

Fruitland High School Band & Color Guard Boosters, Inc.

Bylaws

These Bylaws shall govern Fruitland High School Band & Color Guard Boosters, Inc. as adopted by the Executive Board and the General Membership.

Article I. Name and Objectives

Section 1: The name of this organization shall be the *Fruitland High School Band & Color Guard Boosters, Inc.* and may be referred to in the following articles as *Boosters, Inc.*

Section 2: The objectives of *Boosters, Inc.* are as follows:

1. To encourage community and district-wide interest, support, and pride in the *Fruitland High School Band & Color Guard*.
2. To encourage students' pride in their accomplishments by assisting and supporting *Band & Color Guard* student events and activities.
3. To provide administrative, organizational and financial support to the *Fruitland High School Band & Color Guard*.
4. This incorporation shall operate not-for-profit according to Title 30 Chapter 3 of the Idaho Code.

Section 3: Mission Statement

Fruitland High School Band & Color Guard Boosters, Inc. recognizes the *Fruitland High School Band & Color Guard* as an important aspect in the development of our community's youth. It is our goal to actively support and promote *Fruitland Band and Color Guard* events and activities both within the *Fruitland School District* and in all areas that the *Fruitland High School Band & Color Guard* travels.

Boosters, Inc. is a diverse group of individuals with many talents. It is our mission to use these talents in the best interests of the *Fruitland High School Band & Color Guard* students and directors. Our role is to support the *Band Director* and *Fruitland School Administrators* in their policies and decisions. We will offer ideas, opinions, and enthusiasm in a close relationship with the *Band Director* and the students involved in the *Band & Color Guard* programs.

Article II. Membership

Section 1: Parents and guardians of all *Fruitland High School Band & Color Guard* members who are enrolled in the current school year and agree to abide by these Bylaws shall be considered active members. Parents and Guardians of 8th grade band members who will be enrolled in the High School Band & Color Guard the following school year are considered active members for the January Election of Officers and may be nominated and elected to an office.

Section 2: All active members shall be eligible to vote, hold office, constitute a quorum and have all other rights common to the general membership.

Section 3: All active members have a responsibility to volunteer and support the *Fruitland High School Band & Color Guard*.

Section 4: Affiliate members shall be places of business, community organizations, alumni, and individuals wishing to support the *Fruitland High School Band & Color Guard* but are not eligible for active membership under Section I. Affiliate members shall not be eligible to vote, hold office, or constitute any portion of a quorum but shall have all other rights common to the general membership.

Article III Band Director

Section 1: These Bylaws recognize that the *Fruitland High School Band* may have more than one director. The *Band Director* hereinafter referred to references the combined decisions and will of the director or directors as communicated to *Boosters, Inc.*

Section 2: The *Band Director* will be the final decision maker regarding all matters pertaining to the instrumental music program of *Fruitland High School*.

Section 3: The *Band Director* may request the resignation of any member of the *Executive Board* of *Boosters, Inc.* upon majority concurrence of the remaining *Executive Board* members. The *Band Director's* vote will break any tie among the remaining *Executive Board* members pertaining to *Executive Board* membership.

Article IV Officers

Section 1: Elected officers of *Boosters, Inc.* shall include a *President, Vice-President, Secretary, Communications Officer and Treasurer*. Officers shall be elected by the active membership of *Boosters, Inc.* as stipulated in *Article VI*. The individual duties and responsibilities of each elected officer are stated in Addendum A of these Bylaws.

Section 2: The *Fruitland Band Director* and the *Color Guard Advisor* are officers of *Boosters, Inc. ipso facto*.

Section 3: The *Immediate-past President* is an *ex officio* officer of *Boosters, Inc.* for one year following their last year of service from April 1 to March 31.

Section 4: The aforementioned officers shall collectively serve on the *Executive Board* of *Fruitland Band & Color Guard Boosters, Inc.* Each shall have rights to constitute a quorum and cast a vote as members of the *Executive Board*.

