

The WILCOX HIGH MUSIC BOOSTERS
Operating as Wilcox Instrumental Music Boosters (WIMB)
A California Nonprofit Public Benefit Tax Exempt Corporation

CONSTITUTION AND BYLAWS

ARTICLE I

NAME, PURPOSE, AND MEMBERSHIP

Section 1: NAME

The name of the corporation is Wilcox High Music Boosters, operating as WILCOX INSTRUMENTAL MUSIC BOOSTERS (hereafter referred to in this document as WIMB).

Section 2: PURPOSE

The Wilcox High Music Boosters (WHMB) is a California nonprofit tax-exempt public benefit corporation formed solely to support the Instrumental Music Programs of Wilcox High School, in the Santa Clara Unified School District, Santa Clara, California.

Section 3: YEAR

The Fiscal Year will run from July 1 to June 30.

Section 4: MEMBERSHIP

Membership is extended to all persons who volunteer to support Instrumental Music Programs at Wilcox High School.

ARTICLE II
OFFICERS

Section 1: OFFICER TITLES

Executive Board:

The Executive Board shall consist of: 4 Elected Officers: President, Vice President, Secretary, and Treasurer and 2 Non-Elected Officers: The Wilcox High School Instrumental Music Director and Marching Programs Director.

Board:

The Board includes all the Executive Board members as well as any chairpersons and supplemental committee members appointed by the executive board each year.

Section 2: ELIGIBILITY

Each Elected Officer shall be a member of WIMB.

Section 3: TERM OF OFFICE

The term of office begins on July 1 and runs through June 30 of the following year. This coincides with the fiscal year of the corporation.

Section 4: DUTIES OF ELECTED OFFICERS

The Executive Board shall

- a) Develop the Wilcox Instrumental Music Booster's annual budget, establish and oversee committees to conduct the work of the Wilcox Instrumental Music Boosters.
- b) Appoint all the chairpersons of committees and supplemental board members from the membership.

The Board shall

- a) Establish and conduct fundraising programs
- b) Coordinate volunteers to support appearances, competitions, fundraising events and all the works of the Wilcox Instrumental Music Boosters.
- c) Approve any unbudgeted expenditures during the fiscal year by majority vote.

The President shall:

- a) Act as the executive officer of Wilcox Instrumental Music Boosters
- b) Preside at all regular and special meetings
- c) Serve as liaison with Wilcox High School and other Wilcox support organizations
- d) Coordinate communication within the school and community

The Vice President shall:

- a) Assume responsibilities of the President in the absence of the President
- b) Serve as chairperson of fundraising

The Secretary shall:

- a) Record and distribute minutes of all regular meetings and special meetings
- b) Assist with general correspondence needs of the organization
- c) Acts as custodian of all official reports and documents

The Treasurer shall:

- a) Receive and disburse all funds
- b) Keep an accurate record of all receipts and disbursements
- c) Prepare a financial summary for each Board meeting and for the Annual Report
- d) Prepare and file all required reports and returns to governmental agencies

Section 5: OFFICERS AND VOTING

Officer positions may be filled by two people with one combined vote.

Section 6: BOARD MEETINGS – The Board shall meet monthly during the school year, or at the discretion of the President.

ARTICLE IV **ELECTION OF OFFICERS IN THE EXECUTIVE BOARD**

Section 1: NOMINATIONS

Nominations for the Executive Board Officers are requested from all current members during the months of March through ~~April~~ May. Interested members may nominate themselves.

Section 2: ELECTIONS

The slate of Executive Board nominees will be voted on by the ~~outgoing Board at the May~~ during the last meeting of the fiscal year and shall be announced at the ~~last concert of the school year in May~~ next regularly scheduled meeting.

Section 3: TERMS OF OFFICE

All officers shall serve for a term of one year.

Section 4: VACANCIES

In the event of a vacancy in any elected office, the remaining elected Executive Board Officers and Program Directors shall appoint a member to fill such office for the remaining portion of the term.

Section 5: RESIGNATION

Resignations are effective upon receipt of written notice by the Executive Board Officers.

Section 6: REMOVAL

An officer can be removed from office for failure to fulfill his/her duties, after reasonable notice, by a majority vote of the Board.

ARTICLE V
OFFICERS DUTIES

Section 1: POWERS

General corporate powers are subject to the provisions of the California Nonprofit Corporation law and any limitation in the Articles of the Incorporation and these bylaws. The business and affairs of the WIMB shall be managed and all corporate powers shall be exercised by and under the direction of the WIMB Executive Board.

Section 2: DUTIES

The duties of the Board shall include reviewing all business matters as may properly come before it.

Section 3: MEETINGS

Board Meeting shall be held at least once a month during the school year in order to further the objectives of the Boosters organization.

Section 4: PROCEEDS

The proceeds of the year's operations of the corporation shall be used solely to benefit the WIMB program as set forth in Article I, Section 2 of these bylaws.

Section 5: LIMITATION OF POWER

Neither the general membership nor the WIMB Board shall have any power or authority to borrow money or incur indebtedness to encumber any current or future Board or membership liabilities of this nonprofit corporation.

Section 6: ANNUAL REPORT

The Annual report will be available to members no later than 30 days after the close of the corporations' fiscal year. This report shall contain a statement of revenue or receipts of the corporation, and a statement of the assets and any liabilities of the corporation and activities as of the end of the fiscal year.

Section 7: FUND DISBURSEMENT

All disbursements of the funds shall be approved by the Board and signed by any two of the Executive Board Officers or Program Coordinators that are designated check signers.

Section 8: DISSOLUTION

Upon dissolution of this organization, any remaining assets shall be distributed to the Instrumental Music Program at Wilcox High School if it is then in existence and organized and operated exclusively for charitable purposes and is exempt under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE VI
MEETINGS

Section 1: WIMB MEETINGS

- a) **General meetings** shall be held to conduct the business of the Wilcox High Music Boosters: to approve budget and to elect the Executive Board.
- b) **Board meetings** shall be held monthly during the school year or at the discretion of the Executive Board.

Section 2: VOTING

- a) During the **General Meeting**, each member in attendance at a WIMB general meeting is eligible to vote, one vote per household. Absentee or proxy votes are not allowed.
- b) During the **Board Meeting**, each Board member in attendance will have one vote.

Section 3: QUORUM

Five (5) members of the WIMB, present and voting, constitute a quorum for the purpose of voting.

ARTICLE VII – BYLAW AMENDMENTS

Section 1: BYLAWS REVIEW

The WIMB Executive Board shall review the bylaws of the corporation annually.

Section 2: AMENDMENT

Amendments to the bylaws may be proposed by any WIMB member. Any proposed amendments to the bylaws are to be distributed to the Board officers in writing before action is taken on them. A simple majority vote is required for adoption by the Board officers and Program Directors.

ADOPTING BYLAWS

This is to certify that the foregoing is a true and correct copy of the bylaws of the corporation named in the title of these bylaws, and that such bylaws were duly amended by WILCOX HIGH MUSIC BOOSTERS (WILCOX INSTRUMENTAL MUSIC BOOSTERS), a California nonprofit corporation on

_____.
date

Executive Board:

President – Starr Koga

Wilcox High School Music Director
Rick South

Vice President – Margaret Horoszko

Treasurer – Joe Quinlan

Wilcox High School Marching Programs
Director
David Phan

Secretary – Charity Silkebakken