

BYLAWS OF THE BRAINERD MUSIC BOOSTERS  
A NON-PROFIT CORPORATION  
(Current as of XXXX-XXXX School Year)

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Revised October 7<sup>th</sup>, 2013  
Pending Approval

# BYLAWS OF THE BRAINERD MUSIC BOOSTERS

## ARTICLE I PURPOSE

- 1.01 To support and advocate for the Brainerd Public Schools Music Programs in the Brainerd community and beyond.
- 1.02 To achieve its purpose the Brainerd Music Boosters shall maintain 501(c)3 Non-Profit status. In accordance with Article IV, it shall be the responsibility of the treasurer to secure and maintain said status.

## ARTICLE II MEMBERSHIP

### Members at Large

- 2.01 Any adult sharing a vested interest in the Brainerd Public Schools Music Programs may join. Enrolment may be done at anytime through the membership chair or his/her designates.

### Current Music Parents

- 2.02 Any parent or guardian of a current Brainerd Public School musical ensemble member shall be granted honorary membership into the Brainerd Music Boosters. Any associated fees and dues are hereby waived. Honorary status shall expire upon the graduation of related student, or any instance in which the related student is no longer satisfactorily participating in a Brainerd Public School musical ensemble (as is deemed by ensemble director).

### Corporate Members

- 2.03 Any corporation sharing a vested interest in the Brainerd Public School Music Programs may enroll pending approval of the membership chair.

### Officers

- 2.04 The elected officers (President, Vice President, Secretary, Treasurer, Standing Committee Chairs in accordance with Article V) shall be the advisors of the Board of Directors. Each officer shall have one vote in matters before the organization. All decisions made by the officers must be ratified by the Board of Directors. No action, regarding the corporation may be taken without the approval of the Board of Directors.

### Board of Directors

- 2.05 The Board of Directors shall consist of the Brainerd Public Schools Music Ensemble directors, including but not limited to: Band Directors, Choral Directors, and Orchestral Directors.

### Benefits of Membership

- 2.03 Members shall receive a membership card for each year of participation in the Brainerd Music Boosters. This card shall act as a certificate of membership, and can be used to enter all Brainerd Public School musical performances free of charge. The aforementioned benefits are

limited to paying members of the Brainerd Music Boosters, and do not apply to honorary members.

#### Voting Rights

2.01 All booster members may voice their opinions at general meetings. General members shall vote and elect Officers. Officers shall vote on matters before the organization, passing resolutions are then presented to the Board of Directors for final approval.

#### Dues

2.04 Annual membership dues will be for the school year commencing in September and ending in August of the following year. A member is considered to be in good standing upon payment of annual membership dues. Annual family membership dues for the corporation are to be set by the elected officers and submitted for approval by the Board of Directors at the Quarterly meeting immediately preceding September.

\$100 Members at Large  
\$500 Corporate Members

### ARTICLE III MEETING OF MEMBERS

#### Annual Meeting

3.01 An annual meeting of the members shall be held during the month of August in each year, beginning with the year 2014, at the hour of 7:00pm, for the purpose of electing the Officers and for the transaction of other business as may come before the meeting. If the election of Officers is not held on the day designated for any annual meeting, or at any adjournment thereof, the serving Officers shall cause the election to be held at a special meeting of the members as soon thereafter as possible.

#### Quarterly Meeting

3.02 Meetings will take place the second Tuesday of every February, May, August, and November.

#### Special Meeting

3.03 Special meetings may be called by or at the request of the Board of Directors, the President, or a majority of the Officers.

#### Officer Meeting

3.04 Executive Meetings may be called by or at the request of the President or any two Executives.

#### Place of Meeting

3.05 The place of meeting shall be held in a Brainerd Public Schools building. Alternative locations may be authorized by the Board of Directors, President or any two Executives provided that proper notice is given to members.

### Notice of Meeting

3.06 Written, printed or verbal notice stating the place, day and hour of any meeting of members shall be delivered, either personally or by mail, to each member entitled to vote at such meeting, not less than ten days before the date of such meeting, by or at the direction of the President, or the Secretary 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 notice. If mailed, the notice of the meeting shall be deemed to be delivered when deposited in the United States mail addressed to the member at his/hers address as it appears on the records of the Corporation, with postage thereon prepaid.

### Quorum

3.07 The members present, including at least 2/3 of elected officials and three members of the Board of Directors, representing all three ensembles, shall constitute a quorum for the transaction of business in any regular or special meeting.

## ARTICLE IV OFFICERS

### Members

4.01 Elected officers shall include President, Vice President, Treasurer, Secretary, and Standing Committee Chairs as define in Article V.

### President

4.02 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 shall preside at all meetings of the members and of the Executive Board. He/She may sign, with the Secretary and any other proper officer of the corporation authorized by the Executive Board, any deeds, mortgages, bonds, contracts or other instruments which the Executive Board have 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 statue 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.

### Vice President

4.03 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 Presidents in order of their election) shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions upon the President. Any Vice President shall perform such other duties as from time to time may be assigned to him by the President or Board of Directors.

### Treasurer

4.04 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/she 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 VI of these Bylaws and in general perform all the duties incident to the office of Treasurer, including the disbursement of funds, maintenance of 501(c)3 Not for profit status and such other duties as from time to time may be assigned to him by the President or by the Executive Board.

#### Secretary

4.05 The Secretary shall keep the minutes of the meetings of the members and of the Board of Directors 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 the provisions of these bylaws; keep a register of the post-office address of each member as furnished to the Secretary by the Brainerd Public Schools; 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 by the President or by the Executive Board.

#### Standing Committee Chair

4.06 Chair persons of standing committees, as defined in Article V of these bylaws shall serve as a member of the executive committee.

#### Election of Officers

4.07 Elections shall be held at the annual meeting. Election shall be by popular vote of all members present. Nominations can be made by any current member of the Brainerd Music Boosters organization. All ties shall be settled by a runoff vote of the two candidates with the most votes. If after a runoff vote a majority cannot be achieved, the Board of Directors may hold a private ballot to select between the two finalists.

#### Tenure

4.08 Officers shall serve in their elected position for a period of one (1) year or until his/hers successor has been elected. All Officers must be members in good standing of the corporation at time of nomination and shall maintain said membership in good standing throughout his/hers tenure as determined by the Board of Directors.

#### Voting Rights

4.09 Matters before the board shall require a motion to vote, and a second to initiate a vote. All decisions shall pass once a simple majority has been achieved, with the exception of amendments to the organizations bylaws, which require a 2/3 majority in accordance with Article VII. All resolutions, once passed by the Officers shall be subject to approval by the Board of Directors.

#### Removal

4.10 Any Officer elected or appointed by the Board of Directors may be removed by a majority vote of the Officers or the Board of Directors, whenever in its judgment the best interests of the corporation would be served thereby.

### Resignation

4.11 Any Officer may resign by filing a written resignation with the Secretary.

### Vacancies

4.07 Any elected vacancy occurring shall be filled by a special election, in accordance with Article IV. Executives elected to fill a vacancy shall be elected for the unexpired term of his/her predecessor in office.

## ARTICLE V COMMITTEES

### General

5.01 The following standing committees shall exist: Advocacy Committee, Fundraising Committee, Communications Committee, and Membership Committee.

### Advocacy Committee

5.02 The Advocacy Committee, shall be headed by the Vice President, and shall monitor and respond to the activities of the school board as they pertain to music, as well as promoting music in the Brainerd community.

### Fundraising Committee

5.03 The Fundraising Committee shall organize and oversee all fundraisers for the Brainerd Music Boosters Organization. All Fundraisers shall be approved by majority vote of the Executive Board prior to any publicizing of said fundraiser.

### Communications Committee

5.04 The Communications Committee shall organize all communications of the Music Boosters. They will actively seek out ways to connect with area businesses and the general public through all media resources available, to bring the activities of the Brainerd Music Program to them.

### Membership Committee

5.05 **Dues**

### Adhoc Committees

5.06 Any Director, The President, or any two Officers may designate one or more adhoc committees. Committee Chairs shall be elected by a majority vote of the Officers. Adhoc committee chairs shall not serve as an Officer, and therefore are not afforded a vote in general resolutions. However, Officers may chair Adhoc Committees.

## ARTICLE VI CONTRACTS, CHECKS, DEPOSITS, AND FUNDS

### Contracts

6.01 All contracts shall be agreed upon by majority vote of the Executive Board and approved

by the Board of Directors. All contracts must be entered into by the President and Treasurer, as is evident by their signatures. All contracts shall be documented, and available for examination by any active member of the organization.

#### Checks and Drafts

6.02 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 the President and Treasurer. All such notes shall be documented, and available or examination by any active member of the organization.

#### Deposits

6.03 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. Such deposits shall be executed by the Treasurer, President, or Vice President.

#### Gifts

6.04 Any Executive member may accept on behalf of the corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the corporation.

#### Books and Records

6.05 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 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.

#### Annual Audit

6.06 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.

#### Fiscal Year

6.07 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.

#### Fundraisers

6.08 All Fundraisers shall be approved by majority vote of the Executive Board, and approved by the Board of Directors prior to any publicizing of said fundraiser.

## ARTICLE VII AMENDMENTS TO THESE BYLAWS

7.01 These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by a majority of the Executive Board, with approval by the Board of Directors, present at any regular meeting or at any special meeting, if at least two (2) days' written notice is given of an intention to alter, amend or repeal these Bylaws or to adopt new Bylaws at such meeting.

ARTICLE VIII  
DISSOLUTION

8.01 The Brainerd Music Department has absolute and complete authority to dissolve the Brainerd Music Booster Organization. Upon dissolution of the organization, the Board of Directors, after paying or making provision for the payment of the liabilities of the organization shall distribute all of the assets of the organization to the Brainerd Public Schools music program, with the intent that the assets be used to further the purposes of the organization to benefit the music students.

We the undersigned representatives of the Board of Directors, and Officers of the Board, do hereby certify that the foregoing are the true and legal bylaws of the Brainerd Music Booster Organization, and that the same were amended on the 9th day of September, 2013.

_____ President	_____ Vice President
_____ Treasurer	_____ Secretary
_____ Advocacy Committee (Chair)	_____ Fundraising Committee (Chair)
_____ Communications Committee (Chair)	_____ Membership Committee (Chair)
_____ Band Director	_____ Band Director
_____ Band Director	_____ Band Director
_____ Choral Director	_____ Choral Director
_____ Choral Director	_____ Orchestra Director
_____ Orchestra Director	