

**AMENDED AND RESTATED
CONSTITUTION AND BY-LAWS OF THE
EAST PAULDING HIGH SCHOOL BAND BOOSTERS, INC.**

CONSTITUTION

**ARTICLE I
NAME AND PURPOSE**

- Section 1 The name of this organization shall be East Paulding High School Band Boosters, Inc, referred to herein as the club and the Corporation. The principal office and place of business of the corporation shall be 3320 East Paulding Drive, Dallas, Georgia, 30157.
- Section 2 This organization is organized exclusively for charitable and educational purposes within the meaning of Internal Revenue Code, Section 501 (c)(3), or its successor statutes. The purposes of the organization are as follows:
- A. To arouse and maintain an enthusiastic interest in the various phases of the Instrumental Music Program of East Paulding High School.
 - B. To provide all possible support, moral, voluntary and financial to the Instrumental Music Program of East Paulding High School.
 - C. To cooperate with those in charge of the Instrumental Music Department and the School Administration to the end that this department shall maintain the highest possible degree of efficiency. It is expressly understood that this club will in no way interfere with the operation and administration of the band.
 - D. To build and maintain an organization of parents and persons who will help promote the general activities of the Instrumental Music Department of East Paulding High School.
- Section 3 The fiscal and budget year shall begin June 1 and end May 31, pending approval of the year-end change with the Internal Revenue Service.
- Section 4 This Corporation shall not contemplate pecuniary gain or profit or distribution of profits or dividends to the members thereof.
- Section 5 No Officer, Executive Board Member or member of this Corporation shall be liable for any of the debts of the Corporation, except as such party may personally endorse or guarantee such debt of the Corporation.

**ARTICLE II
MEMBERSHIP**

- Section 1 The membership of this club shall include any parent or guardian of a band or color guard member interested in the progress and development of the Instrumental Music Department of East Paulding High School.
- Section 2 The Executive Board may from time to time admit to membership, interested persons who are not parents or guardians of band or color guard members.

**ARTICLE III
OFFICERS**

- Section 1 The Officers of this club shall be: President, Financial Vice-President, Operations Vice-President, Secretary and Treasurer.

BY-LAWS

ARTICLE I DUTIES OF OFFICERS

- Section 1 The President shall:
- A. Preside at all meetings of the club,
 - B. Approve all committee chairpersons with concurrence of the Band Director(s), and accurately report to the Band Director and Band Booster Members the status of all committees,
 - C. Be an ex-officio member of all committees, and oversee activities of all committees,
 - D. Shall be present, or be represented, at all band activities.
- Section 2 The Financial Vice-President shall:
- A. Assume all duties of the President in his/her absence,
 - B. Act as chairperson of the Ways and Means Committee, and oversee the activities of all fund raising committees,
 - C. Ensure all committee expenditures are in accordance with the decisions of the club.
- Section 3 The Operations Vice-President shall:
- A. Assist the President in all his/her duties, and
 - B. Oversee the activities of all non-fund raising committees.
 - C. Ensure the renewals of all outside club memberships, vehicle tags, insurances, registrations, web domain name, corporate registration with the Secretary of State and other annual fees/registrations as the Executive Board directs.
- Section 4 The Secretary shall:
- A. Keep the records and minutes of all Executive Board and general meetings,
 - B. Report minutes from previous meeting,
 - C. Attend to the correspondence,
 - D. Record attendance at all meetings, and
 - E. Maintain the permanent records of the club.
- Section 5 The Treasurer shall:
- A. Keep an accurate record of all receipts and disbursements, showing each activity separately, as well as a complete record of all funds,
 - B. Give a verbal and written report at each meeting,
 - C. Prepare a permanent record copy of each monthly Treasurer's report for delivery to the Secretary, and
 - D. Prepare a financial report at the close of his/her term and to file copies of this with the Executive Board and with such other internal or external groups or individuals as the Executive Board shall direct. The annual financial report shall become a part of the permanent club records.
 - E. Meet with outside financial analyst on a bi-annual basis to review books and bank statements and/or in preparation of tax return.
- Section 2 Each officer of this club shall have one vote as a member of the Executive Board.

ARTICLE II THE EXECUTIVE BOARD

- Section 1 The Executive Board shall be composed of the Officers of the club, the Directors of the Instrumental Music Department of East Paulding High School, the immediate past President of the club and the heads of all standing committees.
- Section 2 The Executive Board shall have general supervision of the affairs of the club.

- Section 3 The Executive Board shall meet prior to the regular meeting each month to determine the business to be transacted at the regular meeting.
- Section 4 At least one Band Director or representative of the Instrumental Music Department of East Paulding High School shall be present at Executive Board and Regular meetings.
- Section 5 The Executive Board, with the Band Director's guidance, shall have responsibility for setting long-range goals, such as acquiring major equipment, replacing uniforms, planning major trips and generating community sponsorship for the East Paulding High School Band.
- Section 6 The Executive Board shall meet with the Treasurer on a bi-annual basis to review the books, bank statements and outside financial analyst report.
- Section 7 The funds of the club shall be deposited in a bank approved by the Executive Board and shall be subject to disbursement by checks signed by any two of the following:
- A. President
 - B. Treasurer
 - C. Financial Vice President
 - D. Operations Vice-President
- Section 8 All project expenditures shall be made only upon authority of the Executive Board and the Band Directors. Any fundraising contracts must be signed by the President and/or the Band Director.
- Section 9 The Executive Board shall be responsible for submitting a proposed budget, in expenditure priority order, for approval at the regular meeting in April.

ARTICLE III

STANDING COMMITTEES AND SPECIAL COMMITTEES

- Section 1 All standing committee chairpersons are responsible for attending Executive Board Meetings and General Meetings.
- Section 2 Each Standing Committee Chairperson shall have one (1) vote in Executive Board Meetings regardless of the number of Committee members attending and regardless of the number of standing committee chair positions and/or executive positions held.
- Section 3 There shall be the following Standing Committees:
- A. Ways and Means
 - B. Individual fundraisers
 - C. Major fundraisers
 - D. Community Sponsorship
 - E. Concessions
 - F. Uniform
 - G. Communication
 - H. Chaperone
 - I. Hospitality
 - J. Equipment
 - K. Color Guard
 - L. Other committees as the Executive Board shall determine and designate standing committees.
- Section 4 Definitions of standing committees:

- A. Ways and Means Committee shall consist of the Financial VP as chairperson and all fundraising chairpersons in conjunction with the Band Director and submit plans for fundraising to the club. (governed by the Financial Vice-President)
- B. Individual fundraising committee shall consist of a chairperson and any person heading up an individual fundraiser. (governed by the Financial Vice-President)
- C. Major fundraiser committee shall consist of a chairperson and all major fundraising coordinators. (governed by the Financial Vice-President)
- D. Community Sponsorship shall consist of a chairperson and at least two other persons to contact local businesses to solicit money and donations for the booster club's Partners in Marching Success. (governed by the Financial Vice-President)
- E. Concessions committee shall consist of a chairperson and at least four members. This committee is responsible for inventorying, ordering, and selling food and beverages from the concession stand and satellite locations.. The committee shall also be responsible for the cleaning and maintenance of the food service equipment and the interior of the concession stand. (governed by the Financial Vice-President)
- F. The Uniform Committee shall consist of a chairperson and at least two members who shall be responsible for an annual inventory and upkeep of the uniforms, arrange for fitting, distribution & collection of uniforms, and insure that uniform needs are brought to the attention of the Executive Board. (governed by the Operations Vice-President)
- G. Communications committee shall consist of a chairperson and at least four members who shall be responsible for a timely production of a newsletter, EPHS Band Handbook, updating the web page, and telephone messages, advertising, photography, and community and school publicity. (governed by the Operations Vice-President)
- H. The Chaperone Committee shall consist of a chairperson and three members who shall arrange for and train chaperones for all functions, maintain a current first aid kit to be carried to all activities and provide a bus list for all away functions. (governed by the Operations Vice-President)
- I. Hospitality committee shall consist of a chairperson and at least four members who shall coordinate with all events for hospitality needs. They coordinate activities such as band camp lunches, fun night at the end of band camp, meet the parent night for freshman parents, senior night, provide refreshments for general booster meetings, distribute water at home games for band members and opposing band, and organize band/awards banquet at end of year. (governed by the Operations Vice-President)
- J. Equipment committee shall consist of a chairperson and at least two other members to transport and set-up for all band functions. They are responsible for recruiting parents for the "pit-crew" and pulling the trailers. This committee also maintains equipment as needed.
- K. Color Guard shall consist of a chairperson who shall communicate guard concerns through the executive board. (governed by the Operations Vice-President)

Section 5 Special committees are set by the executive board. These committees are not part of the Executive Board and have no vote as such. Examples of special committees: specific fundraisers, audit, nominating, trip, and budget committees.

Section 6 Definitions of special committees:

- A. Nominating committee shall take nominations and make recommendations to the Executive Board for the election of officers
- B. Budget Committee shall consist of no less than five persons along with the Band Director. The Financial VP and Treasurer will be part of the committee. This committee shall submit a finalized budget to the Executive Board at the March meeting of the Executive Board for approval at the April general membership meeting.
- C. Audit Committee shall consist of at least three members to review any aspect of the club's finances. This can involve an individual fundraiser or a full audit of the booster club's finances, and shall report their findings and recommendations to the Executive Board.
- D. Other special committees as the Executive Board shall determine.

- Section 7 Committee chairpersons shall serve for one year, but may be reappointed each year.
- Section 8 The Directors of Instrumental Music of East Paulding High School shall be ex-officio members of all committees.

ARTICLE IV MEETINGS

- Section 1 The regular meetings of the club shall be held at 7:30 p.m. on the third Tuesday of each calendar month in the East Paulding High School cafeteria.
- Section 2 A special meeting of the club may be called by the President, by a majority vote of the Executive Board, or at the written request of ten (10) members submitted to the Band Director. A good faith effort must be made to provide sufficient notice of such meeting to each member and the reason for the meeting must be given. Only the particular business for which such meeting is called may be transacted.
- Section 3 The members present at any regular or special meeting shall constitute a quorum for the transaction of business.
- Section 4 The Executive Board shall meet prior to the regular monthly membership meeting to determine the business of the regular membership meeting.
- Section 5 Robert's Rules of Order, Revised, shall govern all meetings when not in conflict with these bylaws.

ARTICLE V ELECTIONS and RECALL

- Section 1 Any elected officer may be recalled with "cause" at a regular membership meeting by two thirds majority vote of the quorum as described in Article IV, Section 3. Any committee chairperson or committee member may be removed by a majority vote of the Executive Board.
- Section 2 "Cause" shall mean:
A. Conviction of a felony,
B. Knowing participation in transactions or activities, which could jeopardize a band member or booster,
C. Theft, embezzlement or commingling of the band booster's funds with the funds of any such person, or
D. Failure to fulfill the responsibilities of the job.
- Section 3 The President shall appoint a Nominating Committee by the regular February meeting each year. Nominations may be made from the floor after the report of the Nominating Committee at the March meeting.
- Section 4 Officers for the upcoming term are elected at the regular March Meeting and shall attend the April and May meetings for transition. Inductions into office will take place at the May meeting/banquet and enter into their duties.
- Section 5 Elected officers may hold the same office for no more than two consecutive terms.
- Section 6 No more than one adult member of a household may hold elected office during the same term.

Section 7 Should a vacancy in an office occur during a term, the vacancy will be filled by appointment of the Executive Board.

ARTICLE VI EARNINGS AND DISSOLUTION

Section 1 No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the Corporation 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 I, Section 2. No substantial part of the activities of the Corporation shall be the carrying on of propoganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these by-laws, the Corporation shall not carry on any other activities not permitted to be carried on by (a) an organization exempt from Federal income tax under Section 501 (c)(3) of the Internal Revenue Code, or the corresponding provision of any future federal tax code, or (b) by an association, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code, or its corresponding provision of any future federal tax code.

Section 2 In the event that East Paulding High School should be closed, and the East Paulding High School Band Boosters thereby dissolved, all assets of the corporation would be distributed to the Paulding County Board of Education for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or corresponding Section of any future federal tax code.

Section 3 Outstanding Trip Fund (account) balances, after a reasonable time period has elapsed, shall revert to the General Fund. The time period shall be determined by the Executive Committee. Any delayed expenses from said trip shall be expensed to the General Fund should they be presented after the Trip Fund has been reverted to the General Fund.

ARTICLE VII DUES AND FEES

Section 1 All outstanding student band debts must be resolved prior to issuing any refund or reimbursement.

Section 2 All outstanding student credits/rebates held in account shall be considered a donation , and are non-refundable. Said credits/rebates shall revert to the General Fund when that student graduates or leaves the EPHS Band Program.

Section 3 Outstanding credits/rebates may not be transferred, except to a sibling.

Section 4 A standard fee will be assessed on all NSF checks. After two NSF checks during a school year, all future payments shall be made by money order or cash.

ARTICLE VII MISCELLANEOUS

Section 1 Violation of any portion of these By-laws will result in arbitration hearings involving School Administration, Band Directors, involved club member and a member of the Executive Board as Specified by arbitrator (School Administration).

Section 2 Major changes in uniform design shall be considered not less than every five years and not more than every seven years, subject to joint approval of Band Director and Booster Club.

**ARTICLE VIII
AMENDMENTS**

Section 1 The Constitution and bylaws may be amended by two-third majority vote of the members present at any regular meeting, providing the amendment is not in violation of IRS Code Section 501(c)(3).

Section 2 The amendments must have been presented in writing at the preceding regular or called meeting of the club.

**AMENDMENTS TO THE BY-LAWS OF
THE EAST PAULDING HIGH SCHOOL
BAND BOOSTERS, INC.**

AMENDMENT I

All outstanding student band debts are resolved prior to refund issuances or reimbursements. *Approved and Adopted May 16, 2005*

AMENDMENT II

All outstanding student credits/rebates held in account, are considered a donation, and revert to the General Fund account when a student graduates or leaves the EPHS Band program, and is non-refundable. *Approved and Adopted May 16, 2005*

AMENDMENT III

Outstanding credits/rebates may not be transferred to another student except in the event of a sibling. *Approved and Adopted May 16, 2005*

AMENDMENT IV

Outstanding Trip Fund (account) balances, after a reasonable time period has elapsed, reverts to the General Fund account. With the understanding that any outstanding expenses that arise from said Trip Fund (account) should be expensed to the General Fund account for resolution. *Approved and Adopted May 16, 2005*

AMENDMENT V

A standard fee will be assessed on all NSF checks. After two NSF check occurrences, during a school year, future payments must be presented by money order or cash. *Approved and Adopted May 16, 2005*

**AMENDMENT TO THE BY-LAWS OF
THE EAST PAULDING HIGH SCHOOL
BAND BOOSTERS, INC.**

AMENDMENT VI

Article V, Elections and Recall, Section 5.

Elected officers may hold the same office for no more than two consecutive terms except in the event that no one is willing to accept a nomination for an executive office, in which case, the incumbent may be nominated to serve an additional one year term. *Approved and adopted April 20, 2010*