

BY-LAWS
OF
SCIENCE HILL HIGH SCHOOL BAND BOOSTERS, INC.

ADOPTED FEBRUARY 7, 2008 BY A VOTE OF THE GENERAL MEMBERSHIP

ARTICLE I: TITLE AND FISCAL YEAR

Section 1. The name of this organization is Science Hill High School Band Boosters, Inc.

Section 2. The fiscal year shall begin at 12:01 a.m. on the first day of July and end at 12:00 midnight on the last day of June.

ARTICLE II: OBJECT AND PURPOSE

Section 1. The object and purpose of this corporation shall be:

(a) To provide for the needs of the Science Hill High School Band Program, not already supplied by the Johnson City School System. The corporation shall seek neither to direct the administrative activities of the band nor control its policies.

(b) To foster, conduct, and coordinate the activities of the Corporation and cooperate with the Band Director and other school authorities in matters of education, recreation and the support of the needs and activities of the Science Hill High School Band Program.

Section 2. This Corporation shall not contemplate pecuniary gain or profit or the distribution or profits or dividends to the members thereof.

Section 3. No member of the Corporation shall be liable for any of the debts of the Corporation, except as such member may personally endorse or guarantee such debt of the Corporation.

ARTICLE III: MEMBERSHIP

Section 1. All parents or guardians of current Science Hill High School Band students will be active members of the Corporation.

Section 2. The Corporation may from time to time grant non-voting Membership to interested persons who are not parents or guardians of Science Hill High School Band Students, as well as to Alumni or Corporations. These members will not have voting or Board privileges.

Section 3. All active members shall be responsible for all duties assigned to them by the Officers of the Corporation and will be expected to assist in carrying out the work of the Corporation in a satisfactory manner.

ARTICLE IV: BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of not less than five (5) nor more than nine (9) members. With the exception of the Band Director, the Board shall be elected by a majority of the members of the Corporation present at the election meeting.

Section 2. Members of the Board shall be the officers of the Corporation as described in Article V of this instrument. The Band Director shall be an ex-officio member with full privileges of the floor.

Section 3. Each member of the board shall have one vote.

Section 4. The Board shall have the power and duty to recommend to the membership at a general meeting, the establishment of policy and control of the operation of the Corporation through the President and other Board members.

Section 5. Term of office of Directors: The Board of Directors shall hold office for a period of one (1) year coinciding with the fiscal year. No office shall be held by any member or co-member for more than two (2) consecutive years. The newly selected and constituted Board of Directors shall be elected at the April meeting of the membership.

Section 6. In the event an officer's student withdraws from the band program, the Board member may continue in their position with Board approval or may resign if they so choose.

Section 7. Vacancies in office during the year may be filled by the Board. An office may be declared vacant by the Board following repeated absences of the office holder. Three (3) absences from Board/membership meetings are considered adequate grounds for replacement.

ARTICLE V: OFFICERS

Section 1. The elected officers of the Corporation shall be President (or Co-Presidents), Vice-President (or Co-Vice-Presidents), Secretary (or Co-Secretaries), and Treasurer (or Co-Treasurers). No two such offices shall be held by the same person concurrently.

Section 2. The president should have served on the Board for at least one (1) year. The President shall oversee the operation of each elected office and the committees, chair the meetings of the Board and membership, and be an ex-officio member of all committees. The Vice-President should be involved in band activities and shall serve as President Elect and assume the duties of the President after a year of apprenticeship under the President. The Secretary should have the capability of recording and maintaining accurate records of all board meetings and the results of any membership votes. The Treasurer should have a working knowledge of basic bookkeeping and accounting.

Section 3. In addition to the elected treasurer or co-treasurer, the President may appoint project treasurers from time to time, upon recommendation of the elected treasurer or co-treasurers.

Section 4. In the event the President fails to complete his or her term of office, the Vice-President/President elect shall fill the remainder of that term. In the event any other elected officer

shall fail to complete his or her term of office, the vacancy shall be filled by a special election, upon vote of the membership.

ARTICLE VI: AD HOC COMMITTEES

Committees may be established by the President as necessary to conduct the affairs of this Corporation. Committee chairmen may appoint such subcommittees as may be necessary to perform their assigned functions.

ARTICLE VII: SELECTION COMMITTEE

Section 1. The Selection Committee shall be formed for the purpose of nominating a new slate of officers. The committee shall be formed and convened in February and present the slate of officers in March with election at the April general membership meeting.

Section 2. The Vice-President of the Corporation shall serve as the committee chairperson and appoint the committee.

ARTICLE VIII: MEETINGS

Section 1. Membership meetings shall typically be held monthly during the school year beginning in September and continuing through April. The Board may choose to deviate from this schedule as deemed appropriate. A temporary change of the customary meeting, time, and/or place shall be set by the president.

Section 2. Special Meetings of the membership may be called at anytime by the President. Notice of the meeting shall be given to the membership not less than two days prior to the meeting stating the time, purpose, and place of the special meeting.

Section 3. Fifteen (15) members shall be necessary to constitute a quorum for the transaction of business at general membership meetings.

Section 4. Roberts Rules of Order should be used to conduct discussions and votes of Corporation business at general membership meetings.

Section 5. Board meetings shall be called by the President as needed.

Section 6. A majority of the Board shall be necessary to constitute a quorum for the transaction of business at meetings of the Board. Where no quorum is present any action which might properly be taken at a meeting of the Board may be taken and shall be valid if approved by the majority of the members of the Board within five (5) days after the date of such meeting or motion.

Section 7. Meetings of all committees shall be held as necessary for performance of the duties of each committee.

ARTICLE IX: RECALL

Section 1. In the event a petition asking for a recall of any officer and signed by at least one-third (1/3) of the individuals of the membership of the Corporation is delivered to any member of the Board the membership shall be notified of the recall petition prior to the next regular meeting, at which time a secret ballot vote shall be held. If the vote is affirmative by two-thirds (2/3) of the members present and voting, the officer shall be immediately recalled.

Section 2. In the event of a recall of the entire slate of officers, the Band Director as an ex-officio member of the Board shall preside over the election of a new slate of officers at the same meeting.

ARTICLE X: MISCELLANEOUS

Section 1. All books, minutes, and records of the Corporation shall be open to inspection at any reasonable time by any member.

Section 2. An audit shall be performed following completion of the fiscal year by a Certified Public Accountant. Such audit shall be performed by someone other than the Treasurer, and shall be completed within 6 months of the end of the fiscal year.

Section 3. Any expenditure over \$500 for non-budgeted items must be approved by the Board with a subsequent report to the general membership.

ARTICLE XI: AMENDMENTS

The By-Laws of this Corporation may be amended or appealed or new By-Laws adopted only at a regular meeting of the membership by the affirmative vote of two-thirds (2/3) of the members present and voting, and only after notice of proposed action shall have been given at a previous regular meeting.

END-OF-BY-LAWS