



# HAYS BAND BOOSTERS ORGANIZATION BY-LAWS

## ARTICLE I NAME OF THE ORGANIZATION

The name of this organization shall be the HAYS BAND BOOSTERS ORGANIZATION, hereinafter referred to as “HBB”. Represented within the Organization shall be: Barton Middle School, Wallace Middle School, and Jack C. Hays High School.

## ARTICLE II ARTICLES OF THE ORGANIZATION

The articles contained herein shall comprise the By-Laws for the HBB and may be amended as necessary at the pleasure of the duly constituted membership. This Organization shall operate as a 501(c) (3) non- profit organization.

## ARTICLE III PURPOSES OF THE ORGANIZATION

The purpose of the HBB is to promote the interests of students in the above-mentioned school's Band programs, and to promote closer cooperation between the Band programs, the parents, and the community.

## ARTICLE IV POLICIES OF THE ORGANIZATION

This HBB shall seek to cooperate with the school board and administrators under the guidelines and policies of the Hays Consolidated Independent School District and shall not seek to direct the Administrative activities of the school nor to control its policies. The HBB shall not be commercial, sectarian, nor partisan, but shall endeavor through various cooperative fundraising activities to obtain money for special music equipment, individual band instruction, or other activities desired but not readily fundable through regular budgetary channels.

## ARTICLE V MEMBERSHIP AND DUES

Membership in the HBB shall be made up of parents or guardians of band students. Individual voting members shall pay an annual membership fee which will entitle the voting member to one vote per agenda action item. Family voting members shall pay an annual membership fee (maximum of 2 members) which will entitle the family voting members to one vote each per agenda action item. All voting member names shall be listed on the membership forms when dues are paid to the HBB. Voting members must be present to vote. HBB general meetings are open to the public and all are welcome.



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### **ARTICLE VI MEETINGS**

General meetings of the HBB shall be held eight (8) times during the school year. Membership in attendance shall constitute a quorum for the transaction of business in any duly called meeting of the HBB.

### **ARTICLE VII ELECTION OF OFFICERS**

A nominating committee composed of three (3) voting members of the HBB, only one of whom may be a current officer of the HBB, shall be appointed by the President. Only those who are duly constituted voting members of this HBB are eligible to vote. Officers shall be elected by secret ballot. Members of the Executive Committee shall immediately count the ballots and make known the results. Elections shall be held at the last general meeting of the year.

### **ARTICLE VIII TERM OF OFFICE**

Each officer of the HBB shall be elected and installed at the last general meeting of the year. After the installation of newly elected officers, their terms shall begin. Terms of the outgoing officers shall be considered terminated at that time. The Executive Committee shall fill any vacancy that may occur during the year.

### **ARTICLE IX EXECUTIVE COMMITTEE**

The Executive Committee shall be composed of The President, Vice President(s), Secretary, Treasurer and the Director of Bands, ex-officio. The Executive Committee shall hold meetings monthly prior to the General Meeting or as necessary. The Executive Committee shall meet upon call by the President or at the request of any two members of the committee. A majority of the Executive Committee shall constitute a quorum. A majority shall be defined as one more than half of those members.

Duties of the Executive Committee shall be as follows:

- To transact necessary business of the HBB between general meetings or other business that may be referred to it by the membership.
- To create standing committees when necessary and approve the plans of the committees.
- To fill any vacancy that may occur.
- Disburse funds of the approved budget per Hays CISD and UIL booster guidelines. No one shall be a co-signer on a check that is payable to her/himself.



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### ARTICLE X DUTIES OF THE OFFICERS

Duties of the President shall be as follows:

- To preside at all meetings of the HBB and all meetings of the Executive Committee.
- To appoint members to all committees.
- To institute meetings of the Executive Committee as deemed necessary.
- To be an ex-officio member of all committees except the Nominating Committee.
- To co-sign checks with Treasurer, Vice President, or Secretary if Treasurer is unable to sign as primary signatory.
- To collaborate with Treasurer on deposits and custody of all funds belonging to the HBB.
- Other duties as mutually agreed.

Duties of the Vice-President(s) shall be as follows:

- To attend all meetings of the HBB or preside at any HBB or Executive Committee meeting in the absence of the President.
- To be responsible for obtaining assistance in, and coordinating efforts for, local fund raising activities of Hays High School, and Middle Schools.
- To co-sign checks with the President, Treasurer, or Secretary acting as cosigner.
- Other duties as mutually agreed.

Duties of the Secretary shall be as follows:

- To attend all meetings of the HBB and all meetings of the Executive Committee.
- To record the minutes of all meetings of the HBB, and all minutes of the Executive Committee meetings.
- To keep membership records.
- To co-sign checks and perform other duties as necessary (correspondence needs, etc).
- To ensure the posting to the website the draft minutes of the previous meeting and provide notification to all voting members, who have provided a current and correct email address, one week prior to the next general meeting.
- Other duties as mutually agreed.



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Duties of the Treasurer shall be as follows:

- To attend all meetings of the HBB and all meetings of the Executive Committee.
- To create, with collaboration from the Executive Board, each annual budget. The budget for the next school year shall be presented to the general membership for adoption by the voting members at the last HBB meeting of each school year.
- To collaborate with President on deposits and custody of all funds belonging to the HBB.
- When cash or checks are received, the following rules apply:
  - Checks may be accepted only for sponsorship payments
  - An acceptable check should contain maker's name, address, and phone number.
  - Post-dated checks are not accepted.
  - Checks received for deposit will immediately be endorsed with the statement "For Deposit Only" and the club name and account number.
  - All income must be counted and recorded with a deposit record including 2 signatures.
  - Checks or cash must be deposited within 3 business days.
- To keep a full and accurate account of the receipts and expenditures of the HBB.
- To make disbursements as authorized.

