

Revised January 31, 2024

Bellbrook Music Boosters Corporation By-Laws

Revised and Approved by the Membership March 4, 2024

Revised January 31, 2024

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Bellbrook Music Boosters Corporation By-Laws

Revised January 31, 2024

ARTICLE I - NAME	4
ARTICLE II - PURPOSE	4
ARTICLE III - GENERAL MEMBERSHIP	4
ARTICLE IV - BOARD OF TRUSTEES	5
ARTICLE V - BOOSTER OFFICERS	6
ARTICLE VI - EXECUTIVE BOARD	8
ARTICLE VII - COMMITTEES	9
ARTICLE VIII - RULES OF ORDER	10
ARTICLE IX - PROPERTY AND FINANCIAL REQUIREMENTS	10
ARTICLE X - BY-LAW APPROVAL/CHANGES	12
ARTICLE XI - CALENDAR OF EVENTS	12
ARTICLE XII - TERMINATION OF THE BOOSTERS	12

Bellbrook Music Boosters Corporation By-Laws

Revised January 31, 2024

ARTICLE I - NAME

Section 1.01 Name

The name of the organization shall be known as the Bellbrook Music Boosters, Corporation as established by the Articles of Incorporation. The Bellbrook Music Boosters, Corporation shall be known as “Bellbrook Music Boosters, Corp.” for all fundraising, tax and financial purposes and is hereafter referred to as either “Booster” or “Boosters” in this document.

ARTICLE II - PURPOSE

Section 2.01 Purpose

The Boosters is an Internal Revenue Code Section 501(c)(3) nonprofit, charitable, volunteer organization (ref: Articles of Incorporation & IRS Form) whose purpose is to:

- (a) Stimulate student and community interest in, appreciation for, and support of the Bellbrook-Sugarcreek School District music program. The music program includes the following groups: marching band, symphonic band, wind ensemble, jazz band, pep band, winter percussion, winter color guard(s), choir(s), and associated auxiliary groups.
- (b) Collaborate with the Music Department and the School Board to ensure that the music departments maintains the highest possible degree of effectiveness and efficiency.
- (c) Promote the Bellbrook-Sugarcreek School District Music Program as a character building institution that meets challenges and defeats with dignity, and realizes successes with humility.
- (d) Assist the music program in activities beneficial to the future of the program, with an awareness of not encroaching on the inherent responsibility of the School District.
- (e) Provide additional support for the music program with those things that are not provided through the School District. Examples may include, but are not limited to, such things as additional staff, banquets, awards, props, and travel expenses.
- (f) Administer a Needs-Based Scholarship Program as requested and available.
- (g) Plan and carry out fundraising to support the Boosters.

ARTICLE III - GENERAL MEMBERSHIP

Section 3.01 - Membership

Membership in this organization is open to anyone who supports the Bellbrook Music Program. Parents of students enrolled in Music Programs are automatically entered into the membership database; extended family members or others interested in membership should contact a board member of the Executive Board to ensure inclusion in the membership database and receive communications from the Boosters.

Section 3.02 - Meetings

The regular meetings of the Boosters shall be held once a month, at a time and place designated by the Booster Officers. The meeting will normally be held on the first Monday of every month at the High School band room or library.

- (a) The President and/or Executive Board may cancel the regular meetings as needed (i.e. weather, no-shows, etc.)

Bellbrook Music Boosters Corporation By-Laws

Revised January 31, 2024

- (b) Minutes of all General Membership meetings will be kept by the Booster Secretary and made available to the General Membership.

Section 3.03 - Voting

Each attending member of the Boosters shall have one vote at each General Membership meeting, including, but not limited to: By-Laws, electing Trustees, approving budgets, and approving large purchases outside the approved budget. In advance of voting, the General Membership will be notified no less than 7 days in advance via correspondence delivered to each member in written or electronic form.

ARTICLE IV - BOARD OF TRUSTEES

Section 4.01 - Structure

The Board of Trustees shall consist of seven trustees and two advisory positions.

- (a) Five Trustees shall be elected by the General Membership in accordance with Section 3.03 of these By-Laws. See Section 4.04 for special conditions.
- (b) At the first meetings of the Board of Trustees they shall elect a Chair from one of their own, and divide the responsibilities of the Board among the remaining four. (Ref. Policy & Procedures Handbook.)
- (c) The Music Department Director or his/her designee shall serve in a non-voting advisory role to the Board of Trustees.
- (d) The School Administration may appoint a non-voting representative to serve in an advisory role to the Board of Trustees.

