

BYLAWS
FOR
VINTAGE HIGH MUSIC BOOSTERS

These bylaws outline the essential structure and specific regulations to govern the Vintage High Music Boosters. They may be modified to meet the needs of the Boosters Club.

Mission Statement of the Vintage High Music Boosters

The goal of the Vintage High Music Boosters is to provide a source of funds that would be used to advance the music programs at Vintage High School, and to act as advocates in the community to promote music education.

| [Proposed by the Vintage High Music Boosters Executive Board, January 2018](#)

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BYLAWS

ARTICLE I

OFFICES

The Vintage High Music Boosters, a non-profit corporation, herein after called "Corporation", shall be located in the City and County of Napa, State of California.

ARTICLE II

PURPOSE

The sole purpose of the CORPORATION shall be to act as a support group to the Vintage High Music Department.

ARTICLE III

MEMBERSHIP

Section 1. Regular Membership. Regular memberships shall be open to all parents, grandparents, or guardians of students who are enrolled in music courses offered by the Vintage High Music Department.

Section 2. Associate Membership. Associated memberships shall be open to all individuals who are interested in promoting the Vintage High Music Department.

Section 3. Voting Rights. Each regular member shall be entitled to one (1) vote on each voting issue submitted to the membership by the Board of Directors. Voting rights are limited to one vote per each student's family.

ARTICLE IV

MEMBERSHIP MEETINGS

Section 1. Annual Meetings. An annual meeting of the members shall be held at Vintage High School at the regular scheduled Booster meeting in the month of March of each year, for the purpose of electing officers and Directors-at-Large, and for the

transition of such other business as may come before the meeting. If the election of officers and Directors-at-Large shall not be held on the day designated herein for any annual meeting, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting of the members as soon thereafter as can be scheduled.

Section 2. Special Meetings. Special Meetings involving the total membership may be called by the President, the Board of Directors or not less than twenty (20) regular members of the corporation upon written notice sent at least five (5) days before the meeting date.

Section 3. Place of Meetings. The Board of Directors may designate Vintage High School or any other reasonable locations for the meetings. The meetings must be properly publicized, via newsletter and/or website.

Section 4. Boosters Meetings. Meetings shall be held monthly, in the months of August, September, October, November, January, February, March, April, and May of the school year unless otherwise ordered by the membership or the Board of Directors.

Section 5. Quorum. Four (4) members shall be considered a quorum.

ARTICLE V

BOARD OF DIRECTORS

Section 1. General Powers. The operational affairs of the CORPORATION shall be managed by its Board of Directors.

Section 2. Number, Tenure, and Qualifications. The Board of Directors shall be six (6), including the President, Vice President, Treasurer, Secretary, Instrumental Parent Representative, and Choral Parent Representative. Each elected Board of Directors shall hold office for a fiscal year or until his/her successor has been elected. The Instrumental Director, Choral Director, and Office Manager will serve on the Board of Directors in advisory capacities. Financial records will be maintained by a compensated financial professional.

Section 3. Board of Directors Meetings will be held at least once a year for fiscal direction. The Board of Directors will be required to attend the membership meetings. See Article IV Section 4.

Section 4. Special Meetings of the Board of Directors. Special meetings of the Board of Directors may be called by the President or any two (2) directors.

Section 5. Notice of Special Meetings. Notice of any special meeting convened by the Board of Directors shall be given at least five (5) days prior to the meeting. Each Director shall receive formal communication concerning the meeting.

Section 6. Quorum. Four (4) Board of Directors shall constitute a quorum for the transition of business.

Section 7. Manner of Acting. The action(s) of a quorum of the directors present at a meeting shall represent the actions of the entire Board of Directors.

Section 8. Vacancies. Any vacancy occurring in the Board of Directors shall be appointed by the President and ratified with the Board of Directors. A Director who is elected to fill a vacancy shall hold the office for the unexpired term of his/her predecessor.

Section 9. Compensation. Directors shall not receive any salary for their service.

ARTICLE VI

OFFICERS AND ELECTIONS

Section 1. Officers. The officers of the corporation shall be the President, Vice President, **Treasurer**, Secretary, Instrumental Parent Representative, and Choral Parent Representative. All must be regular members of the Music Department.

