

By-laws for:



KELSO INSTRUMENTAL MUSIC BOOSTERS

Revised: September 1, 2017

ARTICLE I: NAME

This organization shall be known as Kelso Instrumental Music Boosters, and hereafter may be referred to as KIMB.

ARTICLE II: OBJECTIVES

The objective of the KIMB is to support, promote, network and fundraise for the Kelso High School Instrumental Music Programs and Winter Guard in Kelso, WA. Its purpose is solely charitable, social and educational within the meaning of the section 501(c)(3) of the Internal Revenue Code, and it shall not engage in any activity prohibited under the guidelines of the section 501(c)(3) of the Internal Revenue Code.

ARTICLE III: MEMBERSHIP

The membership of this organization shall be comprised of Kelso Instrumental Music and Winter Guard parents/guardians, board members and committee chairpersons. These members are entitled to one (1) vote.

ARTICLE IV: MEETINGS

- A. Meetings are held periodically during the Kelso School District school calendar year to coincide with particular events, meetings or seasons associated with the Kelso High School Band program. Additional meetings can be called as needed. KIMB will take all reasonable steps to announce meeting dates sufficiently ahead of time so as to allow all members to attend.
- B. Special meetings may be called at the discretion of the President or upon the request of any officer.
- C. When passing motion or proposal, a majority of members present at any given meeting shall constitute a quorum.
- D. A five-day notice shall be given to reschedule a meeting, except in the event of inclement weather, or the Music Director becomes unavailable (making band room inaccessible).
- E. If on the day of a scheduled meeting schools are closed, dismissed early or an instrumental music event conflicts, the meeting shall be postponed one week.

ARTICLE V: MANAGEMENT

- A. The affairs of this organization shall be managed by the Board of Directors. Management duties shall include, but are not be limited to:
 - 1) The development of policies for the purpose of this organization as described in Article II, including policies for the provisions of services and other activities consistent with Article II.
 - 2) The promotion of activities consistent with the purposes as stated in Article II.
 - 3) The authorization of necessary expenditures.

- B. The Board of Directors shall consist of at least four (4) but not more than eleven (11) people.

- C. Quorum of Directors:
 - 1) Unless otherwise provided in the certificate of incorporation, a majority of the entire board shall constitute a quorum for the transaction of business or any specified item of business. Each member of the board in attendance shall be entitled to one (1) vote.
 - 2) Unless otherwise required by law, the vote of a majority of the directors present at the time of the vote, if a quorum is present at such time, shall be the act of the board. Each director present shall have one (1) vote.

ARTICLE VI: OFFICERS AND BOARD MEMBERS

The officers of the Board of Directors shall consist of the following:

- A. President
- B. Vice-President
- C. Secretary
- D. Treasurer

The Board of Directors may also include, but is not limited to, the following:

- A. Assistant Treasurer
- B. Director of Fundraising
- C. Director of Membership
- D. Director of Sponsorship

ARTICLE VII: DUTIES OF THE OFFICERS

- A. President - The President shall:
- 1) Know and keep a current copy of the bylaws.
 - 2) Give proper notice of all meetings to the proper attendees.
 - 3) Have a prepared agenda for the meetings.
 - 4) Start and end all meetings of the KIMB on time and shall serve as Chairman of the Board.
 - 5) Sign official correspondence and be listed on the KIMB bank account.
 - 6) Appoint such committees as may be required for the proper operation of the organization, and maintain a current list of committees.
 - 7) Form a working relationship with school representatives.
- B. Vice- President - The Vice- President shall:
- 1) Act in the absence of the President with the same power, authority and duties.
 - 2) Be a neutral party to dissolve disputes quickly and efficiently, helping to keep the meetings on task.
 - 3) Be in charge of coordinating and overseeing fundraising activities and committees in the absence of a Director of Fundraising.
 - 4) Be in charge of committee member selections, making sure the proper forms are filled out correctly and all accounting is properly reported to the treasurer.
- C. Secretary - The Secretary shall:
- 1) Keep the records of the KIMB.
 - 2) Shall take and publish the minutes of all meetings.
 - 3) Read the minutes from the previous meeting when necessary.
 - 4) Maintain attendance records of participants at KIMB meetings and fundraising events.
 - 5) Be in charge of all correspondence, printing and mailing.
 - 6) Obtain information regarding tax-exempt status and setting up a checking account.
 - 7) Authorize who may be added or removed from the bank account.
 - 8) Maintain a binder with the following information: Minutes from the last six (6) months; committee reports; correspondence copies; a current copy of the by-laws; and attendance records.
 - 9) Ensure all appropriate state and federal filings are completed annually.

D. Treasurer - The Treasurer shall:

- 1) Receive, disburse and account for all funds of the KIMB.
- 2) Maintain records of all financial transactions.
- 3) Seek out further checking account information from local banks and credit unions.
- 4) Audit accounts at least annually by the KIMB Board of Directors or other designated reviewer, providing a complete financial report after each audit.
- 5) Provide a printed statement of finances at each meeting.
- 6) Reconcile bank statements monthly.
- 7) Submit receipts within thirty (30) days of approved purchases.
- 8) Deposit monies within seven (7) days of receipt.
- 9) Require two (2) signatures on all checks to maintain checks and balances.
- 10) Not hand out blank checks.
- 11) Exhibit the books and accounts to any director or member of the organization upon request (within 48hrs).
- 12) Maintain a ledger of all receipts and account information.
- 13) Log all check and cash transactions.
- 14) Keep a cash box for cash donations, dues etc.
- 15) Ensure all monies are verified by two people.
- 16) Prepare all appropriate annual tax filings.
- 17) Keep KIMB board apprised of outstanding student accounts status.

E. Assistant Treasurer - The Assistant Treasurer shall:

- 1) Step in during the absence or disability of the treasurer, and have the powers and functions of the Treasurer.
- 2) Obtain a working knowledge of the current accounting software in use by the KIMB.

F. Director of Fundraising - Director of Fundraising shall:

- 1) Seek prospective fundraising opportunities and coordinate events.

G. Director of Sponsorships - Director of Sponsorships shall:

- 1) Seek individuals and businesses to become sponsors of the KIMB.
- 2) Keep a record of all sponsors, current and prospective.
- 3) Oversee a committee of members to seek sponsors.

ARTICLE VII: ELECTION OF BOARD OF DIRECTORS

- A. By the end of March each year, the board will accept nominations, electronically or in person, for all positions. They shall place in nomination a number at least equal to the minimum board requirements allowed per these bylaws.
- B. By the end of April, the officers shall be elected by a majority vote of the membership by electronic or hand vote. The new officers shall take office upon completion of the school year. All officers shall hold office for one year or until their successors' shall be elected or appointed.

ARTICLE VIII: REMOVAL OR VACANCY OF OFFICE

Any officers may be removed in the following manner:

- A. Any officer may be removed by a two-thirds ($\frac{2}{3}$) vote of the Board of Directors, following a 15-day written notice to all directors indicating the reasoning for proposed removal, as well as listing the time, place and date of said meeting.
- B. Any board member may resign at any time with written notification to the current board.
- C. Upon acceptance of a resignation, or removal of board member, the board may appoint a replacement from the existing membership of the KIMB, effective immediately.

ARTICLE IX: FINANCES

- A. General:
 - 1) All checks **WILL** have two signatures.
 - 2) **No blank checks shall be allowed for any reason.**
 - 3) A budget shall be established between the KIMB Board and the Music Director(s) and/or Winter Guard Director(s) each year in May.
 - 4) Kelso Instrumental Music Booster fiscal year shall be August 1st thru July 31st.
 - 5) The president shall have the authority to approve non-budgeted expenses not to exceed \$500.00 per calendar year.
 - 6) The KIMB Board shall have the ability to grant a discretionary fund to the Music Director(s) and/or Winter Guard Director(s).

- 7) In the event a student is not paying their participation fees, the treasurer will consult with the director to develop a plan for the recovery of said funds. This plan will then be presented to the KIMB Board.
- 8) A status of the current budget and any proposed changes shall be presented at every meeting of the membership.
- 9) The Treasurer shall keep an accounting of all funds received by the KIMB and said funds shall be disbursed solely for the purpose for which this corporation is formed. No individual member shall receive any net profit or dispersal of any profits from this corporation.

B. Student Ledgers:

- 1) Any monies collected, managed or distributed by the KIMB, though it may be earmarked for individual student use, is property of the KIMB to be used in accordance with Article II.
- 2) Participation fees and other monies owed to the KIMB have priority over fees owed to Kelso ASB. Any monies collected, managed or distributed by the KIMB will go toward paying participation and equipment fees first.
- 3) Any monies collected, managed or distributed by the KIMB beyond what is owed to the KIMB shall only be transferred to Kelso ASB to cover music related fees, as established by the Music Director(s) and/or Winter Guard Director(s).
- 4) Unused monies of graduating seniors shall be transferred to the KIMB general fund, unless their parent/guardian requests a transfer to another student within the Kelso music program.
- 5) Monies will remain in a student ledger until separation from Kelso High School, or unless a parent/legal guardian requests a transfer of funds to another student.

ARTICLE X: COMMITTEES

- A. The President may appoint, at their discretion, any and all committees and committee chairmen as necessary to the operation of the KIMB.
- B. All committee chairs shall report progress of events at every meeting until the completion of the event(s). If the committee chair cannot be present at the meeting they shall find another committee person to provide the state of the event(s), or alternatively, provide a written report to the board.

ARTICLE XI: AMENDMENTS

- A. Proposed by-law changes may be made by $\frac{3}{4}$ vote of the KIMB Board of Directors.
- B. All changes to the by-laws shall be finalized by a $\frac{2}{3}$ vote of the general membership present at the next available KIMB meeting.

ARTICLE XII: DISSOLUTION

- A. The Treasurer shall keep an accounting of all funds received by the KIMB and said funds shall be disbursed solely for the purpose for which this corporation is formed. No individual member shall receive any net profit or dispersal of any profits from this corporation. If the corporation should be dissolved, all non-dispersed funds shall be turned over to the Kelso High School ASB, to be used solely for the band and/or orchestra program.
- B. In the event of dissolution, the secretary shall inform all necessary governmental agencies

Adopted by the general membership on the ____ day of _____, 20__

President

Vice President

Secretary

Treasurer