

BYLAWS OF THE BOOSTERS OF THE NORTH POSEY PERFORMING ARTS

Approved March 2021

ARTICLE I - NAME

SECTION ONE: ORGANIZATION

We shall be called Boosters of North Posey Performing Arts, Inc. hereafter referred to as the "Organization." Said Organization is designed exclusively for charitable educational purposes in accordance with the Internal Revenue Service class code 501(c)(3) to support the development of the performing arts in the Metropolitan School District of North Posey County, hereafter referred to as the "School Corporation."

ARTICLE II – PURPOSE AND POWERS

SECTION ONE: MISSION

We are dedicated to encouraging and nurturing the talent, creative spirit, and leadership skills of each student at MSD of North Posey County who has a passion for the performing arts. We provide students, parents, faculty, and staff the resources and support they need to ensure the success of our students.

SECTION TWO: SERVICES

Neither the Organization nor its members, agents, or employees are part of the administration of any of the Performing Arts departments or the School Corporation. Nor shall they, in any way, hamper or dictate policy or influence membership in any phase of the departments or seek to influence any Performing Arts director in the performance of their duties.

SECTION THREE: POWERS AND LIMITATIONS

- 1) The Organization shall have the power, directly or indirectly, alone or in conjunction or cooperation with others, to do any and all lawful acts which may be necessary or convenient to affect the charitable purposes, for which the Organization is designed, and to aid or assist other organizations or persons whose activities further accomplish, foster, or attain such purposes. The powers of the Organization may include, but not be limited to, the acceptance of contributions from the public and private sectors, whether financial or in-kind contributions.
- 2) The Organization shall operate in conjunction with the School Corporation. The Organization, its actions, and its agents are subject to the oversight of the School Corporation which includes the performing arts Directors, School Administrators, and the School Board.

- 3) Notwithstanding any other provision of these Bylaws, no director, officer, employee, member, or representative of the Organization shall take any action or carry on any activity by or on behalf of the Organization not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code as it now exists or may be amended, or by any organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as it now exists or may be amended. No part of the net earnings of the Organizations shall inure to the benefit or be distributable to any director, officer, member, or any other private person, 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 in these Bylaws.

SECTION FOUR: CORE BELIEFS

We believe that the performing arts are co-curricular in nature and important to the educational and personal development of each child. We know that students who participate in co-curricular activities tend to perform better in other academic areas. We also understand that participation in the performing arts requires financial commitment from the school corporation, students, and parents. We desire to alleviate those financial burdens so that every student has equal access to a high-quality performing arts education.

SECTION FIVE: DISTRIBUTION UPON DISSOLUTION

- 1) Upon termination or dissolution of the Boosters of North Posey Performing Arts, Inc., any assets lawfully available for distributions shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving Organization.
- 2) The organization to receive the assets of the Boosters of North Posey Performing Arts, Inc. hereunder shall be selected in the discretion of a majority of the managing body of the corporation, and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Boosters of North Posey Performing Arts, Inc. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference is practicable to organizations located within the State of Indiana.
- 3) In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to the Boosters of the North Posey Performing Arts, Inc., then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the MSD of North Posey County to be added to an appropriate fund.

ARTICLE III – MEMBERSHIP

SECTION ONE: REQUIREMENTS

Any person who is 18 years or older and interested in furthering the development of the performing arts at the School Corporation may become a member of the Organization. All parents and guardians of students enrolled in the North Posey Performing Arts program shall automatically be registered as members of the organization.

SECTION TWO: DUES AND FEES

Dues for membership of the organization shall be included in each student's program fee for band and/or choir.

SECTION THREE: RIGHTS AND PRIVILEGES

Membership is confirmed by the Secretary and Treasurer after dues have been paid. Members have the right to vote, serve on committees, and participate in open meetings. Members also have the privilege of attending fundraisers and events sponsored by the Organization.

SECTION FOUR: SUSPENSION OF MEMBERSHIP

Membership must be renewed each fiscal year by the date of the first regular meeting in August. Failure to pay program fees or violation of any bylaws will result in an automatic, indefinite suspension of membership. Membership shall be restored after the Secretary and Treasurer confirm that all applicable dues have been paid. Membership can also be suspended by a majority vote of all members and confirmation by a majority vote of the Executive Board. Members have the right to attend an Executive Board open meeting to submit a written and/or oral state to ensure due process.

ARTICLE IV – EXECUTIVE BOARD

SECTION ONE: PURPOSE AND POWERS

The Executive Board may care for any business that may arise and need immediate attention between regular monthly meetings, including but not limited to financial actions and organizational planning. The Executive Board may not execute any funds not appropriated in the annual budget without a majority vote of members present and voting at a meeting of the Organization.

