

# **Bylaws of Southern Alamance Band Boosters, Inc.**

## **1. Introduction**

### **1.1. Name**

The name of this Band Boosters is Southern Alamance Band Boosters, Inc. of Graham, North Carolina. The parents of Southern Alamance High School Band students do hereby form themselves into a non-profit Band Boosters and to that end do hereby approve the constitution in manner and form as follows.

### **1.2. Location**

The location of the Southern Alamance Band Boosters, Inc. (SABB) is 631 Southern High School Road, Graham, North Carolina. The mailing address of the Band Boosters is:

SABB  
PO Box 51  
Graham, NC 27253

### **1.3. Purpose**

Said organization is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

To promote and support the Southern Alamance High School Band programs in conjunction with the Band Director.

1. Encourage an enthusiastic interest in the instrumental music programs and auxiliary units of the Southern Alamance High School Band through marketing, fundraising, public relations and community involvement efforts.
2. To encourage moral and financial support of the school's instrumental music programs and auxiliary units through attendance at programs and special events, participation in fund-raising events and advocacy on behalf of these programs.
3. To support the efforts of the Southern Alamance High School Band Director, instructional staff and other school officials for the highest possible degree of music education.

## **2. Membership**

### **2.1. Membership**

Any parent(s) and/or legal guardian(s) (hereinafter referred to as “parents”) of band students of the Southern Alamance High School Band may become a member. Parents of current 8th grade band students who will participate in the Southern Alamance High School Band Program the following academic year may also become members. No person shall be excluded from membership by reason of age, race, religion, sex or national origin.

### **2.2. Voting**

The voting membership consists of band boosters. Each family shall be allowed one vote per student they have in the band, on all voting matters, by ballot, a show of hands, voice, or electronic voting.

### **2.3. Meetings**

The regular meetings shall be held the first Tuesday of each month during the school term in the Southern Alamance High School Band room at 7:00pm. The location and time may be changed by the President upon notification to the membership. In the event of inclement weather or school holiday occurring on the same date, the scheduled band meeting will be postponed until the following Tuesday night.

Special meetings may be called by the President or at a request of a majority of the members. The purpose of the meeting shall be given to each member when notified of the special meeting. No business other than that for which the special meeting was called shall be transacted.

Notice of the time and place of all meetings shall be by electronic distribution and posting on the Boosters’ website. In the case of called meetings telephone notification may be used as well.

A quorum for the transaction of business at any meeting shall consist of a majority of Executive Board members and at least that same number of general membership present at each meeting.

The rules contained in Robert’s Rules of Order shall guide in all cases to which they are applicable.

## **3. Executive Board**

The voting members shall elect the following Band Boosters officers, who shall be known collectively as the Executive Board, or Board of Directors.

-President

-Vice President

-Secretary

-Treasurer

-Social Coordinator

### **DUTIES AND RESPONSIBILITIES OF THE EXECUTIVE BOARD**

Bylaws of the Southern Alamance Band Boosters, Inc., adopted May 21,2020

The Band Boosters Executive Board will have general charge and control of the property and affairs of the corporation. It will have all powers provided for in the non-profit corporation laws of the State of North Carolina.

Policy making powers will be vested in, exercised, conducted, controlled and managed by the Band Boosters Executive Board acting under all appropriate Articles as stated in these Bylaws.

The powers of the Executive Board shall include the following:

1. Assist in identification and assessment of the needs of the Southern Alamance Band program
2. Establishment of short- and long-term goals of the Band Booster program
3. Fiscal management
4. Monitoring of fiscal and Band Booster program policies
5. Approve all funding applications originating with the Band Boosters
6. Assurance of compliance with all funding sources to include federal, state, foundation and local funding/fundraisers.
7. Amendment and/or suspension of the Bylaws

### **3.1. Election of Officers**

A Nominating Committee of not less than three (3) members shall be formed at the regular meeting in January of each year. This committee shall be formed from volunteers from the general membership with the Chairperson being appointed by the President. This committee shall render nominations for each elected office to the Band Boosters two weeks prior to the general meeting in April of each year. The Nominating Committee and all other persons presenting names for nomination must confirm the fact that personal contact with the candidates found them willing to accept such responsibility. Other nominations may be made from the floor at the meeting. Election of the Executive Board will be placed by ballot, voice, or electronic.

At the general booster meeting in April of each year the members shall elect, by a majority vote of those members present, the new Executive Board. Each family shall be entitled to cast one vote per band student.

Any member may be elected so long as their child will be participating in the Southern Alamance High School Band during the term of their service. Newly elected officers shall assume their duties at the next regularly scheduled meeting in May following the election in April.

