

**BY-LAWS OF THE
NORTH POINT BAND BOOSTERS, INC.**

ARTICLE I. MISSION

Section 1 – Purpose and Goals

The purpose of this organization shall be to promote and support the band activities entered into by North Point High School.

Our goals are:

- To encourage students to strive for excellence in the art of music and develop band spirit,
- To give optimistic and positive support to the Band Director(s) and all members of the band,
- To provide operational and logistical support to the band program through volunteerism,
- To provide financial support through fundraising, and
- To develop community awareness of the efforts of the band students and appreciation for their achievements

Section 2 – Nature of Corporation

The North Point Band Boosters, Inc. (hereinafter referred to as “Corporation” or “the Corporation”) is a nonprofit corporation formed under the Missouri Nonprofit Corporation Law and is organized and shall be operated in accordance with the meaning and provisions of Section 501(c)(3) of the Internal Revenue Code and the regulations issued there under.

ARTICLE II. OFFICES

The principal office of the Corporation in the State of Missouri shall be designated as the North Point High School Band Room located in the City of Wentzville, County of St. Charles. The Corporation may have such other offices, either within or without the state of Missouri as the Board of Directors may designate or as the business of the Corporation may from time to time require.

ARTICLE III. MEMBERSHIP

Parents or guardians of members of the Wentzville North Point High School Band shall be voting members. Other interested persons who seek to assist in the band’s projects are considered supporting members, with all the privileges of membership, except to vote.

Section 1 – Active Members

1. Parents or guardians of all North Point Band and Color Guard students shall be considered Active Members.
2. All Active Members are encouraged to volunteer in support of our purpose in Article I.

Section 2 – Alumni Members

1. Past band directors, parents and guardians of band members who have graduated from the North

Point Band program, as well as said graduated band members, are considered Alumni Members. An alumni parent or guardian with a child currently in band/color guard shall be considered only as an Active Member.

2. Alumni Members will not have voting privileges but may continue to support the North Point Band program at special events and/or fundraisers.

Section 3 – Honorary Members

Persons who are not otherwise eligible for membership and who have distinguished themselves in support of the Corporation may be chosen by the Board of Directors to receive Honorary Member status. Honorary Members will not have voting privileges.

ARTICLE IV. MEETINGS

North Point School administrators shall be welcome at all meetings and North Point Band functions.

Section 1 – Regular Meetings

1. Regular general membership meetings shall normally be held on the second Thursday of each month, or such other regularly scheduled dates as determined by the Board of Directors, excluding December.
2. The President or Vice President must be present to conduct the meeting.
3. At the April meeting, there will be the election of officers for the following school year as well as other regular business. Parents of the 8th grade students who will be joining the band in the fall will be invited to participate in this meeting.
4. The installation of the new Board of Directors shall occur at the May general membership meeting. (The intent of the April election and May installation is to provide time for the new Board members to shadow and learn duties of the new position.)

Section 2 – Special Meetings

1. Special general membership meetings may be called at any time, with not less than seven (7) days' notice, at the discretion of the President or Director of Bands.
2. The President or Director of Bands must be present to conduct the meeting.

Section 3 – Board Meetings

Board of Directors meetings shall be held at the discretion of the President or upon the request of the majority of the Board of Directors.

Section 4 – Executive Board Meetings

The Executive Board shall meet as necessary at the discretion of the President or upon the request of a majority of the Executive Board members.

ARTICLE V. BOARD OF DIRECTORS

Section 1 – General Powers

The business and affairs of the Corporation shall be managed by its Board of Directors as directed by the membership. The Directors shall, in all cases, act as a Board, and they may adopt such rules and regulations for the conduct of their meetings and the management of the Corporation as they may deem proper, not inconsistent with these by-laws and the laws of Missouri.

