

NANSEMOND RIVER BAND BOOSTER ASSOCIATION

BY-LAWS

ARTICLE I

STATEMENT OF PURPOSE

Section 1 – General Purpose.

The general purpose of the NANSEMOND RIVER BAND BOOSTER ASSOCIATION, a Virginia non-stock corporation (“Organization”) is to support the Nansemond River High School Band Program and participants within the program. This shall be accomplished in cooperation with the band director and school administration by providing moral and financial support to the participants of the Nansemond River High School Band.

Section 2 – Exempt Purposes.

The Organization is organized exclusively as a qualified arts organization within the meaning of §501(c)(3) of the Internal Revenue Code of 1986, as may be amended, (“IRC”).

Section 3 – Nondiscrimination.

No band participant, director, parent, or volunteer shall be denied benefits of the Organization or the enjoyment of any rights or privileges on the basis of race, creed, religion, national origin, sex, or marital status.

Section 4 - Mission -

The NANSEMOND RIVER BAND BOOSTER ASSOCIATION is established to support and promote the Nansemond River High School Band Program (Suffolk, VA), which includes other organizations that fall under the Nansemond River High School Band Program. The organization is guided by a core principle: engaging supporters to help support and promote the education and associated activities of the Nansemond River High School Band Program (Suffolk, VA) through effective fundraising, logistical support, and positive encouragement

ARTICLE II

POLICIES

The association, as a group or any individual representative, shall abide by all published guidelines, rules, and policies set forth by the City of Suffolk Board of Education, State Board of Education, and all local, state, and federal laws.

No part of the net earnings of the association shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the association 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 Article Third hereof.

No substantial part of the activities of the association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the association shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the association 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 Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE III MEMBERSHIP

Section 1 – General.

Membership is open to all who are interested in the support and progress of the Nansemond River High School Band program. All members are volunteers for the City of Suffolk Public Schools and **must** complete the Suffolk Public Schools (SPS) Volunteer Form on an annual basis determined by the Suffolk Public School system.

Voting: All members in good standing, with their dues paid are eligible to vote on all motions and decisions made during the general booster meetings. To be eligible to vote in the Officer elections, members must have established membership prior to December 31 of the prior year and be in good standing when the elections occur.

- A member shall be considered in “Good Standing” if the meet the following criteria:
 1. Are a parent or guardian of a current band student, or a volunteer over the age of 18 years old.
 2. Dues paid in full, as defined in the membership section
 3. Obtain volunteer status through the SPS Raptor volunteer system.

Note: Members must be able to successfully obtain volunteer status via the SPS Raptor system. Although preferred, members are not required to participate in volunteer activities in order to be considered members in good standing.

Section 2 – Dues & Terms

Dues: As determined annually by the Executive Board

Term: Annually July 1st of the current year to June 30th of the following year.

ARTICLE IV EXECUTIVE BOARD & COMMITTEES

Section 1 - Authority

The NANSEMOND RIVER BAND BOOSTER ASSOCIATION Executive Board shall be in charge of the management of all affairs, property and business of the NANSEMOND RIVER BAND BOOSTER ASSOCIATION.

Section 2 – Compensation

The Executive Officers shall receive no compensation for their service as an officer; however, they are entitled to reimbursement of out-of-pocket expenses.

Section 3 – Executive Board Elections

The President shall seek nominations beginning January 1st of the calendar year. Each nominee must accept the nomination to be added to the ballot. All nominations must be motioned and seconded prior to voting.

Executive Board elections will take place no later than the February General meeting. To be eligible to vote in the Executive Board elections, members must have established membership prior to December 31 of the prior year and be in good standing when the elections occur.

Newly elected board members will serve alongside current board members as officer-elects, until they are installed.

All officer-elects will be installed during the June general Band Booster meeting. Beginning July 1st, elected officials will assume all board business and lead the general meetings. The President may appoint a parliamentarian to rule on procedures using Robert's Rules of Order.

