



BAND BOOSTERS BY-LAWS

**Amended and Restated
Effective May 9, 2023**

ROBINSON BAND BOOSTERS, INC. BY-LAWS

ARTICLE I - NAME, PURPOSE AND TAX STATUS

Section 1. Name

Robinson Band Boosters, Inc. hereinafter referred to as the "Band Boosters", is a non-profit organization formed and operating under the laws of the State of North Carolina.

Section 2. Purpose

The purposes of the Band Boosters shall be to assist, sponsor and support, financially and otherwise, the band program at Jay M Robinson High School in Cabarrus County, North Carolina (hereinafter called the "JMRHS Band") in its various competitions, concerts, and other events and to assist with the purchase of items and services that are not otherwise available through the appropriated school budget.

Section 3. Basic Policies

- i. The Band Boosters is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any further tax code.
- ii. These purposes of the Band Boosters shall be carried out in a manner consistent with all applicable laws, these by-laws, the Articles of Incorporation of the Boosters, and any policies, rules, handbooks, ordinances, etc. that may from time to time be promulgated by the Cabarrus County Board of Education or the Cabarrus County Board of Commissioners that are applicable to Boosters organizations of Cabarrus County Schools.
- iii. No part of the net earnings of the Band Boosters shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons except that the Band Boosters shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of purposes set forth in the Band Boosters' Articles of Incorporation and these bylaws.
- iv. Band Boosters shall be non-commercial, non-sectarian, and non-partisan.
- v. Notwithstanding any other provisions of the Articles of Incorporation of the Band Boosters or these bylaws, the Band Boosters shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the United States Internal Revenue Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of said Code.
- vi. Where they are applicable and not inconsistent with these By-Laws or special rules of order the Band Boosters may legally adopt, the rules contained in the current edition of Robert's Rules of Order Newly revised shall govern the Band Boosters in all cases, including the Board meetings, except when doing so would be inconsistent with these By-Laws or special rules of order

Section 4. Distributions Upon Dissolution.

Upon dissolution of the Band Boosters, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Band Boosters, dispose of all of the assets of the Band Boosters exclusively used for the purposes of the Band Boosters in such manner to Jay M Robinson High School or the Cabarrus County School Board. Should those entities not accept such assets then disposal of said assets shall go to such organization or organizations organized and operated exclusively for religious, charitable, educational, scientific or literary purposes as shall at the time qualify as an exempt organization's, or organizations under Section 501(c)(3) of the United States Internal Revenue Code as the Board of Directors shall determine, or to Federal, state, or local governments to be used exclusively for public purposes. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the Band Boosters is then located, exclusively for such purposes or to such organizations, such as the court shall determine, which are organized and operated exclusively for such purposes, or to such governments for such purposes.

ARTICLE II- MEMBERSHIP

Section 1. Membership

Membership in the Band Boosters is open to interested individuals as described herein.

Section 2. Types of Membership

There shall be two types of members in the Band Boosters: General Boosters Members and Administrative Members. All members should have a Cabarrus County volunteer form on file before working with students.

A. General Boosters Membership

A General Boosters Member is the parent, legal guardian or legal custodian of a student participating in any of the various instrumental, ensemble or guard units of the Jay M Robinson High School Band Program. These are referred to as "Boosters Members".

Such Boosters Member shall continue to be a member of the Band Boosters until such time as the earliest of one of the following occurs: the student whose enrollment in the Band qualified such Boosters Member for membership in the Band Boosters resigns, graduates, or otherwise ceases to be enrolled in the Band; or the Boosters member is otherwise removed from membership in accordance with these by-laws.

Except as otherwise specified herein, Boosters Members shall have full voting rights on all issues that properly come before the membership of the Band Boosters for a vote.

Votes by email or webform are prohibited.

For purposes of this Article, enrollment means that a student has completed and submitted the necessary registration documents to be in the band program.

Eligibility to be a Boosters Member for parents, legal guardians, or the legal custodians of an enrolling eighth (8th) grade student begins at the beginning of the Fiscal year (June 1st) that first follows the 8th grade student enrollment, but only if the conditions noted above are met.

