

**BY-LAWS OF THE FLOYD CENTRAL HIGH SCHOOL
BAND BOOSTERS ASSOCIATION, INC.
A NON-PROFIT CORPORATION
FLOYDS KNOBS, INDIANA**

ARTICLE I – NAME AND PURPOSE

Section 1.01. Name. The legal name of the organization shall be the Floyd Central High School Band Boosters Association, Inc. (“Boosters”). The organization may also be referred to as the FCHS Band Boosters, the FC Band Boosters, or the FCBB.

Section 1.02. Non-profit status. This organization is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the non-profit corporation statutes of the State of Indiana.

Section 1.03. Purpose. The purpose of the organization is to support all of the Floyd Central High School (“Floyd Central”) and Highland Hill Middle School (collectively, “Schools”) band programs including, but not limited to, concert bands, marching band, pep band, jazz band, winter percussion, winter guard, and any ensembles (“Band”). The Boosters will achieve this by:

- A. Providing financial support to the Band by conducting fundraising activities and soliciting charitable donations;
- B. Organizing and executing various Band-related activities and events, including the annual Highlander Invitational;
- C. Assisting the Band Directors as needed in the planning and logistics of Band performances;
- D. Promoting the Band’s activities and achievements throughout the Schools, Schools corporations, and community;
- E. Chaperoning and supervising Band students during Band-related activities;
- F. Helping the Band Directors recruit new Band members;
- G. Maintaining effective communications with the Band Director and Boosters members;
- H. Stimulating a spirit of fellowship among the Boosters members, Band students and Band Directors;
- I. Fostering a sense of unity between the high school and middle school band programs;
- J. Providing, organizing and maintaining various supplies and equipment necessary for Band activities;
- K. Advocating for the best interests of the Band; and
- L. Any other activity which in the opinion of the Floyd Central Band Director and Executive Board (as hereinafter defined) are necessary or advisable in furthering the Band.

ARTICLE II – MEMBERSHIP & GENERAL BOOSTERS MEETINGS

Section 2.01. Voting members. The voting membership of the Boosters (“Active Members”) shall consist of all parents or guardians of students currently participating in the Band. Voting membership ends upon the Band student’s resignation or separation from participation in the Band, effective no later than the first day of the following semester or the end of the membership year, whichever comes first.

Section 2.02. Non-voting members. The non-voting membership of the Boosters (“Honorary Members”) shall consist of persons who have contributed or wish to contribute to the objectives of the Boosters. Honorary membership may be granted upon recommendation of the Executive Board, and voted upon by the Active Members. Honorary membership may be terminated at the discretion of the Executive Board.

Section 2.03. General meetings. General Booster meetings shall be scheduled on the second Tuesday of each month. Additional meetings may be called by joint agreement of the President and Band Director. Meetings may also be rescheduled or cancelled with joint agreement of the President and Band Director. Any changes to the meeting schedule must be communicated in a timely manner to the Active Members and Honorary Members (collectively, “Members”).

Section 2.04. Quorum. The quorum for general meetings shall be six Active Members of the organization, including the President or Vice-President and the Band Director.

Section 2.05. Voting. The approval of a majority of Active Members present at a meeting of the Members at which a quorum is present shall be required to approve matters brought before the Members for approval.

ARTICLE III – OFFICER ELECTIONS & TERMS OF OFFICE

Section 3.01. Officers. The Officers of the organization shall be President, Vice-President, Secretary and Treasurer.

Section 3.02. Nominations. Officers may be nominated by any Active Member at the March meeting. Nominations shall be publicized to the Members prior to the April meeting.

Section 3.03. Qualifications. Officers must have a student participating in the Floyd Central Band for the duration of the term of office.

Section 3.04. Elections. Election shall be by a simple majority at the April meeting, provided a quorum is present. If there is only one candidate running for an office, the vote may be done by voice vote and recorded as such in the meeting minutes. All other voting will be conducted by ballot vote, and counted by the Band Director.

For continuity, Officers shall be elected in alternating years. The President and Secretary shall be elected in odd years, and the Vice-President and Treasurer shall be elected in even years

Section 3.05. Terms. Officers shall serve a two-year term and may serve no more than two consecutive terms in the same office. The term shall begin at the May meeting in the year they were elected and end at the May meeting two years later.

