



CARROLLTON HIGH SCHOOL BAND BOOSTER CLUB, INC.
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BYLAWS

Adopted: August 2005 ~ Revised and Ratified: April 2016

ARTICLE I: NAME

This organization shall be known as the Carrollton High School Band Booster Club, Inc., hereinafter called the Band Boosters or Organization. The Organization is a not-for-profit corporation incorporated under laws of the State of Georgia and is organized exclusively for support of educational goals.

ARTICLE II: PURPOSE & OBJECTIVES

The official objectives of the Carrollton High School Band Booster Club, Inc. are:

1. To assist in providing, in concert with the Board of Education, School Administration, and Band Director(s), the foundation for which the band program at Carrollton High School maintains its prominence
2. To assist in providing inspiration, guidance, and assistance to all band students and staff in order to develop and sustain high performing band programs at Carrollton High School
3. To maintain an organization that will assist with the general activities of the high school band programs through volunteering, fundraising, and fiscal responsibility.
4. To foster closer ties among the parents of younger Carrollton Band students, thereby strengthening the entire band program

ARTICLE III: GOVERNANCE POLICIES

1. The Director of Bands will be the final decision maker regarding all matters pertaining to the band program of the school.
2. The Organization will comply with published Carrollton City Board of Education and Carrollton High School guidelines and procedures.
3. Official acts by members, officers, and/or committees must comply with these Bylaws.
4. No part of the finances of the Band Boosters shall inure to the benefit of or be distributed to its members, officers or other private persons, except that the Organization shall be authorized and empowered to make payments and distributions in furtherance of its educational purposes, pursuant to Internal Revenue Code Section 501(c)(3).
5. Notwithstanding any other provision of these bylaws, the Organization 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 corresponding section of any future Federal tax code).

ARTICLE IV: MEMBERSHIP

1. The members of the Band Boosters shall consist of parents and/or guardians of students currently participating in the Carrollton High School Band program, parents and/or guardians of former students of the Carrollton High School Band program or Carrollton High School Band alumni, as well as any interested persons of the community who pay annual Band Booster membership dues in full.
2. The Carrollton High School Band Director, Assistant Band Director(s), and High School Principal act in an advisory capacity to the organization.
3. Annual membership dues, determined by the Executive Board, will be per family, and will cover the period July 1- June 30.
4. Voting privileges shall be restricted to members who have children actively participating in the Carrollton High School Band Program and are present at the meeting at which a formal vote is held.

ARTICLE V: BOARD OF DIRECTORS

1. The Board of Directors shall consist of elected officers and the Band Director.
2. The Board of Directors shall have the general supervision of the day-to-day activities of the Band Boosters.
3. Each office shall exercise only one (1) vote.
4. A quorum with a simple majority of the total number of the group must be present for voting purposes.

ARTICLE VI: EXECUTIVE BOARD

1. The Executive Board shall consist of elected officers and four (4) at-large members selected by the Executive Board. The Band Director shall be an ex-officio member and serve as tie-breaker.
2. At-large Executive Board members will serve a term of one (1) year and are eligible for reappointment on an annual basis for consecutive one (1) year terms; limited to 3 consecutive years, not counting years served in an elected office.
3. The Executive Board shall have the general oversight of the activities of the Band Boosters between meetings, including: project planning, fundraising, and making recommendations to the membership.
4. Each Executive Board member shall exercise only one (1) vote. Spouses or significant others sharing an office or co-chair or serving as an at-large member shall be considered as one and granted one (1) vote.
5. A quorum with a simple majority of the total number of the group must be present for voting purposes.
6. The Executive Board shall have the authority to fill until the next regular election, any vacancy in an office or committee.
7. The Executive Board shall make the policies for acquiring, disposing, and use of Band Boosters' property. The Board shall also define and limit the privilege of members, not inconsistent with anything set in these bylaws.

ARTICLE VII: AD HOC COMMITTEES

1. Ad hoc committees will be formed on an as-needed basis as deemed necessary by the President and/or Executive Board.
2. Duties of the ad hoc committees will be outlined upon their formation.
3. The duties of the ad hoc committees will be limited to the purpose for which the committee is formed.
4. Committee Chairmen are appointed by the President and approved by the Executive Board and will assist in appointing committee members. The President is an ex-officio member of all committees except the Nominating Committee.
5. Chairpersons and committees shall:
 - a. Deliver reports on activities as requested
 - b. Solicit volunteers to aid in the accomplishment of the assigned mission
 - c. Maintain a guide/procedures manual to pass to his/her successor

