# Bylaws – Strongsville Instrumental Music Boosters

# Revised August, 2022

## ARTICLE I – NAME AND PURPOSE

**Section 1.01. Name –** The name for this 501(c)(3) certified, not-for-profit organization is STRONGSVILLE SCHOOLS INSTRUMENTAL MUSIC BOOSTERS, herein referred to as SIMB.

**Section 1.02. Purpose** – The purposes of this organization are:

A. Provide volunteer support to the band and orchestra programs and directors within the Strongsville City Public Schools.
B. Provide supplementary financial support to the band and orchestra programs within the Strongsville City Public Schools outside of the district budget.
C. Promote and foster interest in the band and orchestra programs within the Strongsville City Public schools.
D. Sustain the fundraising efforts of SIMB.

## ARTICLE II – MEMBERSHIP

**Section 2.01 Membership.**

A. Membership shall be open to all those who wish to support SIMB and the band and orchestra programs in Strongsville City Public Schools.
B. Each membership is entitled to one (1) vote per issue at General Membership meetings.
C. Eligibility for elected offices and appointed positions shall be limited to members who are parents, guardians, or legal custodians of current members of bands, orchestras, and recognized auxiliary units.
D. The Board may agree to allow multiple levels of membership. Details of each membership level shall be determined by the Board. Memberships may be upgraded at any time but may not be downgraded.
E. Members must subscribe to the purpose and bylaws of SIMB and not otherwise be excluded from membership.
F. Any member may cancel their membership by notifying the chair of the Membership Committee in writing. No refunds will be provided.

**Section 2.03. Director Membership** – All current band and orchestra directors shall be considered members and are not required to pay annual dues.

**Section 2.04. Compensation** – No member of SIMB, including Board members, shall be paid a salary by SIMB.

**Section 2.05. Membership Revocation.**

A. Any member or non-member volunteer may be fully removed from the organization for conduct detrimental to the interests of SIMB, lack of sympathy of its objectives, or for refusal to render reasonable assistance in carrying out its purpose.
B. Upon receipt of information or a complaint that an active member has engaged in conduct described above, it shall be submitted to the Executive Committee. The Executive Committee will meet at the call of the President to determine if the matter warrants further action. If the complaint concerns the conduct

of a member of the Executive Committee, said Executive Committee member shall be excluded from participation in the initial meeting and quorum requirements for the Executive Committee will be reduced by one (1) for the purposes of this action. If the complaint concerns the President, the Vice President may call the Executive Committee to action under this section.

C. In the event the Executive Committee determines no further action is required, the matter is closed.
D. If further action is required, a notice will be sent to the member, via certified mail, notifying them of the complaint and the opportunity to appear before the Executive Committee to provide such information as they wish to provide.
E. The Executive Committee will determine, by majority vote of those present, whether to remove the member.
F. The decision of the Executive Committee is final and may not be challenged in any other forum. The member will be notified in writing, via certified mail, of the decision.
G. Members removed through this process are not eligible for future membership or volunteer opportunities.
H. All proceedings undertaken pursuant to this section shall be confidential.
I. No refunds of membership fees will be made upon removal of the member under this section.

## ARTICLE III – BOOSTER BOARD

**Section 3.01.** The Board of Directors of SIMB, herein referred to as the Board, shall consist of the Executive Committee and the chairpersons of the Working and Fundraising Committees as defined in Article VIII, sections 8.07 and 8.08.

**Section 3.02.** Each member of the Board is entitled to one (1) vote per issue at SIMB Board meetings.

**Section 3.03.** The Board is the governing body of the organization. The Board shall determine administrative policies, maintain records, and manage the affairs of the organization.

**Section 3.04.** The Board shall approve all activities and all expenditures involving SIMB funds per SIMB bylaws, policies and procedures.

## ARTICLE IV – EXECUTIVE COMMITTEE

**Section 4.01.** The Executive Committee of SIMB shall consist of the elected officers, the head high school Orchestra Director, and head high school Band Director.

**Section 4.02.** The Executive Committee is responsible for the oversight of the committee chairpersons and has the power to remove committee chairpersons as necessary to ensure that the committees are functioning in the best interests of SIMB.

**Section 4.03.** The Executive Committee may commission ad-hoc committees as necessary.

**Section 4.04.** The Executive Committee shall act on behalf of the Booster Board when action must be taken on issues requiring expedient decisions. Decisions of the Executive Committee shall be reviewed at the next regular meeting of the Booster Board.

