

BYLAWS

ARTICLE I

CORPORATION NAME

The name of the corporation is CLARKSVILLE WILDCAT BAND BOOSTERS, INC. The address of the principal office of the corporation in the State of Tennessee shall be:

Clarksville Wildcat Band Boosters, Inc.
PO Box 3722
Clarksville, TN 37043

The duration of the Corporation is perpetual.

ARTICLE II

PURPOSE

This corporation shall act as a non-profit organization as designed by Section 501 (c)(3) of the Internal Revenue Code of 1954 with the following purposes:

1. To complement and supplement the instrumental music program and activities in the Clarksville High School;
2. To encourage, aid and promote a continuing and growing appreciation and support of high quality instrumental music among the youth and adults of Clarksville High School and the community;
3. To further the interest of the youth in music by providing financial aid for various activities as a supplement to school funds;
4. To be available to aid the Band Director as deemed necessary to further the interest of the instrumental music program.

Section 1. The corporation shall not engage in any activities which consist of attempts to influence legislation by propaganda or otherwise; nor shall it participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

Section 2. The corporation shall be operated exclusively for exempt purposes with Section 501 (c)(3) of the Internal Revenue Code of 1954, and any succeeding Federal Statutes prescribing the grounds for exemptions for federal taxation. The corporation shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity that would invalidate its status as:

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- a. A corporation which is exempt from federal income taxation as an organization described in 501 (c)(3) of the Internal Revenue Code of 1954 or
- b. As a corporation which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954

Section 3. The corporation will implement and adhere to Public Chapter No. 326 Senate Bill No. 2054 and CMCSS Polices BUS-A005, BUS-P003 and their respective procedures.

ARTICLE III

MEMBERSHIP

Section 1. Parents or guardians of students who are members of the Clarksville Wildcat Band shall be eligible for membership in the Clarksville Wildcat Band Boosters. All memberships will be considered "family" memberships and will entitle the members to a maximum of 1 vote per parent or legal guardian for a maximum of 2 votes per paid membership.

Section 2. Honorary members may be elected by the Executive Board. This membership is generally reserved for alumni, past members, and those who have made a significant contribution to the band program but do not have a child in the band.

Section 3. All eligible members meeting the above qualifications will be required to pay the yearly dues that will be established by the Executive Board. Members will not be considered active until such dues are paid.

Section 4. Only active members shall be entitled to vote and hold office.

Section 5. The Band Director and Assistant Band Director, and Immediate Past Booster President are automatically members of the organization and obtain all rights and privileges of membership, with their annual membership fee waived.

Section 6. The Clarksville High School principal (or his / her designee) are automatically members of the organization and obtain all rights and privileges of membership with the exception of voting, with their annual membership fee waived.

Section 7. The memberships right to vote shall be exercised only once by each member for each matter under consideration by the membership. The right to vote is limited to members identified above and can not be transferred.

ARTICLE IV

OFFICERS

Section 1. The officers of this corporation shall be President, Vice-President, Immediate Past President (or Vice-President, if elected as such), Secretary and Treasurer. These officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted. The officers of this organization shall serve without compensation.

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Section 2. The President shall be the Chief Executive Officer of this organization; shall preside at all of the membership and Executive Board meetings; shall actively direct the affairs of this organization; and, shall perform such other duties as directed by the Executive Board.

Section 3. The Vice-President shall be the chairperson of the organization's Finance Committee; shall perform all duties and have the powers of the President in his/her absence; and, shall assume any duties assigned by the President and the Executive Board.

Section 4. The Past President (Immediate Past President) shall assume any duties assigned by the elected President or the Executive Board. This position may be designated as Second Vice- President, and may be filled by the organization in lieu of a Past President filling this position.

Section 5. The Secretary shall keep a copy of the bylaws; shall record minutes of the business meetings of the organization and of the Executive Board and will keep available a complete record of such for the duration of the term of office; shall maintain a membership list with the addresses and telephone numbers; shall organize and maintain a complete record of all organization activities to be provided to all incoming officers; and, shall serve as a repository for various committee reports and other documentation to be maintained on file.

Section 6. The Treasurer shall keep the accounts of the organization in a true and accurate manner and in accordance with Public Chapter No. 326 Senate Bill No. 2054 and CMCSS Polices BUS-A005, BUS-P003 polices and procedures; shall have charge of all receipts and disbursements; shall make financial reports at all meetings of the organization and the Executive Board; and, shall submit the financial records of the organization for audit to a committee appointed by the President thirty (30) days prior to the end of the school year in Clarksville, Tennessee. The treasurer may not be an employee of the Clarksville Montgomery County School System.

ARTICLE V

EXECUTIVE BOARD

Section 1. The Executive Board shall consist of the officers of the organization, the chairpersons of the Finance Committee, Fund Raising Committee, and the Logistics/Transportation Committee. the Clarksville High School Director of Bands, Assistant Band Director and the Clarksville High School principal (or his / her designee). These are the voting members of the Executive Board.

