

**Carroll Independent School District
Band Boosters**

Amended and Restated By-Laws

Dated: March 13, 2021

CISD Band Boosters Amended & Restated Bylaws - Index

Article I – Name

1.01 Name

Article II – Purpose

2.01 Organization

2.02 Purpose

Article III – Membership

3.01 Members

3.02 Voting Members

Article IV – General Meetings

4.01 Date, Time and Location

4.02 Quorum and Voting

4.03 Roberts Rules of Order

4.04 Annual Meeting

Article V – Officers, Elections and Terms of Office

5.01 Board of Directors (Executive Board)

5.02 Eligibility

5.03 Election of Directors/Officers

5.04 Transfer of Responsibility

5.05 Term of Office

5.06 Vacancies

5.07 Removal of Board Members

5.08 Compensation

5.09 Meetings

5.10 Quorum and Voting

5.11 The Nominating Committee

5.12 Presentation of Slate and Voting

5.13 Conflicts of Interest

5.14 Other Policies

5.15 Material Contracts and Agreements

5.16 Communications

Article VI – Duties and Functions of Executive Board Members

6.01 President

6.02 First Vice President (Fundraising)

6.03 Second Vice President (Marching Season)

6.04 Third Vice President (Membership Programs)

6.05 Fourth Vice President (Program Events)

6.06 Fifth Vice President (Communications)

6.07 Treasurer

6.08 Secretary

6.09 Parliamentarian

6.10 At-Large Board Members

Article VII – Standing Committees

7.01 Overview

7.02 Committees

Article VIII – Fiscal Activities

8.01 Fiscal Year

8.02 Audits

8.03 Budget Committee

8.04 Disbursements

8.05 Tax Exempt Compliance per IRC Section 501 (c)(3)

Article IX – Amendments

9.01 Amendments

Amended and Restated By-Laws Carroll Independent School District Band Boosters

ARTICLE I – NAME

1.01 Name. The name of this organization shall be the **Carroll Independent School District Band Boosters** (hereafter referred to as **CBB**)

ARTICLE II – PURPOSE

201 Organization. The CBB is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. This organization will abide by all guidelines and regulations set forth by the **Carroll Independent School District** (hereafter referred to as **CISD**) and **Texas University Interscholastic League** (hereafter referred to as **U.I.L.**) as well as State and Federal Laws as they apply to Non Profit Tax Exempt organizations.

202 Purpose. The purpose of the CBB is to support and promote the CISD band program and its directors, at all levels, through volunteers, organizational support, financial support and community involvement.

ARTICLE III – MEMBERSHIP

301 Members. All parents and legal guardians of **current** CISD Band, Color Guard, and Winter Guard students (“Band Students”); all full time or part time band directors employed by CISD (“Band Directors”), who shall participate in an advisory capacity; and other persons who support the CISD band program are eligible to attend the CBB general meetings.

302 Voting Members. Parents and legal guardians of current Band Students who are current on all fees and other financial obligations relating to the CBB and the band program are eligible to vote at CBB meetings.

ARTICLE IV – GENERAL MEETINGS

401 Date, Time and Location. The general membership shall meet once a month, (except in July) or as directed by the Executive Board. The meetings shall be at either Carroll Senior High School or Carroll High School or any other location and time as directed by the Executive Board and reflected with reasonable advance notice in the Band Calendar. General meetings are open to all Members, with guests and other non-members attending at the discretion of the presiding officer.

402 Quorum and Voting. In order to transact business, a quorum shall consist of twenty (20) Voting Members, excluding the President who shall only vote in case of a tie. Voting shall be decided by the simple majority of attending Voting Members.

403 Roberts Rules of Order. All meetings of the Executive Board and Committees and General Meetings shall be conducted pursuant to Roberts Rules of Order as set forth in the latest revision.

404 Annual Meeting. The annual membership meeting shall be held on the first Tuesday of May each year and the business to be conducted at that meeting shall include the election of directors/officers for the following year. An electronic notice of such meeting along with the proposed slate of directors/officers will be sent reasonably in advance to all Members' email addresses in the CBB's database and posted on the band website.