A. On all issues, a majority vote is required to pass.

## ARTICLE V – OFFICERS AND CHAIRPERSONS

**Section 5.01.** The elected officers of this organization shall be a President, a Vice President, a Secretary, and a Treasurer.

**Section 5.02.** The Chairpersons are appointed by the Executive Committee and shall be all those required to support the primary committees.

**Section 5.03.** Each officer and chairperson is responsible for the proper performance of their specific duties. They shall operate in their area of responsibility within their assigned budget, and shall keep accurate written records of their activities during the year in an up-to-date procedures manual, so that the valuable information they have gained can be passed on to their successor.

**Section 5.04.** The Executive Committee reserves the right to temporarily waive eligibility requirements of an elected office in the event of an extenuating circumstance (i.e. the individual's child un-enrolls from the instrumental music program mid year while there are only a few months remaining in the elected term). The Executive Committee may only waive eligibility requirements with a unanimous vote. Eligibility waivers will be limited to the remainder of the current school year.

**Section 5.05.** The executive committee may allow, through unanimous vote, a newly elected officer to commence their new term immediately following the April election, instead of the usual start date of July 1, if deemed appropriate in the event of extenuating circumstances. The said officer will still complete a full two-year term, to expire on June 30, two years after their election.

## ARTICLE VI – RESPONSIBILITIES OF OFFICERS AND DIRECTORS

**Section 6.01. President.**

A. Presides at Board meetings and Executive Committee meetings.
B. Is a member ex-officio of all committees except the Nominating Committee.
C. Oversees the business of the organization per the Bylaws and Policies and Procedures.
D. Ensures an independent audit of the organization's financial record is conducted annually by a certified accountant or an appointed audit committee and the results are reported as part of the September meeting.
E. Sets monthly meeting dates for the upcoming school year by the August meeting

**Section 6.02. Vice-President.**

A. Assist the President and presides at Board meetings in the President's absence.
B. Serves as Chairperson of the Audit Committee and is responsible for the monthly verification of the Treasurer's report.
C. Assumes the office and responsibilities of the President if the President is unable to serve.

**Section 6.03. Secretary.**

A. Records the minutes of Board meetings and notes in the minutes of each Board meeting any actions taken by the Executive Committee prior to the Board meeting.
B. Acts as custodian of the permanent record.
C. Conducts correspondence of the organization as directed by the President and Executive Committee.

D. Annually provides all Board members with copies of Bylaws and Policies and Procedures. Provides copies to SIMB members upon request.
E. Assumes the office and responsibilities of the President if both the President and Vice-President are unable to serve.

**Section 6.04. Treasurer.**

A. Receives and disburses all monies as directed by the Board and Executive Committee.
B. Is responsible for full and accurate records of all SIMB accounts, income and expenditures.
C. Serves as the Chairperson of the Budget Committee.
D. Cooperates fully with the requirements of the Audit Committee.
E. Reviews insurance needs annually and recommends updates or changes as necessary.
F. Presents the budget for approval at the September general membership meeting.
G. Issues a financial report to the Board at each Board meeting.
H. Informs all Chairpersons of their budget and any cash control requirements.

**Section 6.05. Director(s).**

A. Make requests which they feel are essential to the welfare of the Strongsville Instrumental Music Boosters or the Strongsville Band and Orchestra programs.
B. One director shall be appointed as a member of the Nomination Committee.

## ARTICLE VII – ELECTIONS

**Section 7.01.** The Nominating Committee shall be appointed in January by the President with direction from the Board.

**Section 7.02.** The names of the members appointed to the Nominating Committee shall be listed in the minutes and February newsletter sent to membership.

**Section 7.03.** The Nominating Committee shall submit nominations for elected offices at the April General Meeting. Consent of all candidates for office must be obtained before their names are placed in nomination.

**Section 7.04.** To minimize transition disruption, elections for President and Secretary will be held in even numbered years and elections for Vice President and Treasurer will be held in odd numbered years. Nominations may be made from the floor. If there is only one candidate for an office, the Secretary may be instructed to cast the elective ballot for the nominee.

**Section 7.05.** The officers shall be elected by majority vote ballot (when written ballot is needed to present numerous candidates) at the April General meeting.

