Organizational Bylaws of Hockinson High School Music Booster Club

These Bylaws include amendments of the original corporate Bylaws adopted January 14, 2002.

Article 1. Purpose

The mission of the Music Booster Club, hereinafter referred to as the "corporation" is to promote interest in, provide support for, assist and foster music education for students at Hockinson High School.

Article 2. Membership

Membership is open to any district resident 18 years of age or older, any parent, guardian or relative of a Hockinson student, and employees and volunteers of the Hockinson School District by paying a nominal annual membership fee. Annual membership expires at the end of July each year. All members in good standing at least 60 days prior to any election and in attendance at meetings retain the right to vote on all matters before the membership. If an executive officer is also a district employee, he or she will abstain from voting on any matter that presents a conflict of interest.

Article 3. Meetings

3.1 **Annual Meeting.** The annual meeting of members shall be held the 1st Tuesday of June each year at 7 p.m. for the purpose of electing Directors and transacting such other business as may properly come before the meeting. If the day fixed for the annual meeting is a legal holiday at the place of the meeting, the meeting shall be held on the next succeeding business day. If the annual meeting is not held on the date designated, the Board shall cause the meeting to be held as soon thereafter as may be convenient.

3.2 **General Meetings.** General meetings will be held each month (excluding July) with the time and location determined by the Executive Board. A quorum of the Executive Board is required at each meeting to validate any vote before the membership. Three officers shall constitute a quorum of the Executive Board.

3.3 **Board Meetings.** Executive Board meetings will be held each month (excluding July) with the time and location determined by the Executive Board. A quorum of the Executive Board is required at each meeting to validate any vote of the board.

3.4 **Special Meetings.** Individual requests for special meetings shall be submitted to the Executive Board for consideration.

3.5 **Agenda.** Agenda items at the request of individuals shall be submitted to the Executive Board for inclusion in an upcoming agenda.

Article 4. Governing Board

4.1 **Executive Board.**

4.1.1. The business and affairs of the corporation shall be managed and controlled by an Executive Board consisting of seven (7) members who shall be the President, two Vice-President, Secretary, Treasurer, Communications Coordinator, and Volunteer Coordinator.

4.1.2. four of the seven officers must be in agreement to make business decisions.

4.1.3 Officers will be elected to serve on the Executive Board for one year, August 1st through July 31st.

4.2 **Officer Titles and Responsibilities.**

4.2.1. *President:*

The president in consultation with the Executive Board is responsible for establishing an agenda and conducting all meetings.

The president shall have the power to sign all contractual agreements upon approval of the Executive Board.

4.2.2. *Vice-President:*

The vice-president is responsible for fulfilling the duties of the president in the event of the president's absence, and is the primary aide of the president.

The vice-president is responsible for coordinating membership activities and the supervision of any election officers.

4.2.3. *Secretary*:

The secretary is responsible for maintaining and archiving minutes and other records of the organization's business.

The secretary is responsible for keeping the membership informed of meetings.

4.2.4. *Treasurer*:

The treasurer is responsible for maintaining accurate and detailed records of income and expenses incurred by the corporation in accordance with generally accepted accounting principles.

The treasurer is responsible for the disbursal of funds as approved by the Executive Board. All disbursal of funds must be by check requiring two (2) signatures of the Executive Board.

The treasurer is responsible for ensuring applicable tax forms, reports, and annual corporate reporting are appropriately filed.

The treasurer is responsible to provide a written report of the corporation's finances to all members present at each monthly general meeting.

The treasurer is responsible for maintaining documentation of corporate transactions.

4.2.5. *Second Vice President*:

The second vice-president is responsible for initiating and organizing corporate fundraising activities including, but not limited to, the concession activities of the corporation.

Check Signing Authority: Officers of the Corporation are authorized to sign checks on corporation accounts.

Committee Chairs: All committee chairs are appointed by the Executive Board. Committee names and functions may change periodically as needed.

4.3. **Elections.**

Nominations will be open at the March general meeting.

All nominations will be closed at the start of the May general meeting. This allows publication of candidate names for each position to the membership prior to election. Nominations from the floor on the day of election will not be allowed.

All candidates must have a child enrolled in Hockinson Schools during the year of the term that they intend to serve.

Election of officers will take place at the May general meeting.

A quorum of the membership, for purposes of election, is defined as those members present at the meeting.

4.4. **Vacancies.**

The Executive Board shall appoint a member at large to fill the unexpired term of any office vacated.

4.5. **Removal.**

Grounds for removal of an officer shall be for cause.

The removal of an officer from their position shall require an Executive Board recommendation and a vote from the membership with ⅔ vote of the assembled membership constituting quorum.

4.6 **Quorum.**

Quorum of the membership, for the purpose of any voting, is defined as those members present at the meeting.

All decisions, with the exception of the removal of an officer, must have a simple majority vote to be approved (50% + 1).

4.7. **Resignation.**

Any Director may resign at any time by delivering written notice to the President or the Secretary at the registered office of the corporation, or by giving oral or written notice at any meeting of the Directors. Any such resignation shall take effect at the time specified in the written resignation, or if the time is not specified, upon delivery and, unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective.

Article 5. Fiscal Year

The corporation's fiscal year shall be from August 1st to July 31st. On an annual basis, the organization shall be required to submit evidence of its financial operations that meets generally accepted auditing standard (GAAS). This requirement may be met by an independent audit, an independent limited scope audit, or by other evidence approved by the Executive Board that provides positive assurance of the organization meeting GAAS requirements.

Article 6. Amendments to the Bylaws

The Bylaws may be modified and/or repealed at the annual meeting of the membership or at a special meeting, as long as a notice of the intent and content of the changes has been distributed to the membership at least fourteen (14) days prior to the date of the planned meeting for open discussion and vote.

Article 7. Dissolution of Corporation and its Assets

In the event this corporation dissolves, the net assets of the corporation after all debts have been satisfied, then remaining in the hands of the officers, shall be distributed, transferred, conveyed, and delivered and paid over to the Hockinson Public Schools Foundation, to be used in support of the Hockinson High School Music Programs, or, in the event of non-existence or revocation of the Foundation's 501(c)(3) status, to a charitable or educational organization whose purpose in the opinion of the officers is nearly comparable to those of this corporation and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of the United States and is a nonprofit fund, foundation, or corporation.

This corporation is not organized for profit and no part of the net earnings shall inure to the benefit of any private shareholder or member.

Article 8. Conflicts of Interest/Contracting

Corporate officers are prohibited from directly or indirectly, alone or with others, controlling, participating in the management and control of, or receiving remuneration or the promise of remuneration from any person or entity contracting with the corporation.

Contracts with the corporation shall be in writing. The officers shall review the contract prior to designating an individual officer to sign the contract on behalf of the corporation.

The foregoing Bylaws were adopted by the Hockinson High School Music Booster Club on the ___ day of _________________________, 2005.

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Secretary, HHS Music Booster Club