Section 4 – Officers

The Executive Board shall consist of the following elected officers, and appointed Parliamentarian.:

1. President
2. Vice-President
3. Treasurer
4. Secretary
5. Parliamentarian

The Executive Board shall include both voting and non-voting members. The purpose of these positions is to ensure that individuals with specific expertise, roles, or perspectives are included in executive board discussions and decision making processes.

Non-voting advisory positions

1. NRHS Director of Bands

The Nansemond River High School Director of Bands is a standing member of the Executive Board and is recognized as the representative of the Nansemond River High School Administration. As such, the Band Director shall be an ex-officio member of all committees.

2. NRHS MMW Auxiliary Representative

This position will:

- 1. Assist the Executive Board with Auxiliary matters.
- 2. Acts as a liaison between the Auxiliary Coaches, and parents.
- 3. Performs all other duties as assigned.

Section 5 – Duties of Executive Board

1. Make recommendations to the general membership and exercise supervision over the affairs of the association.
2. Authorized all non-budget expenditures up to \$500. Any amount above that, excluding emergency repair/replacement of critical equipment, must be approved by a two-third vote of the executive board.
3. Ensure that all expenditures are checks written from the association account are approved by the President and Treasurer.

Section 6 – Standing Committees

The Executive Board shall appoint and organize any committees as appropriate or necessary to carry out the functions and purposes of the band boosters. The Chairperson of each committee shall be appointed by the Executive Board and the Executive Board retains the right and final authority to determine the subject matter of programs and activities of each committee. All ex-officio officers may serve as an ex officio member on any committee.

1. Hospitality - (Concessions, Warrior Den, etc)
2. Fundraising
3. Membership
4. Band Day
5. Volunteer
6. Auxiliary

Section 6 – Vacancies and/or Removal from Office

An Executive Board member may resign at any time or may be removed by a two-third vote of the remaining Executive Board. A replacement shall be appointed by the remaining Executive Board. An officer shall be considered incapacitated if for any reason they shall be unable to fulfill their duties of their elected office, and the remaining officers shall have declared such officer incapable of service by a

two-third vote of the remaining Executive Board. "Cause shall mean (a) conviction of a felony; (b) knowing participation in transactions or activities with could jeopardize the band members or band boosters; (c) theft, embezzlement or commingling of the funds of the band booster with the funds of any such person; (d) failure to fulfill their duties of their elected office or in some way not in good standing with the band and/or the school.

A vacancy occurring during an elected office term shall be filled by the remaining Executive Board, providing consent of the individual selected has been obtained. The individual shall serve until the expiration of the term of the officer whose place had become vacant.

In the event a vacancy occurs after officer elections, but prior to new officer installation, the Officer Elect for that position will assume the vacancy for the remainder of the term and continue into their normal term.

ARTICLE VI OFFICERS DUTIES

President

1. Preside over general meetings and Executive Board meetings.
2. Maintain general charge of the business of the association.
3. Keep the Executive Board fully informed of the business of the association.
4. Coordinate with the Treasurer to establish the operating budget at the August, December, and April meetings of the school year to present to the Band Director.
5. Serve as an advisory officer following his/her term of office as "Past President."

Vice President

1. Perform the President's responsibilities and duties in the absence of the President.
2. Ensure the coordination-of, fundraising activities performed by the association.
3. Report to the President on the progress of various Committee Chairs.
4. Perform all other duties as assigned.

Treasurer

1. Ensure full and accurate records of all financial matters of the association.
2. Be responsible for billing, collection, receipt, disbursement and recording of all financial transactions in accordance with the decisions of the Executive Board and general membership.
3. Present accurate and detailed reports of all receipts and expenditures at all general and Executive Board meetings.
4. Ensure an annual audit is conducted prior to the end of the fiscal year of the association.
5. Perform all other duties as assigned.

Secretary

1. Keep an accurate record of the minutes of all general and Executive Board Meetings.
2. Be responsible for all correspondence.
3. Maintain a list of all members' contact information and membership status.
4. Maintain all electronic and social media outlets, including email and Facebook accounts.
5. Perform all other duties as assigned.

