

BUCHHOLZ BAND BOOSTERS, INC.

A Corporation Not for Profit

BY-LAWS

Adopted April 12, 2016

Adopted with Amendments — November 14, 2017

ARTICLE I. NAME

The name of this corporation (or “organization”) will be Buchholz Band Boosters, Inc.

ARTICLE II. PURPOSE

The objects and purposes of the corporation will be to advance the best interests of the Buchholz High School Band by giving support such as the purchase of band uniforms and equipment, aiding in band trips or performances as requested by the Band Director, and encouraging the love of music in the school.

ARTICLE III. MEMBERSHIP

Parents or legal guardians of any band student are eligible for membership with voting rights. Past band parents or patrons interested in furthering the objects and purposes of this organization are eligible for membership as ex-officio, non-voting members.

The Band Director, Assistant Director and Auxiliary Coordinator shall have full membership privileges.

Only members with an active band student may serve as officers or have voting privileges.

ARTICLE IV. DUES

There are no dues required for membership in this organization.

ARTICLE V. BOOSTER MEETINGS

Section 1. SCHEDULE. The Board of Directors and the general membership of Buchholz Band Boosters, Inc. will meet together, quarterly at a minimum, unless otherwise specified by the Board of Directors.

Section 2. QUORUM. A quorum will be the voting members present at a regular or called meeting of the corporation.

ARTICLE VI. BOARD OF DIRECTORS

Section 1. COMPOSITION. The voting members of the Board of Directors will consist of the elected officers. The Band Director and Assistant Director will serve as ex-officio, non-voting, advisory members of the Board in accordance with the rules of the School Board of Alachua County (SBAC). The Member-at-Large, if appointed, will serve as an advisory, non-voting member.

Section 2. OFFICERS. The elected officers of the Buchholz Band Boosters, Inc. will be President; First Vice President of Special Projects; Second Vice President of Fundraising; Third Vice President of Travel; Secretary; Treasurer - Receivables and Treasurer - Disbursements. Each elected officer will have one vote. Elected offices may not be shared. However, officers may delegate certain duties with the approval of the Board of Directors.

Section 3. COMMITTEE CHAIRPERSONS. The appointed standing committee chairpersons are Uniform, Volunteer, Public Relations, Communications, and Aviance.

Section 4. TERM. The term of office for the Board of Directors will be one year, but elected officers may be eligible for any office for a consecutive term or terms.

Section 5. DUTIES. The Board of Directors will be empowered to transact all business of the Buchholz Band Boosters, Inc. not reserved in the general membership, subject to review and direction by the general membership in meeting assemblies.

Section 6. BOARD MEETINGS. The Board of Directors will meet once a month during the academic year, twice during the summer and as called by the President and/or Band Director.

All outgoing officers and committee chairpersons will submit a written report summarizing the activities of their office for the past year at the May Board meeting. These reports will be transmitted to the appropriate incoming officers and chairpersons at the transition meeting and a copy will be placed in the permanent file held by the Secretary.

The first board meeting of the summer will serve as the transition meeting between the outgoing and incoming Boards and will include a detailed review of the By-Laws and Budget.

Section 7. ELECTED OFFICERS.

Additional specific policies and guidelines relating to duties and responsibilities of elected officers may be detailed in a separate document approved by the Board of Directors.

PRESIDENT: The President will preside at all regular meetings of the Board of Directors and at all Booster meetings. The President will perform the usual duties of the office, and with the approval of the Board of Directors will appoint all committee chairpersons; will serve as a member ex-officio of all permanent and special committees and serve as liaison to the Band Director(s). The President in consultation with the Band Director will establish the Board and Booster meeting agendas.

The Standing Committee Chairpersons appointed by the President with Board approval will be: Uniform, Volunteer, Public Relations, Communications, and Aviance, and any other committee chairpersons as deemed necessary.

FIRST VICE PRESIDENT OF SPECIAL PROJECTS: The First Vice President will assume the duties of President in the absence of the President. The First Vice President will be responsible for coordinating all Special Projects and organizing special band functions as assigned by the President.

SECOND VICE PRESIDENT OF FUNDRAISING: The Second Vice President will assume duties of the President in the absence of the President and the First Vice President. The Second Vice President will be responsible for coordinating all fundraising activities.

THIRD VICE PRESIDENT OF TRAVEL: The Third Vice President will assume the duties of the President in the absence of the President, First Vice President and Second Vice President. The Third Vice President will be responsible for coordinating with Band Director the organization of all student travel which requires overnight accommodations and/or modes of transportation other than district school buses. The Third Vice President will also serve as the Section Parent Coordinator.

SECRETARY: The Secretary will keep minutes of all Board and Booster meetings and will have custody of the By-Laws, the archive of meeting minutes and all other records of the corporation. The Secretary will attend to all correspondence of the Corporation.

TREASURER(S): The Treasurers have care and custody of all monies of the corporation and will be responsible for all funds of the corporation. The Treasurers will serve on the Finance Committee in preparing the budget. The Treasurers will provide financial reports at the monthly meetings of the Board. The most recent bank statements will be made available for review at all Board meetings. A copy of financial reports will be provided to the Secretary and attached to the recorded meeting minutes.

