

BYLAWS
Keller High School Band Boosters
Revised 2023

Article I Name and Purpose

Section 1.01. Name. The name of this organization shall be Keller High School Band Boosters, Incorporated. The address shall be P.O Box 1573 Keller, TX 76244-1573.

Section 1.02. Purpose. The organization is organized and operated for the charitable and educational purposes of the Keller High School Band program within Section 501(c)(3) of the Internal Revenue Code.

Article II Membership

Section 2.01. Qualification. All parents, guardians, or other persons with a child enrolled and attending Keller High School Band shall be considered voting members of the organization. The Principal, Fine Arts Assistant Principal, and members of the KHS Band licensed teaching staff shall be non-voting, advisory members of the organization.

Section 2.02. Rights and Responsibilities. The members shall have the right and responsibility to attend meetings and events sponsored by the organization, serve on the committees, and be nominated and elected to office. Voting members shall have the right to vote for the officers, review and approve the annual budget, and approve amendments to these bylaws.

Section 2.03. Quorum. The members present at any membership meeting of the organization, provided ten (10) or more members are present, shall constitute a quorum for the transaction of business. In the absence of a quorum the membership may not take action. In that event, any matter brought before the membership at a meeting at which quorum is not present shall be discussed and decided by the Executive Board.

Section 2.04. Meetings. There shall be at least three general meetings of the membership, including the annual meeting of the membership in April at which the officers are elected. Such additional business or special meetings may be held alone or in conjunction with an event sponsored by the organization as is determined by the Executive Board or at the request of ten (10) or more members in writing to the Executive Board.

Article III Executive Board

Section 3.01. Membership. The Executive Board shall consist of the elected officers of the organization.

Section 3.02. Authority. The affairs, activities and operation of the organization shall be managed by the Executive Board. The Executive Board shall transact necessary business during the intervals between the meetings of the membership and such other business as may be referred to it by the membership or these bylaws. It may create Standing and Special Committees, approve the plans and work of standing and special committees, prepare and submit a budget to the membership for approval, and, in general, conduct the business and activities of the organization.

Section 3.03. Meetings. The Executive Board shall meet as often as required to prepare for general membership meetings and to conduct the affairs of the organization.

Section 3.04. Quorum. A quorum of the Executive Board for the conduct of business shall consist of at least three (3) officers in attendance.

Section 3.05. Action Without a Meeting. Any action required or permitted to be taken at a meeting of the Executive Board (including amendment of these bylaws) or of any committee may be taken without a meeting if all the members of the Board or committee consent in writing to taking the action without a meeting and to approving the specific action. Such consents shall have the same force and effect as a unanimous vote of the Board or of the committee as the case may be.

Section 3.06. Participation in Meeting by Video or Audio Conference Call. Members of the Executive Board may participate in a meeting through use of video or audio software/applications or similar communications equipment, so long as members participating in such a meeting can hear one another.

Section 3.07. Reimbursement. Executive Board members shall serve without compensation with the exception that expenses incurred in the furtherance of the organization's business are allowed to be reimbursed with documentation in accordance with the organization's financial policies, and prior approval.

Article IV Officers and Their Elections

Section 4.01. Officers. The officers of this organization shall include President, First Vice President, Second Vice President of Membership, Third Vice President of Fundraising, a Secretary, a Treasurer and such additional officer(s) as may be elected or appointed by the Executive Board from time to time.

Section 4.02. Election. A nominating committee composed of three (3) members shall be appointed in January by the current President. Two members shall be from the executive committee and one from the general membership. The committee shall begin seeking nominees in February of the year in which the candidates will be elected and develop a slate of candidates. The candidates shall be announced to the membership as soon as possible. Additional nominees may be solicited from the floor on the day of the election. Only those who have consented to serve shall be eligible for nomination, either by the committee or from the floor. Officers shall be elected at the April meeting of the organization by the members present. Officers shall meet within 15 days of election to appoint chairpersons for committees. Officers, except for the Treasurer, shall assume their official duties on May 1. The Treasurer shall take office on July 1, coinciding with the beginning of the fiscal year.

Section 4.03. Term. Officers shall serve a one-year term. Officers may be elected for up to two consecutive terms in the same office.

Section 4.04. Vacancies. A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the remaining members of the Executive Board.

Section 4.05. Restrictions. Employees of Keller ISD or KISD School Board Trustees are unable to hold office in this organization.