Article V Executive Board

Section 1: The *Executive Board* shall have general supervision of the transactions, events and affairs of *Boosters, Inc.*

Section 2: The *Executive Board* shall consist of the *President, Vice-President, Secretary, Treasurer, Communications Officer, Band Director, Immediate-past President, Uniform Specialist, Color Guard Advisor, Historian, Alumni Coordinator* and standing or ad hoc committee chairpersons and members as the *Board* appoints (refer to Articles VII & VIII).

Section 3: Elected and appointed members of the *Executive Board* shall serve without pay or compensation.

Section 4: *Executive Board* members with five or more absences from *Executive Board* meetings during their term of service (April 1 to March 31) may be dismissed from the *Executive Board* upon a majority vote of the *Executive Board*.

Section 5: Concerns about the conduct or actions of a *Booster Officer* may be brought by any member to the attention of the *Band Director*. The *Band Director* will work to resolve concerns in a manner satisfactory to all.

Section 6: The *Band Director* may request the resignation of any member of the *Executive Board* of *Boosters, Inc.* upon majority concurrence of the remaining *Executive Board* members. The *Band Director's* vote will break any tie among the remaining *Executive Board* members pertaining to *Executive Board* membership.

Article VI Elections and Terms of Office

Section 1: Active members, as outlined in Article II Section 1 of these Bylaws, are eligible to vote in the election of officers. Members must be present at the election to vote.

Section 2: The members present at the meeting and four *Executive Board members* shall constitute a quorum. No elections may be held without a quorum present.

Section 3: Nominations for the offices of *President, Vice-President, Secretary, Communications Officer and Treasurer* shall be taken from the floor in both the December and January general membership meetings of *Booster's, Inc.* The election of officers shall be held in the regularly scheduled January meeting of *Boosters, Inc.* Notice of the December and January meetings will be posted on the *FHS Band & Color Guard Website* and in the *FHS band room* at least 15 calendar days before they take place. The postings must provide the time, date, and place where nominations and elections will be held. Notice of these Bylaws, including Addendum A describing Official Job Descriptions, must also be posted at least 15 days before nominations and elections are held.

Section 4: Candidates must be active members of *Boosters, Inc.* and be in good standing. Eligibility for active membership is outlined in Article II, Section 1 of this document. Ongoing active membership is required to hold office.

Section 5: Each officer shall be elected by ballot, with the exception that when only one nominee is presented for any office, the *President* may declare election by acclamation. When there is more than one candidate for an office, the one receiving the highest number of votes shall be elected. In the event of a tie, the *Band Director's* vote shall be cast to determine the majority.

Section 6: Voting shall be done by secret ballot. Ballots shall be issued to every active *Boosters, Inc.* member present at the January meeting. Membership will be verified upon ballot issuance by election officials using the current list of parents & guardians of *FHS Band & Color Guard* members.

Section 7: The newly elected officers shall take office on April 1 of the year they are elected. The *Officers-elect* will work in conjunction with the incumbent officers in the interim. All records and pertinent information shall be transitioned to the new leadership by March 31. *Officers-elect* are not voting members of the *Board* until they take office on April 1.

Section 8: All *Booster Officers* shall be elected for a term of one year beginning April 1 and ending March 31 of the following year. Officers seeking election for additional terms of office must meet requirements for active membership as stipulated in Article II Section I.

Section 9: In the event of a vacancy, the *Executive Board* will appoint a replacement for the remainder of the un-expired term. The *Executive Board* will vote on a recommendation from the *President* or the *Band Director* to confirm the appointment by a simple majority. In the event of a vacancy in the *Treasurer's Office*, the *President* shall assume the duties of the *Treasurer* until a replacement has been appointed and confirmed by a simple majority vote from the *Executive Board*.