ARTICLE V – BOARD OF DIRECTORS, OFFICERS, ELECTIONS AND TERMS OF OFFICE

5.01 Board of Directors (“Executive Board”). The business of CBB shall be managed by a Board of Directors of not more than eleven (11) members and consisting of all the elected officers (hereafter “Board Members”). The Executive Board shall have control and management of the affairs of CBB.

5.02 Eligibility. All Voting Members are eligible to be elected and serve as Board Members. If a Board Member becomes ineligible during his term, the Executive Board, by a two-thirds vote, can determine if circumstances exist to justify the Board Member completing his term. In order to be nominated for the President position, the nominees must be current Board Members.

5.03 Election of Directors/Officers. The directors/officers for the next year shall be chosen at the annual meeting.

5.04 Transfer of Responsibility. New directors/officers shall take office on the first day of the new fiscal year as defined in 8.01.

5.05 Term of Office. Each elected office term shall be for one year. No booster member shall hold the same elected office more than two consecutive years. Any officer's 2 year term may be extended by a majority vote of the Board.

5.06 Vacancies. In the event of a vacancy of an elected office, the vacancy will be filled by appointment approved by majority of the Board.

5.07 Removal of Board Members. A Board Member may be removed when, by a two-thirds vote, the Executive Board finds that there is sufficient cause for such removal.

5.08 Compensation. No Board Members or appointed Committee Members shall receive compensation of any kind for their service as a Board Member; provided, however, that the Treasurer may receive compensation as approved by the Executive Board. Board Members may be reimbursed for out-of-pocket expenses associated with their service as a Board Member as approved by the Executive Board.

5.09 Meetings. The Executive Board may make such rules and regulations regarding its meetings as it may in its discretion determine necessary. A special Executive Board meeting may be called by any two (2) Board members with no less than 72 hours written notice to all Board members of the date, time, place and subject matter/agenda of the meeting. Notice may be sent electronically provided that receipt of such notice is confirmed.

5.10 Quorum and Voting. Sixty five percent (65%) of the Board Members shall constitute a quorum. Each Board Member shall have one vote and voting may be done by proxy. Voting shall be decided by the simple majority of attending Board Members.

5.11 The Nominating Committee. The Parliamentarian shall chair the Nominating Committee which shall consist of at least five (5) members (including the Parliamentarian), at least one (1) other Board Member, one Standing Committee Chairman/Coordinator, and two (2) Voting Members at large. The CBB President shall **not** be a member of the Nominating Committee. The Nominating Committee shall be appointed by the President prior to the March general meeting.

(a) Responsibilities - The duties of the committee shall be to form a slate of elective officers for presentation to the general membership. No one may be nominated for any position without his/her consent.

(b) Other Duties- While in the process of forming the slate of nominees, the committee shall attempt to fill Standing Committee Chairs/Coordinators.

5.12 Presentation of Slate and Voting. The slate of Executive Board nominees shall be presented and voted upon at the annual membership meeting in May. Nominations may also be made from the floor with the prior consent of the nominee. Voting shall be by a show of hands unless there are multiple nominees for any one office in which case voting shall be by written ballot. Board Members shall be chosen by a simple majority of the members present and voting.

5.13 Conflicts of Interest. All Board Members shall be required to comply with the current version of the CBB Conflict of Interest Policy.

5.14 Other Policies. All Board Members shall be required to comply with all other CBB policies as approved and/or adopted by the Executive Board.

5.15 Material Contracts and Agreements. Any proposed Material contract or agreement must be approved by a majority of the Executive Board prior to being executed. For the purposes of this section 5.15, "Material" includes but is not limited to (i) any sponsorship, affinity, partnership or similar agreements, (ii) any contract or purchase order pertaining to

budgeted expenditures in excess of \$10,000, and (iii) contract or purchase order pertaining to unbudgeted expenditures in excess of \$1,500.

