

MISSION VIEJO HIGH SCHOOL INSTRUMENTAL MUSIC BOOSTERS ASSOCIATION BY-LAWS

ARTICLE I - NAME

The name of the organization shall be "Mission Viejo High School Instrumental Music Boosters Association" or "MVHSIMBA" hereinafter referred to as the "Music Boosters," "The Association," or "The Organization."

ARTICLE II - PURPOSE

The purpose of the Music Boosters is to promote the *Mission Viejo High School Instrumental Music Program* and related group activities by providing financial and moral support deemed appropriate by the Instrumental Music Faculty and the membership of the Music Boosters, outside the domain of the school district revenue. Music Boosters do not receive any funding from the district. Groups so supported include Marching Band, Color Guard, Winter Guard, Wind Ensemble, Symphonic Band, Orchestra, Jazz Band, Drum Line, and any other instrumental group established at Mission Viejo High School and is hereinafter referred to as "The MVHS Music Program." The Music Boosters will work collaboratively with the district administration, school officials, and the Music Director in pursuit of these objectives.

ARTICLE III – MEMBERSHIP

Membership in the Music Boosters shall be open to parents or legal guardians of students currently enrolled in the program. Any other person interested in joining should contact a Board Member. It is expected that all members will play an active role in organization-sponsored activities to ensure the overall success of the stated purposes of the organization; all members are expected to actively participate in the many committees that are necessary to ensure success of the organization, based on one's ability.

MVHS Music students may attend meetings of the Music Boosters when accompanied by their parent or guardian but will have no voting rights. From time to time, students may be asked to leave the meetings, if matters are to be discussed that are deemed inappropriate by a majority vote of those adult members present.

ARTICLE IV- Board of Directors

MVHSIMBA Board of Directors is made up of Elected Officers, Standing Committees, and Committee Chairs. The Board of Directors serves for a twelve (12) month term commencing July 1st and ending June 30th. All Board Members must be a parent or legal guardian of a currently enrolled student in the MVHS Music Program as set forth in Article III. A Board Member position may be filled midyear as approved by the Board. Roles and responsibilities for Board Members are listed in the MVHS Music Boosters Policies and Procedures.

All Executive Committee, Standing Committee, and Committee Chairs agree to abide by the code of conduct for MVHSIMBA Boosters as outlines in the policy and procedures. Each Elected Officer, Standing Committee, and Committee Chair will sign MVHSIMBA code of conduct at the beginning of their term prior to July 1st each year.

SECTION 1- ELECTED OFFICERS (*Hereinafter referred to as the Executive Committee*)

The Executive Committee will be elected annually for a twelve (12) month period; (June Booster meeting to June Booster meeting; installation is directly after the vote at the end of the June meeting) and shall consist of a President, Vice President, Director of Operations, Director of Ways and Means, Secretary, Treasurer, and one (1) Member At Large.

SECTION 2-STANDING COMMITTEES

The Executive Committee shall appoint the following Standing Committee Chairs to serve as members of the Board of Directors: Color Guard Manager, Drumline Manager, Hospitality Manager, Jazz Band Manager, Marching Band Manager, Orchestra Manager, Parliamentarian, and Uniform Manager.

SECTION 3- COMMITTEE CHAIRS

The Executive Committee shall appoint the following Committee Chairs to serve as members of the Board of Directors: Alumni Liaison, Auditor, Member Liaison, Public Relations, Photo Manager, Video Manager, Volunteer Manager, Webmaster, and Financial Secretary.

ARTICLE V – Executive Board

The Executive Board shall consist of the Executive Committee and Standing Committee Chairs and have general supervision of the affairs of The Association between its business meetings.

The Executive Board has the following duties:

During its term, the **Executive Board** shall be vested with authority over all facets of management and operation of the Music Boosters, which authority it may delegate to officers at its sole discretion. This authority shall include decisions concerning financial matters and authorization of payment of bills within the limits of the budget adopted by the Music Boosters. All bills should be submitted to the appropriate manager (Marching Band, Color Guard, Drumline, Orchestra, and Jazz, etc.) for approval. Any purchase in an amount which would exceed 75% of the group's approved budget or funds collected by the group must be approved by the Board before the expenditure is incurred. Such action must be ratified at the next MVHSIMBA Meeting and must be recorded in the MVHSIMBA Membership minutes. Any Invoice from SVUSD requires the approval of the Music Director. No Board Member shall negotiate or engage consulting services on behalf of MVHSIMBA without the prior approval of the Music Director. In addition, the Board will be responsible for decisions regarding the purchase of band equipment, loaning of MVHSIMBA property, payment to SVUSD of music coaches' salaries, fundraising, transportation, and lodging expenses and related activities.