B. Administrative Members

The following persons are eligible to become Administrative Members of the Band Boosters, at the discretion of the Band Boosters, may be added to serve in an administrative role. This Administrative member is not required to have an active student enrolled in a current Band program. However, they may assist as needed in any of the aforementioned positions.

Administrative Members are not eligible to serve on the Board of Directors or as an Officer. The membership of an Administrative Member shall continue until such member resigns, or the Board of Directors determines their assistance is no longer needed or is otherwise removed in accordance with these by-laws, whichever occurs first.

Section 3. Removal and Suspension of Members

Complaint Submitted: A complaint can be submitted by any Boosters Member or student to the Band Director, Board President or School Administration.

Complaint Mediation: Every Boosters Member in the situation has a right to defend and explain their actions. The Boosters President, Band Director and School Administration will meet with all parties involved to discuss and resolve the situation. Successfully mediated grievances should be fully reported to the Executive Board within 7 days.

If the complaint is unresolved, the Board of Directors will meet in a closed session to discuss and reach a resolution. All parties have a right to be present in the closed session to defend and explain their actions. The Board

of Directors shall only consider first-hand information when ascertaining if allegations brought forward warrant the removal or suspension of a member.

A Boosters Member may be removed from the Boosters, or suspended from attending meetings, by a two-thirds (2/3) majority vote of the Board of Directors (with voting authority) for reasons of misconduct or inappropriate actions. Only the Board of Directors with voting authority shall be present during voting decision.

In lieu of suspension, Boosters members can have their voting privileges suspended for a set period of time as determined by the Board.

Inappropriate actions include but are not limited to:

- i. Belligerent and rude behavior around any students and/or Boosters Members of JMRHS Band while working at band program events or otherwise;
- ii. Repeated interruptions at any Band Boosters meeting;
- iii. Misuse or illegal use of alcohol, tobacco, vaping or the illegal use of any controlled substances while chaperoning students, or while working at or during a band event or function.
- iv. Any discrimination, harassment and bullying as defined by the Cabarrus County Schools Student Code of Conduct.
- v. Failure to return funds raised or remaining products as agreed.

For the purposes of this Section, two or more occurrences shall be deemed to be "repeated" occurrences.

Should the Board of Directors vote to take any disciplinary action against a member, the Board shall notify the affected member in writing as to their actions.

ARTICLE III BOOSTERS MEETINGS

Section 1. Place of Meetings

All Boosters meetings can be held at Jay M Robinson High School and/or virtually.

Section 2. Boosters Meetings

The members of the Band Boosters shall meet once a month from June through the following May. Members shall be given a minimum of 14-day notice of any regular Boosters meeting. The President may occasionally change the meeting date due to holidays or other band events with a minimum of one week notice to the membership.

Section 3. Special Meetings

Special meetings of the membership may be called at any time by the President, or thirty percent (30%) of the Boosters Members, with a minimum of three-day notice to all members entitled to attend such special meeting.

ARTICLE IV - QUORUM

Upon the giving of proper notice for a regular or special membership, board, or committee meeting to all members entitled to attend such meeting, the voting members in attendance and entitled to vote at such meeting shall constitute a quorum and only voting members shall have voting privileges.

ARTICLE V- BOARD OF DIRECTORS

Section 1. Structure of the Executive Board of Directors

The Board of Directors ("The Board") shall be elected from among members of the Band Boosters and it is comprised of the following positions:

- i. The Executive Board consisting of the President, Vice Presidents, Secretary and Treasurer. Each of which are voting members of the Board of Directors (except the President);
- ii. (1) Parent/Guardian Class Representatives from each grade level (9th through 12th grades): (1) Parent/Guardian Guard Representatives shall be appointed and serve on the Board. The Class Representatives and the Guard Representative shall each have one vote on the Board;
- iii. The President will vote only in a tie situation;
- iv. The Chairmen of the standing and ad hoc committees, Band Director and School Administration serve as non-voting, ex officio members; and,
- v. Non-voting members of the Board of Directors are Assistant Treasurer, Assistant V.P. of Hospitality, and any alternate Class/Guard Representatives.

Section 2. Duties and Meetings

It shall be the duty of the Board of Directors to ensure that the purpose and mission of the Band Boosters is carried out in an effective, planned manner, consistent with North Carolina law, these by-laws are conducive with the fiduciary trust placed in them by the membership.

