

**BYLAWS
OF
LAKE MARY HIGH SCHOOL BAND BOOSTERS ASSOCIATION**

Set forth below are the Bylaws for the Lake Mary High School Band Boosters Association (the "Association"). Unless otherwise indicated to the contrary, all capitalized terms used herein without definition shall have the same meaning given such terms in the Articles of Incorporation of the Association.

**SECTION 1
Membership and Voting**

1.1 **Membership.** The following persons shall be members of the Association:

(a) **Family Members.** Any parent or legal guardian of any participant in the Lake Mary High School Band, Color Guard, or Marionettes shall automatically be admitted as a member of the Association until conclusion of the school year upon which their eligibility for membership in the Association is based.

(b) **Honorary Members.** Honorary membership in the Association may be granted by the President of the Association, or by affirmative vote of a majority of the of the Association Board, to any entity or individual interested in the activities and programs of the Lake Mary High School Band whose membership is deemed, in the reasonable discretion of the President or the Association Board, to be beneficial to the Association, including, but not limited to, sponsors and civic and community leaders. Honorary Membership in the Association shall continue for such period of time as is determined by the President or Association Board.

1.2 **Membership Records.** All those persons or entities who meet the requirements of a Family Member or Honorary Member shall be considered a Member. The Corresponding Secretary of the Association shall maintain a list of all Members as provided by the Band Director and as required by Sections 4.9 and 6.5 of these Bylaws.

1.3 **Voting Rights.** Each Member in good standing shall be entitled to one vote on each matter submitted to a vote of the Members of the Association. In the event of a tie vote on any matters submitted to a vote of the Members, said deadlock shall be broken by a majority vote of the Association Board.

1.4 **Suspension or Expulsion of Members.** Any Member of the Association may be suspended for a period or expelled for cause, such as violation of any of the Bylaws, rules or regulations of the Association or for conduct detrimental to the interests of the Association. Decisions pertaining to suspension or expulsion of Members shall be made by the Association Board, provided that the Member shall be given an opportunity to present a defense at a meeting of the Board prior to his or her suspension or expulsion.

1.5 **Resignation.** Any Member may resign at any time by filing a written notice of resignation with the Recording Secretary. The resignation shall be effective at the time specified therein or, if not so specified, immediately upon filing of the resignation.

1.6 **Transfer of Membership.** Membership in this Association is not transferable or assignable.

1.7 **Membership Dues.** Membership dues are not assessed; however, each Family Member is expected to conduct a minimum amount of fundraising activities each year in an amount per student to be established annually by the Association Board.

SECTION 2 General Meetings

2.1 **General Meetings.** Two General Meetings of all Members shall be held each year on such dates and at such times and places as shall be determined by the Association Board, which dates shall correspond with 1) the beginning of the Lake Mary High School academic year; and 2) the winter concert of the Lake Mary High School Band at which time the election and installation of new officers will be conducted.

2.2 **Special Meetings.** Special meetings of the Members may be called by the Band Director or a majority of the Association Board.

2.3 **Notice of Meetings.** The officers of the Association shall endeavor, with reasonable diligence, to provide written notice stating the place, day, and hour of any meeting of Members, by delivery, Newsletter, mail, fax or email, to each Member that is entitled to attend such meeting, not less than three (3) days before the date of such meeting, or by posting notice of the meeting in the administrative offices of Lake Mary High School. In the case of a special meeting or when required by statute or by these Bylaws, the purpose or purposes for which such meeting is called shall be stated in the notice. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States mail addressed to the member at his or her address as it appears on the records of the Association, with postage thereon prepaid.

2.4 **Order of Business.** The order of business, as far as practicable, at all meetings, shall be:

- (a) Reading and disposal of any unapproved minutes.
- (b) Reports of officers, if any.
- (c) Reports of committees, if any.
- (d) Unfinished business.
- (e) New business.
- (f) Adjournment.

2.5 **Minutes.** The minutes of all Membership and Association Board meetings shall be kept in a minute book and made available, upon written request, for inspection by any Member, for any proper purpose at any reasonable time. Minutes will be retained for seven years.

2.6 **Membership Decision.** A majority of the Members present in person shall constitute a quorum for the transaction of Association business at a meeting of the Members. The affirmative vote of the majority of the Members present, at any meeting at which a quorum is present shall be the act of the Association at such meeting for the transaction of business. The President may choose either a verbal or show of hands vote. If a vote is in question, the President may request a show of hands or standing vote for a recount, or request a ballot vote.

2.7 **Majority.** Whenever used in these Bylaws, the term "majority" shall mean fifty percent (50%) plus one (1) of the members, directors, or officers, as the case may be.

SECTION 3 Executive Board

3.1 **General Powers.** The business and affairs of the Association shall be managed by its Executive Board, who shall supervise and promote the activities of the Association.

