

BYLAWS

Austin High Band Boosters, Inc.

Article I: Name

This organization shall be known as the Austin High Band Boosters, Inc. (hereinafter called, Boosters).

Article II: Purpose

2.1 The Boosters is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

2.2 The Boosters shall assist the Band Directors (hereinafter called, Directors) of the Stephen F. Austin High School Band (hereinafter called, Band) in reaching the Band program goals as defined by the Stephen F. Austin High School (hereinafter called, AHS) Directors.

2.3 The Boosters will endeavor to stimulate a spirit of fellowship and cooperation and sustain an enthusiastic interest in the band program among parents, band members, student body, and members of the community.

2.4 The Boosters shall work with the school to help provide quality education for all students. The Boosters shall not conflict with the policies of the Austin Independent School District (hereinafter called, AISD).

2.5 The Boosters shall be noncommercial, nonsectarian, and nonpartisan.

2.6 The Boosters shall not (directly or indirectly) participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office or devote any of its activities attempting to influence legislation by propaganda or otherwise.

2.7 No part of the net earnings of the Boosters shall accrue to the benefit of or be distributed to its members, directors or officers.

Article III: Membership

3.1 Membership of the Boosters shall consist of all parents or legal guardians of band students currently enrolled in the band programs at AHS. Voting on all matters shall be by the parents and legal guardians present and each member is entitled to one vote on each matter submitted to a vote of the members.

3.2 Membership of the Boosters ends upon the student's resignation or separation from enrollment in the Band program. However, the parents or legal guardians of the student may continue to participate in Boosters activities, but they relinquish the right to vote.

Article IV: General Meetings

4.1 Meetings of the Boosters shall occur on the first Tuesday of each month. The Executive Board (hereinafter called the, Board) shall review the dates for the ensuing year prior to the beginning of each fiscal year. If the Board determines that a pre-determined date conflicts with another event during the upcoming year, the Board shall change the meeting date for that month.

4.2 A quorum shall be established by and consist of a minimum of 4 Board members and 3 non-Board members.

4.3 The rules contained in **Robert's Rules of Order** shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

4.4 The President, or in his/her absence, the President Elect, or a majority of the members of the Board, may call special meetings of the members. Notice shall be provided at least 24 hours prior to the meeting.

4.5 All meetings of members shall be held in the band hall of AHS unless otherwise designated.

4.6 The Board shall keep a record of its proceedings. Monthly Boosters meeting minutes will be made available for review within two weeks of a general meeting on the Boosters website or via Charms.

Article V: Executive Board and their Elections

5.1 The Board shall consist of the President, President Elect, Vice President, Vice President Elect, Treasurer, Treasurer Elect and Secretary. The senior AHS Band Director (hereinafter called the, Director) will serve as an ex officio member of the Board and will have no voting rights.

5.2 In the event of a vacancy of the President, Vice President or Treasurer positions, the President-Elect, Vice President Elect and Treasurer Elect positions shall become President, Vice President and Treasurer, respectively. They will assume the title and duties of the office for the remainder of the unexpired term. Of the remaining Board positions, if the member is unable to complete the entire term of office, a replacement shall be appointed by the Board. A Board member who has served at least half of a yearly term shall be credited with having served a whole term.

5.3 A Nominating Committee consisting of three (3) active and voting-eligible Boosters members shall be appointed in February by the Vice President. Current Board members may not serve as members of the Nominating Committee.

5.4 To be considered for an elected position, a candidate shall be in good standing and an active member of the organization and have indicated a willingness to serve on the Board.

5.5 The Nominating Committee must submit a written report to the Vice President listing one nominee for each office to be filled and will present the nominees at the March meeting prior to the election of officers at the April meeting. At the April meeting, additional nominations may be made from the floor (only with the prior consent of the person to be nominated). Nominations from the floor in April will postpone elections to the following scheduled meeting in May.

5.6 Voting shall be by ballot if there is more than one candidate for any office. Otherwise, the election may be by voice vote by simple majority of the active members present.

5.7 The terms of office for all Board members shall begin on June 1st and end on May 31st. The term of each Board member shall be for two (2) consecutive years and no Board member may serve in the same office for more than one consecutive term.

5.8 Board positions shall not be held by persons who are related.

5.9 Board members may be asked to resign due to dereliction of duty. Dereliction of duty shall be determined by the Board based on concerns expressed by members of the Boosters organization. The current President shall appoint a voting member in good standing to complete the term with the approval of the Board. Furthermore, any officer absent from two consecutive executive or regular meetings without a valid excuse shall be subject to recall by petition of five members of the Board and a simple majority vote.

5.10 The current Board members shall be expected to help transition their duties to the newly elected Board members. The newly elected Board members shall be expected to attend subsequent board meetings following their election as well as other meetings deemed necessary for the benefit of the Boosters organization.

5.11 There shall be no proxy or absentee voting.

Article VI: Duties of the Board

6.1 The business affairs of the Boosters shall be managed by members of the Board. The Board shall have control of and be responsible for the management of the affairs of the Boosters.

6.2 The duties of the Board shall be to transact necessary business between regular meetings of the Boosters, to approve the plans of work of committee chairs and to present a report of its activities at the regular meetings of the Boosters. Board members may simultaneously serve as Committee Chairs with unanimous approval of the Board.

6.3 Board members may not serve in more than one Board position in the same term.

6.4 The Board shall meet prior to the regular meetings at a time and place determined by the president.

6.5 A majority of the Board shall constitute a quorum for the transaction of business at any meetings of the Board, but if less than a majority is present, the Board members present may adjourn the meeting without further notices.

