

Bylaws of the Keller Orchestra Booster Club

ARTICLE I: Name

The name of this association shall be “Keller Orchestra Booster Association” and shall be synonymously referred to as the “Keller Orchestra Boosters” or the “Association”.

The mailing address shall be: 601 Pate Orr Rd N, Keller, TX 76248

ARTICLE II: Objectives

The Keller Orchestra Boosters’ core objectives are to create awareness, interest, and stimulate the orchestra programs growth in the three schools in the Keller High School feeder pattern that offer orchestra: Bear Creek Intermediate School, Keller Middle School, and Keller High School in Keller, TX. The purpose of the Keller Orchestra Boosters is to provide support for orchestra programs including, but not limited to, musical ensembles, chamber groups, and student soloists. Support will be broad in scope and will include, but is not limited to, fund raising, student scholarships, and the provision of volunteer staffing and support for orchestra events. The ultimate goal of the Keller Orchestra Boosters is to foster a closer relationship and lines of communication between the students, parents, orchestra directors, feeder pattern schools, and the local community. Through the combined efforts of the Keller Orchestra Booster Association and students, parents, orchestra directors, feeder pattern schools, and the local community, the Keller Orchestra Boosters creates a broader environment of music appreciation, offers student scholarships for college and music lessons, and ultimately increases the opportunities for the orchestra students.

The Keller Orchestra Booster Association is organized as a public charity under section 509(a) (1) exclusively for charitable and educational purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE III: **University Interscholastic League (UIL) Booster Club Guidelines**

Booster clubs do not have the authority to direct the activities of a school district employee.

The schedule of contests, rules for participation, method of earning letters for high school orchestra students, and all other criteria dealing with the interschool orchestra programs are under the jurisdiction of Keller Middle School and Keller High School Administration.

As an organization, Keller Orchestra Boosters will conduct its activities within the guidelines as set forth by both the U.I.L. and the **KISD**. Copies of all policies are available in the Keller High School orchestra office.

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The Keller Orchestra Boosters is organized exclusively for charitable and/or educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code.

No part of the net earnings of the Keller Orchestra Boosters shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered with supporting receipt or invoice documentation and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

No substantial 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 (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of this document, the **Association** shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future tax code.

Upon the dissolution of the Keller Orchestra Booster Association assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, or shall be awarded to KISD or, distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by **a court of competent jurisdiction in the county in which the principal office of the Association is located**, exclusively for such purposes or to such organizations, as **such court** shall determine, which are organized and operated exclusively for **charitable and educational** purposes.

ARTICLE IV: Policies

The program of this **Association** shall be educational and shall be developed through meetings, committees, and projects. This **Association** shall not seek to direct the administrative activities of Bear Creek Intermediate School, Keller Middle School, or Keller High School, or to control its policies.

ARTICLE V: Membership

Any parent or guardian whose child is participating in orchestra at Bear Creek Intermediate School, Keller Middle School, or Keller High School or any alumni of the Keller orchestra program or interested adult is eligible for Association membership. Membership is not

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required to have a student participate in the Keller orchestra program. Memberships will be collected on a voluntary basis and will entitle each member to voting rights. Businesses interested in supporting the Keller Orchestra Boosters may do so with a donation. The Executive Board, in conjunction with the budgeting process, shall determine the amount of membership fee or suggested donation each school year.

ARTICLE VI: Executive Board Elections

Section 1: Executive Officer and Standing Committee Chair Positions

- a) Per the KISD Booster Club and Orientation Guidelines, the Executive Board Members of the Keller Orchestra Boosters officers shall be President, Vice-President, Secretary, Treasurer, and Parliamentarian. Two additional Executive Board members include the Standing Committee Chairs for Membership/Volunteers, and **Fundraising**. Terms for both Executive Board and Standing Committee Chairs are one (1) year. When a Committee Chair position becomes vacant before the end of a term, the Executive Board shall appoint a person to fill the position for the remainder of the term.
- b) All Officers of the Association shall be members, in good standing, of the Keller Orchestra Booster and have a student enrolled in orchestra at **Bear Creek Intermediate**, Keller Middle School or Keller High School;
- c) The Executive Board shall be elected, by ballot of the membership, every May;
 1. If there is only one nominee for any office, the **Secretary shall cast a single** elective ballot for **that nominee on behalf of the Association**;
 2. The Parliamentarian shall be appointed by the **President**.
- d) New officers shall assume their official duties beginning July 1st;
- e) Officers shall serve for a term of one (1) year and/or until their successors are elected;
- f) Any elected officer may be removed by a recommendation of the Executive Board and simple majority vote of the voting members present at a scheduled General Membership meeting of the Association;
 1. Any elected officer may be immediately removed from office by the administration of **either Bear Creek Intermediate, Keller Middle School or Keller High School**; in order to protect the health and safety of the orchestra members.

