

ANNANDALE HIGH SCHOOL BAND BOOSTERS ASSOCIATION

BY-LAWS

ARTICLE I – NAME AND PURPOSE

The name of the organization shall be the Annandale High School Band Boosters Association, Inc., herein referred to as the Association. The purpose of the Association is to promote and stimulate interest in the Bands, to support the students enrolled in the Annandale High School band program and to aid in the financing of areas not sufficiently funded by the Fairfax County School Board.

ARTICLE II – MEMBERS

§1 Members of the Association shall be the parents or guardians of any student in the Annandale High School Band Program, collectively known as the Bands. The Bands consist of marching band, color guard and any Fairfax County Public School course under the direction of Annandale High School's Director of Bands. These courses shall include Advanced Band, Intermediate Band, and Beginner Band and may include Ensembles (Brass, Jazz, Percussion, Woodwind), if offered by Annandale High School.

§2 Each member shall have one vote.

§3 Membership in the Association shall cease when the member's student discontinues participation in the Bands.

§4 Unless otherwise prohibited by law, all rights, title and interest in property belonging to the Association shall be held in the name of the Association. In addition, all student lists and related information, books and records of the Association remain the property of the Association and must be returned by the Executive Board members, committee members and Association members when retiring from their duties or membership ceases.

ARTICLE III – MEETINGS

§1 Meetings of the general membership of the Association shall be held at least three (3) times each academic year.

§2 Notice of general membership meetings indicating the time and place, shall be provided at least seven (7) days in advance.

§3 Special meetings of the general membership may be called by the President, with the concurrence of a majority of the Executive Board, and shall be called by the President, upon the written petition of seven or more members of the Association.

§4 Quorum for a general membership meeting shall be five percent (5%) calculated based on the number of band students (all bands and guard) determined as of August 1 each year. A majority of the quorum shall be necessary for the approval of all matters properly brought before the Association, except as noted in Article IX.

§5 Robert's Rules of Order Newly Revised (RONR) shall be the parliamentary authority for the Association.

§6 Members may vote by written proxy limited to members of the same family.

ARTICLE IV – EXECUTIVE BOARD

§1 The Executive Board shall be the governing body of the Association and shall consist of the elected officers and appointed officers. The elected officers shall consist of a President, a Vice President, a

Secretary and a Treasurer elected from among the membership of the Association in accordance with §3 of this Article. The elected officers shall appoint to the Executive Board one member of each standing committee identified in Article VI hereof not otherwise represented among the elected officers. In addition, the elected officers shall appoint to the Executive Board one member of Color Guard and each course listed in Article II, §1 not otherwise represented. Each member of the Executive Board shall have one vote.

§2 The Executive Board shall meet at least six (6) times each academic year or when called by any three members of the Executive Board. At least three (3) elected and three (3) non-elected members of the Executive Board must be present to conduct Association business. Non-elected Executive Board members may name a proxy from their committee to attend and vote. All Executive Board members shall be given reasonable advance notice of a special meeting. A majority vote of the Board members present at a meeting shall be necessary for the transaction of Association affairs.

§3 Elected officers of the Executive Board shall be elected for a term of one year, with eligibility for re-election for one additional term. Vacancies of elected Executive Board members shall be filled for the unexpired terms by a majority vote of the Executive Board members remaining. No person shall serve as an elected Executive Board member for more than three (3) consecutive years.

§4 During the fourth academic quarter, the Executive Board shall present the proposed budget in writing for approval by the general membership. The proposed budget shall include activities and expenditures for the following school year.

§5 The Executive Board shall be responsible for the management of finances of the Association in accordance with Article VII. The Executive Board shall decide each year if scholarships of any type can be awarded and shall then establish the criteria for scholarship eligibility and rules for each award.

§6 The Executive Board shall not be personally liable, jointly or severally, for the disbursement and expenditure of funds provided such disbursements are made in good faith and pursuant to the legitimate affairs of the Association.

§7 The Executive Board shall have the power to appoint an Assistant Treasurer to collect funds and make deposits and other duties that would not cause a conflict in the separation of duties. The treasurer will retain the requirements to reconcile the bank account, sign checks and prepare reports. The Assistant Treasurer shall not be a member of the Executive Board.

