

COUNCIL ROCK BAND PARENTS ASSOCIATION SOUTH BYLAWS

Article I Name

Section 1 The name of this Association shall be the Council Rock Band Parents Association South, hereinafter referred to as the Association.

Article II Purpose

Section 1 The objectives of this Association shall be:

- To promote, assist, and support the Council Rock High School South Marching Band and its related ensembles including, but not limited to Winter Guard, Middle School Guard, Indoor Drumline and Jazz Bands, hereafter within these bylaws referred to as the Band.
- To assist at all games, Band competitions, concerts, and special events, as requested by the Band Director. Included but not limited to chaperones, props and trailer support, food services, and uniform support.
- To conduct all approved fundraising activities deemed necessary by the Board of Directors as required. The funds will be solely used to support the activities of the Band.

Section 2 The Association will be operated exclusively for charitable and educational purposes within the meaning of 501(c)(3) of the Internal Revenue Code as amended (the "Code"). In pursuance of these purposes, the Association shall do all things necessary, proper and consistent with maintaining tax exempt status under Section 501(c)(3) of the Code. Specifically, the Association promotes and supports music educational activities for the Band.

Section 3 The Association shall be non-commercial, non-sectarian, and non-partisan. The name of the Association, or the names of any members in their official capacities, shall not be used in any connection with a commercial concern or with any partisan interest.

Article III Members

Section 1 There shall be two classes of members:

- School Member defined as any parent or guardian with a current student in the Band and/or its related ensembles; and

- Alumni Member defined as alumni and parents of alumni students.

Section 2 Annual School Member fees will be set by the Board of Directors.

Section 3 The membership year shall be from the first day of July of the current school year through the last day of June.

Section 4 General Meetings are the primary forum for dissemination of information from the Board of Directors and Executive Committee.

Article IV Meetings

Section 1 A meeting of all School Members and Alumni Members shall be hereinafter referred to as a General Meeting. A minimum of seven General Meetings shall be held annually: September, October, November, February, March, April, and May. General Meetings shall be held at a place and time determined by the Board of Directors. Staff members may be invited to the General Meetings.

Section 2 The General Meeting in May shall be known as the Annual Meeting and shall be held to elect officers, receive reports from Officers and Committees, and for any other business that may arise.

The Annual Report will be presented during the last General Meeting of the Association's fiscal year in June.

Meetings of members shall be held at such place and time as the Board of Directors shall determine.

Section 3 Additional General Meetings may be called by the President or by the Board of Directors, or at the written request of ten (10) School Members of the Association. The purpose of the meeting shall be stated in the written request. Except in cases of emergency, at least seven days' notice shall be given.

Section 4 A minimum of ten (10) School and Alumni Members, inclusive of the Board of Directors, shall constitute a quorum of the general membership of the Association for a General Meeting.

Section 5 A meeting of the Board of Directors and the Committee Chairs shall hereinafter be referred to as an Executive Committee Meeting. A minimum of seven Executive Committee Meetings shall be held annually. The Executive Committee Meetings shall be held immediately prior to the General Meeting. The Band Director may be invited to the Executive Committee Meetings.

Section 6 Additional Executive Committee Meetings shall be called upon the written request of at least three (3) Executive Committee members or at the discretion of the President. Except in cases of emergency, at least seven days' notice shall be given.

Section 7 At least 51% of the individual involved members present shall constitute a quorum of the Board of Directors and Executive Committee for the purposes of their respective meetings.

Section 8 Robert's Rules of Order shall govern the proceedings of all meetings except where in conflict with these Bylaws, in which case the Bylaws shall take precedence.

Article V Government

Section 1 The governance of the Association shall be under the direct supervision of the Board of Directors.

Section 2 The Board of Directors shall consist of the following elected officers of the Association: President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer, and Public Relations Coordinator.

In the last year of the President's office, the Board of Directors will accept nominations for the position of President-Elect. If there are no nominations, the Board of Directors may nominate someone during a President's last year in office. The President-Elect may serve as a member of the Board of Directors but will not have voting rights.

Only School Members may serve on the Board of Directors.

Section 3 The following Board of Directors officers shall have voting rights: President, Vice President, Recording Secretary, Corresponding Secretary and Treasurer.

Section 4 When a vacancy occurs on the Board of Directors or in any elected position, the unexpired term shall be filled with the appointment of a School Member by a majority vote of the Board of Directors.

Section 5 Any elected Board of Directors officer will be removed from office by a majority vote of the Board of Directors whenever, in their judgment, the best interest of the organization will be served. Written notice of this removal shall be distributed to all School Members prior to the next General Meeting.

Article VI Terms of Office

Section 1 By the General Meeting held in February, a Nominating Committee of up to three (3) School Members shall be appointed to present a slate of Board of Directors candidates at the General Meeting in April. In the absence of a Nominating Committee, the Board of Directors shall present individual candidates. The balloting shall not take place until each candidate for each elected office has been allowed to state their qualifications for the office they are seeking.

Section 2 An election will be held at the May General Meeting. Before the election, additional nominations from the floor shall be permitted, with the prior consent of the nominee.

Voting during the election shall be by the School Members present at the May General Meeting. Proxies will not be recognized. Alumni members do not have voting privileges.

Should only one candidate be nominated for an office, the election may be by the voice of the School Members present at the May General Meeting.

Section 3 The officers of the Board of Directors shall be elected by ballot to serve for a term of two years or until their successors are elected. The term of office shall begin on the 1st day of July.

Section 4 No School Member shall hold more than one position on the Board of Directors at a time, and no School Member shall be eligible to serve more than two consecutive terms in the same position on the Board of Directors.

Only those School Members who have attended a minimum of four General Meetings in an academic year and who have served on a Committee for at least one year shall be eligible to serve on the Board of Directors. In the event no School Member is nominated for a position, the Board of Directors may appoint a School Member to the open officer position.

ARTICLE VII Duties of Board of Directors

Section 1 The President shall preside at all Board of Directors, Executive Committee Meetings and General Meetings and shall have general supervision of all the Association's activities. The President shall be authorized to approve expenditures of up to \$250. Expenditures in excess of \$250 must have the prior approval of the majority of the members of the Board of Directors.

Section 2 The Vice President shall perform the duties of the President in his/her absence and in the case of a vacancy shall become President. The Vice President shall be authorized to approve expenditures of up to \$250.

He/She shall assist the President in the organization's administration and will oversee membership and member records. Membership records shall be filed annually with the Band Director.

Section 3 The Treasurer shall receive and hold all monies and pay all bills approved by the Board of Directors. He/She shall also keep detailed ledger accounts of all receipts and expenditures and render a report at all of the Association's meetings. The Treasurer shall sign all checks for the Association. Expenditures in excess of \$250 will also be approved by the Board of Directors. The Treasurer shall oversee the timely filing of all applicable tax returns, licenses, and financial business agreements. The Treasurer of the Association shall be covered by a bond or professional liability insurance securing the Association against fraud or defalcation. It shall be the duty of the Board of Directors to obtain such coverage at the Association's expense.

The Treasurer shall appoint an Assistant Treasurer who will report directly to the Treasurer. The Assistant Treasurer will support the Treasurer with various duties assigned by the Treasurer. In an Association's trip year, the Assistant Treasurer shall preside over specific fundraising activities to support the Association for the purpose of the Band trip. The Assistant Treasurer shall collaborate with the Association's Treasurer and will maintain detailed ledgers for individual students as well as an overall trip account.

Section 4 The Recording Secretary shall record minutes of all General, Executive Committee and Board of Directors Meetings. He/She shall also preserve all meeting minutes and official reports. The Recording Secretary shall disseminate meeting minutes to all parties in attendance prior to the next scheduled meeting.

