

**CONSTITUTION AND BY-LAWS OF THE
MARYSVILLE HIGH SCHOOL BAND BOOSTERS, INC.**

(Amended – August 26, 2004)

ARTICLE 1 NAME AND PURPOSE

Section I The name of this organization shall be the Marysville High School Band Boosters, Inc. (MHSBBI)

Section II This Marysville High School Band Boosters, Inc. shall be an independent and separate Corporation, not a part of or affiliated with any other organization connected with the Marysville School District.

Section III The purpose of this Corporation shall be to promote interest in instrumental music education, to support the objectives, and to assist in the projects of the Marysville High School (MHS) bands, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any federal tax code.

Section IV The Corporation shall seek neither to direct the administration activities of the band nor to control its policies.

Section V No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to its members, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in Article I, Section III. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution or statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section VI Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE II **MEMBERSHIP**

Section I Parents or legal guardians of students participating in any MHS band are automatically members of the MHSBBI.

Section II All band directors, spouses and participants that have no active band students, shall be honorary non-voting members.

Section III Voting members will be limited to current parents and legal guardians of students participating in the Marysville High School band.

Section IV The annual dues for membership in the Marysville High School Band Boosters, Inc., shall be 1) three dollars (\$3.00) per individual member, 2) five dollars (\$5.00) for two or more student family or 3) waived in cases of hardship as recognized by the Marysville Exempted Village School District. Dues to be paid by August 1 of each year.

ARTICLE III **OFFICERS**

Section I The officers of the Corporation shall be a president, vice-president, secretary, treasurer and assistant treasurer. The officers shall be bonded under a blanket policy.

Section II The officers shall be elected by ballot for a one year term at the regular meeting in April. A slate of candidates shall be presented by the nominating committee, and nominations may be made from the floor. A candidate's consent must be obtained before placing his/her name on the ballot. A majority of votes cast is sufficient for election. If there is only one candidate for any office, the secretary may be instructed to cast the ballot for each candidate. Only voting members shall hold office.

Section III The election of officers will be held at the April Corporation meeting. The newly elected officers will assume their duties on the following June 1. Officers shall turn over all books, records and materials to the new officers

by June 1. No person shall hold any individual office for more than two (2) consecutive one year terms. The immediate past president shall not hold any other office for at least one year after the completion of his/her term(s) as president.

Section IV

In case a vacancy occurs in an office other than President either by resignation, forfeiture, death or removal, the Board of Trustees by majority vote may elect a person qualified to fill the office until the next Annual Meeting (Article IV Section I). Any officer who fails to perform his/her duties as defined in these by-laws or misses two regular and/or special meetings without being excused by a majority of the other officers is subject to removal from office by the Board of Trustees.

Section V

The *President* shall:

- a) preside at all Corporation and special meetings
- b) prepare an agenda to be distributed to the membership at the start of each meeting
- c) open and close all Corporation and special meetings
- d) appoint pro-tem officers in case of absence
- e) enforce order and uphold the constitution and by-laws of this Corporation
- f) appoint members to all committees not otherwise provided for
- g) along with the Treasurer, sign all orders, checks, documents, or other papers as may require his/her signature to make them valid, and/or have been passed by the MHSBBI

Section VI

The *Vice-President* shall:

- a) act as an assistant to the president and shall perform the duties of the president in the absence or inability of that officer to serve and shall perform these and other duties as may be delegated to him/her by the president
- b) the Vice-President shall serve as Chairperson of the Membership Committee and appoint a nominating committee at least 30 days prior to the April meeting each year to select candidates for the Corporation officers and elected director positions. The nominating committee shall consist of a minimum of four (4) voting members

Section VII

The *Secretary* shall:

- a) keep a record of all proceedings of each meeting of the Corporation, the executive board meetings, and any special meeting; and shall keep same in a book for the purposes known as the Corporate Minute Book
- b) provide a sign-in sheet for membership at each meeting which shall be kept with the minutes of the meeting
- c) read the minutes of the previous meeting, and any special meetings
- d) on request make the minutes available at a reasonable place and time for any officer, trustee or member