Section 4.02 - Responsibilities

- (a) Act as the governing body on behalf of the General Membership according to these By-Laws concerning the operation of the Boosters.
- (b) Elect the Booster Officers nominated by the General Membership.
- (c) Review, modify and maintain the Booster By-Laws in coordination with the Vice President review committee.
- (d) Enhance the Boosters' public image.
- (e) Help implement and manage the Boosters' purpose as outlined in Article II and the Articles of Incorporation.
- (f) Hold Board of Trustee meetings as needed to conduct business of the Board of Trustees.
- (g) Coordinate reviews as necessary of the Boosters' Policies and Procedures Handbook to be presented to the Executive Board for approval.
- (h) Replace Officers during their term of office, if required. (Ref. Section 5.01)

Section 4.03 - Elections

- (a) To be eligible for election to the Board of Trustees, the person must be a Booster member, must not have another family member serving concurrently as a Trustee/Officer/Music Director/Music Teacher, and must be current with all Booster financial requirements.
- (b) Nominations from the General Membership for Trustees will be accepted in January and February with the confirmed consent of the nominee. Confirmation need not be made at the time of nomination but must be obtained prior to election.
- (c) Elections for Trustees will normally take place at the general membership meeting held in March. At all Trustee elections, the nominees receiving the greatest number of votes will serve as Trustee.

Revised January 31, 2024

Section 4.04 - Term

Trustees shall serve a two-year term beginning the April after election.. Trustees can serve consecutive terms, as long as they are re-elected. Three of the Trustees will be elected in one year with the remaining two Trustees elected in the following year, also for a two-year term, so that there is overlap in elected Trustees.

Section 4.05 - Vacancies

A Trustee may choose to resign or can be removed from the Board of Trustees (Ref. section 6.02g). The vacant position will then be filled by a special election held at the next Booster meeting following the announcement of the vacancy for the remainder of the vacated term. (Ref. Section 3.03)

Section 4.06 - Meetings

The Board of Trustees meet on an as-needed basis to conduct the business of the Trustees.

- (a) A simple majority of the Board of Trustees shall constitute a quorum,
- (b) Minutes of all meetings will be kept by a member of the Trustees and made available to the General Membership.

ARTICLE V - BOOSTER OFFICERS

Section 5.01 - Structure

Any Booster member who is willing to uphold the basic Booster policies, and subscribe to these by-laws is eligible to hold office. The officers of the Boosters consist of a President, a Vice-President, Secretary, and Treasurer.

Section 5.02 - Responsibilities

Act as the operating body to provide direction and leadership to the Boosters in accordance with these By-Laws, Article of Incorporation, and the Policies and Procedures Handbook and react quickly to facilitate/mitigate situations that arise affecting the Boosters.

- (a) The **President** shall:
 - (1) Preside over all the meetings of the Executive Board and General Membership and maintain order;
 - (2) Have supervision over the business affairs of the Boosters;
 - (3) Be the liaison between the Music Department Director and the Boosters;
 - (4) Act as judge, cast a deciding vote in case of a tie, and declare results of all elections;
 - (5) Operate by these By-Laws, and the Policies and Procedures Handbook of the Boosters;
 - (6) Put all questions and motions, when seconded, to a vote;
 - (7) Call special meetings as required and;
 - (8) Ensure audit
- (b) The **Vice President** shall:
 - (1) Perform the duties of the President in his/her absence;
 - (2) Upon resignation of the President, assume those responsibilities;
 - (3) Provide oversight and act as a conduit to the Committees;
 - (4) Coordinate a yearly review of the Booster By-Laws to be presented to the Executive Board and voted on by the General Membership and;
 - (5) Ensure the information contained on the website is current and accurate

Revised January 31, 2024

(c) The **Treasurer** shall:

