

**Bylaws of the  
McNeil Band Boosters  
June 3, 2013**

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**Article 1. Name**

1.1. The name of this organization shall be the McNeil Band Boosters (“MBB”).

**Article 2. Purpose**

- 2.1. MBB is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.-MBB shall support the McNeil High School (“MHS”) band program and its feeder middle school band programs in the attainment of band program goals. The term “band” shall include the instrumental groups and the colorguard and winterguard. MBB will:
- 2.1.1. provide financial support for unique projects which promote the band program but are outside the financial support of the Round Rock Independent School District (“RRISD”);
  - 2.1.2. encourage the growth and development of a quality program which complements and extends the educational opportunities for young people; and
  - 2.1.3. work collaboratively with RRISD, MHS school officials and MHS band directors in the pursuit of these objectives.
- 2.2. Parent participation in MBB is not required for students to participate in band activities. All MBB fundraising activities and donations are voluntary.
- 2.3. It is the intention of MBB to be and remain a non-profit corporation under the Texas Business Organizations Code, to become and remain exempt under section 501(c)(3) of the Internal Revenue Code and to follow the guidance found in the RRISD Booster Club Guidelines.
- 2.4. The Campus Sponsor shall be the MHS Head Band Director.

**Article 3. Corporate Matters**

- 3.1. The Registered Office shall be listed as 5720 McNeil Drive, Austin, Texas 78729
- 3.2. The Secretary of the Executive Board shall be the Registered Agent.
- 3.3. The business of MBB shall be managed by an Executive Board as described herein.

**Article 4. Members**

- 4.1. General Members
- 4.1.1. The General Members of MBB include:
    - 4.1.1.1. parents, step parents or legal guardians of students enrolled in the MHS band program; and
    - 4.1.1.2. parents, step parents or legal guardians of students enrolled in the middle school band programs who are projected to attend MHS based on the high

school attendance boundary maps for the school year that begins during a MBB program year (as defined in Article 7.2).

4.1.2. General Members who are parents, step parents or legal guardians of students enrolled in the MHS band program have voting privileges at meetings of the General Membership.

4.1.3. Membership of the parent, step parent or legal guardian ends if the student ceases to be enrolled in the MHS band program or a feeder middle school band program.

#### 4.2. Honorary and Alumni Members

4.2.1. Individuals who wish to advance the objectives of MBB through financial support or volunteering at MBB activities may be recognized by the Executive Board as Honorary Members.

4.2.2. Former McNeil High School band program students who wish to advance the objectives of MBB through financial support or volunteering at MBB activities may be recognized by the Executive Board as Alumni Members.

4.2.3. Honorary and Alumni Members shall have no voting privileges.

#### 4.3. Dues may be assessed by MBB

4.3.1. As of the date these Bylaws were first adopted, the Executive Board determined that dues were not needed to underwrite the financial needs of MBB.

### **Article 5. Officers and Executive Board**

#### 5.1. Elected Officers

##### **5.1.1. President**

###### 5.1.1.1. Qualifications of the President

5.1.1.1.1. The President should have a broad range of experience in performing the tasks of MBB and/or overseeing the work of operational leaders.

###### 5.1.1.2. The President shall:

5.1.1.2.1. preside over all meetings of the General Membership and meetings of the Executive Board;

5.1.1.2.2. appoint committees with advice and consent of the Executive Board;

5.1.1.2.3. be an ex-officio member of all committees;

5.1.1.2.4. be authorized to enter into any Executive Board-approved contract or execute and deliver any Executive Board-approved instrument in the name of and on behalf of MBB; and

5.1.1.2.5. other duties prescribed by these bylaws and by the parliamentary authority adopted by MBB.

##### **5.1.2. Secretary**

###### 5.1.2.1. The Secretary shall:

5.1.2.1.1. communicate meeting notices;

- 5.1.2.1.2. keep an accurate record of meetings of the General Membership and meetings of the Executive Board and submit for publication;
  - 5.1.2.1.3. submit minutes to banks as required to authorize signatures on bank accounts;
  - 5.1.2.1.4. submit the change of registered agent of the corporation, as required by the State of Texas;
  - 5.1.2.1.5. regularly access the MBB Post Office Box and disperse mail as appropriate;
  - 5.1.2.1.6. be responsible for identifying and maintaining records which meet the required retention period and oversee the destruction of old records; and
  - 5.1.2.1.7. perform other duties prescribed by these bylaws and by the parliamentary authority adopted by MBB.
- 5.1.2.2. The Secretary shall oversee the work of the following operational leaders, if appointed by the Executive Board, including, but not limited to:
- 5.1.2.2.1. the Historian.

