

# **CONSTITUTION AND BYLAWS OF THE RIDGE POINT BAND BOOSTERS**

## **ARTICLE I - NAME**

The name of this organization shall be the Ridge Point Band Boosters (hereinafter referred to as RPBB).

## **ARTICLE II - PURPOSE**

**SECTION 1** - The purpose of this organization is to promote and encourage the support of all functions of the Ridge Point High School Band and Color Guard (hereinafter referred to as "Band").

**SECTION 2** - This organization is organized exclusively for charitable and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code. The fiscal year of the organization shall be from May 1<sup>st</sup> to April 30<sup>th</sup> of the following year.

**SECTION 3** - The activities of the organization shall not conflict with the policies of the Fort Bend Independent School District, shall conform to UIL guidelines, and shall be sanctioned by school authorities as may be required.

**SECTION 4** - The organization shall furnish personnel to assist in functions of the Band at the request of the Band Director(s).

**SECTION 5** - The members of the organization will assist in the raising of the necessary funds for the various activities of the Band.

## **ARTICLE III - MEMBERSHIP AND FEES**

**SECTION 1** - All parents and legal guardians of Band students are general members of the organization.

**SECTION 2** - The term of membership shall be from May 1<sup>st</sup> to April 30<sup>th</sup> of the following year.

**SECTION 3** - The organization shall conduct an annual enrollment of members to coincide with its fiscal year, but may admit new members at any time.

**SECTION 4** - The voting membership of the organization shall consist of the parents and legal guardians of current Band students whose annual RPBB fees are paid in full, or are current on a payment plan, and absent any outstanding fees or encumbrances from prior years.

**SECTION 5** - Parents and legal guardians with voting rights are allowed one vote per current Band student, with a maximum of two votes per family.

**SECTION 6** - RPBB Fees will be set annually by the Executive Board.

**SECTION 7** - Parents and legal guardians of Band students whose annual RPBB Fees are paid through a scholarship and who are absent any outstanding fees or encumbrances from prior years shall be afforded all rights and privileges of a voting member.

**SECTION 8** - The lead Band Director and School Principal shall be members of the organization, but shall be exempt from paying fees or dues. They shall have the same rights and privileges of voting members.

#### **ARTICLE IV - GENERAL MEMBERSHIP MEETINGS**

**SECTION 1** - During April of each year, the organization will hold a General Membership Meeting for purposes of carrying out the business of RPBB, to include but not limited to approving the Executive Board officers and operating budget for the coming year.

**SECTION 2** - The meeting date, time and location will be published no fewer than five days prior to the General Membership Meeting being held.

**SECTION 3** - For General Membership meetings, a quorum is considered to be present when there is a quorum of the Executive Board officers plus 10 voting members from the members-at-large in attendance.

**SECTION 4** – Members shall be allowed one vote per Band student in good standing. If a member is representing more than one Band student, they shall be allowed a maximum of two votes. Members whose Band student is not in good standing shall have no vote. The Band Director and Principal shall have one (1) vote each. Only members present may cast votes. Prior to any vote, members shall sign in on a current roster of Band students in good standing. There shall be no proxy voting.

#### **ARTICLE V - EXECUTIVE BOARD**

**SECTION 1** - The Executive Board shall exist to transact necessary business between General Membership Meetings and such other business as may be referred to it by the organization, and to present reports at the regular meetings.

**SECTION 2** - Each officer of the Executive Board shall be a voting member in of the organization and whose annual RPBB fees are paid in full, or are current on a payment plan, and absent any outstanding fees or encumbrances from prior years.

**SECTION 3** - The elected officers of this organization shall be President, Vice-President, Treasurer, Assistant Treasurer, Secretary, Communications Director, Parliamentarian and two Members-at-Large.

**SECTION 4** - The lead Band Director is a non-elected voting member of the Executive Board.

**SECTION 5** - Term of office will be from May 1st through April 30th of the following year. With the exception of the lead Band Director, officers may be elected to the same office for no more than two consecutive years. The lead Band Director may hold his position on the Executive Board indefinitely.

**SECTION 6** - All officers are volunteers and none are paid any compensation for service performed. As such, no officer shall incur any personal liability as a result of serving on the Executive Board.

**SECTION 7** - Regular meetings of the Executive Board shall be held monthly during the academic school year with the meeting date, time and location to be published no fewer than five days prior to the meeting being held.

