

# BYLAWS

## Atascocita Band Boosters Club Incorporated

(Adopted May 18, 2006)

### ARTICLE I NAME:

- A. The name of the club is the Atascocita Band Boosters Club Incorporated, a nonprofit corporation, under the laws of the United States of America and the State of Texas, and shall hereinafter be referred to as the Club.

### ARTICLE II PURPOSE:

- A. The purpose of the Club shall be the further development of the Atascocita High School Band and associated middle school bands, which feed into Atascocita High School (collectively known as "Bands"). The Club shall strive to support the band programs through fostering communication and cooperation between parents and guardians, the band directors, and the school administration. The Club shall honor all policies of the University Interscholastic League ("UIL") and the Humble Independent School District ("HISD"). The band directors shall act as spokespersons for the bands to inform the Club when services are needed. They may also act as spokespersons for the Club with the school principals and school administration.
- B. The Club is a service club, and its services shall include, but not be limited to, providing chaperones for events and trips when needed, sponsoring payments to accompanists and special instructors for contests, sponsoring seasonal award gatherings or trips, offering scholarships to graduating seniors of the Bands, and other support functions as determined by the Board of Directors (see Article V, section B).
- C. This non-profit corporation is organized exclusively for charitable, religious, educational, and scientific purposes, 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 the corresponding section of any future federal tax code.

### ARTICLE III FUNDRAISING:

- A. Funds shall be raised by participating in specific volunteer selling events including but not limited to football concessions (as limited for students of the Bands by HISD rules and regulations and by UIL guidelines), the collection of membership fees from Club members which may include a yearly buyout in lieu of traditional fundraisers, and/or other volunteer service efforts with local merchants or the school administration which result in monetary contributions to the Club. All funds raised will be used for further development of the Bands.

### ARTICLE IV MEMBERSHIP:

- A. Any person will be considered a member in good standing of the Club if they pay the annual membership fee set each year by the Board of Directors.
- B. The band directors and an appropriate representative of the School administration shall be ex-officio members of the Board of Directors. They shall not be eligible to hold office or vote in the Club but shall serve as consultants and advisors to the Officers and act as liaisons with the various school administrations.
- C. The privilege of holding office, making motions, and voting shall be limited to members of the Club in good standing.

- D. The positions of Officers and Board Members are limited to those parents and/or guardians of students currently enrolled in the band program. The positions of all Second Vice Presidents (see Article V, section B) must be parents and/or guardians of students currently enrolled in the middle school band programs.
- E. The membership year shall be from July 1 through June 30.

## **ARTICLE V OFFICERS AND THEIR ELECTION:**

- A. The Executive Officers shall be the following positions: President, First Vice President, Secretary, Treasurer, Turner Concessions Coordinator and AHS Concessions Coordinator. The Executive Officers may meet prior to each regular meeting, and at any special meeting called by the President. The Executive Officers shall have the authority to make recommendations to the Executive Board of Directors (see Article V, section B), and to take action on behalf of the entire Executive Board in limited circumstances of true emergency when decisions need to be made in less than twenty-four (24) hours notice. For example, advancement through UIL Marching competition may incur additional expenses. Circumstances such as these will be addressed on a case by case basis.
- B. The Executive Board of Directors, and hereinafter referred to as the Board, shall be made up of the Executive Officers and include the following: Assistant Treasurer, one Second Vice President representing each middle school band program, one Second Vice President representing Atascocita High School, and a Parliamentarian. The Board shall also include all appointed committee chairpersons.
- C. Election of officers for the subsequent membership year will be held annually by the general membership of the Club at the spring regular meeting. Candidates for President shall have served on the Board for a minimum of one (1) year prior to their election. Officers and Board members shall be eligible to serve in the same position for no more than two (2) consecutive terms. A term shall consist of one (1) membership year. The offices of Parliamentarian, Second Vice Presidents, and the Assistant Treasurer will be appointed by the President after the election at the spring regular meeting.
- D. Nominations for the Executive Officers shall be made by a Nominating Committee of at least five (5) members appointed by the President. The First Vice President shall be a member of the Nominating Committee and functions as the chairperson. The Nominating Committee shall notify the membership in writing at least thirty (30) days prior to the scheduled election that candidates for nomination are being openly solicited. The committee shall report at the regular meeting in May the names of the candidates for office. Additional nominations may be made from the floor. All nominees must be parents or guardians of a student enrolled in the Atascocita Band Program, a member of the Club in good standing, and must consent to serve if elected.
- E. A vacancy occurring in any office except that of the President or Treasurer shall be filled by appointment at the next Board meeting. In the event of a vacancy in the office of the President, the First Vice President shall become President, and the resulting vacancy shall be filled by appointment by the Board at the next Board meeting. In event of a vacancy in the office of Treasurer, the Assistant Treasurer shall become Treasurer, and the resulting vacancy shall be filled by appointment by the Board at the next Board meeting.
- F. An organizational chart, or at a minimum, a list of all members of the Board, shall be drawn up and approved by the Board each year and recorded in the Club minutes. Voting members of the Board shall be limited to the elected officers set forth in Article V-B above and all committee chairpersons.
- G. In the event that any Board Member no longer has a student in the band program, the office or committee position they hold shall be vacated and a replacement filled by appointment by the Board