- e) keep a current roster of the name, address and phone number of all officers, committee chairpersons and committee members and members of the Board of Trustees of the Corporation

Section VIII

The *Treasurer* shall:

- a) receive all monies and shall deposit same in the name of the Corporation in such federally insured financial institution(s) as the executive board shall approve
- b) submit a written report and copies to be handed out for all to read at each regular meeting – said report to become part of the minutes for that meeting
- c) keep an accurate record of receipts and expenditures and report on the same at regular meetings
- d) follow procedures set up by the Executive Board and Financial Committee
- e) turn over the books to the auditor no later than one week before the end of the term of office
- f) be annually audited by an auditing committee of not less than three members. The Executive Board shall appoint an auditing committee at least 60 days prior to the annual meeting for the purpose of auditing the financial books and records of the Corporation. The auditing committee shall further provide a written report of their findings at the annual meeting.
- g) along with the President, sign all orders, checks, documents, or other papers as may require his/her signature to make them valid, and/or have been passed by the MHSBBI
- h) in the event the President is unavailable, the Vice-President or Secretary may co-sign checks drawn on the MHSBBI checking account

Section VIII

The *Assistant Treasurer* shall:

- a) act as an assistant to the treasurer and shall perform the duties of the treasurer in the absence or inability of the treasurer to serve
- b) shall perform other duties as may be delegated to him/her
- c) shall not have authority to co-sign checks drawn on the MHSBBI checking account

ARTICLE IV

MEETINGS

Section I

- a) A regular meeting shall be held each month during the school term on a day and time to be determined by the membership. Notice of the date of each meeting shall be posted, in a timely manner, in the Marysville High School Band room, published in the newsletter of the Corporation (if one is published) and another dependable source such as a school calendar, newspapers, and/or cable channel. The regular April meeting each year shall be considered the annual meeting of the Corporation.

- b) Special meetings may be called by the president after receipt of the written request of three members of the executive committee. For such meeting written request must indicate the purpose, date and time of such meeting.
- c) Quorum. A majority of the members being present shall constitute a quorum for the transaction of business in any meeting of the Executive Board.
- d) Any member wishing to introduce new business at any meeting must submit it in writing, to be added as an agenda item, one week (7 days) prior to the regularly scheduled Band Boosters meeting. This must be submitted to the President.
- e) Any new business not submitted in writing, according to Article IV, Section I(d) shall be approved by the President or other officer presiding over the meeting, otherwise to be added to the next month's agenda.

Section II The routine of business shall be: call to order, reading of the minutes of the previous meeting, reading any communications, treasurer's report, reports of standing committees, reports of special committees, unfinished business, new business, reports of band directors, announcements, for the good of the order "off the record", adjournment.

ARTICLE V **EXECUTIVE BOARD**

Section I The executive board shall consist of the officers of the Corporation.

Section II The executive board shall meet when necessary and at any time called by the president or any two other officers of the Corporation.

ARTICLE VI **BOARD OF DIRECTORS**

- a) The Nominating Committee shall present nominees at the April meeting for approval by the voting membership. See Article III Section III.
- b) The number of directors shall be ten (10) members.
- c) Length of service shall be four members to serve a two year term, and four members to serve a one year term, and two members to serve a three year term. In order to qualify for the Board of Directors, said member must be a voting member.

- d) Duties of the Board of Directors shall be to assist the Executive Board and promote interest and enthusiasm for the Band. It is their responsibility to bring club activities and financial needs before the membership for discussion and voting and keeping them informed of all band and auxiliary activities and achievements.

ARTICLE VII **BOARD OF TRUSTEES**

Section I

The Board of Trustees of this Corporation shall be composed of not less than eleven (11) persons which shall include the Executive Board. Members of the Board shall be elected for a period of one year at the Annual Meeting by a majority vote of the members attending. Unless herein otherwise specified, members of the Board shall be legal residents of the Marysville Exempted Village School District and any Board member shall forfeit his/her seat on the board at such time as he/she takes up legal residence outside the Marysville Exempted Village School District. Any member of the Board may be reelected.

