

WOLVERINE BAND BOOSTERS ASSOCIATION BY-LAWS

Amended: August 1997; January 1998; January 2004; September 2006

ARTICLE I. PURPOSE

The Wolverine Band Boosters Association has been organized to operate as a non-profit support organization exclusively for the Wellington Community High School Band program. The band program consists of all the school bands and the auxiliary unit(s).

Said organization is organized exclusively for the charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE II. LOCATION

The principal office of the association, at which the general business of the association will be transacted and where the records of the association will be kept, will be at such place in Palm Beach County, Florida, as may be fixed from time to time by the board of directors. Unless otherwise fixed, it will be at the residence of the recording secretary.

ARTICLE III. MEMBERS

Section 1. Qualifications for Membership

When a student is accepted into the band program at Wellington Community High School, his/her parent(s) or legal guardian(s) will automatically become members of the Wolverine Band Boosters Association. Each member will retain membership in the Band Boosters Association for as long as their student(s) are enrolled in the Wellington Community High School Band Program.

Section 2. Purpose

The purpose of the association is to:

- a. Assist in the raising of funds for support of the band program.
- b. Provide chaperones for band functions when needed.
- c. Other needs as may be required by the band program and/or the Band Director(s).

Section 3. Associate Members

Members who graduate their band student may retain membership in the Band Boosters Association, or any person who wishes to support the Band Boosters Association can obtain voting membership upon approval of a majority of the members at any legally called meeting of the membership. Any Associate Member may be removed with or without cause by the Board of Directors by a vote of the majority of all the board members. The matter of removal may be acted upon at any meeting of the board, provided that notice of intention to consider said removal has been given to each board member and to the Associate Member affected at least fourteen days previously.

Section 4. Meetings

Regular membership meetings will be held on the first Thursday of each month, or on alternate days as determined by the Band Director(s) and/or President. Notice of a regular meeting will be conveyed to each member in a timely manner prior to the date such meeting is to be held. Special meetings of the members may be called by the President of the Association and/or the Band Director(s) of the Wellington Community High School Band. Membership meetings will be chaired by the Association President, or Vice President(s) in the President's absence.

Section 5. Voting

Quorum will be ten members of the Wolverine Band Boosters Association, which includes any members of the Board of Directors.

Members may not vote by proxy at any meeting of the members.

ARTICLE IV. OFFICERS

Section 1. The officers of this Association will be a President, Vice President(s), Recording Secretary, Treasurer, and Financial Secretary.

Section 2. Election of new Officers or election of current Officers to a concurrent term will be the first item of new business at the regular meeting of the Association held in March. Officers will be elected by a majority vote of the current membership in attendance at that meeting.

Section 3. Any officer may be removed with or without cause by the Board of Directors by a vote of the majority of all the board members. The matter of removal may be acted upon at any meeting of the board, provided that notice of intention to consider said removal has been given to each board member and to the officer affected at least fourteen days previously.

Section 4. In the event of a vacancy in any office, the unexpired portion of the term may be filled via an election by the board of directors.

Section 5. The President shall have the responsibility to govern the activities of the Association in accordance with the Articles of Incorporation and By-laws. To do this, the President shall become familiar with such documents. The President shall appoint Chair(s) of the Standing and Special Committees in consultation with the Band Director(s). In selecting committee chair(s), the President shall give consideration to a wide representation of members and association members and that those selected will support the purposes of the Association. Committee chair(s) shall be selected in a manner which will enable them to become familiar with their duties prior to their officially becoming responsible. The President shall be an ex-officio member of all committees. He or she will execute on behalf of the association all contracts, conveyances, and other instruments in writing that may be required or authorized by the Board of Directors for the proper and necessary transaction of the business of the association.

Section 6. The Vice President(s) shall preside at the regular and special meetings of the Association and the meetings of the Board of Directors in the absence or disability of the President. The Vice President(s) shall assist the President in administering the decisions of all meetings of the Association and the Board of Directors. The Vice President(s) shall also recruit and train chaperones as needed and perform other duties as assigned by the President.

Section 7. The Recording Secretary will be the custodian of all books, correspondence and paper relating to the business of the association, except those of the treasurer, and he or she will keep at the registered or principal office a record giving the names and addresses of the members entitled to vote.

Section 8. The Treasurer will have general charge of the finances of the association. When necessary and proper, he or she will endorse on behalf of the association all checks, drafts, notes and other obligations and evidences of the payment of money to association or coming into his or her possession; and he or she will deposit the same, together with all other funds of the association coming into his or her possession, in such bank or banks as may be selected by the Board of Directors. He or she will keep full and accurate records of all receipts and disbursements of the association, which will be open at all times to the inspection of any member of the Band Boosters Association. The treasurer shall be responsible for the delegation of the preparation and filing of all tax reports required by Federal, State and local Governments in a timely manner. He or she will present for the Association, at its monthly meeting, his or her report as treasurer of the association and will from time to time make such other reports to the Board of Directors as it may require.

Section 9. The responsibilities of Financial Secretary shall include the collection of funds, maintaining records of student credits towards the established band budget, verifying the deposits with the treasurer, and updating and posting the budget status reports on a monthly basis.

Section 10. Any Officer of the association, in addition to the powers conferred upon him or her by these bylaws, will have such additional powers and perform such additional duties as may be prescribed from time to time by said board.

Section 11. Any individual member of the Association may hold only one Officer position during the year.

Section 12. The Band Director(s) will: 1) Represent the educational needs of the students and mandates of the School District of Palm Beach County; 2) Supplement the duties of the President when help or clarification is beneficial to the goals of the program; 3) Exercise veto authority on issues contrary to the good of the band program or which hinder the effectiveness of the Association, and 4) Be available to promote the authority and efficiency of all members of the Board.

ARTICLE V. STANDING COMMITTEES

Each committee chair(s) shall keep a notebook of his/her activities, which will be passed on to the incoming chair(s). The Band Director(s) shall be ex-officio members of all standing and special committees. The chair(s) shall be responsible for reporting all receipts and expenditures of the committee.

Section 1. Ways and Means Committee

The Ways and Means Committee shall consist of the Chair(s) and as many members as necessary. The Chair(s) shall recruit the other members of the committee.

It shall be the responsibility of the Ways and Means Committee to administer all fund-raising activities of the Association as required by the budget. The Chair(s) shall appoint an individual to organize and be responsible for each specific fund-raising event sponsored by the Association,

including but not limited to (when held): candy sales, pledge events, brochure sales, dinner concerts, and other sales events. The individuals appointed to be responsible for each specific fund-raising event shall be responsible for: maintaining the account records for the event; providing information to the Chair(s), who will forward this to the financial secretary regarding allocation of amounts to individual budgets; and forwarding the actual funds to the Chair(s), who will forward to the Treasurer for deposit to the Association bank account. All funds from single-day fund-raising events shall be deposited with the Treasurer and accounted for with the Financial Secretary by the seventh day following the completion of the event. Longer-term fund-raising events, such as candy sales and concessions, will be reported to the Financial Secretary on a regular basis. The event coordinators will report to, and coordinate with, the Ways and Means Chair(s) as necessary. Each fund-raising activity shall be brought to the attention of the Board of Directors in its early formative stage for approval.

Section 1A. Football Program Representative(s)

It shall be the responsibility of the Football Program Representative(s) to plan, produce, and coordinate the selling of the programs for each of the Home Football Games. The Football Program Representative is encouraged to actively solicit suggestions and help from all members and associate members of the Association to insure success of this important activity.

Section 1B. Concessions Representative(s)

It shall be the responsibility of the Concessions Representative(s) to coordinate, organize and schedule concessions training and activities.

Section 2. Uniform Committee

The Uniform Committee shall consist of the Chair(s) and as many members as deemed needed by the Chair(s). The Chair(s) shall recruit the other members of the committee.

It shall be the responsibility of the Uniform Committee to: issue uniforms to Band Members; maintain records of uniform issuance; store, clean and maintain returned and un-issued uniforms; order uniform repair items; and to advise the Board of Directors of uniform needs. The committee shall formulate instructions to band members that the committee deems necessary for proper uniform care and maintenance. The Uniform Committee shall also order and sell to Band Members accessory items such as T-shirts, shoes, gloves, etc.

Section 3. Communications and Public Relations Committee

The Communications Committee shall consist of the Chair(s) and as many members deemed needed by the Chair(s). The Chair(s) shall recruit the other members of the committee.

It shall be the responsibility of the Communications Committee to provide direct communication links between the Board of Directors and the Band Director(s), and the members and associate members of the Association as well as the general public. This will include, but not be limited to: maintenance of the band email list; maintenance of the band web site; and print and news media as related to community events as necessary (all print and news media will be forwarded to the band director(s), who will then forward to the appropriate WHS administration personnel for publication.)

Section 4. Equipment Committee

The Equipment Committee shall consist of the Chair(s) and as many members deemed necessary by the Chair(s). The Chair(s) shall recruit the other members of the committee.

It shall be the responsibility of the Equipment Committee to transport, maintain and construct necessary equipment, and to secure supplies as deemed necessary to support all band performances and events. The Chair(s) will coordinate, train and supervise the field crew volunteers, and designate members to perform functions related to the transportation and handling of equipment.