- (a) The President and Treasurer acting together may approve sponsorship agreements provided that (i) the sponsorship is documented using the standard form of sponsorship agreement approved by the Executive Board and (ii) notice of the intent to approve such a contract, along with relevant details, is provided to each member of the Executive Board at least 3 full business days in advance (the “Notice Period”, such notice may be given via email). During the Notice Period, any Executive Board member may notify the President or Treasurer that they wish the proposed sponsorship to be considered by the full Executive Board, in which case the authorization granted herein to the President and Treasurer is void.

5.16 Communications. Written or oral communications which purport to represent the Executive Board shall be approved in advance by a majority of the Executive Board.

ARTICLE VI – DUTIES AND FUNCTIONS OF OFFICERS

6.01 President shall:

- preside at all meetings
- appoint all Committee Chairs/Coordinators as the need arises and as deemed necessary to promote the objectives of the CBB
- understand U.I.L rules and ensure that CBB is in compliance
- serve as an ex-officio member of all such committees except the Nominating Committee
- chair the Budget Committee
- have the authority to sign checks on behalf of the CBB
- represent the CBB in communications with the school administration
- responsible for Carroll Band trips

6.02 First Vice President (Fundraising) shall:

- assume the position of President in the event of absence or resignation of the President
- be an ex-officio member of committees as requested by the President
- be responsible for all general fundraising as outlined in Section 7.02 and described in Article VII
- be responsible for all Student Trip Account fundraising activities as outlined in Section 7.02 and described in Article VII
- understand U.I.L. rules and ensure that the CBB is in compliance in regards to stated responsibilities
- have the authority to co-sign checks on behalf of the CBB
- perform any other duties as may be delegated by the President

6.03 Second Vice President (Marching Season) shall:

- assume the position of President in the event of absence of the President & First Vice President
- be an ex-officio member of committees as requested by the President
- be responsible for all Marching as outlined in Section 7.02 and described in Article VII
- understand U.I.L. rules and ensure that the CBB is in compliance in regards to stated

responsibilities

- have the authority to co-sign checks on behalf of the CBB
- perform any other duties as may be delegated by the President

6.04 Third Vice President (Membership Programs) shall:

- be an ex-officio member of committees as requested by the President
- be responsible for all Summer Marching Band activities, Registration, Photography Coordination, Auditions, Spring Hospitality & Volunteer Coordination as described in Article VII
- understand U.I.L. rules and ensure that the CBB is in compliance in regards to stated responsibilities
- perform any other duties as may be delegated by the President

6.05 Fourth Vice President (Program Events) shall:

- be an ex-officio member of committees as requested by the President
- be responsible for the Band Banquet, Band Store, Senior Recognition Night, Letter Jackets, Concert Programs, and UIL/TMEA Competition paperwork as outlined in Section 7.02 and described in Article VII
- understand U.I.L. rules and ensure that the CBB is in compliance in regards to stated responsibilities
- perform any other duties as may be delegated by the President

6.06 Fifth Vice President (Communications) shall:

- be an ex-officio member of committees as requested by the President
- be responsible for Booster info on the band website and band eblasts
- understand U.I.L. rules and ensure that the CBB is in compliance in regards to stated responsibilities
- be the liaison to the Jazz program
- be the Color Guard/Winter Guard liaison
- be the liaison to the Percussion program
- perform any other duties as may be delegated by the President

6.07 Treasurer shall:

- maintain financial records for all the CBB activities
- maintain and reconcile bank accounts and investment account
- be responsible for accounting and depositing all monies
- maintain student trip account balances and issue individual student account statements for the Spring trip
- process annual registration funds and allocate those across accounts
- be responsible for paying all authorized purchases
- render a detailed monthly financial report including revenue, disbursements and assets to the Executive Board and Band Directors.
- render a monthly financial report to the organization at the regularly scheduled general membership meetings
- have authority to sign checks on behalf of CBB as determined by the Executive Board
- prepare the annual budget
- be responsible for providing the necessary information to the Tax Accountant in a prompt

and accurate manner for the filing of Form 990 after the June 30th year-end closing as per the Federal Tax Laws

