

BYLAWS
NEW MANCHESTER BAND BOOSTER CLUB, INC.
A NON-PROFIT CORPORATION
2017-2018 School Year

	ARTICLES I Offices
1.01	Location The principle office of the corporation in the State of Georgia shall be located in the City of Douglasville, County of Douglas.
1.02	Election of Members Membership is for parents and/or guardians and band directors of students currently enrolled in the band programs at New Manchester High School.
1.03	Voting Rights Each member in good standing shall be entitled to one vote on each matter submitted to a vote of the members.
1.04	Termination of Membership Booster Membership of the parent of guardian is automatically terminated upon graduation of the student from New Manchester High School or withdrawal from the band program. Extension of membership beyond these stated limits applies only to elected officers specifically per paragraph 4.02. Membership of any booster can also be terminated by a majority vote from the Executive Board should a member of the boosters display conduct, behaviors, tempers and or actions deemed detrimental to NMHS Band program.
1.05	Reinstatement The Executive Board, meeting in regular session, may, by the affirmative vote of two-thirds of the members of the Board, reinstate such former members to membership on such terms as the Executive Board may deem appropriate upon written request signed by a former member and filed with the Secretary.
1.06	Transfer of Membership Membership in this corporation is not transferable or assignable.
1.07	Dues Annual membership dues of band booster parents will be for the school year commencing in August and ending in May of the following year. A member is considered to be in good standing upon payment of annual membership dues as determined by the Executive board.
	ARTICLES II Meeting of Members
2.01	Regular Business Meetings (RBM) Monthly meetings of the members shall be for the purpose of electing officers, committee chairs, and for the transaction of other business as may come before the boosters at large. If the election of chairpersons shall not be held on the day designated for any annual meeting, or at any adjournment thereof, the Executive Board shall cause the election to be held at a special meeting of the members as soon thereafter as possible.

2.02	<p style="text-align: center;">Special Business Meetings (SBM)</p> <p>Special meetings may be called by the President or the executive board in consultation with the president.</p>
2.03	<p style="text-align: center;">Place of Meeting</p> <p>The Executive Board may designate any place, either within or without the State Of Georgia, as the place of meetings for any regular business meeting or for any special meeting called by the Executive Board. If no designation is made or if a special meeting be otherwise called, the place of meeting shall be in the State of Georgia; but if all of the members shall meet at any time and place, either within or without the State of Georgia and consent to the holding of a meeting, such meeting shall be valid without call or notice and at such meeting any corporate action may be taken.</p>
2.04	<p style="text-align: center;">Notice of Meeting</p> <p>Written, printed, electronic or verbal notice stating the place, day and hour of any meeting of members shall be posted not less than ten days before the date of such meeting, by or at the direction of the President, or the officers or persons calling the meeting. In case of a special meeting or when required by statute or these bylaws, the purpose for which the meeting is called shall be stated in the posting.</p>
2.05	<p style="text-align: center;">Informal Action by Members</p> <p>Any action required by law to be taken at a meeting of the members or any action which may be taken at a meeting of the members may be taken without a meeting, if a consent in writing, setting forth the action so taken, shall be signed by all of the members entitled to vote with respect to the subject matter thereof.</p>
2.06	<p style="text-align: center;">Quorum</p> <p>The members present shall constitute a quorum for the transaction of business in any regular meeting.</p>
2.07	<p style="text-align: center;">Proxies</p> <p>At any meeting of members, a member entitled to vote may vote by proxy executed in writing by the member or by his/hers duly authorized attorney-in-fact. No proxy shall be valid after eleven months from the date of its execution, unless provided in the proxy.</p>
2.08	<p style="text-align: center;">Voting by Electronic Device</p> <p>Where officers are to be elected by members or any class or classes of members such election may be conducted by electronic device in such manner as the Executive Board shall determine.</p>
2.09	<p style="text-align: center;">Budget</p> <p>An operating budget identifying fundraising projects and purposes for which the funds are being raised will be prepared by the Executive Board along with the Director of Bands and presented to the membership for approval in July of each year.</p>
	<p style="text-align: center;">ARTICLE III Executive Board</p>
3.01	<p style="text-align: center;">General Powers</p> <p>The affairs of the corporation shall be managed by the Executive Board.</p>
3.02	<p style="text-align: center;">Number, Tenure and Qualifications</p> <p>The number of officers shall be not less than seven (7) and may be any number greater as deemed necessary to conduct the business of the Corporation by the current Executive Board. Each officer shall hold office until the next annual meeting of members and until his/her successor shall have</p>

