

BY-LAWS
OF THAT ALTUS BAND PARENTS ASS'N., INC.

**ARTICLE I
TITLE**

The name of this corporation is THAT ALTUS BAND PARENTS ASS'N., INC. The principal office of this corporation shall be located at Dick Jewell Music Hall, Altus High School, in the City of Altus, Jackson County, Oklahoma.

**ARTICLE II
OBJECTIVES**

- To ensure the best interests of the students of *That Altus Band* are met to the highest extent possible.
- To maintain an organization which promotes the general activities of the *That Altus Band* program.
- To lend all possible support, morally, physically and financially, to the general Altus High School instrumental music program of *That Altus Band*.
- To cooperate with those who have a vested interest in the *That Altus Band* program to include the Band Directors, the school administration and the school board to the end that this department shall maintain the highest possible degree of effectiveness with the most efficient means possible.

**ARTICLE III
MEMBERSHIP**

- The membership of this corporation shall be open to all parents or guardians of the students of the *That Altus Band*, and if a band member is not living with a guardian, then the persons with whom such band student resides shall be entitled to membership.
- The Directors of the *That Altus Band* shall be Ex-Officios, voting members of the corporation.
- *That Altus Band* Council members shall be honorary members.
- Honorary members are encouraged to attend general meetings of the corporation. Although they shall have no voting privileges, they may speak on behalf of the needs of the *That Altus Band* students.

**ARTICLE IV
MEETING TIME AND NOTIFICATION**

- There shall be a meeting of the membership on the first Tuesday of each month at 7:00 p.m. in the principal office of the corporation during all months when school is in regular session; provided that the time and place of such monthly meeting may be changed by the Board of Directors at any time, but notice of such change shall be given at the monthly meeting just prior to the month in which the change goes into effect.
- Notice of meetings shall be given by the Secretary utilizing
 - Physical print such as a newspaper published in Altus, Oklahoma, either in a news story or paid advertisement at least ten days before the general monthly meeting;
 - AND/OR utilizing e-mail, texting or Social Media formats such as Facebook or any other relevant mediums of the like.

**ARTICLE V
FISCAL YEAR TIMELINE**

- The fiscal year of the corporation shall begin on the first day of January and end the last day of December in accordance with the 501(c)(3).

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**ARTICLE VI
QUORUM**

- The members present shall constitute a quorum of the general membership. Each member of the corporation shall be entitled to one vote. Members shall be entitled to vote only in person, and proxy voting will not be permitted.
- Board of Directors Executive Meeting Quorum shall be no less than 1/2 of the total sitting board rounded down.
- Board of Directors Emergency/Summer Executive Meeting Quorum shall be no less than 2/3 of the total sitting board rounded down.

**ARTICLE VII
GOVERNANCE**

- Roberts Rules of Order shall govern the proceedings of the corporation not herein provided for. These by-laws may be amended by two-thirds (2/3) vote of members present and voting at any regular scheduled meeting or at any special meeting called for that purpose.
 - A motion for a by-law committee to review and make changes to the existing by-laws may be called on the floor by any member attending the general membership.
 - The President chooses and appoints the Chair.
 - The Chair chooses and appoints two members to work with him/her as part of the By-Law Review Committee.
 - The By-Law Review Committee will submit changes. Those changes will be introduced for vote. At no point will the by-law changes submitted by the By-Law Committee be modified. A vote will be in favor for or against.
- For the purposes of motions presented at the floor of the meetings, the President shall not vote except in case of a tie. The President holds tie-breaking authority and may not utilize his/her executive authority to table the motion. The decision must be made from the floor at the time the vote is called.

**ARTICLE VIII
BOARD OF DIRECTORS**

- The responsibility of this corporation shall be vested in the Board of Directors.
- The Board of Directors shall consist of twelve members: the President, First Vice-President, Second Vice-President, Treasurer, Secretary, the three Directors of the That Altus Band, and one each Freshman, Sophomore, Junior and Senior parent.

**ARTICLE IX
DUTIES OF THE BOARD OF DIRECTORS**

The Board of Directors as a whole shall have the following duties:

- Formulate and implement plans for accomplishing the purposes of the corporation, including the general planning, organization, and social activities for members of the *That Altus Band*.
- Establish the policies of the corporation.
- Prepare an annual budget for the operation of the corporation.
- Have general charge of the property and affairs of the corporation including the right to authorize the execution of any deed, lease, mortgage, note, bond, check, contract, or other written instrument on behalf of the corporation and the right to acquire and dispose of property of any kind necessary or useful for the promotion of the purposes of the corporation.
- Create such special committees and such additional standing committees as are deemed necessary or appropriate.
- Special meetings shall be called by the President upon the request of any four members of the Board of Directors. The members of the Board shall be notified twenty-four hours in advance of such meeting.