All receipts must be received by the President or Treasurer within 30 days of the date of the receipt to be eligible for reimbursement. If the receipt is not received within 30 days, the items purchased will be considered a donation to HBB.

- To present monthly financial statements to the Executive Committee at the Executive Board Meetings.
- To present a financial statement at each meeting of the HBB and at other times when requested. To sign all checks with the President, Vice President or Secretary acting as cosigner.
- The Treasurer shall be responsible for maintaining up to date bank signature cards listing current officers authorized to sign on the accounts and removing officers no longer serving the organization.



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- To submit accounts annually for audit by a committee of three (3), to be appointed by the President. The committee will make a written report of its findings and submit to the Executive Committee.
- Complete financial information to submit to Accountant for taxes and file the tax return each year by the due date.  
Review Tax return with President prior to filing
- Make copy of tax return and forward to the Director of Bands after filing.
- Other duties as mutually agreed.

ALL OFFICERS SHALL DELIVER TO THEIR SUCCESSORS ALL OFFICIAL MATERIAL WITHIN THIRTY (30) DAYS FOLLOWING THE MEETING IN WHICH NEW OFFICERS WERE INSTALLED.

### ARTICLE XI AMENDMENTS

These By-Laws may be amended at any regular meeting of the HBB by a two-thirds vote of the voting members present, provided that notice of the proposed amendment shall have been given at the previous meeting. These By-Laws shall be reviewed by the voting membership and adopted at the last HBB meeting of each school year.

### ARTICLE XII RESPONSIBILITY OF CHAIRPERSON

- The Chairperson of each committee is responsible for making sure that contemporaneous written records are kept of all meetings.
- The Chairperson is responsible for forwarding said minutes to the President within one week after each meeting.
- It is the responsibility of the Chairperson to inform the boosters of any decisions made by the committee
- It is the responsibility of the Chairperson to submit a budget of planned income and expenses to the Executive Board for approval ninety (90) days prior to any event that will generate greater than \$50 in expenses. Any changes in expenditures need to come to the executive board prior to spending or committing to the expense for approval.

**ARTICLE XIII  
CONFLICT OF INTEREST POLICY**

Members of the board of directors (board members) HBB serve in a fiduciary capacity and owe a duty of care, a duty of obedience, and a duty of loyalty to HBB. Board members shall conduct themselves with integrity and honesty and act in the best interests of HBB. Disclosure by a board member of any potential or actual conflict of interest is required by the standard of good faith and for the benefit of HBB and protection of each individual. In consideration of our HBB, for the protection of its integrity and its 501(c)(3) status, and for our protection, we, the undersigned officers, individually, during our terms of office, shall:

- Abide by and represent our HBB bylaws, the policies, positions, procedures, purposes and mission statement;
- Discharge the duties and responsibilities of our individual offices with fidelity, integrity, and honesty and declare any and all personal and/or extended family conflicts of interest with HBB issues, decisions, and funds are involved;
- Not misuse the HBB's federal tax-exempt status or exemption from sales tax for personal or unauthorized purposes nor disburse funds for any purpose other than authorized, budgeted HBB programs, projects, and activities.
- Refrain from making slanderous or defamatory comments regarding any individual or organization.
- Follow the HBB guidelines for fund-raising.
- Abide by the following conflict of interest policy:

Board members and/or their families shall not use their relation to HBB for financial, professional, business, employment, personal, and/or political gain.

A conflict of interest exists when a board member would have to participate in the deliberation or decision of any issue of HBB while, at the same time, the board member and/or his/her extended family has financial, professional, business, employment, personal and/or political interests outside HBB that could predispose or bias the board member to a particular view, goal or decision.

Board members shall declare to the officers of HBB conflicts of interest (stating the nature of the conflict and pertinent information as appropriate) between their duties of HBB and their and/or their extended families' financial, professional, business, employment, personal and/or political interests.



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When a conflict of interest is declared, the board members shall not use his/her personal influence of position to affect the outcome of this vote and shall leave the room during deliberations and the vote. The minutes of the meeting shall reflect that a conflict of interest was declared.

We, the undersigned board members, have read and agree to abide by this policy and understand that the failure to adhere to the above guidelines may result in the termination of the undersigned as board members and will require the immediate return of all HBB property, documents and materials belonging to this HBB.

### **ARTICLE XIV PARLIAMENTARY AUTHORITY**

Roberts Rules of Order, latest edition shall govern in all cases, when not in conflict with these By-Laws.

### **ARTICLE XV DISSOLUTION**

Dissolution of HBB can be dissolved by resolution, failure of the Executive Board to function as determined by the Hays independent School District, or by inactivity. "Inactivity" shall be defined as failure of the organization to meet for a period of 18 months or longer.

A resolution to dissolve passed by a majority vote of the Board may be presented at a meeting of the general membership provided that notice in writing be sent to each Member at least two weeks prior to such meeting. A two-thirds ( $\frac{2}{3}$ ) vote of Voting Members present shall be required to approve the resolution

Upon dissolution of HBB whether by resolution, by failure of the Executive Board to function, or by inactivity, the executive board, after paying or making provision for the payment of the liabilities of the organization shall distribute all of the assets of the organization to the Hays High School band program, with the intent that the assets be used to further the purposes of the organization to benefit the band students.



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## HAYS BAND BOOSTERS CONFLICT OF INTEREST AGREEMENT

*Each Officer shall obtain the appropriate signatures on this form, make a copy of the form(s) for all signers, and keep the signed originals) with the secretary of the HBB.*

Amended and adopted on \_\_\_\_\_

<u>POSITION</u>	<u>NAME</u>	<u>DATE</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____