

MOUNTAIN VIEW BAND ASSOCIATION, INC.
LAWRENCEVILLE, GEORGIA

BY-LAWS

As amended and approved on Tuesday, March 22, 2016

ARTICLE I- Name, Purpose, and Policies

Section I. NAME: The name of this organization shall be the Mountain View Band Association, Inc. hereafter; the organization shall be referred to as MVBA.

Section II. PURPOSE: The purpose of MVBA shall be:

- (a.) To provide financial assistance for all aspects of the Mountain View High School (MVHS) Band – **including but not limited to** purchasing music, instruments, and supplies for the band; organizing and executing special projects under the guidance of the Band Director.
- (b.) To encourage parent and community support of the MVHS Band on a continuing basis.
- (c.) To provide logistical support for the MVHS Band as requested by the Band Director.
- (d.) MVBA is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue code or corresponding section of any future Federal Tax Code (herein after referred to as the Internal Revenue Code).

Section III. POLICIES: The policies of MVBA shall be:

- (a.) To work harmoniously with all school officials and personnel, the Band Director, patrons, parents, and band students. It is the intent of MVBA to work with the Band Director for the success of the MVHS Band and provide financial support in the pursuit of excellence of all aspects of the program.
- (b.) To cooperate with, and follow, all Band Policies, in the best interest of an excellent “Band Program” under the direction and guidance of the Band Director.
- (c.) To practice sound fiscal policies.
- (d.) To publish an annual financial budget which will advise the interested school officials, the Band Director, and other interested personnel of the planned financial assistance which can be expected from MVBA.

- (e.) To use any and all funds collected and/or otherwise assigned to the Treasury of MVBA for the sole purpose of supporting the MVHS Band activities and needs.
- (f.) To operate on a fiscal year beginning April 1st and ending March 31st of each year.
- (g.) To have the Executive Board review the by-laws annually in January and present any revisions to the membership at the February meeting as needed.

ARTICLE II - Membership

Section I. “Band” is defined as: All units under the direction of the MVHS Band Director.

Section II. Membership is open to the following:

An ACTIVE member is one who has a student enrolled in the MVHS Band at least one semester of the current school year and has paid fees and/or set up a mutually acceptable payment plan and has turned in ALL associated paperwork needed for participation.

In order to maintain “Active” status the student must be enrolled in a qualifying band class, winter activity or other activity under the direction of the Band Director and supported by MVBA. Students not participating in a qualifying activity will forfeit membership during that semester.

A PATRON is an officer or representative of any company or organization which has made a significant contribution to the MVHS Band, either financially or in any other substantive way, but does not possess the voting rights of active members.

An ASSOCIATE member is a former MVHS Band member or the parent(s) of a former MVHS Band member who maintains an active role in the Association organization but does not possess the voting rights of active members.

It is understood that all members of this organization, regardless to personal feelings towards other parents, students, staff or director, will at all times maintain mutual respect for one another.

ARTICLE III – Role of Band Director

MVBA shall look to the Band Director for leadership and guidance in identifying the needs of the band students and MVHS Band program. The Band Director shall be an ex-officio member of the Executive Board and of all committees of MVBA. It is understood that the Band Director has sole control over has the final voice of authority in all areas pertaining to the band program to keep the band and MVBA in compliance and good standing with MVHS and Gwinnett County Public Schools rules, guidelines, and regulations.

ARTICLE IV - Officers (Qualification and Elections)

Section I. Qualifications: To qualify as a candidate for office, such person must have a student enrolled in the MVHS Band for at least one semester of the current school year and be an “Active” member in good standing of MVBA.

“Good standing” refers to those members that have paid all fees (or set up acceptable payment plan) for the fiscal year prior to and during the term of office and meets guidelines for “Active” member.

Section II. Officers: The officers of MVBA shall be:

- a) President
- b) Member at Large
- c) Chief Financial Officer (CFO)
- d) Office of Treasurer
 - a. Lead Treasurer – only Lead Treasurer will have voting rights at Executive Board Meetings
 - b. Assistant Treasurer
- e) Secretary

At the discretion of the Band Director, the position(s) of President and/or Member at Large may be held in either a single or dual leadership capacity.

