

West Potomac High School Choral Boosters

ARTICLES OF ORGANIZATION

Article I – Name

The official name of the organization is the West Potomac High School Choral Boosters, hereinafter referred to as the Boosters.

Article II – Duration

The period of duration of the corporation is perpetual.

Article III – Purpose

The purpose of this organization shall be to encourage and enlist cooperation and participation of the choir students, families, friends, and legal guardians of students; local citizens; and educational staff of West Potomac High School, a public high school located in Fairfax County, Virginia; with the objective of promoting musical education of the choral students at West Potomac High School by:

- a. Supporting the choir director(s) for the purpose of promoting the best interests of the students of the West Potomac High School Choral Program;
 - b. encouraging the choral training of the students in all ways;
 - c. making known to the public the needs of the students in choral programs;
 - d. adequately promoting and publicizing the importance of the choir(s) in the school system; e. assisting the schools' administration and choral staff in music education to the students and to the community;
 - f. relieving the schools' choral staffs, to the largest extent possible from the responsibility of fund raising and fund collections, activity chaperoning, and equipment support;
- thereby permitting the staff greater opportunities to work with the choral students in regard to their music education.

Article IV – Non-Profit Status

Section 1. Non-Profit Nature. Notwithstanding any other provisions of these bylaws, the West Potomac High School Choral Boosters shall carry out activities permitted by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Law.

Section 2. Personal Liability. No officer or director of this corporation shall be personally liable for the debts or obligations of the West Potomac Choral Boosters of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this organization.

Section 3. Funds. All funds collected by this organization shall be in furtherance of charitable and educational goals as defined in Section 501(c)(3) of the Internal Revenue Code of the United States of America. This

organization shall not engage in any activities not in furtherance of the charitable and educational purposes set

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forth above, and there shall be no payments of compensation to any officers, leaders, or chairs of this organization.

Section 4. Dissolution. Should this organization dissolve, any remaining assets shall be distributed for an exempt purpose within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Specifically, such assets shall be distributed to West Potomac High School, a public high school located within Fairfax County, Virginia, for use as that tax-exempt public school deems appropriate.

Section 5. Prohibited Distributions. No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III, Section 3.01.

Section 6. Restricted Activities. No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

Section 7. Prohibited Activities. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article V – Governance

The West Potomac Choral Boosters shall be governed by its Executive Board.

Executive Board of Officers of this organization shall consist of the President, Vice President, Recording Secretary, and Treasurer.

The West Potomac Choral Boosters will abide by the Bylaws of the West Potomac Choral Boosters.

Article VI – Meetings

Meetings shall be held as provided in the bylaws.

Article VII – Officers

The officers of this organization shall consist of a President, a Vice President, a Recording Secretary, and a Treasurer. Any office may be filled by co-officers (i.e. Recording Treasurer and Depositing Treasurer). In the

event of a vacancy in a given position, the remaining officers will govern. The officers shall be selected as provided by the bylaws.

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Article VIII – Membership

All parents or families, friends, or legal guardians of students enrolled in the choral programs at West Potomac High School, and local citizens and any other persons interested in the organization are eligible for membership. Membership fees, if any, will be determined by the executive board and voted annually at the end of the school year for the following year.

Article IX – Quorum

A quorum shall be constituted by the presence of at least four members of the organization, including at least two members of the Executive Board.

Article X – Amendments

This Articles of Organization may be amended by resolution adopted at any meeting at which a quorum of members is present upon two-thirds of those present voting for the amendment. However, such proposed amendment(s) must have been presented in writing by a member at the regularly scheduled meeting immediately preceding the meeting at which the proposed amendment is scheduled for a vote.

Article XI – Addresses

The physical and mailing address of the West Potomac Choral Boosters is:

West Potomac High School
c/o Choral Department
6500 Quander Road
Alexandria, Virginia 22307

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BYLAWS

Article I – Meetings

Section 1. General Meetings. General membership meetings of the West Potomac Choral Boosters shall be determined by the Executive Board at the beginning of each school year, to be held at a place and a designated time to further the purposes of the organization. A quorum for a meeting shall be constituted by the presence of at least four members of the organization, including at least two members of the Executive Board.

