

By-Laws
The Hillwood High School Band Boosters

Article I – NAME AND INCORPORATION

SECTION I: The Name of this Organization shall be the Hillwood High School Band Booster, LLC. (hereinafter HHSBB) See *Articles of Incorporation of The Hillwood High School Band*.

SECTION II: The principle place of business shall be Hillwood High School, 400 Davidson Road, Nashville, Tennessee 37205.

SECTION III: The HHSBB fiscal year shall begin on July 1st and end on June 30th.

SECTION IV: The HHSBB shall operate exclusively as a charitable, tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any future Internal Revenue Law) to which contributions are tax deductible.

Article II – MISSION

The mission of the HHSBB is to support the Band Program at Hillwood High School through volunteer efforts promoting excellence in musicianship, leadership, pride, and spirit.

Article III - PURPOSE

In furtherance of its mission, the HHSBB has the following purposes:

SECTION I: To Show by example, through the administration and operation of the HHSBB, the qualities of cooperation, communication, leadership, and excellence.

SECTION II: To Organize activities of the parents of students in the Hillwood High School Band for the purpose of providing assistance, beyond that which is supplied by the Metropolitan Nashville Public Schools Board of Education or the Administration and Staff of Hillwood High School, to any program or event specifically involving the Hillwood High School Band.

SECTION III: To Disseminate information regarding the Hillwood High School Band program's activities and achievements to the HHSBB membership, school administration, school board, and the local and regional communities.

SECTION IV: To Conduct fundraising activities through student fundraisers and personal or corporate donations to offset student band fees and support the financial needs of the Hillwood High School Band program.

SECTION V: To Support the efforts of the Hillwood High School Band program through attendance at events and by meeting challenges with dignity and success with humility.

Article IV – POLICIES

SECTION I: The Hillwood High School Band Director(s) shall have the authority to return any decision of the HHSBB for revision. If after following HHSBB revisions a conflict still exists, the executive principal of Hillwood High School and/or the coordinator of visual and performing arts for Metropolitan Nashville Public Schools shall have final authority.

SECTION II: The HHSBB in recognizing the artistic goals, educational, and curricular and co-curricular endeavors, aims, missions, and pursuits of both the band program as a whole and that of the band director(s), should the Board of Directors of the HHSBB feel that the band director(s) are operating in a capacity that would otherwise diminish program integrity, endanger students, and/or create financial hardships for the HHSBB, the Board of Directors of the HHSBB reserve the right, in consultation with the executive principal of Hillwood High School and/or the coordinator of visual and performing arts for Metropolitan Nashville Public Schools to motion a request of a vote of No-Confidence. In so doing proper documentation of specific grievances must be presented in writing as well as the signatures of the entire HHSBB Board of Directors. A vote of No-Confidence must then be ratified by the entire membership at the next general HHSBB meeting. Once a vote of No-Confidence has been ratified by the membership the Board of Directors of the HHSBB has the authority to suspend its services including but not limited to volunteer support and financial services.

SECTION III: The HHSBB shall be non-commercial, non-sectarian, and non-partisan.

SECTION IV: The name of the HHSBB or the names of any members in their official capacities shall not be used in any connection with a commercial concern or with any partisan interest or for any purpose not appropriately related to promotion of the purposes of the HHSBB.

SECTION V: The HHSBB may engage in any and all other lawful activities which are - exclusively for charitable and educational purposes, including, for such purposes, making distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision(s) of any future United States Internal Revenue Law), or as the same may from time to time be amended.

SECTION VI: At no time or under any circumstances shall any of the activities of the HHSBB be directed toward or in furtherance of any activity or function which would disqualify the HHSBB from Exemption under Section 501(c)(3) of the Internal Revenue Code of 1986 or the provisions relating to Corporations Not for Profit of Tennessee Code Annotated in Section 48-601 et seq.

SECTION VII: No substantial part of the activities of the HHSBB shall be carrying on of propaganda or otherwise attempting to influence legislation. The HHSBB shall not participate in or intervene in (including the publishing or distribution of statements of) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of the by-laws, the HHSBB shall not carry on any other activities not permitted to be carried on (a) by an organization, exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Internal Revenue Law) or (b) by an organization, contributions to which are deductible under Section of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law.)

