

BYLAWS OF RALSTON VALLEY MUSIC BOOSTERS, INC.

May 8, 2017

Mission Statement

The Ralston Valley Music Boosters mission is to support and provide assistance in the quality, enhancement, growth and advancement of the Ralston Valley High School Instrumental Music Program, it's students and faculty by volunteering our personal time to provide support morally, physically and financially.

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ARTICLE I

Name

1.1

The nonprofit corporation is Ralston Valley Music Boosters, Inc. (hereafter referred to as "RVMB").

ARTICLE II

Purpose

2.1

The RVMB is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

2.2

Notwithstanding any other provisions of these Bylaws, RVMB shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

2.3

The purpose of the RVMB is to provide support to the instrumental music program at Ralston Valley High School, including, but not limited to, all bands, all orchestras, all instrumental music classes, and all students of any such band, orchestra, or instrumental music class, or any parts thereof (hereafter referred to as "the music program"). The RVMB support shall consist of providing equipment, operating funds, special funds, volunteer services, and organizational coordination as requested by the Ralston Valley High School Band Director(s).

ARTICLE III

Membership

3.1

Membership in the RVMB is open to students in the Music Program, alumni of the Music Program, parents/guardians and grandparents of students currently enrolled in the Music Program, the Band Director and his/her assistants, and any other persons interested in the development of the Music Program.

3.2

Persons are considered “students in the Music Program” if they are currently students at Ralston Valley High School, who are participating in any band, orchestra, or instrumental music class or at Ralston Valley High School, participated in any band, orchestra, or instrumental music class during the prior school year, or are registered for any band, orchestra or instrumental music class for the coming school year.

3.3

Other than students of the Music Program, who are automatically members of the RVMB, all members shall complete an application for membership, or annual renewal thereof, to become or retain membership in the RVMB. The RVMB shall maintain a list of all members thereof.

3.4

Voting privileges shall be limited to Members, except Students in the Music Program, who are current on all payment of dues. The Director and his/her assistants shall have voting privileges without payment of dues. Students in the Music Program shall automatically be non-voting members.

3.5

Elected officers shall be limited to Members who are parents, guardians, or grandparents of Students in the Music Program who are current on all payment of dues.

3.6

Membership Dues shall be established by the Board of Directors. Each membership shall include all members residing at a single address.

3.7

No member shall have any right or interest in any of the property or assets of the RVMB.

3.8

No Members of the RVMB, including all elected officers, shall be personally liable for the debts, liabilities or obligations of the RVMB.

ARTICLE IV

General Membership Meetings

4.1

At least one general membership meeting shall be held each year, in the month of May.

4.2

General membership meetings shall be held at the time and place designated by the RVMB Board of Directors. The purpose of general membership meetings shall be for conducting business transactions requiring a vote of the RVMB and for conveying information about the RVMB and the Music Program to the Members. The Board of Directors shall notify the Members of the time and place of the general membership meeting at least ten days before the date of such meeting.

4.3

The annual budget of the RVMB shall be approved by voice vote of a majority of the Members present at the general membership meeting, as determined by the President.

4.4

Ten (10) members shall constitute a quorum for the transaction of business in any RVMB general membership meeting.

4.5

Special meetings of the RVMB may be called by the President or a majority of the RVMB Board of Directors, with at least three (3) days notice (phone call, e-mail, personal contact).

ARTICLE V

Election of Board Officers and Directors

5.1

The Executive Council of the Board of Directors shall be made up of the elected officers: President, Vice-President, Secretary, Treasurer, Membership Chair, Band Chair, Orchestra Chair and Fundraising Chair; along with the RVHS Instrumental Music Director.

5.2

The Executive Council of the Board of Directors shall form standing committees and shall appoint members of such committees and the chairperson thereof (except for those committee Chairpersons elected by the general membership – see 5.1) including a Membership Committee, a Fundraising Committee, an Orchestra Committee, a Band Committee, a Communications Committee, a Hospitality Committee, a Marching Band Uniforms Committee, a Marching Band Pit Crew Committee, a Marching Band Props Committee, a Transportation Committee, an Awards and Scholarships Committee. The Board of Directors may form any special committees from time to time at its discretion.

5.3

The RVMB Board of Directors shall include all elected Officers and all Committee Chairpersons, along with the RVHS Instrumental Music Director, and two (2) Student Representatives (as selected by the students in the music program or by the RVHS Instrumental Music Director at his/her discretion).