Section 2. Executive Meetings. The executive meetings shall meet as necessary, with meetings called by the president, by the choir director, or by three or more members of the committee. Executive Board shall consist of the President, Vice President, Treasurer, and Secretary.

- a. Meetings of the Executive Board may be called at any time by any Executive Board member and/or the choir director. Note: The president and choir director must have knowledge of each meeting.
- b. All business requiring a vote shall be approved by a simple majority of voting Executive Board members present. In the event of a tie vote, the choir director(s) will be called upon to cast the tie-breaking vote.
- c. In the event of an email vote, each executive member must respond by close of business (COB) of the voting due date.
- d. Members will be notified via e-mail or phone concerning the proposed business for the next meeting.
- e. All meetings will be conducted in accordance with Robert's Rules of Order, Newly Revised, unless otherwise addressed in the bylaws.
- f. Quorum - For the purpose of conducting business at an Executive Board meeting, a quorum shall consist of at least three (3) members, to include the president and/or vice president, choir director or assistant director, and secretary and/or treasurer.
- g. Meeting can be held in person, virtual, and/or phone.

Section 3. Special Meetings. Special meetings of the Boosters may be called within five (5) days notice: at any time by the president of the Boosters; upon written request of at least two-thirds of the Executive Board; and/or upon written request of at least twenty-five percent of the membership.

Section 4. Emergency Meetings. Emergency meetings may be convened by the choir director, the president, or the principal with one day's notice.

Section 5. Voting.

- a. All business requiring a vote shall be approved by a simple majority of members in attendance.
- b. Members must be present at the meeting to vote. No absentee or proxy votes will be permitted at any official meeting.

Section 6. Business and Rules of Order.

- a. The membership will be notified via e-mail, telephone, or a newsletter concerning the proposed business for the next meeting.
- b. All Booster meetings will be conducted in accordance with Robert's Rules of Order, Newly Revised, unless otherwise addressed in the bylaws.

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Section 7. Quorum. For the purpose of conducting business at a general meeting, a quorum shall consist of at least two (2) Executive Board members, to include the president or vice president, and secretary or treasurer and 3 members of the general membership.

Article II – Membership

All parents or families, friends, or legal guardians of students enrolled in the choral programs at West Potomac High School, and local citizens and any other persons interested in the organization are eligible for membership. The period of membership is the academic school year. The annual fee will be five dollars for members.

Section 1. The Membership of the Boosters.

- a. **Active Member** - To be eligible to hold an active membership, a person must be a parent or legal guardian of a choir member. An active member has all rights and privileges afforded by membership, which include the right to hold office, the right to vote, the right to chair a committee and the right to be considered to be a chaperone.
- b. **Associate Member** - An associate member is any interested person other than a parent, guardian, or student who subscribes to the purpose of the Boosters. An associate member is not eligible to hold an elected office or vote or serve as chairman of a committee. An associate member may serve as a member of all standing and special committees, and be considered to chaperone as needed.
- c. **Student Member** - A student member is any member of the West Potomac High School student body who subscribes to the purpose of the Boosters. A student member is not eligible to hold an elected office or vote or serve as chairman of a committee. A student member may serve as a member of a committee.
- d. **Honorary Lifetime Member** - Honorary lifetime members shall be those who have rendered some outstanding contribution to the Boosters. Honorary lifetime members shall not be allowed to hold an elected office or to vote or to chair a committee. They shall have all other privileges of the organization. Honorary lifetime memberships may be awarded by the Executive Board annually.

Section 2. Resignations. Resignations from the membership should be made in writing and addressed to the President of the Boosters.

Section 3. Removal. Violation of the bylaws may result in removal from the organization by a two-thirds majority vote of the Executive Board, in agreement with the choir director.

Article III – Election of Officers

Section 1. The Officers. Elected offices are open to any active member. The officers of this organization shall be a President, a Vice President, a Recording Secretary, and a Treasurer. Any office may be filled by co-officers (i.e. Recording Treasurer and Depositing Treasurer). In the event of a vacancy in a given position, the remaining officers will govern. All officers, together with the leaders and chairs described below, as well as West Potomac High School Choir Director, shall constitute the Executive Committee of this organization.