- be responsible for the filing of the Texas Sales and Use Tax Return as required, either quarterly or yearly, by the State of Texas Comptroller and secure state sales tax exemption status for any out of state trips
- prepare and issue a Form W-2 for each contractor
- ensure all other official filings shall be completed prior to transfer of duties
- support the annual audit
- coordinate with annual registration chair, trip chairs, colorguard, and band directors
- understand U.I.L. rules and ensure that the CBB is in compliance in regards to stated responsibilities
- perform any other duties as may be delegated by the President

6.08 Secretary shall:

- record and retain the minutes of all regular meetings and Executive Board meetings
- provide a copy of the minutes to the Executive Board prior to the next month's meeting and present minutes of the prior month's meeting at each general membership meeting for approval
- handle miscellaneous correspondence for the CBB organization as the need arises
- provide a membership register at each meeting for members to sign.
- be responsible for the Student Database and E-Mails as outlined in Section 7.02 and described in Article VII
- understand U.I.L. rules and ensure that the CBB is in compliance in regards to stated responsibilities
- perform any other duties as may be delegated by the President

6.09 Parliamentarian shall:

- have Parliamentary authority at all meetings
- make sure the organization is functioning according to the CBB By-Laws as adopted and/or amended
- ensure that a Quorum is met for all meetings
- make recommendations for amendments to the by-laws as the need arises
- understand U.I.L. rules and ensure that the CBB is in compliance in regards to stated responsibilities
- chair the Audit Committee as outlined in Section 7.02 (a) and described in Article VII and Section 8.02
- chair By-Laws Committee as outlined in Section 7.02 (j), when needed, & as decided by the Executive Board
- chair the Nominating Committee as outlined in Section 7.02 (t) and described in Section 5.11
- chair the Scholarship Committee as outlined in Section 7.02 (w) and described in Article VII

6.10 At-Large Board Members (up to two):

- may be filled at the discretion of the Executive Board
- shall perform duties as may be delegated or assigned by the President
- shall understand U.I.L. rules and ensure that the CBB is in compliance in regards to stated responsibilities

ARTICLE VII – STANDING COMMITTEES

7.01 Overview. All committees of this organization, as well as each Chairperson(s)/Coordinators(s), shall be approved by the Executive Board.

- (a) **Committees** - The following positions, as outlined in Section 7.02, are recommended standing committees but may be changed by the Executive Board as the need arises and as is necessary to achieve the objectives of the organization without amendment to the bylaws.
- (b) **Attendance at Meetings** - Standing Committee chairpersons/coordinators are expected to attend the monthly general membership meetings. If unable to attend, a written report should be delivered to the relevant Executive Board Member(s) having oversight responsibility for the Committee.
- (c) **Committee Members.** The Chairperson/Coordinator has the authority to choose their own committee members, with the advice and consent of the relevant Executive Board Member.
- (d) **Terms of Position.** Each Chairperson/Coordinator shall serve for one year.
- (e) **Record keeping.** Chairpersons/Coordinators shall maintain a working notebook with a timeline for Committee work, including suggestions to pass on to their successors, and will keep the relevant Executive Board Member informed regarding the Committee's activities and any material issues or concerns.