**Section 7.05.** The term of each office shall be two years.

**Section 7.06.** No officer shall serve more than two (2) consecutive terms in the same elected office. Exceptions to this provision may be made by majority vote at the April General Membership meeting.

**Section 7.07.** The Board shall, by majority vote, elect a member of the organization to fill any office which becomes vacant during the year. The elected officer will serve the remainder of the unexpired term.

## ARTICLE VIII – COMMITTEES

**Section 8.01.** The work of the organization shall be accomplished by the Standing Committees (Administrative, Working, Fundraising) and any ad hoc committees created as needed by the Executive Committee.

**Section 8.02.** The chairperson(s) of each committee may select as many committee members as needed and are directly responsible for recruiting their own volunteers.

**Section 8.03.** The chairperson(s) of each committee shall review and become familiar with the Bylaws that pertain to their position and the procedures pertaining to their committee. Changes to their procedures must be kept current so that the valuable information they have gained can be passed on to their successor.

**Section 8.04.** Other than those items requiring a Board vote, as noted in these Bylaws, or by special request of the President or Executive Committee, committee chairpersons are encouraged and expected to execute their areas of responsibility independently, within their committee.

**Section 8.05. Committee Chair Appointments** – Shall be made by majority approval by the Executive Committee and are subject to re-appointment annually at the August Board meeting.

**Section 8.06. Responsibilities of the Administrative Committees**

A. Audit Committee
    a. The Audit Committee shall be chaired by the Vice President plus two (2) additional members named by the President (excluding Treasurer). The purpose of the Audit Committee is to review/modify current financial controls.
    b. The Treasurer's records shall be open to inspection by the Audit Committee at any time.
    c. The Audit Committee shall meet at least twice per fiscal year to review/modify current financial controls. One meeting shall occur between July 1st and August 31st, and one meeting shall occur between January 1st and February 28th.
    d. Should any impropriety of the accounts of SIMB be discovered, upon presentation and approval of the Board, the Audit Committee may engage an independent public accountant to conduct a full audit of the books or take other action as appropriate.
B. Budget Committee
    a. The Budget Committee shall be chaired by the Treasurer and be comprised of the President, at least two (2) other SIMB Board Members, the head high school Orchestra director, and head high school Band Director.
    b. The Budget Committee will meet during April and May to review the current fiscal year's income and expense by category, and with the input of committee chairpersons and band and orchestra directors, propose a new budget for the next fiscal year, with presentation to the Board at the August Board meeting.
    c. The Treasurer shall inform all chairpersons of their annual budget upon approval of the budget at the September general membership meeting.
    d. The Budget Committee shall meet as required to review and adjust budgeted expenses based on variances to income.
C. Nominating Committee – shall be appointed by the President in January each year to determine a slate of officer nominees for the April General Membership meeting. The Nominating Committee shall consist of three (3) SIMB members and one (1) instrumental director.

**Section 8.07. Listing of the Working Committees**

A. Marching Band Uniform Committee

B. Concert Uniform Committee
C. Hospitality Committee
D. Chaperone Committee
E. Membership Committee
F. Web/Publicity Committee
G. Newsletter Committee

**Section 8.08. Listing of the Fundraising Committees**

A. Concessions Committee
B. General Fundraising Committee
C. Donut Sales Committee

## ARTICLE IX – MEETINGS

**Section 9.01. Board Meetings.**

A. Board meetings will be held monthly, ten times per year, unless a meeting is deemed unnecessary by the President.
B. Action Item Approval – A quorum for transaction of business at Board meetings shall be a majority of the Board, including at least two (2) elected officers.
C. Vote of Board Required
    1. On money issues, not in the budget or in excess of 110% of budgeted amount, a majority vote required to pass.
    2. On the execution of new fund raisers, a majority vote required to pass.
    3. On all other voting matters, a majority vote required to pass.
D. Minutes – The Secretary will record the minutes of each Board meeting. The minutes will include any Executive Committee actions, and will be posted on the SIMB website within one (1) week after being approved.

**Section 9.02. Committee Meetings** – Meetings of the various committees established to support the activities of SIMB will meet as required and set by the respective committee chairpersons.

**Section 9.03. Executive Committee Meetings.**

A. Executive Committee meetings shall be called as needed by the President. As necessary, business of the Executive Committee may be transacted by telephone or email to all Executive Committee members.
B. A quorum for transaction of business at Executive Committee meetings shall be four (4) Executive Committee members including at least one Director.