	been elected and qualified. Terms of office corresponds with fiscal year. At least one officer need not to be a resident of Georgia, but all officers must be members in good standing.
3.03	<p style="text-align: center;">Regular Meetings</p> <p>The Executive Board may provide by resolution the time and place, either within or without the State of Georgia, for the holding of additional regular meetings of the Executive Board without other notice than such resolution.</p>
3.04	<p style="text-align: center;">Special Meetings</p> <p>Special meetings of Executive Board may be called by or at the request of the President or any two Officers. The person or persons authorized to call special meetings of the board may fix any place, either within or without the State of Georgia, as the place for holding any special meetings of the Executive Board called by them.</p>
3.05	<p style="text-align: center;">Notice</p> <p>Notice of any special meeting of the Executive Board shall be given at least one day previously sent by email, text, home phone or cell phone to each board member as shown by the records of the corporation by the Secretary or other Board member. Any officers may waive notice of any meeting. The attendance of an officer at any meeting shall constitute a waiver of notice of such meeting, except where a member attends a meeting for express purpose of objecting to the transaction of any business because the meeting is not lawfully called or concerned. Neither the business to be transacted, nor the purpose of any regular or special meeting of the Executive Board need be specified in the notice or waiver of notice of such meeting, unless specifically required.</p>
3.06	<p style="text-align: center;">Quorum</p> <p>A majority of the Executive Board shall constitute a quorum for the transaction of business at any meeting of the Executive Board. If less than a majority of the Executive Board is present no meeting can be held to transact any business.</p>
3.07	<p style="text-align: center;">Manner of Acting</p> <p>The Executive Board present at a meeting at which a quorum is present shall permit the Executive Board to conduct business, unless a greater number is required by law or by these Bylaws to act.</p>
3.08	<p style="text-align: center;">Vacancies</p> <p>Any vacancy occurring in the Executive Board shall be filled by the Executive Board. Booster members elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office.</p>
3.09	<p style="text-align: center;">Compensation</p> <p>Officers as such shall not receive any stated salaries for their services as a members of the executive board.</p>
3.10	Any action required by law to be taken at a meeting of officers, or any action, which may be taken at a meeting of officers, may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the officers.
	ARTICLE IV Officers
4.01	<p style="text-align: center;">The Elected Officers</p> <p>(President, Vice President(s), Secretary, Treasurer, and Assistant Treasurer) shall not be a school district employee working in administration or at New Manchester High School.</p>

4.02	<p style="text-align: center;">Maximum Tenure</p> <p>The maximum tenure for officers including President, Vice President(s), Treasurer, Secretary, Fund raising Chair, Concessions Chair, Public Relations shall be four years. These terms should be staggered. With the election of President, Treasurer, Fund raising Chair, and Public Relations happening in an odd year and the remaining offices to be voted on in an even year.</p>
4.03	<p style="text-align: center;">Removal</p> <p>Any officer elected or appointed by the Executive Board may be removed by majority vote of the Executive Board whenever the Executive Board deems the best interest of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer removed.</p>
4.04	<p style="text-align: center;">Vacancy</p> <p>A vacancy in any office because of death, resignation, disqualification or otherwise, may be filled by the Executive Board for the unexpired portion of the term.</p>
4.05	<p style="text-align: center;">President</p> <p>The President shall be the principal executive officer of the corporation and shall in general supervise and control all of the business and affairs of the corporation. He or she shall preside at all meetings of the members and of the Executive Board. He may sign, with the Secretary and any other proper officer of the corporation any deeds, mortgages, bonds, contracts or other instruments which the Executive Board has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Executive Board or by these Bylaws or by statute to some other officer or agent of the corporation; and, in general, he shall perform all duties incident to the office of President and such other duties as may be prescribed by the Executive Board from time to time.</p>
4.06	<p style="text-align: center;">Vice President</p> <p>In the absence of the President or in the event of his inability or refusal to act, the Vice President (or in the event there be more than one Vice President, the Vice President in order of their election) shall perform the duties of the President, and when so acting shall have all the powers subject to and all the restrictions upon the President, any Vice President or Executive Board.</p>
4.07	<p style="text-align: center;">Treasurer</p> <p>If required by the Executive Board, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Executive Board shall determine. He shall have charge and custody of and be responsible for all funds and securities of the corporation; receive and give receipts for moneys due and payable to the corporation from any source whatsoever, and deposit all such moneys in the name of the corporation in such banks, trust companies, or other depositories as shall be selected in accordance with the provision of Article VII of these Bylaws and in general perform all the duties incident to the office of Treasurer, including the disbursement of funds and such other duties as from time to time may be assigned to him by the President or by the Executive Board.</p>
4.08	<p style="text-align: center;">Secretary</p> <p>The Secretary shall keep the minutes of the meetings of the members and of the Executive Board in one or more books provided for that purpose; give all notices in accordance with the provisions of these bylaws or as required by law; be custodian of the corporate records and of the seal of the corporation, and affix the seal of the corporation to all documents, the execution of which on behalf of the corporation under its seal is duly authorized in accordance with provisions of these bylaws: keep a register of the post-office address of each member as furnished to the Secretary by the New Manchester High School District; and, in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the President or by the</p>

