

BYLAWS TO THE ARTICLES OF INCORPORATION of the SARASOTA HIGH SCHOOL MIGHTY SAILOR BAND BOOSTERS, INC.

ARTICLE I NAME

The name of the Corporation shall be:

Sarasota High School Mighty Sailor Band Boosters, Inc., hereafter referred to in these Bylaws as the Corporation.

ARTICLE II MEMBERSHIP

To obtain voting membership in the Corporation, each person must fulfill criteria for membership in each of the following categories:

- Membership Qualifications (Section 1)
- Membership Criteria (Section 2)
- Membership Fees (Section 3)
- Membership Registration (Section 4)

Section 1. Membership Qualifications

Membership in the Corporation is open to any adult who is interested in the Sarasota High School Band program and who endorses the purposes and policies of the Corporation, subject only to compliance with the provisions of the Bylaws. No person shall be excluded from participating membership in this Corporation by reason of age, race, color, religion, sex, or national origin, except that such person must be over the age of 21.

Section 2. Membership Criteria

Membership is restricted to persons meeting one the following criteria:

- Is a parent or guardian of an active Sarasota High School Band member;
- Is a parent or guardian of a former Sarasota High School band member, or a concerned adult, who maintains an interest in the Sarasota High School Band program and is willing to demonstrate this interest through service to the Sarasota High School Band program. Such interested party may request voting membership status from the Corporation Executive Board and, upon approval, will be accorded full voting membership rights. If the interested party is denied membership by the Executive Board, they may petition the entire existing voting membership for membership rights. The petition shall be made in writing at least two weeks prior to a regularly scheduled meeting to all

registered members of the Corporation via United States Postal Service first class mail. A motion must be made at the regular meeting accompanied by a second to allow the petitioner to receive membership. A decision by the majority of voting members present is the final authority.

Section 3. Membership Fees

Each voting member shall be obligated to pay an annual membership fee of five (5) United States dollars (payable to Sarasota High School Mighty Sailor Band Boosters) to maintain their voting membership status. Failure to pay the membership fee shall result in revocation of voting membership status.

Section 4. Membership Registration

Each person desiring to become a voting member of the Corporation must sign the official voting membership records of the Corporation which will be kept by the Corporation Secretary. By signing the voting membership records, the prospective member indicates they have fulfilled the membership requirements and desire to become a participating and voting member of the Corporation.

The membership registration shall be countersigned by the Corporation Secretary as indication that all membership conditions have been met.

Upon registration of the person and counter-signature by the Corporation Secretary, the person shall be accorded all rights and privileges of a voting member of the Corporation.

ARTICLE III OFFICERS

The Executive Board and its officers will be established as specified in the Articles of Incorporation of the Sarasota High School Mighty Sailor Band Boosters, Inc.

Section I. Officers

The officers of the Corporation shall consist of a President, Vice President, Secretary, and Treasurer. These four (4) officers and the Band Director of the Mighty Sailor Band will comprise the Corporation Executive Board. These officers shall perform the duties prescribed by these Bylaws, represent the Corporation to the state, conduct the business of the Corporation, and execute parliamentary authority as adopted by the Corporation.

- (a) The officers shall be elected to serve for one year, and their term of office shall coincide with the Corporation's fiscal year.
- (b) No member shall hold more than one office at a time.
- (c) No member shall be eligible to serve more than two consecutive terms in the same office.
- (d) There may not be more than one officer per family on the Executive Board.

ARTICLE IV DUTIES OF OFFICERS

The officers shall serve the Corporation by performing the following duties.

Section 1. President

The President shall:

- serve as chairman of the Executive Board;
- have oversight responsibility for the financial operations of the Corporation;
- have oversight responsibility for the Corporation's compliance with all governmental regulations and registrations;
- appoint special committees or committee chairmen to assist with special projects or presidential responsibilities;
- preside at all meetings of the Corporation and of the Executive Board at which he may be present;
- serve as an ex officio member of all committees except the Nominating Committee; and
- perform other duties as assigned to him by the Corporation or the Executive Board or as prescribed in these Bylaws so long as they pertain to the office of President.

Section 2. Vice President

The Vice President shall:

- act as an aide to the President and shall perform the duties of the President in the absence or disability of that officer; and
- perform other duties and participate in other committees as determined by the President or the Executive Board.