3.2 **Order of Business.** The order of business, as far as practicable, at all meetings, shall be:

- (a) Reading and disposal of any unapproved minutes.
- (b) Reports of officers, if any.
- (c) Reports of committees, if any.
- (d) Unfinished business.
- (e) New business.
- (f) Adjournment.

3.3 **Number and Voting.** The Executive Board shall consist of:

- (a) The Band Director of the Lake Mary High School Band
- (b) The Principal of Lake Mary High School
- (c) The President
- (d) The Vice President
- (e) The Recording Secretary
- (f) The Corresponding Secretary
- (g) The Treasurer

Each Executive Board Member shall have one vote on each matter submitted to a vote of the Association Board.

3.4 **Term of Office.** The Band Director and the Principal, as ex officio officers, shall be permanent members of the Executive Board. The President, Vice President, Recording Secretary, Corresponding Secretary and Treasurer, as elected officers, shall hold office for a term of one (1) year commencing with their election to office by the Members and continuing until the next annual meeting of the Members at which officers are elected.

3.5 **Vacancies.** A vacancy on the Board may be filled by the person selected by a majority of the Board. The appointee shall serve the unfulfilled term of office.

3.6 **Removal of Elected Officers.** Any Elected Officer may be removed with or without cause, at any time, by a majority vote of the Officers at any duly noticed special meeting of the Board called for that purpose.

3.7 **Notice of Special Meetings.** Special meetings of the Association Board may be called at any time by the President of the Association or by a majority of the Members. Written notice of the time and place of special meetings of the Association Board shall be given to each board member either by personal delivery, mail, fax, or email at least three (3) days before the meeting. The business to be transacted at, or the purpose of, any special meeting of the Association Board shall be specified in the notice or waiver of notice of such special meeting.

3.8 **Compensation.** Executive Board Members shall not receive any monetary compensation for their services. However, the Association Board may elect to offer a gift or award for services rendered to any director, officer or individual who shall make meaningful contribution to the Association.

SECTION 4 Elected Officers

4.1 **Elected Officers.** The elected officers of the Association shall consist of:

- (a) The President
- (b) The Vice President
- (c) The Recording Secretary
- (d) The Corresponding Secretary
- (e) The Treasurer

4.2 **Compensation.** The elected Officers shall not receive any monetary compensation for their services.

4.3 **Term of Office.** The term of office for any elected officer, except the Treasurer, shall be one (1) year and shall run from the date of appointment to the date on which a successor is elected or appointed. The Treasurer's term of office shall be one (1) year based on the fiscal year outlined in these Bylaws.

4.4 **Vacancy.** If any office becomes vacant for any reason, the Association Board shall fill such vacancy. Any officer so appointed or elected by the Association Board shall serve only until expiration of the term of his predecessor in office.

4.5 **Duties of President.** The President shall be the chief executive officer of the Association. The President shall preside at all meetings of the Association Board, the elected Executive Officers and the Members. The President shall have the authority to call meetings of the Association Board whenever deemed necessary or when petitioned to do so as provided in the Bylaws. The President shall appoint a chairperson for each committee listed in Section 5.4 hereof and/or deemed necessary to conduct the business of the Association. The President shall be an ex officio member of all committees except the Nominating Committee and the Financial Review Committee. The President shall coordinate Association activities with the Band Director. The President shall plan the meetings and activities of the Association.

4.6 **Duties of Vice President.** The Vice President shall preside at all meetings of the Association Board and the membership whenever the President is unable to preside and shall perform other duties as may be assigned by the President. The Vice President shall be responsible for developing, coordinating and executing all fundraising activities, including appointing subcommittee chairpersons, as needed.

4.7 **Duties of the Treasurer.** The Treasurer shall have the care and custody of the monies of the Association and other valuable effects, and shall keep full and accurate accounts of receipts and disbursements and books belonging to the Association. The Treasurer shall oversee the following: collection of all funds derived from whatever source, depositing said monies in an account located at a bank designated by the Association Board, and seeing that all outstanding obligations of the Association are paid as directed by the Association Board. The Treasurer shall cause regular financial statements of the Association to be prepared and shall review such financial statements and present them to the Association Board at periodic meetings of each. The Treasurer shall present a complete financial report to the Financial Review Committee as well as all financial records by July 15 of each year. The Treasurer shall cause all tax and information filings required, to be made in a timely manner, including, but not limited to IRS Form(s) 1099 and Form 1096 for all fees paid to individuals equal to or exceeding \$600 annually, Internal Revenue Service Form 990 or 990-EZ, as applicable, and the Association's annual report required to be made to the Florida Secretary of State. The Treasurer shall renew the Association Surety Bond and/or Insurance Policies by June 1 of each year.

