

CLEAR FALLS ORCHESTRA BOOSTER CLUB BYLAWS

ARTICLE I NAME, PURPOSE AND POWERS

Name

1.01 The name of this organization shall be the Clear Falls High School Orchestra Booster Club.

Purpose

The Clear Falls High School Orchestra Booster Club is organized exclusively for the purpose of supporting the Clear Falls High School Orchestra program, including for such purposes the making of distributions to organizations that qualify as exempt organizations under sections 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

1. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, officers, or other private persons, except that the organization 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 the purpose clause hereof.
2. NO substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
3. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future tax code or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code. Notwithstanding any other provision in this document, the purposes will be limited exclusively to exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE 2 EXECUTIVE BOARD

General Powers

2.01 The affairs of the Organization shall be managed by its Executive Board.

Terms

2.02 Term of office shall be for one (1) year. No officer shall serve in the same capacity for more than four (4) years. Vacancies during the year shall be filled by special elections.

Election of Officers

2.03 Election of Officers will be voted on in the Spring & officers will be announced during a general meeting held after votes/ballots have been conducted. Booster club members interested in an officer position will be required to submit their name/position on Clear Falls Orchestra website or to a current officer to be placed on ballot. Nominations from the floor will be accepted as write-in candidates during the meeting in which the election is held as long as the nominee accepts their nomination. If there is only one candidate for any office, the election for that office may be by voice. A majority vote constitutes an election to that position. If there is more than one candidate for any office, a ballot vote will determine the majority and election to that office. Only one vote is permitted per membership, regardless of the number of family member said membership includes.

Vacancies

2.04 In the event that any vacancy occurs in the Executive Board because of death, resignation, disqualification or otherwise, the remaining members of the Executive Board shall elect a replacement for that office for the remainder of the term. The new officer shall promptly assume said title and all duties. There will be no necessity for action on the part of the members other than the recording of such occurrence in the minutes of the next General meeting.

ARTICLE 3 EXECUTIVE OFFICERS

Officers

3.01 The officers of the Executive Board shall be a President, Vice President, Treasurer, and a Secretary, and such other officers as may be appointed in accordance with the provisions of this Article. Any two or more offices may be held by the same person, except the offices of President and Treasurer. All officers shall be active members in good standing with a student active in the Clear Falls Orchestra program.

President

3.02 The President shall be the chief executive officer of the Organization. The President shall supervise and control all of the business and affairs of the Organization. The President shall preside at all meetings of the organization, of the Executive Officers and perform all duties pertaining to the office. He/she shall, with the approval of the Board and members, appoint all special committees, and he/she shall be an ex-officio member of all committees.

Vice President

3.03 The Vice President shall aid the President with all the duties pertaining to the office. If or when the President is absent, is unable to act, refuses to act, or requested by President, the Vice President shall perform the duties of the President. When a Vice President acts in place of the President, the Vice President shall have all the powers of and be subject to all the restrictions upon the President. If there is more than one (1) Vice President, the Vice Presidents shall act in place of the President in the order of the votes received when elected. He/she shall serve as chairperson of the Audit Committee and shall furnish the Board and members with the findings of said audit. He/she shall be an ex-officio member of all committees.

In the event that the office of the President is vacated for any reason, the Vice President shall automatically assume the Presidents title and role immediately for the remainder of the term along with all duties delegated to the office of President, without any action on the part of the members.

Treasurer

3.04 The treasurer shall:

- (a) Have charge and custody of and be responsible for all funds and securities of the Organization.
- (b) Receive and give receipts for moneys due and payable to the Organization from any source.
- (c) Deposit all moneys in the name of the Organization in bank account or other depositories as provided in the bylaws or as directed by the Executive Board or Orchestra Director.
- (d) Write checks and disburse funds to discharge obligations of the Organization. Funds may not be drawn from the Organization or its accounts for amounts greater than \$500.00 without the

signature of the President in addition to the signature of the Treasurer. An officer shall not sign a check that is written to himself or herself.