Section 3.06. Co-Officers. Any position on the Executive Board may be shared by two individuals as Co-Officers. Co-Officers must be nominated and elected as Co-Officers, and shall serve the same term of office unless their different terms of office are approved by the Booster membership when the prospective Co-Officers are elected. In the event two members agree to serve as Co-Officers, they may divide the duties of the office between them as they deem appropriate, but each co-officer shall remain responsible for all duties of the office. Only one vote will be recorded for a position held by Co-Officers. If one co-officer resigns or is removed from office, the remaining co-officer shall continue to serve as the sole officer in that position of the duration of his or her elected term.

Section 3.07. Vacancies.

- A. If there is a vacancy in any of the four elected officers, the following steps are to be taken:
 1. Within two weeks of the notification/creation of vacancy, the membership shall be notified of the vacancy via all communication tools other than phone messenger (Website, Booster meeting, etc.) The notification will include, but is not limited to, (i) statement of the position that is vacant, (ii) the effective date of the vacancy, and (iii) a call for nominations to fill the vacancy.
 2. At the next membership meeting, nominated people shall be presented and a vote taken.
 3. The above steps will be repeated each month until the vacancy is filled.
- B. If the vacancy is that of President, the Vice-President shall assume the duties of the President until a new person is voted into the position of President. Once a new President has been voted upon, the Vice-President shall return to the role of Vice-President.
- C. The “replacement” will complete the remaining term of the vacated position. For example, if the vacancy is created 6 months into the term, the “replacement” will serve for 18 months.
- D. If the “replacement” serves a term greater than 11 months, than that will count as a term. The “replacement” would then be allowed to serve only one additional term in that office.
- E. If the “replacement” serves a term equal to or less than 11 months, than the “replacement” can be elected up to two terms in the same office.
- F. It is recommended, but not required, that any person that runs for a board position have a record of attending booster meetings.

If there is a vacancy in the office of the President, the Vice-President will become the new President. If there are any other vacancies in elected offices, the executive board shall appoint a replacement to complete the remaining term. Once an appointed term is expired, that officer can still be elected to serve up to two terms in the same office.

Section 3.08. Removal from Office. In the event that any officer of the Boosters fails to fulfill the responsibilities of the position as stated these Bylaws, the Executive Board shall issue a written warning detailing the areas of concern. The warning shall be approved by a majority vote of the other Executive Board members and the Floyd Central Band Director. If the officer fails to address the issue within 30 days, the Executive Board shall vote to remove the Officer. Results are effective immediately. An Officer may also be removed for cause by a majority vote of the other members of the Executive Board and approval of the Floyd Central Band Director. Cause may include, but not be limited to, misfeasance, dishonesty or any other action which is harmful to the Boosters or the School band program. In that case, removal will be effective immediately, without a written warning.

ARTICLE IV – EXECUTIVE BOARD

Section 4.01. General Powers. All corporate power shall be exercised by or under the authority of, and the business and affairs of the Boosters shall be managed under the direction of, the Board of Directors of the Boosters (“Executive Board”), subject to any limitations set forth in the Articles.

Section 4.02. Membership. The Executive Board shall consist of the four Officers elected by the Active Members and, any Active Members appointed by the Executive Board and voted on by the Active Members (“Members-at-Large”). The Floyd Central Band Director shall be a non-voting ex officio member of the Executive Board.

Section 4.03. Quorum. The greater of three members of the Executive Board or one-third (1/3) of the number of members of the Executive Board shall constitute a quorum of the Executive Board; provided, however, that if less than a majority of the members of the Executive Board are present at a meeting of the Executive Board, a majority of the members of the Executive Board present may adjourn the meeting without further notice.

Section 4.04. Duties.

A. The Executive Board:

1. Shall meet quarterly, or more often as needed.
2. Shall coordinate its activities with the Floyd Central Band Director.
3. Shall carry out the stated purposes of the Boosters as outlined in Article II.