Section 10: In the event that the *President* resigns before the end of his or her term, the *Vice-President* shall assume the role of *President*. The *Executive Board* will appoint an active member to serve as *Vice-President* for the remainder of the un-expired term. The *Vice-President Pro-tempore* will be appointed by recommendation from the *President* or the *Band Director* and confirmed by a simple majority vote from the *Executive Board*.

Article VII Appointments

Section 1: Appointments to the *Executive Board* will be made by the *Band Director* and/or the *President*. Appointments include, but are not limited, to the following:

1. *Uniform Specialist*
2. *Historian*
3. *Alumni Coordinator*
4. *Standing and Ad Hoc Committee Chairpersons*

Section 2: All appointed members of the *Executive Board* have the right and responsibility to attend *Executive Board* meetings, vote, and constitute a quorum.

Section 3: Responsibilities associated with appointed positions are listed in *Addendum A* of this document.

Article VIII Committees

Section 1: The *President* or the *Executive Board* may appoint standing and ad hoc committees as necessary.

Section 2: Standing Committees

1. Standing Committees shall consist of a *Chairperson* and as many members as the *President* and *Chairperson* deem necessary.
2. The *President* shall appoint a *Chairperson* for each standing committee. Each standing committee *Chairperson* shall report to a designated *Executive Board* member as appointed by the *President*. *Responsibilities for said Chairperson are listed in Addendum A of this document*.
3. The *Chairperson* of each standing committee shall be a member of the *Executive Board* by appointment. All *Chairpersons* have the right and responsibility to attend *Executive Board* meetings, vote, and constitute a quorum.

Section 3: Ad Hoc Committees

1. Ad hoc committees shall be appointed by the *President* for a specific purpose, event or situation and for no other purpose.
2. Ad hoc committees shall be appointed for a specific time period as indicated by the *President*.
3. Ad hoc committees shall consist of a *Chairperson* and as many members as the *President* and *Chairperson* deem necessary.
4. The *President* shall appoint a *Chairperson* for each ad hoc committee. Each ad hoc committee *Chairperson* shall report to a designated *Executive Board* member as appointed by the *President*. Responsibilities of said *Chairperson* are listed in *Addendum A* of this document.
5. The *Chairperson* of each ad hoc committee shall be a member of the *Executive Board* by appointment. All *Chairpersons* have the right and responsibility to attend *Executive Board* meetings, vote, and constitute a quorum.

Section 4: The following guidelines will be implemented for all standing and ad hoc committees to enhance communication within Boosters, *Inc.*

1. Plan events in coordination with the *Executive Board*
2. Keep executive leadership informed
3. Bring plans to *Executive Board* for approval
4. Present operational plans to the general membership as information or, as necessary, for approval
5. Provide a post-event summary and full financial disclosure to the *Executive Board* within one month of the event or at the next regularly scheduled meeting of the *Executive Board*.

IX Executive Board Meetings

Section 1: Meetings of the *Executive Board of Boosters, Inc.* shall be held the first Tuesday of each month in the *Fruitland High School Band Room* or at a different time, date and location designated by the *President* or *Band Director*.

Section 2: All members of the *Executive Board* (refer to Article V Section 2) shall attend *Executive Board Meetings*. A member of the *Fruitland School Board* shall be invited to attend all *Executive Board* meetings.

Section 3: A quorum shall consist of four *Executive Board* members. No official business may be taken or voted upon unless a quorum is present.

Section 4: Business presented shall require a majority vote of the *Executive Board* members present, a quorum having been established. Business may be communicated and voted on electronically when necessary. A quorum is established when four or more *Executive Board* members acknowledge receipt of electronic correspondence.

Section 5: The *President* shall preside and conduct all *Executive Board* meetings. The *President* shall prepare an agenda for each meeting.

Section 6: The *Secretary* shall record the proceedings of all *Executive Board* meetings and make them available to *Executive Board* members in a timely manner.

Section 7: Special meetings of the *Executive Board* may be called by the *President* or *Band Director*.

Section 8: *Fruitland High School Administrators and Fruitland School District Board* members are welcome at all *Fruitland High School Band & Color Guard Boosters, Inc.* meetings and events.

