treasurer. The Treasurer shall receive all funds of the corporation, deposit same in the Band Boosters' bank account, and make disbursements as authorized by the board. The Treasurer shall maintain records of disbursements and obligations, shall report on the financial status of the corporation at general meetings of the membership and at the meetings of the board. The Treasurer shall prepare and file all necessary financial forms for county, state and federal authorities.
- e. At Large Members. The At Large Members along with the President, Vice President, Secretary, and Treasurer shall manage the affairs of the corporation between general meetings, and shall give a complete report of its activities at the general meetings. At Large Member duties are at the discretion of the President and may include organizing the following: obtaining and distributing event tickets, working with the band director to arrange transportation of students and equipment to events, maintenance of uniforms and equipment, or other duties as needed.

Section 3.2 Salaries. Officers of the Brunswick High School Band Boosters, Inc., shall not receive income or salaries for their services.

### **ARTICLE IV. MEETINGS**

Section 4.1 General meetings are held monthly except with general consent to skip a month.

Section 4.2 Meetings of the Board shall be held during the year as needed. The Board shall determine the dates of the meetings.

Section 4.3 Special meetings, telephone meetings or informal actions may be called by the President or a majority of the Board.

Section 4.4 Seven (7) voting members including at least 4 members from the Board shall constitute a quorum for general meetings. Four (4) Board members shall constitute a quorum for Board meetings.

Section 4.5 The time and place of all general meetings shall be announced at least two weeks in advance.

Section 4.6 The agenda for all general meetings shall be announced in advance of the meeting.

## **ARTICLE V. ELECTION OF EXECUTIVE BOARD**

Section 5.1 The president shall appoint a Nominating Committee of at least three members. The committee shall be appointed in December and shall elect its own chairman.

Section 5.2 The committee shall nominate at least one candidate for each elected office.

Section 5.3 During January a slate of officers nominated for positions on the Board shall be presented by the Nominating Committee to the general membership . Nominations will also be taken from the floor at that time.

Section 5.4 Officers will be elected by ballot during a general meeting in February or March but only after the Nominating Committee has notified the general membership of those nominated for positions.

Section 5.5 The term of office for all officers is one year beginning at the first general meeting after elections. Transfer of office shall occur during the period between the election and the March meeting.

Section 5.6 Any Board member may resign at any time by written notice to the President.

Section 5.7 Any Board member may be removed at any time by the affirmative vote of a majority of the active members.

Section 5.8 Any vacancy, except for President, occurring in the Board may be appointed by the Board. The member selected to fill a vacancy on the Board shall assume the duties of the vacated office for the remainder of the current term of office. In the event that the vice president chooses not to assume the office of president, the general membership shall be notified and a special election shall be held by the voting members.

## **ARTICLE VI. COMMITTEES**

Section 6.1 Establishment of Committees. The Boosters shall maintain, at a minimum, a Nominating Committee, an Audit Committee, a Fundraising Committee and a Publicity Committee. At the discretion of the President, the members of the Nominating and Audit Committees may be comprised of members of the Board.

- a. Nominating Committee. Prior to the December general membership meeting, the President shall call a meeting of the Nominating Committee to prepare/review rules for the holding of elections. The nominating committee provides notice to the membership soliciting nominations for each office, and prepares a ballot of candidates for the several offices to serve during the ensuing year as set forth elsewhere in these Bylaws.
- b. Audit Committee. A committee of at least two persons shall be designated each year by the President and approved by the Board to audit all of the financial records and transactions during the preceding fiscal year. The audit shall take place as soon as practicable after the general election and be completed before May 15. The audit committee shall render an oral and written report at a general membership meeting.
- c. Fundraising Committee. A committee of at least two persons shall be designated each year by the President and approved by the Board to oversee all fundraising activities. The chairperson shall be selected from the Board. The Booster organization shall not be committed to any fundraiser without consent of the majority of the Board or by a majority vote at a general membership meeting.
- d. Publicity Committee. A committee of at least two persons shall be designated each year by the President and approved by the Board to oversee all publicity for the Band Boosters. Activities include: working with local media to publicize Program events, distributing Program event information to the elementary and middle feeder schools, photography of Program events, maintaining the booster website, etc.

## **ARTICLE VII. RULES**

Section 7.1 The rules contained in Roberts Rules of Order Revised, 1915 Version, shall govern this corporation in all cases in which they do not conflict with the by-laws of this corporation.

Section 7.2 No individual officer or member shall state or write his or her personal opinion as the majority opinion of the organization without consent of the general membership.

## **ARTICLE VIII. AMENDMENTS**

The aforesaid corporation and by-laws adopted may be amended by a majority vote of the members present at a general meeting. Any amendment must have been presented to a general meeting at least four weeks prior to the meeting at which it is voted upon.

## **ARTICLE IX. DISSOLUTION OF CORPORATION**

In the event of the dissolution of this corporation, its assets shall be distributed to Brunswick High School for the purpose of enhancing the band department of the school. The Board may, prior to dissolution, designate more specific purposes at its discretion.

## **ARTICLE X – FINANCIAL MATTERS**

Section 10.1 The fiscal year of the Corporation shall be designated as April 1<sup>st</sup> of the current year until March 31<sup>th</sup> of the following year.

#### Section 10.2 Contract, etc. – How Executed

- a. The Board may authorize any officer or officers or agent to enter into any contract or execute and deliver any contract or other instrument in the name and on behalf of the Corporation; such authority may be general or confined to specific purposes.
- b. Unless authorized so to do by the Board, no officer or agent shall have any power or authority to bind the Corporation by any contract or engagement or to render it liable monetarily for any purpose or to any amount.

#### Section 10.3 Checks, Drafts, Withdrawals, or Other Orders to Pay

- a. All checks, drafts, withdrawals, or other orders for the payment of money shall be authorized by the President and/or the Treasurer, and signed by the duly authorized officers of the Boosters or as shall from time to time be determined by resolution of the Board.
- b. The outgoing Treasurer must provide new signature cards by April 1 for banking purposes.
- c. All account activity during each monthly period shall be reported to the Board.

#### Section 10.4 Deposits

- a. Unless otherwise authorized by the Board, any deposits made on behalf of the Corporation may be made by the Treasurer or anyone designated by the Treasurer and approved by the Board.
- b. Deposits may only be made to specified accounts for the sole benefit of the operation, and in the name, of the Corporation, in a designated and authorized financial institution.
- c. All account activity during each monthly period shall be reported to the Board.

#### Section 10.6 Restrictions

- a. Unless otherwise specified by policy, any proposal, made at any meeting of the membership, for the expenditure of funds of the Corporation, shall be referred to and passed on by the Board prior to the expenditure of funds.
- b. Any funds donated to the Corporation for a specific purpose shall be used as specified and for no other purpose.

#### Section 10.7 Budgets

- a. A marching band balanced budget is approved every year.
- b. Every Program shall have its own balanced budget. Separate budgets for other Program activities are created and approved as needed.
- c. Extra fundraising for activities outside regular marching band season must not conflict with regular fundraisers that have been budgeted unless approved by the Band Boosters.

- d. Determinations regarding surplus funds shall be determined by the Band Boosters.

Section 10.8 Bank Balance

- a. The Band Boosters will maintain a minimum of \$10,000.00 in the general operating funds at the end of the fiscal year.