- (1) Appoint and oversee a Treasury Committee, which consists of Money Depositor, Check Writer, and the Raise Right Chairperson and:
 - (i) Receive all funds due to the Boosters, and be responsible for the timely deposit of funds (Ref. Section 9.04)
 - (ii) Be responsible for ensuring Booster expenditures align with budget planning estimates, and for verifying that disbursements are paid out of appropriate sub accounts (Ref. Policy and Procedures Handbook.)
- (2) Prepare the annual budget, and any updates to that budget, in coordination with the Executive Board, Music Department Director;
- (3) Maintain detailed and accurate records of receipts, income and expenses of all Booster funds;
- (4) Prepare and present current income and expense reports at Booster meetings;
- (5) Submit a written financial report listing income, expenses and ending balances of all Booster accounts for all Executive Board meetings;
- (6) Prepare a summary of finances at the end of each calendar year, which shall be available to all Booster members; included in the report shall be an itemization of income and expenses from each fundraising activity;
- (7) Ensure that all Booster disbursements above \$100 are made by check, electronic means or credit card;
- (8) Maintain all past financial records as required by applicable laws and for the history of the Boosters and;

(d) The **Secretary** shall:

- (1) Record and maintain minutes for all Executive Board, Booster Officers, and General Membership meetings, including the names of those in attendance;
- (2) Distribute copies of meeting minutes to applicable membership through electronic means within 10 days of each meeting and provide minutes to the Vice President, after review by the President, for posting on the Boosters' website;
- (3) Confirm for the President that a quorum is present before the start of any Executive Board or Officer meeting;
- (4) Have available at each meeting a copy of the minutes of the previous two months meetings'
- (5) Maintain the official current version of the By-Laws and provide them to the Vice President for posting on the Boosters' website;
- (6) Maintain all previous minutes and Booster documents as required by applicable laws and for the history of the Boosters and;
- (7) Maintain all Conflict of Interest forms for the Executive Board and;
- (8) Book meeting space for monthly meetings;
- (9) Communicate general membership meeting dates, times and appropriate materials seven days prior to monthly meeting

Section 5.03 - Elections

(a) To become a Booster Officer the person must:

- (1) be a member of the Boosters;
- (2) not have a family member as Trustee/Officer/Music Director/Music Teacher;
- (3) Not already hold elected position in the Booster Organization (concurrently) and;

Revised January 31, 2024

- (b) The Board of Trustees shall elect the Booster Officers annually at an Executive Board or Board of Trustees meeting to be held on or after April 1 and prior to the general Membership meeting held in April.
- (c) Nominations for officers will be accepted from the General Membership in January, February, and March with the confirmed consent of the nominee. Confirmation need not be made at the time of nomination but must be obtained prior to election.
- (d) The officer nominee receiving the greatest number of votes shall be elected.

Section 5.04 - Term

Each elected officer shall hold office for a term of one year effective immediately following the election. Officers can serve consecutive terms as long as they are re-elected each year. To ease the financial transition, the out-going treasurer will serve as the assistant treasurer for up to 30 days after election of a new treasurer and shall have all the rights and responsibilities of treasurer as needed.

Section 5.05 - Vacancies

Should the office of President become vacant, it shall be filled by the Vice President. All other Officer vacancies will be filled by a special election held at the next meeting of the Executive Board following the announcement of the vacancy, giving the General Membership no less than 7 days to provide nominations for the vacated position.

Section 5.06 - Meetings

The Booster Officers meet on an as-needed basis to conduct the business of the Boosters.

- (a) The President or Vice President and a simple majority of the Booster Officers shall constitute a quorum; required for all meetings.
- (b) Minutes of all meetings will be kept by the Boosters Secretary and made available to the General Membership.
- (c) At each meeting of the Booster Officers all questions, business, and motions that are brought and seconded before the meeting shall be entertained and be approved or declined by the vote of a majority of the persons present.

ARTICLE VI - EXECUTIVE BOARD

Section 6.01 - Structure

The Executive Board shall consist of the Board of Trustees and Booster Officers. The Music Department Director or his/her designee, as well as the School designee shall serve in an advisory role to the Executive Board.

Section 6.02 - Responsibilities

- (a) Work as a cohesive group to assist the Music Department in providing the students the best music program possible within the structure of the Articles of Incorporation, By-Laws, Policies and Procedures Handbook and financial means of the Boosters.
- (b) Keep the General Membership informed and up-to-date on actions taken by the Executive Board.
- (c) Prepare and approve an annual budget in coordination with the Treasurer and Music Department Director. Once approved, the budget will be presented to the membership at the next scheduled regular meeting for a vote. Budgeted expenditures are understood to be expected costs.

