

GEORGETOWN EAGLE BAND BOOSTERS BYLAWS

2211 N. Austin Ave. Georgetown, Texas 78626

Preamble

The Georgetown Eagle Band (including Colorguard and Winterguard) Boosters provides an opportunity to be involved in a program that will give encouragement and support to the GISD Fine Arts program and a high-quality band program. The desire of this organization is to support the continued development and growth of each of the band students at GHS so that each student may enjoy high quality instruction and extracurricular experiences that will contribute to a responsible, mature person both intellectually and socially.

Article I- Name

The name of the association governed by this constitution shall be the Georgetown Eagle Band Boosters; hereinafter it will be referred to as the "Boosters".

Article II — Purpose

The purpose of the Boosters is to provide the high morale necessary to maintain an exemplary band program by:

1. Providing financial support via fundraising projects for the band's unique needs that are outside the domain and purpose of school district revenues and goals and are within the U.I.L and GISD policies and guidelines; and
2. Maintaining clear communications and cooperation between band members, their parents, the Band Directors and the school administration in the pursuit of these purposes; and
3. Providing encouragement for the development and growth of a quality band program which complements and extends the educational options for band students as individual musicians and as members of a disciplined team; and
4. Providing volunteer and financial support to the Georgetown Eagle Band.

Article III — Membership

Membership shall consist of ALL parents or legal guardians of band students currently enrolled in the Georgetown High School band program or anyone interested in supporting the band program. The membership year shall be June 1 through May 31.

Parents or legal guardians who have children in the band program are eligible to vote. All other members are eligible to participate in all Booster activities but are not eligible to vote. Should a band student leave the program, the parents or legal guardians of the student may continue to participate in Band Booster activities, but they relinquish the right to vote. Band directors are non-voting members and are ex officio members of all committees.

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Article IV — Meetings

There shall be at least five announced regular meetings during the membership year. The regular meeting dates shall be set by the officers by the end of July and presented to the membership during the first week of band camp. Regular meetings may be rescheduled, or a special meeting may be called by the officers with seven days' notice. Special officer meetings may be called with three business days' notice. No meeting of the boosters, officers, committees or subcommittees may be called so that it conflicts with a scheduled band event, except on the occasion the meeting is incorporated in the event.

Article V — Officers

The Board of Officers (hereinafter referred to as the "officers") of the Boosters shall consist of these ten officers: President, First Vice-President - Sponsorship, Second Vice President - Hospitality, Third Vice President - Band Support, Secretary, Treasurer, Merchandise and Uniforms Officer, Communications Officer, Guard Representative, and Parliamentarian.

The officers shall have the general power to control and manage the affairs of the Boosters, including the establishment of committees and disbursement of funds, as needed.

The terms of office shall be the membership year, June 1 through May 31. Officers may serve a maximum of two consecutive one-year terms in one position.

It shall be the collective duty of the officers to:

1. Review and approve the annual expense and operating budget, as submitted by the President at the officers' meeting prior to the May regular meeting date. The budget will be presented to the general membership for final approval at the May regular meeting.
2. Perform any and all duties imposed on them collectively or individually by law, and by these Bylaws.
3. Supervise all officers and agents of the Boosters to assure that their duties are performed properly.
4. Meet at such times as required by these Bylaws.
5. Approve the appointment of chairpersons for all committees.

Article VI - Qualification for Office

1. Two family members may hold an officer position for any given membership year, however, only one member may be a designated signer on the bank account.
2. A candidate must be present when elected or have given previous consent to the Nominating Committee.
3. A candidate must live within the Georgetown Independent School District or have a student in the GHS Band/Guard program.
4. The candidate's student account must be in good standing for all band program fees in accordance with the contract signed at the inception of the school year.

Determination of qualifications for office will be reviewed and approved by the Band Director prior to the candidate taking office.

Article VII - Election of Officers

Nominating Committee - The Secretary shall accept volunteers to the Nominating Committee of at least three non-officer Boosters, the Band Booster President and a Band Director (as ex-officio member) during the month of February. No officer, or spouse of an officer, may serve on the Nominating Committee if running for a future office. The Secretary shall publish the slate of officer nominees with the meeting notice for March. Additional nominations shall be accepted from the floor at the March meeting. The Nominating Committee shall present the nominees for vote at the regular general meeting in April.