Article V Duties of Officers

Section 5.01. President. The President shall be the principal executive officer of the organization and, subject to the control of the Executive Board, shall in general support and coordinate all of the activities of the organization. The President shall be a member of the Executive Board and, when present, shall preside at all meetings of the Executive Board and all meetings of the membership. The President shall vote only in the case of a tie in a vote of the Executive Board or the membership. The President shall serve as liaison between the Boosters, the band directors, the school staff, and the Keller Band program. The President and the Executive Board shall select and appoint the chairpersons of all Standing and Special Committees and shall be an ex-officio member of all committees of the organization.

Section 5.02. First Vice-President. The First Vice-President shall act as a governing partner with the President in all activities, and shall work to increase the active participation in Booster activities, in order to foster positive succession in leadership. The First Vice-President shall be a member of the Executive

Board and, in the absence of the President, shall perform the duties of the President. The First Vice-President shall perform such other duties as are assigned by the President or the Executive Board.

Section 5.03. Second Vice-President of Membership. The Second Vice-President of Membership shall act as Chairperson of the Membership Committee, shall be a member of the Executive Board and, in the absence of the President and the First Vice-President, shall perform the duties of the President. This Vice-President shall coordinate the annual Membership Drive of the organization.

Section 5.04. Third Vice-President of Fundraising. The Third Vice-President of Fundraising shall act as Chairperson of the Fundraising Committee, and shall, in the absence of the President, First Vice-President, and Second Vice-President, perform the duties of the President. The Fundraising Committee consists of chairpersons of any Boosters activity that functions as a fundraiser.

Section 5.05. Secretary. The Secretary shall be a member of the Executive Board. The Secretary shall keep the minutes of the proceedings of the membership and the Executive Board, shall see that all notices are duly given in accordance with these Bylaws, shall be responsible for the publishing of meeting minutes, shall manage and keep an accurate tally of the member records and, in general, perform all duties of the office of Secretary and such other duties as may be assigned by the President or the Executive Board.

Section 5.06. Treasurer. The Treasurer shall be a member of the Executive Board. The Treasurer is the authorized custodian to have oversight of all funds of the organization in accordance with the organization's financial policies. The Treasurer will organize, document, and record all financial activities. The Treasurer will be diligent and conscientious in ensuring all funds are received and spent in accordance with the organization's tax-exempt purpose, bylaws and budget. The financial records belong to the organization and must be available to the other officers and members upon request.

The Treasurer shall:

- Prepare an annual budget for review and approval by the members.
- Ensure that numbered receipts are provided for cash received by the organization.
- Ensure that all funds are timely deposited in the organization's authorized bank account(s).
- Ensure that payments and disbursements are authorized by approved budget, or an amendment to the budget.
- Present a written financial report (including income and expenditures and comparing budgeted amounts to actual year-to-date amounts), at each General Membership Meeting of the membership and at other times as requested by the Executive Board.
- See that an annual financial review or audit, as appropriate based on budget size, is conducted and presented to the Executive Board, General Membership, and other stakeholders.

Article VI Appointed Committee Chairpersons

Section 6.01. Committee Chairpersons. These Appointed positions and Standing Committee Chairs shall be appointed by the Executive Board. The Executive Board may create and delete standing committees as needed, and approve the plans of the committees. These committee chairs are required to attend Booster Board and General meetings, and count toward quorum.

Section 6.02. Parliamentarian. The Parliamentarian shall be appointed by the President. The Parliamentarian shall act as a facilitator for bylaws, consultant to manage meetings, and mentor for members on parliamentary procedure. The Parliamentarian shall interpret to the membership any questions of procedure not specifically stated in the Bylaws, using as authority Robert's Rules of Order Newly Revised.

Section 6.03. Historian. The Historian shall be appointed by the Executive Board. The Historian shall record and document events, achievements, and activities of the Keller High School Band by creating the annual photobook and managing the budget, advertising, sales and distribution thereof.

Section 6.04. Hospitality. The Chair of the Hospitality Committee shall be appointed by the Executive Board. The Chair shall be responsible for managing the associated budget. The committee shall provide for the feeding of the Band and provide the hospitality needs of the program as requested.

Section 6.05. Volunteers. The Chair of the Volunteer Committee shall be appointed by the Executive Board. The Chair shall be responsible for recruiting, training and scheduling volunteers as requested. The Volunteer Chair is responsible for working with the Executive Board and the Directors to award the KHS Band Boosters Gail McEnroe Volunteer Service Award at a concert in the spring semester. This honor is awarded as determined by the committee, not necessarily annually.