Bellbrook Music Boosters Corporation By-Laws

Revised January 31, 2024

- (d) Approve non-budgeted items for urgent matters; present to the General Membership for ratification at the next scheduled General Boosters meeting.
- (e) Secure the fidelity of the Booster President, Treasurer, Check Writer, Money Depositor, and Scrip Chairperson with the appropriate insurance or bonding.
- (f) Maintain confidentiality on all matters required to preserve the sanctity of those involved. Any Board Member who violates confidentiality will be removed from their positions, except where required by law.
- (g) Remove Executive Board members, with or without cause, by a two-thirds vote of the full Executive Board.

Section 6.03 - Meetings

The Executive Board shall meet on a monthly or as-needed basis to determine policies and transact the business of the organization.

- (a) The President or Vice President and a simple majority of the Executive Board shall constitute a quorum; required for all Executive Board meetings.
- (b) All Executive Board meetings shall be open to the General Membership, but portions of a meeting may be closed where confidentiality is a concern.
- (c) Minutes of all Executive Board meetings will be kept by the Boosters Secretary and made available to the General Membership.
- (d) At each regular and special meeting of the Executive Board all questions, business, and motions which are brought and seconded before the meeting shall be entertained and be approved or declined by the vote of a majority of the persons present.

Section 6.04 - Conflict of Interest

Each member of the Executive Board is required to annually confirm consent with the Conflict of Interest Policy by filling out the Conflict of Interest Form (Ref. Policy and Procedures Handbook).

ARTICLE VII - COMMITTEES

Section 7.01 - Structure

Committees may be formed or disbanded by the Executive Board as required to meet the needs of the Boosters. All Committee Chairpersons will be a volunteer Booster Member who is interested in furthering the purpose of the Boosters.

Section 7.02 - Responsibilities

The Committee Chairpersons are responsible for monitoring and adhering to their designated budgetary expense limit. The responsibilities for each standing committee will be provided in detail in the Booster Policies and Procedures Handbook. The Committee Chairperson is expected to provide a status or annual report as requested by the President.

Section 7.03 - Appointment

All Committee Chairpersons shall be approved by the Executive Board.

Section 7.04 - Meetings

The Committee Chairpersons will meet with the Executive Board as needed and attend General Membership meetings accordingly.

Revised January 31, 2024

ARTICLE VIII - RULES OF ORDER

Section 8.01

The rules contained in Robert's Rules of Order Newly Revised, 11th edition shall govern all meetings in cases not otherwise outlined in these By-Laws:

- (a) Attendance will be tracked for all Executive Board, Board of Trustee, Booster Officer, and General Membership meetings and recorded in the respective meeting minutes.
- (b) Minutes from previous Executive Board, Board of Trustees, Booster Officers, and General Membership meetings will be distributed to the applicable membership following the meeting for reading and review. The applicable membership will vote to accept the meeting minutes at the first opportunity in which that membership is present in the meeting, and the approved minutes will be recorded. Meeting minutes will not be read at meetings except as needed for clarification.

ARTICLE IX - PROPERTY AND FINANCIAL REQUIREMENTS

Section 9.01 - Funding

The funds of the Boosters shall consist of monies received from any fund raising projects and donations. The fiscal year of the Boosters shall be the same as the calendar year (Jan 1 - Dec 31).

Section 9.02 - Budget

An annual budget will be prepared by the Treasurer in coordination with the Executive Board and Music Department Director and approved before the end of the calendar year (Dec). The budget shall be reviewed in May and approved in July for any adjustments prior to the start of the marching band season.

Section 9.03 - Expenses

- (a) Approved Budget Items: Booster Officers or Committee Chairpersons may make purchases or commitments up to \$1,000 for items or services specifically identified within their function of the annual budget; if over \$1,000, written or electronic approval from the Treasurer must be received. In order to assure accountability for all spending by the Boosters, each Committee Chairperson will be responsible for adhering to the amount allocated to their function in the annual budget.
- (b) Non-Budgeted Items: To purchase a non-budgeted item or capital purchase, a request must be approved by the Executive Board. Once this approval has been granted, in writing or email, the purchase can be made with the Treasurer handling the transaction (Ref 6.02d).

Section 9.04 - Deposits

All monies of the Booster shall be deposited in the name of the Bellbrook Music Boosters, Corporation.

- (a) Deposits will be made in a depository institution insured by the Federal Deposit Insurance Corporation (FDIC), as approved by the Executive Board.
- (b) All monies shall be counted and deposited in a timely manner. (Ref. Policy and Procedures Handbook).