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Section 2. Nomination of Officers.

- a. The president will seek nomination from the general membership for all offices at the general meeting in March or April. A member must have consented to serve if elected prior to his/her nomination.
- b. Nominations may be made by any member of the organization or the choir director.
- c. The general membership will be notified of the nominations at the April or May meeting.
- d. A plurality vote of all active members present is sufficient for the election of an officer.

Section 3. Voting.

- a. Elections shall take place in June of each school at the General Meeting. The term of office for

board members is inclusive for July 1st – June 30th.

- b. The vote for uncontested offices will be announced by Presidential Acclamation at the General Meeting.
- c. The vote for contested offices will be taken by a secret paper ballot at a time and place to be determined by the Executive Board.
- d. Each eligible member of the Boosters is entitled to one (1) vote per office.
- e. The candidate receiving the greatest number of votes in each position wins the election. In the case of a tie vote in a contested election, the Executive Board will select the officer.
- f. The Executive Board will certify each member's eligibility to vote.
- g. Installation of officers will take place at the Choral Banquet or end of school year board meeting.

Section 4. Election of Officers. Shall be held on an annual basis.

Section 5. Vacancy. Any vacancy of an office shall be filled, if needed, by a special election. A plurality of the Executive Committee shall have the authority to appoint temporary officers in certain instances when a regular officer is unable to fulfill his/her duties.

- a. A vacancy occurring in any office shall be filled for the unexpired term by such a person elected by a majority vote of the member's present, notice of such election having been given at the previous regular meeting.
- b. An officer thus elected shall hold office for the unexpired term of his/her predecessor and until his/her successor is elected and installed.
- c. In case a vacancy occurs in the office of president, the vice president shall assume the duties of president and serve notice of the election for vice president.

Section 6. Recall of Officers. Any officer may be recalled and removed from office at any time provided one (1) of the following conditions is met:

- 1. Upon the affirmation vote of 40% of the total voting membership.
- 2. Upon recommendation of the choir director and two-thirds majority vote of the Executive Board.
- 3. Upon direction of the acting FCPS administration.

Article IV – Duty of the Officers

Section 1. The President.

- a. Preside at all meetings of the Boosters.
- b. Appoint standing committee chairpersons with the concurrence of the Executive Board.

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- c. Appoint and/or dissolve all other committees as required.
- d. Be an ex officio member of all committees.
- e. Direct goals and budget performance.

Section 2. The Vice President.

- a. Assist the president in all Booster club business.
- b. Perform the duties of the president in the absence or inability of that officer to act.
- c. Shall be

responsible for an annual review of the bylaws, recommending revisions as deemed appropriate.

Section 3. The Recording Secretary.

- a. Record the minutes of all the meetings of the Boosters.
- b. Have custody of the organization's Articles of Organization and Bylaws and all other records and documents of the organization.
- c. Shall make available for inspection to any club member in good standing any or all records that pertain to the operation of the club.
- d. Prepare written correspondence as needed.
- e. Receive and file all committee reports, books and/or other booster's documentation.
- f. Have a copy of Robert's Rules of Order, Newly Revised at each meeting.
- g. E-mail and/or call the membership as needed.

Section 4. The Recording Treasurer.

- a. Prepare an annual budget based for presentation to the Executive Board at the annual budget meeting.
- b. Make a full written report of the amount of money available in the general fund and encumbered funds at each monthly meeting, to include balance and expenditures.
- c. Make disbursements as authorized by the Boosters in accordance with the budget adopted by the Boosters.
- d. Submit and respond to questions concerning any state or federal financial filing required of this organization.
- e. Perform other duties as assigned.

Section 5. The Depositing Treasurer.

- a. Keep a full and accurate account of receipts and expenditures.
- b. Receive all funds and make all deposits.
- c. Provide copies of all deposits to the Recording Treasurer.
- d. Maintain a cash box with \$100 of change for events.
- e. Perform other duties as assigned.

Article V – Committees

Section 1. Standing Committees. Committees shall be established by the president of the Executive Board to assist in conducting the activities of the Boosters as necessary. These committees may be either standing committees or special committees. Standing committees shall be appointed for a period of one year.