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- Any member of the Board of Directors may be removed for cause from office by two-thirds (2/3) vote of the Board of Directors approved by a two-thirds (2/3) vote of the members attending a regularly scheduled meeting.
- It shall be the policy of *That Altus Band Parents Association, Inc.* for an accounting of cash receipts to be done at the end of any band parent function (ex. Program sales, concession stands). At least three (3) executive board members shall count any cash received and ensure the receipts match.

ARTICLE X
DUTIES OF OFFICERS

- The elected officers of the corporation shall be a President, First Vice-President, Second Vice-President, Treasurer, Secretary, and Class Parent Representatives.
- The duties of the officers of the corporation are as follows:
 - Duties of the President: The President shall preside over all meetings of the corporation and of the Board of Directors, call special meetings, and perform all tasks as necessary. The President will represent *That Altus Band Parents Association, Inc.* at all School Board Meetings. If the president is unable to attend a School Board meeting, the President shall designate a Board Member (Directors excluded) to attend. Designations will be annotated in the next general meeting minutes.
 - Duties of the First Vice-President: The First Vice-President shall preside in the absence of the President, and have responsibility for the football programs, to include ad sales, program sales and all monies as required. Additionally, the First Vice-President will be responsible for acquiring the items for the silent auction, and other duties as necessary.
 - The First Vice President may appoint representatives to facilitate programs that fall under his/her duties.
 - Duties of the Second Vice-President: The Second Vice-President shall preside in the absence of both the President and First Vice-President. Duties include all food related activities to include purchasing food and drink items for the purpose of fundraising and/or support of the students/members of *That Altus Band*. The Second Vice-President will perform other duties as necessary.
 - The Second Vice President may appoint representatives to facilitate programs that fall under his/her duties.
 - Duties of the Treasurer: The Treasurer shall receive and deposit all funds and keep an accurate accounting thereof and shall report all income and expenses in writing at each regularly scheduled monthly meeting of the membership. Prepare an annual budget for the operation of the corporation in accordance with ARTICLE XIV Budget; the annual budget will be presented to the Executive Board no later than 1 November. The budget will be presented to the membership for approval at the November general meeting. Proposed changes to the budget will be voted on one change at a time. Once all changes proposed by both the Executive Board and the membership have been resolved, the budget as a whole is to be voted on by the membership.
 - The Treasurer shall be bonded for a minimum of \$10,000.00. Other officers may be bonded at the discretion of the membership.
 - Documents supporting all financial transactions shall be maintained in a safe and orderly manner. These documents shall include but not be limited to: bank statements, deposit slips, cash receipt verification forms, checks, invoices, bills, receipts and monthly financial reports.
 - Financial records shall be available for audits that may be authorized by the Board of Directors.
 - Duties of the Secretary: The Secretary shall keep detailed minutes of all *That Altus Band Parents Association, Inc.* meetings. The Secretary will maintain governance of the organization by-laws and ensure by-laws as well as the Seal of Incorporation are available to the membership. The Secretary is responsible for all correspondence to include thank-you's, meeting notifications, advertising for fundraising (non-programs) and all general mailings. The Secretary will perform other duties as necessary.
 - Duties of the Freshmen, Sophomore, Junior and Senior Class Parent Representatives: The Class Representatives will keep their class of parents informed of any activities related to *That Altus Band*, using any means they feel appropriate. They will

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act as liaisons to the class parents and ensure issues or concerns are brought to the attention of the executive board. They will perform other duties as necessary.

**ARTICLE XI
ELECTION COMMITTEE**

- An Election Committee shall be appointed by the President and Chaired by the First Vice-President to ensure the by-laws are reviewed and applicable election requirements are in place and followed.
- One Band Director shall be a member of the election committee as chosen by the group of band directors.
- Nominations will take place by open forum and can be accomplished any time between the opening of the call for nominations and the closure of nominations just prior to the election.
 - Call for nominations will occur 30 days prior to the election.
 - Two calls for nominations will occur
 - One at the meeting 30 days prior to elections
 - One from the floor on the day of elections
- Voting shall be conducted by secret ballot.
- The election committee will tally the votes.
- The chair will announce the resulting newly elected officers.

**ARTICLE XII
GENERAL ELECTIONS**

- The officers and other members who are to constitute the Board, with the exception of the Band Directors, shall be elected and their terms of office shall commence on the first day of June succeeding their election. They shall serve for a term of one year and until their successors are elected.
- The President shall be entitled to vote when the vote is by ballot but he/she cannot vote twice, first to make a tie, and then to give the casting vote. (Reference Roberts Rules of Order – Revised - <http://www.constitution.org/ror/ror-10.htm>)
- Vacancies on the Board of Directors and shall be filled by a two-thirds (2/3) vote of the remaining Board of Directors, but such vote shall not be effective until approved by two-thirds (2/3) vote of the general membership at the next regularly scheduled meeting. Such appointee shall serve for the unexpired term of the officer such appointee replaces.

**ARTICLE XIII
BAND BANQUET**

- The That Altus Band parents will ensure the annual band banquet is held.
- The *That Altus Band* parents will work with the Band Council to decorate, facilitate awards, create the slide show, and assist with other duties as necessary including set-up and clean-up.
- The Board of Directors will choose the catered food.

**ARTICLE XIV
BUDGET**

- The President will ensure the budget is open for review
- An annual budget shall be prepared by the Board of Directors during the executive meeting prior to the October general meeting.
- The call for budget submissions will be announced at the October general meeting and will close no later than one calendar week after the call has been announced.
- An annual budget shall be submitted to the general membership for approval at the November general meeting.

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- The budget will be voted on by the membership during the November general meeting.
- Authority has been vested in the Treasurer to execute payment of expenses incurred for the normal operations of the corporation. Two signatures shall be required on all checks. The persons authorized to sign checks are the Treasurer, the President, and the Head Band Director of the *That Altus Band*.
- All other expenditures not outlined in the budget shall be approved by the general membership at a regularly scheduled meeting. In the case of an emergency, a quorum of the Board of Directors may approve expenditures.
- During the summer period when school is not in session, the Board of Directors may vote and approve expenditures for the purposes of fund raising and promoting the *That Altus Band*.
- All expenditures shall be reported in writing at each regularly scheduled monthly meeting of the membership.
- A reserve fund of a minimum of five thousand dollars and zero cents (\$5,000.00) will remain in the treasury at the end of the school year except in an emergency.
- Books shall be checked annually.

**ARTICLE XV
SPONSORS**

- Sponsors shall be active members of *That Altus Band Parents Association, Inc.* who have demonstrated, through their volunteerism, the desire to ensure the best interests of the students are met.
- Eight sponsor slots (plus two alternates) will be available for the *That Altus Band* trip.
 - Four sponsor positions will be granted to the Board of Directors by proxy.
 - The President, First Vice-President, Second Vice-President and Treasurer will have first option due to their volunteer duties as dictated by these by-laws.
 - If any of the four are unable to attend, the sponsor slot will be given to the floor and made open for nominations and vote.
 - Four sponsor positions plus two alternates will be open to the floor for nominations.
- Call for sponsor nominations will occur at the December general meeting.
- Sponsors requiring vote will be chosen by ballot during the January general membership meeting.
 - One director and one executive designate will count ballots and announce results to the membership.
- If less than eight sponsors are needed due to student attrition and/or transportation availability then any requirements past the four sponsor slots given the board of directors are open for call for nominations.
 - In other words if only six sponsor slots are available then two will be presented for call for nominations plus alternates.

**ARTICLE XVI
NON-PROFIT STATEMENT**

- The corporation is not organized for pecuniary profit nor shall it have *any* power to issue certificates of stock or declare dividends, and not part of its net earnings shall inure to the benefit of any member, director, trustee, officer, or any individual, or other private persons, except that the corporation 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 the Articles of Incorporation. The balance, if any, of all money received by the corporation from its operations, after the payment in full of all debts and obligations of the corporation of whatsoever kind and nature shall be used and distributed exclusively for carrying out only the purpose or purposes of the corporation particularly set forth in the Articles of Incorporation. No substantial part of the activities of the corporation shall influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law); or (b) by a corporation, contributions to which are

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deductible under Section 170(C)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XVII
DISSOLUTION PLAN

- In the event of the dissolution of this corporation, or in the event it shall cease to carry out the objects and purposes herein set forth, after paying or making provision for the payment of all liabilities of the corporation, the Board of Directors shall dispose of all the business, property, and assets of the corporation to such non-profit corporations or organizations of like purpose or purposes as set forth in the Articles of Incorporation as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) as the Board of Directors of this corporation may select and designate; and, in no event shall any of the said assets or property, in the event of dissolution thereof go or be distributed to members, either for the reimbursement for any sums subscribed, donated, or contributed by such members, or for any other such purposes. Any of such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said court shall determine which are organized and operated exclusively for such purposes.

Amended this 6th day of December 2011

Jeffrey A. Bourgeois

Jeffrey A. Bourgeois – President
That Altus Band Parents Association

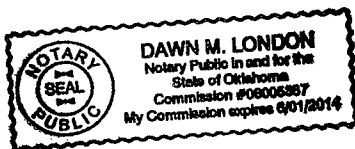
Mary Lynn Harris Runyan

Mary Lynn Harris Runyan - Director
That Altus Band

State of Oklahoma- County of Jackson

Signed or attested before me on 29 November 2011 by Jeffrey A. Bourgeois – President, That Altus Band Parents Association & Mary Lynn Harris Runyan – Director, That Altus Band

Signature of notarial officer Dawn M London



Title (and Rank) _____
My commission expires: 06/01/2014
My commission # _____