

# Constitution and Bylaws

## Of the

### Archer Band Booster Association, Inc.

#### ARTICLE I – Name and Purpose

##### **Section 1. Name of Organization**

This organization shall be known as the Archer Band Booster Association, Inc. hereafter referred to as the Organization.

##### **Section 2. Purpose**

The Organization is organized exclusively for charitable, educational, and scientific purposes. Organization is organized to support and promote the activities of the Archer High School band program including, but not limited to purchasing and maintaining music, instruments and supplies for the band; publishing and updating of website, newsletters, and press releases; organization and execution of special projects and concerts; establishing, maintaining and distribution of music awards; fundraising to support the above objectives.

#### ARTICLE II – Membership

##### **Section 1. Membership**

Membership is open to all adults who qualify in one of the following membership categories:

- a) General Membership will be open to all adults interested in the purposes of the Organization as outlined in Article One. A General Member in good standing is defined as an adult parent or guardian of a present or future student member of the band who has signed a current registration, has provided the Organization other documents as required by the Board of Directors, and is current on all dues, fees or in a payment status as approved by the Board of Directors per these Bylaws.
- b) Associate Membership will be open to all adults interested in the purposes of the Organization as outlined in Article One, without voting privileges. The purpose of Associate Membership is to provide additional program support.

##### **Section 2. Meetings**

- a) There shall be no fewer than four **membership** business meetings per school year: times and dates to be determined by current board.
- b) All meetings to be held in the Archer High School Band Room, unless otherwise designated.
- c) The December membership business meeting shall be for the purpose of electing officers to become “board elect in training” in addition to addressing other Organization business issues.
- d) The President/s or the Board of Directors may call special meetings. The purpose of the special meeting shall be stated in the call. Such meetings shall be announced to the membership via email and the band website with adequate time for the membership to plan to attend.

# Constitution and Bylaws

## Of the

### Archer Band Booster Association, Inc.

- e) A quorum at any regular or called membership meeting shall be defined as 10% of the voting membership.

#### ARTICLE III – Board of Directors

##### **Section 1. Membership**

There shall be a Board of Directors of the Organization consisting of elected directors who are active members of the organization.

##### **Section 2. Duties, Powers, and Responsibilities**

- a) The Board of Directors shall have general supervision of the affairs of the Organization between established membership business meetings.
- b) The Board of Directors will make recommendations to the Organization and perform other such duties as specified in these Bylaws.
- c) The Board of Directors shall be held accountable to the Organization and none of its acts shall conflict with the direction of the band director/s.

##### **Section 3. Meetings**

- a) The Executive Board of Directors shall meet at least once per quarter (Every 3 months). Dates and times of meetings will be determined by a majority vote of current Board Members after recommendation by the President/s.
- b) The Board and all Team Leaders will meet once per month. Dates and times of meetings will be determined by a majority vote of current members. Currently, the Meeting is scheduled for the 2<sup>nd</sup> Monday of each month from 6:30 – 8:00 pm.
- c) All meetings to be held in the Archer High School band room, unless otherwise designated.
- d) A quorum at any regular or called Board of Directors meeting shall consist of two-thirds (2/3) of active directors.

##### **Section 4. Resignation of Board Members**

- a) A member of the Board of Directors may resign at any time upon written notice to the Board.
- b) Upon notification of the resignation of a member of the Board of Directors, the board will vote to appoint an individual from the General Membership to fill the outgoing officer's position for the remainder of the term of office.

# Constitution and Bylaws

## Of the

### Archer Band Booster Association, Inc.

- c) All vacated Team Chairs, not served by elected officers will be filled by appointment of the President/s with approval from the Board of Directors.

#### **Section 5. Removal from Office**

Any officer may be removed from office, with or without cause, by a two-thirds (2/3) vote at a regular membership meeting. Officers may be removed from their official position for failing to uphold the duties and ethics of their office, including situations which bring discredit to the organization, the band, school, or school district by a two-third (2/3) vote at a regular meeting. Advance notice of the vote shall be given to the membership at least one (1) week prior to the meeting.

#### **ARTICLE IV – BOARD MEMBERS OF THE ORGANIZATION**

##### **Section 1. Board Member Established**

- a) The Board members of the Organization shall be active members in good standing as defined in Article II, Section I.
- b) The Board members shall consist of a President/Co-President, Vice President/Co-Vice President, Secretary, Student Accounts Treasurer and Financial Treasurer and up to four additional Directors.
- c) The term of office for each board member shall be no longer than one (1) year, and each may serve an unlimited number of terms. Term of office shall begin at the April membership meeting when board members are installed.
- d) There shall be no compensation to the officers for serving on the Board of Directors.

