

Wolverine Band Boosters Bylaws – DRAFT PROPOSAL

OFFICIALLY ADOPTED: April 28, 2016

DRAFT DATE: November 12, 2021

ARTICLE I.

Name and Objectives

Section 1. Name

The name of this organization shall be the Wolverine Band Boosters (WBB).

Section 2. Objectives

The objectives of the WBB are:

- A. To support the students and directors of the Bentonville West High School band and color guard programs.
- B. To promote the advancement and development of instrumental music at Bentonville West High School and Bentonville West High School's feeder schools, as designated.

The WBB shall accomplish its objectives through volunteer service and fundraising and shall be governed by the basic policies set forth in these bylaws. The WBB shall be non-commercial, non-sectarian, and non-partisan and operate only for the purpose related to the objectives.

Section 3. Agreement

The activities and policies of the WBB, its bylaws, and other rules and procedures shall be in conformance and agreement with all policies of Bentonville Public Schools and of Bentonville West High School. Nothing in these bylaws should be supposed to supersede the policies of those entities.

The WBB may cooperate with other organizations, provided its representative makes no commitments that bind the group represented without the approval of the WBB Executive Board.

The WBB shall seek neither to direct the administrative activities of the Bentonville West High School band and color guard programs nor control their policies. Instead, the WBB shall cooperate with the band and color guard programs to enhance the educational environment.

The WBB shall be terminated and dissolved by a majority vote of the membership in favor of dissolution and termination of the WBB. All funds will be turned over to the band organization school account. All property owned by the WBB will be donated to the band organization.

Section 4. Fiscal Year

The fiscal year of this association begins July 1 and ends June 30.

ARTICLE II.

Membership

Section 1. Active Membership

Active membership of the WBB shall be parents and/or guardians of students (grades 6-12) currently enrolled in the band and/or color guard programs at Bentonville West High School and its feeder schools. Only active members in good standing as outlined in the volunteer code of conduct shall be entitled to vote on matters

brought before the WBB, including general elections, and be considered eligible to hold office as an officer or as a WBB Executive Board member.

Section 2. Special Membership

Upon review and approval by the WBB Executive Board, interested individuals may be considered non-voting special members and invited to participate in the WBB.

ARTICLE III.

Executive Board

The Executive Board of the WBB (Executive Board) shall serve as the WBB's leadership structure and manage the affairs of the WBB. The Executive Board will consist of the Administrative Officers, Operational Officers and Non-Elected Members.

Section 1. Administrative Officers

- A. The Administrative Officers of the WBB shall include President, Executive Vice President, Secretary, Treasurer and Assistant Treasurer.
- B. Administrative Officers shall serve as the official representatives of the WBB, especially in official and legal matters and transactions, as prescribed in the WBB's Job Description Document.
- C. Administrative Officers shall be responsible for oversight of the organization as a whole and shall perform their duties in service to the Bentonville West High School band and color guard programs as requested by the Bentonville West High School band director.
- D. At least three (3) Administrative Officers must not be employees of Bentonville Public Schools.

Section 2. Operational Officers

- A. Operational Officers of the WBB Executive Board shall include Vice Presidents (VP of Communications, VP of Concessions, VP of Fundraising, VP of Operations, Co-VPs of Student Services, VP of Volunteers) and such other offices as are deemed necessary.
- B. They shall serve as managers and executors of designated WBB activities, as prescribed in the WBB's Job Descriptions and shall perform their duties in service to the Bentonville West High School band and color guard programs as requested by the Bentonville West High School band director.

Section 3. Non-Elected Members

- A. Non-Elected Members of the WBB shall include Bentonville West High School band, percussion, and color guard directors, designated appointees, drum majors, and color guard captains of the current school year.
- B. Non-Elected Members shall serve to advise and hold accountable the officers of the WBB in the best interest of the WBB's members and objectives.

Section 4. Creation of Additional Executive Board Positions

As needed, the Executive Board may create additional positions to be filled by WBB members in good standing. New positions shall be created upon arrival via an affirmative two-thirds majority vote by voting Executive Board members and will take effect at the discretion of the Executive Board.