Section 2. Nominations for office shall be made by a nominating committee which shall be appointed by the Board of Directors.

a) The Nominating committee shall be formed in January, prior to the annual election meeting. The committee shall serve until the annual election meeting in March.

b) The nominating committee shall be composed of three (3) regular members, the Instrumental and Choral Directors, comprising instrumental and choral members.

c) No member shall serve on the nominating committee for two consecutive years, excluding the Music Directors.

d) Upon appointment, the nominating committee shall set its first date to meet.

e) The nominating committee shall report their findings at the March Boosters meeting.

Section 3. Elections shall be held by ballot at the annual meeting in March. If there is but one nominee for any office, the ballot for that office may be dispensed with and the election held by voice vote.

Section 4. Officers shall serve for a term of one year or until their successors are elected. No officer shall be eligible to the same office for more than two successive terms without approval of the board. Officers shall assume their duties July 1. A person who has served for more than six (6) months of a full term shall be deemed to have served a full term in such office.

ARTICLE VII

DUTIES OF THE ELECTED OFFICERS

Section 1. President.

- a) Coordinate the work of officers and committees of the corporation to further the goals of the organization.
- b) Preside at all meetings of the corporation and the Board of Directors.
- c) Be a member ex officio of all committees except the Nominating Committee.
- d) The president shall have the power to vote.
- e) He/she may sign, along with the Vice President, Secretary, or Treasurer of the CORPORATION, any documents which the Board of Directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors, by these by-laws or by statute to some other officer or agent of the CORPORATION.
- f) The president shall perform all duties related to the office of President and such other duties as may be prescribed by the Board of Directors.

Section 2. Vice President.

- a) In the absence of the president or in the event of his/her inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of, and be subject to all restrictions upon the President or by the Board of Directors.

Section 3, Treasurer

a) The Treasurer will make all deposits, keeping a record of such and sending them to the Financial Professional/Bookkeeper for accounting purposes. This position is a non-compensating position.

b) The Treasurer shall receive all monies for the Association, giving a receipt therefore, and deposit them in the name of the Music Boosters in a bank approved by the executive board.

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Section 4. Secretary.

The Secretary shall:

a) Keep an accurate record of the proceedings of all meetings of the CORPORATION and the Board of Directors.

b) Be prepared to refer to minutes of previous meetings.

c) Include Treasurer's report in the minutes.

d) Keep a current copy of the bylaws and standing rules.

e) Keep a current list of all officers, directors, and members complete with addresses and home telephone numbers, and e-mail addresses.

f) Perform such other duties as may be delegated to the Secretary

Section 5. Instrumental/Choral Parent Representative.

a) The Parent Representative is required to attend all Board of Director and Music Booster meetings.

b) When the Music Director is not available he/she will give the report for the Music Director.

c) The representative will be a liaison for the Music Directors will assist at parent meetings, help with volunteer forms and coordinate at events where needed.

ARTICLE VIII
ORGANIZATIONAL SUPPORT

Section 1. Financial Professional/Bookkeeper

a) In accordance with IRS regulations the Booster finances will be divided into two positions—The Financial Professional and the Treasurer.

b) The Financial Professional cannot deposit money,

The Financial Professional shall be appointed by the Board of Directors, will not have voting power and will be compensated for their effort. The Financial Professional will maintain all financial records, write checks and be responsible for filing all tax returns, etc.

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c) The Board of Directors shall secure a bond for the faithful discharge of the Financial Professional's duties. The sum shall be determined by the Board of Directors.

d) The Financial Professional shall keep such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts and disbursements of the Association.

e) The Financial Professional shall secure two signatures on all checks. Any two of the following individuals are authorized to sign: President, Secretary, and Vice President. The authorized signers shall not be related by blood or marriage or reside in the same household.

f) The Financial Professional shall pay all bills as authorized by the executive board or the Association. Approved budget line items constitutes authorization for payment without further board action.

g) The Financial Professional shall keep an accurate record of receipts and disbursements in a ledger which is a permanent record of the Music Boosters. All financial records must be retained for seven years including the current year.

h) The Financial Professional shall keep the Music Boosters informed of expenditures as they relate to the budget adopted by the CORPORATION.

i) The Financial Professional shall present a statement of account at every meeting of the CORPORATION and the executive board and at other times when requested by the CORPORATION.

j) The Financial Professional shall present an annual financial report to the CORPORATION which includes gross receipts and disbursements for the year.

k) The Financial Professional will be compensated for duties performed and will not have a vote.