**Section 9.04. Public/General Meetings.**

A. General Membership meetings will be held monthly, ten times per year, unless a meeting is deemed unnecessary by the President.
B. Action Item Approval – A quorum for transaction of business at general membership meetings shall be five percent (5%) of membership and at least two (2) elected officers.
    a. On By-Law changes, two-thirds (2/3) of those present vote required to pass.
    b. On the annual election of officers, majority of those present vote required to pass.
    c. On the approval of the annual operating budget, majority of those present vote required to pass.

**Section 9.05. Special Meetings -** Special meetings may be called by the Executive Board. At these meetings, no business shall be transacted other than that for which the meeting has been called. The entire membership shall

be notified via the SIMB website prior to special meetings being held, within as reasonable a time prior to the meeting as possible.

## ARTICLE X – FINANCE

**Section 10.01. Deposits.**

A. Monies shall immediately be submitted to the Treasurer for deposit by the chairperson of each committee.
B. Receipts from all fundraisers shall be held in a secure area of the High School until the receipts can be counted by the Treasurer or another Executive Committee member, and then deposited directly into the bank.
C. For cash receipts from fundraisers and concessions, a receipt for the deposit shall be signed by two Board members.

**Section 10.02. Separation of Accounts.**

A. Funds intended for long-term/future expenditures shall be separated from current operating funds.
B. All cash funds shall be deposited into an FDIC insured institution.

**Section 10.03. Budgeted Expenditures.**

A. To ensure availability of funds, all expenditures greater than $75 shall be submitted to the Treasurer prior to purchase or placing an order.
B. Expenditures that fall within the allocated budget may be disbursed by the Treasurer without additional approval.
C. Expenditures up to 110% of the allocated budget amount may be approved by the Treasurer or President.
D. Expenditures in excess of 110% of the allocated budget amount require Board approval.
E. All receipts of expenditures must be submitted within thirty (30) days of charge to the Treasurer for payment. Personal reimbursements, as necessary, will be payable within ten (10) business days of receipt submission.
F. The use of the SIMB credit card(s) shall be pursuant to the SIMB Policies and Procedures.

**Section 10.04.** All unbudgeted expenditures must be approved by the Board prior to ordering or purchasing.

**Section 10.05.** The Treasurer and the President shall be the only authorized signers for SIMB accounts.

**Section 10.06. Financial Reporting –** A financial report shall be made by the Treasurer to the Board at each Board meeting.

**Section 10.07. Internal Audit.**

A. The Vice-President will validate the cash positions shown in the Treasurer's reports after each Board meeting and report their findings to the Board at the next Board meeting. Should any impropriety be discovered, upon presentation to and approval of the Board, the Audit Committee may engage an independent public accountant to conduct a full audit of the books and take other action as appropriate.

## ARTICLE XI – GENERAL PROVISIONS

**Section 11.01. Fiscal Year** – The fiscal year of SIMB shall begin on the first day of July of each year and end on the thirtieth day of June the following year.

**Section 11.02. Amendments** – These bylaws may be amended at any general meeting by two-thirds (2/3) vote of the members present. Proposed amendments or revisions shall be posted on the SIMB website at least seven (7) days prior to the general meeting at which the vote will take place.

**Section 11.03. Parliamentary Authority** – Robert's Rules of Order Newly Revisited shall constitute the parliamentary authority for the conduct of meetings of this organization.

**Section 11.04. Other 501(c)(3) Requirements** – SIMB is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes the making of distributions to organizations that qualify as exempt under section 501(c)(3) of the Internal Revenue Code, or corresponding sections of any future federal tax code.

**Section 11.05. Dissolution of the Organization** – Upon dissolution of the organization, after payment of debts and liabilities, the remaining assets shall become the sole and absolute property of the Strongsville City Schools Instrumental Music Program. Cash assets will be evenly deposited and distributed 50/50 with half going into the Strongsville High School Band Activities account, and half going into the Strongsville High School Orchestra Activities account. If such accounts are non-existent, then the funds would be divided and deposited 50/50 as per direction from the High School Director of each respective group.

Amended:

- May 1982
- March 1983
- February 1984
- February 1985
- April 1986
- April 1987
- April 1988
- April 1999
- May 2007
- February 2012
- December 2013
- September 2017
- April 2018
- April 2021
- August 2022