	Executive Board.
4.09	<p style="text-align: center;">Public Relations</p> <p>The Public Relations Chair is responsible for all things pertaining to but not limited to the band's public image. PR Chair is required to work directly with the Director of Bands to ensure that the local media, administrators, etc. are aware of any and all awards, accolades, and honors the band and members receive. This person is responsible for any and all publications, flyers, and/or notifications that pertains to the band. This person is also responsible for maintaining and updating any and all social media.</p>
4.10	<p style="text-align: center;">Concessions</p> <p>This person(s) is responsible for maintain and operating all aspects of the concession stand. Including but not limited to placing and picking up orders, staffing the concession stands for all NMHS Band Boosters sanctioned events.</p>
4.11	<p style="text-align: center;">Parent Liaison</p> <p>The Parent Liaison (Parent Communicator) is responsible for all Band Booster communication to all Band Parents. Parent Liaison (Parent Communicator) is required to work directly with the Director of Bands and the Public Relations to ensure that parents are aware of any and all events, itineraries, and meetings.</p>
	<p>ARTICLE V Committees</p>
5.01	<p style="text-align: center;">Committees of Members (boosters)</p> <p>The Executive Board, by resolution adopted by a majority of Executive Board in office, may designate and appoint one or more committees, each of which shall consist of two or more booster members, which committees, to the extent provided in said resolution shall have and exercise the authority of the Executive Board in the management of the corporation. However, no such committee shall have the authority of the Executive Board in reference to amending, altering or repealing the Bylaws; electing, appointing or removing any member of such committee or any Executive Board officer of the corporation; amending the articles of incorporation; adopting a plan of merger or adopting a plan of consolidation with another corporation; authorizing the sale, lease, exchange or mortgage of all or substantially all of the property and assets of the corporation; authorizing the voluntary dissolution of the corporation or revoking proceeding therefore, adopting a plan for the distribution of the assets of the corporation; or amending, altering or repealing any resolution of the Executive Board which by its terms provides that it shall not be amended, altered or repealed by such committee. The designation and appointment of any such committee and the delegation thereof of authority shall not operate to relieve the Executive Board, or any individual booster member, of any responsibility imposed on it or him by law.</p>
5.02	<p style="text-align: center;">Other Committees</p> <p>Other committees not having and exercising the authority of the Executive Board in the management of the corporation may be designated by a resolution adopted by a majority of the booster meembers present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be members of the corporation and the President of the corporation shall appoint the members thereof. Any members thereof may be removed by the person or persons authorized to appoint such member whenever, in their judgment, the best interests of the corporation shall be served by such removal.</p>
5.03	<p style="text-align: center;">Term of Office</p> <p>Each member of a committee shall continue as such until the next annual meeting of the members</p>

	of the corporation and until his successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease as a member thereof.
5.04	Chairman The person or persons authorized to appoint the members thereof shall appoint one member of each committee chairman.
5.05	Vacancies Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.
5.06	Quorum Unless otherwise provided in the resolution of the Executive Board designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.
5.07	Rules Each committee may adopt rules for its own government not inconsistent with these bylaws or with rules adopted by the Executive Board.
	ARTICLE VI Contracts, Checks, Deposits and Funds
6.01	The Executive Board may authorize any officer or officers, agent of agents of the corporation; in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation. Such authority may be general or confined to specific instances.
6.02	Checks and Drafts All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Executive Board or these Bylaws. In the absence of such determination by the Executive Board, such instruments shall be signed by the Treasurer or an Assistant Treasurer.
6.03	Deposits All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Executive Board may select.
6.04	Gifts The Executive Board may accept on behalf of the corporation any contribution, gifts, bequest or devise for the general purposes or for any special purpose of the corporation.
	ARTICLE VII Certificate of Membership
7.01	The Executive Board may provide for the issuance of certificates evidencing membership in the corporation, which shall be signed by the President or a Vice President, Secretary or an Assistant Secretary and shall be sealed with the seal of the corporation. All certificates evidencing membership of any class shall be consecutively numbered. The name and address of each member and the date of issuance of the certificate shall be entered on the records of the corporation. If any certificate shall become lost, mutilated or destroyed, a new certificate may be issued therefore on

	such terms and conditions as the Executive Board may determine.
7.02	An annual audit of the organization's financial records will be conducted prior to the end of each fiscal year by an audit committee comprised of 3 appointed members who do not have authority to sign checks. Or a separate independent auditing firm.
	ARTICLE VIII Books and Records
8.01	The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Executive Board and committees having any of the authority of the Executive Board and a record giving the names and addresses of the members entitled to vote and provide same for inspection on five days' written notice at the registered or principle office.
	ARTICLE IX Fiscal Year
9.01	The fiscal year of the corporation shall begin on the first day of July and end on the last day of June in each year.
	ARTICLE X Seal
10.01	The Executive Board shall provide a corporate seal, which shall be in the form of a circle and shall have inscribed whereon the name of the corporation and the words "Corporate Seal of New Manchester High School Band Booster Club, Inc."
	ARTICLE XI Waiver of Notice
11.01	Whenever any notice is required to be given under the provision of the Georgia Non- Profit Corporation Act or under the provisions of the articles of incorporation or the Bylaws of the corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.
	ARTICLE XII Amendments to these Bylaws
12.01	These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by a majority of the members present at any regular meeting or at any special meeting, if at least two days' written notice is given of an intention to alter, amend or repeal these Bylaws or to adopt new Bylaws at such meeting.