

# BYLAWS OF THE GRANDVILLE BAND BOOSTERS

## ARTICLE I PURPOSE AND DISSOLUTION

**Section 1. Purpose.** The organization is organized for educational, literary, and scientific purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code"), as amended, to support the educational, literary, and scientific activities (including extra-curricular activities) of the Grandville Public Schools.

- A. This organization will supplement the instrumental music program with materials, equipment and opportunities for the benefit of the students in the band program including:
  - a. Music
  - b. Instruments
  - c. Instruction
  - d. Uniforms and accessories
  - e. Scholarships
  - f. Trips
  - g. Student financial assistance

The organization shall not carry on any activities other than activities permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(2) of the Code, and (if the organization is a nonprofit corporation) by a nonprofit corporation organized under the Michigan Nonprofit Corporation Act, as amended.

None of the assets or net earnings of the organization shall inure to the benefit of the organization's directors, officers, or other private individuals. However, this provision shall not limit the organization's ability to distribute assets in furtherance of the organization's purposes, to pay reasonable compensation for services rendered to the organization, or to reimburse expenses incurred on behalf of the organization.

**Section 2. Dissolution.** When the organization is dissolved, and after paying or making provision for payment of all liabilities of the organization, the members shall distribute the assets of the organization as follows:

- A. If any assets are held on a condition that occurs as a result of the dissolution, the assets shall be distributed according to the terms of the condition.
- B. All remaining assets shall be distributed to the Grandville Public Schools (or one or more of the individual schools which are part of the Grandville Public School District) in such amounts as the members, in their discretion, may determine.

If there are no schools eligible, under the provisions of subparagraph (b) above, to receive a distribution of assets, or if for any reason the members in their discretion determine that a distribution of assets to any of the schools is not appropriate, the members shall distribute all of the remaining assets to one or more organizations organized and operated exclusively for one or more educational, literary, or scientific purposes under section 501(c)(3) of the Code in such amounts as the members, in their discretion, may determine.

ARTICLE II  
AFFILIATION WITH GPSO

**Section 1. *Affiliation.*** The organization shall be an affiliate of GPSO, a Michigan nonprofit corporation. The chief executive officer or the chief financial officer of the organization shall serve as a director of GPSO for as long as the officer holds that office in the organization.

**Section 2. *General supervision control.*** The organization shall be subject to the general supervision of GPSO.

**Section 3. *Group exemption letter.*** The organization shall authorize GPSO to include the organization in an application to the Internal Revenue Service for a group exemption letter. The authorization shall be written authorization, signed by a duly authorized officer of the organization, and submitted to GPSO before the end of the 15<sup>th</sup> month after it has been formed.

**Section 4. *Federal taxpayer identification number.*** The organization shall obtain its own Federal taxpayer identification number, and shall use this number for all bank accounts and other financial matters.

**Section 5. *Notice of change of name, address, etc.*** The organization shall provide GPSO with a written statement of the organization's name, street address, mailing address (if different from the street address, or Federal taxpayer identification number.

ARTICLE III  
MEETINGS

**Section 1. *Annual meetings.*** The organization shall hold an annual meeting during April or May each year for the election of officers and for the transaction of any other business properly presented at the meeting. Notice of the annual meeting shall be posted on the Grandville Band Booster and/or the Grandville Public School's website.

**Section 2. *Regular meetings.*** The organization shall hold regular meetings during the academic year (September – May) or deemed necessary. Notice of the regular meetings shall be posted on the Grandville Band Booster and/or the Grandville Public School's website.

**Section 3. *Special meetings.*** The president, or any two officers, may call a special meeting of the organization at any time. Notice shall be given via email to those who are registered as band booster members.

**Section 4. *Location of meetings.*** All meetings of the organization shall be held in the High School Band Room unless a different location is specified in the notice of meeting. The presiding officer of the organization may specify a different location within the Grandville Public School District; and the organization, by resolution of its members, may specify a different location anywhere else.

**Section 5. *Content of notice.*** The notice of a meeting must specify the day, date, time, and location of the meeting. The notice of a special meeting must also state the purpose of the meeting. The notice of an annual or regular meeting need not state the purpose of the meeting.

**Section 6. *Waiver of notice.*** A meeting of the organization may be held at any time or place, without notice, if all members waive notice of the meeting. Attendance at a meeting shall be deemed to be a waiver of notice unless attendance is merely for the purpose of objecting to the lack of notice.

**Section 7. Quorum.** A majority of the members, or a minimum of 5, whichever is less, shall constitute a quorum for transacting business at any meeting of the organization, but if less than a quorum is present at the meeting, a majority of those who are present may adjourn the meeting from time to time without further notice until a quorum is present.

**Section 8. Required vote.** Except as otherwise provided by law, the articles of the incorporation (if any), or the bylaws, all action by the organization requires the affirmative vote of a majority of the members who are present and voting.

**Section 9. Proxies.** A member may vote only in person and not by proxy.

#### ARTICLE IV OFFICERS

**Section 1. Number.** The organization shall have a president, vice-president, treasurer, secretary, and such other officers as the members may elect from time to time.

**Section 2. Qualifications.** An officer must be a parent or guardian of a student who is currently enrolled in the Grandville Band Program. A person may hold two or more offices at the same time, except the president, who may not hold any other office at the same time.

**Section 3. Nomination and election.** A nominating committee shall consist of members of the Executive Board and any interested parent(s) of currently enrolled band students. The nomination committee shall present a slate of officer candidates at the April meeting. The officers shall be elected by ballot at the regular meeting in May from the slate presented by the nomination committee or from nominations from the floor. A majority of votes cast is sufficient for election.