Section 3. Secretary

The Secretary shall:

- record the official minutes of all meetings of the Corporation and of the Executive Board;
- maintain complete and accurate records of the Corporation activities;
- keep voting membership records for the Corporation, which shall minimally include:
 - Name of Booster member
 - Address

- Date of Application for Booster membership
- Student(s) name
- Student(s) normal graduation year;
- maintain other information as deemed necessary or desirable by the Corporation Secretary or Executive Board;
- report officer changes immediately to the Florida Secretary of State and the IRS;
- report officer changes within ten (10) days of their installation to the Florida Department of Agriculture and Consumer Affairs;
- provide election results and corresponding minutes in order to authorize appropriate signatories for all financial accounts; and
- perform other duties as determined by the Executive Board.

Section 4. The Treasurer

The treasurer shall:

- have custody of all Corporation funds;
- be responsible for the financial operations of the Corporation;
- keep a full and accurate account of receipts and expenditures;
- make disbursements in accordance with the approved budget or as authorized by the Corporation or the Executive Board;
- present a financial statement at every meeting of the Corporation and at other times when requested by the Executive Board;
- be responsible for complete and accurate preparation of financial reporting to governmental agencies regulating the Corporation;
- comply with all state and federal regulations as they pertain to the finances of the Corporation;
- submit IRS Form 990 not later than one hundred eighty (180) days after the end of the fiscal year;
- submit the Annual Filing of the Registration Statement with the Florida Department of Agriculture and Consumer Affairs no later than February 1 each year; and
- make a full written financial report of all receipts and disbursements for the most recent preceding fiscal year at the Annual meeting in May.

The Treasurer's accounts shall be examined annually by an independent auditor who will verify their accuracy and sign a statement to that effect.

Section 5. All Officers

All Corporation officers shall:

- perform duties as prescribed in parliamentary authority in addition to those outlined in these Bylaws and assigned from time to time;
- deliver to their successors all official material not later than ten (10) days following the Annual meeting, at the close of which their successors will begin their official terms. The Treasurer shall do so no later than thirty days after said meeting.

ARTICLE V THE EXECUTIVE BOARD

Section 1. Executive Board Defined

The officers of the Corporation, including the Band Director of the Sarasota High School Mighty Sailor Band, shall constitute the Executive Board.

Section 2. Executive Board Duties

The Executive Board shall:

- transact necessary business in the intervals between general membership meetings and other business as assigned to it by the Corporation;
- fix the time and place of general membership meetings;
- make recommendations to the Corporation;
- appoint an auditor at the Annual Meeting to audit the Treasurer's accounts;
- prepare and submit a budget to the Corporation for the current fiscal year;
- approve routine bills and unforeseen expenses within the limits of the budget;
- approve payments in excess of fifteen hundred (1500) dollars of approved budgetary expenditures;
- grant the Treasurer authority to expend approved budgetary expenditures under fifteen hundred (1500) dollars;
- require multiple signatures for expense checks that exceed fifteen hundred (1500) dollars; and
- perform other duties as specified in these Bylaws.

Section 3. Annual Executive Board Meeting Transition

A meeting of the outgoing Executive Board and the newly elected Executive Board shall be held between the election at the Annual Meeting and the installation.

Section 4. Conflict

The Executive Board shall be subject to the orders of the Corporation and none of its acts shall conflict with action taken by the Corporation.

Section 5. Meeting Schedule

Unless otherwise ordered by the Board, regular meetings of the Executive Board shall be held monthly during the school year. A majority of the Executive Board shall constitute a quorum. Special meetings of the Executive Board may be called by the President or shall be called at the request of three members of the Board.

Section 6. Restrictions

No member of the Executive Board shall be paid by the Corporation for Executive Board membership, work performed therein, or activities conducted by the Executive Board. Executive Board members may be reimbursed for actual, reasonable, and customary expenses incurred in performance of corporation business.

ARTICLE VI MEETINGS

Section 1. Regular Meetings

Regular meetings of the Corporation shall be held according to an agreed upon schedule from September through May at Sarasota High School unless otherwise ordered by the Corporation or by the Executive Board. If the date or place of the meeting is changed, a written notice shall be given to all registered voting members at least two weeks prior the meeting. The Executive Board shall be responsible for establishing the Corporation meeting schedule in August each year and notifying its membership.

Section 2. Special Meetings

Special meetings may be called by the President or by the Executive Board or at the written request of ten members of the Corporation. Except in an emergency, at least seven days written notice shall be given.