### **5.1.3. Treasurer**

- 5.1.3.1. Qualifications of the Treasurer
  - 5.1.3.1.1. The Treasurer must have experience in accounting or bookkeeping.
- 5.1.3.2. The Treasurer shall:
  - 5.1.3.2.1. have custody of all the funds of MBB;
  - 5.1.3.2.2. maintain the books of accounts and records including bank statements with reconciliations, receipts, budgets, invoices, paid receipts and cancelled checks in accordance with the records retention policy described in Article 10;
  - 5.1.3.2.3. make and/or confirm deposits and disbursements are made in a timely matter in accordance with the budget approved by the membership;
  - 5.1.3.2.4. sign on bank accounts as one of two (2) required signatures on all checks;
  - 5.1.3.2.5. present a financial report (including income and expenditures, and budget versus actual comparison), both written and verbally, at meetings of the Executive Board and meetings of the General Membership;
  - 5.1.3.2.6. submit the June 30th and December 31st Income/Expense reports to the Director of Financial Services in accordance with RRISD requirements;
  - 5.1.3.2.7. establish (with the aid of the Executive Board) an annual budget of anticipated revenue and expenditures and maintain oversight to ensure budget compliance;
  - 5.1.3.2.8. be responsible for the maintenance of such books of account and records as conform to the requirements of Article 8 of these bylaws;
  - 5.1.3.2.9. complete and file all necessary tax documents including but not limited to:
    - 5.1.3.2.9.1. IRS 990/990T annual filings (Due on the 15th day of the 5th month following the end of the organization's taxable year );

- 5.1.3.2.9.2. 1099s (January); and
- 5.1.3.2.9.3. Texas Sales Tax returns (due annually – \$0 reports required).
- 5.1.3.3. The Treasurer shall oversee the work of the following operational leaders, if appointed by the Executive Board, including, but not limited to:
  - 5.1.3.3.1. Assistant Treasurer
    - 5.1.3.3.1.1. While the Treasurer is responsible for seeing that these activities are carried out, an Assistant Treasurer or an accountant or bookkeeper may actually perform the duties. For example, a properly designated Assistant Treasurer may sign reports in the Treasurer's absence, and an accountant or bookkeeper may handle the recordkeeping and reporting duties. Nevertheless, the Treasurer remains responsible for compliance with the duties as stated above in these bylaws.

**5.1.4. Vice President for Strategic Planning and Coordination**

- 5.1.4.1. The Vice President for Strategic Planning and Coordination shall ensure that all MBB activities that are not directly related to the fall football season or fall marching season are adequately planned, managed, staffed and successfully completed. The Vice President for Strategic Planning and Coordination shall be responsible for development and ongoing review of any strategic plans and grants.
- 5.1.4.2. The Vice President for Strategic Planning and Coordination shall oversee the work of the following operational leaders, if appointed by the Executive Board, including, but not limited to:
  - 5.1.4.2.1. the Watermelon Social Coordinator;
  - 5.1.4.2.2. the Everything Day Coordinator;
  - 5.1.4.2.3. the Merchandise Coordinator;
  - 5.1.4.2.4. the Trip Coordinator and Trip Chaperones; and
  - 5.1.4.2.5. the Banquet Support Coordinator.

**5.1.5. Vice President for Fundraising**

- 5.1.5.1. The Vice President for Fundraising shall ensure that all fundraising activities of MBB are planned, managed, coordinated and accomplished using the highest level of transparency and in accordance with any federal or state laws, federal or state regulations or RRISD policies concerning fundraising.
- 5.1.5.2. The Vice President for Fundraising shall oversee the work of the following operational leaders, if appointed by the Executive Board, including, but not limited to:
  - 5.1.5.2.1. the HEB Card Coordinator;
  - 5.1.5.2.2. the Annual Fund Chair;
  - 5.1.5.2.3. the Pancake Breakfast Coordinator;
  - 5.1.5.2.4. the Raffle Coordinator(s) (maximum of two[2]) ;
  - 5.1.5.2.5. the Auction Coordinator(s);
  - 5.1.5.2.6. the coordinator(s) of any other fundraising meal event(s) or fundraising dessert event(s); and

- 5.1.5.2.7. the coordinator(s) for any show(s) or contest(s) hosted by the MHS Band, MHS Winterguard or MBB.