7.02 Committees & Responsibilities

- (a) **Audit. [Fall]** - Conducts review of financial records after the fiscal year end; consists of three (3) Voting Members not involved with disbursement or control of the organization's finances
- (b) **Band Banquet [Spring - May]** - organizes and prepares for the annual Spring Band Banquet
- (c) **Band Bistro [Spring – February]** - organizes and prepares for the annual Band Bistro which includes dinner, student entertainment and silent auction. The Bistro has a co-chairman that handles the silent auction
- (d) **Band Calendar [All year]** - prepares a Band Calendar as directed by the Band Directors which is initially published in late April and updated throughout the following school year – also makes calendar available for summer mailings
- (e) **Band Directors' Administrative Assistant [All year]** - provides administrative support to the Band directors on a scheduled and as needed basis

- (f) **Band Fees/Uniform Accessories [Fall – August]** - collects all Band Fees and orders and distributes marching accessories (e.g. t-shirts, shoes, gloves, bags) and ensures that all necessary Band Forms are completed and distributed to appropriate personnel
- (g) **Band Photos [Fall & Spring]** -organizes fall and spring photos in conjunction with Band Directors
- (h) **Band Store [All year]** – Manages the online sales of band spirit apparel, yard signs, decals and accessories; coordinates designs and merchandise orders with vendors; distributes orders through front porch pick up.
- (i) **Bus Seating/Chaperones [All year; weekly during football season]** - coordinates (with the Band Directors) student seating and required chaperones for all football games and competitions
- (j) **By-Laws Committee [As required]** – reviews and recommends revisions to the CBB By-Laws
- (k) **Color Guard/Winter Guard Liaison [All year – heavy in fall]** - coordinates with the Color Guard Instructor(s) and the CBB
- (l) **Concert Programs [All year]** - compiles Winter & Spring Concert Programs
- (m) **Database [All year]** - maintains Student/Parent Band Database throughout entire school year; distributes database to Executive Board and appropriate committee chairs
- (n) **E-Mail [All year]** - using the Data base, develops email lists and coordinates with Band Directors and Executive Board to issue weekly emails during Marching season and any other emails as necessary throughout the year
- (o) **Equipment Transportation [All year; weekly during football season]** - coordinates with Band Directors and insures qualified drivers are available for area events to transport instruments
- (p) **Student Trip Account Fundraisers [Fall]** – coordinates, procures and distributes sales items for Student Account Fundraiser
- (q) **Historian [All year]** - responsible for recording the events of the year via video and still photography and prepares CD/DVD for sale and for presentation at Band Banquet
- (r) **Incoming Band Student Information Sessions [Fall & Spring]** - coordinates with Band Directors for 8th grade band information sessions and parent information sessions during FISH camp for incoming freshmen marchers

- (s) **Meal Coordinator – [Fall]** - coordinates the purchasing and volunteers for all meals during the football season
- (t) **Nominating Committee [Spring]** – (chaired by the Parliamentarian) handles the interview, selection and recommendation of the slate of officers for presentation to the membership for vote in May of each year – also recommends committee chairmen for the following year to the Executive Board
- (u) **Parent Demonstration/Social [Fall - August]** – organizes the Family Social following the Parent Demonstration
- (v) **Publicity [All year]** - responsible for communicating to the news media and CISD Communications Director any events or activities of interest involving the Carroll Band program(s) and CBB activities
- (w) **Scholarship [Spring]** - (chaired by the Parliamentarian); selects the recipient(s) of the Robbie Hewitt and Ron Behrends Music Scholarships; is composed of the Band Director, one Carroll Senior High School Counselor, and two (2) Band Booster parents
- (x) **Senior Recognition Night [Fall]** - coordinates with Band Director and handles all activities of Senior Recognition Night (at the designated football game) including sending invitations to parents
- (y) **Skybox Fundraiser [Fall]** – coordinates the silent auction with CISD if the Skybox at Dragon Stadium is made available to CBB during football season as a General/Student Fundraising activity and organizes dinner for the winners of the auction
- (z) **Special Trips [Any time]** - coordinates any special student trips decided by Band Directors
- (aa) **Spring Trip [All year]** - works with Band Directors to plan band trips; duties may include researching options (accommodations, activities, transportation etc.), mail outs and correspondence to students and parents, enlisting chaperones, preparing itineraries, rooming and bus assignments
- (bb) **Student Refreshments/Football [Fall – football]** - provides football game night refreshments, including water, drinks and snacks
- (cc) **Student Refreshments/Other [All year]** provides water, drinks, snacks or meals, and refreshments for competitions and some other away-from-home functions
- (dd) **UIL/TMEA Competitions [Fall & Spring]** - works in conjunction with Band Directors to process paperwork for the following contest: UIL Marching Band, UIL Concert, TMEA All-Region/All-Area/All-State and UIL Solo and Ensemble including student registrations, competition registrations, waivers, accompanists,

