

**Constitution and Bylaws for the
Boerne-Samuel V. Champion High School Band Boosters Organization**
Ratified and Effective March 2020

Article 1: Name

The name of this organization shall be the Boerne-Samuel V. Champion High School (CHS) Band Boosters (herein referred to as the Champion Band Boosters).

Article 2: Purpose

- A. Champion Band Boosters is a non-profit association and shall be operated exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding section of any future federal tax code and according to the Boerne Independent School District Booster Club Parent Organization Guidelines (BISD BCPOG). The purpose of the Champion Band Boosters is to:
- 1) Support the band program at Boerne-Samuel V. Champion High School and assist its directors in the tactical implementation (events, contests, programs, etc.) and long-term strategies of the program through volunteerism, fundraising, communications and advocacy.
 - 2) Promote cooperation between the bands, schools and community.
 - 3) Boost continuation of the CHS band program by collaborating with the band directors at the middle schools that feed into CHS to support activities aimed at transitioning 8th graders into the program.
- B. The Director of Bands shall be the BISD Sponsor of the Champion Band Boosters. All Champion Band Boosters activities and decisions shall be coordinated with the Sponsor.
- C. All Champion Band Boosters' activities, donations and funds shall be for the sole purposes outline in 2A and in support of the band program and the BISD Sponsor.
- D. Champion Band Boosters shall have the power, directly and indirectly, alone or conjunction or cooperation with others, to do any and all lawful acts which may be necessary or convenient to effect the charitable purposes for the which Champion Band Boosters is organized, and to aid other organizations or persons whose activities further accomplish, foster or attain such purposes. The powers of Champion Band Boosters may include, but not be limited to, the acceptance of contributions from the public and private sectors, whether financial or in-kind.
- E. **Exempt Activities Limitation.** Notwithstanding any other provision of these bylaws, no officer, chair, member or representative of the Champion Band Boosters shall take any action or carry on any activity by or on behalf of the Champion Band Boosters not permitted under Section 501(c)(3) of the Internal Revenue Code as it now exists or may be amended, or by any contributions to which are deductible under Section 170(c)(2) of

such Code and Regulations as it now exists or may be amended. No part of the net earnings shall inure to the benefit or be distributable to any officer, chair, member or representative or other private person, except that the corporation 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 these articles and bylaws.

- F. **Rules of order.** In all instances not provided in these bylaws, the rules contained in the current version of “Robert’s Rules of Order” shall govern the Champion Band Boosters where they are applicable and in which they are not inconsistent with these bylaws and any special rules or order the Champion Band Boosters may adopt.
- G. **Dissolution clause.** Upon dissolution of the Champion Band Boosters, the BISD Board of Trustees shall, after paying or making provisions for the payment of all the liabilities of Champion Band Boosters, dispose of all the assets of the organization in accordance to Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law), as the BISD Board of Trustees shall determine.

Article 3: Membership, Meetings and Dues

- A. Membership is available entirely on a nondiscriminatory basis to all parents and legal guardians of students enrolled in the Boerne-Samuel V. Champion High School band program who are current in paying their annual band activities fee.
 - 1) The Executive Board may establish different classifications of membership and designate different levels of financial or other support to become eligible for each classification. These may be adjusted annually. The Executive Board may not increase the level of contribution or decrease any benefit promised once payment has been made for the year.
 - 2) Annual dues are based on the academic year (currently August – May) and shall be determined by the Executive Board during their summer planning session.
 - 3) Membership shall become effective on completion of any enrollment form and payment of appropriate annual membership dues.
- B. Regular Champion Band Boosters meetings and communications shall be conducted during the school year. Meeting logistics should be established annually by the end of August each year and communicated to members through the booster distribution list and other appropriate channels. There should be at least four (4) meetings held in person each school year. Other meetings can be conducted via email, telephonically or by web. Special meetings may be called by the President. All business shall be conducted in accordance with a majority vote of the members present. The President shall determine the method of voting and all Executive Board members may vote on all matters. In the instance of a tie, the President shall cast the deciding vote. Six (6)

members of the Executive Board shall constitute a quorum for the transaction of business at any meeting.