Section 6.06. Communications. The Chair of the Communications Committee shall be appointed by the Executive Board. The Chair shall be responsible for editing and distributing the Booster newsletter and maintaining the Band Boosters website, www.kellerhighband.org.

Section 6.07. Social Media. The Social Media Chair shall be appointed by the Executive Board, with input from the band directors. The Chair shall be responsible for managing social media accounts of the KHS Band Boosters and KHS Band.

Section 6.08. Spirit Wear. The Chair of the Spirit Wear Committee shall be appointed by the Executive Board. The Chair shall be responsible for managing the budget, design, advertising, sales and distribution of all KHS Band spirit wear and promotional items.

Section 6.09. Colorguard. The Colorguard Liaison shall be appointed by the Executive Board. The Liaison shall be responsible for supporting Colorguard activities, including Winter Guard, in conjunction with the Colorguard Director.

Section 6.10. Percussion. The Percussion Liaison shall be appointed by the Executive Board. The Liaison shall be responsible for supporting Percussion activities, including Indoor Percussion, in conjunction with the Percussion Director.

Section 6.11. Concessions. The Chair of the Concessions Committee shall be appointed by the Executive Board. The Chair shall manage the budget, inventory and sales of concessions during home athletic events and other events as requested.

Section 6.12. Mentor Parent. The Mentor Parent Chair recruits and manages volunteers to assist in sharing information specific to sections. This Chair shares information with the section Mentor Parents, answers questions from band families, and helps band families feel connected to the program. If no Chair is appointed, the 1st Vice President is the contact for Mentor Parent volunteers.

Section 6.13. Senior Events. The Chair of the Senior Events Committee shall be appointed by the Executive Board. The Chair shall manage the budget and plan for Band Senior Night, Senior Scholarships, supporting Senior Recognition at Banquet, and other projects as requested.

Section 6.14. Past President. The Past President position is held by the previous year's outgoing President. This position is not always filled due to the previous year's President not being able to fulfill the duties due to graduation or other reasons. This position serves as an advisor to the current board, as needed. This position does not vote and does not count in quorum.

Section 6.15. Special Projects. The Chairs of Special Projects Committees shall be appointed by the Executive Board. The Executive Board may create and delete special projects committees as needed, and approve the plans of the committees. These committee chairs are not required to attend board meetings unless they need to share information, and they do not count in quorum. These committees support projects that occur annually and may include:

Fundraising:

- **Marchathon.** This Chair and Committee plans and executes the annual Marchathon fundraiser.
- **Phoneathon.** This Chair and Committee plans and executes the Phonathon fundraiser.
- **Corporate Sponsors.** This Chair works with the Vice-President Membership and Vice-President Fundraising to help meet fundraising goals by recruiting corporate sponsors.

- **Golf Tournament.** This Chair and Committee shall plan and execute the annual Fundraising Golf Tournament. The Chair shall be responsible for managing the associated budget.
- **Mulch Sales.** This Chair and Committee plans and executes the annual mulch sale fundraiser.
- **Spirit Nights.** This Chair works with local businesses to schedule fundraising opportunities and works with the Communications Chair to promote the events.
- **Benefit Concert.** This Chair and Committee plans and executes the annual Benefit Concert Fundraiser. The Chair shall be responsible for managing the associated budget.

Student Services:

- **Band Camp.** This Chair and Committee supports the needs of students during Band Camp, beginning in July. The Chair recruits volunteers and provides comfort measures for students in the heat.
- **Marching Season Water.** This Chair and Committee supports the hydration needs of students during marching season.
- **Special Diets.** This Chair works with the Hospitality Chair to manage meals for students with special dietary needs.
- **Uniforms.** This Chair recruits and manages volunteers who help distribute marching uniforms, maintain/wash marching uniforms, and organize and distribute band tuxedos.

Events:

- **Band Banquet.** This Chair and Committee plans and executes the annual Band Banquet. The Chair shall be responsible for managing the associated budget.
- **NTCA.** This Chair and Committee plans and executes the North Texas Colorguard Association competition event hosted by Keller High School Band. The Chair shall be responsible for managing the associated budget for this fundraiser.