Revised January 31, 2024

Section 9.05 - Payments/Reimbursements

All purchases must be approved by the Committee Chairperson for which budget line it is submitted and then submitted to the Treasurer for payment or reimbursement. If the purchase request exceeds the allocated amount designated by the budget, the committee head must notify the Treasurer before funds are obligated.

- (a) All bills and reimbursement requests must be accompanied by a request for payment following the format outlined in the Booster Policies and Procedures Handbook. Reimbursement requests for emergency expenses must also be submitted with a purchase order for approval. If the reimbursement is denied, an appeal may be made in person to the Executive Board.
- (b) The Treasurer may make payments for the items purchased or services rendered in the ordinary course or conducting business up to \$1,000 as long as the item or service is specifically identified in the annual budget. If over \$1,000 either the President or Vice President must approve the payment in writing. In the case that the submitter and an officer are related, approval must be from an unrelated officer (Ref. 9.03b)

Section 9.06 - Distributions

No part of the net earnings or assets of the corporation shall be used for the benefit of, or be distributable to, its members, Officers, Trustees, Music Directors or other private persons, except as stated below:

- (a) The Boosters shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II.
- (b) The Boosters provide Needs Based Scholarships as applicable (Ref. 2.01f).
- (c) The Officers are authorized to present memorials in the name of the Booster Organization.

Section 9.07 - Pass-Through

“Pass-Through” accounts will be handled by the Treasurer upon approval by the Executive Board. A Pass-Through account is used to collect for and pay for items or services not directly related to the Boosters (e.g., Middle School Band T-Shirts, Senior New York Trip). The Boosters will not cover expenses that exceed the amount collected for any Pass-Through (Ref. Policy and Procedures Handbook). Purchases will not be authorized unless approved in advance with a guarantee that money will be collected to cover such purchases in full.

Section 9.08 - Check and Balances

All monies are handled and worked by a team made up of a Treasurer, Check Writer, and Money Depositor who provide checks and balances on each other. The Executive Board shall assure that an audit of the Boosters accounts is conducted on an annual basis. Such examination should be performed prior to the Boosters filing taxes and official forms required by the state of Ohio.

Section 9.09 - Tax Exemption

In order for the Boosters to maintain Tax Exempt status, outlines in Section 501(c)(3) of the Internal Revenue Code of 1986, no substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements) an political campaign on behalf of any candidate for public office. The corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States internal revenue law).

Bellbrook Music Boosters Corporation By-Laws

Revised January 31, 2024

ARTICLE X - BY-LAW APPROVAL/CHANGES

Section 10.1

The Booster By-Laws will be approved by a majority vote of the members present at any regular meeting of the General Membership. They may also be amended by majority vote of the members present at any regular meeting, providing the proposed amendment has been duly presented to the members no less than 7 days in advance via correspondence delivered to each member in written or electronic form.

ARTICLE XI - CALENDAR OF EVENTS

Section 11.1

This list of events are intended to be main agenda items for the meetings and activities throughout the year, other agenda topics may be added based on the needs of the organization.

January	February	March	April
Board of Trustees Nominations Officer Nominations By-Laws Review	Board of Trustees Nominations Officer Nominations By-Laws to Exec. Board	By-Laws to General Membership Election of Board of Trustees Officer Nominations	Election of Officers
May	June	July	August
Begin mid-year budget review	MB Scholarships Open Revise budget as needed	Budget revisions to General Membership	
September	October	November	December
		Budget Review Winter Scholarships Open	Budget Proposal/Approval

ARTICLE XII - TERMINATION OF THE BOOSTERS

Section 12.1

Upon the dissolution of the corporation, the Executive Board shall pay or make provisions for the payment of all the liabilities of the corporation. The remaining assets of the corporation will be distributed to Bellbrook-Sugarcreek Local Schools, Bellbrook, Ohio. If such School system is longer in existence then remaining assets will be distributed to such organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as to qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States internal revenue law) as determined by the Executive Board.

Bellbrook Music Boosters Corporation By-Laws

Revised January 31, 2024

This was amended on January 31, 2024 by the Music Boosters By-Laws Committee:

//signed// *Amy Rodenroth*

Amy Rodenroth, Music Boosters, VP

Music Boosters By-Laws Review

Approved by Membership and active: February 5, 2024