4.8 **Duties of Recording Secretary.** The Recording Secretary, in addition to the duties hereinafter set forth, shall perform the general administrative functions of the Association under the direction of the President. The Secretary shall oversee the following: recording all minutes of all meetings, maintaining minutes in a book; notifying all members and/or Directors of any special or general meetings of the Board or the Association. In the case of the absence or disability of the Recording Secretary, the duties of the Recording Secretary shall be performed by the Corresponding Secretary.

4.9 **Duties of Corresponding Secretary.** The Corresponding Secretary shall answer all correspondence as directed by the Association Board and maintain a current membership roster of the membership of the Association. The Corresponding Secretary shall prepare and distribute information to the news media and the community of all newsworthy activities of the

Lake Mary Band and auxiliary programs. The Corresponding Secretary shall send emails or establish a telephone "tree" to notify members of special events or messages as deemed necessary or appropriate by the President or the Band Director. In the case of the absence or disability of the Corresponding Secretary, the duties of the Corresponding Secretary shall be performed by the Recording Secretary.

4.10 **Duties of Other Officers.** The remaining officers of the Association shall have such duties and responsibilities as are from time to time assigned to such officers by the Band Director, President or the Association Board.

SECTION 5 Committees

5.1 **Committee Appointment and Term.** The Association Board shall establish committees for the necessary transaction of Association business. The chairperson of each committee shall be appointed by the President and approved by the Band Director. Each chairperson shall in turn select the members of the committee. The President shall be an ex-officio member of all committees except the Nominating Committee and the Financial Review Committee.

5.2 **Vacancies.** Any vacancy occurring in a committee by death, resignation, withdrawal from membership, or otherwise shall be filled by majority vote of all the remaining members of the committee. Any person so elected shall serve for the unexpired term of his or her predecessor.

5.3 **Organization and Authority.** A Committee shall be a panel of Members who shall convene to work on projects and give advice to the Association Board concerning their particular area of expertise. Any Member may serve on any committee except as otherwise provided by these Bylaws. Each committee, when formed, shall organize itself, and shall perform the functions and discharge the duties as are given by the Association Board. Each committee chairperson is a member of the Association Board and is responsible to report to the Association Board from time to time. The chair of each committee shall maintain a procedure book, which shall be passed on to the new committee chair at the end of the prior chair's term.

5.4 **List of Committees.** The standing committees shall be:

(a) **Alumni/Banquet.** The Alumni/Banquet Committee shall coordinate all Alumni activities and work as the Board liaison to the Student Banquet Committee.

(b) **Audit Committee.** The Audit Committee shall conduct an audit by reviewing the year-end financial report, and prepare a written summary to the Association Board at the October Association Board meeting of each year. The Audit Committee shall include at least three (3) Members of the Association and shall exclude previous year signers of the Association bank accounts.

(c) **Color Guard.** There shall be one designated representative from the Color Guard who will attend all regular Association Board Meetings, act as liaison, and provide group schedules and activity reports to the Board.

(d) Chaperones. The Chaperone committee shall coordinate parent supervision for all band functions.

(e) Historian. The Historian committee shall maintain a progressive history of the growth and activities of the Lake Mary High School Band and auxiliary groups.

(f) Hospitality. The Hospitality Committee will provide food and refreshments as requested by the Band Director.

(g) Marionettes. There shall be one designated representative from the Marionettes who will attend all regular Association Board Meetings, act as liaison, and provide group schedules and activity reports to the Board.

(h) Newsletter. The Newsletter Committee shall prepare and distribute a periodic newsletter pertaining to band and auxiliary group activities.

(i) Nominating. The Nominating Committee shall select a candidate for each elected office in accordance with Section 5.5 below. This committee shall consist of at least three (3) Members, including the Band Director and not more than one elected board member. The incumbent President shall not serve on the Nominating Committee.

(j) Spirit. The Spirit Committee shall promote the activities of the Lake Mary High School Band and auxiliary groups and coordinate special events to encourage camaraderie and spirit among members of the Lake Mary High School Marching Rams at the direction of the Association Board.

(k) Uniforms. The Uniform Committee shall maintain an accurate inventory of all uniforms, supervise issuance of the uniforms and assure proper care and storage of the uniforms throughout the school term as directed by the Band Director.

(l) Ways and Means Committee. The Ways and Means Committee shall schedule, coordinate, design and implement fundraising programs for the Association with the approval of the Band Director.

(m) Web Master. The Webmaster Committee shall maintain a website of information and events for parents and staff.

In addition, the President may create working committees for specific purposes. The chairperson of a working committee shall not be an officer of the Association merely as the result of holding such chairperson position.

5.5 Nominating Committee. The Nominating Committee shall be appointed by the President, with Executive Board approval including the Band Director, by the regular meeting, which is not less than sixty (60) days before the election.