Parliamentarian

1. Assists the president to manage meetings and advises on parliamentary procedure.
2. When requested, will arrange the nominating committee's first meeting, providing information on nomination and election process.
3. Perform all other duties as assigned.

Article VI Meetings

Executive Board Meeting - The Executive Board shall meet on a monthly basis prior to the General or Annual Meeting.

Annual Meeting - The regular meeting in January shall be known as the annual meeting and shall be for the purpose of receiving reports of officers and committees, and for any other business that may arise.

1. Meetings of the Executive Board may be held monthly from July through June at a place date and time that shall be fixed by the President.

General Meeting- General Band Booster meetings shall be held each month as designated by the President.

1. Meetings may be scheduled as approved by the Executive Board but may be cancelled or rescheduled at the discretion of the Executive Board or the President in which case it shall be the responsibility of one or more members of the Executive Board to notify the membership.
2. A simple majority of the Executive Board of which one must be a President or a Vice President, and a Band Director shall constitute a majority for the transaction of business at meetings. Members present shall constitute a quorum for the transaction of business at meetings.

Committee Meetings

1. Meetings of all committees shall be held as necessary for the performance of the duties of each committee.
2. A majority vote of the members of each committee present at a regularly called meeting shall be sufficient for business transactions, recognizing that all committee actions are subject to review by the Executive Board

Section 1 - Meeting Format

It is the preference that all meetings be In-Person, but they may be virtual or a combination of the two, at the discretion of the President. Notice of meetings will be posted on the NRHS Band Booster Facebook page as well as emailed to the general membership.

Section 2 - Items of Business

The items of business at all General Meetings shall be as follows:

- Attendance sheet sign in
- Reading and approval of Secretary report including the minutes of preceding meeting
- Reading and approval of the Treasurer's report
- Report of the President and Vice President
- Committee Reports
- Old and Unfinished business
- New business
- Reports of the Band Director(s)
- Good and Welfare
- Adjournment

Section 2 - Parliamentary Authority

"Robert's Rules of Order Revised" shall be the authority on all questions of procedures not specifically stated in the Bylaws.

Article VII GENERAL PROVISIONS

Section 1 – Expenses. All checks or demands for money and notes of the Organization shall be signed by two executive officers as listed in Article 3 § 6.

No member of the Executive Board, Band Director, nor Band Booster general member may lend funds, borrow funds, or establish a line of credit or credit account in the name of the organization. Any person who makes purchases or enters into a contract on behalf of the organization without prior written approval from the Executive Board will automatically be responsible for the expense.

Section 2 – Fiscal Year.

The fiscal year of the organization shall be July 1 – June 30.

Section 3 – Annual Audit. The financial records will be audited annually.

- Outgoing officers are responsible for arranging the annual audit within thirty (30) days after the end of the year.
- The Treasurer shall submit all books and ledgers no later than June 30th
- At the discretion of the Executive Board, an independent auditor may be used for the annual audit.

Section 4 – Fundraising.

All monies raised shall be deposited into the Nansemond River Band Booster Assoc, account within seventy-two (72) hours and recorded by the treasurer.

Revenue for the operation of the organization include but are not limited to:

1. Membership dues
2. Fundraisers
3. Sponsorships
4. Donations
5. Concessions Operation

Article VIII

INDEMNITY OF OFFICERS AND DIRECTORS

The Organization shall have all the powers set forth in the Code of Virginia, which are incorporated herein by this reference. The Organization shall indemnify its Executive Board and officers as set forth in the Code of Virginia as in effect at the time of the request for indemnification. Pursuant to Virginia Code Section 13.1-870.1 the officers and directors will not be liable for acts or omissions undertaken in their capacity as an officer or director.

Article IX

IRC 501(C) (3) TAX EXEMPT PROVISIONS

Section 1 - Limitations on Activities.

No substantial part of the activities of the Organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the IRC), and the Organization shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provisions of these Bylaws, the Organization shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the IRC, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the IRC.

Section 2 - Prohibition against Private Inurement.

No part of the net earnings of the Organization shall inure to the benefit of, or be distributable to, parents, directors, 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 Organization's Mission.

Section 3 - Dissolution - Distribution of Assets.