No advisor, instructor, coach, or member of the Music Boosters, other than a duly authorized elected officer, is authorized to commit the Music Boosters to financial commitments, contracts, or agreements without prior approval of the members or its authorized officer. All outgoing Board Members shall be responsible for the transfer of the various effects (e.g., papers, files, CD's, notes, memos, online passwords and accounts, etc.) of their offices on or before June 30.

ARTICLE VI - ELECTION OF OFFICERS

The Nominating Committee for the following year's slate of officers shall consist of an appointed chairperson and two (2) other members chosen from current members who have attended at least three MVHSIMBA Meetings of the current school year and announced by the **March Music Booster Meeting**. The President may not serve as a member of the Nominating Committee. The Nominating Committee will present its slate of officers, selected from the current membership, by the May Music Booster Meeting. At the May Music Booster Meeting, additional nominations must be called for from the floor. Every attempt should be made to include representatives from each Music Group on the slate of officers. A written ballot may be created by the Nominating Committee in the event of a contested position. The membership shall elect the following year's officers on or before the July Music Booster Meeting. There will be no proxy voting, absentee ballots or write-in candidates on the ballots. If the Board votes to include Candidate Statement forms for an election, a form will be designed by the Nominating Committee and will be published and provided with the ballots. Distribution of any other type of candidate statement(s) or campaign material by anyone other than the Nominating Committee shall be grounds for disqualification. The Board at its discretion may appoint a Teller Committee of three (3) people for the purpose of distributing, collecting and counting the written ballots. To the extent possible, no current Board Member should serve on the Teller Committee.

ARTICLE VII – REMOVAL OF BOARD MEMBERS

When a Board Member fails to attend three consecutive meetings without adequate excuse, or is not fulfilling the responsibilities of his/her office as prescribed in the bylaws, or engages in conduct which the Executive Committee determines to be injurious to the organization or its purposes, the Board of Directors may, by a two-thirds (2/3) vote, take such action as it deems appropriate, which may include asking for the resignation or expulsion of the Board Member. The Booster President will notify in writing, the Board Member, after the second meeting missed to inform them of the action of removal. The Board Member in question must attend the next meeting or they will be removed at that third meeting missed.

ARTICLE VIII - DUTIES OF ELECTED OFFICERS

Detailed descriptions of duties are outlined in the MVHSIMBA Policies and Procedures. The duties of the Elected Officers shall be:

PRESIDENT: The President shall, subject to the control of the board, have general supervision, direction, and control of the affairs of MVHS Music Boosters. He/she shall preside at all Music Booster Meetings and all board meetings. He/she shall fill by appointment any vacancies on the board as they may occur, such appointments to be approved by the majority of the remaining members of the board. The President shall possess the authority to commit the Music Boosters for amounts up to \$1,000.00 per month, providing written explanation at the next board meeting. On behalf of the Music Boosters, the President shall work directly with the Music Director to carry out the objectives of the MVHSIMBA. He/she shall supervise and work with all officers and committees. The President shall not vote on any board motions except to break a tie. The President at all times will act as a signatory on checks.

VICE PRESIDENT: The Vice President will assist the President in all matters pertaining to the supervision, direction, and control of the affairs of MVHS Music Boosters. The Vice President will chair the Nominating Committee each year. In the case that the President is not being able to fulfill his/her duties, the Vice President will serve in the place of the President's absence. The Vice President at all times will act as a secondary signatory on checks.

DIRECTOR OF OPERATIONS: The Director of Operations shall maintain all equipment, vehicles, props, and inventory owned by MVHSIMBA. The Director of Operations will oversee all operational matters for boosters. The Director of Operations at all times can act as a secondary signatory on checks.

DIRECTOR OF WAYS AND MEANS: The Director of Ways and Means shall be responsible for all fundraising activities in which the Music Boosters engage. The Director of Ways and Means at all times can act as a secondary signatory on checks.

SECRETARY: The Secretary shall keep the official written record of the proceedings of all Board and Music Booster Meetings.

TREASURER: The Treasurer shall record all the financial transactions and shall oversee and review that the accounts of the properties and business transactions of MVHSIMBA, including accounts of its assets, liabilities, receipts, disbursements, retained earnings and other matters customarily included in financial statements are adequate and correct. The books and records shall at all reasonable times be open to inspection by any member.