Section 2 – Number, Appointment, and Term of Office

1. The number of members of the Board of Directors shall be a minimum of four (4) and not to exceed fifteen (15).
2. The Officers of the Corporation, elected under Article VI of these by-laws, and the Director of Bands comprise the Executive Board.
3. The Executive Board shall appoint the remaining members of the Board by majority vote.
4. Each Director shall hold office for a term of one (1) year beginning May of the current year and thereafter until his/her successor is elected (or appointed, as applicable), qualified, and duly installed.
5. Board appointments will be filled by Active Members and shall have voting rights.
6. Each appointed Director who wishes to continue for another term shall stand for re appointment under c) above.

Section 3 – Vacancies

Any vacancy occurring on the Board of Directors prior to the expiration of a term shall be filled by an Active Member appointed by the remaining members of the Board of Directors. A Director so appointed to fill a vacancy shall hold office for the unexpired term of his/her predecessor in office.

Section 4 – Quorums and Proxies

1. Board Meetings:
 - a. A minimum of three (3) Directors shall constitute a quorum for the transaction of business, at any meeting of the Board of Directors; however, one of three (3) must be the President or Vice President.
 - b. Any Director not present may vote by written proxy. Such proxy should be delivered to any Director who is present at the Board of Directors meeting. The proxy shall be a limited proxy authorizing voting rights to a specific subject only.
2. Executive Board Meetings: A majority of the total number of Executive Board members in office shall constitute a quorum for the transaction of business at any meeting of the Executive Board.

Section 5 – Resignation

1. A Director may resign from the Board of Directors at any time by giving signed written notice to the President or the Board. Unless otherwise specified in the notice, the resignation shall take effect upon the receipt thereof by the Board or the President, and the acceptance of the resignation shall not be necessary to make it effective.
2. The filling of a vacancy due to resignation under this Section 5 shall be handled in accordance with Section 3 above.

Section 6 – Compensation

No compensation shall be paid to the Executive Board, or Board of Directors, as such, for their services.

Section 7 – Band Board Members

The North Point Band Board consists of:

1. Elected Officers:
 - a. President*
 - b. Vice President*
 - i. Vice President of Recruiting
 - ii. Vice President of Logistics
 - iii. Vice President of Food & Beverage
 - iv. Vice President of Fundraising
 - c. Secretary*
 - d. Treasurer*
 - i. Treasurer Elect
2. Appointed Members:
 - a. External Communications Manager
 - b. Guard Manager
 - c. Student Representative from each class
 - d. Committee Members
 - e. Other**
3. Standing Members:
 - a. Director of Bands*

*Executive Board

**The Executive Board may appoint other members to the Board, subject to the limits of Section 2. a) above (15 max).

Section 8 - Duties of Band Board:

1. See that provisions of these By-Laws are upheld in all activities of the Band Boosters
2. Implement the policies and decisions of the Band Booster Organization
3. Coordinate the activities of the various committees of the Band Boosters with one another and with the professional staff
4. Empower the President to appoint any ad hoc committees deemed necessary.
5. Receive prior to the June Board Meeting from the Fundraising Committee a budget proposal for the upcoming school year. Budget is to be approved by Board by end of day on June 30. Board presents approved budget at the July Boosters meeting.
6. Approve before a payment is made any unbudgeted expenditures greater than \$500.
7. Prepare the agenda for the Band Booster Meetings.
8. Appoint Band Booster Members to the Nominating Committee according to the stipulations in these By-Laws.
9. Report all activities to the Band Boosters at each regular meeting.

ARTICLE VI. DUTIES OFFICERS

The officers of the Corporation, in addition to the Director of Bands, shall be known as the Executive Board.

Section 1 – Officers

The Officers of the Corporation shall be the President, Vice President, Secretary, and Treasurer. Not more than one office, under this Section 1, may be held simultaneously by the same person.