**Section 4. Term of office.** An officer's annual term of office shall begin at the end of the school year following the annual meeting at which he/she is elected and shall continue until the next annual meeting.

**Section 5. President.** The president shall be the chief executive officer of the organization and shall have the general duty and authority to manage the affairs of the organization in accordance with the directives of the members. The president shall conduct all meetings of the organization.

**Section 6. Vice President.** The vice president shall perform the duties and exercise the authority of the president in the absence or disability of the president. The vice president shall also have such other duties and authority as the members may delegate to him from time to time.

**Section 7. Treasurer.** The treasurer shall be the chief financial officer of the organization and shall have the duty and authority to manage the finances of the organization in accordance with the directives of the members. The treasurer shall receive all income, and deposit the same in the name of the Grandville Band Boosters in such a bank as the Band Boosters approve. The treasurer shall keep an accurate account of all receipts. The treasurer shall prepare periodic financial statements as requested by the members and shall present a complete financial report at each annual meeting of the organization. The treasurer shall also have such other duties and authority as the members may delegate to him from time to time.

**Section 8. Secretary.** The secretary shall keep minutes of the proceedings at all meetings of the organization and records of all other significant actions taken by the members. The secretary shall also have such other duties and authorities as the members may delegate to him from time to time.

**Section 9. *Other officers.*** Other officers, if any, shall have the duties and authority delegated to them by the members from time to time.

**Section 10. *Vacancies.*** The members shall fill a vacancy in any office for the remainder of the term of office by nomination and election at the next regular meeting of the organization or at a special meeting called for this purpose.

**Section 11. *Resignation and removal.*** An officer may resign from office at any time by giving written notice of resignation to the president or vice president. An officer may be removed from office, with or without cause, by a vote of a majority of the members at a regular meeting or a special meeting called for this purpose. In this case, the notice of the meeting must state that this is the purpose of the meeting, and the notice must be given at least 5 days before the meeting via the Grandville Band Booster and/or the Grandville Public School website.

**Section 12. *Director.*** The director shall maintain a list of all band students (including the name, parent or guardian name, mailing address and phone numbers) that will be available to a band booster officer for the purpose of communication with students or parents.

## ARTICLE V COMMITTEES

**Section 1. *Executive committee.*** The organization may establish an executive committee consisting of the president, vice president, treasurer, secretary, and musical directors as advisory members. The executive committee (if one is established) shall have all of the authority of the members between meetings of the organization, except that the executive committee may not:

- (a) adopt, amend, or repeal any provision of the articles of incorporation (if any) or bylaws,
- (b) elect or remove any officer or committee member of the organization,
- (c) amend or repeal any resolution or other action of the members,
- (d) approve grant proposals, or
- (e) authorize non-budgeted expenditures in excess of \$600.

**Section 2. *Other committees.*** The organization may establish other committees for any appropriate purpose from time to time by the vote of a majority of the members at a regular meeting or a special meeting called for this purpose.

## ARTICLE VI FINANCIAL MATTERS

**Section 1. *Fiscal Year.*** The fiscal year of the organization, for tax and financial accounting purposes, shall be the same as the fiscal year of GPSO. If GPSO changes its fiscal year, the organization shall change its fiscal to correspond.

**Section 2. *Compensation and expenses of officers.*** All officers shall serve without compensation other than reimbursement of actual, reasonable and necessary expenses incurred on behalf of the organization or otherwise in their capacities as officers. However, expenses in excess of \$0 incurred on behalf of the organization, and all expenses otherwise incurred by an officer in his capacity as an officer, may be reimbursed only after they have been approved by the affirmative vote of a majority of members entitled to vote, not including the officer to be

reimbursed, at a regular meeting or a special meeting called for this purpose; and if the vote is taken after the expenses have been incurred, the members may, in their discretion, vote to deny reimbursement, even though the expenses have already been incurred.

**Section 3. Budgets and grant proposals.** All budgets and grant proposals must be approved by the affirmative vote of a majority of the members entitled to vote at a regular meeting or a special meeting called for this purpose. An annual budget must be presented at the November meeting for the year (November – October).

**Section 4. Periodic financial reports and other information.** The organization shall provide monthly reports as requested by GPSO, and shall be provided in a form established by GPSO for this purpose. The organization shall also provide all other information about the organization's affairs at the request of GPSO for any appropriate purpose, and shall provide the information in the form requested by GPSO.

**Section 5. Tax liabilities and other expenses.** The organization shall provide GPSO with funds for the payment of sales, use, and other tax liabilities attributable to the organization at least three business days before the tax liabilities are due and payable. The organization shall indemnify GPSO for all loss and expense (including legal and accounting expenses) resulting from tax liabilities attributable to the organization. The organization shall also reimburse GPSO for a fair share of the operating expenses (if any) of GPSO as determined by the board of directors of GPSO.

**Section 6. Student Accounts.** The organization will maintain an account (Student Accounts) for each band student wishing to participate. The individual accounts can be used for the purposes listed in the Student Account Guidelines. (Attachment A). The accounts cannot be used for Uniform Deposits, as they are refunded when a student leaves the band program or graduates.

## ARTICLE VII AMENDMENT OF BYLAWS

The bylaws may be amended only by the affirmative vote of a majority of the members entitled to vote at a regular meeting or a special meeting called for this purpose. In this case, the notice of the meeting must state that this is the purpose of the meeting, the notice must describe the proposed amendment, and the notice must be given at least 5 days before the meeting.

## ARTICLE VIII NOTICE

All written notices required or permitted to be given to a member may be given by mail, posting, publication, or any other manner intended to ensure receipt under the circumstances.