B. The President:

1. Shall preside at and set the agenda for all Executive Board meetings and meetings of the Members.
2. May call a special meeting of the Executive Board at any time.
3. Is authorized to co-sign all checks appropriately presented for payment by the Treasurer.
4. Shall act as the Boosters' representative for purposes of consulting and coordinating with the Band Director(s), principal, and School districts in all matters unless the President designates a different representative.
5. Is authorized to approve and sign all other documents on behalf of the organization, including contracts, correspondence, tax returns, legal or business-related filings, or any other necessary transactions.
6. Shall serve as an ex officio member of all committees, as outlined in Article VI below.

C. The Vice-President:

1. Shall preside at all meetings in the absence of the President.
2. Shall assume the duties of President if the President is unable or unwilling to perform his or her duties for any reason.
3. Shall assist the President in all activities of the organization.
4. Shall chair the annual Highlander Invitational band contest.

D. The Secretary:

1. Shall record minutes of monthly Booster meetings and present those minutes for approval at the next Booster meeting.
2. Shall record minutes of Executive Board meetings.
3. Shall maintain a permanent file of all meeting minutes.
4. Shall be responsible for official Boosters correspondence such as thank you notes and acknowledgments of sponsor donations.
5. Shall maintain current and past copies of the bylaws, and make amendments to the document as needed per Article VIII below.

E. The Treasurer:

1. Shall ensure all financial activity is done in compliance with the approved financial procedures outlined in Article V below.
2. Shall keep accurate records of any disbursements, income, and bank account information.
3. Shall promptly pay any bills presented for payment and approved by the Executive Board.
4. Shall promptly deposit all payments in the Boosters bank account(s) and maintain an accurate balance of the account(s) at all times.
5. Shall present a treasurer's report at each monthly Boosters meeting.
6. Shall present monthly bank account reconciliations, including a memo description for all checks written, and a year-end financial statement to the Executive Board.
7. Shall complete and submit the following annual filings:
 - (a) Federal Form 990-EZ to the IRS,
 - (b) Indiana Form NP-20 (State Form 51062) to the Indiana Department of Revenue,
 - (c) And Business Entity Report to the Indiana Secretary of State.
8. Shall file Form ROC-1 (State Form 52039) with the Indiana Department of Revenue to update the responsible officer information any time there is a change in the Executive Board.
9. Shall maintain the permanent financial records at the end of each fiscal year.

ARTICLE V – FINANCES

Section 5.01. Fiscal year. The fiscal year for the organization is June 1 – May 31.

Section 5.02. Bank accounts. The Treasurer shall maintain and keep records for the Boosters checking account. Additional accounts may be operated if approved by the Executive Board.

Section 5.03. Disbursements. Documentation must be provided for each disbursement, which can consist of an invoice, an email, or copies of receipts for reimbursement. The Executive Board shall approve all unplanned expenses.

Two authorized signatures are required on all disbursements. Authorized signatures shall be the Floyd Central Band Director, President, or Treasurer. Married couples cannot co-sign. In the event that two of the approved signatories are married, an alternate signatory can be approved from and by the Executive Board for the duration of the term.

All payments must be made by check (no cash) in order to maintain record of the transactions.

Section 5.04. Deposits. All items received for payment shall be endorsed "For Deposit Only" along with the respective account number and deposited to the appropriate Boosters bank account.

Section 5.05. Financial reports. The Treasurer shall present monthly bank account reconciliations and a year-end financial statement to the Executive Board and the Floyd Central Band Director.

Section 5.06. Financial filings. The Treasurer shall file annual tax returns and other documents as appropriate to the IRS or State of Indiana.

ARTICLE VI – COMMITTEES & MEMBERS-AT-LARGE

Section 6.01. Committees. The Executive Board may create such standing and special committees as it may deem necessary to promote the objectives and carry on the work of the Boosters. Any Member may serve on a committee. Committee chairs will be appointed by the Executive Board and must be Active Members. The President shall serve as an ex officio member of all committees.

Committees shall provide a report for each monthly Members meeting. Committee chairs shall keep an accurate record in writing of expenses, parties contacted, methods of operation and other important information in a year-end or end-of-event report presented to the President for purposes of continuity.