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ARTICLE VII: Duties of the Executive Board

If both the President and Vice-President are absent, meetings shall be presided over by the remaining officers in the order listed below.

Section 1: Officers

The President shall:

- a) Supervise and control the business and affairs of the Association;
- b) Serve as liaison between the Orchestra Director and Association;
- c) Set the agenda and preside at all meetings of the Association and of the Executive Board;
- d) Be a member **ex-officio** of all committees except the Nominating Committee;
- e) Work with others on the Executive Board to maintain an **Association** website.
- f) Perform other duties as may be prescribed in these bylaws or as assigned by the Association or its Executive Board.

The Vice-President shall:

- a) Act as aide to the President;
- b) Perform the duties of the President in his/her absence;
- c) Perform administrative functions with the President;
- d) Assist the Membership/Volunteer Chairperson as needed;
- e) Perform other duties as assigned by the Association or its Executive Board.

The Secretary shall:

- a) Keep an accurate record of all meetings of the **Association** and of the Executive Board and give a summary report of the previous meeting as required;
- b) Possess and maintain a current copy of the Keller Orchestra Booster Association bylaws; treasurer's report; and membership list;
- c) Coordinate official communication from the Association;
- d) Perform other duties as assigned by the Executive Board or the Association.

The Treasurer shall:

- a) Have custody of all Association bank account records and information;
- b) Keep accurate accounts and records including bank statements and receipts of expenditures and invoices by each budget line item category;
- c) Pay out Association funds only as authorized by Keller Orchestra Boosters or the Orchestra Director and in accordance with the budget adopted by this Association, the fiscal policies KISD, and generally accepted accounting principles;
- d) Sign on bank accounts (two authorized signatures shall be required on all checks);
- e) File tax returns for the year(s) in which Treasurer served;

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- f) Pay all Keller Orchestra Booster Association bills;
- g) Present a Statement of Account of the Association at every meeting of the Association and at other times as requested by the Executive Board;
- h) **Two authorized check signers shall be appointed by the Executive Board. The Treasurer may be an authorized signer;**
- i) Submit accounts to be examined **by the Audit Committee.**

The Parliamentarian shall:

- a) Attend all meetings of the Association and Executive Board and shall advise on matters of parliamentary procedure as requested.
- b) Work with the secretary to ensure all meeting minutes, approved bylaws and standing committee rules are followed and maintained.
- c) The Parliamentarian is a non-voting member of the **Executive Board.**

Section 2: Standing Committees

The Membership/ Volunteer Chairperson shall:

- a) **Track and record** membership of **the Association** throughout the year;
- b) Work with the Vice President to coordinate volunteers to staff fundraising opportunities and special events;
- c) Serve as the volunteer coordinator to help provide assistance for orchestra activities.

The Fundraising Chairperson shall:

- a) Organize fundraising opportunities including, but not limited to restaurant spirit nights, car washes, sponsorships, spirit wear, and on-line donations to facilitate the awarding of student scholarships (college, student fees, music lessons), orchestra equipment, competitions, and other orchestra activities;
- b) Work closely with the Treasurer, **Orchestra Director**, and the rest of the Executive Board to ensure that financial goals and spending do not exceed budgetary constraints.
- c) Ensure that **no** donations place **any** restrictions on the orchestra program and **do not** require endorsement of a business product. Donations shall not conflict with policies or actions of KISD or public law.

Section 3: Special Committees

Special committees are created for a specific purpose and voted on by the Executive Board. Examples of Special Committees for Association include, but are not limited to, , Scholarship Selection Committee, **Nominating Committee**, and End of Year Financial Audit Committee. **Special committees are** automatically dissolved as soon as **its** purpose is accomplished and the committee report is made to the Executive Board and the General Membership. Individuals with a conflict of interest shall not be allowed to serve as a member of that committee.