Section 3. Annual Meeting

The regular meeting immediately preceding the end of the fiscal year shall be known as the 'Annual Meeting' and shall be for the purpose of electing officers, receiving reports of officers and committees, and for any other business that may arise.

Section 4. Quorum

Ten members shall constitute a quorum for the transaction of business in any

meeting of the Corporation, provided that a majority of the Executive Board is in attendance, except for the business of amending these bylaws (see Article X).

ARTICLE VII FINANCES

Section I. Fiscal Year

The fiscal year of this Corporation shall extend from June 1 to May 31 each year.

Section 2. Use of Funds

All funds of this Corporation shall be used in accordance with IRS Code 501(c)(3). Funds shall be used for official corporation business, hiring music instructors to support the Sarasota High School Band Department, and purchasing equipment, goods, and services necessary to support fund-raising activities and for use in the Sarasota High School Band program.

Section 3. Accounting of Funds

In accordance with the purpose of the Corporation, the Corporation shall keep accurate records of corporation funds, both operating funds and designated funds. Operating funds are defined as funds belonging to the Corporation for the purpose of fulfilling its mission. Designated funds are those funds that have been earned or contributed for special, 'designated' purposes, including student fund accounts.

Student fund accounts shall be established for each student member of the Sarasota High School Band program. As various fund-raising activities occur, and in accordance with the guidelines established by the Corporation membership, funds may be designated to participating student fund accounts. Such funds will belong to the student for as long as that person is a student at Sarasota High School and enrolled in the Sarasota High School Band program. When such student is no longer enrolled at Sarasota High School, funds in the student fund accounts will revert back to the Corporation general account. A student at Sarasota High School who accumulates funds in a student fund account, but who leaves the band program, will retain those funds with the Corporation until that student is no longer a Sarasota High School student, upon which time the funds are placed into the Corporation general accounts. An exception to this policy will be granted to students with younger siblings. Leftover funds will be reserved for a younger sibling and placed into their student fund account when they become a member of the Sarasota High School Band program so long as the leftover funds exceed fifty (50) dollars and a parental statement of intent is signed. The time limit for this exception is five years.

Section 4. Dissolution

A majority vote of all registered voting members will be needed to dissolve this Corporation.

In the event this Corporation is dissolved, all liabilities shall be satisfied after which all remaining assets shall be given to the Sarasota High School Band program. A complete-accounting of student fund accounts will be presented to the Sarasota High School Band program within 30 days after dissolution. Upon dissolution, no asset shall be distributed to any member or officer of this Corporation.

ARTICLE VIII STANDING AND SPECIAL COMMITTEES

Standing and special committees may be created as necessary by the Corporation, the President, or the Executive Board. Such 'standing' or 'special' committees will have the authority to make recommendations to the Corporation and/or Executive Committee, but will not have decision-making authority that would supplant the authority of the Corporation's voting membership or the Executive Board. The President shall be an ex officio member of all these committees except the Nominating committee.

Section I. Standing Committees

(a) Membership Committee

1. Volunteers

- Concessions
- Chaperones

2. Communications

- Sectional Phone Tree
- Website

3. Fellowship

4. Banquets

(b) Fund Raising

(c) Uniform Maintenance & Repair

(d) Equipment

1. Instrument & Equipment Maintenance & Field Displays
2. Transportation & Field Setup

(e) Concession Stand

ARTICLE IX PARLIAMENTARY AUTHORITY

The most current edition of Roberts Rules of Order shall govern the Corporation in all Sarasota High School Mighty Sailor Band Boosters, Inc. – Bylaws Adopted April 1, 2003

cases so long as they are not inconsistent with these Bylaws or any special rules of order the Corporation may adopt.

ARTICLE X AMENDMENTS

These Bylaws may be amended at any regular meeting of the Corporation by a majority vote of members present, provided that the following conditions have been met:

- the amendment has been presented in writing to the Executive Committee 60 days before it is voted on by the Corporation;
- the amendment does not conflict with the Articles of Incorporation of the Sarasota High School Mighty Sailor Band;
- the amendment has been presented by the Executive Committee to the voting membership present at the previous regular meeting;
- written notification of the proposed amendment and the date and place of the meeting where the amendment is to be voted upon has been provided to the registered voting members of the Corporation at least two (2) weeks prior to the meeting via the U.S. Postal Service; and
- a majority of voting members is present at the meeting.

Adopted April 1,2003
Revised

President: Jim Massing
Secretary: