

2019 Bylaw Updates based on 3/25/19 Meeting with Bylaw Committee

Attendees: Cindy Richmond, Staci Hunt Ramsey, Mike Hall, Denise Lorson, Matt Sorrell, Ryan Royse (chair)

Summation of proposed changes based on committee determination:

- Article 2, Section 1
 - Address needs to be updated to 511
- Article 3, Section 1
 - Adjust from color guard to Winterguard
- Article 4, Section 1
 - Members are entitled to hold an office or position on the Executive Board
 - Adjust from entitled to eligible, in good standing as defined by treasurer
 - How to become a member - by having a child in band, immediate based on school year
- Article 4, section 4
 - Add in September meeting and remove April
 - Timing and location of quarterly meetings be updated
 - If not adhering to third thursday, association must be notified at least 2 weeks in advance
 - At least two media
 - Adjust verbiage to call them booster meetings
- Article 4, Section 5
 - Annual Meeting
 - Provide 30 days notice of time/location
 - Remove “regular meeting”
- Article 4, Section 6
 - Any parent meeting rather than regular/special to include annual
- Article 5, Section 2
 - Same family cannot run for multiple positions within the elected officials
- Article 5, Section 5
 - Conflict of interest clause
- Article 5, Section 7
 - Bullet out sections
- Article 6, Section 1
 - Standing Committee Chairs
- Article 6, Section 5
 - Conflict of interest clause
- Article 6, Section 8
 - Exec meeting
 - Follow cadence of regular meeting verbiage
- Article 8, Section 1, (g)
 - Responsible for managing tax filing

- Article 8, Section 2
 - Neither nor
- Article 10, Section 1
 - Who is truly bonded?
 - Need to further define
- Article 11, Section 1
 - Color guard to Winterguard
- Article 12, Section 1
 - media used
 - Secret ballot removal unless otherwise determined
- Article 12, Section 2
 - Majority rules
- Article 12, Section 4
 - Majority rules, remove “ballot”

**RYLE HIGH SCHOOL BAND
BOOSTERS ASSOCIATION, INC.
(Ryle High School, Union, Kentucky)**

**BYLAWS
(As Amended March, 26, 2019)**

ARTICLE I: NAME

Section 1. NAME.

The name of this Association shall be the Ryle High School Band Boosters (the Association).

ARTICLE II: OFFICE

Section 1. OFFICE.

The Association shall maintain its office at Ryle High School, P.O. Box 511, Union, Kentucky 41091.

ARTICLE III: PURPOSES

Section 1. PURPOSES.

The purposes of the Association are:

- (a) to lend support, both moral and financial, to the Ryle High School music programs including but not limited to Marching Band, Winterguard,

- Symphonic Band, Jazz Band and Percussion (hereafter referred to as the “Band”); and
- (b) to cooperate with the Band Director so that the Band is brought to and kept at the highest possible degree of performance and musicianship.

ARTICLE IV: MEMBERSHIP

Section 1. MEMBERSHIP.

The Association membership shall be limited to parents and legal guardians of students participating in Band along with the Band Director and Assistant Band Director will be considered Members. By your student participating in one of the music programs defined in Article III, Section 1, you are automatically a member. Members in good standing as defined by financial obligation are eligible to hold an office or position on the Executive Board and to vote for issues brought before the Association.

Section 2. TERM OF MEMBERSHIP.

The term of membership shall be for one (1) year from July 1 through June 30, of the following year. Each membership shall be renewable annually.

Section 3. AUTHORITY OF THE MEMBERSHIP.

The governance of the Association shall be vested in the voting membership.

Section 4. REGULAR AND SPECIAL MEMBERSHIP MEETINGS.

A regular meeting of the Association membership shall be held on the third (3rd) Thursday of September, October, January, and June. If a regular meeting must be moved to a different date, the Association members must be notified at least two weeks in advance. Special meetings of the membership may be called by the President or the Band Director. Notice of a special meeting shall be given to the Association members at least seven (7) days in advance of the special meeting. All notice may be given in any manner reasonably calculated to inform the member of the meeting by leveraging at least two media. All regular and special meetings of the Association shall be held at the Ryle High School or at other locations determined by the President. Regular meetings shall be held at such times as the President may determine. Special meetings shall be held at the time announced in the notice of the meeting. All regular and special meetings will be referred to as Booster Meetings.