#### **5.1.6. Vice President for Concessions**

- 5.1.6.1. The Vice President for Concessions shall be responsible for the purchase, storage and distribution of supplies necessary to operate the concession stands, recruit stand managers, organize procedures for volunteer workers to ensure successful concession operations, and other duties prescribed by these bylaws and by the parliamentary authority adopted by MBB.
- 5.1.6.2. The Vice President for Concessions shall oversee the work of the following operational leaders, if appointed by the Executive Board, including, but not limited to:
  - 5.1.6.2.1. the Middle School games Concession Stand Manager(s);
  - 5.1.6.2.2. the Freshmen games Concession Stand Manager(s);
  - 5.1.6.2.3. the Junior Varsity games Concession Stand Manager(s);
  - 5.1.6.2.4. the Varsity games Concession Stand Manager(s); and
  - 5.1.6.2.5. the concessions stand manager(s) for any contest(s), show(s) and any other event(s)

#### **5.1.7. Vice President for Volunteers and Communications**

- 5.1.7.1. The Vice President for Volunteers and Communications shall ensure that all events and activities of MBB are adequately staffed and attended by involving as many of the MBB members as is possible. To accomplish this objective the Vice President for Volunteers and Communications should devise strategies to recruit, train, motivate, ensure participation and recognize volunteers. The Vice President for Volunteers and Communications builds the foundation from which future MBB leadership will be identified and developed.
- 5.1.7.2. The Vice President for Volunteers and Communications shall oversee the work of the following operational leaders, if appointed by the Executive Board, including, but not limited to:
  - 5.1.7.2.1. the Volunteer Coordinator;
  - 5.1.7.2.2. the marching season Pit Crew Coordinator and any equipment truck drivers;
  - 5.1.7.2.3. the marching season Water Crew Coordinator;
  - 5.1.7.2.4. the marching season Chaperones Coordinator;
  - 5.1.7.2.5. the marching season Game Day Meals Coordinator;
  - 5.1.7.2.6. the Communications Coordinator; and
  - 5.1.7.2.7. the Webmaster and/or System Administrator.

### **5.2. Appointed Liaisons**

#### **5.2.1. BCOB Director from MBB**

- 5.2.1.1. The Band Concessions Operating Board (“BCOB”) Director from MBB must be appointed each spring and following appointment shall serve as a member of the Board of Directors of BCOB during the next term of the Board

of Directors of BCOB. The BCOB Director from MBB shall attend the meetings of the Board of Directors of BCOB and keep the President, Vice President for Concessions and the Executive Board informed concerning BCOB matters.

5.2.1.2. The BCOB Director from MBB shall work closely with the Vice President for Concessions and the Vice President for Volunteers and Communications to coordinate the efforts of MBB and the other RRISD High School Band Booster organizations.

5.2.1.3. The BCOB Director from the McNeil Band Boosters may, as needed, oversee the work of any MBB members who agree to perform BCOB managed tasks that benefit of all RRISD Band Booster organizations, including, but not limited to, purchasing BCOB concessions supplies, organizing and maintaining BCOB inventories and/or purchasing and maintaining BCOB equipment.

### **5.2.2. Colorguard/Winterguard Liaison**

5.2.2.1. The Colorguard/Winterguard Liaison should be a parent, step parent or legal guardian of a student participating in the Colorguard or Winterguard component of the MHS band program.

5.2.2.2. The Colorguard/Winterguard Liaison shall work closely with the Colorguard/Winterguard Director, attend all meetings of the Colorguard/Winterguard parents and keep the Executive Board informed concerning Colorguard/Winterguard matters.

### **5.2.3. Deerpark Middle School Liaison**

5.2.3.1. The Deerpark Middle School Liaison should be a parent, step parent or legal guardian of a student participating in the MHS band program who also has a student participating in the Deerpark Middle School band program. If this is not possible, the Executive Board may appoint a Liaison that has some other significant contact with the Deerpark Middle School band program.

5.2.3.2. The Deerpark Middle School Liaison shall:

5.2.3.2.1. facilitate communications between the middle school directors and MBB;

5.2.3.2.2. in cooperation with the middle school directors, attend all middle school band events and, if possible, provide a brief update of the MHS band program activities and/or MBB program activities;

5.2.3.2.3. communicate MBB volunteer needs; and

5.2.3.2.4. coordinate middle school participation in MBB fundraising events.