Section 2 – Number, Election, and Term of Office

1. The number of Officers shall be a minimum of four (4).
2. The Officers of the Corporation shall be elected by majority vote of the Active Members at the April meeting.
3. Each Officer shall hold office for a term of one (1) year beginning May of the current year and thereafter until his/her successor is elected, qualified, and duly installed.
4. All incumbent Officers who wish to continue shall stand for re-election under b) above.

Section 3 – Vacancies

Except in the case of the filling of mid-term vacancies, election to office shall be by majority vote of the Active Members in attendance at the April general membership meeting.

A vacancy in any office because of death, resignation, disqualification or otherwise, may be filled by the Board of Directors in accordance with Article V, Section 3, for the unexpired portion of the term.

Section 4 – President

1. A candidate for President must have served at least one (1) full term as a member of the Board of Directors to be considered for the office.
 - a. Presidential Eligibility Interim Exception to Presidential Eligibility Requirement In the event that no candidates with at least one full term on the Board of Directors are available to assume the office of President, the Board may take the following actions:
 - i. Interim Appointment: By majority vote, appoint a candidate with less than one full term to serve as President for an interim term of one year.
 - ii. Incumbent President Exception: By majority vote of the current Board, allow the incumbent President to remain as a candidate for President or serve an interim term of one year.
2. The President shall preside at all meetings of the Band Boosters and Band Board. The President will have the responsibility for the coordination of Band Booster activities and shall see that the decisions of the Band Boosters or Band Board are implemented by the appropriate committees or persons. The President will be the primary liaison with the band directors/assistant directors, band student officers and councils, school administration, and district administration. The President shall chair the Patron Program and Community Awareness Committee, Webmaster Committee and the By-Law Committee.

Section 5 – Vice-President(s)

1. The ***Vice-President*** shall oversee the workings of the general band functions (e.g. recruitment, equipment, transportation, and food & beverage), and perform all such duties as may from time to time be assigned to him/her by the President.
2. In the absence of the ***President***, the ***Vice-President*** shall preside.
3. In the event of the death or resignation of the ***President***, the ***Vice-President*** shall assume the office of ***President*** and shall perform all such other duties as may be prescribed by the Board of Directors

from time to time, until the Board of Directors elects a successor to the **President**.

4. In the instance we have additional VPs (as described below), the Vice-President will be responsible for any vacant VP role (and their corresponding Committee) and will help with other VPs as needed. If all VPs below are filled, the Vice-President office may either be filled or remain open until next election. If filled, the Vice-President will help and oversee VPs as needed.
5. Vice-President office may be broken out into separate VP positions, if necessary:

Section 5a - Vice-President of Recruiting, if any, will preside in the absence of the **President (and Vice-President office vacant)** at the Band Boosters or Band Board Meetings. If the **President** is unable to continue in office (**and Vice-President office vacant**), the **Vice-President of Recruiting** shall assume the office of **President** for the remainder of the regular term. The **Vice-President of Recruiting** shall chair the Nominating Committee and the Hospitality Committee.

Section 5b - Vice-President of Logistics, if any, will chair the Equipment and Transportation Committee. The **Vice-President of Logistics** shall preside over meetings in the absence of the **President, Vice-President** and **Vice-President of Recruiting**.

Section 5c - Vice-President of Food and Beverage, if any, will chair the Food Committee, and in the absence of the **President, Vice-President, Vice-President of Recruiting** and **Vice-President of Logistics**, shall preside over meetings.

Section 5d - Vice-President of Fundraising, if any, will chair the Fundraising Committee, and in the absence of the **President, Vice-President, Vice-President of Recruiting, Vice-President of Logistics**, and **Vice-President of Food and Beverage**, shall preside over meetings.

Section 6 – Secretary

1. The **Secretary** shall keep the minutes of the meetings of the Board of Directors and General Membership in a book or other approved manner provided for that purpose; see that all notices are duly given in accordance with the provisions of these by-laws or as required by law; be custodian of the corporate records; and perform such other duties as from time to time may be assigned to him/her by the **President** or by the Board of Directors.
2. At events/functions where the **President** and **Vice-President** are absent, the **Secretary** shall preside.
3. The **Secretary** shall chair the Uniform & Archive Committees.