**SECTION 8** - Additional meetings may be held at the discretion of the lead Band Director and the President with the meeting date, time and location to be published no fewer than 24 hours prior to the meeting being held.

**SECTION 9** - For Executive Board meetings, a quorum is considered to be present when at least two-thirds of the officers are in attendance.

**SECTION 10** - There shall be one (1) vote per officer. The lead Band Director shall have one (1) vote. Only those officers present may cast votes. There shall be no proxy voting.

## **ARTICLE VI - DUTIES OF OFFICERS**

**SECTION 1: PRESIDENT** - The President shall preside at all meetings of the General Membership and of the Executive Board. The President shall be an ex-officio member of all committees except the Nominating Committee and shall perform other duties usually pertaining to the office, including co-signing checks of the organization.

**SECTION 2: VICE-PRESIDENT** - The Vice-President shall coordinate fundraising and sponsorship activities for the organization, including directing any committees focused on fundraising or sponsorship. The Vice-President will act as aid to the President and perform the duties of the President in the absence of that officer. They shall oversee the progress of assigned projects and Committee Chairmen and report on such at the monthly Board meetings.

**SECTION 3: SECRETARY** - The Secretary shall keep an accurate record of the minutes of all General Membership and Executive Board meetings and submit the minutes for approval at each meeting. The minutes of each meeting shall be drafted, with the name of the person taking the minutes noted therein, and distributed to the Executive Board within 7 days of the Constitution and Bylaws of the Ridge Point Band Boosters Page 4 of 7 meeting taking place. The Secretary is responsible for all postings as may be required by these Bylaws. The Secretary shall keep a complete set of the current Constitution and Bylaws. The Secretary shall relay information of meeting dates set by the President to the Communications Director. They shall oversee the progress of assigned projects and Committee Chairmen and report on such at the monthly Board meetings.

**SECTION 4: TREASURER** - The Treasurer shall be custodian of all organization funds. All fund disbursements must be verified by the Treasurer to include a copy of original receipt(s) and accompanied by required RPBB documentation. The Treasurer shall report current financial statement at all regular meetings of the General Membership and Executive Board meetings. The Treasurer shall maintain a current member roster indicating paid memberships for voting purposes. All financial records shall be presented at the end of the year for audit purposes. The President, Treasurer, and Assistant Treasurer shall have the authority to sign checks, and any two of these signatures (representing individuals having no family relation) will be required to issue checks. The Treasurer shall secure general liability insurance for the Executive Board. They shall oversee the progress of assigned projects and Committee Chairmen and report on such at the monthly Board meetings.

**SECTION 5: ASSISTANT TREASURER** - The Assistant Treasurer shall assist the Treasurer as needed. The Assistant Treasurer shall be the custodian of the Special Trip account, if applicable, and shall make a Special Trip financial report, to include Balance Sheet and Profit & Loss Statement, at all regular meetings of the General Membership and Executive Board meetings. The Assistant Treasurer shall verify all fund disbursements to include a copy of the original receipt(s) and required RPBB documentation. The Assistant Treasurer shall be responsible for ordering band student supplies and overseeing disbursement of these items. They shall oversee the progress of assigned projects and Committee Chairmen and report on such at the monthly Board meetings.

**SECTION 6: COMMUNICATIONS DIRECTOR** - The Communications Director shall be responsible for the regular recurring communications between the Band Director(s), the Executive Board, and the General Membership. The Communications Director shall oversee the design and maintenance of the organization website, to include updating the calendar of events, posting approved meeting minutes, and any other items of mass communication. They shall oversee the progress of assigned project and Committee Chairmen and report on such at monthly Board meetings.

**SECTION 7: PARLIAMENTARIAN** - The Parliamentarian shall keep order during all General Membership and Executive Board meetings as presented in "Robert's Rules of Order". The Parliamentarian shall serve as Chairman of the Nominating Committee and they shall present the annual slate of RPBB Executive Board officer nominees to the General Membership.

**SECTION 8: MEMBER-AT-LARGE** – A Member-At-Large shall attend and participate in all Executive Board meetings. They shall oversee the progress of assigned projects and Committee Chairmen and report on such at the monthly Board meetings.

## **ARTICLE VII – ELECTION OF OFFICERS**

**SECTION 1** - The Executive Board shall approve the Nominating Committee during the February regular monthly meeting. The Nominating Committee shall present the annual slate of RPBB Executive Board officer nominees during the March regular monthly meeting. The offices of the President and Vice-President shall be filled by a current member of the Executive Board whenever possible.