of Directors at the next monthly meeting. If said position can't be filled immediately, then the Executive Officers will fulfill the duties of said office until a replacement is found and appointed by the Board.

## **ARTICLE VI DUTIES OF OFFICERS:**

- A. The President shall preside over all Board meetings and general Club meetings, appoint committees as needed and serve as an ex-officio member of same, and perform all other duties usually pertaining to the office of the President. The President shall vote only in the case of a tie.
- B. The First Vice President shall be an assistant to the President, and, in the absence of the President, shall perform the duties of the President. The First Vice President shall chair the Nominating Committee, chair the Scholarship Committee, chair the Bylaw Committee, and oversee membership standing.
- C. The Secretary shall keep the minutes of all meetings in a book and submit these minutes for approval at each successive meeting. Corrections shall be made to the original minutes as needed, and the minutes of each meeting shall be signed by the Secretary. Copies of the minutes shall be distributed to the Band Directors for filing. Should the Secretary be absent from a meeting, the name of the person taking minutes must be recorded in the minutes. The Secretary shall conduct all general correspondence of the Club, maintain a complete set of current bylaws, and perform such other duties as may be delegated to the Secretary.
- D. The Treasurer shall receive all money from the Club and deposit the same in the name of the Club. The Treasurer shall maintain the accounting and financial records of the Club, shall present a statement of account at each meeting and as requested by the Board, and shall submit the books for audit at the end of the membership year to the Audit Committee comprised as set forth in Article VII below. The Treasurer shall be responsible for obtaining information required for bonding and/or liability insurance for the Executive Officers and the Assistant Treasurer. The Treasurer shall also prepare a budget for the year to be reviewed and revised as needed by a budget committee appointed by the President. Final approval of the budget shall be voted on at the first regular meeting of the year of the general membership of the Club.
- E. The Assistant Treasurer assists the Treasurer and, in the absence of the Treasurer, shall perform the duties of the Treasurer.
- F. Turner Concessions Coordinator and AHS Concessions Coordinator duties will be defined by the Concessions Coordination document.
- G. The Parliamentarian shall insure that all meetings adhere to the Robert's Rules of Order.
- H. Outgoing Board Members shall meet with incoming Board members for the purpose of orientation and general information by the last executive board meeting.

## **ARTICLE VII AUDIT COMMITTEE:**

- A. The Audit Committee shall be appointed by the outgoing President and shall consist of a minimum of three (3) members, one of which is a member of the Board and two individuals at large with one at-large member to be designated as the "Auditor". The Auditor shall not be a member of, nor related to, a member of the Board. The Treasurer or Assistant Treasurer can not serve as a member of the Audit Committee.

- B. The Audit Committee will present the report for the previous year at the first regular Board meeting.
- C. The Audit Committee shall review the accounting and financial records of the Club for the immediate past membership year. Their report will be presented at the first regular meeting of the general membership of the Club.

#### **ARTICLE VIII MEETINGS:**

- A. **General meetings:** Meetings of the general membership of the Club shall be held at least twice during the school year with one (1) meeting scheduled during the fall semester and one (1) scheduled during the spring semester. .
- B. **Board Meetings:** A meeting of the Board will be held monthly from July through June at a time and place selected by the President. A meeting of the Board shall take place after the spring general meeting to approve the minutes or actions of that meeting. Fifty-one percent (51%) of the voting Board members shall constitute a quorum to conduct a meeting, and all decisions made therein shall be as if all members of the Board were present and voting. All voting and ex-officio members of the Board shall be notified seven (7) days prior to all meetings of the Board. All Board meetings will be open to the public.
- C. **Special Meetings:** An Executive Officer may call a special meeting of the Board upon giving forty-eight (48) hours notice to the Board, with said notice to include the purpose, place, and time of the meeting. Business transacted at a special meeting shall be limited to the purpose for which the special meeting was called. Fifty-one percent (51%) of the voting Board Members, and a minimum of one Band Director, shall constitute a quorum to conduct a special meeting. All decisions made in a special meeting shall be as if all Board were present and voting.
- D. **Agenda:** The Board shall each year create a standing agenda for business to be conducted at each of the regularly scheduled monthly meetings. Any member of the Club may attend a meeting of the Board and be placed on the agenda by submitting to the President at least four (4) days prior to the next meeting those item(s) of business which the member plans to bring before the Board.