ARTICLE VIII: STANDING COORDINATORS

1. Standing Coordinators shall be:
 - a. Special Event Coordinator {Band Camp, Band prom, Awards Banquet, Trojan Night, etc}
 - b. Logistics Coordinator {Transportation, props, Field show, etc.}
 - c. Communication Coordinator
 - d. Volunteer Coordinator
 - e. Uniforms Coordinator
 - f. Fundraising Coordinator {AIO, BBQ, etc}
 - g. Legacy of Champions Competition Coordinator
 - h. Sponsorships & Donations Coordinator
 - i. Alumni Coordinator
 - j. Junior High Liaison
2. Coordinators are appointed by the President and approved by the Executive Board on an annual basis and are eligible for reappointment on an annual basis in perpetuity.

3. Coordinators shall:
 - a. Deliver reports on activities as requested
 - b. Be held accountable by the President, Vice President, Executive Board, and Band Director
 - c. Solicit volunteers to aid in the accomplishment of assigned duties
 - d. Maintain a guide/procedures manual to pass to his/her successor

ARTICLE IX: INDEMNIFICATION

1. The Band Boosters shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer, director, or volunteer of the organization against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the corporation; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of officers who are not at that time parties to the proceeding.
2. The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any person may be entitled.
3. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified person under this Article shall apply to such person with respect to those acts or omissions which occurred at any time prior to such amendment or repeal, unless such amendment or repeal was voted by or was made with the written consent of such indemnified person.
4. This Article constitutes an agreement between the organization and the indemnified officers, directors, and members. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified officer, director, or member under this Article shall apply to such officer, director, or member with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.

ARTICLE X: CONFLICTS OF INTEREST

Whenever an officer or volunteer has a financial or personal interest in any matter coming before the board of directors or the executive committee, the board/committee shall ensure that:

1. The interest of such officer or volunteer is fully disclosed to the Board of Directors or Executive Board.
2. No interested officer or volunteer may vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting at which such matter is voted upon.
3. Any transaction in which an officer or volunteer has a financial or personal interest shall be duly approved by members of the board of directors and/or executive committee not so interested or connected as being in the best interests of the organization.
4. Any payments to the interested officer or volunteer shall be reasonable and shall not exceed fair market value.
5. The minutes of meetings at which such votes are taken shall record such disclosure, abstention, and rationale for approval.

ARTICLE XI: MEETINGS

1. The Band Boosters shall hold four general meetings to be held in the spring, summer, fall, and winter at a location convenient to members. Meetings will be properly announced and called in such a way as to provide adequate opportunity for all members to attend. All members who have children actively participating in the Carrollton High School Band Program shall have voting privileges at the general meetings. Members must be present at a general meeting in order to vote.
2. Special meetings may be called by the President, the Executive Board, the Band Director or by a majority of the members of the Organization. Notice of a special meeting shall be given to the membership as is feasible prior to the meeting.

3. The Board of Directors shall meet prior to all general meetings and as deemed necessary by the President.
4. The Executive Board shall hold bi-monthly meetings throughout the year at an agreed upon day/time. All official monthly meetings of the Executive Board shall be open to all members.
5. Actions of the Board of Directors and/or the Executive Board may be taken by written consent action in lieu of a meeting. Any such consent action shall require the written consent of at least a majority of the members of the Executive Board in office at the time of the action (which consent may be evidenced by original signature, facsimile, or electronic submission by email or similar means).
6. All meetings shall be ran by the President or his or her appointed person and shall comply with Robert's Rules of Order when applicable.
7. All motions pass on a simple majority vote of the members present unless otherwise stated in the Bylaws.

ARTICLE XII: Finances

1. The fiscal year shall be July 1-June 30.
2. Neither the officers, committee chairmen, members serving on committees, nor any member of the Band Boosters shall receive any salary or compensation for services rendered as such to the Band Boosters.
3. Only the President of the Band Boosters has the authority to execute contracts for a non-budgeted expense on behalf of the organization, and only with the approval of a majority vote of the Board of Directors.
4. Only the Treasurer of Operations or President is authorized to establish bank accounts or other financial accounts for the Band Boosters and shall have prior approval with a majority vote of the Executive Board.
5. The Band Boosters annual operating budget shall be based on and supported by membership dues and fund-raising revenues from the previous year. A minimum of 3% of these revenues must be set aside for contingency purposes. These funds may be kept in the Band Boosters main holding account for easy access if needed for emergencies.
6. The Band Boosters shall also maintain special fund(s) (FDIC insured) for the express purpose of timely replacement or repair of assets. This fund(s) shall be sustained by a percentage of annual revenue, determined by the Executive Board, during annual budget preparation. Other designated accounts may be established as determined by the Executive Board.
7. The only authorized expenditures are those directly related to budget line items. Any unbudgeted expenditures under \$500 must be pre-approved by the President; those over \$500.00 must be pre-approved by a majority of the Board of Directors.
8. All expenditures by the Treasurer must carry two signatures; one of the Treasurer and another of the designated second signers; which are the President or Vice President.
9. Members other than officers may act as agents in the purchase of authorized materials and/or services on behalf of the organization but only with specific approval of an officer beforehand. If unapproved expenditures, or expenditures not deemed made under extenuating circumstances by the Executive Board, are submitted for reimbursement, then the Executive Board has the right to deny the reimbursement for expenditures.
10. All fundraising shall be confined to methods established by the Band Boosters in accordance with Carrollton City Schools Board of Education policy.
11. In the event that the Carrollton High School Band Booster Club, Inc. should be dissolved for any reason, all inventory and money belonging to the organization will go to Carrollton High School for its use in the band program.

ARTICLE XIII: OFFICERS

1. The elected officers of the Band Boosters shall be President, Vice-President, Treasurer of Operations and Financial Secretary and shall be elected by the general membership of the Band Boosters.
2. Officers' term of office shall be one (1) year. Officers are eligible for reappointment on an annual basis for consecutive one (1) year terms; limited to 3 consecutive years in the same office. Outgoing Officers will remain engaged, as needed, the following year as non-voting advisors to aid in the transition and guidance of Band Boosters activities.

3. A nominating committee of three to five members, one of whom shall be named Chairperson, shall be appointed by the President each January to nominate candidate for offices. The President shall not serve on this committee.
4. The nominating committee will submit the list of candidates for each office to the Executive Board for review/approval within 30 days. Approved candidates will then be presented to the Band Boosters membership at the Spring general meeting for a vote. Nominations for any office may be made from the floor at this meeting if those nominated agree to such nominations.
 - a. Nominating Committee shall:
 - i. be created by the President.
 - ii. consist of a minimum of one (1) non-Executive Board members plus the Band Director plus one (1) additional member of the Executive Board.
 - iii. secure the consent of all nominees.
 - iv. not nominate one person for more than one office.
 - v. nominees for Treasurer should have a working knowledge of basic bookkeeping and/or accounting procedures.
 - b. Should a member of the nominating committee become a nominee for office then this member shall be immediately removed from the nominating committee. The President shall select another member from the membership to serve on the nominating committee.
 - c. Any voting member of the Organization may be nominated for office.
5. Only members who have children actively participating in the Carrollton High School Band Program may serve as elected officers.
6. Officers shall be elected, by simple majority vote, annually at the Spring general meeting and take office effective May 1st. The same person cannot hold two or more elected offices concurrently. Officer positions may be held jointly by a husband and wife/partner or by two members who wish to co-chair a single position. The co-chaired Officer position only counts as one vote for matters presented for vote.
7. Directly related family members are restricted from holding more than one (1) office and/or position on the Executive Board.
8. The Executive Board shall fill any vacancy which occurs during a term of office in the Organization's offices by a majority vote.
9. Either the Executive Board or the general membership, via a simple majority vote, may ask for the resignation of an elected officer or member of the Executive Board. If the member does not tender his or her resignation, then the general membership shall have the right to remove such member via a separate 2/3 majority vote of the general membership present at a subsequent general meeting.

ARTICLE XIV: DUTIES OF OFFICERS

1. **President:**
 - a. The President shall preside at all activities and meetings of the Organization and of the Executive Board; provide vision casting for the Board of Directors, Executive Board, and the Organization under the supervision, guidance and approval of the Band Director; shall be a member ex-officio of all committees except the Nominating Committee; and shall perform all other duties usually pertaining to the office: call and preside over meetings, oversee all committees, act as liaison between the Organization and Carrollton High School administration and other associated booster clubs, oversee all positions, and perform any and all other duties pertaining to the office
 - b. The President shall be a second signer on all Organization financial accounts and shall schedule an annual audit of all financial records. The President shall develop in conjunction with the Band Director and Treasurer, the annual budget and recommend fundraising targets, project funding, and other fees applicable to Organization members.
 - c. The President shall be accountable to the Executive Board as a whole for his/her actions and decisions.
2. **Vice President:**
 - a. The Vice President shall preside over all meetings in the absence of the President; assist the President in carrying out his/her duties. The Vice President shall be responsible for assuming the

role of the President in the event of an absence or vacancy, and to complete the term of the President in the event a vacancy does occur.