§8 The Executive Board shall have power to establish standing or ad hoc committees composed of Association members, to carry out special functions and activities of the Association. Such committees shall possess only those powers and duties as are designated by the Executive Board.

§9 The Executive Board may remove any officer of the Association who does not perform his/her duties. At the request of any two members of the Executive Board, a hearing shall be held by the Executive Board on removal of such officer. The affected officer shall be notified and given an opportunity to defend his/her position. Removal shall be effective upon a majority vote of the membership at the next general membership meeting.

§10 The retiring Executive Board shall meet with the incoming Executive Board prior to the change to coordinate the transfer of power and documents. Each incoming Executive Board member shall also meet individually with the outgoing member for the specific position. The retiring Treasurer must complete the preparation of the budget for the upcoming school year, final bank reconciliation for June and tax return for the fiscal year prior to leaving their post.

#### ARTICLE V – DUTIES OF ELECTED OFFICERS

§1 The President shall preside at all Executive Board and general membership meetings. The President is the official spokesperson of the Association and is its registered agent with the Virginia State Corporation Commission. The President shall be a signatory on all Association bank accounts. The President is an ex-officio member of all committees in Article VI below. The President shall work with the Secretary to create meeting agendas. During general membership meetings, the President is entitled to vote only in the case of a tie vote.

§2 The Vice President shall act for and assume the duties of the President during the President's absence, and at all other times shall assist the President in the execution of official duties.

§3 The Secretary shall keep a record of the minutes of all meetings of the Executive Board and the general membership and shall notify the Executive Board members and general membership of all Executive Board and general membership meetings. The Secretary shall maintain a current list of the Association membership, shall conduct correspondence of the Association as designated by the President, and shall maintain a current copy of these by-laws. The Secretary shall work with the President to create meeting agendas. The Secretary shall maintain and publish the criteria for scholarship eligibility and rules for awarding any scholarship approved under Article IV, §5.

§4 The Treasurer shall accept funds, keep an accurate record of all receipts and expenditures, make disbursements in accordance with the budget and give a report of the expenditures and general financial conditions of the Association at each Executive Board and general membership meeting. The Treasurer is responsible for acquiring the insurance mentioned in Article VII, §7. The Treasurer is also responsible for the timely submission of the annual information tax return, filing the State of Virginia Annual Report and paying associated fees and renewing the Retail Sales and Use Tax Certificate of Exemption. The Treasurer shall not be held personally liable for the expenditures made in good faith and pursuant to the affairs of the Association.

#### ARTICLE VI – COMMITTEES

All members are expected to volunteer for Association activities each year in keeping with the purpose of the Association. The Executive Board shall appoint Association members to serve on the following committees. The Executive Board shall create any other committee requested by the membership and approved by the Executive Board.

§1 The Concessions Committee operates the Bolling Stadium concession stand for all JV and Varsity games as well as other sporting events held in the stadium. The committee is responsible for creating a schedule to adequately staff the stand, maintaining an inventory of food and supplies, preparing shopping lists, providing the Treasurer with receipts for all expenditures and preparing the deposit to submit to the Treasurer.

§2 The Fundraising Committee determines and coordinates several regular fundraisers throughout the year to support the program. Each member that is a lead on a fundraiser is a member of the committee. Decisions regarding when and how the fundraisers are run are made by the committee. However, the Executive Board must approve each fundraising effort. All proceeds go to the Association's general fund. The Treasurer shall be ex-officio member of the Fundraising Committee.

§3 The Hospitality Committee provides food for instructors during home camp, lunches for students and staff for competitions, and organizes Senior Night and potluck for students in between the parade and Homecoming game.

§4 The Pit Crew Committee ensures that all instruments of the pit percussion unit are in place prior to every marching band performance, including competitions. The pit crew arranges truck rental to transport equipment and instruments to the competitions, and coordinates both the loading of the truck, set up and break down at the performance, and returning the instruments to the school.

§5 The Publicity Committee will actively promote the Bands in all forms of public media. The committee is responsible for informing the membership and the public of all events involving the Band or the Association.