Marching Program:

- **Props.** This Chair and Committee supports the prop needs of the marching show.
- **After Game Parent:** This Chair recruits and manages volunteers who stay on campus until students are picked up from band activities like games and competitions.
- **Bench Covers.** This Chair recruits and manages volunteers who place band bench covers for stadium events, as needed.
- **Bus Chaperone-Football Games.** This Chair recruits and manages volunteers who travel on buses to football games.
- **Bus Chaperone-Competitions.** This Chair recruits and manages volunteers who travel on buses to competitions.
- **Percussion Truck.** This Chair recruits and manages volunteers who support the needs of the percussion truck loading and unloading.
- **Announcer.** This volunteer works with the band directors to announce the band at football games. (Director recruited and appointed.)
- **Golf Cart.** This Chair is responsible for maintaining the KHS Band Boosters Golf Cart, including trailering the cart to band competitions as requested.
- **Photography.** This Chair recruits, trains and schedules volunteers who are the designated photographers of the KHS Band.

Section 6.16. Special Committees. There shall be the following special committees appointed by the Executive Board annually: Nominating, Bylaws, and Auditing.

- **Nominating.** A Nominating Committee of three (3) members shall be appointed in January by the Executive Board. Two (2) members shall be from the Executive Committee and one (1) from the general membership. The Band Director or his/her representative shall act as a liaison in helping this committee.

- **Bylaws.** A Bylaws Committee of three (3) members, including the Parliamentarian, shall be appointed annually by the Executive Board. The committee shall determine any updates to the organization's bylaws.
- **Auditing.** An Auditing Committee shall consist of two (2) or more Executive Board or voting members of the organization who are not involved in the routine handling of the organization's finances, including not having signature authority on bank accounts or approval authority over disbursements.

Article VII Finances

Section 7.01. Budget. The Executive Board shall present to the membership at the first regular meeting of the membership after the officers have been elected, or as soon thereafter as practicable, a budget of anticipated revenue and expenses for the year. This budget shall be used to guide the activities of the organization during the year, including serving as approval for anticipated expenditures. Any substantial deviation from the budget must be approved in advance by the membership.

Section 7.02. Obligations. The Executive Board may authorize any officer or officers to enter into contracts or agreements for the purchase of materials or services on behalf of the organization. All contracts entered into with KHS Band Boosters shall be reviewed by at least two Executive Board members before being signed by the President or the designated agent.

Section 7.03. Loans. No loans shall be made by the organization to its officers or members.

Section 7.04. Checks. All checks, drafts, or other orders for the payment of money on behalf of the organization shall be signed by the Treasurer or by any other person as authorized in writing by the Executive Board.

Section 7.05. Banking. The Treasurer shall ensure that all funds of the organization are timely deposited to the credit of the organization in such banks or other depositories as determined by the Executive Board. All deposits and disbursements shall be documented by a receipt, an invoice, or other written documentation. Sequentially numbered receipts shall be provided, with a copy kept, whenever cash is turned over or collected. All deposits and/or disbursements shall be made as soon as practicable upon receipt of the funds, normally daily, immediately after received and counted.

Section 7.06. Debit Cards. Debit cards are established in the name of the organization.

- The authorized users shall be the President, First Vice-President, Treasurer, Hospitality Chair, and Concessions Chair.
- Spending limits shall be established by the Treasurer.
- No cash transactions (ATM, cash back, etc.) are allowed.
- Following the purchase, the receipt is given to the Treasurer and attached to the funds request form.
- If sales tax is paid on the credit card purchase, the card user reimburses the Boosters for that expense.
- A change in signer on the checking account requires a change in signer on the debit card, and a financial reconciliation shall be performed. This also applies when fraud or misuse of the card has been discovered.
- If the card is lost or stolen, the account must be reconciled to identify any unauthorized transactions.
- No personal charging on the card by the authorized users shall be allowed.

Section 7.07. Financial Controls. The organization shall adopt appropriate financial controls to ensure the integrity of its funds. Specifically, without limitation, the organization shall maintain separation of financial controls so that, minimally:

- All expenses must be approved by the membership by way of approval of an annual budget, or amendments thereto, or be approved by separate resolution of the Executive Board;
- An officer or other person without check signing authority and designated by the Executive Board shall review and reconcile all bank statements on a monthly basis; and,
- A committee of at least two (2) persons without check signing authority shall annually audit all organizational finances.