Article X General Membership Meetings

Section 1: Meetings of the general membership of Boosters, *Inc.* shall be held on the second Tuesday of each month including and between the months of August and May in the *Fruitland High School band* room or at a different time, date and location designated by the *President* or *Band Director*.

Section 2: A quorum shall consist of the active members present and four *Executive Board* members. No official act may be taken or voted upon unless a quorum is present.

Section 3: Business presented shall be approved or declined by a majority vote of the active membership present (as defined in Article II Section 1), a quorum having been established.

Section 4: The *President* shall preside and conduct at all general membership meetings. The *President* and *Secretary* shall prepare an agenda for each meeting which may include but not be limited to the following items:

1. Reading in of previous minutes
2. *Band Director's* report
3. *Treasurer's* report
4. Standing and ad hoc committee reports
5. Old and unfinished business
6. New business
7. Action Items

Section 5: Members may submit items to be considered for the upcoming monthly meeting agenda to the *President* or *Secretary*. Items must be submitted at least seven days before the meeting is to take place. Items submitted within seven days of a regularly scheduled meeting will be considered for the next month's meeting. The *President* may make exceptions and allow items to be placed on the current month's agenda when he or she deems it appropriate.

Section 6: *The Secretary* shall record the proceedings of all general member meetings and coordinate with the *Communications Officer* to make the minutes available on the *Fruitland Band & Color Guard Website*.

Section 7: Special meetings of *Boosters, Inc.* general membership may be called by the *President* or *Band Director*.

Article XI Finances

Section 1: The fiscal year for the *Boosters, Inc.* shall be July 1 to June 30.

Section 2: All revenues of Boosters, *Inc.* will be used to provide financial support to the *Fruitland High School Band & Color Guard*.

Section 3: Annually, a *Budget Committee* composed of elected officers and the *Band Director* shall develop a budget for the following fiscal year. This budget shall be presented to the Boosters, *Inc.*

general membership no later than the April meeting. *Boosters, Inc.* shall adopt a budget for the upcoming fiscal year no later than the May meeting by regular vote.

Section 4: A yearly budget will include an amount of \$500 that the *Band Director* may use at his discretion for purchasing necessary items for *Band or Color Guard* use. This fund may be augmented during the budget year up to a total of \$2,000 by vote of the *Executive Board*.

Section 5: Non-budgeted items that become necessary for purchase during the course of the budget year that do not exceed \$500 can be approved by the *Executive Board* at a regular meeting or, if there is an immediate need, by electronic vote.

Section 6: Non-budget items exceeding \$500 must be reviewed by the *Executive Board* and submitted to the voting membership at a regular meeting for approval.

Section 7: All checks written by *Boosters, Inc.* shall be signed by two authorized Officers. Authorized Officers include the *President, Vice-President, Secretary, or Treasurer*. No two members of the same household are authorized to sign the same check.

Section 8: Requests for funds or reimbursements shall be submitted in writing to the *Treasurer of Boosters, Inc.* No funds shall be disbursed unless the *Treasurer* receives an invoice, purchase order or receipt from the vendor or person requesting the funds.

Section 9: The financial records of *Boosters, Inc.* shall undergo an annual internal audit at the end of each fiscal year (June 30). This audit shall be performed by the *Audit Committee*. The *Audit Committee* shall consist of the *President, the Band Director, the Immediate Past President* and one at-large member of the *Executive Board*. The at-large member of the *Executive Board* shall be determined by nomination and a majority vote of the *Executive Board* at the annual June *Executive Board* meeting. The results of the audit shall be presented to the *Executive Board* and to the general membership in the August executive and general membership meetings.

Section 10: *The Boosters, Inc. Treasurer* will keep an updated record of funds raised by each member of the *Band & Color Guard*.

