

**CONSTITUTION AND BYLAWS
LEANDER BAND BOOSTERS CLUB**
Revised April 2024

ARTICLE I.

NAME

1.1 The name of this organization shall be the Leander Band Boosters Club.

ARTICLE II.

PURPOSE

2.1 This nonprofit organization is organized to boost, encourage, and promote the Band Program (“Band”) students, to stimulate and maintain interest in the Band, and to give all possible support, both moral and financial, to the Band.

2.2 The Leander Band Boosters Club (the “Club”) commits itself to cooperating with school officials both for building and maintaining an efficient band program and for promoting general activities pertaining to the Band in accordance with UIL and LISD guidelines for Booster Clubs and with the curriculum and direction of the LHS Band Directors.

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

2.4 The Club shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue code and Regulations as they now exists or as they may be amended.

2.5 No part of the net earnings of the Club shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that reasonable compensation may be paid for services rendered to or for the organization affecting one or more of its purposes. No member, officer, or private individual shall be entitled to share in the distribution of any of the corporate assets on the dissolution of the Club. No substantial part of the activities of the Club shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Club shall not participate in, or intervene in (including the publication of statements) any political campaign on behalf of any candidate for public office. If the Club accepts sponsorships, no advertising may include any candidate for public office.

2.6 Upon the dissolution of this 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 the corresponding section of any future United States Internal Revenue law), or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such

organization or organizations, as said Court shall determine, which are organized and operated for such purposes.

Article III.

MEMBERSHIP

3.1 Membership shall consist of all parents and guardians of students in the Band, as well as other interested persons in the Leander Independent School District (“LISD”) community. The Club does not discriminate with the regard to race, color, religion, sex, national origin, age, disability or any other basis prohibited under applicable law.

3.2 Voting members shall be parents/guardians of active Band students. All other members shall be non-voting members.

3.3 Any member may be removed from the Club. A request for a member’s removal must first be submitted to the Executive Board in writing, with all reasons that may exist. The Executive Board will perform further investigation if required. If, in the view of a majority of the Executive Board, removal is warranted, the request shall be submitted to the Head Band Director (“Director”). The Director will review the matter, investigate if determined necessary, and inform the Executive Board of their decision.

3.4 Any former member may be reinstated into the Club. A request for an individual’s reinstatement must first be submitted to the Executive Board, which will review the request and carry out further investigation if required. If, in the view of a majority of the Executive Board, reinstatement is warranted, the request shall be submitted to the Director. The Director will review the matter, investigate if determined necessary, and inform the Executive Board of their decision.

3.5 Any member has the right to file a grievance with regard to Club activities by making a complaint in writing and submitting it to the Executive Board. The Executive Board will investigate the grievance as required and make all attempts to resolve the grievance among all parties. If the grievance cannot be settled by the Executive Board, or if the petitioner does not feel the decision was appropriate, the issue can be taken by any party to the Director, who will provide a final decision on the matter.

Article IV.

OFFICERS

4.1 There shall be the following officers: President, Vice President, Treasurer, Assistant Treasurer, Secretary, Parliamentarian and Fundraising Officer. These officers shall comprise the Executive Board.

4.2 All officers shall be elected by the voting membership. The term of office shall be one (1) year. Officers may serve multiple terms in any office. These elected officers remain members of the Club for all purposes herein.

4.3 Candidates for officers shall be voting members, shall be nominated by committee [See 7.4(h)], and shall be elected at the April General Assembly meeting. New officers will serve as non-voting board members to assist the out-going officers through the last General Assembly meeting in May.

4.4 A vacancy, whether permanent or temporary, in any office because of death, illness, resignation, disqualification, removal, or otherwise, may be filled by the Executive Board for the unexpired portion of the term or until the officer in question is able to resume their duties. The replacement member shall have the authority to assume all duties and responsibilities associated with the office.

4.5 Any officer may resign from their office at any time by delivering their written resignation to the Secretary or President, and such resignation shall be effective immediately upon delivery to the Secretary or President.

4.6 Any officer elected or appointed may be removed as follows: (a) by the Executive Board by an affirmative unanimous vote of the other Executive Board members, whenever in its judgment the best interests of the Club would be served thereby, but such removal shall be without prejudice to the rights, if any, of the officer so removed; or (b) by written request of an Executive Board member to the Band Director and the LHS Principal stating reasons why said officer should be removed, upon which the Band Director and the LHS Principal shall make a final determination of whether this request has merit or should be denied. If the Band Director and LHS Principal determine that the request has merit, a meeting shall be called of the voting membership and an affirmative vote of two-thirds present will cause the officer to be removed. The membership should consider possible solutions for resolving the problems that are in the best interest of the Club.