SECTION TWO: MEMBERSHIP

The Executive Board shall consist of the faculty and staff hired by the School Corporation to direct the Band, Choir, Theatre, and/or any other performing art as well as the following five elected Officers: President, Vice President, Secretary, and Treasurer.

SECTION THREE: TERMS OF OFFICE

Elected Officers shall serve for a term of 24 months each. The President and Secretary shall be elected in years ending with an odd number. The Treasurer and Vice President shall be elected in years ending with

an even number. Newly elected officers shall assume their elected position 14 days after being elected and should be shadowed by their outgoing predecessor for up to four months to train and maintain continuity.

SECTION FOUR: OFFICER REQUIREMENTS

The Organization may suspend any one or more of these provisions and requirements by affirmative vote of two-thirds of the members present and in good standing. A suspension of any of these requirements shall apply to all candidates in the current fiscal year and cannot be applied to only one single candidate.

- 1) No two members of the same immediate family shall serve concurrent terms.
- 2) Officers should have at least one student participating in a performing arts activity or class at the School Corporation during at least one academic semester of the term of office.
- 3) Officers must have been members for at least one year between the date of confirming their first membership dues and the date of election. No member shall be penalized for suspending or terminating their membership between the date of confirming their first membership dues and the date of election.
- 4) Officers shall not serve in two offices simultaneously. If a current officer is elected to a different office during their term, they immediately vacate their previous office. A special election may take place to replace the vacated office.
- 5) Officers shall be in good financial standing with the Organization.

SECTION FIVE: SUCCESSION AND VACANCY

Officers may succeed themselves in the same office for no more than three (3) consecutive terms or a maximum of 6 years.

- 1) In the event that the President is permanently unable to fulfill their duties or resigns, the Vice President shall immediately assume the office of President and complete the former officer's term.
- 2) In the event that the Treasurer is permanently unable to fulfill their duties or resigns, the President shall immediately assume the office of Treasurer and complete the former officer's term.
- 3) All other vacant positions that result from succession, removal, or resignation shall be filled by a special election held within sixty (60) days. The Executive Board may temporarily fill a vacant office with any member or officer by majority vote of the Executive Board until such time that a special election can be held.

SECTION SIX: DUTIES OF OFFICERS

Officers shall perform their duties as assigned by Title III, Article IV of the National Constitution and Bylaws and shall perform the following additional duties:

- 1) President – The President's duties shall include but not be limited to: organize and preside over all regular monthly meetings and Executive Board meetings in a proficient and orderly manner in accordance with Roberts Rules of Order (most recent and revised version); guide committees, officers, and coordinators to assure compliance with IRS code class 501(c)(3); ensure activities and functions of the Organization are in compliance with our Bylaws; serve as custodian in conjunction with the Treasurer of all monies; and perform any other functions pertaining to the office of

President in the best interest of the Organization. The President does not vote except to decide a tie vote. The President may appoint an officer or member to temporarily fulfill the duties of another officer if that officer is temporarily absent or incapacitated but does not wish to resign.

- 2) Vice President – The Vice President’s duties shall include but not be limited to: assist the President with any and all duties requested; coordinate with all committees and coordinators; automatically serve as Acting President with all duties and provisions if the President is temporarily absent or incapacitated but does not wish to resign.
- 3) Secretary – The Secretary’s duties shall include but not be limited to: document and preserve all regular meeting minutes of the Organization; document and preserve all Executive Board meeting minutes; deliver the most recent meeting minutes to members at each regular monthly meeting; coordinate with the Treasurer and Co-Treasurer to keep an updated list of active members of the Organization; work with the Treasurer and Co-Treasurer to complete and update financial documents including tax documents and gaming licenses; maintain all non-financial student and volunteer records and background checks in accordance with school corporation rules and state and federal law; maintain all student and volunteer medical records in accordance with School Corporation rules and state and federal law; oversee mass communication via newsletter, e-mail, or other technology or work with a Coordinator to achieve such tasks.
- 4) Treasurer – The Treasurer’s duties shall include but not be limited to: serve as custodian of all monies; collect monies due; deposit all funds; maintain accurate bookkeeping records; execute funds authorized by IRS code class 501(c)(3) and Article VII of our Organization Bylaws; complete and update financial documents including tax documents and gaming licenses; design and present an annual budget to the membership of the Organization; submit all treasury records for an annual audit conducted by a certified accountant hired by the Organization; work with the Co-Treasurer to complete any and all authorized financial tasks as they deem appropriate.
 - a. The Treasurer and any other members, officers, agents, or employees of the Organization who have the authority to execute funds on behalf of the Organization shall be bonded. Any costs associated with bonding shall be paid by the individual being bonded unless the Organization has authorized paying for such in accordance with Article VII of these Bylaws.
 - b. The Treasurer must complete all tax forms (990’s, 1099’s, NP20, Gaming Licenses, etc.) before the end of their term for the records they were responsible for. Upon the closing of the fiscal year, all tax documents must be approved and signed by a certified accountant who shall be voted on in the annual budget meeting.