### **5.2.4. Cedar Valley Middle School Liaison**

5.2.4.1. The Cedar Valley Middle School Liaison should be a parent, step parent or legal guardian of a student participating in the MHS band program who also has a student participating in the Cedar Valley Middle School band program. If this is not possible, the Executive Board may appoint a Liaison that has some other significant contact with the Cedar Valley Middle School band program.

5.2.4.2. The Cedar Valley Middle School Liaison shall:

- 5.2.4.2.1. facilitate communications between the middle school directors and MBB;
- 5.2.4.2.2. in cooperation with the middle school directors, attend all middle school band events and, if possible, provide a brief update of the MHS band program activities and/or MBB program activities;
- 5.2.4.2.3. communicate MBB volunteer needs; and
- 5.2.4.2.4. coordinate middle school participation in MBB fundraising events.

### 5.3. Other Appointed Positions

- 5.3.1. A **Parliamentarian** shall be appointed by the President and approved by the Executive Board.
- 5.3.2. The Parliamentarian shall advise the President or presiding officer on parliamentary rules and matters of procedure when requested. The Parliamentarian should be thoroughly familiar with Roberts Rules of Order, these bylaws and any standing rules of MBB.

### 5.4. General Provisions

- 5.4.1. All elected officers and all appointed liaisons and the appointed Parliamentarian must be General Members. They must be the parent, step parent or legal guardian of a student who is enrolled in the MHS band program.
- 5.4.2. All elected officers and appointed liaisons and the appointed Parliamentarian serve one (1) year terms.
- 5.4.3. The President and the Treasurer may not serve more than two (2) consecutive terms.
- 5.4.4. Nomination and Election of Officers
  - 5.4.4.1. At the Executive Board meeting held in January of each year, a Nominating Committee of five (5) members from the general membership shall be appointed by the Executive Board. It shall be the duty of this committee to contact potential officers, secure consents to serve then nominate a slate of candidates for the elected officer positions.
  - 5.4.4.2. The Nominating Committee shall post the slate of candidates at least twenty one (21) days before the April Meeting of the General Membership.
  - 5.4.4.3. Before the election, additional nominations from the general membership shall be permitted. Additional nominations from the general membership must be communicated in writing to the Secretary of the Executive Board at least fourteen (14) calendar days before the announced date for the election. In the event additional nominations are made, the President, after consultation with the Parliamentarian, shall determine the process for the election. The Secretary of the Executive Board shall cause the additional nominations and election process to be published to the general membership at least ten (10) calendar days before the election.
- 5.4.5. Removal of Officers and Appointed Positions
  - 5.4.5.1. By a two-thirds (2/3) vote of the Executive Board, an elected officer or person appointed to a position on the Executive Board may be removed from office for failure to attend three (3) consecutive meetings, for failure to perform duties, or for criminal misconduct.



#### 5.4.6. Process for Filling Vacancies

##### 5.4.6.1. President

5.4.6.1.1. Should the Presidency become vacant, the Vice President of Strategic Planning and Coordination shall serve as Acting President and presiding officer until a new President is elected. The Executive Board must either vote to allow the Vice President of Strategic Planning and Coordination to serve the remainder of the vacant term or the Executive Board must identify a candidate to fill the remainder of the President's remaining term. The candidate shall be voted upon during the next regular or called meeting of the Executive Board.

##### 5.4.6.2. Other Officers and Appointed Positions

5.4.6.2.1. Should any position on the Executive Board other than the President become vacant, the vacant position shall be filled by an individual appointed by majority vote of the Executive Board at the next regular or called meeting of the Executive Board.

#### 5.4.7. Restrictions Concerning Officers and Executive Board Leadership

5.4.7.1. No family may provide more than one (1) member of the Executive Board as an elected officer or appointed position. The purpose of this restriction is to provide for a broad representation of band families on the Executive Board. Families may provide one (1) individual to serve on the Executive Board and other individuals to serve as Operational Leaders. When selecting members to serve as Operational Leaders, the Executive Board should consider whether there may be any particular risks or potential conflicts of interest when a family member elected as a Vice President will oversee the work of another family member appointed as an Operational Leader.