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Nominating Committee and the Election of Association Officers:

- a) A Nominating Committee shall be formed annually by the Executive Board no later than the **end of the** month of February for the purpose of identifying a slate of candidates to serve as Association Officers from July 1st to June 30th of the following school year;
- b) The Nominating Committee shall be comprised of three (3) members. One member shall be selected by the Executive Board from its body. Two members shall be appointed from the General Membership. The current President shall not serve on the Nominating Committee. In the event no volunteers come forth from the General Membership of the Association then the **Nominating Committee** can consist of **three** Executive Board members. The Nominating Committee shall select a chairperson at their first meeting;
- c) The Nominating Committee shall **recruit and** assemble a slate of candidates to be considered for election by **the** General Membership at the April/May meeting. After the **chairperson gives the** report of the Nominating Committee, an opportunity shall be given for nominations from the floor;
- d) Only persons who have consented to serve, if elected, shall be eligible for nomination, either by the Nominating Committee or from the floor.

Scholarship Selection Committee

One of the key functions of the Keller Orchestra Booster Association is to provide at least one (1) scholarship to a graduating senior that has been accepted to an accredited college/university/trade school/ military academy. Scholarship payments will be made directly to the institution the student will be attending, per KISD Booster Club Orientation and Procedures Manual.

As funds permit, additional scholarships shall be granted on a financial needs basis for Bear Creek Intermediate, Keller Middle School, and Keller High School orchestra students for private music tutoring, clinics, and annual orchestra fees. Eligible students for scholarships must have a minimum of one (1) semester prior to the application deadline.

- a) The selection committee shall comprise **Scholarship Chair and three Executive Board members** that do not have **senior** student(s) **eligible** for **this** scholarship **opportunity**.
- b) The Scholarship Selection committee shall be created and approved by the Executive Board before the end of the fall term.
- c) All senior scholarship applications must be received electronically to **the Scholarship Chair by 10:50 pm on April 15th**. **The Scholarship Chair** will remove any identifying items (i.e. name) from the applications to keep the applicants anonymous **for** the Scholarship Selection Committee **to review**. **The Association will provide directions for electronic submission**.
- d) The scholarship review committee must consider all qualifying applicants and completed applications.

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- e) The committee shall ensure that applications for the senior scholarship are available to all potential applicants in the orchestra hall at Keller High School and electronically on the Keller Orchestra Booster Association website.

Audit Committee

The Executive Board shall appoint the Audit Committee at least two weeks before the last meeting of the Association operating year. The audit should be conducted by 3 adult members who are independent of the day-to-day activities. Neither the Treasurer nor authorized signers may serve on the committee. The auditing shall take place after the books have been closed and before the first meeting of the Association for the new school year. The Audit Committee shall submit this report to the Association for approval at the first meeting of the school year.

- a) The Audit Committee shall verify the accuracy of the Treasurer's reports and ensure that the bank account cash balance is accurate.
- b) The committee shall verify that proper procedures for handling the Keller Orchestra Booster Association's finances have been followed to include:
 - i) Ensure that all checks have two authorized signatures. If the check is written to one of the authorized check signers then that person's signature should not be on the check.
 - ii) Ensure that checks written to individuals for reimbursement have the receipts attached and that all revenues have been appropriately received and recorded in the appropriate budget line-item category.
- c) The Audit Committee shall select a spokesman who will make a short report to the General Membership at the first meeting of the new school year. Any discrepancies shall be noted and the Executive Board shall be notified in advance to resolve any issues before the presentation.

Vacancies:

- a) A mid-term vacancy occurring in any elected office shall be filled for the rest of the term by a person elected by a majority vote of the Executive Board. Notice of such election shall be given to the General Membership Body at least 72 hours prior to the election.
- b) In case a vacancy occurs in the office of President, the Vice-President shall serve notice of the election.

ARTICLE VIII: Executive Board

Section 1: The Executive Board shall consist of the officers of the Association and the chairpersons of Standing Committees. The members of the Executive Board shall serve their elected term or from July 1st to June 30th. The Orchestra director is an automatic member of the Executive Board.