MEMBER AT LARGE: The Member at Large shall assist in any areas needed as directed by the Booster President.

ARTICLE IX – STANDING COMMITTEES AND COMMITTEE CHAIRS

Standing Committees are as follows:

- Color Guard Manager
- Drum Line Manager
- Hospitality Manager
- Jazz Band Manager
- Marching Band Manager
- Orchestra Manager
- Uniform Manager

Committee Chairs are as follows:

- Alumni Liaison
- Auditor
- Financial Secretary
- Parliamentarian
- Photo Manager
- Public Relations Manager
- Video Manager
- Volunteer Manager
- Webmaster

ARTICLE X - DUTIES OF CHAIRPERSONS STANDING COMMITTEES:

Below is a general outline of responsibilities for each Standing Committee. Detailed roles and responsibilities are outlined in the MVHSIMBA Policies and Procedures.

COLOR GUARD MANAGER: The Color Guard Manager shall manage all aspects of the Color Guard program under the direction of the coaches.

DRUMLINE MANAGER: The Drumline Manager shall manage all aspects of the Drumline program under the direction of the coaches.

HOSPITALITY MANAGER: The Hospitality Manager shall be responsible for providing food/refreshments for music group student related activities, including but not limited to: Friday night away football games, Marching Band field shows, and other events requested by the Board.

JAZZ BAND MANAGER: The Jazz Band Manager shall manage all aspects of the Jazz program under the direction of the Music Director.

MARCHING BAND MANAGER: The Marching Band Manager shall manage all aspects of the Marching Band program under the direction of the coaches.

ORCHESTRA MANAGER: The Orchestra Manager shall be responsible for all facets of the preparation of the Orchestra/Wind Ensemble/Symphonic Band for performances, under the direction of the Music Director.

UNIFORM MANAGER; The Uniform Manager shall be responsible for all facets of the Marching Band fall season uniforms and spirit wear. The uniform manager can assist the Color Guard manager, and Drumline manager with winter season uniforms if requested.

DUTIES OF CHAIRPERSONS COMMITTEE CHAIRS:

Below is a general outline of responsibilities for each Committee Chair. Detailed roles and responsibilities are outlined in the MVHSIMBA Policies and Procedures.

ALUMNI LIAISON: The Alumni Liaison acts as a consultant, resource, advocate, and liaison between the alumni and active membership of the MVHSIMBA. The Alumni Liaison shall be filled by a past MVHSIMBA alumnus having served as a Board Member or Committee Chair and does not currently have a student in the program.

AUDITOR: The Auditor shall audit the books and financial records annually and present audited returns at the general membership board meeting for approval.

FINANCIAL SECRETARY: The Financial Secretary shall manage all bank deposits and work with the Treasurer.

PARLIAMENTARIAN: The Parliamentarian shall attend all General Membership and Executive Board of Directors meetings and give necessary advice in parliamentary procedure when necessary.

PHOTO MANAGER: The Photo Manager shall be responsible for documenting all events, maintaining historical photos, and uploading to the digital photography account. The Photo Manager may be requested to attend other music events by the Booster President or Standing Committee Managers.

PUBLIC RELATIONS MANAGER: The Public Relations Manager shall manage all aspects of the communications program under the direction of the Boosters.

VIDEO MANAGER: The Video Manager shall be responsible for documenting all events and maintaining historical video. The Video Manager may be requested to attend other music events by the Booster President or Standing Committee Managers.

VOLUNTEER MANAGER: The Volunteer Manager shall coordinate volunteers as needed by Board of Directors or Committee Chairs.

WEBMASTER: The Webmaster shall be responsible for maintaining and updating mvhsmusic.com website at all times, making changes to the website as requested by the Booster President.

ARTICLE XI – MEETINGS

Regular Meetings

The MVHSIMBA meetings will be held monthly at Mission Viejo High School, unless otherwise indicated, and no less than eight (8) times during the school year. Additional meetings may be called by the President or Vice President. Meetings of the Executive Committee shall be held when called by the President. Time and place for MVHSIMBA meetings shall be posted on the MVHSIMBA website and open to all.

Special Meetings

When sensitive issues need to be discussed (litigation, discipline, personnel matters and contract negotiation and/or contract issues requiring confidentiality) the President may call for a closed session of the Executive Committee. This meeting will be open to all Executive Committee members and may include the Music Director. Based on the issue being discussed, other attendees may be invited by the Executive Committee if their presence is deemed relevant to the issue being discussed. Meeting Minutes for any such session will be taken and a general report of any decisions or actions (redacting any sensitive and/or confidential information) will be made to the membership.