Section 6.02. Members-at-Large. Members-at-Large will be voting members of the Executive Board. Their duties will be ad hoc depending on the needs of the Boosters as determined by the Executive Board. To become a Member-at-Large (“MAL”), the following steps are taken:

- A. A majority vote of the Executive Board is needed to nominate a person for the MAL position. The Executive Board may take the nomination vote whenever it feels needed provided appropriate records are taken and a record of the vote is kept.
- B. The Executive Board will present the nominee(s) to the Membership for their approval at the first booster meeting following the Executive Board vote.
- C. Voting shall be majority of members at the Membership meeting. Each nominee will be voted upon as an individual, not a team.
- D. The MAL shall serve until the conclusion of the fiscal period in which voted. For example, if voted to a MAL position in October, the MAL will serve until May 31.
- E. There is no limit to the number of times a MAL can be nominated. However, they must go through the same process each time.

Section 6.03. Student Representatives. The intent of this policy is to develop a representative group of students from the band program (“Student Representatives”) to interact directly with the Band Boosters. The students will be a connection to the Band Boosters allowing the students to express opinions on band activities, communicate Band Booster activities and needs to the students, and gain a vested interest in the Band Booster activities.

A. Composition.

Student Representatives will be a committee of five (5) students made as follows:

1. The primary Field Commander.
2. One representative from each of the following sections: Low Brass, Percussion, Color Guard and Woodwinds.
 - (a) The four section representatives will also be composed of one person from each grade. The grade level to group can change each year provided that all grade levels are represented. The following is an example, but not a requirement, of the sectional representatives: Low Brass – Senior; Percussion – Junior; Color Guard – sophomore; Woodwinds – freshman
 - (b) Should it be deemed appropriate, the Band Director may deviate from the class composition structure. An example is if no sophomore is available/desire to serve, the Band Director may appoint a non-sophomore.

B. Recruitment.

1. Band Director will solicit interest from the students in the method he thinks best for the sectional representatives. Upon receipt of the names, the Band Director will filter for those students that are appropriate for the role. Criteria to use, but not limited to, is (1) academics, (2) communication skills, (3) responsibility, and (4) initiative.
2. Band Director will review the “filtered” names and decide the best methodology of filling the four positions, be it selection or opening to student voting. It is recommended, but not required, that the students be allowed to vote.
3. Positions are to be filled by end of the school year to accommodate the Term dates. An exception would be for the freshman position, which can be filled with the start of the new school year, however no later than the end of August.

C. Term. The positions are effective from June 1 through May 31.

ARTICLE VII – FUNDRAISING

Section 7.01. Fundraising approval. All Boosters fundraisers shall be approved by the Executive Board and the Floyd Central Band Director.

Section 7.02. Collection of funds. The President or Treasurer shall be responsible for collecting all funds, unless another Member is delegated to be responsible. All funds must be presented to the Treasurer for deposit and record-keeping.

ARTICLE VIII – AMENDMENTS

The Bylaws may be amended by a two-thirds vote of the Active Members at any regular or specially called meeting of the Members, provided that a quorum was established. Notice of the proposed amendment shall have been filed with the Secretary of the Boosters and a copy presented at the meeting preceding the one at which it is to be considered for adoption, or a copy of the proposed amendment has been sent to the Members prior to the meeting at which it is to be considered for adoption.

ARTICLE IX – FINAL AUTHORITY

The Floyd Central Band Director and Principal have final approval over all Executive Board and Boosters decisions, to ensure all actions by the Boosters are in the best interests of the Band and the Schools.

ARTICLE X – DISSOLUTION

Section 10.01. Dissolution approval. If at any time the Boosters are not fulfilling its stated purpose, the Floyd Central Band Director and/or Principal may recommend to the superintendent and the board of trustees that the Boosters be dissolved.

Section 10.02. Distribution of Assets. Upon dissolution of the Boosters, the Executive Board, after paying or making provision for payment of the liabilities of the Boosters, shall distribute all of the assets of the Boosters to the Floyd Central Band, with the intent that the assets be used to further the purposes of the Floyd Central Band to benefit the Floyd Central band students.

By-Laws amended and approved June 13, 2017.