TREASURER- RECEIVABLES: The Treasurer - Receivables will process all payments made to the Buchholz Band Boosters, Inc. The Treasurer - Receivables will maintain a record of students' Fairshare and communicate with

families regarding the status of those accounts. The Treasurer-Receiveables will keep a record of students' performance travel accounts and any other student purchases.

TREASURER - DISBURSEMENTS: The Treasurer - Disbursements will distribute funds of the Buchholz Band Boosters, Inc. in accordance with the approved budget and as authorized by the Board of Directors. The Treasurer - Disbursements will submit and file any applicable State and Federal Tax forms and certificates/registrations. The services of an outside accountant may be enlisted as required with prior Board approval.

MEMBER-AT-LARGE: The position of Member-at-Large will be appointed only when more than 75% of a nominated slate of officers have not held a previous board position and will be elected at the same time as the officers. The Member-at-Large must be a past member of the Board of Directors who will remain on the Board for an additional term and will serve in a non-voting, advisory role.

Section 8. APPOINTED COMMITTEE CHAIRPERSONS.

The chairpersons appointed by the President and approved by the Board will supervise the work of their committee and recruit volunteers to fulfill its obligations. Chairmen will attend Board and Booster meetings as requested by the President and provide reports on the activities of their committee.

UNIFORM CHAIR: The Uniform Chair has general responsibility for the issue and care of the marching uniforms, under uniforms and concert uniforms.

VOLUNTEER CHAIR: The Volunteer Chair is responsible for recruiting and scheduling chaperones, medical staff and other volunteers for all band functions in accordance with the policies and guidelines of the School Board of Alachua County and the Buchholz Band Boosters, Inc.

PUBLIC RELATIONS CHAIR: The Public Relations Chair is responsible for all publicity of the organization (e.g., general advertising and newspaper) and will coordinate with the Band Director and the committee chairpersons responsible for organizing Band events. The Public Relations Chair is also responsible for developing corporate relationships/sponsorships and maintaining and fostering relationships with band alumni.

COMMUNICATIONS CHAIR: The Communications Chair will work with the Band Director to maintain the official band web site. The Communications Chair will oversee the band's online store and post updates to the band's social media accounts. The Communication Chair will coordinate the work of the official band photographer, professional photographers and associated volunteers.

AVIANCE CHAIR: The Aviance Chair will serve as a liaison between the Board of Directors and the Aviance Visual Ensemble Group. The Aviance Chair will work with the Finance Committee to ensure coordination between the annual budget and anticipated Aviance expenses. The Aviance chair will submit any proposed changes to the Aviance fee schedule to the Board of Directors for approval.

Other committees may be created by the President with their duties specified by the President. Certain duties of the five (5) standing committees may be delegated to other committees as deemed necessary by the President.

Section 9. NOMINATION COMMITTEE. Volunteers will be solicited to serve on the Nomination Committee. A Nomination Committee will consist of three or five members, affirmed by the President and approved by the Board of Directors no later than the March meeting. The Band Director may participate in the nomination process in an advisory role; however, the Band Director will not carry a vote. The Nominating Committee will present a slate of one or more candidates for each elected office. These candidates will be presented at the April Band Booster Meeting for a vote. Other nominations may be made from the floor at the time of election.

Section 10. ELECTIONS. The election will be held at the April Booster Meeting. The election will consist of a single ballot. Majority vote of the members present will elect. Officers will assume their responsibilities at the June meeting of the Board of Directors.

Section 11. VACANCIES. If a vacancy occurs in the office of President, the position is automatically filled by the First Vice President. Other vacancies for the unexpired term will be filled by interim appointment by the

President until the next Booster meeting, when an election will be held. Any committee vacancy shall be filled by Presidential appointment.

Section 12. QUORUM. A quorum for conducting business of the Board of Directors shall be two-thirds of the members of the Board.

Section 13. REMOVAL. A Board member can be removed from office with a two-thirds vote of the Board of Directors. Grounds for removal will include ethical or moral violations as outlined in SBAC By-Laws and Policies on School Volunteers. Immediate suspension by a three-fourths vote of the Board of Directors for any ethical or moral violation may be appropriate.

Removal may also occur for non-ethical or non-moral violations such as nonattendance at meetings, working against the principles and purposes of the organization, or other instances of non-fulfillment of their required duties as outlined in the By-Laws or any additional Policy and Guidelines document.

The Board member will be notified in writing of the accusations and of the Board's planned removal proceedings. The Board member will have the privilege of being present at a special or regular meeting of the Board of Directors at which the charges will be considered and the vote taken. The accused member will not participate in final deliberation or vote. However, the Board member will be permitted to provide the Board with any and all relevant information. The Board meeting minutes will reflect that the accusation was disclosed and discussed and Board member did not vote on the matter.

ARTICLE VII. FINANCES

Section 1. FINANCIAL AUTHORITY. The approval of the Board of Directors will be required for the expenditure of any and all Booster funds. The annual budget will be used to guide the activities during the year, including serving as approval for anticipated expenditures. Any deviation from the budget must be pre-approved by the Board of Directors.

