

**Westfield High School  
Band Booster Organization  
Bylaws**

**ARTICLE ONE**

**NAME**

The name of this organization is the Westfield High School Band Booster Organization, hereinafter referred to as the Band Boosters or the Organization.

**ARTICLE TWO**

**DEFINITION OF BYLAWS**

These bylaws constitute the code of rules adopted by the Band Boosters for the regulation and management of its affairs. They are adopted consistent with the Articles of Incorporation filed with the Virginia State Corporation Commission and the purposes envisioned under Section 501(c)3 of the Internal Revenue Service Code as in effect or herein after amended.

**ARTICLE THREE**

**PURPOSE**

The Organization is formed for the following educational purposes: 1) To promote, support, and create interest and participation in the Westfield High School band program among the students, parents, faculty, and community-at-large, and 2) To support the band program of the Westfield High School by raising funds to be used for purchases to help provide a quality educational program and to enable student participation in music competitions through scholarships and grants.

**ARTICLE FOUR**

**POLICIES**

SECTION 1. The Organization shall:

1. Promote the involvement of parents in band-oriented activities;
2. Provide the opportunity to raise supplemental funds for needs of the band that are not budgeted or paid for by the school or school district;
3. Cooperate with the Westfield High School administrators and instructors to promote the band and the education of band students. The organization may take no action which conflicts with school policy;
4. Be nonprofit, noncommercial, nonsectarian, and nonpartisan;
5. Have no authority to direct a band director in any of his/her duties.

SECTION 2. No individual is authorized to obligate the organization in any manner, financially, or otherwise, without the prior approval of the Board of Directors.

SECTION 3. The raising of funds will be through voluntary contributions and projects developed by the organization.

**Adopted on 27 JUNE 06**

**Westfield High School  
Band Booster Organization  
Bylaws**

SECTION 4. Purchases of band equipment by the organization will be donated to the Westfield High School Band.

SECTION 5. All fundraising projects that are developed and initiated will benefit the band and be used in a way determined by the organization with the advice and consent of the WHS Director of Bands.

**ARTICLE FIVE  
MEMBERSHIP AND DUES**

SECTION 1. Qualifications. Membership shall be extended to any parent or guardian of a registered band student or color guard participant at Westfield High School.

SECTION 2. Duration. Membership shall commence upon the first day of school and will terminate on Labor Day of the following calendar year. New members may join the organization at any time. Membership in the Organization is nontransferable and non-assignable.

SECTION 3. Voting. Each member will have one vote and will have the power to cast it upon any and all occasions that require a vote of the membership to be taken. All members may participate in the voting process, hold elective office, serve as a committee chair, and serve on committees.

SECTION 4. Non-Liability for Debts. No member shall be liable or responsible for any debts or liabilities of the Organization. The private property of the members shall be exempt from execution or liability for any debt of the Organization.

SECTION 5. Dues and Assessments. The Board of Directors, at its discretion, may levy dues and assessments on the members of the organization.

**ARTICLE SIX  
MEETINGS OF MEMBERS**

SECTION 1. Regular meetings of the membership will be held on the second Monday of every month at 7:30PM in the Westfield High School Band Room. Any necessary change in the meeting time or place shall be as designated by Resolution of the Board of Directors and will be announced at the previous regularly scheduled meeting or posted on e-board.

SECTION 2. Special Meetings. A special meeting of the Organization may be called by the President, by any two directors requesting it, or by five percent (but at least three in numbers) of the members on record at any time and place named in the call, by giving five days notice by electronic mail (e-mail), by similar manner calculated to reach the recipient, or by written notice, sent to the last known valid e-mail or similar address of each member of record stating the purpose of the meeting.

**Adopted on 27 JUNE 06**

**Westfield High School  
Band Booster Organization  
Bylaws**

SECTION 3. Quorum. A quorum shall be defined as members present at a meeting, but not less than a majority of the voting members of the Board.