All officers shall:

1. Perform the duties prescribed in the parliamentary authority in addition to those outlined in these Bylaws and those assigned from time to time.

2. Deliver to their successors all official material not later than ten days following the April meeting, at the close of which their successors will begin their official terms. The Treasurer shall do so no later than thirty days after said meeting.

A joint Executive Board meeting of the outgoing Executive Board and the newly elected Executive Board shall be held between the election at the April meeting and the installation in May.

### **3.2 Duties of Officers**

#### Band Director (Ex-Officio)

1. Provides information and pictures for SAHS and SABB social media
2. Liaison between the Band and the Administration Office
3. Provides list of prioritized expenditures to the President and Treasurer
4. Keeps copies of medical forms and contracts (Contracts such as uniform, equipment leases, warranties) in office.
5. Provides the Secretary with copies of all contracts.

#### President, Chair of Executive Board

1. Presides at all Board and general membership meetings
2. Prepares meeting agenda
3. Ex-officio member of standing committees, not including the Nominating Committee and Financial Committee
4. Appoints Chairpersons of Committees
5. Oversees standing committees: Home Game and Away Game Committees
6. Chairs any or all of said committees in the absence of an appropriate chairperson.
7. Provides overall leadership and direction to the Band Boosters, while serving as lead spokesperson on behalf of the Band Boosters.
8. 1 Assures that all books, reports and certificates as required by law are properly filed and maintained
9. Enforces Bylaws
10. Listed as President on SABB bank accounts and maintains a banking card to use for band needs. All receipts for charges should be placed in the Treasurer's bin in the band office.

#### Vice President

1. Oversees standing committees: Fundraising Committee and Uniform Committee

Bylaws of the Southern Alamance Band Boosters, Inc., adopted May 21,2020

2. Ensures that all fundraisers are completed in coordination with the outside organizations
3. Ensures that all monies raised are accurately reported to the Treasurer and kept secure until presented to the Treasurer for deposit into band accounts.
4. Gives the Treasurer all monies to be deposited within 3 days of collection with a record of: date, amount received, where received, and purpose.
5. Notifies Social Coordinator of any fundraising or social dates to be added to the calendar fourteen days prior to scheduling
6. Organizes volunteers needed for fundraising opportunities
7. Secures extra Post Office Box key
8. Oversees all logistics as related to uniforms
9. Organizes and stores all ordering information as relates to uniforms
10. Provides the Treasurer with an itemized list for invoices to be paid. Invoices should be given to the Treasurer via email or Treasurer's Bin within seven days of receiving them.
11. Orders replacements for damaged, lost, or extra items related to the uniforms for students at their charge. Students must pay for any items before receiving them.

#### Secretary

1. Records attendance, minutes, decisions and actions at all board and general membership meetings in accordance with Robert's Rules of Order
2. Distributes minutes of all meetings
3. Conducts formal correspondence (thank you notes, sympathy cards, etc.)
4. Informs booster members of the meeting schedule
5. Maintains accurate and up-to-date student and booster roster
6. Keeps copies of all contracts
7. Maintains a register of the members of the Band Boosters which shall contain their addresses, telephone numbers and email addresses.
8. Posts the minutes of each monthly Band Booster meeting to the Boosters website.
9. Assures that all books, reports and certificates as required by law are properly filed and maintained.

#### Treasurer

1. The Treasurer shall have charge and custody of, and be responsible for, all funds of the SABB.

2. The Treasurer shall deposit all monies in the name of SABB in such banks or other depositories as shall be selected by the Executive Board and disburse those monies as needed by SABB with an accounting of receipts and disbursements at each monthly meeting. All monies disbursed shall be required to have a receipt or invoice before payment is issued.
3. Reports delinquent payments to the Executive Board.
4. Maintains accurate records of student accounts
5. Prepares and files required tax forms
6. Provides statements to members following major Fair-Share Fundraisers.
7. Payments should be mailed to the SABB Post Office box or paid via credit card link.
8. Performs other duties as may be assigned by the Executive Board.
9. Listed as Master Signer on SABB bank accounts and oversees any online banking.
10. Maintains the Post Office Box and checks mail once weekly.
11. Operates any band raffles and oversees raffle volunteers as needed.
12. Works with Social Coordinator to build band sponsorships and handle all business related to publication of sponsorships, including wrapping the band trailer.
13. The Treasurer shall maintain appropriate financial controls, including:
  - a. Any check over \$500 will be reviewed and approved by a second board member prior to disbursement.
  - b. The Treasurer shall disburse monies in accordance with an itemized budget that has been approved by majority vote of members present at the time of voting. Expenditures that are not included in the annual budget must be approved by a majority vote of the Executive Board. In the event that an urgent need arises that cannot wait until the Executive Board can be reached for agreement, such as repair or replacement of equipment critical to the band's ability to perform, the Band Director, the Treasurer and one other member of the Executive Board may agree to make the expenditure and to inform the Band Booster membership at the next regular meeting.
  - c. All cash monies should be initially collected and counted by another person other than the Treasurer. The counters and Treasurer shall sign the deposit verification form, which is kept as part of the financial records.
  - d. Bank Statements should be mailed to the SABB P.O. Box.
  - e. The Treasurer will reconcile all statements monthly and present them at the monthly board meeting.
  - f. All monies must be recorded and deposited within seven days of acceptance.
  - g. All monies received should be receipted. Each receipt should include current date, amount, person from whom received, purpose of payment, which fund to credit, and signature of person writing the receipt. The receipt copy should be given to the person making the payment and the original kept in the receipt book or filed in numerical order.