5.4

Term of office for all elected officers shall be June 1 through May 31. No person may hold the same office for more than two (2) consecutive years, unless a term extension is approved by a vote of the general membership.

5.5

The Membership Committee shall present a slate of at least one candidate for each of the elected offices no later than the April meeting of the Board of Directors. Any other person seeking elected office shall so notify the President and/or the Membership Committee Chairperson before the April meeting of the Board of Directors. Prior to the May general membership meeting, the Board of Directors shall notify the membership of the slate of candidates presented by the Membership Committee and any other persons seeking elected office.

5.6

An Officer may be elected by voice vote at the May general membership meeting, if (a) there is only one nominee for such office or (2) the Membership Committee Chairperson reasonably concludes that a candidate has received a majority of the vote. A written ballot for any office can be requested by ten Members having voting privileges.

5.7

A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the Board of Directors, notice of such election having been given the general membership. In case a vacancy occurs in the office of the President, the Vice President shall serve notice of the election.

5.8

The Board of Directors shall approve and support the plans and work of all committees and Board of Directors.

5.9

The Board of Directors shall be empowered to transact necessary business within the goals and budget approved by the voting members of the RVMB, or as may be referred to it by the general membership.

5.10

Meetings of the Board of Directors are open to the RVMB general membership and shall be held monthly during the school year or as deemed necessary.

5.11

Presence of at least fifty percent (50%) of all Board of Directors positions shall constitute a quorum.

5.12

Each Board of Directors position shall be entitled to one and only one vote. Action items requiring the vote of Board of Directors may be taken by e-mail or phone prior to the next scheduled board meeting. The Secretary shall include unscheduled votes in published minutes.

5.13

When an elected officer fails to attend three (3) consecutive meetings or fails to perform his/her duties without adequate reason for a period of sixty (60) days, the Board of Directors may remove the officer and declare a position vacant on a majority vote.

ARTICLE VI

Duties of Elected Officers & Directors

6.1

The duty of all Board of Directors members is to be honest and use prudent judgment in carrying out business of the RVMB.

6.2

The Board shall have the following powers and authorities.

- (1) To collect, maintain, and disburse all RVMB funds;
- (2) To enter into contracts and otherwise transact all administrative, financial, personnel, or other business necessary to the functioning and mission of the Association and, under this provision, delegate any of these powers to an individual Director as necessary;
- (3) To promulgate all rules and policies' necessary to the orderly administration of the business of the RVMB;
- (4) To collect and maintain information from Students in the Music Program and members of RVMB, necessary to the administration and mission of the RVMB, such information shall be held in confidence and used solely for the purposes of the RVMB; and
- (5) To exercise any specific powers and authorities elaborated elsewhere in these bylaws.

6.3

President shall be the chief officer of the RVMB and have the following duties:

- (1) Represent the RVMB at all external meetings and events;
- (2) Preside over all Board of Directors and general membership meetings;
- (3) Designate committee chairpersons subject to the approval of the Board of Directors;
- (4) Serve as an ex-officio member of standing committees;
- (5) Oversee the operations of the Membership and Fundraising Committees and Orchestra Chairperson; and
- (6) Perform such other duties as may be assigned to him/her by the RVMB and the Board of Directors.

6.4

The Vice President shall aid the President and have the following duties:

- (1) Preside over meetings in the absence of the President;
- (2) Oversee the Hospitality, Transportation, and Marching Band Committees and the Band Chairperson;
- (3) Collaborate with the Band Director on various functions which require RVMB support; and
- (4) Perform such other duties as may be assigned by the President or the Board of Directors.

6.5

The Secretary shall have the following duties:

- (1) Record and publish minutes for all Board of Directors and general membership meetings;
- (2) Keep a book of such minutes, including notes taken during the meeting as well as a copy of published minutes;
- (3) Process all incoming and outgoing correspondence relating to the RVMB and the Board of Directors;
- (4) Oversee the Communications Committee;
- (5) Update and maintain the RVMB bylaws; and
- (6) Perform such other duties as may be assigned to by the President.