Section 5. ANNUAL MEMBERSHIP MEETING.

An annual membership meeting shall be held in April of each year. The time and place of the annual meeting shall be announced at least thirty days in advance. At the annual meeting, any reports for the year may be made to the membership. The last item of business at the annual meeting shall be the election of the Officers for the new year. Annual membership meetings will be referred to as Booster Meetings.

Section 6. QUORUM AND VOTING.

Twenty (20) members shall constitute a quorum for transacting any business of the

Association at any parent meeting. Unless a different requirement is set forth in these bylaws, it shall take the vote of a simple majority of the members constituting a quorum to take any action. At the election of Officers or any election to amend these bylaws, the Secretary may, upon request, conduct a roll call of members eligible to vote. The Secretary shall be the sole judge of whether a person is eligible to vote.

Section 7. RULES OF PROCEDURE.

The membership may establish rules governing the conduct of membership meetings that are consistent with the provisions of these bylaws. The rules contained in the latest available edition of Robert's Rule of Order shall govern the decision on any matter to which they are applicable and that is not addressed in these bylaws.

ARTICLE V: OFFICERS

Section 1. OFFICERS.

The officers of the Association shall be a President, Vice President, Vice President of Charitable Gaming, Secretary, and Treasurer.

Section 2. QUALIFICATIONS AND TERM OF OFFICE.

Every officer shall be a member in good standing of the Association. No single family can run for multiple positions on the elected board. The term of office for all officers shall be two (2) years from July 1 through June 30 of the second subsequent year.

Section 3. TRANSITION OF OFFICERS

Immediately following the election of any new executive board position, the position-elect shall assume the duties of the new position, working in tandem with the current officer until the new officer installation at the June meeting and then the official turnover in July, at the beginning of the fiscal year.

Section 4. RESIGNATION OF OFFICERS.

Any Officer may resign at any time by giving notice in writing to the Executive Board, the President, or the Secretary of the Association. A resignation shall be effective at the time specified therein, or if no time is specified, at the next regular meeting of the Executive Board which takes place following receipt of the written resignation.

Section 5. REMOVAL FROM OFFICE.

Any officer may be removed from office for good cause, including, but not limited to, neglect of office, conflict of interest, incapacity, or misconduct, by a majority vote of the Executive Board, excluding the officer whose removal is under consideration.

Section 6. VACANCIES.

In the event of a vacancy in the office of the President, the Vice President shall immediately assume the office and remain in this position for the remainder of the

vacating President's term. A vacancy in an officer position, other than the office of President, shall be filled by majority vote of the Executive Board at a regular or special meeting. The appointed officer so appointed will remain in office until the end of the Fiscal Year.

Section 7. DUTIES OF OFFICERS.

President: The President shall preside at all meetings of the Association membership and of the Executive Board and shall have general supervision over the affairs of the Association, subject to the direction and control of the Executive Board and the membership. The President shall be charged with the responsibility of informing the membership and the public of all events involving the Band and/or the Association. This shall include the mailing of notices, use of the media (radio, television, and newspapers), use of a web page, and any other practical means to publicize the Band and Band events. The President shall have such other duties as set forth in these bylaws or as may be assigned from time-to-time by the Executive Committee.

Vice President: The Vice President shall perform all duties of the President when the President is absent and when so acting shall have all the powers assigned to the President. The Vice President shall serve as the chairperson of the Finance Committee and shall perform such other duties as set forth in these bylaws or as may be assigned from time-to-time by the President or the Executive Board.

Vice President of Charitable Gaming: The Vice President of Charitable Gaming is to plan, execute and report on all projects that come under the auspices of the Association's Charitable Gaming license issued by the State of Kentucky.

Secretary: The Secretary shall record attendance and the minutes of all Executive Board meetings and regular meetings. The Secretary shall also perform such other duties as may be assigned from time-to-time by the President, the Executive Board, or the Band Director.