h. Financial records shall be kept for a period of eight (8) years and turned over to the incoming Treasurer by June 1st of each school year.

i. Checks reimbursing an officer may not be signed by that officer.

j. Financial records are subject to review by the Financial Committee(a) at the end of each fiscal year, (b) upon election or appointment of a new Treasurer or (c) at the direction of the Executive Board.

### Social Coordinator

1. Works with the Band Director to post pictures and information pertaining to the band on social media.

2. Establishes an online presence in social media, while following all ABSS guidelines

3. Manages a master calendar available to the boosters that includes all events, due dates, fundraisers, etc. regarding the Southern Alamance Marching Band.

4. Collaborates with Band Director any apps used regarding the band

5. Maintains the current roster of students and parents' emails, in coordination with the Secretary.

6. Uses technology to help obtain needed volunteers for various positions.

7. Researches any possible online grants for the benefit of the band.

8. Collaborates with Treasurer to digitally reach out to businesses for sponsorships.

9. Oversees standing committee: Social Committee

### **3.3 Board Requirements**

The Executive Board will serve a one-year term.

The same family may hold no office for more than four (4) consecutive years.

No family may hold more than one (1) office during a year.

No member of the Executive Board shall be paid by the Band Boosters for the Executive Board membership, work performed therein, or activities conducted by the Executive Board. Executive Board members may be reimbursed for actual, reasonable and customary expenses incurred in performance of Band Boosters business.

The Executive Board shall be subject to the orders of the Corporation and none of its acts shall conflict with action taken by the Band Boosters.

A majority of the Executive Board members present at an Executive Board meeting shall constitute a quorum.

Any Executive Board member who cannot or does not attend three (3) consecutive Executive Board meetings, or does not adequately fulfill their obligations as outlined herein, shall be subject to removal upon vote of the general membership.

The Executive Board shall have full authority to manage this Band Boosters organization within the confines of these bylaws and the will of the voting members.

Unless otherwise ordered by the Executive Board, regular meetings of the Executive Board shall be held monthly during the school year. Special meetings of the Executive Board may be called by the President or shall be called at the request of three members of the Executive Board.

### **3.4 Vacancies in Offices**

The Executive Board shall nominate an individual to fill a vacancy in accordance with the following guidelines.

#### President

Should a vacancy occur in the office of President, the Vice President shall fill that office for the remainder of the unexpired term and a vacancy will exist in the office of Vice President.

#### Other Offices

In the event that both the office of President becomes vacant and the office of Vice President is vacant, an interim president may be appointed by the Executive Board.

In the event of a vacancy in the office of Treasurer or Secretary, the Executive Board shall present a candidate to the general membership for election to fill the remainder of the unexpired term. A vacancy in the office of Social Coordinator may go unfilled for the remainder of the unexpired term, with the duties of the office fulfilled by the President, or a member duly appointed by the Executive Board.

### **4. Standing Committees**

At the regular meeting in June of each year, the duly elected President shall appoint individuals for any of the following standing committees.