§6 The Uniform Committee shall be responsible for the marching uniforms and concert attire used by the Bands during performances and competitions. The committee shall be responsible for cleaning and maintenance, preparing for transport, distribution and collection of uniforms and concert attire. The committee shall create and maintain copies of any rental agreements and inventory summaries. The committee shall coordinate the purchase of accessories as needed. Annual deposits to a restricted fund will be made in an amount sufficient to cover the replacement of the marching band uniforms. Concert attire, marching guard uniforms, and marching band accessories will be evaluated annually and will be included as a budget item for approval by the general membership.

#### ARTICLE VII – FINANCES

§1 This is a service oriented, not-for-profit, incorporated organization under the meaning of 501(c)(3) of the Internal Revenue Code. The Executive Board will ensure all documents are submitted to retain tax-exempt designation. The principal office of the organization shall be Annandale High School, 4700 Medford Drive, Annandale, Virginia 22003.

§2 The fiscal year of the Association shall begin 1 July and end 30 June, the following year.

§3 The Executive Board will request the Director of Bands to present a proposed plan of activities and expenditures for the subsequent academic year. Should the Executive Board receive a proposed plan from the Director of Bands prior to the end of the third academic quarter, that plan will be included in the Board's discussion and preparation of the budget submitted for general membership approval in accordance with Article IV §4.

§4 The Elected Officers must approve expenditures of up to \$2,000 for any unbudgeted item. Any expenditure in excess of that amount must be approved by the Executive Board and the general membership.

§5 The funds of the Association shall be deposited in a local financial institution in a risk-free account in the name of the Association.

§6 The members of the Association shall be bonded in an amount sufficient to secure all assets of the Association. Such bond is to be at the expense of the Association.

§7 A general liability insurance policy shall be in place at all times. Such bond is to be at the expense of the Association.

§8 An audit of the Association funds and expenditures shall be made after the close of each school year. Such audits shall be made by a CPA or a committee comprised of a maximum of three (3) Association members appointed by the Executive Board. The CPA or Audit Committee shall not include any member of the Executive Board. The Audit Committee shall be composed of at least one member experienced in financial matters and possessing a working knowledge of generally accepted accounting principles who shall serve as chairman. It shall be the responsibility of the CPA or the Audit Committee to review the financial records of the Association and report their findings, in writing, to the general membership during the first quarter of each school year.

§9 Decisions made at Executive Board meetings shall be duly recorded in the minutes of the meeting.

ARTICLE VIII- ELECTIONS

§1 A nominating committee composed of at least three members of the Association shall be appointed by the Executive Board for the purpose of establishing a slate of candidates for the elective offices for the ensuing year. The nominating committee will present its slate of officers at a general membership meeting or by website posting no less than 30 days before elections.

§2 Election procedures shall follow Robert’s Rules of Order Newly Revised (RONR).

§3 Nominations may also be made from the floor. A majority vote of those members present shall be sufficient for election. The officers so elected shall assume their duties on July 1.

§4 Only those persons who have consented to serve shall be nominated for or elected to such office.

ARTICLE IX– DISSOLUTION

§1 Dissolution of the Association shall be made by a three-fourth-majority vote of the general membership voting either in person or by proxy.

§2 Upon dissolution of the Association, the Executive Board shall undertake to liquidate all assets and liabilities of the Association. Should the assets of the Association be insufficient for this purpose then a pro rata assessment will be made of the membership. Any assets in excess of the amounts needed for the liquidation of the Association liabilities, shall be distributed to Annandale High School for the purpose of the Bands.

ARTICLE X – RATIFICATION AND AMENDMENTS OF BY-LAWS

§1 These by-laws shall be ratified and effective upon the vote of the majority of the general membership at a meeting where due and proper notice has been given the membership. The adoption of these by-laws shall be included in the subject matter of the agenda.

§2 These by-laws may be amended by the majority vote of the members present at a general membership meeting, provided notice of the proposed amendment or amendments has been give the membership at least seven (7) days in advance of such meetings.

RATIFICATION: These by-laws were ratified by a majority vote of the general membership at a meeting on March 5, 2014 to replace the bylaws ratified on May 28, 2013.

SIGNATURE: Signed by the Executive Board.

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President

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Vice President

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Secretary

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Treasurer