Section 7 – Treasurer(s)

1. The **Treasurer** shall be responsible for all funds of the Corporation; receive and give receipts for monies due and payable to the Corporation from any source whatsoever, if requested, and deposit all such monies in the name of the Corporation in the bank designated as the depository for the Corporation.
2. The **Treasurer** shall prepare monthly treasurer reports for the meetings of the membership and shall also prepare a year-end accounting of the income and expenses; and shall perform such other duties as from time to time may be assigned to him/her by the **President** or the Board of Directors.
3. At events/functions where the **President, Vice-President**, and **Secretary** are absent, the **Treasurer** shall preside.
4. The **Treasurer** shall chair the Fundraising Committee (if **Vice-President of Fundraising** office vacant).

Section 7a - **Treasurer Elect**, if any, shall be responsible for reviewing current financial policies, including

check-signing authority and expense reimbursement. Understand existing financial obligations and pending audits. Prepare for the transfer of bank signatory authority. Prepare for the following year's transition as *Treasurer*.

Section 8 – Director(s) of Bands

The Director(s) of Bands responsibilities as members of the Band Board will be to communicate the District's Budget for band expenditures including sponsor stipends to the Band Booster *Treasurer*, assist the Band Booster *Treasurer* in preparing the annual Band Booster Budget prior to the June Band Board meeting, and to communicate to the *President* the itinerary for performances.

Section 9 – Guard Manager

The Guard Manager will represent the Guard/Auxiliary with responsibility of coordinating among guard parents such activities as support, fundraising, uniforms and communications. The Guard Manager will report to the Band Booster Board.

Section 10 – Committees

Committees and their responsibilities are outlined in Article VIII. All Committees will report to the Band Booster Board and are headed by a Band Officer (*President, Vice-President(s), Secretary* or *Treasurer*).

Section 11 – Compensation

No compensation shall be paid to the Officers, as such, for their services.

ARTICLE VII. CONTRACTS, LOANS, CHECKS AND DEPOSITS

Section 1 - Contracts

1. The Executive Board may authorize (up to \$1,000) any member to enter into any contract or execute and deliver an instrument in the name of and on behalf of the Corporation. Such authority may be general or confined to specific instances.
2. Expenditures/contracts in excess of \$1,000 must be approved by the general membership.

Section 2 – Loans

No loans shall be contracted on behalf of the Corporation and no evidences of indebtedness shall be issued in its name unless authorized by the Executive Board and the general membership. Such authority may be generally confined to a specific instance/amount.

Section 3 – Payments

All checks or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Corporation shall be signed by the Treasurer or, in the absence of the Treasurer, by an Officer designated by the Executive Board for that fiscal year.

Section 4 – Deposits

All funds of the Corporation not otherwise employed shall be deposited on a regular basis to the credit of the Corporation in such banks or depositories as the Executive Board may select.

Section 5 – Fundraising

1. Any and all fundraisers representing the North Point Band and/or aligning itself with the nonprofit status of the Corporation must have previous approval of the Board of Directors.
2. All band and color guard students must be given equal opportunity to participate in and to benefit from all fundraisers.

Section 6 – Gifts and Contributions

The Board of Directors may accept on behalf of the Corporation any contribution, gift, or bequest, for the general purposes or for any special purpose of the Corporation. Such contributions, gifts, or bequests shall be in conformity with the laws of the United States, the State of Missouri, and any other relevant jurisdiction.

ARTICLE VIII. Committees

1. Fundraising Committee (Chaired by *Vice-President of Fundraising* or *Treasurer* if VP of Fundraising not present) Fundraising committee is responsible for the overall planning and coordination of fundraising to support the activities of the band. The committee will submit all fundraising projects to the Band Boosters and Band Board for approval, and will communicate all fundraising opportunities to the Band Board and Band Boosters.

