

Booster Club Bylaw Samples

Band Booster Club Example: Pages 2-10

Choir Booster Club Example: Pages 11-15

BYLAWS OF THE
XYZ AREA BAND CLUB, INC.
A NON-PROFIT CORPORATION
(Current as of 2008-2009 School Year)

ARTICLE I
OFFICES

Location

1.01 The principle office of the corporation in the State of Texas shall be located in the City of ABC, County of DEF. The corporation may have such other offices, either within or without the State of Texas, as the Board of Directors may determine or as the affairs of the corporation may require from time to time.

Registered Office and Registered Agent

1.02 The corporation shall have and continuously maintain in the State of Texas a registered office and registered agent whose office is identical with such registered office, as required by the State of Texas Non-Profit Corporation Act. The registered office may be, but need not be, identical with the principle office of the corporation in the State of Texas, and the address of the registered office may be changed from time to time by the Board of Directors.

ARTICLE II
MEMBERS

Class of Members

2.01 The corporation shall have one class of members, whether individual or family and each individual of family member shall have one vote. The corporation may also have Associate Members and Business Associate Members as directed by the Board of Directors, and such associate members shall have no voting privileges on business matters before the corporation, however they shall be afforded all other rights and privileges of membership in the corporation.

Election of members

2.02 Membership is for parents and/or guardians and band directors of students currently enrolled in the band programs at XYZ High School and its feeder schools, both Junior High and Elementary.

Voting Rights

2.03 Each member in good standing shall be entitled to one vote on each matter submitted to a vote of the members.

Termination of membership

2.04 Membership of the parent or guardian is automatically terminated upon graduation of the student from XYZ High School or withdrawal from the band program.

Resignation

2.05 Any member may resign by filing a written resignation with the Secretary.

Reinstatement

2.06 Upon written request signed by a former member and filed with the Secretary, the Board of Directors may, by the affirmative vote of two-thirds of the members of the Board, reinstatement of such former member to membership on such terms as the Board of Directors may deem appropriate.

Transfer of Membership

2.07 Membership in this corporation is not transferable or assignable.

Dues

2.08 Annual membership dues will be for the school year commencing in September and ending in August of the following year. A member is considered to be in good standing upon payment of annual membership dues. Annual family membership dues for the corporation are to be set by the Board of Directors and submitted for approval by the membership at the May meeting. For a minimum of \$10 per school year, alumni and friends of the XYZ Band may receive an Associate Membership. For a minimum of \$50 per school year, firms and corporations are encouraged to support the club activities through a Business Associate Membership. Each membership, family, associate or business will include: (1) one band student directory/calendar to be distributed at club meetings beginning with the October meeting.

ARTICLE III MEETINGS OF MEMBERS

Annual Meeting

3.01 An annual meeting of the members shall be held during the month of May in each year, beginning with the year 1968, at the hour of 7:00pm, for the purpose of electing Directors and for the transaction of other business as may come before the meeting. If the election of Directors shall not be held on the day designated for any annual meeting, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting of the members as soon thereafter as possible.

Special Meetings

3.02 Special meetings may be called by the president, the Board of Directors or not less than one-tenth of their members having voting rights.

Place of Meeting

3.03 The Board of Directors may designate any place, either within or without the State of Texas, as the place of meeting for any annual meeting or for any special meeting called by the Board of Directors. If no designation is made or if a special meeting be otherwise called, the place of meeting shall be the registered office of the corporation in the State of Texas; but if all of the members shall meet at any time and place, either within or without the State of Texas and consent to the holding of a meeting, such meeting shall be valid without call or notice and at such meeting any corporate action may be taken.

Notice of Meeting

3.04 Written, printed or verbal notice stating the place, day and hour of any meeting of members shall be delivered, either personally or by mail, to each member entitled to vote at such meeting, not less than ten days before the date of such meeting, by or at the direction of the President, or the Secretary or the officers or persons calling the meeting. In case of a special meeting or when required by statute or these bylaws, the purpose for which the meeting is called shall be stated in the notice. If mailed, the notice of the meeting shall be deemed to be delivered when deposited in the United States mail addressed to the member at his/hers address as it appears on the records of the Corporation, with postage thereon prepaid.

Informal Action by Members

3.05 Any action required by law to be taken at a meeting of the members or any action which may be taken at a meeting of the members may be taken without a meeting, if a consent in writing, setting forth the action so taken, shall be signed by all of the members entitled to vote with respect to the subject matter thereof.

Quorum

3.06 The members present shall constitute a quorum for the transaction of business in any regular meeting.

Proxies

3.07 At any meeting of members, a member entitled to vote may vote by proxy executed in writing by the member or by his/hers duly authorized attorney-in-fact. No proxy shall be valid after eleven months from the date of its execution, unless provided in the proxy.

Voting by Mail

3.08 Where directors or officers are to be elected by members or any class or classes of members such election may be conducted by mail in such manner as the Board of Directors shall determine.

Budget

3.09 An operating budget identifying fundraising projects and purposes for which the funds are being raised will be prepared by the Board of Directors and presented to the membership for approval in September of each year.

ARTICLE IV BOARD OF DIRECTORS

General Powers

4.01 The affairs of the corporation shall be managed by its Board of Directors.

Number, Tenure and Qualifications

4.02 The number of Directors shall be not less than ten (10) and may be any number greater as deemed necessary to conduct the business of the Corporation by the current Board of Directors.

Each Director shall hold office until the next annual meeting of members and until his/hers successor shall have been elected and qualified. Terms of office corresponds with fiscal year. Directors need not be residents of Texas, but all Directors must be members in good standing of corporation at time of nomination and shall maintain said membership in good standing throughout his/hers tenure.

Regular Meetings

4.03 The Board of Directors may provide by resolution the time and place, either within or without the State of Texas, for the holding of additional regular meetings of the Board without other notice than such resolution.

Special Meetings

4.04 Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call special meetings of the board may fix any place, either within or without the State of Texas, as the place for holding any special meetings of the Board called by them.

Notice

4.05 Notice of any special meeting of the Board of Directors shall be given at least one day previously thereto by written notice delivered personally or sent by mail or by telegram to each director at his address as shown by the records of the corporation, by telephone to the number of record or in person by the Secretary or other Board member. If mailed, the notice of the meeting shall be deemed to be delivered when deposited in the United States mail, with postage thereon prepaid. If notice given by telegram,, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or concerned. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the notice or waiver of notice of such meeting, unless specifically required.

Quorum

4.06 A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board, but if less than a majority, the Directors present may adjourn the meeting from time to time without further notice.

Manner of Acting

4.07 The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these Bylaws.

Vacancies

4.08 Any vacancy occurring in the Board of Directors and any directorship to be filled by

reason of an increase in the number of Directors, shall be filled by the Board of Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

Compensation

4.09 Directors as such shall not receive any stated salaries for their services.

4.10 Any action required by law to be taken at a meeting of Directors, or any action, which may be taken at a meeting of Directors, may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Directors.

ARTICLE V OFFICERS

5.01 The elected officers (President, Vice President(s), Secretary, Treasurer, Assistant Treasurer) shall not be a school district employee working in administration or at XYZ High School.

Maximum Tenure

5.02 The maximum tenure for officers including President, Vice President (s), Treasurer, Assistant Treasurer and Secretary shall be two (2) years.

Removal

5.03 Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer removed.

Vacancies

5.04 A vacancy in any office because of death, resignation, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

President

5.05 The President shall be the principal executive officer of the corporation and shall in general supervise and control all of the business and affairs of the corporation. He shall preside at all meetings of the members and of the Board of Directors. He may sign, with the Secretary and any other proper officer of the corporation authorized by the Board of Directors, any deeds, mortgages, bonds, contracts or other instruments which the Board of Directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws or by statute to some other officer or agent of the corporation; and, in general, he shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Vice President

5.06 In the absence of the President or in the event of his inability or refusal to act, the Vice President (or in the event there be more than one Vice President, the Vice Presidents in order of their election) shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions upon the President. Any Vice President shall perform such other duties as from time to time may be assigned to him by the President or Board of Directors.

Treasurer

5.07 If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board of Directors shall determine. He shall have charge and custody of and be responsible for all funds and securities of the corporation; receive and give receipts for moneys due and payable to the corporation from any source whatsoever, and deposit all such moneys in the name of the corporation in such banks, trust companies, or other depositories as shall be selected in accordance with the provision of Article VII of these Bylaws and in general perform all the duties incident to the office of Treasurer, including the disbursement of funds, and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Secretary

5.08 The Secretary shall keep the minutes of the meetings of the members and of the Board of Directors in one or more books provided for that purpose; give all notices in accordance with the provisions of these bylaws or as required by law; be custodian of the corporate records and of the seal of the corporation, and affix the seal of the corporation to all documents, the execution of which on behalf of the corporation under its seal is duly authorized in accordance with the provisions of these bylaws; keep a register of the post-office address of each member as furnished to the Secretary by the ABC Independent School District; and, in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Assistant Treasurers and Assistant Secretaries

5.09 If required by the Board of Directors, the Assistant Treasurers shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the Board of Directors shall determine. The Assistant Treasurers and Assistant Secretaries in general shall perform such duties as shall be assigned to them by the Treasurer or the Secretary or by the President or Board of Directors.

ARTICLE VI COMMITTEES

Committees of Directors

6.01 The Board of Directors, by resolution adopted by a majority of the Directors in office, may designate and appoint one or more committees, each of which shall consist of two or more

Directors, which committees, to the extent provided in said resolution shall have and exercise the authority of the Board of Directors in the management of the corporation. However, no such committee shall have the authority of the Board of Directors in reference to amending, altering or repealing the Bylaws; electing, appointing or removing any member of an such committee or any Director of officer of the corporation; amending the articles of incorporation; adopting a plan of merger or adopting a plan of consolidation with another corporation; authorizing the sale, lease, exchange or mortgage of all or substantially all of the property and assets of the corporation; authorizing the voluntary dissolution of the corporation or revoking proceedings therefore, adopting a plan for the distribution of the assets of the corporation; or amending, altering or repealing any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered or repealed by such committee. The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed on it or him by law.

Other Committees

6.02 Other committees not having and exercising the authority of the Board of Directors in the management of the corporation may be designated by a resolution adopted by a majority of the Directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be members of the corporation and the President of the corporation shall appoint the members thereof. Any members thereof may be removed by the person or persons authorized to appoint such member whenever, in their judgment, the best interests of the corporation shall be served by such removal.

Term of Office

6.03 Each member of a committee shall continue as such until the next annual meeting of the members of the corporation and until his successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease as a member thereof.

Chairman

6.04 The person or persons authorized to appoint the members thereof shall appoint one member of each committee chairman.

Vacancies

6.05 Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Quorum

6.06 Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Rules

6.07 Each committee may adopt rules for its own government not inconsistent with these

bylaws or with rules adopted by the Board of Directors.

ARTICLE VII CONTRACTS, CHECKS, DEPOSITS AND FUNDS

7.01 The Board of Directors may authorize any officer or officers, agent of agents of the corporation; in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation. Such authority may be general or confined to specific instances.

Checks and Drafts

7.02 All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors or these Bylaws. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer or an Assistant Treasurer.

Deposits

7.03 All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors may select.

Gifts

7.04 The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the corporation.

ARTICLE VIII CERTIFICATE OF MEMBERSHIP

8.01 The Board of Directors may provide for the issuance of certificates evidencing membership in the corporation, which shall be signed by the President or a Vice President, Secretary or an Assistant Secretary and shall be sealed with the seal of the corporation. All certificates evidencing membership of any class shall be consecutively numbered. The name and address of each member and the date of issuance of the certificate shall be entered on the records of the corporation. If any certificate shall become lost, mutilated or destroyed, a new certificate may be issued therefore on such terms and conditions as the Board of Directors may determine.

ARTICLE IX
BOOKS AND RECORDS

9.01 The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors and committees having any of the authority of the Board of Directors and a record giving the names and addresses of the members entitled to vote and provide same for inspection on five days' written notice at the registered or principle office.

9.02 An annual audit of the organization's financial records will be conducted prior to the end of each fiscal year by an audit committee comprised of 3 appointed members who do not have authority to sign checks.

ARTICLE X
FISCAL YEAR

10.01 The fiscal year of the corporation shall begin on the first day of July and end on the last day of June in each year.

ARTICLE XI
SEAL

11.01 The Board of Directors shall provide a corporate seal, which shall be in the form of a circle and shall have inscribed whereon the name of the corporation and the words "Corporate Seal of XYZ Area Band Club, Inc."

ARTICLE XII
WAIVER OF NOTICE

12.01 Whenever any notice is required to be given under the provision of the Texas Non-Profit Corporation Act or under the provisions of the articles of incorporation or the Bylaws of the corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XIII
AMENDMENTS TO THESE BYLAWS

13.01 These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by a majority of the Directors present at any regular meeting or at any special meeting, if at least two days' written notice is given of an intention to alter, amend or repeal these Bylaws or to adopt new Bylaws at such meeting.

High School Choir Booster Club Bylaws

Article One—Name

The name of the organization shall be **XYZ High School Choir Booster Club**.

Article Two—Purpose

The purposes of the organization are:

- (a) to support the policies set by the Board of Trustees and the Administration of the ABC Independent School District and the choral staff;
- (b) to promote parental understanding of the students' activities, opportunities, and objectives in the choral program;
- (c) to secure closer contact and communication between parents, students and the choral staff;
- (d) to foster closer ties between parents of younger students and parents of high school students;
- (e) to promote music culture in the community by fostering concert attendance and public support of choir activities, thereby rendering moral support to the students; and,
- (f) to render financial aid in areas necessary for realizing the objectives of the XYZ High School choral program.

Article Three—Restrictions

3.1 No part of the net earnings of the organization shall be used for the benefit of or be distributed to its members, directors, officers or other private persons except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in the furtherance of the purposes set forth in Article Two.

3.2 A substantial part of the activities of the organization shall not be the carrying on of propaganda. The organization shall not participate nor intervene in any political campaign on behalf of any candidate for public office, including the publishing or distribution of statements.

3.3 The booster club has no authority to direct the choir director or sponsor of a UIL event in any of his/her duties.

Article Four—Membership and Meetings

4.1 Parents of the members of the XYZ High School choirs shall become members of the organization upon their child's enrollment in the choral program and the payment of a membership fee set by the Executive Board.

4.2 Any other person with a special interest in the XYZ High School choral program may become a member of the organization upon payment of the membership fee set by the Executive Board.

4.3 A minimum of four general membership meetings shall be held annually at a time and place designated by the Executive Board.

4.4 A quorum for all general meetings of the organization shall consist of the members in attendance. A quorum for the Executive Board meetings shall consist of one over half of the members of the Executive Board.

Article Five—Officers

5.1 The officers of the organization shall consist of the choir director, a president, a vice-president of membership, a vice-president of fundraising, a vice-president of programs/hospitality, a treasurer, a secretary, a publicity/webpage chairperson, and the past president.

5.2 The report of the nominating committee shall be made at the last spring meeting and the election of officers shall take place at that same meeting. Nominations from the floor must be allowed. If there is more than one candidate for the same office, a simple majority, by a paper ballot vote of those in attendance, shall decide the election.

5.3 New officers shall take office at the last general booster meeting of the school year. No office shall be held for more than two consecutive years. If a vacancy occurs in any office, except the president it shall be filled by election of the Executive Board. If the office of the president shall become vacant, the vice-president of membership shall assume the position until such time as regular elections are held.

5.4 The president shall preside at all meetings of the Executive Board and the general membership with full voting privileges. The president shall be an ex-officio member of all committees except the nominating committee and shall assist in appointing committee chairmen to all committees not otherwise provided by these Bylaws. The president shall perform all other duties usually assigned to the office.

5.5 The vice-president membership shall assume the duties of the president at any time the president is unable to attend to the duties of the office. The vice president of membership will assist the president in the performance of the president's duties and be responsible for signing up parent booster club members, maintaining current membership records, arranging for chaperones

throughout the year, and compiling a XYZ Choir directory if the choir director chooses to do one.

5.6 The vice president of fundraising will assist the president in the performance of the president's duties when needed, help organize and oversee all fundraisers, with the directors approval, for the XYZ Choir Booster Club, and fundraisers for the choir students.

5.7 The vice president of programs/hospitality will assist the president in the performance of the president's duties when needed, chair the hospitality committee by planning and coordinating all social functions with the director, and coordinate the concert committee to ensure that programs are prepared and available for all concerts according to the directors wishes.

5.8 The treasurer shall have the care and custody of and be responsible for all funds, securities, valuable papers, and the financial records of the organization. The treasurer shall maintain the appropriate books and records of the organization. The treasurer shall make a financial report periodically, including an end of the year full financial report.

5.9 The secretary shall prepare and maintain minutes of all meetings of the membership and the executive board, give advanced notice of all meetings of the membership, conduct the correspondence of the organization, communicate important information by telephone and/or email to membership, and maintain files therein.

5.10 The publicity/webpage chairperson shall be in charge of advertising choir programs, photographing choir events, news releases to local newspapers, choir parent newsletters when necessary, and forming a committee to assist when needed. This officer is responsible for promoting a positive image of the XYZ Choir program to the public, using photographs when at all possible.

5.11 The past president shall be a member of the executive board for advice and direction when needed. The past president's attendance will not count towards making quorum for an executive board meeting.

Article Six—Executive Board

6.1 The Executive Board shall consist of the choir director, president, vice-president of membership, vice-president of fundraising, vice president of programs/hospitality, treasurer, secretary, publicity/webpage chairperson, and past president. The executive board shall be governed by a majority rule. In the event of a tie vote, the choir director will be allowed to vote.

6.2 The Executive Board shall have the power to transact all business of the organization between regular meetings of the membership and any other business not otherwise provided for in these Bylaws or delegated to a special committee. The Executive Board cannot alter or reverse any action taken by the organization as a whole.

6.3 The Executive Board shall meet as deemed necessary by the choir director and president, or any two other officers.

6.4 The Executive Board shall be empowered to expend funds in the interim if deemed necessary for the furtherance of the purposes of the organization, provided it does not negate the intentions of the general membership.

6.5 The Executive Board shall serve as the budget committee and shall present a proposed budget for approval by the general membership at the school year-end general meeting.

Article Seven—Rules of Order

The most current issue of Robert's Rules of Order shall be the authority on all questions of procedure not specifically stated in these bylaws.

Article Eight—Finances

8.1 All income of the organization shall be placed in the organization's bank account.

8.2 Expenditures shall be based on the budget submitted by the executive board and approved by the general membership. The budget may be amended by a recommendation of the executive board approved by the general membership at regular or specially called meetings. Any surplus funds may be spent by the executive board at their discretion to meet the purposes of the organization; however the carry-over should remain in the organization's account from year to year.

8.3 The treasurer's accounts shall be examined by an audit committee of three members, who after examination of the records shall sign a statement at the end of the report that the treasurer's annual report is correct. The audit committee shall be appointed by the president before the final general membership meeting of the school year. A signed statement by the audit committee shall be completed and submitted to the president at least two weeks prior to the beginning of the new school year.

Article Nine—Amendments

The Bylaws may be amended by a two-thirds vote at any regular or specially called meeting of the membership, provided that notice of the proposed amendment shall have been filed with the secretary or the organization and a copy presented at the meeting preceding the one at which it is to be considered for adoption, or a copy of the proposed amendment has been sent to the general membership prior to the meeting at which it is to be considered for adoption.

Article Ten—Dissolution

The Choir Director has absolute and complete authority to dissolve the XYZ High School Choir Booster Club. Upon dissolution of the organization, the executive board, after paying or making provision for the payment of the liabilities of the organization shall distribute all of the assets of

the organization to the XYZ High School choral program, with the intent that the assets be used to further the purposes of the organization to benefit the choir students.

We the undersigned officers of the Board, do hereby certify that the foregoing is the true and legal bylaws of the XYZ High School Choir Booster Club, ABC ISD, and that the same were amended on the 9th day of May, 2005.

Choir Director

President

VP Membership

VP Fundraising

VP Programs/Hospitality

Treasurer

Secretary

Publicity/Webpage