- (e) Maintain the financial books and keep accurate records of the Organization.
- (f) Prepare financial reports in June with the CCISD District Internal Auditor.
- (g) Create an itemized financial report at each meeting.
- (h) Work in conjunction with the Executive Board to prepare a budget for each year to be approved by the membership at a general meeting.
- (i) File sales tax reports as required by the Comptroller's Office.
- (j) File annual IRM form 990 in a timely manner.
- (k) Turn over Treasurer's books to newly elected Treasurer immediately following the annual audit performed in July.
- (l) Submit records to audit committee appointed by the Executive Board in July to perform annual financial audit.

Secretary

3.05 The Secretary shall:

- (a) Issue notices of all meetings of the organization, and shall read all communication directed to the organization at its scheduled meeting time.
- (b) Record accurate minutes of the general meetings, Executive Board meetings and keep the minutes as part of the organization records. These records shall include who was in attendance and a copy shall be furnished to the President of all minutes to be filed with the appropriate school board members.
- (c) Maintain all records for the organization including minutes, approved bylaws, current memberships & committee listing.
- (d) Perform duties as assigned by the President; conduct all correspondence of the organization and that of the office of Secretary.

ARTICLE 4 CHAIRPERSONS AND COMMITTEES

Establishment of Committees

4.01 The Executive Board may adopt a resolution by establishing one or more committees, delegate specified authority to a committee, and appointing or removing members of a committee. Volunteers shall submit their names to the officers with a request to participate in a committee. The officers will then choose the members they wish to include on said committee, with final approval by the Director.

These committees may include, but are not limited to:

- Audit Committee
- Scholarship Committee
- Banquet Committee

A committee shall include two (2) or more members, including a Chairperson and must be in good standings with the organization. The Executive Board may establish qualifications for establishment on a committee. The Executive Board may delegate to its chairman, its power to appoint and remove members of a committee. The Executive Board may remove any committees that are deemed no longer necessary.

No committee shall have the authority of the Executive Board to:

- (a) Adopt a plan of merger or a plan of consolidation with another organization.
- (b) Authorize the sale, lease or exchange of any property or assets of the Organization.
- (c) Authorize the voluntary dissolution of the Organization.
- (d) Amend, alter, or repeal the bylaws.
- (e) Elect, appoint, or remove a member of the committee or the Chairperson
- (f) Take any action outside the scope of authority delegated by the Executive Board.
- (g) Take final action on a matter that requires the approval of the members.

Term of Office

4.02 Each member of a committee shall continue to serve on the committee until the end of the physical school year. However, the term of a committee or committee member may terminate earlier if the committee is terminated or if the committee member dies, ceases to qualify, resigns, or is removed as a member. A vacancy on a committee may be filled by an appointment made by the Executive Board. A person appointed to fill a vacancy on a committee shall serve for the unexpired portion of the terminated committee member's term.

Chairperson

4.03 One member of each committee shall be designated as the Chair of the committee. The Chair shall be appointed by the Executive Board. The Chair shall call and preside at all meetings of the committee. When the Chair is absent, is unable to act, or refuses to act, the President shall perform the duties of the chair. The President can also appoint a member deemed qualified for such time to act in place of chair.

Actions of Committees

4.04 Committees shall try to take action by consensus. However, the vote of a majority of committee members present and voting at a meeting at which a quorum is present, shall be sufficient to constitute the act of the committee. A committee member who is present at a meeting and abstains from a vote is not considered to be present and voting for the purpose of determining the act of the committee. Voted actions of committees will be presented to President for approval.

ARTICLE 5 MEMBERSHIP

5.01 Membership in the Clear Falls High School Orchestra Booster Club shall be open to any person interested in the enhancement and development of the Orchestra program for all students. Any person who supports the purposes of the Organization and is willing to uphold these Bylaws and the policies of the Organization may become a member upon payment of the applicable dues. The membership dues for the upcoming school year shall be determined by the Executive Board and announced at the last general meeting of the Booster Club for the preceding school year. Membership dues shall be renewed at the commencement of each school year. In the beginning of any school year, the Board will hold not less than two (2) annual members' meetings at the date and time that the Board designates. At the last annual meeting of any school year, the members will elect the Executive Board for the preceding school year and transact any other business that may come before the meeting. If, in any year, the election of the Executive Board is not held on the day designated for the last annual meeting, or at any adjournment of the annual meeting, the Board will call a special meeting of the members, as soon as possible, to elect Executive Board.