##### **Section 2. Duties of the President/s**

- a) The President/s shall preside at all Board of Directors and Membership business meetings, prepare an agenda, and ensure all meetings are conducted in a manner consistent with these Bylaws and parliamentary authority adopted by this Organization.
- b) The President/s shall submit an annual report of all activities of the Organization at the end of the election term.
- c) The President/s will serve as the liaison with the Archer High School Band Director/s and as liaison will oversee the coordination of all Organization activities and correspondence.
- d) The President/s shall appoint team leaders and co-team leaders to standing and special Teams authorized under these Bylaws, except where Teams are otherwise designated as responsibilities of

# Constitution and Bylaws

## Of the

### Archer Band Booster Association, Inc.

elected officers.

- e) The President/s shall serve as an ex-officio voting member of all standing and ad-hoc Teams.
- f) The President/s shall monitor the progress and hold Teams accountable for executing their assigned duties. The President/s shall perform other such duties as may be assigned from time to time by the Board of Directors or resolution of the Organization.
- g) The President/s may divide the duties of the Vice President/s to allow for efficient operation of the Organization. The structure for which must be approved with the election of officers in the manner hereinto described as Article VI.
- h) The President/s shall be responsible for the promotion of membership in the Organization and shall encourage participation in the Organization's activities.

#### **Section 3. Duties of the Vice President/s**

- a) A Vice President shall assume the duties of the President/s in his/her absence.
- b) The Vice President/s shall oversee Teams as assigned annually by the President/s.
- c) The Vice President/s shall perform other duties from time to time as assigned by the President/s.
- d) The Vice President/s shall coordinate communication efforts for the band and the Organization.
- e) The Vice President/s shall receive the bank statements and review before passing on to the treasurer for reconciliation.
- f) The Vice President/s shall oversee operations and volunteers at all events including, but not limited to game day equipment setup, uniform distribution, transportation, etc.
- g) A Vice President shall be a secondary signature on the bank account.
- h) The Vice President/s shall be responsible for the promotion of membership in the Organization and shall encourage participation in the Organization's activities.

#### **Section 4. Duties of the Secretary**

- a) The Secretary shall record the minutes of all Board of Director and Membership business meetings of the Organization, along with a record of attendance and shall submit a copy of such minutes along with any reports to the President/s and Band Director/s after each meeting.

# Constitution and Bylaws

## Of the

### Archer Band Booster Association, Inc.

- b) The Secretary shall assist with registration and ensure that all students are entered correctly into Charms with basic information.
- c) The Secretary shall maintain a record book in which the Bylaws, special rules and all meeting minutes are entered with any amendments to these documents properly recorded and documented. The record book shall be available to any member in good standing. Minutes must be posted within 10 days of a meeting on the band website.
- d) The Secretary shall assist the President/s and Band Director/s with correspondence, as required.
- e) The Secretary shall oversee Teams as assigned annually by the Board of Directors.
- f) The Secretary shall be responsible to ensure the Sponsorship list is accurate and ensure that each sponsorship donation is properly acknowledged by the Fundraiser/Sponsorship Team.
- g) The Secretary shall be responsible for the promotion of membership in the Organization and shall encourage participation in the Organization's activities.

#### **Section 5. Duties of the Treasurers**

There shall be two positions for Treasurer: Student Accounts Treasurer and Financial Treasurer; the duties of each are described below. The Treasurers shall perform duties incident to the office of Treasurer and such duties from time to time as may be assigned by the President/s or Board of Directors. The Treasurers shall oversee Teams as assigned annually by the President/s.

##### **A. Student Accounts Treasurer**

1. The Student Accounts Treasurer shall establish a schedule, approved by the Board of Directors, for collecting dues, fees, and uniform payments from band members. This schedule shall be entered into Charms as fixed payments.
2. The Student Accounts Treasurer shall provide a monthly accounting of funds in each member's student account.
3. The Student Accounts Treasurer shall create and implement a system, with approval from the Board of Directors, for monitoring of student balances and communication to members of balances due.
4. The Student Accounts Treasurer shall create and monitor a financial aid payment system for students with financial difficulties. The plan should be kept between the Student Accounts Treasurer and the family of the student. If questions arise, the Student Accounts Treasurer shall discuss with the President and/or Band Director only to keep these items as confidential as

# Constitution and Bylaws

## Of the

### Archer Band Booster Association, Inc.

possible.