Article 4: Executive Board

- A. The Executive Board shall consist of the officers and committee chairs of the Champion Band Boosters. The Director of Bands shall be an ex-officio member of the Executive Board. Members of the Executive Board must be registered volunteers with the district.
- B. The officers of the Champion Band Boosters shall be a President, Vice President of Fundraising, Vice President of Communications, Secretary, and Treasurer. Standing committee chair positions shall be Chaperones, Concessions, Hospitality, Middle School, Spirit Shop, and Uniforms. All Executive Board members shall have the authority and shall perform the duties set forth in these bylaws. The officers and committee chairs must qualify for membership, have been active in the Champion Band Boosters the prior academic year, and be current on any annual dues in accordance with Article 3.
- C. The Executive Board may create or dissolve special committees (such as First Aid, Photography, Publicity, Videography, Winter Wonderband) as it deems necessary to promote the purpose of and carry on the work of Champion Band Boosters. This committees may report into an existing board position or stand alone.
- D. Each officer in the Executive Board shall serve a one-year term and may not serve more than three (3) consecutive terms in the same office. No one person can hold more than one officer position at a time. Each chair in the Executive Board shall serve a one-year term and may not serve more than three (3) consecutive terms in the same chair position unless there are co-chairs for that position. Chair positions may be shared by up to three (3) persons and multiple chair positions may be held by the same person including a sitting officer. Terms run from June 1 to May 31 of each year to assist in the overlap of the fiscal year.
- E. All Executive Board positions are served on a volunteer basis, and individuals shall receive no compensation for carrying out their duties.
- F. All Executive Board members shall act as good stewards of the Champion Band Boosters resources and funds and in a fiscally responsible manner.
- G. **Removals, Resignations and Vacancies.** By two-thirds vote of the Executive Board, an officer or chair may be removed with or without cause. Any officer or chair can resign at any time by giving written notice to the President at President@chargerbandboosters.com or position's current email address. All vacancies may be filled by appointment of the Executive Board, except the President vacancy, which must be handled by election at an in-person meeting. All removals and resignations of the Executive Board shall be communicated to the membership and the Director of Bands within fourteen (14) business days from notification.

Article 5: Nominations and Elections

- A. The President shall form a nominating committee in March of each year consisting of three (3) – five (5) persons for nominating and electing members of the Executive Board. The committee may consist of representatives from the membership, school staff or BISD administration.
- B. Communications shall be sent to all members notifying them of who has volunteered to serve on the nominating committee for that year and that the slate of board members for the upcoming year is open for candidate consideration.
- C. The nominating committee shall nominate an eligible member, with member's consent, for each Executive Board position to be filled and provide the slate to the membership in April.
- D. Elections shall take place during an in-person meeting in May of each year using the slate provided by the nominating committee. Nominees should make all efforts to be present for the elections. Nominations from the floor will also be accepted immediately prior to elections as long as nominee is present to ensure consent. To maximize member participation, the Executive Board shall ensure elections are conducted in a way as to allow votes to also be accepted by proxy and/or electronically.
 - 1) Voting is only required for officer and standing committee positions.
 - 2) Elections by acclamation shall be permitted if only one person is nominated for an office. When there is more than one nomination for the same position, election shall be by written ballot.
 - 3) Majority vote wins an election.

Article 6: Duties of Officers and Chairs

- A. **President.** The President shall be the chief volunteer officer of the Champion Band Boosters and shall lead the Executive Board in performing his/her duties and responsibilities. The President shall preside over all meetings to include at least one Executive Board planning session during the summer for the purpose of creating the draft annual budget and activities for the year; ensure that the purposes of the Champion Band Boosters are promoted; enforce the provisions and maintain custody of the Constitution and Bylaws; maintain custody of a copy of all keys as they pertain to the Champion Band Boosters; coordinate and confirm approval of all activities with the Director of Bands and keep him/her apprised of important matters; and perform all other duties that may pertain to the office.
- B. **Vice President of Fundraising (VPF).** The VPF shall be the chief fundraising officer, act as an aide to the President and preside in the absence of the President. The VPF shall oversee all fundraising to include seeking out new opportunities; work with any committee chairs conducting fundraising; and perform other duties assigned by the President.

- C. **Vice President of Communications (VPC).** The VPC shall be the chief communications officer. The VPC shall conduct an annual enrollment of members and compile a membership/student list and roster to be used to communicate CHS Band Booster and band program information; work with President and appropriate committee chairs to maintain the CHS Band Booster website and disseminate all communications through appropriate channels such as email, social media and web; and perform other duties assigned by the President.
- D. **Secretary.** The Secretary shall record and maintain minutes of all meetings and provide a draft of the minutes to the President within a two-week period after each meeting for review. The minutes of each meeting shall contain only the information necessary to determine the actions taken and whether the meeting was held in accordance with the law and these bylaws. The Secretary will ensure minutes are made available to all members through email, the CHS Band Booster website or during the next meeting; maintain a current copy of the Constitution and Bylaws; ensure “Robert’s Rules of Order” are upheld during meetings; and perform other duties assigned by the President.
- E. **Treasurer.** The Treasurer shall be the chief financial officer of the Champion Band Boosters and shall oversee all financial activity to include budget preparation, financial reporting and auditing. The Treasurer shall have custody of all funds and financial records; maintain accurate records; make disbursements as authorize by the Executive Board and in accordance with the approved annual budget; manage the P.O. box; present and make available all financial records in a transparent manner during all meetings; file required IRS and state forms on behalf of the Champion Band Boosters; and perform other duties assigned by the President.
- F. **Committee Chairs.** The committee chairs shall be responsible for building their teams and keeping the President apprised of activities. Committees can only conduct activities and authorize expenses approved as part of the annual budget and planning. Exceptions and additions shall be brought to the Executive Board for approval. No committee work shall be undertaken without the consent of the Executive Board. The President and Director of Bands shall be ex-officio members of all committees.
- G. Each Executive Board member shall ensure all responsibilities and activities are conducted in accordance with the BISD BCPOG.
- H. Each Executive Board member/team shall maintain a record of current responsibilities, activities and suggested timelines and contacts that can be shared with the incoming officer or chair. This record can be kept either electronically or in hard copy.
- I. The Executive Board shall ensure the appropriate tax forms are filed to ensure compliance with state and federal tax laws and regulations and retention of 501(c)(3) status and make arrangements for appropriate insurance coverage to address liabilities of the officers and members of the Champion Band Boosters.