Section 2. The Executive Board shall have general supervision of the affairs of the organization; shall make recommendations to the organization; shall be subject to the organization; and, none of its acts shall conflict with the actions taken by the organization.

Section 3. Time and place of each meeting shall be fixed by the Executive Board. The Executive Board will meet at a minimum once a month to conduct the business of the organization. At the close of each meeting, the next meeting will be scheduled.

Section 4. A majority of the current members of the Executive Board shall constitute a quorum.

Section 5. When an officer vacancy occurs, such a vacancy shall be filled by a majority vote of the Executive Board.

Section 6. Budget approval and the discussion of the expenditure of funds which may directly affect the band program should not be conducted without the Band Director being present, unless the Band Director consents to the discussion/decision taking place in his/her absence.

ARTICLE VI

COMMITTEES

Section 1. The standing committees of the organization shall be: Finance Committee, Fund Raising Committee, Chaperone Committee, and Logistics/Transportation Committee. Committee chairpersons shall be appointed by the President of the organization.

Section 2. The President shall appoint other committees as he/she shall deem necessary.

Section 3. The President shall be an ex-officio member of all committees except the Nominating committee.

Section 4. The responsibilities and organization of the standing committees, not described within the organization's bylaws, shall be established by the Executive Board.

ARTICLE VII

FINANCE

Section 1. The Finance Committee shall consist of the President, Vice-President (Chairperson), the Treasurer, the Band Director, and the Chairperson of the Fund Raising Committee.

Section 2. The Finance Committee will be responsible for the preparation of the budget and goals, presentation of budget and goals to the Clarksville High School principal for approval, its periodic review, and for making recommendations to the Executive Board and to the organization regarding changes to the budget during the budget year. The committee will also develop fund raising requirements to meet the projected budget commitments.

Section 3. Any Finance Committee Meetings held otherwise from Executive Board or general membership meeting must have a quorum of Finance Committee members. The Band Director should be present at the meetings or consent to the meeting taking place in their absence.

Section 4. The Finance Committee shall present the proposed budget to the Executive Board

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in April of each year. After a proposed budget is reviewed and approved, the Executive Board will present it to the general membership at the May meeting for final approval. Budget approval will require a positive vote from the majority of members present at the May Meeting. All budget proposals and approved budgets must specify the fund raising plan to generate the capital to execute the budget. All revisions to the approved budget will require the approval of the Organization's general membership.

Section 5. The fiscal year and the operating year for the organization shall be from June to May.

Section 6. The only funds which will be managed by the organization's treasury are membership dues, fund raising expenses and proceeds, concessions proceeds, associated band fees and expenses and the organization's budgeted funds. Tennessee Senate Bill 2054 / Public Chapter No. 326 and CMCSS policy BUS-P003 and its procedures shall govern all fund management.

Section 7. Commitment / obligation and disbursement of the organization's financial assets cannot take place without the approval of the Executive Board or the general membership based upon a majority vote of such with a quorum of each required, according to the following guidelines:

- a.** Commitment / obligation of the organization's assets of two hundred and fifty dollars (\$250) may be made by the Director of the Band or Booster President without approval of the Executive Board if the obligation is against an approved budgeted item and the organization has resources to pay the obligation and is funded by the OSA account. The Executive Board will approve these expenditures monthly and formally approve their disbursement at the monthly Executive Board meetings.
- b.** No commitment / obligation of the organization's assets may be made for an amount in excess of two hundred and fifty dollars (\$250) but less than one thousand dollars (\$1,000.00) without the approval of the Executive Board. Commitment / obligation must be approved by Executive Board prior to order placement.
- c.** No commitment / obligation of the organization's assets will be made for an amount in excess of one thousand dollars (\$1,000.00) without the approval of the general membership. Once the commitment / obligation is approved by the general membership, the Executive Board may approve payment for the item(s).
- d.** Commitment/obligation of the organization's assets will not take place when funds are not available or when the commitment is not a part of the current approved budget.
- e.** The Executive Board shall institute such accounting measures and management practices to ensure the proper accounting and receipting of funds, and that prior to the commitment / obligation of the organization's assets, the organization has obtained the best price and value for the money spent. As such,

- For purchases at least \$250 and less than \$10,000, the request (OSA) / requisition (ISA) must be accompanied by three competitive quotes using CMCSS Vendor Justification form ISA-F007. Bids will be accepted in written, faxed or email format.
- Reimbursement of any personal expenditures on the behalf of the organization must include a valid receipt.

Section 8. All funds of the organization designated at OSA funds shall be deposited in a local banking institution designated by the Executive Board. Organization assets shall not be commingled with escrow funds.

Section 9. All disbursements of OSA funds of the organization shall be made on Band Booster checks signed by the Treasurer and co-signed by the President or Vice-President. Other necessary purchases such as online purchases will be disbursed with use of Organization Debit Card. The organization will have one debit card. Users would need to see the treasurer to sign out the debit card. The user would need to return the card within 72 hours with receipt of purchase to the treasurer. Prior to signing out the debit card, expenses should be approved by the executive board. Counter checks are prohibited. The Treasurer shall be bonded. Payment for the bond shall be made with organization fees.