5. The Student Accounts Treasurer shall, in cooperation with the Financial Treasurer, comply with requirements in Article VII, Section 8 pursuant to requirements of the Internal Revenue Service.
6. The Student Account Treasures shall be responsible for collecting payments from the post office, accounting for student payments and getting student check payments to the Finance Treasurer in a timely manner to be deposited in the bank.

#### **B. Finance Treasurer**

1. The Finance Treasurer shall keep a full and accurate account of all receipts and expenditures of the Organization, having custody of all funds.
2. The Finance Treasurer shall maintain the primary authorized signature for funds drawn on the Organization's bank account. Due to this responsibility, the Financial Treasurer may not be a spouse or blood relation to any other member of the Board of Directors or Team Leaders.
3. The Finance Treasurer shall reconcile the bank statement each month and reconcile to Charms after it has been reviewed by the Vice President/s.
4. The Finance Treasurer shall make a full financial report annually to the Organization and make interim reports at each Board of Directors meeting and Membership business meeting providing balances on hand and any outstanding expenditures.
5. The Financial Treasurer shall be responsible for receiving and accounting of all monies from fund raising activities.
6. The Financial Treasurer shall be responsible for receiving and accounting of all monies at the close of each operation of concession stand, including student meals and band camp meals.
7. The Financial Treasurer shall be responsible for receiving and accounting of all monies from Spirit Wear and Events.

#### **ARTICLE V – Teams**

##### **Section 1. Appointment**

- a) The President/s shall appoint such Teams as may be authorized by these Bylaws, resolution of the members, or by the Board of Directors.

# Constitution and Bylaws

## Of the

### Archer Band Booster Association, Inc.

- b) Except where otherwise designated by these Bylaws, the President/s shall appoint a Team Leader and Co-Team Leader to head up each team.
- c) All Team members appointed by the President/s or appropriate board member shall be for a term that coincides with the current band year of April to March.
- d) Nothing in these Bylaws shall prohibit student band members from serving on a team where proper and where their input is desired.

#### **Section 2. Standing Teams**

The Organization shall have the following standing Teams to aid in the accomplishment of its objectives.

- A. Fundraisers/Sponsorships
- B. Spirit Wear
- C. Concessions
- D. Uniforms
- E. Equipment
- F. Student Safety and Security
- G. Hospitality
- H. Events
- I. Communications

#### **A.1 Fundraisers/Sponsorships**

The Fundraisers/Sponsorships Team is responsible for planning and implementation of fund raiser activities for the band. This includes choosing the fund-raising projects for the Organization and submitting those projects to the Board of Directors and Athletic Director for approval. The Team Lead for this team may appoint chairpersons for each separate fundraising project, but the project chair should not be a member of the Board of Directors.

The Fundraisers/Sponsorships Team is responsible for the distribution and collection of sponsorship funds. The team shall solicit donations from businesses and other locations for the band program. Each sponsorship level has specific benefits and features that shall be communicated to all band students and their families. Team Leader is responsible for working with Secretary to ensure all gifts have been acknowledged and properly receipted.

#### **B.1 Spirit Wear**

The Spirit Wear Team is responsible for creating, keeping inventory, and selling of Spirit items such as t-shirts, sweatshirts, magnets, hats, etc. The team is responsible for maintenance of the online store and setting up a booth at all home games, concerts, and special events to sell band merchandise. All proceeds go to support the band program at Archer High School.

# Constitution and Bylaws

## Of the

### Archer Band Booster Association, Inc.

#### **C.1 Concessions**

The Concessions Team shall be responsible for recruiting, selecting, and training all volunteers working any band-sponsored concession event. The team shall be responsible for organization and operation of the visitor side concession stand and all associated functions. The team is charged to ensure that the Organization's Financial Policy is followed with respect to funds generated by the team and all funds raised by the Visitor Side Concession Stand go to support the band program at Archer High School.

#### **D.1 Uniforms**

The Uniform Team shall be responsible for working with the Band Director/s and Color Guard Instructor/s in securing new uniforms, repairing existing uniforms or any other assistance that may be needed to furnish uniforms for the band. This team shall be responsible for maintaining inventory of all uniform pieces and assignment of each uniform piece to band students. All special requests by the Band Director/s are to be presented to the Uniform Team for presentation to the Board of Directors. This includes but is not limited to uniform selection, equipment, and apparel. The Uniform Team shall handle all band and color guard uniforms.

#### **E.1 Equipment**

The Equipment Team shall be responsible for the designing and building of show props, equipment transportation, and oversight of the percussion pit equipment. The Equipment Team Leader may assign special Teams for specific events and/or functions. The Equipment Team shall manage the trailer, golf cart and other equipment owned by the band for maintenance (gasoline, oil changes, etc) and shall secure U-Haul transportation as needed to move equipment and props to away games and competitions.

#### **F.1 Student Safety and Security**

The Student Safety and Security Team shall be responsible for recruiting, selecting, and training chaperones required for any band events. Chaperones must adhere to designated duties, responsibilities, and requirements as established by the Board of Directors. The Student Safety Team Leader will be responsible for ensuring all chaperones have a Gwinnett County background check on file. Unless otherwise approved by the Band Director/s, official chaperones must be Band parents, Organization members or Gwinnett County employees. The Team is charged with assisting the director/s in maintaining safety of students and security of band property at all events.

#### **G.1 Hospitality**

The Hospitality Team shall be responsible for communication with visiting bands before events, securing space for visiting bands at football games, greeting, and escorting visiting bands to the proper area at football games, and facilitating a courteous and welcoming experience with members of the Organization by the visiting bands. This Team also provides water and cups for visiting bands, coordinates pre-order meals for concessions for both visiting and home bands and assists with any food/drink requirements for all band events.



# Constitution and Bylaws

## Of the

### Archer Band Booster Association, Inc.

#### **H.1 Events**

The Events Team shall be responsible for arranging logistics, food, etc. at social functions as required to support activities of the Organization. This includes but is not limited to: AHS Marching Band Camp, Marching Band Exhibition, 8<sup>th</sup> Grade Night, Annual Band Banquet, Senior Night, Jazz Night, and symphonic/concert band camps.

#### **I.1 Communications**

The Communication Team shall be responsible for the promotion of the Archer High School Band program, the Organization, and all associated activities. The team is responsible for oversight of the website, photography, programs for all band concerts and posting of information on the Band Facebook page. This team is also responsible for the announcements at home games during the football game of band sponsors and for maintaining a record of band activities either online or with a scrapbook.

#### **Section 3. Nomination Committee**

- a) The Nomination Committee shall consist of up to 5 Organization members and the Band Director/s. At least 2 of these members shall not be on the Board of Directors.
- b) The Nomination Committee shall be appointed at least 60 days prior to the December membership business meeting. (October)
- c) Committee shall work with the Board, Staff, and Teams to identify volunteer/position needs and have a process to identify, recruit and place individuals within the Organization.
- d) The Nomination Committee shall contact each nominee and confirm their willingness to serve in the capacity nominated and that they are willing to adhere to specific performance expectations. Once confirmed, the committee shall submit their nominations to the Board of Directors two weeks prior to the December membership business.
- e) The Nomination Committee shall be responsible for presenting a slate of candidates for Board of Director positions to the membership at the December membership business meeting.

#### **Section 4. Temporary Teams**

Temporary or other Special Teams shall be appointed by the President/s from time to time as the Organization or Board of Directors deem necessary to carry out the objectives of the Organization.

# Constitution and Bylaws

## Of the

### Archer Band Booster Association, Inc.

#### ARTICLE VI – Elections

##### **Section 1. Nominations**

It shall be the duty of the Nomination Committee to recommend candidates for all Board of Directors positions. All nominations are subject to approval of the Band Director/s. Nomination forms shall be sent by email to all active membership and collected by the end of November. A member may make additional nominations from the floor during the December membership business meeting.

##### **Section 2. Elections**

- a) Members of the Board of Directors are to be elected at the December membership business meeting to take office in April at the end of the band year. During the interim, the officers-elect will work alongside current members of the Board of Directors to allow for a smooth transition. The newly elected Board has no voting privileges on the current Board until such time as they are installed at the April Board of Directors meeting.
- b) All nominations shall be voted on by written ballot unless there is only one candidate or co-candidate nominated for each position. Each candidate receiving a majority of the votes shall be declared elected. If no candidate receives a majority vote cast on the first ballot, additional ballots shall be taken until a candidate receives a majority of the votes and is elected.
- c) All members present at the December membership business meeting shall elect the Board of Directors by majority vote.
- d) Only members in good standing may vote in elections.

##### **Section 3. Installation of Officers**

Newly elected officers are to be installed at the April Board of Directors meeting.

#### ARTICLE VII – Finance and Purchasing

##### **Section 1. Fiscal Year**

The Fiscal Year was changed in 2018 from April 1 to March 31<sup>st</sup> to January 1 to December 31 to coincide with the IRS and our tax year recorded therein. The Tax Year is January to December. The Band Year remains April to March.

##### **Section 2. Band Contracts**

The Board of Directors may authorize any Director, agent, or agents to enter any contract or execute and deliver any instrument in the name of and on behalf of the Organization within the constraints of these Bylaws, amendments, and the approved budget. Such authority may be general or confined to specific instances.

# Constitution and Bylaws

## Of the

### Archer Band Booster Association, Inc.

#### **Section 3. Loans**

No loans shall be contracted on behalf of the Organization and no evidence of indebtedness shall be issued in its name unless approved by the General Membership and authorized by a resolution of the Board of Directors. Such authority will be confined to specific instances.

#### **Section 4. Credit and Debit Cards**

As per Gwinnett County Public School policy, Archer Band Booster Association shall NOT have any credit or debit cards in the name of the Organization. This is implemented to protect the integrity of the Organization.

#### **Section 5. Checks, Drafts, Etc.**

All checks, drafts, or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Organization, shall be signed by such Officer or Officers, agent or agents of the Organization and in such a manner as shall from time to time be determined by resolution of the Board of Directors.

#### **Section 6. Deposits**

All funds of the Organization not otherwise employed shall be deposited in a reasonable timeframe to the credit of the Organization in such banks, trust companies or other depositories as the Board of Directors may select.

#### **Section 7. Budget**

The Board of Directors and the Band Director/s shall draft a budget for the upcoming school year. The budget will be presented at the April membership business meeting of the Organization.

#### **Section 8. Physical Assets Outside Budget**

Purchase of physical assets outside the budget involving sums of more than one thousand dollars per asset shall require approval of the General Membership. The Board of Directors may not exceed expenditures within line items of the approved budget without approval of the General Membership.

#### **Section 9. Tax Status and Tax Returns**

It is recognized that to secure and maintain the support of community and members, it is necessary that the Organization apply for and be classified as a Section 501(c)(3) tax exempt organization as defined by the Code and Regulations of the Internal Revenue Service of the United States (IRS). The Board of Directors or the Treasurer shall take the necessary steps to apply for and secure a Tax Identification Number (EIN) from the federal government. The Financial Treasurer shall be responsible for monitoring the tax status of the Organization and notifying contributors of the tax-exempt status of the Organization. When required by the IRS, the Financial Treasurer shall file, or with approval of the Board of Directors, secure the assistance of a qualified professional to prepare and file such tax returns as required by the IRS.

# Constitution and Bylaws

## Of the

### Archer Band Booster Association, Inc.

The Organization has been confirmed to be listed as a 501(c)(3) non-profit organization per the IRS.

#### **Section 10. Incorporation of the Organization**

At the inception, the Organization or the Board of Directors will secure the assistance of a qualified individual to prepare the necessary documentation to have the Organization certified as a corporation by the State of Georgia.

Archer Band Booster Association has been incorporated and does have a Tax Identification (EIN) number. Yearly renewal of Business License is required each year.

#### **Section 11. Insurance Policies**

It shall be the responsibility of a Vice President/s or other individual(s) specifically designated by the Board of Directors to research and secure such insurance policies as are necessary to protect students and members of the Organization working diligently for and at the direction of the Organization for damages both physical and financial.

#### **Section 12. Financial Transactions**

Organization resources will not be used to support the basic school programs otherwise provided by the Gwinnett County Board of Education.

#### **Section 13. Audits**

- a) All financial records shall be reviewed at each Board of Directors meeting. Audits shall be authorized, as necessary by vote of the Board of Directors.
- b) Incoming Board members are responsible for arranging a financial review after the end of the fiscal year. (January to December)
- c) A third party who was not a member of the outgoing Board of Directors and is not a member of the incoming Board of Directors must be part of the annual review.

#### **Section 14. Donations, Sponsors and Patrons**

All donations will be added to the Organization's general fund. No donations may be attached to the account of a specific student for the purpose of meeting previous or future obligations. Donations are non-refundable. Donations may be cash or like-kind and will receive a receipt. Additional restrictions on donations may be applied, as needed, to remain in compliance with current tax law.

Sponsors and patrons may be secured from time to time by a process approved by the Board of Directors. Funds generated from these sources may not be attached to the account of a specific student. Funds received

# Constitution and Bylaws

## Of the

### Archer Band Booster Association, Inc.

by sponsors and patrons are considered tax-exempt and are therefore, non-refundable. Sponsors will receive a receipt for all sponsorship donations.

#### ARTICLE VIII – Fundraising

##### **Section 1. Guidelines**

All fundraising activities and their operations shall be within the parameters and guidelines of the Gwinnett County Board of Education as set forth in their official Policies and Procedures.

##### **Section 2. Approval**

- a) All fundraising projects shall be presented to the Organization to include the project, its operations, estimated amount of monies to be raised and the purpose for which the monies will be used.
- b) Such activities shall have the approval of all school district school administrators where required, including the Athletic Director of Archer High School.

#### ARTICLE X – Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order* shall govern the Organization in all cases to which they are applicable and where they are not inconsistent with these Bylaws or any special rules of order the Organization may adopt.

#### ARTICLE XI – Adoption and Amendment of Bylaws

- a) These Bylaws may be amended by a two-thirds vote at any regular membership meeting of the Organization, provided the amendment was submitted in writing to the membership twenty-five (25) days prior to the membership meeting.
- b) These Bylaws were adopted by a two-thirds majority vote of the organization.

#### ARTICLE XII – Waiver of Notice

Attendance at, or participation in a meeting waives any required notice to the time of the meeting unless such person at the beginning of the meeting, or promptly upon his arrival, objects to the holding of the meeting or transactions of business because the meeting is not lawfully convened, and such person does not thereafter vote for or assent to action taken at the meeting.

# Constitution and Bylaws

## Of the

### Archer Band Booster Association, Inc.

#### ARTICLE XIII – Role of Band Director

The Organization shall look to the Band Director/s for leadership and guidance in identifying the needs of the band students and band program. The Band Director/s shall be an ex-officio member of the Board of Directors and all Teams of this Organization. It is understood that the Band Director/s has sole control over and is the final voice of authority in academic and artistic requirements and performance. It is the intent of the Organization to work in concert with the Band Director/s for the success of the Archer High School band program. Recognizing that with a successful band program, the true winners are our sons, daughters, and our future.

#### ARTICLE XIV – Dissolution of the Organization

No part of the net earnings of the Organization shall inure to the benefit of, or be distributable to its members, trustees, 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 furtherance of the purposes set forth. No substantial part of the activities of the Organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding, any other provisions of these Articles, the Organization 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

In the event of the dissolution of the Organization, to the extent allowed under applicable law, after all lawful debts and liabilities of the Organization have been paid, all the assets shall be distributed to, or its assets shall be sold and the proceeds distributed to Archer High School or another organization organized and operating for the same purposes for which the Organization is organized and operating, or to one or more organizations, funds, or foundations organized and operating exclusively for charitable, scientific, literary, or educational purposes, which shall be selected by the Board of Directors of the organization; provided, however, that any such recipient organization or organizations shall at that time qualify as exempt from taxation under the provisions of Section 501(a) of the Internal Revenue Code of 1986, as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent law. In the event that upon the dissolution of the Organization the board of directors of the Organization shall fail to act in the manner herein provided within a reasonable time, a court of competent jurisdiction in the county in which the principal office of the Organization is located shall make such distribution as herein provided upon the application of one or more persons having a real interest in the Organization or its assets.

#### POLICIES

Policies of the Organization are created by vote of the Executive Board of Directors for the purpose of operating the Organization within the bounds set forth by the Organization's Constitution and Bylaws and

# Constitution and Bylaws

## Of the

### Archer Band Booster Association, Inc.

applicable state and federal tax laws. Policies are made available to any member via the band website and other means, as needed. Suggestions for review, additions, or changes to policies may be made by any member.

#### CONFLICT OF INTEREST POLICY

##### **Article 1. Purpose**

The Archer Band Booster Association, Inc. is a nonprofit, tax-exempt organization. Maintenance of its tax-exempt status is important both for its continued financial stability and for public support. Therefore, the IRS as well as state regulatory and tax officials view the operations of ABBA as a public trust, which is subject to scrutiny by and accountable to such governmental authorities as well as to members of the public.

Consequently, there exists between ABBA and its board, officers, and management employees and the public a fiduciary duty, which carries with it a broad and unbending duty of loyalty and fidelity. The board, officers, and management employees have the responsibility of administering the affairs of ABBA honestly and prudently, and of exercising their best care, skill, and judgment for the sole benefit of ABBA. Those persons shall exercise the utmost good faith in all transactions involved in their duties, and they shall not use their positions with ABBA or knowledge gained therefrom for their personal benefit. The interests of the organization must be the first priority in all decisions and actions.

##### **Article II. Definitions**

###### **1. Interested Person**

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

###### **2. Financial Interest**

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement,
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

##### **Article III. Procedures**

# Constitution and Bylaws

## Of the

### Archer Band Booster Association, Inc.

#### **1. Duty to Disclose**

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

#### **2. Determining Whether a Conflict of Interest Exists**

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

#### **3. Procedures for Addressing the Conflict of Interest**

a.) An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

b.) The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

c.) After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

d.) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

#### **WHISTLEBLOWER POLICY**

If any employee or member reasonably believes that some policy, practice, or activity of the Organization is in violation of law, a written complaint may be filed by that employee or member with the President or Band Director.

It is the intent of the Organization to adhere to all laws and regulations that apply to the organization, and the underlying purpose of this Policy is to support the organization's goal of legal compliance. The support of all employees and members is necessary to achieve compliance with various laws and regulations. An employee or member is protected from retaliation only if the employee or member brings the alleged unlawful activity, policy, or practice to the attention of the President or band director and provides the President or band director with a reasonable opportunity to investigate and correct the alleged unlawful activity. The protection described below is only available to employees or members that comply with this requirement.



# Constitution and Bylaws

## Of the

### Archer Band Booster Association, Inc.

The Organization will not retaliate against an employee or member' who, in good faith, has made a protest or raised a complaint against some practice of the Organization, or of another individual or entity with whom the Organization had a business relationship, on the basis of a reasonable belief that the practice is in violation of law or a clear mandate of public policy.

The Organization will not retaliate against an employee or member who discloses or threatens to disclose to a supervisor or a public body any activity, policy, or practice of the Organization that the employee or member reasonably believes is in violation of a law, or a rule, or regulation mandated pursuant to law or is in violation of a clear mandate or public policy concerning health, safety, welfare, or protection of the environment.

#### FINANCIAL POLICY

The Constitution and Bylaws of the Archer Band Booster Association may not be superseded or abridged by this Financial Policy. The Policy is in place to guide the operation of members as related to financial matters and the organization. In addition, the Policy is in place to ensure that the good stewardship obligation of the Organization is maintained by the Board of Directors, Band Director, and the membership.

1. Funds to support the Organization's budget will come from two major sources: payments from the band members and fundraisers.
2. Per policy of Gwinnett County Public Schools, no student will be denied participation in the band program because of financial inability to make payments. A family in this situation should contact the ABBA Student Accounts Treasurer to discuss this in confidence. The accounts treasurer will work with the family to restructure the payment or to arrange participation in additional fund-raising activities in lieu of payment. These arrangements must be made before the first payment is due or as soon as the hardship arises. Families are encouraged to create structured payment plans as needed.
3. Each marching band member pays an annual fee to finance student activities of the band. The amount of this fee is set as part of the annual budget process of the Organization. The fee includes expenses for band camp, music, show choreography, camp instructors, equipment for the field show, transportation, and other expenses related to operation of the Archer Band. This payment may be paid in installments (The number of installments may change by year). A \$100 deposit is due at the time of marching band registration with additional installments due at regular intervals and balance due prior to the start of band camp.
4. To attend band camp, students must be paid in full before check-in or have made arrangements for a payment plan. ***A student will be considered a member of the band after they have made the initial deposit and completed all required forms of the Organization, including a physical examination form as required by Archer High School.***
5. Students transferring into Archer High School and joining after marching band camp will pay a reduced fee as determined in the annual budget process. This payment may be made in three monthly installments, with the first payment due the month after the student enters the program.

# Constitution and Bylaws

## Of the

### Archer Band Booster Association, Inc.

6. Fundraisers will be used to raise the additional funds required to completely fund the band's budget. *All parents and students are expected to participate in order to minimize the burden on each participant.* Profits from all fundraisers, unless otherwise specified by the ABBA Executive Board, will be deposited into the band's general fund. Due to IRS rules, no fundraising activities may benefit a specific student.
7. When a student leaves the band, any funds in the student's account remains until the student withdraws, graduates, or is otherwise no longer on roll at Archer High School. At such time, any funds in the student's account may be moved into the account of a sibling. If no sibling is in band, the funds are moved to the general fund of the Organization, and the student's account is closed. ***No money from a student's account will be refunded to the student.***
8. It is necessary for participants in the band program to bear individual expenses in addition to that necessary to fund the Organization's budget. These include but are not limited to GMEA events, honor bands, All-State, solo & ensemble, trips, and gloves, shirts, bibber pants, shoes, and other uniform components for marching band.
9. Fees paid by students may, under certain circumstances, be refunded to students who are forced to withdraw from the marching band. The amount of the refund will be based solely on the time of withdrawal of a student. Students who withdraw before June 1st will receive a refund for all of the money they have contributed minus the \$100 deposit. Deposits are non-refundable. After band camp begins, no refunds will be given.
10. Payments are expected on or before the established schedule dates. Reminders may be sent home to the family through the student, sent by email, or mailed directly to the parent. Payments for any band activity can be made from a student's CHARMS account. Delinquent fees will be deducted from a student's account to fulfill outstanding band fee obligations. Delinquent fees are any money owed the band from past expenses, example: previous year's band fees. Funds applied to a student's account are applied first to delinquent fees, then to current or future events.
11. The costs of any trips the band may take are in addition to all other costs of participating in band. To determine the cost per student of an anticipated trip, the band director, with advice and consent of the Organization's Executive Board, shall estimate the total cost of the trip. This total amount shall be divided by the number of students taking the trip to arrive at the per student cost. The Organization will provide a detailed listing of anticipated trip expenses to the students and parents in advance of the trip for approval.
12. Students should be in "good standing" with the Organization as related to previous fees owed in order to consider participation in a band trip. A student in "good standing" is one in which there is no outstanding balance due for previous expenses, or one who is following their agreed upon payment structure.
13. In order that the parents/guardians of the students know what is expected of them and their students, the Organization's Board of Directors shall annually communicate this financial policy to all returning students from Archer High School and to the parents of rising ninth graders from McConnell Middle School.
14. Donations made to the Archer Band Booster Association, Inc. are non-refundable and may not be

# Constitution and Bylaws

## Of the

### Archer Band Booster Association, Inc.

attached to a specific student's account for any purpose. State and federal tax law requires these funds to be kept separate. See the Archer Band Boosters Association, Inc. by-laws for additional information.

15. Prior to each event requiring cash funds, the Financial Treasurer will prepare a cash box for use by the appropriate committee not to exceed \$350 unless authorized by the Executive Board. He/she will deliver the cashbox to the Team Lead (or designee), who will serve as cashier. Money in the cashbox must be counted and verified by the cashier and the two (treasurer and cashier) must sign a "Cash Verification Form" verifying the amount in the cashbox. During the event: To have improved accountability of cash as well as to assist with customer questions/concerns of change given etc., a board member (or designee) must remain with the cashbox to assist the cashier if needed. Bills \$20 or larger must be checked with the counterfeit pen. At the end of the event: The cashier is to hand off the cashbox to the treasurer and board member (or designee; minimum two members) who must take the cash box immediately to the band room. The two must count the money, complete and sign a "Cash Verification Form" stating the new amount in the cashbox. Once in agreement, the treasurer is to be escorted with the cashbox to his/her vehicle. He/she must make the deposit no later than the business day after the event. The cashbox must always be guarded carefully.

16. The Financial Treasurer is responsible to make deposits of any monies collected in a timely manner, within one business day of an event or delivery of the funds.

17. No payment using the Organization's funds shall be made in cash.

18. No payment shall be made by the Organization without a properly completed "Check Request Form" and all receipts are required to substantiate the payment. Such payments must be within the budget and coded properly to associate the payment with the correct budget category.

19. Monies collected for any purpose, with the exception of sales not related to a student account (concessions, spirit wear, meals) must be accompanied by documentation to substantiate the collection of the money.

20. Monthly bank statements must be reconciled in a timely manner by the Finance Treasurer after review by the Vice President. Each member of the Executive Board should receive a copy of the most recent bank statement(s) before an Executive Board meeting to allow time for review. The Financials Treasurer, as authorized signer of checks, must be available to assist the Vice President in reconciling the bank statements each month and provide necessary documentation to do so.

21. During registration and fundraising events, the policy with regard to funds shall be as follows: In order to have improved accountability of funds being received as well as to assist with customer questions/concerns etc., a board member or designee along with a second person (**two people**) must be present to verify the funds received. Both must sign the completed "Cash Verification Form" for all forms of payments received (cash, check, or credit card).

22. No credit or debit card shall be issued in the name of the organization. All funds for reimbursement must be in the form of a check signed by ABBA Treasurer or other authorized signer.

**Constitution and Bylaws**  
**Of the**  
**Archer Band Booster Association, Inc.**

23. All checks over the amount of \$500 shall be signed by two authorized signers on the bank account. Any reimbursements less than \$500 may be signed by one person.