SECTION SEVEN: BOARD MEETINGS

Meetings of the Executive Board should be held bi-monthly, alternating with regular meetings, with special meetings as needed. The meeting schedule shall be set by the President and announced to all members at least three (3) days in advance. Any portion of an Executive Board meeting may be closed to membership and the general public with a majority vote of Executive Board members present and voting. Minutes should be recorded by the Secretary and presented to the organization at the next regular monthly meeting.

SECTION EIGHT: RESIGNATION

In the event that an officer is unable to fulfill their duties during their term of office, the officer may submit a letter of resignation to the President or Presiding Officer. The resignation shall take effect on the date of the receipt of the notice or any later time specified in the notice. The acceptance of the resignation shall not be necessary for it to take effect.

SECTION NINE: REMOVAL

For due cause and in the best interest of the Organization, an elected officer may be considered for removal from office. A member in good standing must submit written notice to the President at least two (2) weeks before the next meeting that they will make a motion to remove an officer. In the event that the officer in question is the President, notice may be sent to the Vice President. The President or Vice President must immediately inform said officer of the pending action and give them the opportunity to respond in writing at the next meeting. Discussion regarding removal will be limited to written statements from the officer in question and the member making the motion to remove. Two-thirds majority of the entire membership may decide to remove an officer at a regular meeting.

ARTICLE V – ELECTIONS

SECTION ONE: MAKING NOMINATIONS

A nomination ballot and list of members in good standing will be mailed or emailed to all current members by March 1. Nominations may be made by paper ballot or by voice at a meeting. No nominations will be accepted by phone or email. Nomination ballots may be mailed back to the Organization's Post Office box or emailed to the Secretary by the postmark date set by the Executive Board. Ballot nominations sent by proxy must be signed on the seal of the envelope and submitted at or before the May regular meeting. Nominations by voice may only be submitted at the May regular meeting.

SECTION TWO: ACCEPTING OR DECLINING NOMINATIONS

Nominations may be accepted or declined by the nominee at the April meeting. If the member is not present, the Secretary will attempt to contact the nominee by phone and email. Nominations may be accepted or declined in-person or by phone within three (3) business days.

SECTION THREE: LIST OF CANDIDATES

A list of verified candidates will be sent via email to all current members after nominations have closed. Ballots will not be mailed automatically to all members.

SECTION FOUR: ABSENTEE BALLOTS

Members in good standing may request an absentee ballot from the Secretary. The Secretary must keep a register of absentee ballots sent to members who request them. Absentee ballots must be sealed in an envelope with the member's signature on the seal. The envelope may be placed in the safety deposit box at school or mailed to the Organization's Post Office box by a date set by the Executive Board.

SECTION FIVE: VOTING IN ELECTIONS

Voting will take place by secret ballot at the regular meeting in May. The ballots will be collected and counted by a group of three individuals including the President, a Director, and one (1) member selected by the President.

SECTION SIX: RUNOFFS

If no candidate is able to achieve a plurality of votes after the first attempt, the body shall re-vote utilizing a system of preferential voting: the top two candidates in terms of votes will be the only remaining names on the official ballot for a runoff election. The body shall re-vote in the same meeting until a plurality of votes is achieved or the floor for nominations is reopened.

SECTION SEVEN: SPECIAL ELECTIONS

A special election shall be held if a current officer is elected to another office during their current term. In a special election, members may nominate candidates for the vacated office and hold elections in the same meeting or postpone the election to a later date.

ARTICLE VI – MEETINGS

SECTION ONE: QUORUM

Quorum shall be defined as at least six members in good standing who are currently present. A list of all active members shall be kept by the Secretary and provided to any member upon request.

SECTION TWO: FREQUENCY

Regular meetings of the membership shall be held bi-monthly. The time and place of regular meetings shall be determined by the Executive Board and announced by phone, email, and/or social media one week in advance. All members must have sufficient notice of any scheduling by phone, email, or in writing at least five (5) days in advance.