Section 11: All funds raised above the cost of a student's travel and marching band fees will be applied to another student's account to assist them in their travel expenses, at the discretion of the *Band Director*. Excess funds will not be dispersed to students. Excess funds will not be held over to the following school year. All fundraising events are for the student's benefit only. Adult members may not benefit financially from *Boosters, Inc.* fundraisers.

XII Dissolution

Section 1: Upon dissolution the assets of *Fruitland High School Band & Color Guard Boosters, Inc.* shall be distributed to the *Fruitland High School Band & Color Guard Program*.

Article XIII Rules of Order

Section 1: *Fruitland High School Band & Color Guard Boosters, Inc.* shall use *Robert's Rules of Order* or any other *Rules of Parliamentary Procedure* as agreed upon by *Boosters, Inc.* to conduct all meetings, elections, and amendments.

Article XIV Amendments

Section 1: *Executive Board* members and active members of *Boosters, Inc.* may propose amendments to these *Bylaws*. Such proposals must be filed with the *Secretary*.

Section 2: Proposed amendments may be presented at a regularly scheduled general membership meeting if requirements are met as specified in Article X Section 5. Details of the proposed amendment must be made available in writing for distribution to the members at the general membership meeting at which the amendment is proposed. The details of the proposed amendment must also be posted on the *Fruitland High School Band & Color Guard Website*. The amendment will be presented for a vote at a regularly scheduled general membership meeting being held at least 24 days after the amendment has been proposed and distributed or as scheduled by the *President*.

Section 3: Adoption of the amendment requires a vote of two-thirds of the membership present, a quorum having been established.

Section 4: These *Bylaws* shall be reviewed annually by exception at the *May Executive Board* meeting and at the *May Boosters, Inc.* general membership meeting. Revisions may be made at that time with a two-thirds vote of the general membership, a quorum having been established. These *Bylaws* shall then be annually adopted as revised or amended.

- Amended: Feb. 20, 2012
- Amended: Feb. 12, 2013
- Amended: March 11, 2014
- Amended: March 10, 2015
- Amended: May 12, 2015

CERTIFICATE

This is to certify that the foregoing is a true and correct copy of the Bylaws of the Fruitland High School Band & Color Guard Boosters, Inc., and that such Bylaws were duly adopted by the Executive Board and general members on May 12, 2015.

Booster Secretary Wigh Smimans

Addendum A

OFFICER JOB DESCRIPTIONS

Fruitland High School Marching Band & Color Guard Boosters, Inc.

PRESIDENT

- Represent *Boosters, Inc.* to the public
- Serve as *Chair* of the *Executive Board*
- Preside and conduct at all meetings of *Boosters, Inc.*
- Compose an agenda for all monthly meetings
- Issue reminders for monthly meetings via the *Communications Officer*
- Oversee all committees and officer positions and assist as needed
- Serve as an *ex officio* member of all committees
- Serve as *Chair* of the Audit Committee for a yearly internal audit of *Boosters, Inc.*'s financial records
- Appoint standing and ad hoc committees as he/she deems necessary to carry out the objectives of *Boosters, Inc.* and select a *Chair* for each appointed committee
- Coordinate and chair a hospitality committee when hosting special events and gatherings
- See that meetings and elections are held in accordance with *Booster, Inc. Bylaws*
- Oversee maintenance and compliance of *Boosters, Inc.*'s Bylaws
- Present *Boosters, Inc. Bylaws* annually at the February *Executive Board* meeting and at the *Boosters, Inc.* general membership meeting for review and adoption

VICE PRESIDENT

- Attend monthly *Executive Board* meetings
- Attend monthly general membership *Boosters, Inc.* meetings
- Assume the office of *President* in the event that office is vacated
- Act as an aide to the *President*
- Act as *President* in the absence of that officer
- Coordinate adult chaperones for all activities and events requiring adult supervision
- Coordinate necessary parent performance staff (pit crew, prop crew, loading/moving crew)
- Serve as an *ex officio* member of any committee designated by the *President*