(a) The Nominating Committee Chair shall notify the membership in writing not less than thirty (30) days prior to the elections that nominations are being accepted for the following positions.

- (i) President
- (ii) Vice President
- (iii) Recording Secretary
- (iv) Corresponding Secretary
- (v) Treasurer

(b) At the election, the Nominating Committee Chair will present a written report of the nominees, as approved by the Band Director, to the Association Members. All nominees must have consented to have their names placed in nomination. In addition, nominees for the office of President must have served at least one year on the Association Board. The President will also ask for any additional nominations from the floor. Any nominee must be present at the election and consent to the nomination.

SECTION 6

Association Board Meetings

6.1 **Association Board Meetings.** The Association Board shall meet a minimum of ten times during the Lake Mary High School academic year.

6.2 **Quorum and Board Decisions.** A majority of the Association Board must be present in person in order for there to be a quorum for the transaction of business at any meeting of the Association Board. The act of a majority of the Association Board present at a meeting and entitled to vote at which a quorum is present shall be the act of the Association Board, unless a greater number is required by law or by these Bylaws, and such act shall constitute board approval for purposes of these Bylaws.

6.3 **Duties of the Association Board; Approval by the Membership.** The Association Board shall make, adopt, repeal, and amend rules and regulations for the management of the Association's business and affairs, conduct and transact any and all business for the Association that comes before the Board, and disburse Association funds.

SECTION 7

Expenditures, Budgets and Association Funds and Books and Records

7.1 **Expenditures.** Any expenditure provided for in any Board Approved budget should not require further approval as long as the check for such expenditure is executed in accordance with subsection 7.3 below. The President's approval shall be required for any non-budgeted expenditure of less than Two Hundred Fifty Dollars (\$250.00), and Board Approval shall be required for any non-budgeted expenditure in excess of Two Hundred Fifty Dollars (\$250.00).

7.2 **Budget.** An annual budget for the following fiscal year shall be prepared by the Band Director in consultation with the elected officers and presented to the Board for its

approval by the September Association Board meeting. Thereafter, at any meeting of the Association Board, the Board may approve any supplemental budget item that may be necessary.

7.3 **Funds and Execution of Checks.** No monies or funds of the Association shall be kept in other than a national bank approved by the Association Board. All checks, drafts, and orders for payment of money upon Association funds shall have two Executive Board members signatures as approved by the authorized bank signature card.

7.4 **Fiscal Year.** The fiscal year of the Association shall be from July 1 to June 30 of the following year.

7.5 **Books and Records.** The Association shall keep, as records, minutes of all meetings of its Members and Association Board, and shall maintain such records for at least seven (7) years. The Association shall maintain accurate accounting records, kept in accordance with good accounting practices, and shall maintain such records for at least seven (7) years. The Association shall also maintain a record of its Members in a form that permits preparation of a list of the names and address of all Members in alphabetical order and shall keep such records in written form or in other form capable of conversion into writing within a reasonable time. The Association shall also keep a copy of the following records at its principal office:

(a) A copy of its Articles or restated Articles of Incorporation and all amendments currently in effect,

(b) A copy of its Bylaws or restated Bylaws and all amendments currently in effect.

(c) Written communications to all Members within the past three (3) years, including all financial statements furnished for the past three (3) years.

(d) A list of the names and business street, or home if there is no business, addresses of its current directors and officers.

(e) Its most recent annual report delivered to the Department of State.

(f) A current roster of all Members and their mailing addresses, telephone numbers, and e-mail addresses if known.

(g) All current insurance policies and the Surety Bond of the Association or a copy thereof.

(h) All tax and information returns filed by the Association for the past seven (7) years.

SECTION 8 News Releases or Information

8.1 No member or employee of the Association shall at any time give out news releases or information that purports to represent a position of the Association unless prior consent has been given by the President or the Association Board.

SECTION 9
Amendments

9.1 These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a majority of the Association Board at any regular or special meeting; provided, written notice of the intent to alter, repeal and adopt new Bylaws at such meeting is given to all Association Members at least five (5) days prior to such meeting.

SECTION 10
Rules of Order

10.1 Roberts Rules of Order shall govern the procedures at all meetings of this Association.

SECTION 11
Dissolution of the Association

11.1 Upon the dissolution of the Association, the Association Board shall, after paying or making provision for payment of all of the liabilities of the Association, distribute all of the assets of the Association pursuant to Lake Mary High School or to such other organization described in Section 501(c)(3) of the Code as may be approved by the Association Board.

CERTIFICATE OF ADOPTION

I hereby certify that the foregoing Bylaws were duly adopted pursuant to a Written Action taken by the Association Board dated as of May 14, 2005.

Margaret Bartlett, Recording Secretary