6.6

The Treasurer shall have the following duties:

- (1) Maintain financial records and keep a full and accurate account of receipts and expenditures of the RVMB;
- (2) With the Membership Committee Chairperson, coordinate fairshare balances and fundraising credits;
- (3) Provide profit and loss statement for projects and fundraisers;
- (4) Present written financial reports (such as balance sheets, income statements and bank transactions) for all accounts and funds (operating and designated) at regular Board of Directors meetings;
- (5) Reconcile the check registry and bank statements;
- (6) Present written fund balance reports at the general membership meetings;
- (7) File and pay any and all associated federal, state and city and school district reports, registrations, taxes and licensing fees on a timely and current basis as required;
- (8) In cooperation with the Board of Directors and Music Director, prepare and submit a proposed budget for the next school year;
- (9) Assist the President in presenting the annual budget for approval at the general membership meeting;
- (10) Make disbursements as authorized by the President and Board of Directors in accordance with the budget adopted by the RVMB; and
- (11) Perform such other duties as may be assigned to by the President.

6.7

The Membership Committee Chairperson, together with such members of the Membership Committee, shall have the following duties:

- (1) Maintain a list of all members, with contact information, and those members having voting privileges;
- (2) Coordinate recruitment of new members;
- (3) Coordinate payment of dues by members;
- (4) Coordinate fairshare balances and fundraising credits;
- (5) Coordinate volunteer recruitment for all committees, events and activities;
- (6) Coordinate Recruitment of potential elected officers and prepare a slate of officers for election;
- (7) Provide a report at Board of Directors meetings as to membership, dues, and committee and volunteer status and needs; and
- (8) Perform such other duties as may be assigned to by the President.

6.8

The Fundraising Committee Chairperson, together with the Fundraising Committee, shall have the following duties:

- (1) Determine, coordinate and administer all fundraising projects, by the RVMB or Students in the Music Program;
- (2) Oversee fundraising opportunities, including supervision of funds obtained from applicable fees, gifts and contributions, grants, proceeds from fundraising activities, student participation contributions, and special projects;
- (3) Seek corporate sponsors; and
- (4) Perform such other duties as may be assigned to by the President.

6.9

The Orchestra Chairperson shall have the following duties:

- (1) Coordinate membership and dues for members relating to Students in the Music Program who are involved in any orchestra;
- (2) Coordinate fundraising for members relating to Students in the Music Program who are involved in any orchestra;
- (3) Coordinate with the Secretary and Communications Committee for all communication to the RVMB Members and Students in the Music Program.
- (4) Together with the Treasurer, recommending a budget for needs in any orchestra; and
- (5) Perform such other duties as may be assigned to by the President.

6.10

The Band Chairperson shall have the following duties:

- (1) Coordinate membership and dues for members relating to Students in the Music Program who are involved in any band;
- (2) Coordinate fundraising for members relating to Students in the Music Program who are involved in any band;
- (3) Coordinate the Awards and Scholarships Committee, the Marching Band Props Committee, the Marching Band Pit Crew Committee, the Marching Band Uniforms Committee;
- (5) Coordinate with the Secretary and Communications Committee for all communication to the RVMB Members and Students in the Music Program.
- (6) Together with the Treasurer, recommending a budget for needs in any band; and
- (7) Perform such other duties as may be assigned to by the President.

ARTICLE VII

Budget

7.1

The fiscal year shall be from June 1 to May 31.

7.2

The annual budget will be approved by a majority vote of the Board of Directors and by a majority vote of the general membership.

7.3

The Board shall be authorized to approve spending over and above what is budgeted for a specific line-item by deleting like amount from unexpended funds for some other budget line-item expenditure. Such movement of funds is prohibited if movement would in actuality cause total actual and anticipated Association expenditures to exceed total expenses approved by the general membership for that fiscal year.

ARTICLE VIII

Amendments to Bylaws

8.1

Request for changes to the Bylaws may be brought to motion at any RVMB general membership or RVMB special meeting. All members will be given ten (10) days notice of the motion to amend. Bylaw amendments shall require a two-thirds (2/3) majority vote of the members present at the subsequent general membership or special meeting.

8.2

Automatic grammatical or correlation changes in these Bylaws or amendments thereto, which in no way alter the intent of the respective Bylaw, shall be subject to the approval of the Board of Directors.

ARTICLE IX

Dissolution

9.1

Upon the dissolution of the organization, 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 federal tax code, or shall be 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 the Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization of organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.