Election of Officers – The election of all officers of this organization shall be a majority vote of all members present at the regularly stated meeting. Should there be a tie vote for any office, re-balloting for that office only will be necessary. Voting will be via a hand vote or by ballot.

Board of Officers - The Board of Officers shall be automatically appointed via these Bylaws.

Article VIII Officer Participation

Any officer who is absent from three meetings without prior notification of the President, Band Director, or Secretary and without valid reason (as determined by the other officers) may be asked to relinquish his/her position as an officer by a majority vote of the officers.

An elected officer may be removed from office as follows:

1. By an affirmative vote of two-thirds of the Booster officers if it is determined that the officer is not fulfilling the responsibilities of the position; OR
2. Any active member of the booster organization may introduce as new business at any regularly scheduled meeting, a request for removal of any officer for non-performance of duties. The removal shall be accomplished with a majority vote of the voting membership present. The membership should make every effort to resolve problems in a manner that is in the best interest of the booster organization.
3. Becomes ineligible under the criteria listed under Article VI – Qualification for Office
at any time during their term as officer, to be monitored and managed by the Band Director.

Should an officer not fulfill their term, for any reason, the Booster officers may appoint an interim officer and/or shall seek a qualified person from membership, to fill that position. That position shall be filled at the next regularly scheduled general meeting by a majority vote of the membership present.

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Article IX — Quorum

All regularly stated meetings shall not require a definite quorum to conduct business except for motions calling for amendments or revisions to the Bylaws which must be ratified by a two-thirds majority of members present at the next regularly scheduled meeting. (See Article X.)

All called officer meetings shall have at least fifty percent (50%) of the officers present to have a quorum.

All motions must pass by at least fifty percent (50%) of those present. There shall be no proxy voting.

Article X - Amendments / Revisions

A two-week notification must be sent to all members prior to any amendments or revisions to these Bylaws. The amendment(s) or revision(s) must be submitted in writing with the notification of the meeting.

All motions calling for amendments or revisions of the Bylaws must be ratified by a two-thirds majority vote of the members present at the next regularly scheduled meeting.

No voting by proxy shall be accepted.

Article XI - Duties of Officers

The President shall:

- a. 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.
- b. Set the agenda and preside at all meetings of the officers and general membership.
- c. 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.
- d. Be authorized to sign all checks when the Treasurer is unavailable.
- e. Review all new proposed projects with the Band Directors per school guidelines.
- f. Work with the Band Director(s), and 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.
- g. Prepare an end-of-year report to aid the incoming President.
- h. Perform additional duties as needed to ensure the smooth operation of the organization.

The 1st Vice-President - Sponsorship shall:

- a. 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 the restrictions on, the President.
- b. Oversee the sponsorship and fundraising committees and any other ad hoc committees as defined by the officers and ensure timely reporting of events by the Committee Chairs.
- c. Be responsible for the oversight and evaluation of all recurring individual and Booster fundraisers.
- d. Prepare an end-of-year report to aid the incoming 1st Vice-President.
- e. Perform additional duties as needed to ensure the smooth operation of the organization.

The 2nd Vice-President - Hospitality shall:

- a. In the absence of the President and 1st Vice-President, perform all duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions on, the President.
- b. Oversee the Food Service Committee which secures food and drink services for the band students as requested by the directors and ensure timely reporting of events by the Committee Chair.
- c. Oversee 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.
- d. Work with student band officers to plan events.
- e. 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.
- f. Prepare an end of year report to aid the incoming 2nd Vice-President - Hospitality.
- g. Perform additional duties as needed to insure the smooth operation of the organization.

The 3rd Vice-President - Band Support shall:

- a. In the absence of the President, 1st Vice-President, and 2nd Vice-President perform all duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions on, the President.
- b. Oversee the Chaperone Committee, Field/Pit Crew Committee, and Equipment Transportation Committee and ensure timely reporting of events by the Committee Chairs.
- c. Maintain a list of parent volunteers.
- d. Keep records of volunteer hours.
- e. Prepare an end of year report to aid incoming 3rd Vice-President - Band Support.
- f. Perform additional duties as needed to ensure smooth operation of the organization.

