**By-Laws of the SAINT CHARLES WEST BAND BOOSTER CLUB, INC.**

Article 1 - Purpose

The purpose of the corporation is to operate exclusively for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1954 by providing positive and active moral support and assistance for the benefit of the band programs of St. Charles West high school a public high school in St. Charles, Missouri, and by providing sound financial assistance through fund-raising activities and by the acceptance of donations for the St. Charles West high school band program; and to do all things incidental (non-operational / non day to day cost of the band) to or desirable in connection with the foregoing.

Article 2-Membership

Sec. 1 – The membership of this club shall include any band member, alumni, parent, or other persons interested in the progress and development of the St. Charles West High School band program. Band members shall automatically be non-voting members. Alumni and other persons interested in the progress and development of the St. Charles West High School band program shall be welcome as non-voting members.

Sec. 2 – Voting membership shall consist of parents or guardians of active band members whose membership accounts are current. Each band member whose account is current will generate 1 vote for his/her family. “Active” band members consist of those St. Charles West High School Students and in certain cases, 8th grade band members of the Middle School which will attend the St. Charles West High School in the following year., as authorized by the Executive Board, who are participating in at least one band activity during the current school year. Membership fees will be set annually by the Executive Board.

Article III – Officers and Elections

Sec. 1 – Officers shall include a President, Vice-President, Secretary, and Treasurer. No more than one office shall be held by any one person. No more than two persons from the same immediate family shall hold office concurrently. The President, Vice- President, and Treasurer shall not be from the same immediate family.

Sec. 2 – The offices of President, Vice-President, and Secretary shall be elected annually from nominations of the Executive Board and nominations from the floor. The office of the Treasurer is elected by the Executive Board only. Voting will take place from eligible voters present at the December meeting.

Sec. 3 – In the event the office of President shall become vacant, the Vice-President shall become President. In the event that the Vice-President or Secretary office shall become vacant, it shall be filled at the next regular meeting by a majority vote of the membership present.

Sec. 4 – Offices shall be elected at the December meeting and shall take office January 1st. Voting may be by open or closed ballot as approved by the Executive Board. Nominee with a simple majority vote will be deemed elected to the position under consideration. Outgoing officers will remain in an advisory role (non-voting Executive Board members) and will be encouraged to attend executive board committee meetings to the end of the school year.

Sec. 5 – All officers shall have voting rights on the Executive Board.

Sec. 6. – Audit Committee nominations will be presented by the nomination committee and shall be presented to the general membership during the January meeting. The nominees with the three highest votes shall be deemed elected to the position under consideration.

Article IV – Duties of the Officers

Sec. 1 – The President shall preside at all meetings of the club, and shall be an ex-officio member of all committees.

Sec. 2. – The Vice-President shall assume all of the duties of the president in his/her absence and other duties as may be assigned by the president.

Sec. 3 – The secretary shall keep the membership records and minutes of all meetings and attend to the correspondence.

Sec. 4 – The Treasurer shall receive all monies accruing to the club and shall deposit same in an approved depository under the name of St. Charles West Band Booster Club, Inc. The Treasurer shall keep an accurate and complete record of all receipts and disbursements.

Sec. 5. – The President and the Treasurer shall be authorized to sign checks.

Article V – Executive Board

Sec. 1 – The Executive Board shall consist of the President, Vice-President, Secretary, Treasurer, and Director of Bands at St. Charles West High School. The Director of Bands shall serve as an advisory role of the Executive Board and is not considered a voting member.

Sec. 2 – The Executive Board shall have general supervision of the affairs of the club, and shall meet at times determined by the President or by a simple majority of the Executive Board.

Sec. 3 – The Executive Board shall have the final decision on any question of the interpretation of the by-laws as long as two- thirds of the members are present.

Sec. 4 – An Executive Board member may be replaced by the Board if deemed necessary for the good of the Booster Club. 2/3 of the Board must elect to remove.

Article VI – General Committees

Sec. 1 – There shall be the following standing committees with the chairperson being appointed by the Executive Board: Fundraising, Uniform, Band Camp, Props, Equipment & Transportation. Other such committees may be created as the Executive Board shall deem necessary.

Sec. 2 – Each committee chairperson shall submit their plans and budget to the Executive Board for approval. Each committee will have its own chairperson, with each chairperson overseeing the committee activities and making a recommendation to the Executive Board on their successor.

Sec. 3 – Committee chairs may be replaced by the Board if deemed necessary for the good of the Booster Club. 2/3 of the Board must elect to remove.

Article VII – Audit Committee

Sec. 1 – At the end of the fiscal year, an audit of the booster club’s and school support organization’s financial records should be conducted. The audit should be performed by the audit committee which shall consist of three individuals who are independent from day-to-day financial activities and not an officer or board member.

Sec. 2 – The primary objectives of the audit are to:

• Verify the accuracy of the Treasurer’s financial reports;

• Ensure that the club’s cash balances are accurate;

• Determine that established procedures for handling booster organization funds have been followed;

• Ensure that expenditures have been appropriately received and occurred in a manner consistent with the organization’s bylaws;

• Ensure that all revenues have been appropriately received and recorded.

Sec. 3 – The audit committee shall make a report to the general membership upon completion of the audit. Any discrepancies noted during the audit shall be brought to the attention of the board of the organization and resolution reached prior to presentation to the general membership. All officers of the organization shall make records available as requested by the committee. With the exception of confidential information which would violate disclosure laws or the student’s right to privacy. The audit committee shall keep confidential all information received during the audit consistent to policy, practices or the by- laws. The Executive Board Treasurer shall make records available in a format which will protect confidential information.

Article VIII – Advisory Roles

Sec. 1 – Board Member at Large will be a parent representative which currently has an active 8th grade band student in the Middle School Band. This position will be appointed by the Director of Bands of the Middle School, and shall serve in an advisory capacity to the Executive Board.

Sec. 2 – Student Band President of the St. Charles West High School programs will serve as in an advisory capacity to the Executive Board. This position will be voted on by the St. Charles West High School band members.

Article IX – Meetings

Sec. 1 – The regular meetings of the club shall be held once a month with a minimum of 6 meetings a year. Regular meetings will be omitted if school has been cancelled for any reason. Meetings may be rescheduled or added by the Executive Board as deemed appropriate/necessary.

Sec. 2 – Special meetings may be called by the President or Vice-President with a minimum notice of forty-eight (48) hours.

Sec. 3 – A quorum for all meetings shall consist of the lesser of one-half the eligible voting members or thirteen (13) eligible voting members. Members must be notified by telephone and / or email prior to the meeting. The general band meetings must be set by the Executive Board.

Sec. 4 – Proxy voting shall not be permitted for the general membership meetings or executive board meetings.

Article X – Funds

Sec. 1 – All funds created under the sponsorship of the club shall be deposited by the Treasurer in a depository approved by the Executive Board.

Sec. 2 – Approval of the Executive Board shall be required in advance for the disbursement of any club funds over $500.00, and a monthly report of receipts and expenditures shall be provided to the Executive Board.

Sec. 3 – Fund disbursements shall be done in accordance with school guidelines. The Director of Bands has the responsibility of providing guideline direction.

Sec. 4 – A budget shall be approved at the April meeting by the club voting membership for the following year (June 1st – May 31st). Emergency expenditures not included in approved budget shall be approved by the President and the Treasurer.

Sec. 5 – A minimum reserve should be kept in the account all times. The Executive Board will set the minimum reserve amount based on the annual budget. The Executive Board can vote on an emergency basis to dip below that amount based on fundraising for an upcoming event or equipment replacement or repair.

Sec. 6 - To sustain the Booster Scholarship Fund established in 2016, an annual transfer of general funds will be completed after year-end financial close. By January 30th, at least 25% of general funds, above minimum reserve, will be transferred to the Booster Scholarship Fund. An approval by a majority vote of the Boosters during a general meeting is required in order to transfer monies at a different percentage.

Sec. 7 – The Boosters shall maintain a Strategic Reserve Fund for the purpose of helping to fund specific equipment acquisitions and specific Program costs as decided by the Booster Membership OR donations of designated funds. Approval by a majority vote of the Boosters during a general meeting is required in order to appropriate monies from the Strategic Reserve Fund.

Sec. 8 –The Executive Board may set up separate accounts to hold money for specific fundraisers to ensure that the money is not spent before the event or in the case the event does not sustain itself. The separate account should be utilized until the fundraiser is complete.

Article XI – Scholarships and Awards

Sec. 1 – Each January, as funds are confirmed to be available by the Executive Board, the Boosters shall approve a minimum of one (1) senior scholarship in the amount of $500 for every five (5) complete applications received; up to 20% of total applicants. Any additional scholarships and awards will be determined upon the recommendation of the St. Charles West High School Director of Bands and approved by the Executive Board.

Article XII – Financial Reports

Sec. 1 – The Treasurer shall be required to prepare a financial report for each regularly, or rescheduled band meeting, and an annual financial report. These reports shall become a part of the permanent records of the club. The Treasurer shall also be in charge of preparing, or having prepared, any forms required by government agencies.

Sec. 2 – Copies of the above mentioned financial reports shall be filed by the Treasurer with the Executive Board and with such other persons or groups as the Executive Board shall direct.

Sec. 3 – The year ending financial review will be submitted by the outgoing treasurer and given to the current year treasurer when turning over financial records.

Sec. 4 – The fiscal year of the books shall be June 1 to May 31st for reporting to members. The organization’s annual filing requirements will be on a calendar year basis.

Article XIII – Private Inurement Prohibited

Sec. 1 – Private Inurement regulations forbid any persons associated with a tax-exempt organization from obtaining personal benefit from non exempt purposes. Any excess profits from fundraising activities, not spent on the organization’s exempt purpose expenditures, cannot be returned directly to members or their families. Any excess funds raised through, or for the benefit of, the St. Charles West Band Booster Club, Inc. will be credited to the club’s general fund.

Sec. 2 – Any funds left over by a graduating senior shall roll into the general fund unless they can be pointed to a younger sibling.

Article XIV – Dissolution of Organization

Sec. 1 – In the event the organization would dissolve, all money left in the treasury at said time shall be given to a charitable organization, namely, the St. Charles West High School Booster Club, Inc. or equivalent organization, if the original organization no longer exists. If no such organization exists to benefit the students at St. Charles West High School, then the existing membership at the final meeting shall vote on the charitable organization for final disposition.

Article XV – Communication and Notification

Sec. 1 – Distribution of information via email shall constitute official notification of information. Those who do not have email will need to specifically provide the Executive Board Secretary required mailing information in advance to allow notices to be sent first class mail via the United States postal service. Members must provide such information fifteen (15) days in advance as some notifications require (10) day advance distribution. It is suggested such information be provided at the beginning of the school year and updated during the year.

Article XVI – Amendments

Sec. 1 – The by-laws may be amended by a two-thirds majority vote of the membership present at any regular meeting. Amendments must have been presented in writing at the preceding regular meeting of the club, or shall have been mailed to all voting members of record at least 30 days prior to the regular meeting of the club.