Treasurer: The Treasurer shall collect all funds of the Association and shall deposit the same in the name of the Association in a bank or banks designated by the Executive Board. The Treasurer shall maintain all financial records and keep an accurate account of receipts and expenditures and provide written financial report of receipts and expenditures at each Executive Board meeting and membership meeting. The Treasurer shall assure that all checks are appropriately signed and all checks are supported by invoices signed by the Executive Board, Committee Chairs or the Band Director. The Treasurer shall cooperate with the Finance Committee in administering the annual budget and shall perform such other duties as are incidental to the office of Treasurer, or which are set forth in these bylaws, or may be assigned from time-to-time by the President or the Executive Board.

ARTICLE VI: EXECUTIVE BOARD

Section 1. COMPOSITION.

The Executive Board shall consist of the Officers, five (5) Standing Committee Chairs noted in Article VIII, and the Band Director, who shall serve as an *ex officio*,

non-voting member.

Section 2. COMMITTEE CHAIR QUALIFICATION AND TERM.

Every Committee Chair shall be a regular member in good standing of the Association. The term of Committee Chair shall be one (1) year from July 1 through June 30 of the following year.

Section 3. TERM.

No Officer shall serve more than two (2) consecutive full terms on the Executive Board. No Committee Chair shall serve more than four (4) consecutive full terms on the Executive Board. A person who serves one (1) year or more as an Officer or Committee Chair will be considered to have served a full term in the office or position. If he/she served less than one year, he/she will remain eligible for two (2) terms.

Section 4. RESIGNATION OF EXECUTIVE BOARD MEMBER.

Any Executive Board member may resign at any time by giving notice in writing to the Executive Board, the President, or the Secretary of the Association. A resignation shall be effective at the time specified therein, or if no time is specified, at the next regular meeting of the Executive Board which takes place following receipt of the written resignation.

Section 5. REMOVAL OF EXECUTIVE BOARD MEMBER.

Any Executive Board member may be removed from the position for good cause, including, but not limited to, neglect, conflict of interest, incapacity, or misconduct, by a majority vote of the entire membership of the Executive Board, excluding the member whose removal is under consideration.

Section 6. VACANCIES.

A vacancy in an Executive Board position shall be filled by majority vote of the Executive Board at a regular or special meeting and ratified by a majority vote of the membership at a scheduled or special meeting.

Section 7. GENERAL POWERS.

The Executive Board shall have the general power to manage the business, property and affairs of the Association.

Section 8. EXECUTIVE BOARD MEETINGS.

The Executive Board shall hold regular meetings on the third (3rd) Thursday of each month. If a regular meeting must be moved to a different date, the Association members must be notified at least two weeks in advance. Special meetings of the Executive Board may be called by the President or by a majority of the members of the Executive Board. Notice of a special meeting shall be given to each Executive Board member at least two (2) days in advance of the special meeting, except in the case of an emergency. In an emergency, the President or other responsible person shall give such notice as is feasible under the circumstances. Attendance at a meeting shall constitute a waiver of the notice requirement, except where the

attendance at a meeting is for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened. Notice may be given in any manner reasonably calculated to inform the member of the meeting, including by regular mail, electronic mail or by telephone. Regular meetings of the Executive Board shall be held at such times and places as the President may determine. The time and place of special meetings shall be announced in the notice of the meeting.

Section 9. QUORUM AND VOTING.

Six (6) members of the Executive Board shall constitute a quorum for the purpose of transacting any business of the Executive Board at a regular or special meeting. Unless a different requirement is set forth in these bylaws, it shall take the vote of a simple majority of the members constituting a quorum to take any action.

Section 10. RULES OF PROCEDURE.

The Executive Board may establish rules governing the conduct of its meetings that are consistent with the provisions of these bylaws. The rules contained in the latest available edition of Robert's Rule of Order shall govern the decision on any matter to which they are applicable and that is not addressed in these bylaws or by rules adopted by the Executive Board.

ARTICLE VII: ELECTIONS

Section 1. COMPOSITION OF NOMINATING COMMITTEE.

The Nominating Committee shall consist of no less than three (3) members and be comprised of members of the Recruitment Committee. No more than one (1) member of the current Executive Board shall be eligible to serve on the Nominating Committee.