The Secretary shall:

- a. Keep accurate records of the organization's meetings by taking minutes, attendance, and keeping files of all handouts distributed at each meeting.
- b. Make copies of meeting minutes available to members when requested.
- c. Keep all original records and documents of the Boosters, including contractual agreements correspondence received, bylaw revisions and documents created for the organization.
- d. Provide general correspondence for the organization as needed.
- e. f. Oversee the Nominating Committee, and provide any assistance requested.
- g. Prepare an end-of-year report to aid the incoming Secretary.
- h. Perform additional duties as needed to insure the smooth operation of the organization.

The Treasurer shall:

- a. 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.
- c. Receive monies due and payable to the Boosters from any source whatsoever. Receipts will be issued for all cash transactions, and others as requested.
- d. Keep and maintain adequate and correct accounts of the Boosters assets and business transactions, including accounts of its assets, liabilities, receipts and disbursements.
- e. Exhibit at all reasonable times the books of account and financial records to any director or officer, and whenever requested, an account of any or all transactions of the organization, to show the financial condition of the Boosters.
- f. Give to the general membership, at each regular meeting, a full report of all accounts at the time of that meeting.
- g. h. Be responsible for the filing of financial reports that are requested by GISD and responding to any questions resulting from that filing.
- i. Be responsible for arranging an annual audit of all financial records of the previous year. This audit shall be conducted before transfer of duty in May by an unaffiliated, impartial auditor. The outgoing Treasurer will review the audit with the incoming Treasurer and the audit report will be presented at the first regular meeting of the school year.
- j. Be involved with the yearly internal audit and budget process.
- k. Prepare an end-of-year report to aid the incoming Treasurer.
- l. Perform additional duties as needed to ensure the smooth operation of the organization.

The Merchandise and Uniforms Officer shall:

- a. Work with directors to create a list of required and optional merchandise to be purchased in the band store.
- b. Order and distribute all merchandise.
- c. Be responsible for fitting the band for marching uniforms and concert dress blacks.
- d. Organize and maintain uniform assignments, apolloes, wraps, and feathers.
- e. Organize wash days for uniforms.
- f. Attend all games and competitions to attend to uniform needs.
- g. Prepare an end of year report to aid incoming Merchandise and Uniforms Officer.
- h. Perform additional duties as needed to ensure the smooth operation of the organization.

The Communications Officer shall:

- a. Coordinate communication and publicity for the Band Booster organization.
- b. Post notification of all general meetings.
Oversee the Communications Committee whose responsibilities include but are not limited to website maintenance Booster newsletters, and publicity for band and booster activities.
- c. Work with the Secretary to ensure that minutes and booster information is distributed promptly and accurately to all boosters.
- d. Perform additional duties as needed to ensure the smooth operation of the organization.

The Parliamentarian shall:

- a. Act in an advisory capacity to the President on all matters of parliamentary procedures.
- b. Shall keep a current copy of the Bylaws and Robert's Rules of Order, Newly Revised and shall review the Bylaws with the officers at each change of personnel.
- c. Attend (or have his/her representative attend) all officers and all regular general or special general meetings and ensure that all meetings and proceedings are conducted in accordance with these Bylaws.
- d. Perform additional duties as needed to ensure the smooth operation of the organization.

The Guard Representative shall:

- a. Facilitate/Coordinate communication and activities of the Guard and the Booster Organization.
- b. Promote communication among parents, students and Directors.
- c. Coordinate specific "group" fundraising efforts.
- d. Work with Color and Winter Guard Director and Booster President to identify specific program costs and revenues for the booster annual budget in May.
- e. Oversee the operation, accounting and evaluation of all Guard fundraisers and functions.
- f. Prepare an end-of-year report to aid incoming Guard Representative.
- g. Perform additional duties as needed to ensure the smooth operation of the organization.

Article XII - Authority to Purchase

The authority to purchase shall be given to the President, Treasurer, and Vice-presidents only for the necessary items to run their functions or for maintenance within their budgetary guidelines.

Article XIII - Dissolution

Upon dissolution, all Band Booster assets shall be liquidated, and the funds held and expended by GISD in accordance with the purposes of this organization, until all such funds are expended.

Article XIV - Authority

The rules contained in the Robert's Rules of Order, Newly Revised shall govern this organization in all cases in which they do not conflict with the rules of this organization.

Article XV - Restrictions

No part of the earnings of this organization shall be used for the benefit of any member, donor, officer, employee, individual, corporation or organization except in payment of reasonable compensation of goods or services rendered to or for this booster organization.