Article 7: Financial Matters

- A. **Budget.** The Executive Board shall propose an annual budget for approval to the membership by the end of August each year. The yearly operating budget shall be break-even (zero budget) or better with a goal of contributing ten percent (10%) of gross annual income to the operating reserves. The President shall have the authority to approve expenditures not part of the approved budget up to \$500 monthly; non-budgeted expenditures greater than \$500 shall be presented to members at a regular or special meeting for approval. Any significant deviations from the approved budget shall be presented to the membership with an explanation.
- B. **Funds.** All funds will be maintained by the Treasurer in specifically identified Champion Band Boosters accounts in a legal banking institution approved by the Executive Board. The banking institution and types of accounts (checking, savings, CDs, money markets, etc.) being used should be reviewed at least once every three (3) years to ensure the Champion Band Boosters are not incurring unnecessary fees and expenses based on available, local banking options and account solutions. At a minimum, the Treasurer and President shall have access to all accounts.
- 1) The membership shall be provided with a financial statement and bank account reconciliation at each regular meeting. The financial statement should provide a comparison of budgeted vs actual expenditures and receipts. Cash receipts and disbursement reports should be available for review when needed.
 - 2) Any individual with access to Champion Band Boosters funds cannot have a past history of account abuse or delinquency with any kind of financial institution (e.g. bank, credit cards, mortgage, loan) or have filed for personal bankruptcy.
- C. **Operating Reserves.** These funds are separate from operating funds and are intended to provide an internal source of funds for situations such as a sudden increase in expenses, one-time unbudgeted expenses, unanticipated loss in funding, or uninsured losses. It may also be used for one-time, nonrecurring expenses that will build long-term capacity or investment in the CHS band program infrastructure. Operating reserves are not intended to replace a permanent loss of funds or eliminate an ongoing budget gap. It is the intention of Champion Band Boosters for operating reserves to be used and replenished within six (6) to twelve (12) months.
- 1) The target minimum operating reserve fund is equal to six (6) months of average operating costs (the amount needed to cover one school semester). A three (3) year average is used to calculate the minimum operating reserve each year. The average operating cost is defined as standard and usual actual expenses of the past two years and the planned expenses in the current year's budget. One-time and unusual expenses should not be considered as part of the calculation. The Treasurer shall provide the Executive Board with the minimum operating reserve amount within ten (10) business days of the annual budget approval.
 - 2) Operating reserves will be maintained in a segregated bank account or investment fund (savings, CD, etc.) from operating expense funds, and will be

funded with surplus unrestricted operating funds. The Executive Board may direct that a specific source of revenue be set aside for operating reserves such as one-time gifts and special grants.

- 3) Use of the operating reserves shall require that the President and Treasurer identify the need for access to the reserve funds and confirms that the use is consistent with the section 7C of the bylaws. The President will submit a request to the Executive Board that includes the use of the funds and plans for replenishment. Once the Executive Board has approved the request, it will be presented to the membership at an in-person meeting for a vote. The President and Treasurer are responsible for ensuring the operating reserves are replenished as outlined in the request.
- D. **Contracts.** Except as otherwise provided by resolution of the Executive Board, all contracts and other agreements shall be executed/ approved by two Executive Board members of which one must be the Treasurer or President. A copy of all executed contracts shall be provided to the Treasurer and President to be maintained as required.
- E. **Debts.** As an internal control, all evidence of indebtedness will be paid by check, signed by the Treasurer and one other officer, or through an electronic means (credit/ debit card, EFT, etc.) provided by the banking institution where the Champion Band Boosters funds are maintained.
- F. **Deposits.** All funds received shall be deposited into a designated Champion Band Boosters account within a week of receipt in accordance to the BISD BCPOG. At no time shall any Champion Band Boosters funds be deposited into any non-Champion Band Boosters account.
- 1) Funds must be counted and confirmed at time of receipt by no less than two Executive Board members or committee members who are unrelated.
 - 2) Documentation shall be provided, along with funds to the Treasurer within a week of receipt.
 - 3) Any discrepancy in funds from time of receipt until deposit shall be made known to the Treasurer and President immediately. Evidence will be brought to the Executive Board for review and to vote on decision. All discrepancies and decisions are to be documented and maintained as financial records. Disclosures to the membership under this provision shall be made in such a way as to protect the privacy of individuals.
- G. **Methods of Payment.** Champion Band Boosters can choose to accept any method of payment that makes sound financial sense to include cash, checks, direct deposit, credit cards, electronic/web/mobile payments (PayPal, Square, etc.). Methods should be managed by the Treasurer and approved by the Executive Board.
- H. **Fiscal Year.** Champion Band Boosters' fiscal year shall be from July 1 – June 30 to align with the BISD BCPOG deliverables.