SECTION VIII: Recognizing the HHSBB mission; should the band director(s) decide that the HHSBB is operating outside its mission, in consultation with the executive principal of Hillwood High School and/or the coordinator of visual and performing arts for Metropolitan Nashville Public Schools, he or she shall have the authority to disband the HHSBB.

SECTION IX: In the event of dissolution of the HHSBB, all assets shall be liquidated as needed to satisfy any remaining debt(s). Any remaining assets shall revert to the Metropolitan Nashville Public Schools Board of Education for sole use by the Hillwood High School Band program only.

ARTICLE V - MEMBERSHIP

SECTION I: Membership in the HHSBB shall be available to any and all who are interested in the support and progress of the Hillwood High School Band program.

SECTION II: Categories of Membership include:

- A. Parent/Guardian: Parents or Guardians of current Hillwood High School Band students, whose students have no overdue fees and are band members in good standing, shall be considered voting members of the HHSBB.
- B. Alumni: Alumni of the Hillwood High School Band are non-voting members of the HHSBB.
- C. Community: Community members of the HHSBB are non-voting members of the HHSBB.
- D. Honorary: Honorary Members shall be by invitation of the HHSBB, shall be non-voting members.

SECTION III: Each parent or guardian shall have one vote.

SECTION IV: All Parents and Guardians of active band students in good standing shall be eligible to hold office.

SECTION V: Parent/Guardian Membership in the HHSBB will terminate if a member no longer has a student enrolled in the Hillwood High School Band.

SECTION VI: The Hillwood High School Band Director(s) shall be an ex-officio, non-voting member of the HHSBB.

ARTICLE VI – MEETINGS

SECTION I: Membership Meetings shall be held monthly from August through May.

- A. Meeting dates and times should be consistent and will be determined annually by the newly elected HHSBB Executive Board of Directors during the June meeting for the subsequent year.
- B. Emergency or non-scheduled meetings will require 48 hour notification by phone and electronic (e-mail) communication.

SECTION II: Members present shall constitute a quorum for the transaction of business at meetings.

SECTION III: Robert’s Rules of Order, Revised, shall govern all meetings when not inconsistent with these bylaws.

SECTION IV: Executive Board Meetings shall be held monthly from August through May.

- A. Meeting dates and times should be consistent and will be determined annually by the newly elected HHSBB Executive board during the June meeting for the subsequent year.
- B. Emergency or non-scheduled meetings will require 48 hour notification by phone and electronic (email) communication and can be requested by the President, or upon the written demand of any two (2) officers of the Executive Board or the band director(s).

SECTION V: Fifty one percent (51%) of the Board shall be necessary to constitute a quorum for the transaction of business at the meetings of the Executive Board. Where no quorum is present any action which might properly be taken at a meeting of the Executive Board may be taken and shall be valid if approved and signed by the majority of the members of the Executive Board within five (5) days after the date of such meeting, or motion.

SECTION VI: Meetings of all committees shall be held as necessary for performance of the duties of each committee.

SECTION VII: A majority vote of the members of each committee present at a regularly called meeting shall be sufficient for transactions of business recognizing that all committee actions are subject to review by the Officers and Band Director(s).

ARTICLE VII – OFFICERS

SECTION I: The Officers of the HHSBB shall be elected by a majority of the members of the HHSBB present at the regular April meeting.

SECTION II: A vacancy in any office shall be filled by an election, held at the next regular meeting upon the occurrence of such vacancy, unless all of the offices become vacant by reason of a recall. In which event, the vacancy shall be filled at the same meeting by which the vacancies were created. A vacancy exists when any officer resigns his or her office or is recalled by the members. (Recall procedures described in ARTICLE IX of these bylaws).

SECTION III: At the March General Meeting the band director(s) shall serve as a nominating committee for presentation of a slate of officers at the April General Membership Meeting.

- A. Nominations will be taken from the floor at the March HHSBB General Meeting. The band director(s) shall record each nomination. Band Director(s) shall screen candidates and will be responsible for presenting a final slate of approved candidates at the April HHSBB Executive Board of Directors meeting before the April HHSBB General meeting upon which elections would be held.
- B. Those seeking nominations must have the written endorsement(s) of both the Executive Board of Directors and the Band Director(s).
- C. The officers shall be elected at the April HHSBB General Membership Meeting through secret ballot vote.

SECTION IV: Elected Officers of the HHSBB shall consist of the following voting eight (8) offices and one (1) non-voting office:

- A. President
- B. Vice President of Ways and Means
- C. Vice President of Media and Community Relations
- D. Vice President of Transportation and Logistics
- E. Vice President of Uniform Maintenance
- F. Vice President of Student Services
- G. Secretary
- H. Treasurer
- I. Parliamentarian (non-voting member)

SECTION V: Any officer position can have co-officers (i.e. co-presidents, co-vice presidents, etc.) that share one position. Co-officers will have one vote as one office only and not two separate independent votes.

SECTION VI: Officers of the HHSBB shall serve without compensation

SECTION VII: Officers of the HHSBB shall serve from May 1st until May 30th the following year (13 months).

- A. Overlapping terms of office shall exist to facilitate efficient transfer of materials and information of elected officers.
- B. Newly elected officers shall serve as non-voting officers until June 1st at which time they will assume full positions as officers of the HHSBB.

SECTION VIII: Any Parent/Guardian member of the HHSBB shall be eligible to hold Office.

SECTION IX: No member shall hold more than one office at a time.

SECTION X: No member shall hold the same office for more than two consecutive years.

SECTION XI: Recall

- A. In the event a petition asking for a recall of any officer, signed by at least one third (1/3) of the membership of the HHSBB, is delivered to the President, or Vice-Presidents, or Secretary, the membership shall be notified of the recall petition no later than seven (7) days prior to the next regular meeting at which time a secret ballot vote shall be held. If the vote is affirmative by a majority of the members present and voting, the office shall be immediately recalled.
- B. In the event of a recall of the entire slate of officers, the Band Director, as an ex-officio member of the Executive Board, shall preside over the election of a new slate of officers at the same meeting.

ARTICLE VIII – OFFICER DUTIES

SECTION I: President

- A. The President shall serve as the official representative of the HHSBB.
- B. The President shall have supervision over all business affairs of HHSBB.
- C. The President shall maintain regular communication with the other elected officers and Band Director(s).
- D. The President shall preside at all Executive Board and General Meetings.
- E. The President shall ensure observation of and adherence to the HHSBB by-laws.
- F. The President or designee shall appoint all standing and special committees and committee chairpersons deemed necessary to execute the business and activities of the HHSBBO. All appointments are subject to approval of the executive board.
- G. The President shall serve as an ex-officio member on all committees, except the Nominating Committee.

SECTION II: Vice-President of Ways and Means

- A. The Vice-President of Ways and Means shall oversee all fundraising activities of the HHSBB.
- B. The Vice-President of Ways and Means shall bring before the Board all recommended fundraisers for approval.
- C. The Vice-President of Ways and Means shall suggest to the President members to chair individual fundraising committees.
- C. The Vice-President of Ways and Means shall, in consultation with the Treasurer, maintain accurate records of all income and expenditures for HHSBB fundraising activities.
- D. The Vice-President of Ways and Means shall in consultation with the Secretary, maintain accurate documentation for all fundraisers conducted by the HHSBB.
- E. The Vice-President of Ways and Means shall serve as acting president in the absence of the president.

SECTION III: Vice-President of Student Services

- A. The Vice President of Student Services shall provide to HHSBB an outline of responsibilities appropriate to the duties of chaperones.
- B. The Vice President of Student Services shall maintain an organized registry of all members of HHSBB who volunteer to act as chaperones.
- C. The Vice President of Student Services shall communicate with potential chaperones and shall ensure that an appropriate number of qualified chaperones are in attendance and on duty as needed for any band function.
- D. The Vice President of Student Services shall communicate with chaperones to ensure that they understand and are willing to carry out their particular duties.
- E. The Vice President of Student Services shall be responsible for maintaining, either through delegation or directly, all first-aid kits and keep accurate, up-to-date inventory on all medications and supplies.
- F. The Vice President of Student Services shall in conjunction with the secretary maintain and keep organized all member paperwork as well as maintaining the student database and all medical release and travel forms.

SECTION IV: Vice-President of Transportation and Logistics

- A. The Vice-President of Transportation and Logistics shall work with the director(s) in pre-planning all events where transportation of personnel and equipment is involved.
- B. The Vice-President of Transportation and Logistics shall be responsible for organizing a committee to assist in all facets of transportation and logistics.
- C. The Vice-President of Transportation and Logistics shall be responsible for the coordination and scheduling of all matters relating to the transportation of personnel and equipment.
- D. The Vice-President of Transportation and Logistics shall assist with the appointment of a chairperson or persons and the coordination of any committee that will serve in transportation or equipment related activities.

SECTION V: Vice-President of Media and Community Relations

- A. The Vice-President of Media and Community Relations shall be responsible for all publicity involving the Hillwood High School Band and will be responsible for reporting this information to the HHSBB and area media outlets (newspaper, television, etc.).
- B. The Vice-President of Media and Community Relations shall be responsible for writing and maintaining all press releases involving the Hillwood High School Band.
- C. The Vice-President of Media and Community Relations shall serve as the official spokesperson for the Hillwood High School Band Boosters at times deemed necessary and only upon expressed written or verbal consent of the Band Director(s) or HHSBB Board of Directors.
- D. The Vice-President of Media and Community Relations shall be responsible for organizing a committee to assist and coordinate all food preparation for hospitality functions, including but not limited to football games, contests, concerts, and other community events.

SECTION VI: Vice-President of Uniform Maintenance

- A. The Vice-President of Uniform Maintenance shall be responsible for maintaining adequate yearly written and electronic inventory of all uniforms, accessories, and apparel owned by the Hillwood Band Boosters.
- B. The Vice-President of Uniform Maintenance shall be responsible for coordinating proper measurements of students.
- C. The Vice-President of Uniform Maintenance shall be responsible for organizing a uniform committee to service all uniforms for each performance season (i.e. marching season, concert season, etc.) as needed.

SECTION VII: Secretary

- A. The Secretary shall record minutes from each general meeting including the number of those attending
- B. The Secretary shall record minutes from each Executive Board meeting and record the names of those attending
- C. The Secretary shall distribute a copy of the HHSBB meeting minutes to each Executive Board member on or before the date of each Board Meeting.
- D. The Secretary will confirm for the President that a quorum is present at each Board meeting.
- E. The Secretary shall read the minutes at all regular meetings.
- F. The Secretary shall have available at each general meeting a copy of the minutes from the previous meeting.
- G. The secretary shall keep the official, current version of the by-laws.
- H. The Secretary shall be responsible for all correspondence for the HHSBB and ensure that all members of the Executive Board are informed of all correspondences.
- I. The Secretary shall maintain accurate and complete accounts of all contracts, documents, and other records relating to the business affairs of the HHSBB.
- J. The Secretary shall maintain, in consultation with the Band Director and the Vice President of Student Services, a directory of the HHSBB membership.

- K. The Secretary shall maintain an accurate written and electronic inventory of all HHSBB owned equipment and assets.

SECTION VIII: Treasurer

- A. The Treasurer shall keep a full and accurate account of all HHSBB financial transactions.
- B. The Treasurer shall disburse funds as approved in the budget following financial procedures.
- C. The Treasurer shall make weekly deposits of collected monies in a Federally Insured Bank.
- D. The Treasurer shall file all appropriate Federal Income Tax paperwork concerning hired consultants.
- E. The Treasurer shall advise the Executive Board of any special financial problems or budget considerations.
- F. The Treasurer shall maintain accurate student account information
- G. The Treasurer shall maintain, in consultation with the Vice-President of Ways and Means, accurate fundraising account information.
- H. The Treasurer shall distribute monthly student account information.
- I. The Treasurer shall file monthly copies of financial reports with the Executive Board.
- J. The Treasurer shall provide a monthly statement for the general membership meeting.
- K. The Treasurer shall provide a weekly review of expenditures for the Director.
- L. The Treasurer shall be responsible for filing an annual IRS Form 990 for 501 c (3) organizations.
- M. The Treasurer shall be responsible for preparing and mailing all IRS Form 1099 to all applicable vendors.
- N. The Treasurer shall prepare and assist in an annual audit of all financial records for the fiscal year.

SECTION IX: Parliamentarian

- A. The Parliamentarian shall be responsible for advising and training all members on conduct of Robert's Rules of Order.
- B. The Parliamentarian shall be responsible for resolving all disputes as it pertains to the conduct of the meetings.
- C. The Parliamentarian shall keep the constitution and bylaws and shall be the enforcer of the conduct of both executive board and general membership meetings.
- D. The Parliamentarian shall be the official time keeper of any and all meetings of the HHSBB.

ARTICLE IX – EXECUTIVE BOARD OF DIRECTORS

SECTION I: The Executive Board of Directors shall be comprised of the following members: President, Vice President of Ways and Means, Vice President of Student Services, Vice President of Media and Community Relations, Vice President of Transportation and Logistics, Vice President of Uniform

Maintenance, Secretary, Treasurer, Parliamentarian, and the Band Director(s) ex-officio.

SECTION II: The HHSBB Executive Board of Directors shall be responsible for the Administrative, Logistical, and Financial affairs of the HHSBB.

SECTION III: The HHSBB Executive Board of Directors shall maintain through the office of the Treasurer accurate and complete financial records.

SECTION IV: The HHSBB Executive Board of Directors shall secure the fidelity of the treasurer by bond or otherwise.

SECTION V: The HHSBB Executive Board of Directors shall present an annual budget for approval by the HHSBB at the regularly scheduled June general membership meeting

A. All budget requests shall be submitted by the band director(s) to the HHSBB Executive Board of Directors no later than the May HHSBB Executive Board of Directors meeting.

SECTION VI: The HHSBB Executive Board of Directors shall maintain through the office of the Secretary accurate and complete accounts of all contract, documents, minutes, and other records relating to the business affairs of the HHSBB.

SECTION VII: The HHSBB Executive Board of Directors shall conduct an annual review of officer positions and duties and make any recommendations for revisions.

SECTION VIII: All HHSBB records shall be permanently maintained and archived at the Hillwood High School Band Office.

SECTION IX: The Executive Board of Directors shall maintain standing committees including but not limited to, listed by responsible office and chairmen title:

- A. Vice-President for Ways and Means
 - a. The Hillwood High School Band Fruit Sale
 - b. All fundraising
- B. Vice-President of Student Services
 - a. Chaperones
 - b. First-Aid
 - c. Band Camp
 - d. Rehearsals
 - e. Travel
- C. Vice-President of Transportation and Logistics
 - a. Front Ensemble Crew
 - b. Truck Procurement and Drivers
 - c. Performance Props
- D. Vice-President of Media and Community Relations
 - a. Advertising/Media Relations
 - b. Web Manager

- c. Phone Tree
- d. Hospitality
- E. Vice-President of Uniform Maintenance
 - a. Marching Band Uniforms
 - b. Color Guard Uniforms and Flags
 - c. Sewing Crew

ARTICLE X: FISCAL RESPONSIBILITIES

SECTION I: The Executive Board shall be accountable for the disbursement of all funds.

SECTION II: Purchases or payments in excess of \$200.00 must be pre-approved by a majority vote of the Executive Board of Directors.

SECTION III: Two (2) non-related officers must approve all HHSBB disbursements. In the event that the Band Director(s) or President or the Treasurer initiates a purchase request, a third officer must approve the expenditure. All expenditures not initiated by the band director(s) must have the approval of the entire HHSBB Executive Board of Directors and Band Director(s).

SECTION IV: All HHSBB disbursements will be made by any of the following four (4) ways: check, debit card/credit card, cash (only with proper receipt and documentation), and/or money order. All debit card/credit card usage requires pre-approval of the office of President and Treasurer.

SECTION V: If un-approved expenditures, or expenditures not deemed necessary under extenuating circumstances by the HHSBB Executive Board of Directors, are submitted for reimbursement, then the HHSBB Executive Board of Directors has the right to deny the reimbursement of such expenditures.

SECTION VI: Only the HHSBB President and/or Band Director(s) is authorized to execute contracts on behalf of the HHSBB, and only with the prior approval of a majority vote of the HHSBB Executive Board of Directors.

SECTION VII: Only the Treasurer and President (acting together not as separate parties) are authorized to establish bank accounts or other financial accounts on behalf of the HHSBB, and only with the prior approval of a majority vote of the Executive Board.

- A. All accounts established for the HHSBB must be two-signature accounts.
- B. All accounts must be properly documented at all times.

SECTION VIII: Title to all equipment and uniforms purchased by the HHSBB shall be retained by the HHSBB until such time as the membership may elect to transfer ownership to the Metropolitan Nashville Public Schools Board of Education.

SECTION IX: The Executive Board of Directors shall, through the office of the treasurer, make available monthly and annual financial summaries regarding all transactions including payments, receipts, and deposits.

SECTION X: Each May, the Executive Board of Directors shall conduct an Audit of the HHSBB financial records through the commission of an unrelated entity such as CPA or financial consultant for the purposes of making suggestions regarding operations and procedures.

SECTION XI: Student accounts will be maintained to assist boosters in defraying the costs associated with participating in band sponsored events and activities.

- A. An individual Student Account will be set up for each member of the Hillwood High School Band.
- B. These accounts will be managed by supervision of the Treasurer of the HHSBB.
- C. Student Accounts will be earned through various Hillwood High School Band Booster fundraisers.
- E. The money in a student account will be accumulated throughout the student's career in the Hillwood High School Band Program. The student's account is active during the time the student participates in band program. Moneys held in student accounts will roll over yearly until the student graduates or severs ties with the Hillwood High School Band.
- E. Hillwood High School Band members must request via email or in writing to the Executive Board of Directors to transfer the money in their student account to the General Fund of the HHSBB to pay for specific documented band purposes. Money will not be transferred unless a parent has requested it.
- F. Upon Graduation, the money can be transferred to a younger sibling that is currently enrolled in Hillwood High School Band Program. Parents of the students should notify the HHSBB Board of Directors that all monies should be transferred prior to the student's graduation. The student account will be renamed for the younger sibling.
- G. In the event that a band member is transferred to another High School, the money in the Student Account cannot be refunded but will be placed in the scholarship fund. The student will not have to pay the contract "opt out clause" and will be released from future financial obligation so long as the student account is in good standing and is up to date. It will be the responsibility of both the parent and student to contact the HHSBB Board of Directors in the event of a transfer. Notification must be made in writing. The student account must be current and any and all monies owed by students must be paid before school records are released. Failure to do so can warrant the student account being turned over to a collection agency.

H. In the event that a band member quits the program or is removed for behavioral or other reasons deemed necessary by the band director(s) or school administration, the money in the Student Account cannot be refunded but will be placed in the scholarship fund. The student will be responsible to pay the contract “opt out clause” and will be released from future financial obligation so long as the student account is in good standing and is up to date. The student account must be current and any and all monies owed by students must be paid before school records are released. Failure to do so can warrant the student account being turned over to a collection agency.

ARTICLE XI - AMENDMENTS

SECTION I: Both the HHSBB Articles of Incorporation and the HHSBB By-Laws shall govern the HHSBB. These by-laws may be amended at any meeting of the HHSBB Board of Directors by a two-thirds vote of the members present and voting, provided that notice of the proposed amendment shall have been given at the previous meeting or circulated via mail, email, or hard copy ten (10) days before the meeting. Once proposed amendment has passed a vote by the HHSBB Board of Directors it must be presented to the general membership for ratification at the next preceding meeting.