2. Equipment and Transportation Committee (Chaired by *Vice-President of Logistics*) Equipment and Transportation is responsible for overall planning and coordination of volunteers to load/unload and transport equipment to and from events, and on/off the field for performances. Maintain and construct props for performances and shelves/storage etc. as approved by the Band Board.

3. Food Committee (Chaired By *Vice-President of Food & Beverage*) Food Committee will plan, coordinate and oversee food, drinks, and snacks for band members when on away trips, and for home events such as end of year banquet.

4. Hospitality Committee (Chaired by *Vice-President of Recruiting*) Hospitality Committee will help coordinate volunteers to help out at the various functions the band participates in. At home games, will delegate the tasks of marking off bleachers, preparing water coolers and cart, with cups, trash bags, etc. For away events, they will help coordinate chaperones, and volunteers to help with all functions not covered by other committees.

5. Uniform Committee (Chaired by *Secretary*) Uniform Committee is responsible for inventory, issuing, maintenance and repair of band uniforms.

6. Patron Program and Community Awareness Committees (Chaired by *President*) These committees are responsible for communicating to local businesses and individuals regarding the band programs. In addition, they are to solicit donations, provide recognition for those individuals and businesses, students and alumni who supported the band programs. The committee will maintain a database of businesses and individuals who support the programs and forward the list to their successor.

7. By-Law Committee (Chaired by *President*)

This committee is responsible for reviewing and recommending changes to the current by-laws to the Band Board. All proposed changes must be submitted to the Band Booster members for review and discussion at a regular membership meeting and voted on at the next regularly scheduled meeting. Changes may be approved by a simple majority vote of the membership present and will become effective immediately.

8. Nominating Committee (Chaired by *Vice-President of Recruiting*)

This committee is responsible for nominating a slate of candidates to be presented at the February Booster meeting, with discussion and open nominations to be held at the February and March meetings. Elections will be held at the April meeting, with the newly elected officers assuming their post at the beginning of the fiscal year, as noted in Article VII, Section 1.

9. Web Master Committee (Chaired by *President*)

This committee is responsible for maintaining the Band Booster web site and email account. Information should include Band Booster meeting notifications and minutes, event itineraries and other items as directed by the officers or directors.

10. Archive Committee (Chaired by *Secretary*)

This committee is responsible for documenting all activities of the various band programs and maintaining a record of awards and achievements. The committee will also compile a photographic record of the band and booster throughout the year and assist in compiling Senior Books at the end of the school year.

ARTICLE IX. BOOKS AND RECORDS

1. The Corporation shall keep correct and complete books and records of account according to the State of Missouri, IRS code 501(c), and any other relevant jurisdiction.
2. An audit of the Corporation's books shall occur annually or earlier in the event of a vacancy in the office of Treasurer, as directed by the President.

ARTICLE X. FISCAL YEAR

The fiscal year of the Corporation shall begin on July 1 of each year and end on June 30 of each year.

ARTICLE XI. AMENDMENTS TO THE BY-LAWS

Section 1 – Requirement for Membership Approval

All By-Laws, By-Laws changes, By-Laws amendments and By-Laws ratifications must be submitted to the membership for approval at a membership meeting before they will be constituted as legal for this organization.

Section 2 – Process for Changes

All proposals for By-Law changes and By-Laws amendments shall be read at a membership meeting and voted on at the next scheduled membership meeting. All proposals for changes shall require greater than 50% vote of the attending Active Members for approval. It will become effective immediately upon approval, unless other provisions are made by the Band Boosters in approving amendment(s).

ARTICLE XII. BORROWED ITEMS

Before Corporation borrows/lends an item, a mutual agreement must be signed by the elected Band Board, the director(s), and property owner, and a copy kept on file. The agreement will include: who is responsible for the item at the event, payment for use of the item, expected payment for loss or damage, and where/when/how the item will be returned to the owner.

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