Regular Meetings. The Board of Directors shall meet prior to all regularly scheduled Band Boosters meetings at a time and place established by the President.

Special Meetings. The Board of Directors may also meet from time to time as called by the President or by at least thirty percent (30%) of the Board of Directors requesting one with no less than three (3) days prior notice given thereof to all persons entitled to attend such meeting.

On an annual basis in May, the Board shall review the proposed budget(s) from the Treasurer and Band Director , the Board shall submit the proposed budget for the upcoming year to the Boosters for a vote prior to the start of each season.

The Board shall ensure periodic, effective, timely communication with the Boosters regarding Band Boosters activities and fundraising events.

ARTICLE VI- OFFICERS

Section 1. Qualifications

Officers must be a member of the Band Boosters. In addition to the duties listed for each office below, officers agree to those other and further duties as may be, from time to time, requested by the President and Vice Presidents. If at any time the student whose enrollment in the Band qualifies an officer to be a voting member of the Band Boosters ceases to be enrolled in the JMRHS band program, the officer shall be removed within ten (10) days of the board being notified. The removed officer's position shall be replaced by special vote as noted in Section 5 of this Article.

Section 2. Duties and Transfer of Records

With exception of the Treasurer, the officers of the Band Boosters shall transfer all records under their control to their respective successor(s) within fifteen (15) days of the newly elected officer(s) taking office, but no later than May 30th. The Treasurer shall ensure a timely transfer of the Band Boosters' financial records and fair share accounts to the incoming Treasurer within seven (7) days of the newly elected Treasurer assuming the duties of Treasurer (June 1st). The outgoing board will work with the incoming board as needed up until June 30th to ensure continuity in the program.

The duties of each respective officer are:

A. President. (Term: One year, max of two years consecutive)

Supervise the affairs of the Boosters and the activities of the officers. The scope of the President's authority is limited. He or she shall have no governing authority in making policies or rules without the approval of the officers. Set the agenda and preside at all meetings of the officers and general membership. Ensure all appropriately needed Committee Chairs are appointed, as needed for the operation of the Boosters purpose, and be an ex-officio member of each committee. Be authorized to sign all checks when the Treasurer is unavailable. Review all new proposed projects with the Band Directors per school guidelines.

Work with the Band Director(s), Treasurer to present for approval a proposed budget to the officers prior to the regular meeting in May and to the general membership at the May regular meeting. Prepare an end-of-year report to aid the incoming President.

Oversee the Chaperone Committee and Uniform Committee and ensure timely reporting of events by the Committee Chairs. Perform additional duties as needed to ensure the smooth operation of the organization.

Note: Pit Crew Committee will have the Jay M Robinson band Director as a direct point of contact.

Assist or act in lieu of a Hospitality VP. By overseeing the Social/Activity Committees which include but are not limited to the End of Marching Season Party Committee and Band Banquet Committee and ensure timely reporting of events by the Committee Chairs. Work with student band officers to plan events.

Duties of the Past President: The Past President may serve as a non-voting member of the Executive Board, as a consultant to the new board, as the new board deems necessary. The Past President will hold office for only one year following the year of his term as President.

B. Vice President Hospitality. (Term: One year, max of two years consecutive)

This position has co-ownership of the role of VP of Fundraising. In the absence of the President, perform all the duties of the President, and when so acting, shall have all the powers of, and be subject to all restrictions as the President.

The Hospitality VP will work closely with the Secretary to ensure all band members are informed of the Band Booster onboarding process, Booster and Band communication tools, Booster meetings, etc. Hospitality VP oversees the Nomination Committee and Event Committee and is responsible for the oversight and evaluation of all social events hosted and or sponsored by the Jay M Robinson Boosters. The Hospitality VP will work with the Student Band Council to plan events. Prepare an end of year report to aid the incoming Vice-President – Hospitality. Perform additional duties as needed to ensure smooth operation of the organization

C. Vice President Fundraising. (Term: One year, max of two years consecutive)

This position has co-ownership of the role of VP of Hospitality. The Fundraising VP oversees the PRI committee and any other ad hoc committees as defined by the officers and ensures timely reporting of events by the Committee Chairs. Be responsible for the oversight and evaluation of all recurring individual and Boosters fundraisers.