5.4.7.2. If any position on the Executive Board is filled by co-officers or co-liaisons, then any such co-officers or co-liaisons shall cast only one (1) vote for that position.

#### 5.5. Ex Officio Members

5.5.1. The MHS Head Band Director is the designated Campus Sponsor and is a non-voting ex-officio member of the Executive Board. If the Head Band Director is unable to attend a meeting of the Executive Board, he or she may designate another Band Director to attend.

5.5.2. The MHS Campus Head Principal is a non-voting ex-officio member of the Executive Board. If the Head Principal is unable to attend a meeting of the Executive Board, he or she may designate another campus administrator to attend.

#### 5.6. Operational Leadership

5.6.1. The work of the McNeil Band Boosters requires the efforts of many individuals with task specific roles. Operational Leadership is appointed by the Executive Board.

5.6.2. Operational Leadership may vary from year to year as needs change. Examples of Operational Leadership positions are described in Article 5.1.2.2, Article 5.1.3.3, Article 5.1.4.2, Article 5.1.5.2, Article 5.1.6.2 and Article 5.1.7.2.

5.6.3. Operational Leaders are not members of the Executive Board and have no voting privileges at meetings of the Executive Board. It is preferred that these roles be filled

by many different individuals if possible, however there are no prohibitions preventing an individual or a family serving in several Operational Leadership roles.

#### 5.7. Limits on Use of Personal Information

5.7.1. If the duties of an individual serving in an Executive Board position or Operational Leadership position require the individual to have access to personal information of the students or their guardians, any personal information shall only be used for authorized MBB purposes.

### **Article 6. Committees**

#### 6.1. Special Committees

6.1.1. A Nominating Committee shall be formed each program year as described in Article 5.4.4.

6.1.2. An Auditing Committee shall be formed each program year as described in Article 8.5.1.

6.2. The President may appoint other committees with advice and consent of the Executive Board.

### **Article 7. Meetings**

#### 7.1. General Procedures for Meetings

7.1.1. The Campus Sponsor or his or her designee should be present for any Executive Board meeting and meetings of the General Membership of MBB. Whenever possible, these meetings should be scheduled after consultation with the Campus Sponsor and must be held on the campus of MHS.

7.1.2. Except in an emergency, notice of meetings should be given at least three (3) days in advance of the meeting.

7.1.3. The Secretary should publish an agenda in advance of any meeting of the General Membership.

7.1.4. If the President is not available to preside at a meeting of the Executive Board or a meeting of the General Membership, the Vice President of Planning and Coordination shall preside in his or her absence.

7.1.5. Meetings of Executive Board and Meetings of the General Membership shall be conducted in accordance with Robert's Rules of Order.

7.1.6. Any meeting notice or other publication concerning the McNeil Band Boosters shall be by normal means of communication.

#### 7.2. Program Year and Calendar

7.2.1. The program year of MBB shall begin on May 1 of each year and run through April 30 of the following year. The intention of this program year cycle is to provide for an orderly transition from outgoing to incoming officers and leaders before the school year ends and allow sufficient time for preparations before the fall semester activities.

### 7.3. Initial Meeting of Executive Board

- 7.3.1. There shall be an initial meeting of the newly elected officers of the Executive Board not later than fourteen (14) calendar days after the election. At the initial meeting, the newly elected officers of the Executive Board shall:
  - 7.3.1.1. identify members to fill appointed positions and secure their consents to serve;
  - 7.3.1.2. identify members to fill operational leadership positions needed for the upcoming program year and secure their consents to serve; and
  - 7.3.1.3. plan a calendar of meetings for the upcoming program year.
- 7.3.2. Any actions taken before the program year begins should be officially ratified or affirmed after the program year begins and noted in the Minutes of the Executive Board.

### 7.4. Meetings

- 7.4.1. During the program year there shall be at least nine (9) meetings of the Executive Board to carry out the business of MBB.
- 7.4.2. During the program year there shall be at least six (6) meetings of the Executive Board members and the Operational Leadership to plan, coordinate and communicate the activities of MBB in support of the MHS band program.
- 7.4.3. During the program year there shall be at least three (3) meetings of the General Membership as follows:
  - 7.4.3.1. a meeting near the beginning of the fall semester to announce the fall semester's events and anticipated needs;
  - 7.4.3.2. a meeting near the beginning of the spring semester to announce the spring semester's events and anticipated needs; and
  - 7.4.3.3. a meeting in April to elect officers and approve a budget and for the following program year.