Section 5. Auxiliary Representative

The Auxiliary Representative(s) to the Board will be a parent(s) of an active student(s) in the auxiliary unit(s). The Auxiliary Representative(s) will maintain communication between the Board and the auxiliary unit(s) and their instructor(s), acting as a liaison regarding the support needs and activities of the auxiliary unit(s). The Auxiliary Representative(s) will: assist with the collection of auxiliary uniform fees; administer auxiliary fund-raisers; maintain records of student credits towards the established auxiliary uniform accounts; and update and post the auxiliary uniform account reports on a monthly basis.

ARTICLE VI. BOARD OF DIRECTORS

Section 1. The members of the Board of Directors shall consist of the elected Officers of the Association, the Chair(s) of the Standing Committees, and the Band Director(s). The Immediate Past-President of the Association will serve on the Board of Directors as advisor, a non-voting position which is not counted towards quorum.

The President of the Association shall be considered the executive officer in all matters concerning the Board of Directors.

Section 2. The term of each Director of the Association will be one year. A Director may serve an unlimited number of terms. The term of each Director shall be from June 1st through May 31st.

Section 3. If a director dies, resigns, or is removed, the board may elect a director to serve for the duration of the unexpired term.

Section 4. Any director may be removed from the Band Boosters Board of Directors by an affirmative vote of the majority of Directors present at an official meeting of the board. Notice of the proposed removal will be given to members with the notice of the meeting. The Director involved will be given an opportunity to be present and heard at the meeting at which his or her removal is to be considered.

Meetings of the Board of Directors

Section 1. The Board of Directors will hold regular meetings at least six times each calendar year at such place as may be designated in the notice of the meeting.

Section 2. Special meetings of the Board of Directors may be called at any time by the President of the Association, or in his/her absence by the Vice Presidents(s) and/or by the Band Director(s).

Section 3. Notice of regular, special and annual meetings will be conveyed in a timely manner prior to the day such meeting is to be held.

Section 4. At all meetings of the Board of Directors the elected officers, the Band Director(s), and 1 chair of each standing committee will be entitled to cast one vote on any motion coming before the board. The presence of a majority of the voting members will constitute a quorum at any meeting of the Board of Directors.

Section 5. At a meeting at which there is a quorum present, a simple majority affirmative vote of the directors present is required to pass a motion before the board.

Section 6. Proxy voting will not be permitted.

Section 7. Robert's Rules of Order will be the authority for all questions of procedure at any meetings of the association.

ARTICLE VII. MISCELLANEOUS

Section 1. The association will have the power to purchase or procure insurance for the purpose of indemnifying any member of the Association and the Association itself.

Section 2. The Board of Directors may authorize any officer or member of the association to enter into any contract or execute and deliver any instrument in the name of, and on behalf of, the Association. Such authority may be general or confirmed to specific instances.

Section 3. All checks, drafts and other orders for payment of funds will be signed by such officers or other persons as the Board of Directors may designate from time to time. All documents obligating the Association for an amount of \$3,000.00 or more shall require two authorized signatures. Authorized signatures shall be the Treasurer of the Association, along with the President and/or the Vice President(s).

Section 4. All books and records of the Association may be inspected by any member or his or her agent or attorney for any proper purpose at any reasonable time.

Section 5. The fiscal year of the Association will be July 1st through June 30th.

Section 6. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, 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. 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 of public office. 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 federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 7. Nominating Committee (Temporary Committee)

The Nominating Committee shall consist of the Chair(s), the Band Director(s), and at least three (3) members of the Association. The President and Band Director(s) shall appoint the Chair(s) and the members of the Committee. The President shall announce the appointment of the Committee no later than the regular meeting of the Association held in January of each year.

It shall be the responsibility of the Nominating Committee to provide at least one candidate for each Association office. The committee shall submit the names of the candidates to the President prior to the meeting of the Board of Directors held prior to the regular meeting of the Association held in March. The names of the candidates will be announced at this Board meeting.

At the regular meeting of the Association held in March of each year, the Chair(s) of the Nominating Committee shall present the slate of candidates to the members and associate members present. The President shall then relinquish the chair to the Chair(s) of the Nominating Committee, who shall proceed to accept nominations from the floor and conduct the Election of Officers. After the election has been completed, the chair shall be returned to the President. The Committee shall then be discharged by the President.

Section 8. Other Committees

The President or the Band Director(s) may appoint special committees from time to time as the need arises, such as Scholarship Committee, etc.

ARTICLE VIII. AMENDMENTS

Section 1. The Board of Directors may amend these bylaws to include or omit any provision that it could lawfully include or omit at the time the amendment is made. Upon written notice of at least 30 days, any number of amendments or an entire revision of the bylaws may be submitted and voted upon at a single meeting of the Board of Directors and will be adopted at such meeting upon receiving a majority vote of the Board of Directors.

ARTICLE IX. DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes. Primary assignment of all assets will be to the Band's account in the Wellington High School.