Special Meetings

5.02 Special meetings of the members may be called by the President, the Board, or by no less than twenty-five percent (25%) of the voting members.

Place of Meetings

5.03 All meetings called by the Executive Board, general or special, will be held at Clear Falls High School unless specified otherwise. The Board may designate any place outside of CFHS to hold

any general meeting or for any special meeting with appropriate notification (not less than 5 days before meeting).

Notice of Meetings

5.04 Meetings of the Clear Falls Orchestra Booster Club Officers (Executive Board) shall be held monthly, unless it is decided unanimously by said officers to NOT meet, due to a lack of new business. General meetings of the entire Booster Club membership shall be held in the months of September, December, February, and May. Written, printed or emailed notice of any members' meetings will be delivered to each member in the manner prescribed by the Executive Board not less than five (5) days before the date of the meeting. Notice will be given by or at the direction of the President or Secretary calling the meeting.

Order of Business

5.05 The order of business shall be as follows:

- Call to order
- Reading of the minutes
- Treasurer's report
- Report of the Orchestra Director
- Committees' reports
- Unfinished business
- New business
- Announcements
- Adjournment

Roberts' Rules of Order (Revised) shall be the parliamentary authority

Eligibility to Vote at Members' Meetings

5.06 A member in good standing is entitled to vote at a meeting of the members of the Organization. A member in good standing is one who has paid all required fees and dues and is not suspended as of the date of the meeting.

Actions of Membership

5.07 The membership will try to act by consensus. However, if a consensus is not available on a matter or proposal, the vote of a majority of voting members in good standing, present and entitled vote at a meeting, is enough to constitute the act of the membership unless law or the bylaws require a greater number. Voting will be by show of hands or in such other manner as shall be prescribed by the Executive Board.

Voting by E-Mail

5.08 The Board may authorize members to vote by electronic mail on the election of the Executive Board or on any other matter that the members may vote on.

ARTICLE 6 FINANCES

Raised Money

6.01 Monies raised by the Organization shall be only used to support and further the activities of the Clear Falls Orchestra and/or its students.

Deposits

6.02 All monies received by the Organization for any purpose, shall be deposited to the credit of the Organization in a financial institution or institutions selected by resolution of the Executive Board.

Obligations and Emergencies

6.03 The President and Treasurer are authorized to discharge any financial obligation of the Organization in carrying out a project approved by the membership. The President and the Treasurer, with the approval of the Executive Board, are also authorized to make any decisions regarding emergency situations that may arise in conducting the affairs of the Organization. Only the President and Treasurer may obligate any amount up to but not exceed \$500 of the Organizations funds without a vote from the membership to approve it. Upon such actions, the President or Treasurer will make a full report to the membership at the next scheduled general meeting. Any amount exceeding \$500 must be voted on by the membership in a scheduled or specially called meeting.

Audits

6.04 The Organizations books will be audited annually by a committee comprised of at least (2) two members. The Executive Board at the last annual meeting will appoint the audit committee. The audit will take place in July after the June bank statement has been received.

ARTICLE 7
GENERAL PROVISIONS

Books and Records

7.01 The Organization shall keep correct and complete books and records of account and shall also keep minutes of the proceeds of its Executive Board. All books and records of the Organization may be inspected by any of the Executive Board for any proper purpose at any reasonable time.

Fiscal Year

7.02 The fiscal year of the Organization shall begin on the first day of August and end on the last day of July in each year.

Amendments to Bylaws

7.03 Amendments to the By-laws are to be submitted in writing for review to the Executive Board prior to any general members meeting. These bylaws may be altered, amended, or repealed and new bylaws may be adopted by a majority of the members present at a general meeting, if at least thirty (30) days written notice is given of an intention to alter, amend, or repeal these bylaws or to adopt new bylaws at such meeting.

Dissolution

7.04 In the event that the Orchestra Boosters disbands, all assets are to be distributed to the Clear Falls Orchestra activity fund.

Adopted as of the day _____ of 2023.

President of the Executive Board

Secretary