- a. Only active members may serve as chairperson and may serve concurrently on more than one committee, including special committees.

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- b. The chairpersons of all committees shall be appointed by the Executive Board.
- c. One person may constitute a committee.
- d. Additional members may be appointed to all committees by the chairperson of each committee to assist in the administration of the projects of each committee.

e. Standing committees consist of:

- i. Hospitality - Assists in hospitality efforts approved by the Executive Board and membership.
- ii. Uniform - Evaluates uniform wear and tear; coordinates with choir director to anticipate future growth; oversees the distribution of uniforms including fittings, cleaning arrangements, and management of concert attire.
- iii. Fundraising - Executes all fundraising activities including Spring Show ad sales; identifies and pursues all fundraising opportunities,
- iv. Publicity - Responsible for community awareness; assists choir director in middle school recruitment; designs and maintains choral webpage; maintains social media presence; releases press updates to press sources.
- v. Event Coordinator - Implements plans for Spring Choral Banquet, and as needed.
- vi. Volunteer Coordinator - Organizes volunteers for District, Spring Show, and as needed.
- vii. Choir Liaison - Represents Choir Boosters at PTSA and Athletic Boosters meetings.

Section 2. Special Committees. Special committees shall be established for special projects (specific events or particular tasks only) and shall exist only for the duration of the project.

Article VI – Funds

Section 1. Funds. All funds collected by this organization shall be in furtherance of charitable and educational goals as defined in Section 501(c)(3) of the Internal Revenue Code of the United States of America. This organization shall not engage in any activities not in furtherance of the charitable and educational purposes set forth above, and there shall be no payments of compensation to any officers, leaders, or chairs of this organization.

Section 2. Fiscal Year. The fiscal year of the West Potomac High School Choral Boosters shall begin July 1st and end June 30th.

Section 3. Budget. The Executive Board shall present to the membership at the first general meeting of the year a budget of anticipated revenue and expenses for the year. The budget shall be approved by a majority of the voting membership. This budget shall be used to guide the activities of the Executive Board during the year. Any substantial deviation from the budget over \$3,000 or individual expenditure over \$3,000 must be approved in advance by the membership.

The Choral Boosters will maintain a balance of \$3000 in the bank for emergency needs. Funds over this amount should be used for the choral program as voted upon. The exception to this would be any funds being held as capital funds to purchase a larger item, also voted upon.

Section 4. Obligations. The Executive Board may authorize any officer or officers to enter into contracts or agreements for the purchase of materials or services on behalf of the West Potomac High School Choral Boosters. The officers shall not have the authority, however, to enter into such agreements on behalf of West

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Potomac High School or the Fairfax County School District, nor should they hold themselves out as having such authority.

Section 5. Loans. No loans shall be made by the West Potomac High School Choral Boosters, to its officers, or members.

Section 6. Bank Deposits. The treasurer shall deposit all funds of the West Potomac High School Choral Boosters to the credit of the West Potomac High School Choral Boosters in such banks, trust companies or other depositories as the Executive Board may select and shall make such disbursements as authorized by the Executive Board in accordance with the budget adopted by the membership. All deposits and/or disbursements shall be made within a maximum of thirty (30) days from the receipt of the funds and/or orders of payment.

Section 7. Financial Report. The financial officer shall present a financial report at each general membership meeting of the West Potomac High School Choral Boosters and shall prepare a final report at the close of the school year. The Executive Board shall have the report and the accounts examined annually by an auditor or an informal audit committee, who, if satisfied that the treasurer's annual written report is correct, shall sign a statement of that fact at the end of the report no later than one month prior to the beginning of the school year.

Article VII – Amendment of Bylaws

Bylaws must be approved at the start of each term by incoming Executive Board members and the choir director(s).

Bylaws may be amended or repealed at any regular or special meetings of the Boosters provided that: 1.

Each change is distributed to the board members prior to the commencement of a regular meeting, 2.

During special meetings the proposed change is read and tabled until the next regularly scheduled meeting, and

3. Two-thirds of the membership present at the next scheduled meeting, assuming a quorum, approves the change.

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These bylaws have been approved at the West Potomac Choral Booster meeting on July 10, 2021. All amendments are detailed in the minutes from that meeting.