

**CONSTITUTION AND BY-LAWS
ST.CHARLES EAST HS MUSIC BOOSTERS INC.**

Article I - Name and Purpose

Section 1.01. Name. The name of this organization shall be The St. Charles East HS Music Boosters INC.

Section 1.02. Purpose. The organization is organized and operated for the charitable and educational purposes of

- a. Promoting the music programs of St. Charles East High School
- b. Provide logistical and financial support for the music programs within the means and capabilities of the organization.
- c. Encourage parental, student body and community support by attendance at music functions.
- d. To solicit or otherwise raise funds to support the music program within the policies of this organization.
- e. Assist the music program directors within the limits of the Constitution of this organization.
- f. The organization shall in no way interfere with the directors of Directors or Fine Arts Department Head and will abide by all the rules and regulations of I.H.S.A , Community Unit School District 303.

Article II - Membership

Section 2.01. Qualification. All parents, guardians or other persons with a child enrolled in the Music Programs of St. Charles East High School. Membership shall be in four classes: Active, Honorary, Alumni and Patron.

- a. ACTIVE Any parent or guardian of a current music program participant. Active members have voting privileges.
- b. HONORARY Honorary members without voting privileges shall be awarded to:
 - a. Fine Arts Dept. Head
 - b. St. Charles East HS Principal
 - c. St. Charles East HS Music Program Directors
- c. ALUMNI Any former St. Charles East High School graduation who had participated in the music program
- d. PATRON A patron member shall consist of anyone contributing financially to this organization but without voting privileges.

Section 2.02. Rights and Responsibilities. The members shall have the right and responsibility to attend meetings and events sponsored by the organization, serve on committees and be nominated and elected to office. Voting members shall have the right to vote for the officers, review and approve the annual budget and approve amendments to these bylaws. No proxy or absentee voting will be allowed.

Section 2.03. Quorum. The members present at any membership meeting of the organization, provided at least five (5) members are present, shall constitute a quorum for the transaction of business. In the absence of a quorum the membership may not take action. In that event, any matter

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brought before the membership at a meeting at which a quorum is not present shall be discussed and decided by the Executive Board provided (3) Executive Board members are present.

Section 2.04. Meetings. There shall be at least one general annual meeting of the membership in May at which the officers are elected. Additional business meetings will be held on the first Monday of each month during the school calendar year unless cancelled at the discretion of the executive board. Special meetings may be held alone or in conjunction with an event sponsored by the organization as is determined by the Executive Board or at the request of ten (10) or more members in writing to the Executive Board. Notice of meetings shall be presented no less than 48 hours before and an agenda available for review through current communication means (Social Media, Website or E-mail)

Article III - Executive Board

Section 3.01. Membership. The Executive Board shall consist of the elected officers of the organization.

Section 3.02. Authority. The affairs, activities and operation of the organization shall be managed by the Executive Board. The Executive Board shall transact necessary business during the intervals between the meetings of the membership and such other business as may be referred to it by the membership or these bylaws. It may create Standing and Special Committees, approve the plans and work of standing and special committees, prepare and submit a budget to the membership for approval, and, in general, conduct the business and activities of the organization.

Section 3.03. Meetings. The Executive Board shall meet monthly with the general membership meetings and to conduct the affairs of the organization. All meetings shall be conducted in accordance with Roberts' Rules of Order, except where this is in conflict with these by-laws. In such an event, these by-laws shall govern.

Section 3.04. Quorum. A quorum of the Executive Board for the conduct of business shall consist of at least three (3) officers in attendance.

Section 3.05. Action without a meeting. Any action required or permitted to be taken at a meeting of the Board of Directors (including amendment of these bylaws) or of any committee may be taken without a meeting if all the members of the Board or committee consent in writing to taking the action without a meeting and to approving the specific action. Such consents shall have the same force and effect as a unanimous vote of the Board or of the committee as the case may be.

Section 3.06. Participation in Meeting by Conference Telephone. Members of the Board may participate in a meeting through use of conference telephone or similar communications equipment, so long as members participating in such meeting can hear one another.

Section 3.07. Reimbursement. Executive Board members shall serve without compensation with the exception that expenses incurred in the furtherance of the organization's business are allowed to be reimbursed with documentation in accordance with the organization's financial policies, and prior approval.

Article IV - Officers and Their Elections

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The Treasurer shall:

- Prepare an annual budget for review and approval by the members.
- Ensure that all funds are timely deposited in the organization's authorized bank account(s).
- Ensure that payments and disbursements are authorized by approved budget, or an amendment to the budget.
- Present a written financial report (including income and expenditures and comparing budgeted amounts to actual year-to-date amounts), at each General Membership Meeting of the membership and at other times as requested by the Executive Board.
- Maintain financial records (including financial reports, checkbook, bank statements, deposit slips, cash tally sheets, documentation regarding transactions, IRS Form 990 documents, etc.) and turn all over to the new treasurer.

These officers shall have the right to meet as a group, on an as-needed basis to plan the agenda and strategy of the organization.

Article VI - Finances

Section 6.01. Budget. The Executive Board shall present to the membership at the first regular meeting of the membership after the officers have been elected, or as soon thereafter as practicable, a budget of anticipated revenue and expenses for the year. This budget shall be used to guide the activities of the organization during the year, including serving as approval for anticipated expenditures. Any substantial deviation from the budget must be approved in advance by the membership. Exceptions may be made, with the approval of the president and at least one other executive board member, not including the treasurer, if the organization does not have a meeting scheduled in the time frame the funds are needed and the amount does not exceed \$500.00.