### 7.5. Meetings of the Executive Board

- 7.5.1. The Executive Board shall meet to conduct the business matters and provide overall coordination of the activities of MBB.
- 7.5.2. Participants in the Executive Board are described in Article 5. The President may invite other individuals to report at any meeting of the Executive Board.
- 7.5.3. The President may call special meetings with three (3) days' notice.
- 7.5.4. The meetings of the Executive Board will generally be open to observers. However, observers are not permitted to participate unless recognized by the presiding officer.
- 7.5.5. At any meetings of the Executive Board, a quorum to conduct business shall be seven (7) of the twelve positions on the Executive Board. Any Ex Officio Members present shall not count toward the necessary quorum. If any position on the Executive Board is filled by co-officers or co-liaisons, then attendance by one (1) or more such co-officers or co-liaisons shall count as one position towards the quorum requirement.
- 7.5.6. The Secretary shall take official Minutes of the meetings.

7.5.7. If matters of business require confidentiality, the Executive Board has authority to close the meeting to observers and go into a closed executive session to act on or discuss only those matters that require confidentiality.

7.5.8. In an emergency situation, the Executive Board may vote by phone, e-mail, or other electronic means if authorized by the President. Executive Board members shall have at least twenty-four (24) hours to cast their votes. A two-thirds (2/3) vote of the entire Executive Board is required for adoption, and the vote shall be recorded in the minutes of the next regular meeting of the Executive Board.

#### 7.6. Meetings of the Executive Board and the Operational Leadership

7.6.1. The members of the Executive Board and the relevant Operational Leaders and any interested general members shall meet to carry out planning, coordination, preparation, provide information or communications and any other matters as necessary to accomplish the activities of MBB.

7.6.2. The meetings of the Operational Leadership will be approximately every other month, but may be more often or less often as determined by the Executive Board.

7.6.3. These meetings are intended to be working sessions and forums for group communications. These are not business meetings. No item of business may be raised or decided in one of these meetings.

7.6.4. There is no quorum requirement.

7.6.5. There will be no minutes taken at these meetings, however, information discussed or provided at such a meeting may be published if of interest to the general members of MBB.

#### 7.7. Meetings of the General Membership

7.7.1. The meetings of the General Membership are intended to be forums for mass communication of the activities and needs of MBB.

7.7.2. The scheduled meetings in conjunction with the fall semester and early in the spring semester are intended to communicate the planned events of the MHS band program, the supporting activities planned by MBB, and to provide notice of volunteer needs. These meetings may be used as a forum to answer questions from the general membership.

7.7.3. The third meeting of the General Membership shall be in April to elect officers and approve a budget.

7.7.4. Special meetings of the General Membership may be called by the Executive Board as provided herein.

7.7.5. At least ten (10) members must be present to establish a quorum.

7.7.6. Voting shall be conducted as provided in Robert's Rules of Order.

7.7.7. The Secretary shall take official Minutes of the meetings.

### **Article 8. Finances**

8.1. The Fiscal Year for the McNeil Band Boosters shall begin on May 1 of each year and end on April 30 of the following year.

- 8.2. An annual budget for the following program year shall be prepared each March by the Treasurer with the assistance of the Executive Board.
  - 8.2.1. The Head Band Director should be given an opportunity for input during the preparation of the budget.
  - 8.2.2. The budget must be approved by the membership as described in Article 7.7.3.
  - 8.2.3. After approval, a copy of the budget shall be provided to the MHS Head Principal.
- 8.3. Changes to the Budget
  - 8.3.1. Any requested expenditures not addressed by the budget must be approved by the Executive Board and general membership prior to disbursement.
  - 8.3.2. The Executive Board shall have the power to reallocate funds within the approved budget without general membership approval
- 8.4. Signers of the bank account shall be the President, Treasurer, and one or two additional members of the Executive Board. Signers of the bank account shall not be related by blood or marriage and shall not reside in the same household.
- 8.5. Financial Review/Audit
  - 8.5.1. A financial Review/Audit shall be performed:
    - 8.5.1.1. at the end of the fiscal year, if possible within forty five (45) days;
    - 8.5.1.2. when any authorized check signer is added or deleted on any bank account; or
    - 8.5.1.3. at any time deemed necessary by the President or three (3) or more members.
  - 8.5.2. The President shall appoint, subject to the approval of the Executive Board, a Financial Review/Audit Committee consisting of not less than three (3) members, who are not authorized signers. Members of the Financial Review/Audit Committee shall not be related by blood, marriage or reside in the same household as any of the authorized signers.
  - 8.5.3. The Financial Review/Audit Committee shall be appointed at the April Meeting of the General Membership when elections are held.
  - 8.5.4. The Financial Review/Audit Committee report shall be presented for adoption by a majority vote of the general members at the next meeting of the general membership following the Financial Review/Audit.
- 8.6. No part of the net earnings of the Boosters shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that MBB shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 2 hereof. No substantial part of the activities of MBB shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and MBB 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, MBB 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 federal tax code.