Upon the dissolution of this Organization, the Executive Board shall, after paying or making provision for the payment of all the liabilities of the Organization, dispose of all the assets of the Organization in such manner or to such organization or organizations organized and operated exclusively for amateur athletics, charitable, educational, or such other exempt purposes as shall at the time qualify as an exempt organization or organizations under §501(c)(3) of the Code, or to a federal, state, or local government body to be used for exclusively public purposes with an emphasis for use in amateur athletics as the Executive Board shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the City of Suffolk or in the Circuit Court of the City 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.

Section 4 - Private Foundation Requirements and Restrictions.

In any taxable year in which the Organization is a private foundation as described in Section 509(a) of the IRC, the Organization (i) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the IRC, (ii) shall not engage in any act of self-dealing as defined in Section 4941(d) of the IRC, (iii) shall not retain any excess business holdings as defined in Section 4943(c) of the IRC, (iv) shall not make any investments in such manner as to subject the Organization to tax under Section 4944 of the IRC, and (v) shall not make any taxable expenditures as defined in Section 4945(d) of the IRC.

ARTICLE X

AMENDMENTS

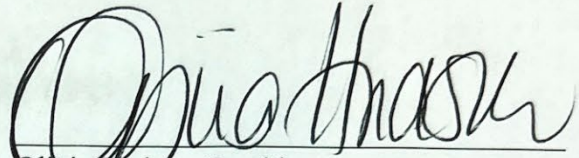
These Bylaws may be amended, repealed, or altered, in whole or in part, by a majority vote, which shall mean not less than fifty one percent (51%), of the Executive Board at any special meeting of the Executive Board.

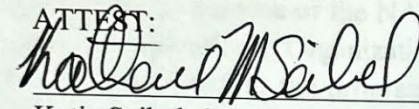
Upon amendment of the existing bylaws of the association, it shall be the duty of the secretary to ensure that a complete copy of the active bylaws is available to the general membership.

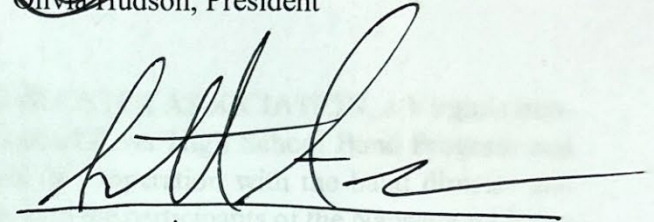
ARTICLE XI INTERPRETATION

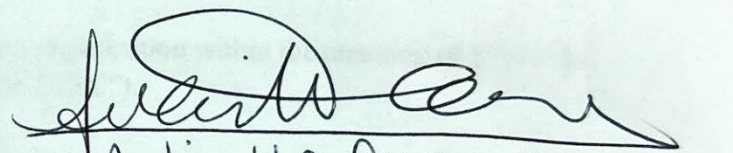
The Executive Board shall be responsible for any decision pertaining to the interpretation or intent of these Bylaws.

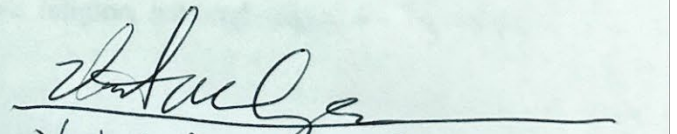
The undersigned hereby certify that the foregoing are the Bylaws adopted by the Board of Directors on this 10th day of March, 2025.


Olivia Hudson, President

ATTEST:

Katie Seibel, Secretary
KATHERINE M.


Scott Agee Vice President


Antoinette Cannon, Treasure


Victor Anaya Parliamentarian

ARTICLE II POLICIES

The association, as a group or any individual representative, shall observe all published guidelines, rules, and policies set forth by the City of Suffolk Board of Education, State Board of Education, and all local, state, and federal laws.

The net earnings of the association shall never in whole or in part be distributed to its officers, directors, or other private persons, unless the association shall be authorized and approved to give reasonable compensation for services rendered and to make payment and reimbursement of the expenses set forth in Article Third hereof.