Section 2. NOMINATION OF OFFICERS.

Each year, the Nominating Committee, made up of the members of the Recruitment Committee provided for in Article VIII, Section 1 (f), shall nominate not less than one (1) nominee for each Association Officer position. The nominations shall be reported to the Executive Board at its March meeting. The Executive Board shall notify the Association's voting members of the slate of Officers nominated by the Nominating Committee at the April Association meeting. Additional nominations may only be made from the floor at the April Association meeting. A person may not be nominated as a candidate from the floor, unless the prior consent of the person has been obtained and the person is present at the meeting. The Band Director and the Assistant Band Director may not be nominated to or hold any elective office or position in the Association.

Section 3. CONDUCT OF THE ELECTION.

The election of Officers shall be held at the Annual Association meeting as follows:

- (a) Uncontested elections. If there are no additional nominations from the floor

for an Officer, then the election may be conducted by voice vote and the Officers nominated by the Nominating Committee shall be elected by a simple majority of the voting members present and voting.

- (b) Contested elections. If there are additional nominations from the floor for any Officer position, then the election for those contested positions shall be conducted separately by secret ballot. In the case of a contested election, the President shall appoint tellers to gather and count the written ballots and return a signed report of the vote to the President, who will announce the results. The candidate for each office or position who receives a majority of the votes shall be elected. All ballots shall be retained by the Secretary for fourteen (14) days following the election. The ballots may be viewed by any voting member upon request.

Section 4. INSTALLATION OF OFFICERS.

From the time of the election until the official beginning of their term in office on July 1, newly-elected Officers shall serve in a nonvoting capacity on the Executive Board and on standing committees along with current Officers. The installation of new Officers shall take place at the regularly scheduled Association meeting in June each year. The installation shall be marked by the passing of the gavel from the current President to the new President.

ARTICLE VIII: STANDING COMMITTEES

Section 1. COMMITTEES.

In addition to the Nominating Committee provided for in Article VII, Section 1, the Association shall have the following standing committees:

- (a) Fundraising Committee. The Fundraising Committee shall obtain approval from the Executive Board, plan, execute and report on all fundraising projects. **The appointed Chair of this committee shall serve as a member of the Executive Board.**
- (b) Charitable Gaming Committee. The Charitable Gaming Committee shall obtain approval from the Executive Board, plan, execute and report on all projects that come under the auspices of the Association's Charitable Gaming license issued by the State of Kentucky. **The Vice President of Charitable Gaming shall be the Chair of this committee and the Vice President shall serve as an *ex officio* member of this Committee.**
- (c) Ryle Tournament of Bands Committee. The Ryle Tournament of Bands Committee shall obtain approval from the Executive Board, plan, execute and report on all tournament projects. **The appointed Chair of this committee shall serve as a member of the Executive Board.**
- (d) Concessions Committee. The Concessions Committee shall obtain approval from the Executive Board, plan, execute and report on all concessions projects. **The appointed Chair of this committee shall serve as a member**

of the Executive Board.

- (e) Activities Committee. The Activities Committee shall obtain approval from the Executive Board, plan, execute and report on all approved projects. **The appointed Chair of this committee shall serve as a member of the Executive Board.**
- (f) Recruitment Committee. The Recruitment Committee shall obtain approval from the Executive Board, plan execute and report on all activities related to recruiting volunteers, nominations for the Executive Board positions, Committee Chairs and chaperones for the various Band activities. **The appointed Chair of this committee shall serve as a member of the Executive Board.**
- (g) Finance Committee. The Finance Committee shall develop a budget for the year to be presented to the membership for its consideration and adoption at the June membership meeting. This Committee shall also oversee the expenditure of funds during the year to coordinate income and expenditures, be responsible for the collection of revenue, and manage the filing of the organization's taxes. This committee may, if needed, appoint a clerk to assist the Treasurer with student fee reporting and assist the Charitable Gaming Director with required reporting and records maintenance. **The Vice President shall be the Chairperson of this Committee and the Treasurer shall be an *ex officio* member of this Committee.**
- (h) Rules Committee. The Rules Committee shall be responsible for reviewing the bylaws of the Association each year and recommending necessary changes. **The President shall be the Chair of this committee and the Vice President shall serve as an *ex officio* member of this committee.**

Section 2. SPECIAL COMMITTEES.