Section 7.08. Senior Scholarships. The organization shall award annual scholarships, based on prior approved budget, to deserving graduating senior(s) who plan to continue their education at an accredited college, university or technical school. The selection of student(s) shall be made by a special committee. Payment of the scholarship funds shall be paid to the educational entity designated by the recipient. Recipients must designate funds before the provided deadline, or the funds revert to the general fund.

Section 7.09. Non-Profit Status. Notwithstanding any other provision of these articles, the organization shall not carry on any activities not permitted by an organization exempt from Federal Income Tax under 501(c)(3) of the Internal Revenue Code. No part of the earnings of the organization shall be used to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the organization shall be empowered to reimburse authorized expenditures. No substantial part of the activities of the organization shall be the carrying on of propaganda, or participation in or intervention in any political campaign on behalf of or in opposition to any candidate for public office.

Section 7.10. Insurance. The Keller High School Band Boosters organization shall maintain appropriate levels of Booster Club insurance. Coverage shall be evaluated annually.

Section 7.11. Financial Report. The Treasurer shall present a financial report at each membership meeting of the organization and prepare a final report at the close of the year in accordance with the organization’s financial policies. The Executive Board shall have the report and the accounts examined annually. The financial practices and accounts shall be reviewed by an internal audit committee.

Section 7.12. Fiscal Year. The fiscal year of the organization shall be from July 1 to June 30 but may be changed by resolution of the Executive Board.

Section 7.13. Financial Record Retention. All records of the organization shall be maintained and destroyed in accordance with law, and standard record retention guidelines. Financial records shall be maintained as follows:

RECORD	HOW TO STORE	PERIOD OF TIME
Year-end Treasurer’s financial report/statement, annual Internal Financial Review Reports, IRS Form 990s	Store in corporate record book, binder, and/or cloud-based software.	At least seven (7) years Consider keeping permanently.
Bank statements, canceled checks, check registers, invoices, receipts, cash tally sheets, investment statements, and related documents	Compile and file records on a yearly basis. Store in binder or cloud-based software.	Seven (7) Years Store w/financial records. Destroy after seven years.
Treasurer’s reports (monthly)	Compile and file records on yearly basis. Store in binder or cloud-based software.	Three (3) Years Store w/ financial records. Destroy after three years.

ARTICLE VIII Conflicts of Interest

Section 8.01. Existence of Conflict, Disclosure. Directors, officers, employees and contractors of this organization should refrain from any actions or activities that impair, or appear to impair, their objectivity in the performance of their duties on behalf of the KHS Band Boosters. A conflict of interest may exist when the direct, personal, financial or other interest(s) of any director, officer, staff member or contractor competes or appears to compete with the interests of the organization. If any such conflict of interest arises the interested person shall call it to the attention of the Board for resolution. If the conflict relates to a matter requiring board action, such person shall not vote on the matter. When there is a doubt as to whether any conflict of interest exists, the matter shall be resolved by a vote of the Executive Board, excluding the person who is the subject of the possible conflict.

Section 8.02. Nonparticipation in Vote. The person having a conflict shall not participate in the final deliberation or decision regarding the matter under consideration and shall retire from the room in which the Board is meeting. However, the person may be permitted to provide the Board with any and all relevant information.

Section 8.03. Minutes of Meeting. The minutes of the meeting of the Board shall reflect that the conflict was disclosed and the interested person was not present during the final discussion or vote and did not vote on the matter.

Section 8.04. Annual Review. A copy of this conflict of interest statement shall be furnished to each director or officer, employee and/or contractor who is presently serving the Organization, or who hereafter becomes associated with the Organization. This policy shall be reviewed annually for information and guidance of directors and officers, staff members and contractors, and new officers and directors, staff members and contractors shall be advised of the policy upon undertaking the duties of their offices.

ARTICLE IX Indemnification

Every member of the Executive Board, officer or employee of the Organization may be indemnified by the Organization against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board, officer or employee in connection with any threatened, pending, or completed action, suit or proceeding to which she/he may become involved by reason of her/his being or having been a member of the Board, officer, or employee of the Organization, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of her/his duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Board approves such settlement and reimbursement as being in the best interest of the Organization. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such member of the Board, officer or employee is entitled.

ARTICLE X Amendments

These Bylaws may be amended at any regular or special meeting of the membership by a majority vote of the members present, provided that at least thirty (30) days' notice of the proposed amendments has been made to the membership, or alternatively the membership waives the required notice.