Section 10. All disbursements of ISA funds of the organization shall be made on CMCSS tender as directed by BUS-P003. Disbursements of ISA funds must be requested by completing a CMCSS Purchase Order or Check Request and approved (signed) by the Treasurer or President of the organization and the Clarksville High School Principal.

Section 11. The organization's financial records shall be audited yearly in May, prior to the new Treasurer taking office. The Finance Committee will audit the books and then report their findings to the Executive Board.

Section 12. The chairperson of each fund raising activity within the organization, as well as any person receiving funds in the name of the organization, shall cause all monies so received and properly identified to be forwarded to the Treasurer for deposit.

Section 13. The Treasurer shall deposit to the credit of the organization in the appropriate ISA and / or OSA accounts all monies received, shall properly record all transactions and shall provide deposit and account statement records as directed by CMCSS policy BUS-P003

ARTICLE VIII

ELECTIONS

Section 1. A Nominating Committee shall be appointed by the President in March of each year. This committee shall present to the Executive Board at its April meeting a slate of Executive Board officers to be nominated. The slate will be presented to the membership at

the general meeting in April and voting will take place at the general membership meeting in May.

Section 2. Nominations may also be made by members of the organization. Such nominations must be in writing and filed with the Secretary not less than five (5) days prior to the annual meeting at which the officers are to be elected.

Section 3. All officers of the organization shall be elected at the annual May general membership meeting by a majority of the paid membership present via written or electronic ballot. A written ballot will not be required if only one candidate is nominated. The election results shall be distributed to the membership organization within 48 hours of election.

Section 4. The officers shall be elected for a term of one year, or until their successors are elected, and their term of office shall begin at noon on the last day of school in Clarksville, Tennessee.

Section 5. With the exception of the office of Past President, all officers shall be a family member of a student in the band during their term in office. In the event the associated student terminates their membership in the band, that officer will no longer be allowed to serve.

Section 6. The vacancy of any office prior to the annual election shall be filled by special meeting of the Executive Board. The new appointment shall serve for the remainder of the term.

Section 7. The office of Past President shall only serve a term of one year immediately exceeding the year of service as President.

Section 8. No member household shall hold more than one office within the organization at a time.

Section 9. Nothing contained in these Bylaws shall prohibit the nomination and election of two persons as “co-officers” for any office. Co-officers are encouraged for the offices of President, Vice President, Secretary and Treasurer.

Section 10. Clarksville Montgomery County School System employees are exempt from holding the office of Treasurer.

ARTICLE IX

MEETINGS

Section 1. The general membership meeting of the organization shall be held on the third Thursday of each month from August to May unless otherwise directed by the Executive Board.

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Section 2. At the May meeting the general membership shall approve an annual operating budget for the organization.

Section 3. The May meeting shall be the annual election meeting.

Section 4. Special meetings may be called by the President or the Executive Board.

Section 5. For general membership meetings, a quorum to conduct business shall be constituted by 10% of the membership.

Section 6. Written notice shall be sent to all members not less than two weeks prior to the annual election meeting. Email notification shall be considered as written notice to general membership that wishes receipt in such manner.

Section 7. Approval of the budget and the discussion of the expenditure of funds which may directly affect the band program should not be conducted without the Band Director being present, unless the Band Director consents to the discussion / decision taking place in his/her absence.

Section 8. The approved budget and goal projections shall be reviewed by the Clarksville High School Principal in May as directed by CMCSS policy BUS-P003

Section 9. Meeting minutes shall be prepared for all Executive Board, committee and general membership meetings. Said meeting minutes shall be published and distributed to membership organization and a copy filed in the school principal's office.

ARTICLE X

BYLAWS GOVERNANCE

Section 1. These bylaws can be amended at any regular general membership meeting of the organization by a two-thirds vote of those present, providing a quorum is present and providing the amendment(s) were approved in the previous month by the Executive Board for recommendation to the general membership.

Section 2. A copy of the Charter and By-Laws shall be displayed in a prominent place in the band room at all times. A copy shall also be filed in the principal's office.

Section 3. The bylaws will be reviewed annually at the end of the organization year by the outgoing Executive Board. Any prospective amendments will be presented by the outgoing Executive Board to the incoming Executive Board. The incoming Executive Board will review the amendments and present them to the membership for approval.

Section 4. The bylaws of the CLARKSVILLE WILDCAT BAND BOOSTERS, INC were amended and approved at the General Membership Meeting as of:

- April 24, 1997 – Amended and approved.
- October 24, 2007 – Amended and approved.
- May 16, 2011 – Amended and approved.
- February 24, 2015 – Amended.
- January 29, 2016 – Amended and approved.

ARTICLE XI

PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order* shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order which the organization may adopt.