Special committees may be created, as needed, by the President or the Executive Board. However, neither individual members nor Chairs of these Committees will be members of the Executive Board.

Section 3. APPOINTMENT OF COMMITTEE CHAIRPERSONS.

Except as otherwise provided for in these bylaws, the Recruitment Committee should provide recommendations for the Standing Committee Chairs to the Executive Board no later than the first meeting of the new term of the Executive Board. The President shall appoint all special committee chairpersons no later than thirty (30) days after the creation of the special committee.

Section 4. SPECIAL COMMITTEE MEMBERSHIP.

Except as otherwise provided in these bylaws, the membership of each standing and special committee shall be the prerogative of the committee chairperson, subject to the approval of the Executive Board. A committee chairperson may create as many subcommittees as necessary to effectively accomplish the purpose(s) of the committee and shall have the authority to assign committee members to serve on one (1) or more

subcommittees. The Band Director and the President shall be *ex officio* members of all special committees and shall be notified in advance of all standing and special committee meetings.

Section 5. OVERSIGHT BY EXECUTIVE BOARD.

The Executive Board may review the activities of any standing or special committee, as necessary, to ensure that the committee is acting within the scope of its authority as set forth in these bylaws and within the limits of the annual budget.

ARTICLE IX: FINANCIAL OPERATIONS

Section 1. FISCAL YEAR.

The fiscal year of the Association shall be July 1 through June 30 of the following year.

ARTICLE X: BOND REQUIREMENT

Section 1. BOND REQUIREMENT FOR OFFICERS AND VOLUNTEERS.

All officers, Chairs and volunteers who handle Association funds, including, but not limited to, the Vice President and Treasurer, shall be bonded for an amount determined by the Executive Board. The cost of the bond shall be paid by the Association. This bond requirement may be satisfied by the purchase of a blanket fidelity bond.

ARTICLE XI: INDEMNIFICATION

Section 1. INDEMNIFICATION.

The Association shall defend, indemnify and hold harmless its officers, committee chairpersons, the Travel Coordinator, the Uniform Coordinator, the Chaperone Coordinator, the Food Coordinator, the Color Guard and Winterguard Coordinator, and the Field Crew Coordinator against expenses (including attorney's fees), judgments, penalties, fines and amounts paid in settlement as a result of any action, suit or proceeding that arises as a result of the good faith performance of their duties as an officer, director or volunteer for the Association.

ARTICLE XII: AMENDMENTS

Section 1. PROCEDURE TO BE FOLLOWED.

An amendment to the Association bylaws may be proposed by any regular member of the Association. Any proposed amendment to these bylaws shall be submitted first to the Executive Board. The Executive Board shall submit the proposed amendment(s) to the membership for discussion and action. Notice of any proposed changes shall be given to the Association members at least fourteen (14) days in advance of the meeting in which a vote is conducted. Notice may be given in any manner reasonably calculated to inform the member of the meeting through at least two media. The vote shall be by secret ballot. The President shall appoint tellers to gather and count the ballots and return a signed report to the President who will announce the results.

Section 2. VOTE REQUIRED.

An affirmative vote simple majority of all votes cast shall be necessary for the adoption of any amendment to these bylaws.

Section 3. EFFECTIVE DATE OF AMENDMENTS.

Amendments adopted by the membership shall take effect immediately upon adoption.

Section 4. SUSPENSION OF THE RULES.

The rules in Article XII of these bylaws may be suspended by simple majority of all votes cast by the members of the Association at a regular meeting of the Association.

ARTICLE XIX: DISSOLUTION

Section 1. Dissolution.

In the event of any dissolution or other termination of this Association, all assets after payment of outstanding debts and other legal obligation shall be paid over to Ryle High School, Union, Kentucky, or its successor, to be used for the Ryle High School Band, or a successor band: otherwise for other school music purposes. If Ryle High School, or a successor, does not exist, such assets shall be paid to the Boone County Schools, Florence Kentucky, to be used for other school music programs.