SECTION THREE: ANNUAL PLANNING

The annual planning meeting shall be held at the beginning of the fiscal year in early June to review the approved budget and set an annual meeting and performance calendar. If the Executive Board deems necessary, the Annual Planning meeting may be held at the same time as the regular monthly meeting in June or be separated into two meetings held in the same month of June.

SECTION FOUR: SPECIAL MEETINGS

Special meetings may be called by a unanimous vote of the Executive Board or a majority of members present and voting at any regular meeting or a petition signed by at least twenty-five percent of members currently in good standing. A special meeting may be called for any purpose and at any time so long as the membership have a minimum of one week notice prior to the meeting.

SECTION FIVE: GUESTS

Guests are welcome to attend open meetings of the Organization to learn more about our procedures and consider becoming members. We invite guests to ask questions when appropriate. However, the rights and privileges of holding office, making motions, debating, and voting shall be limited to the members of the Organization who are in good financial standing.

ARTICLE VII – COMMITTEES & COORDINATORS

SECTION ONE: CREATING COMMITTEES

New committees not already found in our Bylaws can be created by a majority vote of members present and voting at a regular meeting or by the majority vote of the Executive Board. The general purpose and description of a committee shall be included in the motion that created it.

SECTION TWO: APPOINTMENT

After a committee or coordinator position has been created and announced, members of the Organization may contact the President to request appointment. The President shall select an appropriate number of appointees to be approved by a majority vote of the Executive Board. The Executive Board may amend or approve the appointees by majority vote. A minimum of three (3) members must serve on any committee. Officers may also serve as Coordinators or committee members. The President and/or Vice President may serve on any committee as an ex-officio member only. There is no limit to the number of appointments a member may hold at any one time.

SECTION THREE: COMMITTEE MEETINGS

Committees should meet with regular frequency determined by a majority of committee members. Committee members who have difficulty with any meeting schedule should consult with the President to help coordinate a different schedule. All committee meetings must be announced five (5) days in advance. With the exception of the Executive Committee, all committee meetings are open to members and guests; only the Executive Committee may vote to enter a closed meeting for the purpose of discussing finances, personnel, or other topics deemed appropriate.

SECTION FOUR: POWERS AND RESPONSIBILITIES

Committees have the power and responsibility to actualize the directives given to them by the body that created the committee. Committees cannot execute funds not previously authorized by a majority vote of members in a regular meeting. Committees should work with other members, committees, coordinators, and officers to accomplish their goals. When committee work may interfere with the work of another committee, coordinator, or officer, the committee should request guidance from the President.

SECTION FIVE: STANDING COMMITTEES

Standing Committees are automatically created at the beginning of each fiscal year and continue working throughout the fiscal year. Standing Committee members must be reappointed each fiscal year. Examples of standing committees include a Bylaw Review Committee, Field of Dreams Committee, and Fundraising Committee.

- 1) Bylaw Review Committee – The Bylaw Review Committee is a standing committee that reviews and suggests edits to the Organization’s bylaws. At minimum, the Bylaw Review Committee must include all Directors at the School Corporation, one (1) current officer, one (1) parent with at least two years membership experience, one (1) parent with less than two years membership experience, and any other member or members approved by the Executive Committee. If a parent with two years membership experience is unavailable then the President shall select another member to be approved by the Executive Board.

SECTION SIX: SPECIAL COMMITTEES

Special Committees have temporary responsibilities and continue working until their task is completed or they are dissolved by a majority vote of the membership or Executive Committee. Examples of special committees include Band Banquet Committee, Special Event Committee, Contract Committee, etc.

SECTION SEVEN: COORDINATORS

Coordinator positions may be created by the majority vote of the Executive Board or by a majority vote of members at a regular meeting. Coordinator positions may include, but are not limited to: Kid Care, Meals, Concessions, Honor Choir, IMEA Festival, Musical, Props, Travel, Pit Crew, New Parent Liaison, Website/Social Media.

ARTICLE VIII - FINANCES

SECTION ONE: FISCAL YEAR

The fiscal year of the organization shall be defined as July 1 through June 30 of the following year.

SECTION TWO: CONTRACTS

All contracts for hired staff must be approved by a majority vote of the Executive Board. A special committee may be created for the purpose of drafting such a contract.

SECTION THREE: ANNUAL BUDGET

An annual budget shall be presented to the membership at the regular meeting in February for the upcoming fiscal year. The annual budget may be amended but must be approved by a majority vote of members present and voting at a regular or special meeting. Updates or amendments to the annual budget may be presented by the treasurer at any regular meeting and must be approved by a majority vote of members present and voting.