**ARTICLE SEVEN**

**DIRECTORS**

SECTION 1. Membership. The Board of Directors shall consist of five members elected by and from the members of the Band Boosters, and the Director of Bands at WHS. The elected Board of Directors shall consist of a President, two Members-at-Large, a Secretary and a Treasurer. The Director of Bands at Westfield High School shall be an ex officio, non-voting member of the Board.

SECTION 2. General Powers. The business and affairs of the Organization shall be managed by the Board of Directors at any regular or special meeting. The Board of Directors shall have in addition to such powers as are hereinafter expressly conferred upon it, all of the powers of the Organization except such as are by law, the Articles of Incorporation or these bylaws conferred upon or reserved to the members.

SECTION 3. Special Powers. The Board of Directors shall have the power to purchase or otherwise acquire property, rights, or privileges for the Organization, which the Organization has power to take, at such prices and on such terms as the Board of Directors may deem proper; to pay for such property, rights, or privileges in whole or in part with money, securities or property of the Organization; to create, make and issue mortgages, bonds, deeds of trust, trust agreements and negotiable or transferable instruments and securities, secured by mortgages or otherwise and to do every other act and thing necessary to effectuate the same.

SECTION 4. Plan of Work. The Board of Directors shall prepare and submit to the membership, by the first meeting of the school year, a Plan of Work for the coming year.

SECTION 5. Budget. The Board of Directors shall prepare and submit the budget to the membership for approval at the first meeting of the school year.

SECTION 6. Compensation. The Board members shall not receive any salary or payment for their services to the Organization.

SECTION 7. Nomination for Board Membership. A nominating committee shall be appointed by the Board of Directors at the March general meeting. The nominating committee will present candidates for all Board positions at the April general meeting. Nominations can be made from the floor at the general meeting, providing that the nominee is a member in good standing, is present, and consents to the nomination.

**Adopted on 27 JUNE 06**

**Westfield High School  
Band Booster Organization  
Bylaws**

SECTION 8. Elections. The Board members shall be elected by ballot at the May general meeting. However, if there is but one nominee for any position, the election for that position may be made by voice vote.

1. A majority vote of the members present shall constitute an election.
2. Newly elected Board members will assume office at the June meeting.
3. The term of office will be one (1) year. No Board member may serve in the same office for more than two (2) consecutive years.
4. No individual shall hold more than one office.

SECTION 9. Vacancies

1. A vacancy occurring in any Board position shall be filled for the unexpired term by a person elected by majority vote of the remaining members of the Board of Directors. Vacancies shall be filled within two months.
2. In case of a vacancy occurring in the office of President, one of the Members-At-Large shall be elected by majority vote of the remaining members of the Board of Directors to serve temporarily until such time as a new election is held. The new election shall be held within two months.
3. Any Board member who is absent for three (3) consecutive meetings without notifying the President prior to the meetings, shall be replaced. Such absence shall vacate the office and the vacancy shall be filled as soon as possible by the Board of Directors.

SECTION 10. Removal of Officers and Agents by Directors. Any officer or agent elected or appointed by the Board may be removed by the Board whenever in its judgment the best interests of the Organization will be served thereby.

**ARTICLE EIGHT  
DUTIES OF THE BOARD OF DIRECTORS**

SECTION 1. President

1. Be the principal executive officer of the Band Boosters with primary authority in all areas and, subject to the Board of Directors, shall supervise and control the management of the Band Boosters in accordance with these bylaws.
2. Recommend the chairperson of all committees for election by the Board of Directors.
3. Prepare the annual Plan of Work for review by the Board of Directors and presentation to the membership.
4. Provide an agenda for each regular, special and Board of Directors meeting of the organization.
5. Preside over all regular, special and Board of Directors meetings of the organization.
6. Participate as a voting member of the Board of Directors.
7. Serve as the representative of the Band Boosters in Music Booster matters.
8. Serve as the liaison to the Director of Bands.
9. Serve as the official organization spokesperson. He/she shall represent the organization in dealing with school officials and the PTSA.
10. Monitor all financial accounts.

