

BY-LAWS of AUBREY CHAPARRAL BAND BOOSTERS

ARTICLE I: Name of Organization

The name of this non-profit corporation shall be Aubrey Band Boosters. (hereinafter “ABB”).

ARTICLE II: Purpose and Objectives

Section 1. The objectives of ABB shall be:

- A. To render financial, moral and any other reasonable support to the band program and Aubrey Independent School District.
- B. To enhance the band program through encouragement and support to the students, schools and Band Directors so that the community will maintain pride in its school system and band programs.
- C. To promote and encourage instrumental music and provide supplemental resources not otherwise provided or funded by Aubrey Independent School District.

Section 2. The band is a school organization under the direction of the Band Directors. It shall not be the object of ABB at any time to serve as a pressure group to obtain support of the band program over and above that deemed healthy and reasonable by the school administration. ABB shall be out of order when pursuing a program or project not previously approved by the Band Directors and their respective principals.

Section 3. ABB is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Notwithstanding any other provision of these By-Laws, the corporation shall not take any action that would be inconsistent with the requirements for a tax exemption under Internal Revenue Code Section 501(c)(3) and related regulations, rulings, and procedures nor may it take any action that would be inconsistent with the requirements of tax-deductible charitable contributions under Internal Revenue Code Section 170(c)(2) and related regulations, rulings, and procedures.

ARTICLE III: Membership

The membership in ABB shall consist of:

- A. The parents or guardians of a child participating the Aubrey Chaparral Band or in any of the band programs supported by the Aubrey Independent School District who have expressed an interest in membership;
- B. Band students; and

- C. Any other individual who has an interest in and wishes to support the band program in any Aubrey Independent School District school.

ARTICLE IV: Officers and Duties

Section 1. Officers of ABB shall be a president (or president and co-president, when feasible), vice-president, secretary, and treasurer. The president, vice-president, treasurer, and secretary shall serve as the **Executive Board**.

Section 2. The Executive Board and Band Directors will serve as the **Board of Directors**. The Band Directors shall be ex-officio members of the **Board of Directors** and shall not vote.

Section 3. The number of officers of the ABB shall be not less than three (3) and no more than nine (9). The number of directors may be increased or decreased from time to time by amending these Bylaws.

Section 4. The Corporation shall not pay any compensation to directors for services rendered to the Corporation, except that directors may be reimbursed for expenses incurred in the performance of their duties to the Corporation, in reasonable amounts as approved by a majority of the entire Board; however, nothing herein contained shall be construed to preclude any directors from serving the Corporation in any other capacity and receiving reasonable compensation therefor.

Section 4. The duties of the officers shall be:

A. President/Co-Presidents:

The president or co-presidents shall be responsible for the conduct of the organization, including but not limited to calling business meetings and Executive Board meetings. The president's duties shall include presiding over all meetings of the Organization and of the Executive Board, appointing committees and committee chairpersons as set forth in these By-Laws, signing and executing contracts or other instruments in the name of the ABB which have been authorized by the Executive Board (except in cases where the Executive Board expressly delegates its execution to some other officer or agent of the organization), and assuming all reasonable obligations and duties expected of a president of an organization. The president shall also be authorized to sign checks. The president shall decide matters of parliamentary procedure.

B. Vice-President:

The vice-president shall preside over meetings in the absence of the president, attend all meetings pertaining to fund-raising events, and be available to the president for assistance with organizational duties. The vice-president assumes the presidency in case of serious illness or death of the president, or if the president fails to function or resigns. The vice-president shall also be authorized to sign checks.

C. Secretary:

The secretary shall keep minutes of all meetings, maintain a roster of the membership, and perform the usual duties of the office of secretary. The minutes of all meetings shall be kept on file, available upon request, and published to the band website. The secretary shall also be authorized to sign checks.

D. Treasurer:

The treasurer shall be custodian of all funds. The treasurer shall pay all bills as authorized by the Executive Board and sign all checks with one of the other three members of the Executive Board. The treasurer shall keep a permanent record book of receipts and expenditures. The treasurer's accounts shall be subject to examination at any time. The treasurer will annually submit the financial information required in the annual federal tax return (Form 990) filing on or before the due date of the return. A copy of said return shall be incorporated into the minutes of the Officers' Meeting prior to being filed with the Internal Revenue Service.

ARTICLE V: Meetings

Section 1. Meetings of the Board of Directors, regular or special, may be held either within or without the State of Texas at such times as may be fixed by the Board.

Section 2. The Executive Board and/or the Board of Directors shall meet at the call of the president or any two (2) executive board members.

No notice need be given of regular meetings of the Board of Directors. Notice of each special meeting of the Board shall be given to each director as is prescribed below. Neither the business to be transacted at, nor the purpose of any special meeting of the Board need be specified in the notice or waiver of notice of such meeting.

Notice of any special meeting of the Board of Directors shall be given at least three (3) days prior thereto by written notice delivered personally, sent by mail, facsimile, or electronic message to each Director. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed with postage thereon prepaid. Notice transmitted by facsimile or electronic message is considered to be given when the facsimile or electronic

message is transmitted to a facsimile number or an electronic message address provided by the person, or to which the person consents, for the purpose of receiving notice. Any Director may waive notice of any meeting. Attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

In lieu of notice of special meetings of the Board, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be the equivalent to the giving of such notice.

Section 3. The ABB shall meet as an organization at the request of the president and/or the Executive Board and/or the Board of Directors.

Section 4. The nomination of officers for the following school year will take place at the April ABB meeting. The election of the officers for the next school year will take place at the May ABB meeting.

Section 5. All meetings shall be conducted according to the latest revision of Robert's Rules of Order. In cases where there is inconsistency within the by-laws and other guidelines before the Organization, the guidelines of the Texas University Interscholastic League will apply.

Section 6. Meeting by telephone or video conference. Subject to the provisions required or permitted by the Law for notice of meetings, members of the Board of Directors, or any committee designated by the Board of Directors of the Corporation, may participate in and hold a meeting of such Board by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other, and participation in a meeting by such means shall constitute presence in person at such meeting, except where a person participates in the meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

ARTICLE VI: Quorums

Section 1. Seven (7) members shall be a quorum at a meeting of ABB.

Section 2. Four (4) members, including at least one band director, shall be a quorum at a meeting of the Board of Directors.

ARTICLE VII: Elections

Section 1. An election of officers shall be held annually at the May ABB meeting. A nominating committee of three members, at least one being from the Executive Board, shall be

appointed by the president at least 30 days prior to nomination of officers at the April ABB meeting. Nominations from the floor may be made and the individual with the greatest number of votes for the office in question shall be considered elected.

Section 2. The offices of president and secretary shall each be elected for a two-year term to begin on June 1 of each even-numbered year.

Section 3. The offices of vice-president and treasurer shall each be elected for a two-year term to begin on June 1 of each odd-numbered year.

Section 4. No person shall be elected to any one office for more than two terms, unless voted by the members at the May ABB meeting.

Section 5. Vacancies on the elected offices may be filled by presidential appointment with the approval of the remaining members of the Executive Board.

ARTICLE VIII: Committees

Section 1. The president shall appoint ad hoc committees as are necessary to accomplish the objectives and requirements of ABB. All committees are responsible to the president of ABB and the Band Directors.

Section 2. All committee appointments shall terminate on May 31.

ARTICLE IX: Financing

Section 1. All money collected by the treasurer shall be deposited in a legal bank in the City of Aubrey, Texas. The Executive Board shall declare such bank the official depository for ABB.

Section 2. All monies collected from projects sponsored by ABB must be placed in the official depository of ABB and the amounts recorded in the financial records maintained by the treasurer.

Section 3. When presenting new fund-raising opportunities, to the extent possible, committees, through committee chairpersons, should present budgets indicating financial needs for projects and expected returns from projects for budgetary purposes and consideration by the Executive Board.

Section 4. The Board of Directors shall have a meeting in June to set the annual budget to be proposed and voted on for approval at the August ABB meeting.

An operating fund sufficient to support the budgeted and approved normal operating expenditures during the summer months shall be carried forward each operating year.

Section 5. ABB shall not place obligations on financial contributions made to the band programs of Aubrey Independent School District, except that such contributions shall be used to enhance the said band program.

Section 6. The annual budget shall be duly voted on and approved by the Executive Board and membership of ABB, and apart from that, any request for additional expenditure of monies from the official depository of ABB shall be submitted using the form attached as Addendum 1, and must be voted on by a quorum of the membership as defined in these By-Laws, save and except for the following:

1. Expenditures whose purposes are included within a line item set forth in the annual budget, provided that the expenditure is not one for which funding exists from Aubrey Independent School District or some other source;
2. Expenditures needed to conduct the mission and administrative duties of ABB;
3. Expenditures needed to fulfill requirements and obligations as required by Aubrey Independent School District, University Interscholastic League, or Texas Education Agency.
4. Expenditures up to \$500 whose purpose is not included within a line item set forth in the annual budget shall be approved by the Executive Board.
5. In no case, however, shall the ABB indemnify, reimburse, or insure any person for any taxes imposed on such individuals under Chapter 42 of the Code.

Section 7. No part of the net earnings, properties, or assets of the Corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or any member, director or officer of the ABB.

Section 8. Upon dissolution of ABB whether by agreement, by failure of the Executive Board to function, or by inactivity, all funds and property of said ABB shall be transferred to the Aubrey Independent School District for use in the band program. In this event, it shall be the duty of the treasurer, upon receiving authority from the Executive Board if existing, to make final accounting of said funds in the treasurer's possession and after the payments of all obligations, debts, and bills, to transfer the balance of the accounts to the accounts of the Aubrey Independent School District. "Inactivity" shall be defined as failure of the organization to meet for a period of 18 months or longer.

ARTICLE X: Miscellaneous

Section 1. The fiscal year of the ABB shall be the calendar year, or such other period as may be fixed by the Board of Directors.

Section 2. In order to function in a chaperone with the ABB, submission of the annual Aubrey ISD background must be successfully completed. AISD District Employees are exempt from the annual background check.

ARTICLE XI: Amendments

These By-Laws may be amended at any regular meeting of ABB provided the amendment has been submitted at a previous regular meeting of ABB. At least 30 days must elapse between the time the amendment is presented and is voted upon. An amendment shall be passed when two-thirds of those present at a legally called quorum vote in favor of the amendment.