Assist or act in lieu of a Hospitality VP by overseeing the Social/Activity Committees which include but are not limited to the End of Marching Season Party Committee and Band Banquet Committee and ensure timely reporting of events by the Committee Chairs. Work with student band officers to plan events.

Prepare an end of year report to aid the incoming VP Hospitality. Perform additional duties as needed to ensure smooth operation of the organization.

D. Secretary. (Term: One year, max of two years consecutive)

Keep accurate records of the organization's meetings by taking minutes, attendance, and keeping files of all handouts distributed at each meeting. Make copies of meeting minutes available when requested.

Keep all original records and documents of the Boosters, including contractual agreements correspondence received, bylaw revisions and documents created for the organization.

Provide general correspondence for the organization as needed. Post notification of all general meetings. Shall keep a current copy of the By-laws and Robert's Rules of Order, Newly Revised and shall review the By-laws with the officers at each change of personnel. Prepare an end-of-year report to aid the incoming Secretary.

Board Of Directors Secretary position will include submitting a list of proposed amendments to the Bands of Robinson By-Laws. This will be submitted at the end of the Secretary's term and amendments will be voted on annually (if needed), at minimum every 2 years.

D. Treasurer . (Term: One year, max of two years consecutive)

Be custodian of all funds of the organization, making deposits or have deposited all funds into a bank that has been selected by the officers. Disburse the funds of the organization as may be directed by the officers, taking proper vouchers for such disbursements. Receive monies due and payable to the Boosters from any source whatsoever. Receipts will be issued for all cash transactions, and others as requested. Keep and maintain adequate and correct accounts of the Boosters assets and business transactions, including accounts of its assets, liabilities, receipts, and disbursements.

Reference Treasurer handbook for additional instructions, expectations, and guidelines of the Treasurer position. This document is to be considered separate from the By-Laws but is subject to the adherence of the By-Laws. The Treasurer handbook should be reviewed by the Board of Directors annually (if needed) and at a minimum every 2 years. Any proposed amendments will be voted on by the Board of Directors.

E. Assistant Treasurer. (Term: One year, max of two years consecutive)

The Assistant Treasurer assists the Treasurer with fiscal duties as requested or assigned by the Treasurer and/or President.

F. Assistant V.P. of Hospitality. (Term: One year, max of two years consecutive)

Support V.P. of Hospitality in all duties as requested or assigned by the V.P. of Hospitality and/or President.

G. Class & Guard Representatives. (Term: One year, max of two years consecutive)

One Class Rep is needed for each grade level and one Guard Rep is needed. Reps are expected to attend every Board & Booster Meeting and facilitate/coordinate communications and activities among parents, students, and Directors. Their role is to give a voice to the grade level of students they represent. As needed or requested by either the Band Director, or Board, the class representatives, will need to communicate to their entire grade level to assess current needs or areas for improvement.

It is recommended that a Rep has a student in the class or guard of the position they are representing.

The Freshmen Class Rep will be guided by the Hospitality VP and/or the Senior Class Rep.

Sophomore, Junior, and Senior Class Repos will support the "Buddy Program" as directed by the Band Director. This program serves as a reach out and support system to new families joining the Bands of Robinson.

The Guard Rep will support both Color Guard and Winter Guard seasons and work closely with the Guard Director(s) and Band Director, as needed.

This group will also serve as the Nominations committee and will have their first meeting as such in January.

Section 3: Communications Program

Robinson Board will have active Gmail accounts for their respective positions. These emails are for the continued use of the people currently occupying the post. Therefore, the gmail account & password will be passed from end of position to the incoming board member. All Gmail accounts will be controlled by the Board Secretary. The passwords will be set and given by the Board Secretary.

- President: president.robinsonbands@gmail.com
- Hospitality VP: info.robinsonbands@gmail.com
- Fundraising VP- fvp.robinsonbands@gmail.com
- Treasurer- treasurer.robinsonbands@gmail.com
- Secretary- robinsonbands.mail@gmail.com
- PNC Coordinator- pnc.robinsonbands@gmail.com

ARTICLE VII- COMMITTEES

Section 1. Standing Committees

Standing committees shall be formed for the fiscal year. It will be the responsibility of the President to ascertain that these committees are formed. The Band Director shall be a non-voting member of all committees. The Board of Directors and/or President may add additional committees as they see fit.