Section 3. Bingo Liaison

a) The Bingo Liaison is not an elected officer and shall be appointed by the Board of Directors when the position is vacant or removed from office and serves at the will of the board.

b) The Board of Directors shall secure a bond for faithful discharge of the Bingo Liaison's duties.

c) The Bingo Liaison shall attend quarterly Bingo Association meetings, attend Booster meetings, act as the communication liaison between the Game Manager, the Bingo Association and the Boosters. The Bingo Liaison will create and/or update Bingo job duties for on-site reference.

d) The Bingo Liaison shall present a report on Bingo activities each month to the Board of Directors.

Section 4. Office Manager.

a) The Office Manager shall attend each Board of Directors meetings and report as necessary. He/she will be compensated for time at the meetings.

b) Job description—see standing rules.

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Section 5.

If an officer fails to attend three consecutive meetings without adequate excuse or when an officer is not fulfilling the responsibilities of the office as prescribed in the bylaws or standing rules, or engages in conduct which the executive board determines to be injurious to the organization or its purpose, the executive board may by a two-thirds (2/3) affirmative vote, take such action as it determines appropriate, which may include: (1) asking for the resignation of the officer; (2) making a formal recommendation that the officer be removed from office following a hearing conducted in accordance with Due Process*

Footnote, "Due Process" Procedures: Following a two-thirds (2/3) affirmative vote recommending that the officer be removed from office: (1) The officer must be given fifteen (15) days written notice of the hearing to remove the officer from office; (2) The written notice shall contain the reasons for the proposed removal, and shall be mailed by certified mail, return receipt requested, to the last address of the officer shown on the association's records; (3) at the hearing, the officer must be given the opportunity to address the executive board, either orally or in writing; not less than five (5) days following the hearing; the executive board shall convene and vote whether the officer will be removed from office; (5) A two-thirds (2/3) vote of the executive board shall be sufficient to remove the officer from office; (6) the removal vote shall be recorded in the executive board minutes and shall specify the number of voting in favor of or against such removal."

ARTICLE IX

COMMITTEES

Section 1. Committees. Committees shall be appointed by the President. Committees shall report on their respective programs at each Music Booster meeting.

Section 2. Chairperson. Each committee chairperson shall be appointed by the President.

Section 3. Vacancies. Committee vacancies shall be filled at any time by the President.

ARTICLE X

CONTRACTS, CHECKS, DEPOSITS, AND FUNDS

Section 1. Contracts. The Board of directors may authorize any officer(s), director(s), or agent(s) of the CORPORATION, in addition to the officers authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of the corporation, and such authority may be general or confined to specific instances. The authorized signers shall not be related by blood or marriage or reside in the same household.

Section 2. Checks, Drafts, etc. All checks, drafts, money orders, notes, or other evidence or indebtedness for the payment of money issue in the name of the CORPORATION, shall be signed by any two (2) of the following positions: President, Vice President, and Secretary. The authorized signers shall not be related by blood or marriage or reside in the same household.

Section 3. Deposits. All funds of the CORPORATION shall be deposited to the credit of the CORPORATION in such in banks, trust companies, or other depositories as the Board of Directors may select.

Section 4. Gifts. The Board of Directors may accept, on behalf of the CORPORATION, any contribution, gift, bequest or device for the general or specific purpose of the CORPORATION.

ARTICLE XI

BOOKS AND RECORDS

The CORPORATION shall keep correct and complete books and records of account, and shall also keep minutes of the meeting of its members, and Board of Directors. All books and records of the CORPORATION may be inspected by any member or his/her agent, for reasonable cause at any reasonable time. Books shall be audited in a timely manner not to exceed six (6) months from the end of each fiscal year. An audit committee will be appointed by the President and approved by the Board of Directors. (**See standing rules for audit guidelines).

ARTICLE XII**FISCAL YEAR**

The fiscal year for the CORPORATION shall begin on the first day of July, and shall end on the last day of June of the following year. The accounting year shall remain on a fiscal year basis for tax purposes.

ARTICLE XIII**WAIVER OF NOTICE**

Any amendment or addition to the Bylaws must be presented at a regular meeting, and voted upon at the following meeting. The amendment must be passed with a two-thirds (2/3) majority vote of the members present.

We hereby certify that these Bylaws have been revised and adopted by the members of the CORPORATION, on the ____ day of _____, _____, and that they do now officially constitute the Bylaws of the CORPORATION.

President

Secretary