The Board of Trustees shall always contain the following persons:

- a) The Superintendent of Schools of the Marysville Exempted Village Schools as designated by the Board of Education of the Marysville Exempted Village Schools. Said Superintendent need not be a legal resident of the Marysville Exempted Village School District in order to be eligible for members on the Board of Trustees. Upon separation from the position of Superintendent, such person shall forfeit his/her seat on the Board to his/her successor in the position.
- b) The principal of Marysville High School as designated by the Board of Education of the Marysville Exempted Village School District. Said Principal need not be a legal resident of the Marysville Exempted Village School District in order to be eligible for membership on the Board of Trustees. Upon separation from the position of Principal, such person shall forfeit his/her seat on the Board to his/her successor in the position.
- c) The president of the Marysville High School Band Class as confirmed by the principal of Marysville High School. Upon the elections of a new president, the current president shall forfeit his/her seat on the Board to the new president.
- d) Two current members of the Board of Directors.

- e) Five MHS Band Booster, Inc. Alumni, two will serve a three year term and three will serve a two year term.

Section II A majority of the members of the Board of Trustees shall constitute a quorum for conducting any business by the Board of Trustees.

Section III Board of Trustees shall have access to any and all business done by the Corporation and can attend any meetings of the Corporation.

Section IV The Board of Trustees can advise the President and Executive Board when necessary or needed. The Board of Trustees can also suggest policy, and in cases of vacancy, occurring due to resignation, forfeiture, death or removal, the trustees by majority vote may elect a qualified person until the next annual meeting.

ARTICLE VIII **STANDING COMMITTEES**

Section I The chairperson for each standing committee shall:

- a) be a member of the Board of Directors
- b) chair a committee or subcommittee
- c) prepare a written report of all activities to be presented to membership at regular scheduled meetings
- d) be pro-active and make recommendations for improvements to their respective standing committee
- e) recommend a successor

Section II **Operations Committee**

- 1) Transportation Committee
 - a. Pit crew
 - b. Equipment trailer
- 2) Trip Coordination
 - a. Road trips
 - b. Ball games
 - c. Competitions
 - d. Parades
 - e. Concerts

Section III **Support Committee**

- 1) Uniform Committee
 - a. Fitting
 - b. Cleaning
 - c. Replacement
- 2) Instruments
 - a. Inventory

- b. Condition
- 3) Equipment
 - a. Miscellaneous equipment (i.e. stands, chairs, etc.)
 - b. Repair and maintenance

- Section IV **Financial Committee**
- 1) Maintain all financial records
 - 2) Conduct and govern all auditing
 - 3) Budget/financial planning
 - a. Fundraising
 - b. Grants
 - c. Scholarships
 - d. Budget planning

- Section V **Public Relations / Membership Committee**
- 1) Telephone Chain
 - 2) Membership Drive
 - 3) Communications
 - a. Advertising
 - b. Newsletters

Section VI **Special Committees**

Any needed special committees shall be approved by the Executive Board and the Board of Directors and appointed by the president.

ARTICLE IX **QUORUM**

Section I A majority of the members of the executive board shall constitute a quorum.

Section II A minimum of ten (10) members of the Marysville High School Band Boosters shall constitute a quorum.

Section III At meetings where there is no quorum, no business shall be conducted.

ARTICLE X **AUTHORITY**

Section I The rules contained in the “Robert’s Rules of Order Revised” shall govern this Corporation in all cases in which they are applicable.

ARTICLE XI **AMENDMENTS**

Section I These by-laws may be amended at any regular meeting by two-thirds vote of the members present and voting. Any proposed amendment must be

presented in writing at the regular meeting at least one month prior to the time when action is to be taken.

Section II

A full review of the Bylaws should be conducted every three years by an appointed committee. At the regular November meeting the committee shall present to the membership for approval any recommended revisions.

In witness whereof, we have hereunto subscribed our names this

_____ *day of* _____, _____.