These committees shall include but not be limited to:

- Pit Crew: Report to Band Director
- Chaperones: Report to President
- Communications: Report to Secretary
- Nominations: Report to President
- Uniforms: Report to President
- Events: Report to VP Hospitality
- PRI (Pride of Robinson Invitational): Report to VP Fundraising

Pit Crew Committee: (Term: One year, max of two years consecutive)

This position is primarily responsible for two facets of the marching band program:

- The instruments and equipment that are needed on the front sidelines for the performance of the marching band show.
- The props that are used on the field to visually enhance the show. He or she will organize a Pit Crew to serve the band program and band staff in the following responsibilities as they relate to front ensemble equipment, including but not limited to:
 - Transporting pit equipment to and from performance venues; 2) placing it at the correct place on the sidelines;
 - performing maintenance and repair of pit percussion equipment and carts as needed throughout the season.

The Pit Crew Chair will serve the band program and band staff in the following responsibilities as they relate to props:

- Will work closely with the director and staff to cast and realize a vision for props that will visually enhance the show.
- Aid with the construction of props and maintenance of props throughout the season.
- Transport props to and from the performance venues, placing them at the correct places on the field for each performance.

Note: It is expected that the Pit Crew Chair will solicit volunteers from within the Band Boosters organization to serve as a cohesive and collegial team throughout the season, delegating responsibilities, proportionately distributing tasks, and working together to realize the vision of the band director and staff.

Perform additional duties as needed to ensure the smooth operation of the organization. The Pit Crew Chair is expected to attend all Board and Booster Meetings.

Chaperone Committee: (Term: One year, max of two years consecutive)

Facilitate/Coordinate communication and activities of the Robinson Bands and the Booster Organization regarding volunteer and chaperone needs. Including but not limited to Football games, competitions, field trips, band camps and performances. Maintain inventory of Booster supplies. Assist with inventory when other organizations use Booster assets and authorize such use. Conduct inventory at the end of such use and collect any necessary charges incurred. This position has the authority to form a committee to establish a balance of the needs aforementioned. Sign Up Genius website and Cuttime email may be used as needed. In partnership with the President.

Communications Committee: (Term: One year, max of two years consecutive)

Coordinate communication and publicity for the Band Booster organization. Responsibilities include but are not limited to website maintenance, Booster newsletters, and publicity for band and Boosters activities. Will work with the Secretary to ensure that minutes and Boosters information is distributed promptly and accurately to all Boosters.

Nominations Committee: (Term: One year, max of two years consecutive)

Shall meet in the January Meeting to form and review what needs to be done. At the February Board meeting they will give a list to the Board, also nominations can be solicited from the Boosters meetings floor in both February and March. The Boosters will vote at the April Meeting and Positions will change at the May meeting.

Perform additional duties as needed to ensure the smooth operation of the organization.

Uniform Committee: (Term: One year, max of two years consecutive)

The Uniform Coordinator and Committee will be responsible for the maintenance of all band uniforms. This includes but is not limited to:

- Ensuring Marching Band uniforms are fitted for and assigned to each student during band camp each season, this includes alterations as needed.
- Coordinate the cleaning of band uniforms, as needed, throughout the season.
- Ensure all uniforms are accounted for at the end of each season.

Events Committee: (Term: One year, max of two years consecutive)

The Events Committee works closely with the Hospitality VP to plan events hosted by the Boosters including (but not limited to): band camp, concerts, Senior night, 8th Grade night, parades and the band banquet.

PRI Committee: (Term: One year, max of two years consecutive)

Oversees the complete operations of the Pride of Robinson Invitational band competition fundraiser hosted by the Boosters annually every October. This committee will work closely with and report to the Fundraising VP.

A separate PRI guide is maintained outside of the By-Laws. This document is to be considered separate from the By-Laws but is subject to the adherence of the By-Laws.

Section 2. Attendance and Voting Requirements

With exception of prior notification to the President or Secretary, Board members, including officers, shall attend Board and Band Boosters meetings. Failure to attend a minimum of seventy-percent (70%) of regularly scheduled meetings or missing more than three (3) consecutive meetings shall be grounds for removal.