No equipment shall be used for the benefit of any member, donor, officer, employee, individual, corporation, or organization without expressed written consent of the President and/or the Band Director. This consent should also state any amount to be charged for usage and breakage.

Article XVI - IRS 501(c)3 Tax Exemption Provisions

IRS Tax-exempt Purposes. The Boosters organization is organized exclusively for one purpose as specified in Section 501 (c) 3 of the Internal Revenue Code, including, for such purposes as the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) 3 of the Internal Revenue Code.

Limitation on Activities. No substantial part of the activities of the Boosters shall be the carrying on of propaganda or otherwise attempting to influence legislation (except as otherwise provided by Section 501 (h) of the Internal Revenue Code), and the Boosters 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.

Prohibition Against Private Inurement. No part of the net earnings of the Boosters shall inure to the benefit of, or be distributable to, directors, officers, or other private persons except that the Boosters shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution for the purposes of this organization.

Distribution of Assets. The properties and assets of this non-profit organization are irrevocably dedicated to charitable and educational purposes. On liquidation or dissolution, all remaining properties and assets of the Boosters will be given to GISD, which is dedicated to educational purposes and has an established tax-exempt status under Internal Revenue Code Section 501(c)3.

Article XVII - Duty of Care/Conflicts of Interest

Good Faith Stewardship. The officers shall exercise the utmost good faith in all deliberations involving the Boosters' interests. They will not use their position as officers, to benefit themselves, or others they may represent, to the detriment of the Boosters. In evaluating the Boosters' best interests, officers are expected to make reasonable inquiries into reports, financial statements, and other data presented to them from competent sources. Having exercised such reasonable inquiry, an officer shall have no liability if the resulting decision fails to uphold the Boosters' public or charitable purpose.

Recusal from Voting. An officer having a conflict of interest on a matter under consideration by the Booster officers or a committee shall not vote on that matter. An officer is expected to disclose any such conflict of interest. If one officer raises the possibility of a conflict by one or more officers, the question of a conflict will be decided by a majority of the other officers present at the meeting. An officer with a conflict will be counted for purposes of determining a quorum only but will not have voting rights. The existence of disclosure of a conflict of interest and any subsequent abstention, shall be recorded in the minutes.

Statement of Position. An officer with a conflict of interest may not try to influence other officers' decisions but may briefly state his or her position on the matter or answer pertinent questions from other officers.

Compliance. The President will promptly advise each new officer of the policy on duty of care and conflicts of interest. Officers will be asked on a regular basis to assess their continued compliance with the policy on an annual basis.

Indemnification. The Boosters indemnify, to the full extent permitted by laws, every director, officer and agent of the organization made a party to a proceeding because he is or was a director, officer, or agent of the Booster. This indemnification applies to (a) every proceeding whether threatened pending or completed, (b) every former and present director, officer or agent. At its option, the Boosters will represent the director, officer, or agent to the extent permitted by law, or reimburse reasonable expenses of any director, officer, or agent in connection with such a proceeding. The promises and obligations of this section do not apply if the director or officer shall finally be adjudicated in such a proceeding to have acted in bad faith and to have been liable by reasons of willful misconduct in the performance of his or her duty as such director or officer.

Liability of Directors and Officers. No director or officer shall be personally liable to creditors for any indebtedness or liability of the Boosters.

Article XVIII – Instruments and Funds

Execution of Instruments. The officers, except as otherwise provided in these Bylaws, may by resolution authorize any officer or agent of the Boosters to enter into any contract or execute and deliver any instrument in the name of and on behalf of the organization, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or employee shall have any power or authority to bind the Boosters by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount. All contracts and other legal instruments which bind the Boosters must be approved by the officers and co-signed by both the President and Treasurer.

Deposits. All Funds of the corporation shall be deposited from time to time to the credit of the Boosters in such banks, trust companies, or other depositories as the officers with GPAA approval may select.

Gifts. The officers may accept on behalf of the Boosters any contribution, gift, bequest, or devise for the charitable or public purposes of this organization.

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Certificate of Authenticity

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This is to certify that the foregoing is a true and correct copy of the Amendments of the Georgetown Eagle Band Booster Club Bylaws amended_____. This amendment has been approved, in accordance with Article X, by two-thirds (2/3) vote of those members present at the _____Booster Meeting. Notice of the proposed amendment(s) and/or revision(s) was given notice at the _____Booster Meeting.

President

Attest, Secretary