#### **ARTICLE IX FINANCIAL AUTHORITIES AND REQUIREMENT:**

- A. The Executive officers and Assistant Treasurer shall be bonded by a bonding agency, and shall maintain a Directors and Officers liability insurance policy. The amounts of coverage by either an insurance policy or surety bond shall not be less than the greatest amount of money in the bank account during a twelve month period.
- B. All payments on behalf of the Club shall be made by check. All checks issued by the Club shall be signed by two (2) of the following officers of the Club: President, First Vice President, Secretary, Treasurer, Assistant Treasurer, Turner Concessions Coordinator or AHS Concessions Coordinator. The Treasurer and Assistant Treasurer cannot be signers on the same check. No check signers shall be related to payee.
- C. The payment of obligations identified as approved budget items shall be paid without further approval by the Board. Items above the budgeted level and non-budget items in amounts exceeding two hundred dollars (\$200.00) shall require approval of the Board prior to incurring the obligation. Approval of non-budget items at or below two hundred dollars (\$200.00) must be obtained by the agreement of three (3) of the officers set forth in Article IX-B above.
- D. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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

distributions in furtherance of the purposes set forth in Article II. 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 of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision 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. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

- E. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 X SCHOLARSHIPS:

- A. Each school year the Club shall issue at least two (2) merit scholarships to graduating seniors pursuing higher education. These seniors must be members of the Atascocita High School Band and their families must be members in good standing of the Atascocita Band Boosters Club. The Band Booster Membership must be paid by December 31 of the school year in which the student will be applying for the scholarship. The family of the senior must also log in fifteen (15) volunteer hours during the school year in which the student will be applying for the scholarship. The scholarships shall be in the form of Club checks made payable to the college or university in which the student has enrolled. If no school is specified within one year of the date of the scholarship award, the money will be returned to the scholarship account of the Club. The number of scholarships shall be determined by the Scholarship Committee and presented to the Board for a vote each year.
- B. One of the two (2) mandated scholarships shall be known as the **Eagle Band Music Education Scholarship**. It shall be awarded to an individual pursuing a music curriculum in higher education. The second scholarship will be known as the **Eagle Band Leadership Scholarship** (name subject to be changed). It shall be awarded to the most deserving candidate exhibiting the spirit, leadership and values of the AHS band pursuing any curriculum of higher education. These two scholarships are merit based.
- C. The scholarship committee shall consist of members of the Board desiring to serve on said committee, with the exception of those members who are parents or guardians of senior students whose children are applying for a scholarship. The First Vice President shall chair the scholarship committee. In the event that the First Vice President is a parent of a senior applying for a scholarship, the Executive Board Members will appoint a replacement chairperson. Scholarships shall be awarded on the basis as set forth and explained in the scholarship application form each year, including, but not limited to, rankings by the high school directors, achievement evaluations, and the scholarship committee evaluations. Applications will be made available through the Atascocita High School scholarship application system.
- D. The types of scholarships awarded are: the **Eagle Band Music Education Scholarship**, **Eagle Band Leadership Scholarship**, and if funds are available additional **Eagle Band**

**Music Service Scholarships.** The amount of the scholarships have initially been set as follows:

**Eagle Band Music Education Scholarship** – One thousand dollars (\$1,000.00) minimum;  
**Eagle Band Leadership Scholarship** – One thousand dollars (\$1,000.00) minimum;  
**Eagle Band Music Service Scholarship** – Five hundred dollars (\$500.00) minimum.

These amounts may be increased if funds are available by the Board.

**ARTICLE XI PARLIAMENTARY AUTHORITY:**

- A. The proceedings of this organization shall be governed by these bylaws and Robert's Rules of Order.

**ARTICLE XII AMENDMENTS:**

- A. These bylaws may be amended at any general meeting of the membership of the Club by a two-thirds (2/3) vote of the members present, providing the proposed amendment has been submitted in writing to the members of the Club at least twenty one (21) days prior to the meeting upon which the amendment is to be voted.