A quorum for the transaction of business at any board meeting shall consist of 50% of voting members present at that meeting. If there is an odd number of voting members, a quorum shall be 50% rounded up to the next whole number.

Section 3. Removal and Suspension of Officers and Board Members

The officers and board members of the Band Boosters shall be subject to the same rules regarding discipline of members and appeals thereof as contained in Article II Sections 3 and 4 herein; provided, however, that the officer subject to the discipline shall not be allowed to vote on his or her discipline; and provided further that the Board of Directors of the discipline may, in their discretion, as an additional form of discipline, simply remove the officer from office but allow such officer to remain a Member of the Band Boosters.

Section 4. Elections of Officers and Terms of Office

- i. Election of Officers shall be held at the April regular membership meeting annually.
- ii. Nominations from the floor shall be accepted from members at the March regular membership meeting for those agreeing to serve. The names of all nominees shall then be submitted to the Nomination Committee, in writing, prior to the April meeting.
- iii. The method of balloting shall be decided upon by the Board of Directors in accordance with current Robert's Rules of Order.
- iv. In the event of an Office vacancy, a Special Election may be held at any time during the year provided that the membership is notified no less than two weeks in advance as to the vacancy, the list of nominees and the location and time of such election.
- v. For avoidance of doubt, elected positions will serve a one (1) year term and may be elected for a second term consecutively max.

ARTICLE VIII- FINANCIAL ACCOUNTS, CONTROLS AND FISCAL YEAR

Section 1. Fiscal Year JMRHS Band Boosters' Account

The fiscal year of the Band Boosters shall be June 1 to May 31 inclusive. All budgeting and financial accounting shall be executed on this basis.

Section 2. Fiscal Year JMRHS Band Boosters' Account

The Band Boosters may create and maintain in a local bank such accounts as the Board of Directors, with input from the Treasurer, determine as necessary for the efficient operation of the Band Boosters. Establishment and the location of such accounts shall be communicated to the Board of Directors and membership. The Treasurer, President and/or Vice President shall be signatories on all such accounts. The accounts shall be identified as the Jay M Robinson High School Band Boosters accounts. At minimum, a checking account and interest-bearing savings account in the name of the organization shall be maintained.

Section 3. Special Trip Account

A trip account to cover travel-related expenses may be opened in an interest-bearing account as deemed necessary by the Treasurer and approved by the Board of Director members.

Section 4. Prepaid Student's Contribution Account

Students exceeding their contribution amount within Student Accounts in one band year may carry over excess to the next band year. No monetary refunds may be processed from Student Account.

Section 5. Financial Accounting Controls

The Band Boosters shall authorize deposits and disbursements through its Treasurer and others in accordance with this article. Checks require two signatures, one being the Treasurer and the other being the President or in their absence the Vice President.

A. JMRHS Band Boosters Account Receipts to this fund shall be collections from fundraising projects, fair Share contributions, donations and other revenues promoted by the Band Boosters and charges imposed by the Band Boosters.

B. All monies received from Band Boosters members, the community and sponsors shall be accounted for and deposited into the general fund by the Treasurer within seven(7) business days.

C. On a monthly basis the Treasurer shall provide to the membership and board a detailed report of all receipts brought forth from all sources and all disbursements made.

D. Treasurer will ensure proper documentation and accounting for all student contribution amounts toward the general fund.

Section 8. Contract Authority

All contracts entered into on behalf of the Band Boosters shall be voted on by the Board and the membership. Approval requires a majority vote of the Board and a majority vote of the voting members in attendance at a properly called member meeting with timely notice given thereof.

All contracts require the signature of the President, or in absence of the President, the Vice President. Contracted services and items included in the Band Boosters approved budget do not require a second vote unless the contract exceeds the approved budget amount for the service by 10% or greater.

ARTICLE IX - STUDENT CONTRIBUTION PROGRAM

Section 1. Fair Share Commitment Fee

Fair Share commitment fee is established for the Band Boosters to provide a cooperative means for the achievement of the operating budget for each year. The Officers of the Band Boosters shall maintain the Fair Share commitment fee as provided in these bylaws and such resolutions as the Board of Directors or membership shall from time to time impose.