Section 2. FAIRSHARE. Fairshare amounts, payment schedules, and policies will be reviewed annually by the Board of Directors. Fairshare will be based on a preliminary annual budget for the following year created by the Finance Committee. Funds earned or paid by students and designated for fairshare are credited to their individual fairshare accounts.

Section 3. STUDENT PERFORMANCE TRAVEL ACCOUNTS. Funds earned or paid by students and designated for performance travel accounts are credited to their individual performance travel accounts.

Section 4. END OF YEAR BALANCE. Each outgoing board must leave in the treasury a sum equal to the unpaid bills and/or obligations for which the outgoing Board of Directors is responsible.

Section 5. BUDGET. The Finance Committee will prepare and present an annual budget to the Board of Directors for approval that strives to meet the program requirements. The Finance Committee, at minimum, will consist of the Treasurers and the Band Director. The Board of Directors will approve the annual budget no later than the July Board of Directors Meeting. The approved annual budget will be presented to the general membership no later than the September meeting. The Fiscal Year will run June 1st to May 31st.

Section 6. AUDIT. The Treasury accounts will be reviewed no later than thirty (30) days following the fiscal year end of May 31st by an outside auditor or an auditing committee of not less than three members appointed by the President and approved by the Board of Directors. The Audit Committee may not include previous Treasurers.

Section 7. FINANCIAL CONTROLS. The Board of Directors, at its discretion, may establish a separate, written policy regarding specific financial controls that will be in compliance with the SBAC policies and procedures.

ARTICLE VIII. CONFLICTS OF INTEREST

Section 1. EXISTENCE OF CONFLICT, DISCLOSURE. Directors, officers, employees and contractors of Corporation should refrain from any actions or activities that impair, or appear to impair, their objectivity in the performance of their duties on behalf of the Corporation. A conflict of interest may exist when the direct, personal, financial or other interest(s) of any director, officer, staff member or contractor competes or appears to compete with the interests of the Corporation. If any such conflict of interest arises the interested person will call it to the attention of the Board of Directors for resolution. If the conflict relates to a matter requiring board action, such person will not vote on the matter. When there is a doubt as to whether any conflict of interest exists, the matter will be resolved by a vote of the Board of Directors, excluding the person who is the subject of the possible conflict.

Section 2. NONPARTICIPATION IN VOTE. The person having a conflict will not participate in the final deliberation or decision regarding the matter under consideration and will retire from the room in which the Board is meeting. However, the person may be permitted to provide the Board with any and all relevant information.

Section 3. MINUTES OF MEETING. The minutes of the meeting of the Board will reflect that the conflict was disclosed and the interested person was not present during the final discussion or vote and did not vote on the matter.

Section 4. ANNUAL REVIEW. A copy of this conflict of interest statement will be furnished to each director or officer, employee and/or contractor who is presently serving the Corporation, or who hereafter becomes associated with the Corporation. This policy will be reviewed annually for information and guidance of directors and officers, staff members and contractors, and new officers and directors. Staff members and contractors will be advised of the policy upon undertaking the duties of their offices.

ARTICLE IX. INDEMNIFICATION

Every member of the Board of Directors, officer or employee of the Corporation may be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board, officer or employee 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.

ARTICLE X. AMENDMENTS

The By-Laws may be amended by majority vote of the members present at any regular or called meeting of the corporation, providing the proposed amendment(s) are submitted in writing at a previous meeting held not less than 30 days previously. The amendments must be approved by the Board of Directors prior to being submitted to the members.

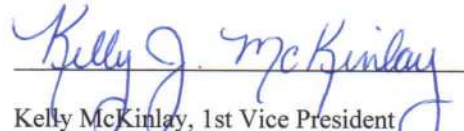
ARTICLE XI. PARLIAMENTARY AUTHORITY


Parliamentary authority shall be Robert's Rules of Order Newly Revised on all matters not specifically covered in these By-Laws.

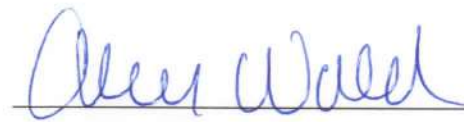
-- End of Buchholz Band Boosters, Inc. By-Laws --

The forgoing are the adopted By-Laws of the Buchholz Band Boosters, Inc., a corporation not-for profit under the laws of the State of Florida and Section 501(c)(3) of the Internal Revenue Code of 1954, approved and adopted at a meeting of the corporation on the 12th day of April, 2016, and amended at a meeting of the corporation on the 14th day of November, 2017.



Linda Meling, President

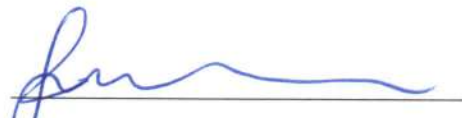

Kelly McKinlay, 1st Vice President


Lisa Zunkel, 2nd Vice President


Alicia Walker, 3rd Vice President


Melissa Kury, Treasurer – Disbursements


Catherine Lawton, Treasurer – Receivables


Jennifer Boe, Secretary