Section 5. Term/Tenure

- A. All elected officers of the Executive Board shall serve for one (1) fiscal year.
- B. An elected officer may be reelected by the WBB members for as long as he/she is an eligible active member of the WBB.
- C. An elected officer may only hold one (1) office.
- D. Bentonville West High School band and color guard directors may serve as non-elected members of the Executive Board for as long as they are employed by Bentonville West High School and Bentonville Public Schools to perform duties pertinent to the Bentonville West High School band and color guard programs.
- E. Individual students serving as drum majors or color guard captains may serve on the Executive Board for as long as they are granted the title, “drum major” or “color guard captain” of the Bentonville West High School marching band by the Bentonville West High School band directors.

Section 6. Removal of Member

Any elected officer or appointed Executive Board member or other appointee of an Officer or the Executive Board may be removed from office by an affirmative vote of two-thirds majority of the full Executive Board. Any such Executive Board member proposed to be removed shall be entitled to at least five (5) days’ notice in writing sent by certified receipt mail of the meeting at which such removal is to be voted upon and shall be entitled to appear before and be heard at such meeting. If voted in the affirmative, such member shall be considered in bad standing henceforth.

Section 7. Vacancies

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 pending an affirmative vote of two-thirds majority of the full Executive Board.

Section 8. Compensation

The active members of the Executive Board shall not receive any compensation for their services as a member of the Executive Board. However, certain expenses may be reimbursed such as activities that are deemed critical and necessary as part of their job function by the Executive Board.

Section 9. Eligibility

In accordance with Bentonville Public Schools sanctioned organization policies, employees of Bentonville Public Schools are eligible to hold any role on the Executive Board except for Treasurer and Assistant Treasurer. In addition, Bentonville Public Schools employees may not serve as authorized signers on any documents, band records or transactions of the WBB and must abstain from any votes related to financial matters.

Section 10. Leave of Absence by an Executive Officer

- A. Any of the Executive Board members will be allowed to take a leave of absence of no longer than ninety (90) days in any one elected term.
- B. If the President requests a leave of absence, the Executive Vice President will assume all of the responsibilities of the President until such time as the President returns to his/her position.
- C. If the Executive Vice President is unable to assume all responsibilities, he/she shall delegate said responsibilities to other members of the Board or WBB members in good standing as needed. The Executive Vice President will present any delegation ideas for WBB members to the board for a vote. A majority vote of the Board is needed in order for the Executive Vice President to proceed in delegating the assignment to a WBB member who is not on the Board.

- D. If the Executive Vice President is unable to assume the role and responsibility of President, then the next officer in line (**Treasurer**) would assume responsibility. If the **Treasurer** is unable to assume responsibility, then it would fall to the **Secretary**, and lastly to the **Assistant Treasurer**. If the **Administrative Board** is vacant, the remaining officers will vote to fill President role from within remaining eligible officers until a new election can take place.
- E. This would be the procedures to be followed should any WBB Officer request a leave of absence. The next officer in line would assume their duties and they would follow the same delegation rules as in part C and D above.

ARTICLE IV.

Elections of Officers, Administrative and Operational

Section 1. Nomination

- A. A nominee must be an active WBB member in good standing as outlined in the volunteer code of conduct.
- B. Nominations for officers shall be open for a 30-day period, ending no later than April 30.
- C. A nomination vetting process will review candidates to assess qualifications and standing, gauge interest and influence optimal placements prior to formal voting.
- D. The list of nominations for officers shall be announced and published no later than 5 days after the close of the nomination period via email to all active members with email addresses on file, on the Bentonville West High School band website, and on all social media sites of the Bentonville West High School band.
- E. Nominees may be asked to present his/her qualifications for office at the **Spring parent information meeting** before elections commence.

Section 2. Election

- A. Election of officers shall occur at the **Spring parent information meeting** for the upcoming term of office.
- B. Officers shall be elected by a majority vote of active members present.

Section 3. Term

- A. The term of all elected officers shall begin on July 1 and end June 30. A transition period will occur between outgoing and incoming boards at the June board meeting.
- B. An active member shall hold only one (1) elected office.

ARTICLE V.

Meetings

Section 1. Meeting Frequency

There shall be a minimum of four (4) general meetings of the WBB during the school year. The President of the WBB shall schedule and conduct such meetings.

Section 2. Quorum

A quorum of four (4) Officers and ten (10) active members shall be required to hold a general meeting where a vote of the membership is required.

Section 3. Order

Unless otherwise herein provided, Robert's Rules of Order shall govern all matters of procedure.

Section 4. Financial Votes

Investment decisions outside of the annual operating budget exceeding \$2,500 or more will take place at the next scheduled WBB general meeting and will require approval by a majority vote of active members present at the meeting. In the event a vote needs to take place with urgency or between regularly scheduled meetings, active members will be invited to a special meeting. Meetings will be publicized through emails to members, on social media channels and on the band website. In accordance with Bentonville School District guidelines, employees of Bentonville School District must abstain from votes regarding financial matters of the WBB.

ARTICLE VI.

Financial Matters

Section 1. Accounts

- A. The Executive Board should include a minimum of four (4) members who hold access and signing rights to financial accounts belonging to the WBB. These individuals will typically be selected from the Administrative Officer roles and will be coordinated by the Treasurer and Assistant Treasurer. If the President, Executive Vice President or Secretary are employees of Bentonville Public Schools, the Executive Board will select alternate signers from within the Executive Board for the fiscal year.
- B. Any conflicts of interest between a potential account holder and the financial institution or between individual potential account holders shall be disclosed to the Executive Board and reviewed before authorizing access to financial accounts and applications.
- C. All checks regardless of amount shall require two (2) signatures by approved account holders.
- D. Approved account holders are responsible for the use and custody of cards issued to them and shall adhere to the policies of their use set by the financial institution and the WBB.

Section 2. Oversight and Planning

- A. The Executive Board or Bentonville Public Schools may request or require an annual or on-demand audit of financials which should demonstrate reconciliations against source systems and accounts, explain discrepancies or material changes in balances, and validate current financial standing.
- B. An annual operating budget for the WBB shall be set and approved by the Executive Board at the first meeting of the fiscal year.
- C. All revenue and expenditures must be applied to stated and intended purposes as communicated to the Booster membership.

Section 3. Disbursements

- A. Itemized receipts for all expenditures shall be provided to the Treasurer or Assistant Treasurer in timely manner and shall be archived digitally in applicable financial systems.

- B. All digital and membership transactions must be made through a WBB owned account (i.e. Sam's Club, Amazon). Transactions made on personal accounts must have prior approval by an Administrative Officer and will be held to the document retention policies of the WBB.
- C. Expenditures made with personal funds on behalf of the WBB must be first approved by 2 or more members of the Executive Board. Members of the Executive Board cannot approve their own requests. A review of all reimbursements must be made available at the next board meeting.

Section 4. Asset Management

- A. Physical custody of all cash on hand or liquid assets must always reside with the Treasurer or Assistant Treasurer.
 - a. In the rare event the Treasurer or Assistant Treasurer cannot provide physical custody of cash on hand or liquid assets, the Treasurer and/or Assistant Treasurer can appoint a member of the Executive Board temporary custody, but must document balances, quantities, and conditions at the time of hand-off.
- B. Inventory of merchandise shall be maintained in point-of-sale systems.
- C. Uniform counts and condition shall be maintained and reviewed annually.
- D. Major equipment owned by the WBB shall be inspected annually and maintained to maximize useful life.

Section 5. Regulatory and District Filings

- A. All applicable Federal and State filings shall be reviewed by the Executive Board and submitted in a timely fashion.
 - a. IRS Form 990 must be submitted no later than November 15 of each fiscal year.
 - b. Arkansas Annual Report for Domestic Nonprofit Corporations must be submitted no later than August 1 of each fiscal year.
- B. WBB Annual Report and operating budget must be submitted to the Bentonville Public Schools CFO no later than September 1 of each fiscal year.

ARTICLE VII.

Amendments

These bylaws shall be amended or replaced by a majority vote of the Executive Board at their meeting, followed by a majority vote of the active members present at the next general meeting of the WBB. Proposed amendments shall be published and given one (1) month public view prior to such votes being taken.

ARTICLE VIII.

Review Policies

These bylaws of the WBB shall be reviewed or updated at a minimum of every odd year to assure that they are current with the affairs of the WBB and with the policies and procedures of the Bentonville West High School and Bentonville Public Schools. These bylaws may also be amended at any time as situations arise provided that the steps in Article V of the bylaws are followed.

ARTICLE IX.

Indemnification

Indemnification of the WBB is in accordance with the stated Bentonville Public School district policy which is on file at the Bentonville School District Administration Building. Notwithstanding any other provision of these

Articles, the purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and/or educational within the meaning of 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law. Further, notwithstanding any other provision of the Articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

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