**Adopted on 27 JUNE 06**

**Westfield High School  
Band Booster Organization  
Bylaws**

**SECTION 2. Members-At-Large (2)**

1. Preside at all meetings when the president is unable to do so.
2. Participate as voting members of the Board of Directors.

**SECTION 3. Secretary**

1. Keep a written transcript of the proceedings of all regular, special, and executive meetings.
2. Participate as a voting member of the Board of Directors.
3. Present a brief summary (minutes) of the proceedings from the immediate past meeting at each new meeting. The report may be done either vocally or in print.
4. Keep a current copy of the bylaws on hand for reference at meetings.
5. Maintain and keep a current copy of any and all Standing Rules on hand for reference at meetings.
6. Develop and maintain the Westfield High School Band Booster Handbook.

**SECTION 4. Treasurer**

1. Prepare the budget for review by the Board of Directors and presentation to the membership.
2. Maintain custody of all funds, expending money only by check and as authorized by the Board of Directors.
3. Maintain checking and other accounts as needed at a local financial institution.
4. Make deposits of all income in the proper accounts as designated in the budget.
5. Maintain the non-profit status for the organization.
6. Maintain any needed business licenses for the organization.
7. Participate as a voting member of the Board of Directors.
8. Report at every meeting.
9. Maintain the books for the organization. The books of the treasurer shall be audited annually by an auditor or auditing committee, which, satisfied that the report is correct, shall sign a statement to that effect at the end of the report.
10. Maintain the Band, Student, and Uniform accounts.

**ARTICLE NINE**

**MEETINGS OF DIRECTORS**

**SECTION 1. Regular Meetings.** A regular meeting of the Board shall be held without notice, immediately after, and at the same place as, the meeting of the members.

**SECTION 2. Special Meetings.** Special meetings of the board of directors may be called by the President or any Director, at any time or place named in the call, by giving five days notice by electronic mail (e-mail), by similar manner calculated to reach the recipient, or by written notice, sent to the last known valid e-mail or similar address of each member of record stating the purpose of the meeting, or by mutual consent of all the Directors.

**Adopted on 27 JUNE 06**

**Westfield High School  
Band Booster Organization  
Bylaws**

SECTION 3. Quorum. A majority of the then Members of the Board shall constitute a quorum, provided, that if less than such majority of the Directors is present at said meeting, a majority of the Directors present may adjourn the meeting from time to time; provided further, that the Secretary shall notify any absent Directors of the time and place of such adjourned meeting. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board.

SECTION 4. Informal Action by Directors. Any action required by law to be taken at a meeting of the members, or any action which may be taken at a meeting of Directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the Directors entitled to vote with respect to the subject matter thereof.

**ARTICLE TEN  
COMMITTEES**

SECTION 1. Standing Committees

1. There shall be seven (7) standing committees
  - a. Membership & Volunteers
  - b. Fund Raising
  - c. Director Support
  - d. Ensemble Support
  - e. Uniform
  - f. Marching Band
  - g. Color Guard
2. Each Standing Committee shall have a Chairperson elected by the Board of Directors.
3. The Chairperson will assemble the committee.
4. The Chairperson will report at every meeting.

SECTION 2. Special Committees

1. Special committees can be formed by the Board of Directors as required to accomplish special projects.
2. Each Special Committee shall have a Chairperson elected by the Board of Directors.
3. The Chairperson will assemble the committee.
4. The Chairperson will report at every meeting while the committee is in effect.
5. Special committees will be dissolved by the Board of Directors when:
  - a. The project is completed
  - b. The special committee is deemed no longer required by the Board of Directors.

SECTION 3. Vacancies

1. A vacancy occurring in a Chairperson position shall be filled for the unexpired term by a person nominated by the President and elected by majority vote of the members of the Board of Directors. Vacancies shall be filled within two months.
2. Any Chairperson who is absent for three (3) consecutive membership meetings without notifying the President prior to the meetings, shall be replaced. Such absence shall

**Adopted on 27 JUNE 06**

**Westfield High School  
Band Booster Organization  
Bylaws**

vacate the office and the vacancy shall be filled as soon as possible in accordance with item 1 above.

**ARTICLE ELEVEN  
FINANCIAL MATTERS**

SECTION 1. Contracts. Except as otherwise provided in these Bylaws, the Board may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name and on behalf of the Organization, and such authority may be general or confined to specific business.

SECTION 2. Checks, Drafts, Etc. All checks, drafts or other orders for the payment of money and all notes, bonds or other evidence of indebtedness issued in the name of the Organization shall be jointly signed in the name of the Organization by the Treasurer and any other officer.

SECTION 3. Deposits. All funds of the Organization shall be deposited from time to time to the credit of the Organization in such bank or banks as the Board may select.

SECTION 4. Fiscal Year. The fiscal year of the Organization shall begin on the first day of July of each and every year and shall end on the last day of June.

SECTION 5. Accounting System and Reports. The Board of Directors shall cause to be established and maintained, in accordance with generally accepted principles of accounting, an appropriate accounting system, including reports.

SECTION 6. The financial records shall be audited during the last two weeks of the fiscal year by an auditor or audit committee selected by the Board of Directors.

**ARTICLE TWELVE  
CONFLICT OF INTEREST**

Whenever a director or officer has a financial or personal interest in any matter coming before the board of directors, the affected person shall fully disclose the nature of the interest and withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested directors determine that it is in the best interest of the organization to do so. The minutes of meetings at which such votes are taken shall record such disclosures, abstention, and rationale for approval.

**Adopted on 27 JUNE 06**

**Westfield High School  
Band Booster Organization  
Bylaws**

**ARTICLE THIRTEEN**

**DISSOLUTION**

SECTION 1. In the event the Director of Bands and the Principal determine the organization is unable to fulfill its purposes the Director of Bands and Principal reserve the right to dissolve this organization.

SECTION 2. In the event of the dissolution of this organization, for any reason, assets shall be distributed to the Westfield Music Booster Club or another private nonprofit organization exempt within the meaning of Section 501(c)(3) of the Internal Revenue Service Code and designated for the Westfield High School Band.

**ARTICLE FOURTEEN**

**MISCELLANEOUS**

SECTION 1. Waiver of Notice. Any member or Director may waive in writing any notice of a meeting required to be given by these By-Laws. The attendance of a member or Director at any meeting shall constitute a waiver of notice of such meeting by such member or Director, except in a case where a member or Director shall attend a meeting for the expressed purpose of objection to the transaction of any business on the ground that the meeting has not been lawfully called or convened.

SECTION 2. Rules and Regulations. The Board of Directors shall have the power to make and adopt such rules and regulations, not inconsistent with the law, the Articles of Incorporation or these By-Laws, as is deemed advisable for the management of the business and affairs of the Organization.

SECTION 3. Rules of Order. The rules contained in The New Robert's Rules Of Order shall govern the Organization in all cases to which they are applicable, and in which they are not inconsistent with the Bylaws or the Articles of Incorporation.

SECTION 4. Gifts. The Board of Directors may accept on behalf of the Organization any contribution, gift bequest or devise for the general purpose or for any special purpose of the Organization.

**ARTICLE FIFTEEN**

**AMENDMENTS**

These Bylaws may be altered, amended or repealed by the affirmative vote of at least two-thirds of the Directors present at any regular or special meetings, provided a quorum as provided in these bylaws be present and provided the notice of such meeting shall have contained a copy of the proposed alteration, amendment or repeal.

**Adopted on 27 JUNE 06**