#### A. Committees under the President

1. Home Game Committee
2. Away Game Committee

#### B. Committees under the Vice President

3. Uniform Committee
4. Fundraising Committee

#### C. Committees under the Social Coordinator



## 5. Social Committee

The duties and responsibilities of each chairperson and committee shall be as follows:

- 1. Home Game Committee-** This committee is responsible for assisting the band in performing successfully at home games by ensuring there are enough volunteers for food preparation, serving, cleanup, and bleacher covers. The committee will also be responsible for providing a list of volunteers to the Athletic Director. The committee will leave all receipts for food or supplies in the Treasurer's bin in the band office. If reimbursement is needed, attach the name, date, and reason for reimbursement to the receipt in the Treasurer's bin in the band office.
- 2. Away Game Committee-** This committee is responsible for allowing the band to become mobile by ensuring there are enough Chaperones, Pit Crew, Food, and/or Bus Drivers so that the band may travel successfully. This committee will call restaurants to advise when the band will arrive and alert parents when the band is expected to return to Southern Alamance High School. The committee will leave all receipts for food, supplies, or travel in the Treasurer's bin in the band office. If reimbursement is needed, attach the name, date, and reason for reimbursement to the receipt in the Treasurer's bin in the band office.
- 3. Uniform Committee-** The uniform committee is solely responsible for assignment, maintenance and storage of the uniforms. This may include transporting jackets to dry cleaners, washing pants at a Laundromat, designing storage for hats and other accessories.
- 4. Fundraising Committee-** This committee is chaired by the Vice President and is responsible for organizing, distributing and collecting materials for pre-defined Fair Share fundraisers. This group may also research and present better fundraising opportunities. The group is responsible for working directly with fundraising vendors, then giving all monies collected and associated invoices to the Treasurer.
- 5. Social Committee-** This committee is responsible for informing the members and general public of the activities of the Southern Alamance High School Band. This committee will work to create a positive atmosphere amongst students and the fellow booster parents by organizing events and keeping lines of communication open. This committee works in conjunction with the Social Coordinator to provide information on social media, to the school, and parents. This committee will also be responsible for coordinating the senior banquet and end of year banquet; this includes organizing needed volunteers, decorating, providing food, inviting those involved, ordering any gifts necessary, and cleaning.

### **5. Financial**

The fiscal year for the Band Boosters shall begin July 1 of each year and end June 30 of the following year. Due to the unreasonable expectation that a newly elected Treasurer should be responsible for filing tax forms immediately upon taking office or during the busy marching season, taxes shall be filed on a calendar year basis, with tax returns thereby due May 15

No refunds or changes to accounts will be made for past fiscal years. All questions or changes must be addressed during the current fiscal year.

#### **5.1. Annual Financial Review**

A Finance Committee of not less than three (3) members with finance experience shall be formed at the regular meeting in May of each year. This committee shall be formed from volunteers from the general membership with the Chairperson being appointed by the President. The Treasurer will provide the committee with all needed records for their review by July 15th. This review shall be completed before August 15th. The committee will conduct the review, then provide the Executive Board with any findings. Once satisfied that the financial records are in proper order, the committee shall sign a statement of that fact.

## **5.2. Funding**

Funding for the Southern Alamance High School Band Boosters is the responsibility of the student and their family as set forth in the Fair-Share program. Designated payment schedules will be agreed upon by the board members based on the budget projections prepared by the Executive Board. All families are expected to meet their obligations on time.

Notwithstanding the criteria listed under Student Accounts, all funds and income of whatsoever kind received by the Band Boosters shall be used solely for the promotion, improvement, instruction, equipment, transportation, aid and support of the Southern Alamance High School Band programs.

All funds of the Band Boosters shall be deposited in such a bank or trust company as the Board shall designate. The Treasurer and President shall have the ability to sign checks and be listed on all SABB bank accounts.

The Treasurer shall be responsible for filing any required tax forms per IRS regulations.

The Band Director shall prepare a list of itemized expenses which shall be presented to the Board prior to the April meeting and presented to the general membership at the April meeting. This list should show the material needs of the band and their cost over the upcoming year and will allow for anticipated allocations for the Band Boosters.

Funds shall be used for official Band Boosters business, purchasing goods and services necessary to support fund-raising activities and to purchase goods and services for use in the Southern Alamance High School Band program.

## **5.3. Fair-Share Provisions**

The anticipated operating costs of the upcoming year will be evenly divided among expected membership for the corresponding time frame.

These expenses include but are not limited to:

1. Instructional Staff- Specialized staff hired for Marching, Colorguard and Percussion
2. Travel- The cost of buses, fuel, and drivers to and from away football games and competitions
3. Equipment- Props, Flags, Instruments and other special equipment needed for musical development
4. Food- Dinner before home football games as well as lunch prior to competitions

## 5. Uniforms- Maintenance, Usage

### **5.4. Fulfillment of Fair-Share Responsibilities**

Fair-Share Responsibilities must be met for marching band and indoor winds according to the following payment schedule: One (1) initial payment of \$100 which will be paid with the Letter of Intent and three (3) equal payments, which will be paid during the current season of July to December for marching band and January to April for indoor winds, as outlined by the Fair Share Contract. All Fair-Share payments are non-refundable. Students who choose to leave the band or are removed by the Band Director are still expected to pay all Fair Share fees.