Section 6.02. Obligations. The Executive Board may authorize any officer or officers to enter into contracts or agreements for the purchase of materials or services on behalf of the organization.

Section 6.03. Loans. No loans shall be made by the organization to its officers or members.

Section 6.04. Checks. All checks, drafts, or other orders for the payment of money on behalf of the organization shall be signed by the Treasurer or by any other person as authorized in writing by the Executive Board, except that checks of \$2000 or more must have the signature of at least two officers, such as the Treasurer and the President. Checks shall bear notice of this requirement above the signature line as follows, "Two signatures required for checks in the amount of \$2000 or more."

Section 6.05. Banking. The Treasurer shall ensure that all funds of the organization are timely deposited to the credit of the organization in such banks or other depositories as determined by the Executive Board. All deposits and disbursements shall be documented by a receipt, an invoice, or other written documentation. All deposits and/or disbursements shall be made as soon as practicable upon receipt of the funds, normally daily, immediately after received and counted. In a situation where cash is collected, an additional signature verification is needed of cash collected and filed with

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the cash deposit.

If debit or credit cards are established in the name of the organization, a policy approved by the Executive Board shall be developed and used that includes a list of the authorized users, daily/monthly/annual spending limits, and review and oversight provisions. No personal charging on the card by the authorized users shall be allowed.

Section 6.06. Financial Controls. The organization shall adopt appropriate financial controls to ensure the integrity of its funds. Specifically, without limitation, the organization shall maintain separation of financial controls so that, minimally:

- All expenses must be approved by the membership by way of approval of an annual budget, or amendments thereto, or be approved by separate resolution of the Executive Board;
- Checks exceeding \$2000 must be endorsed by at least two officers authorized by resolution of the Executive Board, and checks of the corporation shall include above the signature line a notice to this requirement;

Section 6.07.

Section 6.08. Fiscal Year. The fiscal year of the organization shall be from June 1 to July 1 but may be changed by resolution of the Executive Board.

Section 6.09. Financial Record Retention. All records of the organization shall be maintained and destroyed in accordance with law, and standard record retention guidelines. Financial records shall be maintained as follows:

RECORD TYPE: Year-end Treasurer's financial report/statement, annual Internal Financial Review Reports, IRS Form 990s

STORAGE: Store in corporate record book, binder, or cloud-based software.

PERIOD OF TIME: At least seven (7) years ,consider keeping permanently.

RECORD TYPE: Bank statements, canceled checks, check registers, invoices, receipts, cash tally sheets, investment statements, and related documents Compile & file records on a yearly basis.

STORAGE: Store in binder or cloud-based software.

PERIOD OF TIME: Seven (7) Years Store w/financial records. Destroy after seven years.

RECORD TYPE: Treasurer's reports (monthly) Compile & file records on yearly basis.

STORAGE: Store in binder or cloud-based software.

PERIOD OF TIME: Three (3) Years Store w/ financial records. Destroy after three years.

ARTICLE VII Fund-Raising

Section 7.01. Fund-Raising efforts must be voluntary.

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Section 7.02. Fund-Raising efforts must be to support the organizations purposes and/or activities, the general welfare, a charitable cause, or the educational experiences of students generally.

Section 7.03. The funds shall be used to the maximum extent possible for the designated purpose.

Section 7.04. From time to time, in limited circumstances with respect to product sales and service activities only, this organization may provide 'credit' towards a sub-set group trip or activity to the group in which members of the group voluntarily participate in such fundraising activities. At no time will an individual be credited nor at any time may an individual seek to "withdraw" funds from a group account in which they were a participant or personally direct how those funds are used by the organization. All sub-set fundraising will be shared equally by all members participating in the activity regardless of their participation in fundraising.

All funds of the organization must be controlled by, and used to further the organization's tax exempt public purpose. The organization and not the voluntary fundraising participant will control and decide how all funds are used.

ARTICLE VIII - Indemnification

Every member of the Executive Board, officer or employee of the Corporation may be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board, officer or employee in connection with any threatened, pending, or completed action, suit or proceeding to which she/he may become involved by reason of her/his being or having been a member of the Board, officer, or employee of the Corporation, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of her/his duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Board approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such member of the Board, officer or employee is entitled.

ARTICLE IX – Non-Profit Status

This organization is organized and operated exclusively for the charitable and educational purposes within the meaning of 501(c)(3) of the internal revenue code as a subordinate organization of Parent Booster USA which has 501(c)(3) status.

No substantial amount of the activities of the organization shall be the carrying on of propaganda or otherwise attempting to influence the legislation and this organization shall not intervene (including publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Upon dissolution of this organization, its assets shall be disposed of exclusively for the purposes of the corporation or distributed to such organizations organized and operated exclusively for charitable purposes which shall, at the time, qualify as exempt organization under section 501(c)(3), or shall be distributed to the federal government, or to a state or local government, for a public purpose.

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No part of the net earnings of the corporation shall inure to the benefit of or be distributed to any director, employee or other individual, partnership, estate, trust or corporation having a personal or private interest in the corporation. Compensation for services actually rendered and reimbursement for expenses actually incurred in attending to the affairs of this organization shall be limited to reasonable amounts.

ARTICLE X -

These Bylaws may be amended at any regular or special meeting of the membership by a majority vote of the members present, provided that at least thirty (30) days' notice of the proposed amendments has been made to the membership, or alternatively the membership waives the required notice.