etc. as needed

- (ee) **Uniforms [All year]** - measures students, distributes, maintains and collects uniforms (continues on a year round basis as necessary)
- (ff) **Volunteer Coordinator [All year]** - organizes volunteer sign-ups at events early in the school year; distributes volunteer names and phone numbers to the appropriate Committee Chairs/Coordinators; helps schedule volunteers as needed during the year

ARTICLE VIII – FISCAL ACTIVITIES

8.01 Fiscal Year. The Fiscal and tax year shall be July first through June thirtieth.

8.02 Audits. The financial records shall be reviewed annually by the Audit Committee within 180 days of the end of the fiscal year and presented to the Executive Board. The results shall be made available to the general membership at the next general meeting. A review may be requested at any other time by a simple majority of the Executive Board.

8.03 Budget Committee. The Budget Committee shall be chaired by the President and comprised of the First Vice President (Fundraising), Treasurer, and other Board Members as requested by the President. The high school band directors shall participate in an advisory capacity as non-voting members. The committee shall prepare, approve, and present a proposed budget for the following fiscal year to the Executive Board no later than 30 days prior to the regularly scheduled annual membership meeting in May or June of each year. Following Executive Board approval, the budget will be presented to the general membership for approval at the regularly scheduled June meeting.

8.04 Disbursements

- (a) **Budgeted Disbursements.** Disbursements approved in the annual budget will not require further approvals.
- (b) **Signatures.** All disbursements from the CBB accounts in excess of \$500 shall require two authorized signatures of unrelated individuals, one of which must always be the Treasurer. Officers authorized to sign on accounts for the CBB are the President, Vice President(s), and Treasurer.
- (c) **Unbudgeted disbursements under \$500** - Unbudgeted disbursements of less than \$500 which are not specifically covered in the annual budget may be authorized by the President, providing funds are available.
- (d) **Unbudgeted disbursements over \$500 but less than \$1,500** - Unbudgeted disbursements in excess of \$500 but less than \$1,500 must be authorized in advance by a majority vote of the Executive Board, which authorization may be obtained by an electronic vote of the Executive Board.

- (e) **Unbudgeted disbursements of \$1,500 or more** – Any unbudgeted disbursements of \$1,500 or more require approval in advance by a majority vote of the Voting Members in attendance at a general meeting.
- (f) **Unbudgeted disbursements between June and August** - Any unbudgeted expenditures in excess of \$1,500 between the June and August meetings require approval by a majority of the Executive Board prior to commitment or disbursement, and then must be reported at the next general meeting.

8.05 Tax Exempt Compliance per IRC Section 501 (c)(3)

- (a) **501(c)(3) Activities** - Notwithstanding any other provision of these articles, the organization shall not carry on any activities not permitted to be carried on by an association exempt from federal income taxes under section 501 (c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law, or by an association's contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.
- (b) **Net earnings use** - No part of the net earnings of CBB shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except, that the association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments in the furtherance of the purposes set forth in Article V.
- (c) **Political and Legislative Activities** - No part of the activities of the association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the association shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.
- (d) **Dissolution & Distribution of Funds** - Pending dissolution of the CBB, any remaining assets shall be distributed to the Band Activity Funds. Upon the dissolution of the CBB after paying or adequately providing for the debts and obligations of the organization, all assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the IRS Code of 1954.

ARTICLE IX – AMENDMENTS

9.01 These by-laws may be amended at any regular meeting of the organization by a majority vote of the Voting Members present, provided that notice has been given at the previous regular meeting. A quorum must be present, and the President will only vote in case of a tie.