SECTION FOUR: ACCOUNT ACCESS

The Treasurer may suggest individuals to be listed on any financial account to be approved by a majority vote of the Executive Board. Bank card use (including the use of a PIN) must be approved and authorized by the Treasurer and Co-Treasurer. Appropriate transaction limits may be set by the Treasurer. The Treasurer shall keep a register of who, when, and where any credit or debit card is distributed and received.

SECTION FIVE: DEPOSIT OF MONIES

All deposits must be counted and verified by two (2) members. All bank deposits must be made as soon as possible within two (2) weeks of receipt.

SECTION SIX: EXECUTION

Any execution of funds must be approved by the Treasurer and Co-Treasurer within the scope of the fiscal budget approved according to Article VIII. No monies may be spent in excess of the budget or budget area without a special amendment to the annual budget.

SECTION SEVEN: REIMBURSEMENT

No members will be reimbursed for purchases without pre-approval from the Treasurer and Co-Treasurer as authorized by a majority vote of the Organization.

SECTION EIGHT: CONFLICT OF INTEREST

No member, Officer, or Director may create or vote on a financial motion in which they or their immediate family will financially profit.

SECTION NINE: AUDIT

The Treasurer shall order an annual audit of all bookkeeping and finances with a certified accountant. The results of the audit shall be made available to all members at the next regular meeting.

SECTION TEN: LOANS

The Organization may secure a credit card account upon a majority vote of the membership. No other loans shall be contracted on behalf of the Organization for any reason.

SECTION ELEVEN: BANK ACCOUNTS

The Treasurer may open or close, with a majority vote of Organization members present and voting, bank accounts for any purpose authorized by the Organization. Suggested accounts include but are not limited to: General Fund, Concessions, Trips, etc.

SECTION TWELVE: STUDENT TRIP ACCOUNTS

- 1) The Treasurer and Co-Treasurer may use licensed financial or productivity software to track and organize individual student trip accounts for the purpose of educational and social field trips sponsored by the Organization. Student trip accounts may be combined into one or more accounts at a single financial institutions.
- 2) Before a fundraiser begins, a majority of members present and voting at a regular meeting may authorize fundraiser profits (or a portion thereof) to be allocated toward individual student trip accounts.
- 3) To spend money in a trip account, the student's parent or guardian must contact the Treasurer in writing at least two weeks before the trip payment deadline. A qualifying trip must be sponsored or organized by the Organization or be authorized by a majority vote of members present and voting at a regular meeting. The funds may also be used for annual participation fees (e.g. Band/Choir Fees).
- 4) When a student graduates or departs MSD of North Posey County, the student's parent or guardian shall have sixty (60) days to notify, in writing or email, how the funds should be distributed. Money deposited by the parent or student may be withdrawn by check. All other credits may be donated to another student in the Organization (e.g. sibling, friend), the General Fund, or similar account of the Organization.
- 5) If the student's parent or guardian does not authorize any distribution within sixty (60) days of graduation or departure from MSD of North Posey County, the money in the student's sub-account will be donated to the Organization's General Fund or similar account.

ARTICLE IX – MISCELLANEOUS AND AMENDMENTS

SECTION ONE: ACCEPTABLE USE POLICY

All Officers and Directors shall have administrative access to all social media and website accounts upon request. All members shall abide by the Acceptable Use Policy of the School Corporation when utilizing

Organization technology and social media. Members who violate the Acceptable Use Policy may have their comments removed and/or privileges revoked.

SECTION TWO: AMENDMENTS

- 1) These Bylaws may be amended, altered, repealed, or restated provided that not amendment would cause the corporation to cease to qualify as an exempt corporation under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- 2) Proposed amendments must be submitted in writing at a regular meeting. The proposed amendment language shall be documented in the meeting minutes and sent to members. All amendments must be reviewed and approved by a majority vote of the Bylaw Review Committee setup in Article VII, Section Five, Part One.
- 3) The Bylaw Review Committee shall have sixty (60) days to consider any amendment. The committee may revise and prepare a final draft of the amendment for the Organization or table the amendment indefinitely. A final decision, brief written explanation, and final draft must be presented to the membership at a regular meeting within sixty (60) days and documented in the minutes.
- 4) Once the Bylaw Review Committee approves and announces the final draft of the bylaw change, members shall have thirty (30) days to review the change All bylaw amendments must be ratified by a two-thirds majority of members present and voting at a regular meeting.
- 5) No bylaw amendment may be considered if it is pending or tabled by the Bylaw Review Committee. No bylaw amendment may be considered more than once during any fiscal year.