- b. The Vice President will provide oversight and hold accountable all committees and/or key positions under the responsibility of this office. The Vice President is an ex-officio member of these committees, except the Nominating Committee, and will be the liaison between these committees and the Executive Board.
 - c. The Vice President shall be a second signer on all Organization financial accounts. The Vice President will also perform all other duties as assigned by the President.
 - d. The Vice President shall be accountable to the President and the Executive Committee as a whole for his/her actions and decisions.
3. **Treasurer of Operations:**
- a. This Treasurer shall have charge of all finances; maintain and manage the bank account(s), receive and record all monies and deposit in an account established by the Organization; ensure proper documentation is made for every transaction, reconcile monthly bank statements, manage the annual budget; monitor progress of funding budget; keep an accurate report of all financial transactions in accordance with Internal Revenue Code Section 501(c)(3); present financial reports at each meeting and when requested to do so by the President and or Executive Board; present books for audit after the end of the fiscal year and when requested to do so by the President and or Executive Board; work with a designated tax accountant to file the Organization's annual tax return; maintain Organization financial records for a period of five (5) years or as required by the Internal Revenue Code Section 501(c)(3). These records shall include, but not be limited to, detailed accounting records, budget plan vs. actual, and audit reports.
 - b. The Treasurer of Operations will provide oversight and hold accountable committees and/or key positions that contain financial dealings. The Treasurer of Operations is an ex-officio member of these committees and will be the liaison between these committees and the Executive Board. The Treasurer of Operations may delegate this duty to the Financial Secretary if applicable and desired.
 - c. The Treasurer of Operations shall be the first authorized signer on all Organizational financial accounts. They must also use procedures that provide for the permanence of records; deliver to his/her successor all books, approved and paid bills, plans, guides, and procedures; and perform all other duties as assigned by the President.
4. **Financial Secretary:**
- a. The Financial Secretary shall have charge of all fiscal duties (collecting, recording, submitting deposits to the Treasurer of Operations, ordering, and reporting) related to special events such as the annual band competition, trips, spirit item sales, booster fees, meals, fundraisers, etc. They shall also maintain student personal accounts; facilitate related CHARMS accounts; facilitate related webstore projects; be available to discuss individual accounts with students and parents; monitor progress of funding targets and fundraising goals; present regular reports to the Treasurer of Operations and when requested to do so by the President and or Executive Board; present books for audit after the end of the fiscal year and when requested to do so by the President and or Executive Board; deliver to his/her successor all books, plans, guides, and procedures; and perform all other duties as assigned by the Treasurer and/or President.
 - b. The Financial Secretary shall also have charge of and keep a permanent report of all meetings, record minutes at all meetings, and ensure they are made available to the Communications Coordinator in a timely and accurate manner.
 - c. The Financial Secretary shall not be an authorized signer on any Organizational financial accounts.

ARTICLE XV: Amendments

1. Any voting member may make a motion to amend the Constitution and/or Bylaws.
2. The proposed amendment must be submitted in writing and presented to the organization at a general meeting for consideration and vote.
 - a. Amendments must pass an absolute 2/3 majority vote of the Executive Board AND a simple majority vote of the general membership present to be ratified

OR

- b. Amendments must pass an absolute 2/3 majority vote of the general membership present to be ratified.
3. Effective Date: Amendments which impact the nominating committee, eligibility to serve as a voting member of the Executive Board or election process shall become effective at the next subsequent election process. All other amendments made to the Bylaws shall become immediately following their ratification unless otherwise stated in the amendment.

Amendment History:

Ratified: YES Effective: (10/1/2015) Specific language within Articles II, III, IV, VIII, and X updated to implement a system of annual dues as a condition of Band Booster membership and additionally to expand membership opportunities to alumni and parents/guardians of alumni.

Ratified: YES Effective: (4/16/2015) Specific language within Article X; Section 2 to update the effective date of ratified amendments.

ARTICLE XVI: APPROVAL

The original Bylaws of the Carrollton High School Band Booster Club, Inc., adopted August 19, 2006, were rewritten and adopted by a simple majority of the membership present at the Spring booster meeting, April 2016 and shall be in effect from this date forward. Upon approval by the general membership, these bylaws supersede all previous bylaws. A copy of the Carrollton High School Band Booster Club, Inc. Bylaws shall be displayed on the website, <http://chstrojanband.com>, at all times.