8.7. The Executive Board may contract with a professional CPA or bookkeeper should it deem such services are necessary.

## **Article 9. Special Authorizations and Prohibitions**

9.1. The Executive Board may authorize the purchase of directors' liability insurance.

9.2. The Executive Board may authorize the purchase of bonding for Treasurer.

9.3. The Executive Board may authorize the purchase of general liability insurance.

9.4. The Executive Board may authorize the indemnification of officers for any liability arising out of official actions.

9.5. The Executive Board may contract with independent contractors.

9.6. The Executive Board may not hire employees.

## **Article 10. Records**

10.1. All MBB records belong to MBB and must be available upon request to the President and members of the Executive Board at all times.

10.2. This policy provides for the systematic review, retention, and destruction of documents received or created by MBB in connection with the transaction of organization business. This policy covers all records and documents, regardless of physical form, contains guidelines for how long certain documents should be kept, and how records should be destroyed (unless under a legal hold). The policy is designed to ensure compliance with federal and state laws and regulations, to eliminate accidental or innocent destruction of records, and to facilitate MBB operations by promoting efficiency and freeing up valuable storage space.

10.3. MBB follows the document retention procedures outlined below. Documents that are not listed, but are substantially similar to those listed in the schedule, will be retained for the appropriate length of time.

### **10.3.1. Corporate Records**

10.3.1.1.	Annual Reports to Secretary of State/Attorney General	Permanent
10.3.1.2.	Articles of Incorporation	Permanent
10.3.1.3.	Executive Board and General Meeting Minutes	Permanent
10.3.1.4.	Executive Board Policies/Resolutions	Permanent
10.3.1.5.	Bylaws	Permanent
10.3.1.6.	IRS Application for Tax-Exempt Status (Form 1023)	Permanent

10.3.1.7.	IRS Determination Letter	Permanent
10.3.1.8.	State Sales Tax Exemption Letter	Permanent
10.3.1.9.	Contracts (after expiration)	7 Years
10.3.1.10.	Insurance Policies	Permanent
10.3.2.	Accounting and Corporate Tax Records	
10.3.2.1.	Annual Audits and Financial Statements	7 years
10.3.2.2.	IRS Forms 990 and 990-T Tax Returns	Permanent
10.3.2.3.	General Ledgers	7 years
10.3.2.4.	Business Expense Records	7 years
10.3.2.5.	IRS Forms 1099	7 years
10.3.2.6.	Journal Entries	7 years
10.3.2.7.	Invoices	7 years
10.3.2.8.	Sales Records (box office, concessions, spirit sales)	5 years
10.3.2.9.	Petty Cash Vouchers	3 Years
10.3.2.10.	Cash Receipts	3 years
10.3.2.11.	Credit Card Receipts	3 years
10.3.3.	Bank Records	
10.3.3.1.	Check Registers	7 years
10.3.3.2.	Bank Deposit Slips	7 years
10.3.3.3.	Bank Statements and Reconciliation	7 years
10.3.3.4.	Electronic Fund Transfer Documents	7 years
10.3.4.	Payroll and Employment Tax Records	
10.3.4.1.	Payroll Registers	7 years
10.3.4.2.	State Unemployment Tax Records	7 years
10.3.4.3.	Payroll Tax Returns	7 years
10.3.4.4.	W-2 Statements	7 years
10.3.5.	Donor and Grant Records	
10.3.5.1.	Donor Records and Acknowledgement Letters	7 years

10.4. Electronic documents will be retained as if they were paper documents. therefore, any electronic files, including records of donations made online, that fall into one of the document types on the above schedule will be maintained for the appropriate amount of time. If a user has sufficient reason to keep an e-mail message, the message should be printed in hard copy and kept in the appropriate file or moved to an “archive” computer file folder. Backup and recovery methods will be tested on a regular basis.