ARTICLE XII – VOTING

All Member(s) shall have one vote for any vote taken at a Booster meeting. Each family receives one vote regardless of the number of children in the program or family members in attendance. Members must be present to vote. Voting is limited to members who are parents or legal guardians with students in the program.

ARTICLE XIII - QUORUM

The quorum for the conduct of business at any MVHSIMBA Meeting will be the simple majority of Elected Officers and Committee Chairs present. Any action taken at a MVHSIMBA Meeting would be taken upon a simple majority of those present, except where otherwise herein specified.

ARTICLE XIV - BUDGET

The fiscal year shall be from July 1 to June 30. Financial records shall be submitted for audit within thirty (30) days after the end of the fiscal year. If an audit is requested by the Saddleback Valley Unified School District, thirty (30) days written notice must be given, and any and all expenses incurred by SVUSD shall be paid by SVUSD.

The Executive Board (Elected Officers and Standing Committee) will review and create a new budget each year in spring to present to members for voting at the May Booster Meeting. No part of the net earnings of The Association shall be used to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that The Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments, reimbursements, and distributions for the purposes set forth herein.

No substantial part of the activities of The Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and The Association shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these activities, The Association shall not carry on any other activities not permitted to be carried on (a) by an association exempt from federal income tax under 501 (c) (3) of the Internal Revenue Code, or (b) by an association, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future deferral tax code.

ARTICLE XV- ADVISORS:

All members of the Instrumental Music Department Faculty are considered advisors and ex-officio and non-voting members to the MVHSIMBA. The Music Director shall see that the MVHSIMBA activities are conducted in accordance with SVUSD policies and encourage all members, parents, alumni and staff to support the MVHSIMBA by their attendance at meetings and music events.

ARTICLE XVI – LOGO & Marks of MVHSIMBA

The MVHSIMBA logo is the sole property of the MVHSIMBA and may not be used by any person or entity without the written authorization and vote of the Board.

ARTICLE XVII - AMENDMENTS TO BYLAWS

When necessary, the President or Parliamentarian can ask for a review of the bylaws by a Review Committee, which will consist of the Parliamentarian and at least one other Board member. Recommended changes to the bylaws will be disseminated prior to a regularly scheduled MVHSIMBA meeting and discussed at a regularly scheduled MVHSIMBA meeting; all comments or suggested changes will be discussed and considered by the Board prior to a final vote.

ARTICLE XVIII - DISSOLUTION

The property of the Mission Viejo High School Instrumental Music Boosters Association is irrevocably dedicated to charitable and education purposes and no part of the net income or assets of this organization shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private persons. Upon dissolution of The Association, its assets remaining after payment, or provision for payment of, all debts and liabilities of this Association, shall be distributed to the Mission Viejo High School Instrumental Music Department if it is then in existence and exempt under Section 501(c)(3); but if not then in existence or exempt, to another Mission Viejo High School organization which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code. Proposed: June 13, 1977; Adopted: July 28, 1977; Amended: March 12, 1981, May 17, 1984, November 6, 1990, August 31, 1992, September 13, 1994, September 12, 1995, April 2, 1996, September 1998, May 2000, May 2002; October 15, 2003, July 20, 2011, June 11, 2014.

DEFINITIONS:

- Music Booster(s), MVHSIMBA, The Association – shall mean the Mission Viejo High School Instrumental Music Boosters Association.
- Executive Committee/Elected Officers – shall mean the President, Vice President, Director of Operations, Director of Ways and Means, Secretary, Treasurer, and Member At Large.
- Executive Board – shall consist of the Executive Committee and the Standing Committee.
- Board Members – shall consist of Committee Chairs and the Executive Board.
- MVHSIMBA Meeting, General Membership Meeting, Board Meeting – shall mean the regularly scheduled monthly meeting as posted on the MVHSIMBA website.
- Music Faculty – shall include all members of the Mission Viejo High School Instrumental Music Department, coach, instructor.
- SVUSD – shall mean the Saddleback Valley Unified School District.
- Music Groups – are one or all of the following: Marching Band, Color Guard, Winter Guard, Wind Ensemble, Symphonic Band, Orchestra, Jazz Band, Drum Line and any other instrumental group established at Mission Viejo High School.