Section III. Nominations: The President shall, at the December meeting, announce the Chair of the Nominating Committee. The Nominating Committee will consist of the Band Director, and a parent representative of each class (Junior, Sophomore, and Freshman). The Chair shall report recommendations of one or more nominees for each office to the membership at the February meeting. The Chair shall also accept nominations from the floor, after which the nominations shall be declared closed until the next meeting. It is understood that ALL interested members will go through an interview process; therefore names added “from the floor” are not guaranteed to be placed on the ballot.

Section IV. Election: Officers shall be elected annually at the March MVBA meeting for a term of one year and shall serve, unless for good cause, until their successors are elected and installed. Officers may not serve more than 2 consecutive years in the same position.

The exception to the 2 year term is the Office of Treasurer. The Lead Treasurer shall serve as lead for the term of 1 year. The Assistant Treasurer shall serve a term of 1 year and then, without vote, move into the Lead Treasurer position. Should the Assistant Treasurer decide not to be Lead Treasurer, the Lead Treasurer, without vote, will serve a 2nd term to train a new Assistant Treasurer.

The incoming Executive Board shall attend, without vote, a joint meeting with the outgoing Executive Board. This meeting shall be held after elections during the month of April.

Voting: Voting is open to “Active” MVBA members. Patrons and Associate Members are not eligible to vote. Officers shall be elected by a majority vote (50.1%) of the membership present at the March election meeting. Each respective MVBA member family shall be entitled to one vote. Voting shall take place on written ballots unless only one candidate is presented for a position. Each candidate is elected by receiving a majority of votes cast on the ballot. If a majority is not received by any candidate on the first ballot, the two receiving the most votes will then enter a run-off election. Whoever receives the majority of this second ballot shall be elected into the office in question.

Installation: During the month of April, the outgoing officers will work in conjunction with the newly elected officers to ease transition. Officers shall be installed into their respective positions during the May meeting, and will take over all business matters at that time.

Resignation: In the event that an officer is unable to complete the term of office, he/she may resign by giving written notice to the Executive Board. The Board will then begin the process of finding another member from the general membership who may be able to finish out the term.

Section V. Interim Appointments: A vacancy occurring in any office shall be filled by a majority vote of the remaining members of the Executive Board at a regular or a special meeting. The appointment will then be submitted to the general membership at a special meeting or the next scheduled meeting for approval by a majority vote (50.1%) of the membership present.

ARTICLE V - Duties of the Officers

Section I. President:

- (a.) Preside at all meetings of the MVBA and of the Executive Board.
- (b.) Call meetings as provided by these bylaws.
- (c.) Be an ex-officio member of all committees except the nominating committee.
- (d.) Shall assist other Executive Board members in securing committee chairs in order to promote the objectives of MVBA.
- (e.) Have the responsibility for the general management of the affairs of MVBA.
- (f.) Be one of the two signatures required for checks.
- (g.) Carry out the resolutions of the Executive Board.
- (h.) Convene a budget committee, in January, to prepare a budget for the coming year. This committee shall consist of the President, the CFO, and the Band Director(s).

Section II. Member at Large:

- (a.) Perform the duties and exercise the powers of the President in the absence of the President.
- (b.) Preside over committees as described in Article VI, Section I.
- (c.) Perform such other duties as may be assigned to him/her from time to time by the President.

Section III. CFO:

- (a.) Responsible for maintaining the 501(c)3 status.
- (b.) Responsible for maintaining the Articles of Incorporation with the Secretary of State.
- (c.) Responsible for securing a CPA/tax professional to file annual federal/state tax returns for MVBA.
- (d.) Be responsible for interviewing and hiring a certified company for the annual audit or review as required by Gwinnett County Public Schools. If CFO has left office prior to audit being performed will agree to work with the new CFO until the process is complete.

- (e.) Responsible for working with the Executive Board to help secure fund raising activities.
- (f.) Serving on Budget Committee.
- (g.) Be one of the two signatures required for checks.
- (h.) Responsible for the research and securing such insurance policies and bonded as are necessary to protect students and members of MVBA working diligently for and at the direction of MVBA for damages both physical and financial.
- (i.) Serve as Parliamentarian for all Executive Board and general membership meetings.

Section IV. Office of Treasurer:

A. Lead Treasurer

- (a.) Keep an accurate and detailed account of all receipts and expenditures; preserve all vouchers, receipts, statements, and canceled checks according to Internal Revenue Code guidelines.
- (b.) Submit a report for approval at regular meetings of the Executive Board and general membership. This should include: balance on hand, deposits, expenditures since the last meeting, and the most recent bank statement.
- (c.) Reconcile monthly bank statements.
- (d.) Send Student Statements and Student Account updates to student's parent or guardian monthly.
- (e.) Keep such permanent books/records and file all papers as shall be sufficient to maintain this organization's charitable status.
- (f.) Work with Assistant Treasurer throughout the year to sufficiently train on all items of the job of Lead Treasurer.

B. Assistant Treasurer

- (a) Collect money from band payment box and PO Box on a regular basis to give to lead treasurer.
- (b) Count money brought in from concessions, concerts, fundraisers and any other times money is brought in.
- (c) Assist with fundraising as needed.
- (d) Work with Lead Treasurer to learn Quickbooks and other jobs to be prepared to take over position.

Section V. Secretary:

- (a.) Record the minutes of Executive Board.
- (b.) Record the proceedings of general membership meetings.
- (c.) Perform such other duties as may be assigned to him/her from time to time by the President.
- (d.) Prepare a list of all unfinished business for the use of the President.
- (e.) Serve as an alternate Parliamentarian.
- (f.) Keep a detailed list of all corporate sponsors throughout the year. List should include business name, contact name, numbers, address and amount donated.
- (g.) Send thank you notes (approved by band director) within 1 week of receiving a donation (money or goods) to the band program.

ARTICLE VI - Standing Committees

Section I. Standing committees of MVBA shall include, but not be limited to:

- (a.) Fundraising – reports to President/CFO
 - 1. Concessions
 - 2. Executive Board approved fund raisers
- (b.) Uniform– reports to the Member at Large
 - 1. Uniform Maintenance
- (c.) Equipment – reports to the Member at Large
 - 1. Equipment, including trailer and the loading/transporting of all equipment for performances and trips

ARTICLE VII - Committees Chairs

- Section I. Committee Chairs will be found by appropriate members of the Executive Board who will follow the guidelines put in place by the Band Director.
- Section II. Fundraising: The Fundraising chair shall be responsible for working with the Band Director, Executive Board via the general membership to help secure chair people for the fund raising activities. The fundraising chair shall report to the CFO.
- Section III. Equipment: The Equipment Chair shall be responsible for maintaining band vehicles, loading and unloading equipment, and transporting of equipment to all Band functions.
- Section IV. Uniforms: The Uniform chair shall be responsible for the issue, upkeep and return of MVHS Band uniforms including dry cleaning within approved budget.

ARTICLE VIII – Budget, Finances, and Purchasing

- Section I. Fiscal Year: The fiscal year shall begin April 1st and end March 31st.
- Section II. Budget: The budget committee will meet in January and a proposed budget shall be presented to the Executive Board during the month of February for vote. The proposed budget shall be voted by a majority vote (50.1%) of the members present at the March meeting of the MVBA and goes into effect April 1st. The budget shall be reviewed and updated monthly by the Executive Board and the Band Director. A monthly financial report shall be presented at the monthly Association meeting. All financial reports shall be available for any Active MVBA member upon written request within 30 days per Federal regulations.
- A copy of the Treasurer's report shall be filed with the Secretary's minutes. The Treasurer's books shall be open for inspection by the Executive Board.
- Section III. MVHS Band Contracts: The Executive Board may authorize any Director or agent(s) to enter into any contract or execute and deliver any instrument in the name of and on behalf of MVBA within the constraints of these by-laws, amendments, and the approved budget. Such authority may be general or confined to specific instances so long as it does not go against GCPS policy.
- Section IV. Loans: No loans shall be contracted on behalf of MVBA, and no evidences of indebtedness shall be issued in its name.
- Section V. Checks, Drafts, Etc.: All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of MVBA, shall be signed by such officer(s) or agent(s) of MVBA and in such manner as shall, from time to time, be determined by resolution of the Executive Board.

Section VI. Deposits: All funds of MVBA not otherwise employed shall be deposited, from time to time, to the credit of MVBA in such banks, trust companies, or other depositories as the Executive Board may select.

Section VII. Tax Status and Tax Returns: It is recognized that, in order to secure and maintain the support of the community and members, it is necessary that MVBA apply for and be classified as a Section 501c3 tax exempt organization as defined by the Code and Regulations of the Internal Revenue Service of the United States (IRS). The Executive Board or the CFO shall take the necessary steps to apply for and secure a Tax Identification Number (EIN) from the federal government.

Section VIII. Financial Transactions:

(a) All expenditures are approved, and followed, by the approved budget for the fiscal year. Purchases in excess of \$750.00 that are not in the budget will be approved by the Executive Board. Purchases in excess of \$2500.00 that are not in the budget will be approved by the Executive Board and at a General Parent Meeting.

(b) All financial transactions, including but not limited to checks, shall bear at least two signatures.

(c) Obtain receipts prior to reimbursement for expenditures.

(d) The MVBA checking account will be reviewed monthly by a designated Executive Board member other than Treasurer.

Section IX. Audits:

A year end audit or review will be performed at the end of each fiscal year.

ARTICLE IX - Fundraising

Section I. Guidelines: All fundraising activities and their operations shall be within the parameters and guidelines of the Gwinnett County Board of Education as set forth in its policies.

Section II. Approval:

(a.) All fundraising projects shall be presented to MVBA Executive Board to include the project and its operations, the estimated amount of monies to be raised, and the purpose for which any monies shall be used.

(b.) Such activities shall have the approval of all county and school administrators where required.

ARTICLE X - Meetings

Section I. Meetings: General meetings shall take place the second Tuesday of the month unless that date conflicts with another activity or event. Meeting dates shall be confirmed by the Executive Board members and published at the beginning of each school year. There will be no fewer than five (5) general membership meetings per fiscal year.

Special meetings may be called by the Executive Board, at which time the purpose of the meeting shall be announced in the stated call.

All meetings shall take place in the MVHS Band Hall unless otherwise designated.

A quorum at any regular or called MVBA meeting shall be defined as voting membership present.

ARTICLE XI – Adoption and Amendment of By-Laws

Section I. These by-laws shall have been approved by a majority (50.1%) vote of the Executive Board and adopted by a majority (50.1%) vote of the members present at the inception date of September 29, 2009 of MVBA and as part of the general membership meeting.

Revised as of Tuesday, March 22, 2016.

Section II. These by-laws may be amended by a majority (50.1%) vote of the Executive Board and approved at any regular meeting of MVBA by a majority (50.1%) vote of the members present, with seven (7) days prior notice of such intention having been given to all MVBA members.

ARTICLE XII - Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall govern MVBA in all cases to which they are applicable and where they are not inconsistent with these by-laws or any special rules of order MVBA may adopt.

ARTICLE XIII– Waiver of Notice

Attendance at or participation in a meeting waives any required notice to the time of the meeting unless such person at the beginning of the meeting, or promptly upon his/her arrival, objects to the holding of the meeting or transactions of business because the meeting is not lawfully convened and such person does not thereafter vote for or assent to action taken at the meeting.

ARTICLE XIV - Dissolution of the Organization

In the event that the Mountain View Band Association, Inc., should dissolve for any reason, all monies and assets on hand shall be turned over to the Band Department of Mountain View High School.

No part of the net earnings of MVBA shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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. No substantial part of the activities of MVBA shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and MVBA 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 provisions of these Articles, MVBA shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

In the event of the dissolution of MVBA, to the extent allowed under applicable law, after all lawful debts and liabilities of the organization have been paid, all the assets shall be distributed to, or its assets shall be sold and the proceeds distributed to, another organization organized and operating for the same purposes for which MVBA is organized and operating, or to one or more organizations, funds, or foundations organized and operating exclusively for religious, charitable, scientific, literary, or educational purposes, which shall be selected by the board of directors of the organization; provided, however, that any such recipient organization or organizations shall at that time qualify as exempt from taxation under the provisions of Section 501(a) of the Internal Revenue Code of 1986, as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent law. In the event that upon dissolution of MVBA the Executive Board of the organization shall fail to act in the manner herein provided within a reasonable time, a court of competent jurisdiction in the county in which the principal office of the organization is located shall make such distribution as herein provided upon the application of one or more persons having a real interest in MVBA or its assets.