Section 5 The Corresponding Secretary shall attend to all correspondence of the Association. He/She shall maintain a current distribution list of all School Members and will provide all notices required by these Bylaws.

Section 6 The Public Relations Coordinator shall manage communications, marketing, and recruitment materials for the organization and maintain School Member's social media and website content.

Section 7 The Board of Directors shall collectively recommend policies to the Association, fill vacancies in offices except the President, and act on behalf of the Association in case of emergencies.

Section 8 The Board of Directors may exercise such fiscal powers deemed necessary between General Meetings, consistent with their duties outlined herein. Such actions shall be reported at the next General Meeting and maintained in the official meeting minutes.

- Section 9 Any elected Committee Chair member may be removed from office by a two-thirds (2/3) vote of the entire Board of Directors whenever, in their judgment, the best interest of the Association will be served.
- Section 10 In the best interest of the Association, officers of the Board of Directors are expected to attend all Board of Directors, Executive Committee, and General Meetings.

Article VIII Committees

- Section 1 Committees represent and lead important areas of responsibility for the Association. Specific Committees are listed in the Policy Manual. The Committee Chairs and Board of Directors comprise the Association's Executive Committee.

The Board of Directors may designate, consolidate or delete committees as it deems necessary for the optimal management of activities.

At least one School or Alumni Member shall be elected in each committee to serve as that committee's Chair. That Committee Chair will be responsible for the committee and report to the Board of Directors as requested.

It is in the best interest of the Association that all Committee Chairs be present at all Executive Committee and General Meetings.

- Section 2 The Board of Directors will attempt to give priority to School Members first, before filling Committee Chair positions with Alumni Members. Any elected Committee Chair member may be removed from office by a two-thirds (2/3) vote of the entire Board of Directors whenever, in their judgment, the best interest of the Association will be served.
- Section 3 The President and/or Vice President shall be ex officio members of all committees.

Article IX Annual Report

- Section 1 The Board of Directors shall present annually a report of the Association's operations, hereinafter referred to as Annual Report. Financial data verified by the Treasurer and audited or reviewed by a tax accountant not affiliated with the Association will be included.
- Section 2 The Annual Report of the Association shall be filed with the minutes of the General Meeting where it is presented.

Article X Review and Amendments

- Section 1 The Bylaws must be reviewed by a Bylaws Review Committee or Parliamentarian of at least three and no more than five School Members annually. If no committee is elected, officers of the Board of Directors can serve as members of the Bylaws Review Committee.
- Section 2 Amendments and revisions to the Bylaws shall be passed by a majority vote at any Executive Committee meeting where there is a quorum of members. Prior notice of proposed amendments or revisions shall be given at least two weeks beforehand.

Article XI Dissolution

- Section 1 The Association is perpetual. The Association may be dissolved voluntarily by appropriate motion and a two-thirds vote of the School Members present and voting at a General Meeting. If the motion is approved by a two-thirds vote of all School Members present at a General Meeting, written notice of the vote to dissolve the Association shall have been given to every School Member. At least fifteen (15) days after the distribution of this written notice, a General Meeting shall be called, and another vote of School Members present shall be taken. The Association will be dissolved if two-thirds of the School Members present at this General Meeting vote in favor of dissolution.
- Section 2 Involuntary dissolution shall occur whenever it becomes evident to the Board of Directors that it is no longer possible or practical to continue the Association. Such action by the Board of Directors may occur only after failure to achieve a quorum at three successive General Meetings with at least two of those meetings being held other than June, July or August, and only after written notice to the School Members of intent to dissolve at least fifteen (15) days prior to the announced date for the proposed involuntary dissolution.
- Section 3 Any remaining assets of the Association, after payment of all obligations, shall be given to the Council Rock Music Program at the discretion of the Board of Directors. This shall be done in accordance with Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future Federal tax code.

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