The Executive Board shall establish the student's Fair Share commitment fee amount toward the band program's approved yearly expenses. There shall be fundraising opportunities provided to help any Boosters member meet his/her student's contribution goal. Donations can be made in lieu of fundraising towards student's contribution amount.

Students exceeding their contribution amount in one band year who will be part of the band program the following year may carry over the excess contribution amount to the next band season. In order to participate in any Winter Ensembles, student must not have any unpaid or outstanding contribution amounts from the previous band and/or winter season(s).

Families with more than one band student enrolled or currently in the program as of May 1st of the current year will receive a discount for any additional student.

In the case of delinquent fees, all rights and privileges of being in the Jay M Robinson Band or school functions may be suspended until such time as fees are made current. Students/families owing a balance on their band account from the previous year must pay the balance in full by June 25th to be eligible to enroll for the upcoming year.

Examples of these rights and privileges are (but not all inclusive):

- Participating in the marching band
- Receiving any scholarship

- Participating in any trip a final decision on these privileges and rights rests with the Band Director.
- Participation in prom and/or graduation ceremonies

ARTICLE XII-WHISTLEBLOWER

All members are encouraged to report suspected or actual illegal, unethical, fraudulent, or dishonest conduct. A volunteer may report his/her concerns to any officer or the band director. The identity of the whistleblower shall remain confidential, unless the issue requires investigation by law enforcement, in which case members or the organization are subject to subpoena. The whistleblower shall receive no retaliation or retribution for a report that was provided in good faith. Whistleblowers must be cautious to avoid baseless allegations, which are allegations made with reckless disregard for their truth or falsity.

ARTICLE XIV-AMENDMENTS

These By-Laws may be amended only by a two-thirds (2/3) majority of the votes cast by Members at a regular or special membership meeting. Proposed amendments or revisions shall be provided prior to, or read at, a regular membership meeting and presented in writing to the membership no less than two-weeks prior to voting on the amendment or revisions.

ARTICLE XV-CONFLICT OF INTEREST POLICY

Section 1. Purpose.

The purpose of the conflict-of-interest policy is to protect the JMRHS Band Boosters' interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Band Boosters or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Section 2. Definitions.

A. Interested Person. Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

B. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- i. An ownership or investment interest in any entity with which the Band Boosters has a transaction or arrangement,
- ii. A compensation arrangement with the Band Boosters or with any entity or individual which the Band Boosters has a transaction or arrangement, or
- iii. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Band Boosters is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration, as well as insubstantial gifts or favors.

A financial interest is not necessarily a conflict of interest. Under Section 3, Subsection B of this Article, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Section 3. Procedures

A. Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction

or arrangement.

B. Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

C. Procedures for Addressing the Conflict of Interest.

i. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

ii. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

iii. After exercising due diligence, the governing board or committee shall determine whether the Band Boosters can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

iiii. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the JMRHS Band Boosters' best interest, for its own benefit, and whether it is fair and reasonable.

In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

D. Violations of the Conflicts of Interest Policy.

i. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

ii. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 4. Records of Proceedings.

The minutes of the governing board and all committees with board delegated powers shall contain:

A. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

B. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Section 5. Compensation

A. A voting member of the governing board who receives compensation, directly or indirectly, from the Band Boosters for services is precluded from voting on matters pertaining to that member's compensation.

B. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Band Boosters for services is precluded from voting on matters pertaining to that member's compensation.

C. No voting member of the governing board or any committee whose jurisdiction includes compensation matters

and who receives compensation, directly or indirectly, from the Band Boosters, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Section 6. Annual Statements.

Each director, principal officer and member of a committee with governing board-delegated powers shall annually sign a statement which affirms such person:

- A. Has received a copy of the conflicts of interest policy,
- B. Has read and understands the policy,
- C. Has agreed to comply with the policy, and
- D. Understands the Band Boosters is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Section 7. Periodic Reviews.

To ensure the Band Boosters operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- A. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of "arm's length" bargaining.
- B. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Band Boosters' written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Section 8. Use of Outside Experts. When conducting the periodic reviews as provided for in Section 7, the Band Boosters may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring that periodic reviews are conducted.

Approved Month, Day, Year