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Section 2: The duties of the Executive Board shall be:

- a) Transact necessary business in the interval between Association meetings and such other business as may be referred to it by the Association;
- b) Monitor the work of all officers and Standing Committees
- c) Present a report at the regular meeting of the Association if appropriate;
- d) Appoint an Audit Committee (see ARTICLE VII section 2: Audit Committee)
- e) Prepare and submit to the Association for approval a budget for the school year during the first general meeting of the school year.
- f) **When offered by KISD, members of the Executive Board may be required to attend a yearly orientation and procedures meeting held by KISD Administration. Training requirements shall be implemented into operations of the Association in a timely manner, if applicable.**

Section 3: Executive Board and General Membership Meetings

- a) Regular meetings of the Executive Board shall be held during the school year as deemed necessary. The time and place of the meetings will be decided by the Executive Board. Special meetings of the Executive Board may be called by the President or by a majority of the members of the Executive Board.
- b) A **simple** majority shall be considered quorum for voting at Executive Board meetings.
- c) All voting items are passed with a 51% **simple** majority vote.
- d) **The Executive Board and, where permitted, the General Membership may conduct votes by electronic mail in lieu of an in-person meeting, provided that all eligible voting members are given reasonable notice of the matter to be voted upon, an opportunity to vote, and that a defined deadline for responses is stated. Votes cast by electronic mail shall be counted for all purposes as if cast in person**
- e) There shall be a minimum of three (3) Executive Board meetings and two (2) General Membership meetings during the school year. The first Executive Board meeting shall occur before the start of the new school year to create the budget, discuss annual goals, fundraising ideas, and general business of the Association.
- f) All meetings will be announced at least 72 hours in advance. Additional meetings can occur on an **'as needed'** basis. **The Secretary shall take reasonable steps to provide public notice of the time and place of meetings.**

ARTICLE IX: Fiscal Activities

Section 1: Accounts are to be examined annually by **the Audit Committees described in ARTICLE VII: Duties of the Officers, Audit Committee** .

Section 2: Fiscal year of this **Association** shall begin July 1st through June 30th.

Section 3: All funds received through the efforts of **fund-raising** activities on behalf of the Keller Orchestra Boosters or through donations received from individuals or organizations, shall be deposited into the Keller Orchestra Booster Association's bank account. The

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Executive Board shall establish and maintain a minimum balance of at least \$500 in the bank account at all times.

Section 4: The Executive Board, in partnership with the **Orchestra Director**, shall generate a yearly budget by the first **General Membership** meeting. Approval of the yearly budget shall be made by the **General Membership** at the first meeting. All monies included in the approved budget shall be available for disbursement without any further approval during that fiscal year.

Disbursement of Keller Orchestra Booster funds shall be in accordance with the approved yearly budget. Should funds be required before a budget is approved, disbursement of funds shall be made with the approval of the **General Membership**.

Disbursement of funds outside of the approved budget line items shall be made only with the approval of the Executive Board. Movement of monies between line items within the approved budget must be presented to the **General Membership**, but does not need a vote from the **General Membership**.

Section 5: The Association shall not utilize or maintain a petty cash account.

Section 6: Orders for goods or services may only be made after receiving prior authorization from the President of the Executive Board. Bills shall be paid by check or with debit card with two authorized signatures. Association members seeking reimbursement shall submit receipts to the Treasurer. An authorized check signer may not sign a check issued for their own reimbursement. The Association can utilize online banking access to check account balances and online bank statements.

Section 7: The Association shall keep correct and complete books and records of account and shall also keep minutes of the meetings and proceedings of its board and committees.

ARTICLE X: Standing Committees

Standing Committees shall be created by the Executive Board as may be required to promote the objectives and interests of the Association without amendments of the bylaws. The chairperson of each Standing Committee shall be appointed by the Executive Board. The term of a committee chair is one year. When a chair position becomes vacant before the end of a term, the Executive Board **may appoint** a person to fill the position for the rest of the term.

ARTICLE XI: Parliamentary Authority

These bylaws govern the orderly conduct of the Association's business. Officers and members are expected to be familiar with and comply with them. The bylaws may be amended only as provided herein. A current copy of the bylaws shall be made available at Association meetings, and the Parliamentarian is responsible for maintaining and producing the current version.

The current edition of Robert's Rules of Order Newly Revised shall govern the Association's

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proceedings to the extent not inconsistent with these bylaws or any special rules of order adopted by the Association.

ARTICLE XII: Amendments

These bylaws may be amended at any regular meeting of the Association by a two-thirds (2/3) majority vote of the members present and voting, provided that at least thirty (30) days' notice has been given and that the amendment is consistent with the objectives of the Association.

ARTICLE XIII: Additional Guidance

Any procedural item not discussed in the bylaws can be found in the Keller Independent School District Booster Club Orientation and Procedures Manual.

Keller Orchestra Booster Bylaws approved on November 5, 2019 and updated on _____ by the Executive Board: