

Bands of Barnwell County Booster Bylaws

Article I - Name

This organization shall be known as Bands of Barnwell County Booster Club LLC, hereinafter referred to as the "Band Boosters," a South Carolina nonprofit corporation.

Article II - Articles of Organization

The articles of organization of the Bands of Barnwell County Booster Club LLC include (a) the bylaws, (b) the current band handbook, and (c) Robert's Rules of Order.

Article III - Objectives

- A. To assist the Director of Bands in his or her efforts without conflict with constituted authority and in complete accord with the Band Director.
- B. Create closer coordination and working relations among the Band Director(s), band staff, band members, band parents, school officials, and the community.
- C. To give complete support to the Band program. The club will plan and implement fundraising for items not provided by the district budget but needed in the band program, as identified by the Director of Bands for the benefit of the students in every aspect of the Band program.
- D. Encourage membership with all eligible parents and guardians to help members be involved with the operation of the Band. Membership is available to all parents, guardians, alumni, and alumni parents of the Marching Band, Concert Band, Drumline and Color Guard students.

Article IV - Principal Place of Business, Registered Office and Registered Agent

- A. Principal Office - The principal office shall be located in Barnwell County, state of South Carolina.
- B. Registered Office - The organization shall maintain a registered office in the state of South Carolina, county of Barnwell. In the absence of contrary designation by the Officers, the registered office shall be 770 Hagood Ave., Barnwell, or other place in Barnwell County as the Director may designate and register with the South Carolina Secretary of State.
- C. Registered Agent - The organization shall maintain a registered agent who shall have a business office of residence in Barnwell County, South Carolina. In the absence of another registered agent the registered agent shall be the organization's President. The initial registered agent shall be Deborah B. Edwards. When Mrs. Edwards no longer serves as registered agent or registered office is changed, then the organization must file a change of registered agent and/or office form with the South Carolina Secretary of State and pay appropriate fees.

Article IV - 501 (c)(3) Provisions

- A. This organization is organized exclusively for the purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

- B. No part of the net earnings of this organization shall inure to the benefit or, or be distributed to its members, officers, or other private persons, except the organization shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 2 hereof or to other qualified exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding sections of any future federal tax code.
- C. No substantial part of the activities of this organization shall be carrying on propaganda or otherwise attempting to influence legislation. The organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf or in opposition of any candidate for public office.
- D. Notwithstanding any of provision of these Bylaws, the organization shall not carry on any other activities not permitted to be carried on (a) by the organization exempts from federal income tax under section 501(c)(3) or the IRC, or the contributions to which are deductible under section 170(c)(2) or the IRC, or the corresponding section of any future tax code.

Article VI - Membership

Membership is available to all parents, guardians, alumni, and alumni parents of the Marching Band, Concert Band, Drumline and Color Guard students.

- A. General voting members shall include all adults who have registered with the Secretary.
- B. A member shall be entitled to voting privileges for Band Booster officers upon meeting the following requirements:
 - a. Attend a minimum of three (3) meetings prior to any officer elections
 - b. At least one (1) of the three (3) meetings must be in each Fall and Spring semester.

Article VII - Elections

- A. The following officers will be up for election annually.
 - a. President
 - b. Vice-President
 - c. Secretary
 - d. Treasurer
 - e. Committee Chair
- B. All officer nominees must have a child in the band program, a child that has graduated from a Barnwell County band program, or be an alumni of a Barnwell County Band program. To be President or Treasurer, your child must have participated in the band program for at least one year and you must attend at least 80% of band booster meetings.
- C. Nominees shall be eligible voting members of the Booster Club.
- D. If there are no nominees the members shall be appointed by the Director of Bands and/or current officers
- E. The election can be done by show of hands if there are no opposing nominees. If there are opposing nominees then the election will be done by ballot.

- F. The consent of each nominee must be obtained before their name is placed on the nomination ballot.
- G. All nominees must have the approval of the Director of Bands before their names are added to the nomination ballot for vote..
- H. All officers shall be elected annually by majority vote.
- I. Officers shall be elected and serve for a minimum of one (1) year. The elected officers shall assume office on July 1st.
- J. Ballots shall be counted by the band director(s).
- K. Absentee ballots shall not be accepted without prior approval of at least two officers. Absentee ballots must be turned in by the member in a sealed envelope prior to the election meeting being called to order.
- L. In the event of a vacancy of Present, the Vice-President shall become President.
- M. Vacancies in any other office are filled by the Officers with the concurrence of the Band Director.
- N. Any tie vote shall be broken by the vote of the Band Director.

Article VIII - Officers and Duties

The officers of the Band Booster shall be President, Vice-President, Secretary, Treasurer, and Committee Chair who shall be elected by the general membership of the Band Booster.

- A. No two (2) household members shall serve as officers together in the same term.
- B. No spouse or family member of any elected officer shall assume or take over the responsibilities of the officer.
- C. Officers must be 21 years of age or older.
- D. Officers must be a person of good standing in the community. Where standing means the person is not a convicted felon, is not on any state list of sexual offenders or child abuse and neglect list, is not currently charged with a crime of moral turpitude or on probation. Additionally, a nominee must be willing to submit to a SLED background check and may need to be bonded.
- E. Officer Conflict of Interest
 - a. A conflict of interest transaction is a transaction with the Bands of Barnwell County Booster Club LLC in which an officer has a direct or indirect interest. A conflict of interest transaction is not voidable on the basis of imposing liability on an officer, if the transaction was fair to the organization at the time it was entered into or is approved after notice of the conflict by another officer as provided in subsections (b) or (c).
 - b. A transaction in which a director of a public benefit or nonprofit organization has conflict of interest may be:
 - i. authorized, approved, or ratified by the vote of the officers or committee if:
 - 1. The material facts of the transaction and officer's interest are disclosed or known to the committee; and
 - 2. The officer does not participate in the vote; and
 - 3. The officers approving the transaction in good faith reasonably believe that the transaction is fair to the organization.

- c. For purposes of this section, an officer of the Bands of Barnwell County Booster Club LLC has an indirect interest in a transaction if:
 - i. Another entity in which the officer has material interest or in which the officer is a general partner or is a party to the transaction; or
 - ii. Another entity of which the officer is a director, officer, or trustee is a party to the transaction.
- d. A conflict of interest transaction is authorized, approved, or ratified if it receives the affirmative vote of a majority of officers on the board or on the committee who have no direct or indirect interest in the transaction may not be authorized, approved, or ratified by this section by a single officer. If a majority of the officers on the board who have no direct or indirect interest in the transaction, a quorum is present for the purpose of, or a vote cast by, an officer with direct or indirect interest in the transaction does not affect the validity of any action taken under subsection (b) (1) or (c) (1) if the transaction is otherwise approved as provided under subsection (b) or (c).
- e. The bylaws or a resolution of the officers may impose additional requirements on conflict of interest transactions.
- F. No officer or committee member shall receive compensation.
- G. The removal of elected officers for failure to perform duties requires an affirmative vote of the officers and the approval of the Director of Bands.

President

1. Shall preside at all meetings of this organization.
2. Shall report to the general membership any action taken by the Officers.
3. Shall appoint in conjunction with the Director of Bands and other Officers all committees and committee chairmen.
4. Shall serve as ex-officio on all committees.
5. Shall call all meetings as provided by these bylaws.
6. Shall create an agenda for all Officers and general membership meetings.
7. Shall perform any task assigned by the Band Director.
8. Shall not be related to (i.e. parent, sibling, in-law), be the spouse of, partner of, nor live in the same household as any member of the band staff.

Vice-President

1. Shall assist the President as needed.
2. Shall assume the duties of the President in his or her absence.
3. Shall fill the office of President should a vacancy occur in that position during his/her term.
4. Shall serve as ex-officio on all committees.
5. Shall suggest names to the President for members of committees.
6. Shall assist chairmen to make sure all projects are carried out successfully.
7. Shall perform any task assigned by the President.

Secretary

1. Shall record and keep accurate minutes of all meetings of this organization and make sure records are available to the Band Booster members.
2. Shall send the Officers and Director of Bands current minutes within 7 days of the meeting.
3. Shall perform any tasks assigned by the President.
4. Shall maintain an accurate membership list with current phone numbers and email addresses.
5. Shall keep attendance of members present at all meetings.
6. Shall read the minutes of the previous meeting at the current meeting.
7. Shall furnish a copy of the bylaws for each requesting member.

Treasurer

1. Shall be bondable.
2. Shall have custody of all books pertaining to his/her office.
3. Shall receive, deposit and track funds for the Band Booster Account.
4. Shall furnish, by written report, at all regular meetings, a complete statement of all receipts and expenditures.
5. Shall submit a written report to the club at the completion of his or her term of office, showing in detail the financial condition of the club and shall submit his/her books and accounts for any special audit deemed necessary.
6. The books and accounting system shall be in accordance with the generally accepted business practices.
7. Will adhere to the following policies:
 - The Band Boosters will comply with all state and federal reporting requirements.
 - All checks must be substantiated by an invoice or payment authorization form. A copy of the check is to be attached to the supporting documents. The source documents are to be marked paid and the date paid is to be recorded on the invoice and/or form.
 - All expenditures must be made by check – no cash transactions may occur.
 - Checks will not be made payable to “Cash”. Checks will only be payable to the individual or company being paid.
 - Checks over \$400 must be signed by two officers, except routine expenses as defined and approved by the officers.
 - Reimbursement for expenditure of personal funds must be supported by invoices or store receipts and a reimbursement form.
 - Voided checks will be retained.
 - Funds will not be used for the direct benefit of individuals, including loans, paycheck advances, and personal check cashing.
 - All funds received must be deposited in the bank in a timely manner. Original receipts will be given to the person from whom the money is received, and a carbon or duplicate record will be retained.
 - Deposits will be taken to the bank when \$100 or more is accumulated, but no less than once a week. After the deposit has been taken to the bank, a validated bank receipt will be kept on file.

8. Shall perform any tasks assigned by the President.
9. Shall not be related to (i.e. parent, sibling, in-law), be the spouse of, partner of, nor live in the same household as, any member of the band staff.

Committee Chair

A Committee Chair can be appointed by the President and confirmed by the Officers.

1. Shall ensure that parliamentary procedure as stated in the Robert's Rules of Order is followed at all meetings of the club in all cases in which they do not conflict with the rules of this club.
2. Shall ensure the business of the club is conducted in an orderly and efficient manner.
3. Create and maintain club committees such as but not limited to:
 - a. Concession stand committee
 - b. Chaperone/transportation
 - c. Uniforms

Article IX - Meetings

- A. The Band Boosters shall hold their general meetings on the second Tuesday of each month or as scheduled by the Officers with at least a seven (7) day notice.
- B. The meeting shall take place in a designated band room unless the Director of Bands states another location.
- C. Special business meetings may be called at any time by the President. Members shall be notified of each change, and at that said meeting there shall be no other business considered other than the business specified in the notice of the meeting.
- D. Any member wishing to place an item on the agenda must notify the Secretary 7 days prior to the regularly scheduled meeting.
- E. A quorum at a general Band Booster meeting shall consist of the members in attendance and at least three (3) officers.
- F. All meetings are for the sole purpose of carrying out objectives of the Band Boosters as set forth in Article II of these bylaws and no member shall propose to discuss or question personnel or strategies employed by the Director of Bands in carrying out his or her directing duties.
- G. Meetings shall be conducted with the procedures set forth in these bylaws. If not covered in the bylaws, then Robert's Rules of Order will govern.
- H. Order of business will be discussed as follows:
 - Call to Order
 - Attendance
 - Secretary Report
 - Treasurer Report
 - Old Business
 - New Business
 - Adjournment

Article X - Committees

Concessions Stand Committee

1. Schedule people to work in the concession stand.
2. Shop for food, drinks, and supplies needed to run the concession stand (paid through the band booster account).
3. Make sure propane gas tanks are full and cookers are clean and ready to use during football season. They also need to be cleaned and disconnected and stored in the concession stand at the end of the football season.
4. Adhere to policies set for handling and depositing concession funds.
 - All money collected must be counted and tallied by two unrelated people, one of which must be a booster officer.
 - A deposit form must be completed and signed by the two people counting and tallying funds.
 - All money collected must be deposited after each game/event. Two unrelated people must take the deposit to the bank, one of which must be a booster officer.
 - Start up cash should be kept separate from game/event deposit.

Chaperone/Transportation Committee

1. Schedule chaperones for away football games, band competitions, and band functions if the Director of Bands determines chaperones will be required.
2. Maintain an up-to-date list of parent's phone numbers and emails in conjunction with the Secretary.
3. Arrange for trailer pullers for away football games and band competitions.
4. Provide assistance in the supervision of students, loading, unloading, and movement of equipment necessary for band activities and band related functions.
5. Work together with the Pit Crew Committee to ensure all supplies are loaded efficiently and timely.
6. Ensure all Chaperones have current district background screening.
7. Stock the first aid kit and ensure that it is available at all band events.

Uniform Committee

1. Oversee the fitting and distribution of band uniforms to band students.
2. Keep an accurate list of uniform numbers assigned to band students.
3. Make name tags to put on band student's uniform bags and hat boxes.

Article XI - Amendment of Bylaws

These bylaws may be repealed, altered, or amended at any annual meeting or at any special meeting or this organization called for that purpose, provided any alteration or change proposed shall first have been submitted to the officers not less than ten (10) days prior to the holding of such annual special meeting.

Article XII - Indemnification

- A. Hold harmless - the organization shall indemnify, defend and hold harmless the organization's officers and directors to the fullest extent permitted by, and in accordance with the South Carolina Nonprofit Act and their financial resume. A plan of indemnification shall constitute a binding agreement of the organization for the benefit of

the officers and directors as consideration for their services to the organization, if one is adopted.

- B. Indemnification Plan - The officers may from time to time adopt an indemnification plan. This indemnification plan shall set forth in detail the mechanics of how indemnification is granted.
- C. Insurance - The officers may cause the organization to purchase and maintain insurance on behalf of any person who is or was a director or officer of the organization, or is or was serving at the request of the organization as a director or officer of another organization, or as its representative in a partnership, joint venture, trust, or enterprise, against any liability asserted against such person and incurred in any such capacity or arising out of such status, whether or not the organization would have the power to indemnify such person.

Article XIII - Miscellaneous

- A. Fiscal Year - The fiscal year of the organization should be established, and may be altered by resolution of the officers from time to time as the board deems advisable. **The initial fiscal year should end June 30th and begin July 1st.**
- B. Severability - If any provisions of these Bylaws or the application thereof to any person or circumstances shall be held invalid or unenforceable to any extent by a court of competent jurisdiction, such provision shall be complied with or enforced to the greatest extent permitted by law as determined by such court, and the remainder of these Bylaws and the application of such provision to other persons or circumstances shall not be affected thereby and shall continue to be complied with and enforced to the greatest extent permitted by law.
- C. Construction - In constructing these bylaws, feminine or neuter pronouns shall be substituted for masculine forms and vice versa, and plural terms shall be substituted for singular forms and vice versa, in any place in which the context so requires. The section and paragraph headings contained in these bylaws are for reference purposes only and shall not affect in any way the meaning or interpretation of these bylaws. Terms such as "hereof," "hereunder," "hereto," and words of similar import shall refer to these bylaws in the entirety and all references to "paragraphs," "articles," and similar cross references shall refer to specific portions of these bylaws, unless the context clearly requires otherwise. Terms used herein which are not otherwise defined shall have the meaning ascribed to them in the South Carolina Nonprofit Corporation Act. All references to statutory provisions shall be deemed to include corresponding sections of succeeding law.
- D. Conflict between bylaws, articles and the act - The articles and the act (as either may be amended from time to time) are incorporated herein by reference. Any conflict between the terms of these bylaws, the articles, or the SC Nonprofit Act shall be resolved in the following order:
 - 1. The articles of incorporation
 - 2. The act
 - 3. These bylaws

Article XIX - Dissolution

- A. No monies raised will be refunded. In the event that the Band Boosters is dissolved, the Director of Bands may use funds at his or her discretion with the approval of the principal until the funds are depleted. After a written notice, the Bands of Barnwell County Booster Club LLC may be voluntarily dissolved by vote of the officers at a meeting called expressly for such purpose. Any such meeting must be attended by at least fifty percent (50%) of the officers. Upon a dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or to a private, nonprofit corporation which is an Internal Revenue code 501(c)(3) exempt organization, or shall be distributed to the federal government, or to a state or local government for public purpose. Selection of the specific Internal Revenue Code 501(3)(c) corporation(s) or other appropriate entity shall be designated prior to dissolution.