- Maintain an updated phone directory and mailing address list of students and parents/guardians
- Maintain a current sign-in sheet at all general member *Boosters, Inc.* meetings

SECRETARY

- Attend monthly *Executive Board* meetings
- Attend monthly general membership *Boosters, Inc.* meetings
- Assist *President* in preparing agendas for monthly meetings
- Record the minutes of all general membership *Boosters, Inc.* meetings and coordinate with the *Communications Officer* to post them on the *Fruitland Band & Color Guard Website*
- Keep attendance and minutes at all *Executive Board* Meetings and distribute minutes to the members of the *Executive Board* in a timely manner
- Keep a log of approved decisions with the agenda attached
- Coordinate with the *Executive Board* to conduct written correspondence for *Boosters, Inc.*
- Maintain a central calendar of *Fruitland Band & Color Guard* and *Boosters, Inc.* events and make it available for distribution

COMMUNICATIONS OFFICER

- Attend monthly *Executive Board* meetings
- Attend monthly general membership *Boosters, Inc.* meetings
- Coordinate with the *President* and *Secretary* to conduct electronic correspondence for *Booster's Inc.* (email, Parent Portal)
- Notify all members of meetings via electronic communication
- Coordinate with the Student Webmaster to maintain the *Fruitland High School Band & Color Guard Website*
- Post Central Calendar on the *Fruitland High School Band & Color Guard Website*
- Post minutes of general membership *Boosters, Inc.* meetings on the *Fruitland High School Band & Color Guard Website*

TREASURER

- Attend monthly *Executive Board* meetings
- Attend monthly general membership *Boosters, Inc.* meetings
- Maintain and balance the *Boosters, Inc.* checking account

- Work with student *Treasurer* to collect payments from students and maintain individual student accounts
- Maintain an updated ledger of student participation and rental fees
- Maintain a current ledger in the band room for students to view their account information
- Collect and count all fundraising proceeds and make deposits in a timely manner
- Pay all bills in a timely manner
- Report monthly all income/expense activities to *Board* members
- Prepare a monthly report for presentation at the general member *Boosters, Inc.* meeting
- Prepare reports and records for an annual internal audit

UNIFORM SPECIALIST

- Attend monthly *Executive Board* meetings
- Attend monthly general membership *Boosters, Inc.* meetings
- Supervise student *Uniform Tsar* in his or her responsibilities
- Prepare, separate, fit and assign uniforms to each student during the week of band camp
- Assign helmets, spangles, gauntlets, shoes and garment bags to each band member
- Keep a detailed log of the uniform and garment bag numbers assigned to each student
- Make any necessary alterations to uniforms i.e.: replace snaps, buttons, stirrups or hem
- Create and post the uniform log on the band trailer door and the uniform closet door and give a copy of the log to the *Booster President*
- Distribute and collect uniforms and plumes at all performances and competitions
- Be available at performances and competitions for uniform malfunctions
- Check to see that all band members are wearing black socks (Be the Mom)
- After the last performance of the year collect the uniforms and take them to the cleaners
- Place the cleaned uniforms in the uniform closet for use the next season

HISTORIAN

- Attend monthly *Executive Board* meetings
- Attend monthly general membership *Boosters, Inc.* meetings
- Coordinate with the Student Historian to produce an annual DVD record of the *Band & Color Guard*
- Develop and maintain a historical record of the *Fruitland High School Band & Color Guard.*

ALUMNI COORDINATOR

- Attend monthly *Executive Board* meetings
- Attend monthly general membership *Boosters, Inc.* meetings
- Develop and maintain a contact list of alumni of the *Fruitland Band & Color Guard*
- Regularly inform alumni of upcoming events and achievements including fundraising, performances, and recognition
- Act as a liaison between the *Executive Board* and the *Band & Color Guard* alumni to encourage and facilitate a mutually beneficial partnership