10.5. MBB records will be stored in a safe, secure, and accessible manner. Documents and financial files that are essential to keeping MBB operating in an emergency will be duplicated or backed up at least every week and maintained off-site.

10.6. The Secretary of the Executive Board is responsible for the ongoing process of identifying its records, which have met the required retention period, and overseeing their destruction. Destruction of financial and personnel-related documents will be accomplished by shredding.

## **Article 11. Conflict of Interest**

- 11.1. MBB Executive Board members have an obligation to conduct business within guidelines that prohibit actual or potential conflicts of interest. The purpose of these guidelines is to provide general direction so that Executive Board members can seek further clarification on issues related to the subject of acceptable standards of operation.
- 11.2. An actual or potential conflict of interest occurs when an Executive Board member is in a position to influence a decision that may result in personal gain or gain for a relative as a result of MBB business dealings. For the purpose of this policy, a relative is any person who is related by blood or marriage, or whose relationship with the Executive Board member is similar to that of persons who are related by blood or marriage.
- 11.3. No presumption of a conflict is created by the mere existence of a relationship with outside firms. However, if an Executive Board member has any influence on any material business transactions, it is imperative that he or she discloses to the Executive Board as soon as possible the existence of any actual or potential conflict of interest so that safeguards can be established to protect all parties.
- 11.4. Personal gain may result not only in cases where an Executive Board member, or a relative has a significant ownership in a firm with which MBB does business, but also when an Executive Board member, or a relative receives any kickback, bribe, substantial gift, or special consideration as a result of any transaction or business dealings involving MBB.

## **Article 12. Whistle Blower Protection**

- 12.1. In keeping with the policy of maintaining the highest standards of conduct and ethics, MBB will investigate any suspected fraudulent or dishonest use or misuse of MBB resources or misconduct by Executive Board members, consultants, or volunteers.
- 12.2. Executive Board members, consultants, and volunteers are encouraged to report suspected fraudulent or dishonest conduct (i.e., to act as a “whistleblower”), pursuant to the procedures set forth below.
- 12.3. A person’s concerns about possible fraudulent or dishonest use or misuse of resources or misconduct should be reported to the Executive Board President, Vice President, and MHS Principal. Alternately, to facilitate reporting of suspected violations where the reporter wishes to remain anonymous, a report may be made to the RRISD Fraud Hotline (information is available on <http://www.roundrockisd.org>). People must be cautious to avoid baseless allegations.
- 12.4. All relevant matters, including suspected but unproved matters, will be reviewed and analyzed, with documentation of the receipt, retention, investigation, and treatment of the complaint. Appropriate corrective action will be taken, if necessary, and findings



will be communicated to the reporting person and the Executive Board. Investigations may warrant investigation by independent persons such as auditors and/or attorneys.

12.5. MBB will protect whistleblowers as defined below:

12.5.1. MBB will use its best efforts to protect whistleblowers against retaliation.

Complaints will be handled with sensitivity, discretion, and confidentiality to the extent allowed by the circumstances and the law. Generally, this means that whistleblower complaints will only be shared with those who have a need to know so that MBB and/or RRISD can conduct an effective investigation, determine what action to take based on the results of any such investigation, and in appropriate cases, with law enforcement personnel.

12.5.2. Executive Board members, consultants, and volunteers of MBB may not retaliate against a whistleblower.

### **Article 13. Dissolution**

13.1. Upon dissolution, all assets of MBB shall be liquidated and funds held and expended by the RRISD in accordance with the purposes of MBB until all such funds shall be expended.

13.2. If RRISD is not in existence or is unwilling or unable to accept the assets of MBB, upon the dissolution of MBB assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the District Court of Williamson County, Texas exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

### **Article 14. Amendment of Bylaws**

14.1. With the exception of any matters reserved by the General Membership, these bylaws may be amended by a two-thirds (2/3) vote of the Executive Board.

14.2. A determination that the bylaws should be amended to begin the assessment of dues must be approved by a majority vote of the general members attending a meeting of the general membership.

## **Adoption and Amendment History**

- Articles 1-14 Original Adoption      June 03, 2013

### Suggested text:

- Article ## Added      Month DD, YYYY
- Article ## Amended      Month DD, YYYY
  - (include brief summary or purpose of change)
- Article ## Deleted      Month DD, YYYY