4.7 At all meetings of the Executive Board, a majority of the officers shall constitute a quorum for the transaction of business and the act of a majority of the officers present at any meeting at which there is a quorum shall be the act of the Executive Board. If a quorum is not present at any meeting of the Executive Board, the officers present may adjourn the meeting without notice other than announcement at the meeting, until a quorum is present.

4.8 Action Without a Meeting. Any action required or permitted to be taken at a meeting of the Executive Board may be taken without a meeting if all the members of the Executive Board consent in writing (including electronic means) to the action. This consent shall have the same force and effect as a regular vote of the Executive Board.

4.9 Participation in Meeting by Conference Telephone. Members of the Executive Board may participate in a meeting through use of conference telephone or similar communications equipment, so long as members participating in such meeting can hear one another.

Article V.

DUTIES OF THE OFFICERS

5.1 The President shall preside at all General Assembly meetings (see Article 6.8) of the Club and at all the meetings of the Executive Board, and shall perform the duties usually assumed by a presiding officer, and such other duties as may be assigned by the Executive Board. The President may call General Assembly meetings in accordance with Article VI. as set out below, and as they deem necessary. The President or the Executive Board may approve incidental expenses not to exceed \$200. The President shall serve on the Budget Committee.

5.2 The Vice President shall be the assistant to the President in all activities. In the absence of the President or in the event of their inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of the President. The Vice President shall perform such other duties as may be assigned by the President or Executive Board. The position of Vice President is intended to provide the opportunity for the officer to train for the position of President. The Vice President will succeed to the position of President upon the vacancy of that position for any reason. The position of President still requires the endorsement of a vote at the April Genral meeting to succeed the following school year.

5.3 The Co-Treasurer – Revenues and Co-Treasurer – Expenses shall have charge and custody of and shall be responsible for all funds of the Club. Books are subject to audit prior to the May General Assembly meeting, upon election or appointment of a new Treasurer, and as deemed necessary. Financial reports with budget comparison shall be provided at all meetings.

5.3.1 The Co-Treasurer – Revenues shall receive and give receipts for monies due and payable to the Club and shall deposit all such monies in the name of the Leander Band Club in such banks or other depositories as shall be selected by the Executive Board with an accounting of receipts and disbursements at each monthly meeting. The Co-Treasurer- Revenues shall also perform such other duties as may be assigned by the Executive Board.

(a) All cash monies should be initially collected and counted by two people other than the Treasurer. The counters and the Treasurer shall sign the deposit form, which is kept as part of the financial records.

(b) Bank statements should be reconciled by the Co-Treasurer - Revenues monthly. Statements should be accessible by an Executive Board member other than either Treasurer [CS1]

- (c) All monies received should be receipted. Each receipt should include current date, amount, person from whom received, purpose of payment, which fund to credit, and type of transaction (e.g., cash, check, or credit card).
- (d) Statements should be provided to all band members with a balance due for any fees at least quarterly.

5.3.2 The Co-Treasurer – Expenses shall disburse those funds as needed by the Club and be a co-signer on the Club financial accounts. The Co-Treasurer shall serve on the Budget Committee and perform other duties as may be assigned by the Executive Board.

- (a) All funds disbursed are required to have a receipt or bill before payment is issued.
- (b) Two authorized persons shall sign all checks and/or requests for funds in the case of electronic disbursement. Checks reimbursing an officer may not be signed by that officer.
- (c) All expenditures are to be made by check, debit card, credit card or via electronic fund transfer (bank ACH /Zelle), never cash.

5.4 The Secretary shall keep an accurate record of all Executive Board meetings, called meetings, and General Assembly meetings, manage correspondence, and in general, perform all duties incident to the office of Secretary, and such other duties that may be assigned by the President or by the Executive Board.

5.5 The Parliamentarian shall maintain order for all Executive Board Meetings, called meetings, and regular meetings, shall have knowledge of the Club's Bylaws and Robert's Rules of Order, and shall perform all duties incident to the office of Parliamentarian, and such other duties that may be assigned by the President or by the Executive Board.

5.6 The Fundraising Officer shall be responsible for the development of finances for the club including but not limited to:

- (a) Identifying and securing corporate sponsors and donors and maintaining appropriate records,
- (b) Create a mutually beneficial experience that adds value to our sponsors and their businesses including making sure incentives are fulfilled in a timely manner.
- (c) Lead the fundraising committee. All fundraisers shall be coordinated through the President, who in turn, will coordinate with the Band Director and the appropriate LHS and LISD Administrative Staff. Fundraisers involving the students must be coordinated through the school and must adhere to school policies governing student fundraising.

5.7 The Treasurer's Book and the Secretary's Book and all other pertinent data shall be turned over to the respective incoming officers at the May meeting. These records are to be kept for five (5) years.

5.8 All documents, instruments, or writings of any nature shall be signed, executed, verified, acknowledged, or delivered by such officer and officers and in such manner as the Executive Board may determine necessary.

ARTICLE VI.

MEETINGS

6.1 The Executive Board may conduct the ordinary business of the Club as approved by vote of the General Membership.

6.2 The LISD Superintendent, LHS Principal, and LHS Band Directors shall be advised of all meetings and shall have the option of attending all meetings.

6.3 The LISD Superintendent or their designate has veto power on all acts of the Club affecting school finances, school attendance, and school policy.

6.4 The Executive Board (as defined in Article 4.1) shall meet prior to each General Assembly meeting (see Article 6.8), and at such times as deemed necessary, to carry out the purpose of the Club.

6.5 The President may call an Executive Board meeting at their discretion. Three (3) or more Officers may call an Executive Board meeting if the Officers determine it to be necessary or if the President is unable or unwilling to call a meeting.

6.6 Committee Chairpersons (see Article 7) shall attend a portion of the Executive Board meetings when requested; and then shall depart and the Executive Board meeting will continue in a closed session with the Officers and Band Director only.

6.7 Members shall meet in regular General Assembly meetings not more than once a month, but at least (4) times a year, from August through May, as needed. General Assembly meetings shall be held the second Tuesday of each month, or as scheduled by the President or the Executive Board.

6.8 All General Assembly and Executive Board meetings shall be conducted according to Robert's Rules of Order.

6.9 General membership meetings where a vote is to be taken must have a minimum of 10 voting members present. A majority of the members present and a majority of the Executive Board shall constitute a quorum. Board

ARTICLE VII.

STANDING AND SPECIAL COMMITTEES

7.1 The President shall appoint chairpersons of committees necessary to carry on the work of the Club. The President shall be a member ex-officio of all committees. All committees' actions, expenditures, and decisions shall be communicated to the President prior to any action being taken by the committees. Committee Chairs may be invited to a portion of an Executive Board meeting, but are not considered voting officers (See paragraph 6.6).

7.2 The following Standing/Special Committee Chairpersons may be appointed by the President upon their election, to serve for the following school year:

- Communications
- Fundraising
- Financial (Audit)
- Special Events/Special Projects
- Hospitality
- Marching Season (Pit Crew, Chaperones, Water Dawgs, Medical)
- Color Guard
- Nominating
- Scholarship
- Budget

7.3 Each Standing/Special Committee Chairperson shall select their own committee from the members of the Club.

7.4 Standing/Special Committee Duties and Functions:

- (a) Communications: Shall be responsible for notifying all members of meetings or special occasions as appropriate, and for the Band website, community outreach, advertising and publicity.
- (b) Fundraising: Shall be responsible for planning, organizing, and directing fundraising activities of the Club.
- (c) Financial (Audit): Shall be responsible for securing an audit of the Treasurer's books and accounts prior to the May General Assembly meeting or upon election or appointment of a new Treasurer, or as deemed necessary. This committee shall be comprised of at least two members without check signing authority.
- (d) Special Events/Special Projects: Shall be responsible for planning, organizing, and directing parental and commercial involvement in activities/projects (e.g., Yard Notes, videos) and social activities (e.g., banquets, fun nights, refreshments, luncheons) to support the Band.
- (e) Hospitality: Shall be responsible for feeding the Band and others as appropriate at all football games and contests, arranging pick up and distribution of food and drinks at each event where food is provided, and providing food at band parties and other events as requested by the Band Director and/or Club President.
- (f) Marching Season: Shall consist of subcommittees including pit crew; Water Dawgs; chaperones, Medical, Medical; and other duties as determined necessary by the Executive Board, during the marching season.
- (g) Color Guard: Shall be a liaison between the Directors and color guard parents, assist appropriate Standing/Special Committee Chairpersons in organizing meals, volunteers, etc for the color guard, and any planning, organizing, and coordinating needed within the color guard, as requested by the Club President or Directors.
- (h) Nominating: Shall consist of three (3) Club voting members appointed annually by the Vice President and the Band Director. The Nominating Committee shall consist of these three members and the Band Director. Current Officers of the Club may not

serve as members of the Nominating Committee. The Nominating Committee must submit a written report to the Vice President listing at least one nominee for each office to be filled. The report must be signed by a majority of the Nominating Committee.

- (i) Scholarship: Shall consist of at least three (3), but no more than five (5) members of the voting membership who are parents/guardians of band/color guard students, to select six (6) graduating band or color guard members for scholarships. Parents of a senior band/color guard member may not participate on this committee. The committee shall determine the recipients of the scholarships using an application and point-system process.
- (j) The Budget Committee Chairperson shall be the Vice President. The President, Treasurer, Assistant Treasurer, and Band Director (or designee) shall serve as members of the Budget Committee. The Chairperson may appoint other voting members as needed. The Budget Committee shall submit a draft budget for the fiscal year to the Executive Board thirty (30) days prior to the May member meeting. For the budget to be adopted it must be approved by a majority vote of the voting members present at the May member meeting, or as soon thereafter as practical, and by the Band Director. Any reallocating of funds up to \$3,000 may be approved by the Executive Board. Reallocations over \$3,000 shall be approved by the voting membership in advance.
- (k) March a thon: Shall be responsible for planning, organizing, coordinating, and collecting monies for this fundraiser.

7.5 All committees shall be responsible for stimulating interest in all band activities. Each Chairperson may select assistants for each activity to promote spirit and display of good citizenship at all events.

7.6 Any appointed Committee Chairperson may be removed by the Executive Board, in consultation with the Band Director, by an affirmative vote of two thirds of the Executive Board, whenever in the Executive Board's judgment the best interests of the Club would be served thereby, but such removal shall be without prejudice to the rights, if any, of the chairperson so removed.

7.7 The President or the Executive Board may, at its discretion, create new committees as necessary to carry out the purpose of the Club.

ARTICLE VIII.

AMENDMENTS/BYLAWS

8.1 The Constitution and Bylaws may be changed or amended by a majority vote of the Executive Board, provided that such alterations, amendments, or proposed substitute bylaws have been read or distributed to all Executive Board members present at the previous regular meeting or such action may be made at a special meeting held at least 10 days after distribution was made.

8.2 If any portion of these bylaws are determined to be invalid or inoperative, then, so far as is reasonable, the remainder of these bylaws shall be considered valid and operative and effect shall be given, to the extent possible, to the intent manifested by the portion held invalid or inoperative.

8.3 Any change or amendment is subject to the approval of the LHS Band Director.

8.4 All policies pertaining to the operation of the Club shall be subject to the approval of the Band Director and School Administration, according to UIL and LISD rules for Band Clubs.

ARTICLE VII.

CONTRACTS, DEPOSITS, AND FUNDS

9.1 Contracts. The Executive Committee may authorize any officer or officers, standing/special committee chairpersons, and other members as deemed necessary by the Executive Board, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Club. Such authority may be general or confined to specific instances.

9.2 Deposits. All funds of the Club shall be deposited to the credit of the Club in such banks, trust companies, or other depositories as the Executive Board may select.

9.3 Gifts. The Executive Board may accept on behalf of the Club any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Club.

9.4 Property. Prior to any expenditures being made for tangible property aside from ephemera or items consumed in the course of Band events, for the benefit of the Band, the President, or any Executive Board member must first obtain approval from the LHS Principal. Any tangible property purchased by the Club for the benefit of the Band will become the property of the Leander Independent School District.

ARTICLE IX.

PROTECTION OF OFFICERS

10.1 Indemnification at the Discretion of the Club. The Club shall have the power to indemnify any officer or former officer of the Club for expenses and costs (including attorney's fees) actually and necessarily incurred by them, by action in court or otherwise, by reason of their being or having been such officer, except in relation to matters as to which they shall have been guilty of negligence or misconduct in respect of the matter in which indemnity is sought.