STANDING COMMITTEE CHAIR JOB DESCRIPTIONS

ADVERTISING COMMITTEE CHAIR

- Attend monthly *Executive Board* meetings
- Attend monthly general membership *Boosters, Inc.* meetings
- Work with all Standing and Ad Hoc committees to develop and implement the advertising of each event
- Develop and maintain an updated list of marketing/advertising outlets as well as detailed costs
- Act as a liaison between *Executive Board*, *Fundraising Committee* and advertising outlets
- Be responsible for organizing, planning and recruiting volunteers for advertising committee
- Present PR ideas and associated costs to the *Executive Board* for approval

FUNDRAISING COMMITTEE CHAIR

- Attend monthly *Executive Board* meetings
- Attend monthly general membership *Boosters, Inc.* meetings
- Oversee all fundraising events conducted by *Boosters, Inc.*
- Maintain and Distribute a fundraising calendar to the *Boosters, Inc.* membership
- Ensure that an *Event Chair* is in place for each fundraising event; the *Event Chair* is responsible for organizing, planning, recruiting volunteers, and completing the fundraising event.
- Act as a liaison between the *Executive Board* and the various *Fundraising Event Chairs*
- Present proposed fundraising events to the *Executive Board* for approval
- Collect and account for all funds raised and expenses incurred for each fundraising event
- Present full financial disclosure in report form to the *Executive Board* within one month of the conclusion of each fundraising event

FOOD COMMITTEE CHAIR

- Attend monthly *Executive Board* meetings
- Attend monthly general membership *Boosters, Inc.* meetings
- Prepare a list of all events and tasks for the year where food is requested or required. Include a proposed budget for each event or task. Present this information to the *Executive Board* for approval
- Secure adequate committee members to accomplish all tasks requested of the committee, including volunteers to chair each event
- Help oversee all aspects of donation, procurement, coordination, production, and execution of meals or snacks for *Fruitland Band & Color Guard* travel and activities
- Plan meals and/or snacks for all *Band & Color Guard* competitions, events and travel where food is requested or required by the *Band Director* or the *Executive Board*. These include all competitions, state tournaments, band trips, awards banquet, spring fair barbeque, band camp barbeque and etc.
- Work with the food committee to help secure all food and supplies whether through donation, purchase, request from participants, or by other means for all events
- Do all that is reasonable to provide support to the *Band & Color Guard* in your area of responsibility while conserving the financial resources of *Boosters, Inc.*
- Arrange for refreshments at *Boosters, Inc.* meetings or other events as requested by the *Executive Board*
- Work with the *Prime Rib Dinner Committee* as needed

Ad Hoc Committee Chair Responsibilities for Committees Such As:

SPECIAL EFFECTS

PRIME RIB DINNER

DUTCH OVEN DINNER

RHYTHM RUN

ZOMBIE RUN

FIREWORKS

- Attend monthly *Executive Board* meetings during active committee operation
- Attend monthly general membership *Booster, Inc.* meetings during active committee operation
- Organize and oversee all aspects of donation, procurement, coordination, production, and execution of the Committee Event
- Secure adequate committee members to accomplish the Committee Event
- Work with the Fundraising Committee Chair to collect and account for all funds raised and expenses incurred for each fundraising event

Addendum B

Fruitland High School Band & Color Guard Boosters, Inc.

Conflict of Interest Policy

Section I Purpose

The purpose of this conflict of interest policy is to protect this tax-exempt organization's (Fruitland High School Band & Color Guard Boosters, Inc.) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Section 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, or
 - 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.

Section III Procedures

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.

4. Violations of the Conflicts of Interest Policy

- a.** If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b.** If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article IV Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

- a.** The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b.** The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Article V Compensation

- a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article VI Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflicts of interest policy,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Article VII Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article VIII Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

Conflict of Interest Policy Certification

By signing below I acknowledge that I have read and that I understand the Conflict of Interest Policy of Fruitland High School Band & Color Guard Boosters, Inc. I also agree to abide by the rules of the Conflict of Interest Policy as stipulated.

Name

Date

Title