**SECTION 2** - The Executive Board shall be elected by ballot during the April regular General Membership meeting. Officers shall serve a term of one year and shall remain in office until their successors are elected and qualified. The newly elected officers will be installed at the May Transitional Board meeting and take over their positions at that time.

**SECTION 3** - In the event of a vacancy in the office of President, the Vice-President shall become President, with proper title and all duties of the office for the remainder of the term in which the vacancy occurs.

**SECTION 4** - Should a vacancy occur in any other office, the President shall have the power to forthwith fill the vacancy by appointment and the person appointed should assume the title and duties of said office for the remainder of the term in which the vacancy occurs. Such action shall be read into the minutes of the regular meeting.

**SECTION 5** - By two-thirds vote of the Executive Board, an officer or chairperson may be removed from office for failure to perform duties.

## **ARTICLE VIII - STANDING AND SPECIAL COMMITTEES**

**SECTION 1** - All members of the organization shall be eligible to serve in any elected or appointed position. Individuals who are not members of the organization may be appointed to serve only upon approval by the Executive Board.

**SECTION 2** - The Executive Board may create such standing committees as it deems necessary to promote the purposes and carry on the work of the organization.

**SECTION 3** - Each standing committee shall consist of a Chairperson and at least two other members selected by the Chairperson. The term of each Chairperson shall be one year or until the selection of a successor.

**SECTION 4** - The Chairperson of each standing committee shall present a plan of work to the Executive Board for approval. No committee work shall be undertaken without the consent of the Executive Board.

**SECTION 5** - The following are established committees of the Executive Board subject to Constitution and Bylaws of the RPBB:

**SCHOLARSHIP COMMITTEE:** The Scholarship Committee is an established committee of the Executive Board. The Scholarship Committee is responsible for reviewing financial need applications submitted by current band students and assessing those against the criteria pre-approved by the Executive Board. The Treasurer is responsible for coordinating and overseeing the activities of the Scholarship Committee. The committee shall be composed of the lead Band Director, the Treasurer and one Executive Board member.

**AUDIT COMMITTEE:** The Audit Committee is an established committee of the Executive Board. The Audit Committee is responsible for reviewing the year-end financial status of the organization and all of the transactions resulting in that status. The Secretary is responsible for seating the members of the Audit Committee. The Secretary will file the required audit report with Fort Bend Independent School District and present a report of the Audit Committee findings to the Executive Board at the September meeting. The committee shall be composed of two Executive Board members and two members from the General Membership who did not hold check signing privileges during the period being audited.

**NOMINATING COMMITTEE:** The Nominating Committee is an established committee of the Executive Board. The Nominating Committee is responsible for soliciting nominations from the General Membership, vetting candidates and proposing a slate of officers for the upcoming operating year. The committee shall be composed of two Executive Board members - the Parliamentarian and another member who is not seeking reelection, two members from the General Membership, and the Band Director. The Parliamentarian shall serve as Chairman of the committee and is responsible for facilitating the open nominations of candidates.

**SECTION 6** - The President shall have the power to appoint special committees subject to the approval of the Executive Board.

**SECTION 7** - The President shall be a member ex-officio of all committees except the Nominating Committee.

#### **ARTICLE IX – INDEMNIFICATION**

Every member of RPBB may be indemnified against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board 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 or Officer or any

settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of her/his duties. Provided, however, 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 Corporation. The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights which such member of the Board is entitled.

## **ARTICLE X - DISSOLUTION**

**SECTION 1** - A resolution to dissolve the organization passed by a majority vote of the Executive Board may be presented by the Band Director to a special meeting of the General Membership provided that a notice in writing be sent to each member at least two weeks prior to such meeting. A two-thirds majority vote of those present provided that a quorum has been met shall be required to approve the resolution.

**SECTION 2** - Upon dissolution of the organization, the Executive Board shall, after making provisions for the payment of all liabilities of the organization, dispose of all non-cash assets and transfer the net cash assets to the Ridge Point High School Band Activities Fund.

## **ARTICLE XI - AMENDMENT**

This Constitution and Bylaws may be amended at any General Membership meeting of the organization by a two-thirds vote of those present provided that a quorum has been met and the amendment has been posted for review by the General Membership at least 7 working days in advance of the meeting at which the vote is taking place.

Adopted by a Resolution of the General Membership on April 3, 2018.