- I. **Books and Records.** The Secretary and Treasurer will keep all books and records as required by the IRS (currently 3 years for meeting minutes and all financial records and 7 years for taxes) and the BISD BCPOG. The preferred method is electronically (thumb drive) unless otherwise required by law.
 - 1) The Treasurer is responsible for maintaining and managing all state and IRS required forms and records to include W9, tax exempt status, state incorporation, bonding insurance and state sales tax payment. A copy of each of these should be provided to the President and Secretary.
 - 2) The BISD BCPOG requires that current Treasurer shall submit financial records for audit between May 31 and June 30 each year of the past fiscal year's finances. The Executive Board shall determine the method of audit, either by a three-person committee made up of Champion Band Boosters members (cannot be the President, Treasurer or a BISD employee) or by outside audit by a qualified person, such as a CPA, agreed upon by the Executive Board. A written report of the audit findings shall be presented to the incoming President and Treasurer and made part of the permanent financial records.
 - 3) A financial report must be submitted to the BISD administration as directed by the BISD BCPOG (currently the Finance Office and school Principal by June 30 each year).
 - 4) Form 990-N, 990 or 990-EZ must also be filed annually in accordance with IRS rules to maintain tax-exempt status. This is currently due by the 15th day of the fifth month after the close of the tax year (November 15 based on section 7H).
- J. **Donor and Payment Records.** These detailed records shall be made available only to specific persons with responsibility for dealing with those transactions or to the Executive Board when requested. Payment information will be kept in strict confidence. In the spirit of transparency, itemized records scrubbed of any personal/payment information outside of name (e.g., addresses, phone numbers, credit card and banking account information) will be made available upon request to any member or BISD employee who requests the information for a specific reason. Donor acknowledgement letters will be mailed annually no later than allowed by IRS guidelines (currently January 31).
- K. **Loans.** No loans shall be contracted on behalf of the Champion Band Boosters and no evidence of indebtedness shall be issued in its name unless authorized by resolution of the Executive Board.
- L. **Gifts.** As outlined in the BISD BCPOG, money given to the school or BISD cannot be earmarked for any particular expense and all cash and other valuable consideration is to be used at the school's and district's discretion. Any improvements or additions to the physical facilities of the district must be approved by Boerne ISD prior to the start of any such effort.
- M. **Conflict of Interest.** The Executive Board shall protect the Champion Band Boosters' interest when it is contemplating any transaction or arrangement which may benefit any

member of the Executive Board. All potential conflicts of interest should be made known to President via President@chargerbandboosters.com or position's current email address prior to any transaction or arrangement. This documentation shall be shared with the Executive Board and maintained in the financial records.

- N. **Mandatory Indemnification.** Champion Band Boosters shall indemnify an Executive Board members who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which he or she was a party because he or she is or was an Executive Board member against reasonable expenses incurred in connection with the proceedings.

Article 8: Amendments and Revisions

- A. The Constitution and Bylaws may be amended at any in-person meeting provided ten (10) business days is given to all members and there is a quorum of the Executive Board. Any member who proposes an amendment and/or revision shall provide it in writing to the President via President@chargerbandboosters.com or position's current email address who shall bring it in front of the Executive Board for approval within five (5) business days of receipt. The President will notify the member who submitted the recommendation of the Executive Board's decision within thirty (30) days from submission date.
- B. No amendment shall be made to these bylaws which would cause the Champion Band Boosters to cease to qualify as an exempt association under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding section of any future federal tax code or to put it in direct conflict with the BISD BCPOG.
- C. This Constitution and Bylaws shall become effective immediately following ratification by the membership.
- D. The Executive Board shall review these bylaws every three (3) calendar years to ensure they are current under federal tax codes and the BISD BCPOG. Even if no amendments are made, the review shall be documented in the Champion Band Boosters records.