President

1. Preside at all meetings of the Boosters and of the Board and serve as ex-officio member of all committees except the Nominating and Audit Committees.
2. Be the official representative of the Boosters in all activities of AHS.
3. Act as liaison to the Directors.
4. Be a signatory on all Boosters bank accounts. Ensure all checks are signed by two authorized officers.
5. Develop the Boosters annual budget with the President Elect, Treasurer and Treasurer Elect.
6. Call and preside at special meetings of the membership and Board when necessary.
7. Appoint special committees, as needed, with the approval of the Board of Directors.
8. Directly oversee the activities and needs of the following committees: Registration and Outfitting Day; Sponsorship and Fundraising.
9. Perform other duties pertaining to the office.

President Elect

1. Act as aide to the President.
2. Perform the duties of the President in the absence of that officer.

3. Be a signatory on all Boosters bank accounts. Ensure all checks are signed by two authorized officers.
4. Oversee the activities and needs of the following committees: ACL Parking; UIL Marching Contest; Game Day Meals; Winter Dinner, Dance & Auction.
5. Perform other duties as delegated by the President or the Board.

Vice President

1. Assist the President, as requested.
2. Oversee the activities and needs of the following committees: Golf Tournament; Homecoming Dinner; Maroon Band Spirit Gear; Summer Uniform; Year-End Activities
3. Perform other duties as delegated by the President or the Board

Vice President Elect

1. Shall assist the Vice President, as requested.
2. Oversee the activities and needs of the following committees: Summer Band Maintenance; Nominating Committee; Hospitality; Uniform Maintenance; Color Guard
3. Perform other duties as delegated by the President or the Board.

Treasurer

1. Develop the Boosters annual budget and maintain oversight to ensure budget compliance.
2. Approve all disbursements of the Boosters funds as authorized by the Board and the approved budget plus funds in excess of those allocated by budget only with approval of the Board.
3. Be a signatory on all Boosters bank accounts. Ensure all checks are signed by two authorized officers.
4. Maintain records of all financial matters of the Boosters.
5. Collect and deposit Booster funds and manage and pay all receipts or bills for all disbursements.
6. Update budget monthly and make available to all members at monthly Board and Boosters meetings.
7. Submit monthly financial reports and bank statements to the Principal of AHS and the Director of the Band for review.
8. Ensure all financial activity is done in compliance with the Financial Guidelines and Procedures of the organization.
9. Ensure regulatory financial documents, including but not limited to tax returns, sales tax reports and insurance are prepared and filed with due diligence.
10. Work with an appointed committee of members on annual audit and review of the Financial Guidelines and Procedures of the organization to make a complete financial report at the end of the year.
11. Perform such other duties as delegated by the President or the Board.

Treasurer Elect

1. Responsible for handling student accounts.
2. Be a signatory on all Boosters bank accounts. Ensure all checks are signed by two authorized officers.
3. Assist the Treasurer in the performance of his/her duties.
4. Must be willing to assume the responsibility of Treasurer after one year of service.
5. Enter all student financial information on Charms.
6. Enter all Directors' activities on School Cash and Charms.
7. Perform such other duties as delegated by the President or the Board.

Secretary

1. Record accurate minutes of all Board and general meetings and maintain a cumulative file of the minutes on the Boosters website or Charms.
2. Be a signatory on all Boosters bank accounts. Ensure all checks are signed by two authorized officers.
3. Submit minutes of the general meetings for approval by the Boosters members.
4. Manage all correspondence for the Boosters, including sending donation acknowledgements.
5. Create and publish periodic updates to the members of the Boosters.
6. Responsible for sending information to the Stephen F. Austin Parent Teacher Student Association (PTSA) newsletter as needed.
7. Keep an accurate record of all meetings of the Boosters and of the Board.
8. Oversee maintenance of information on Booster website.
9. Advise on parliamentary procedures and maintain the Boosters governing documents.
10. Perform such other duties as delegated by the President or the Board.

Article VII: Finance

7.1 The fiscal year of the organization shall be July 1 to June 30.

7.2 The Boosters operating budget for the fiscal year, upon approval of the Board, shall be submitted for approval to the membership at the annual meeting held in May of each year.

7.3 An annual audit shall be completed by June 30th by two active members from the Boosters organization excluding outgoing and incoming Board members.

7.4 All Boosters funds will be maintained in federally insured financial institutions or merchant services accounts. The President, President Elect, Treasurer, Treasurer Elect and Secretary shall serve as signatories on all

current accounts. Any new accounts shall only be established by the President and Treasurer.

7.5 All funds and assets of the Boosters shall at all times be the vested property of the Boosters for the stated purpose of Boosters. No member or group of members shall have any severable right to all or any part of such funds or assets.

Article VIII: Amendment of Bylaws

8.1 Any amendment to the Bylaws must be submitted to the membership at the meeting prior to voting on the amendment.

8.2 Any change to the Bylaws must be approved by a 2/3 majority of members present.

Article IX: Dissolution

9.1 A resolution to dissolve must be authorized by the Board and discussed at a special meeting of the membership provided that a notice be sent to each member at least two weeks prior to such meeting. A majority vote of those voting members present shall be required to approve the resolution.

9.2 Upon dissolution of the organization, the Board shall, after making provisions for the repayment of all liabilities of the organization, dispose of all non-cash assets. Assets not held upon a condition requiring return, transfer, or conveyance to any other organization or individual shall be distributed to a fund, foundation or charitable and educational organization, organized under Section 501(c)(3) of the Internal Revenue Code as amended, of a similar or like nature to this organization, as determined by the Board.

Article: X Indemnification

10.1 Every member of the Board may be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board in connection with any threatened, pending, or completed action, suit or proceeding to which she/he may become involved by reason of her/his being or having been a member of the Board, officer, or employee of the Corporation, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of her/his duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Board approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition and not exclusive of all other rights, which such member of the Board, officer or employee is entitled.