These dates may be adjusted to correspond more specifically to the end of designated Fair-Share fundraising projects. Specific fundraising goals (in dollar amounts) will be set for each date in order to maintain an even income and ensure students are participating equally. Falling behind by two payment deadlines will result in suspension from all performances until obligations are met. Not meeting financial obligations may also have an impact on a student's ability to receive their grades, parking pass, attend prom, and/or graduate.

Accounts must be paid in full before committing to any new activities, such as field trips, or joining a new season of marching or indoor winds.

Students may meet these deadlines in the following ways:

Participation in fundraisers allowing students to raise the stated amount

Families may opt to "buy out" and pay their student's fees outright in accordance with the fair-share payment schedule or in one lump sum at the beginning of the Fair Share cycle

If a student fulfills their obligations for the year, any money exceeding this amount will roll over and be subtracted from the Fair-Share for the next year. If a student fulfills another entire Fair-Share amount in addition to their current obligation, they will be grandfathered and considered paid in full for the next year. Students can be grandfathered for up to three years, one for each full fair-share obligation met in addition to the current year. Any and all excess Fair Share amounts will be placed out of current budget use and into a savings account and withdrawn at the beginning of the year to be used in the General Fund.

Fair Share Payment Modification Program is available for students' needs upon recommendation of the Band Director, and review of the Board. Financial Aid will result in an adjusted Fair-Share Payment Schedule. FEES WILL NOT BE WAIVED. Students and parents or legal guardians must sign an agreed upon financial aid contract that will state the adjusted Fair-Share obligation. Fair Share Payment Modifications will be granted in situations where students do not have the same fundraising opportunities because they are required in some way to work to support their family. Financial Aid contracts must be reviewed annually.

### **5.5. Student Band Accounts**

The Treasurer shall maintain funds, and records thereof, earned by students active in the Band. Each student account should be maintained independently of any others. This includes siblings or children who may share a household.

Any replacement fees or fees related to damage of the uniform must be paid immediately via credit card, check, or cash. Students may not charge expenses to their accounts. Students may use any credits on their account to cover essential uniform related pieces, such as replacement gloves. However, additional gear not related to the uniform, such as sweatshirts or hats, may not be purchased with a student band account.

Funds remaining in the student's account at the end of each school year or funds remaining when a band student leaves the band program will be disbursed as follows:

1. Remaining funds revert to the general fund if and when the student graduates or leaves the band program.
2. Transfer to a sibling, if that sibling will be a member of the Southern Alamance marching band during the next school year. Parents must notify the Treasurer of this before June 30th of the current year to have any funds transferred.

In the case of any dispute concerning the disbursement of a student account, the final decision will be made by the Executive Board.

## **6. Conflict of Interest Policy**

The purpose of the conflict of interest policy is to protect this Band Boosters organization when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the SAHS Band Boosters or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

### **6.1 Definitions**

Interested Person – Any director, principal officer, or member of a committee with Executive Board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

Financial Interest – A person has a financial interest if the person has, directly or indirectly, through business, investment or family:

- a. An ownership or investment interest in any entity with which Southern Alamance Band Boosters, Inc. has a transaction or arrangement,
- b. A compensation arrangement with the Southern Alamance Band Boosters, Inc. or with any entity or individual with which the Band Boosters has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Band Boosters is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the appropriate Executive Board or committee decides that a conflict of interest exists.

Bylaws of the Southern Alamance Band Boosters, Inc., adopted May 21,2020

## 6.2 Procedures

1. Duty to Disclose – In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with Executive Board delegated powers considering the proposed transaction or arrangement.

2. Determine whether a conflict of interest exists – After disclosure of the financial interests and all material facts, and after any discussion with the interested person, he or she shall leave the Executive Board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for addressing the conflict of interest:

a. An interested person may make a presentation at the Executive Board or committee meeting, but after the presentation, he or she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

b. The chairperson of the Executive Board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or agreement.

c. After exercising due diligence, the Executive Board or committee shall determine whether the Band Boosters can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Executive Board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Band Boosters best interest, for its own benefit, and whether it is fair and reasonable, in conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy

a. If the Executive Board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

b. If, after hearing the member's response and after making further investigations warranted by the circumstances, the Executive Board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

5. Records of Proceedings

The minutes of the Executive Board and all committees with board delegated power shall contain:

a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, and action taken to determine whether a conflict of interest in fact existed.

b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

## 6. Compensation

No compensation will be given to any general member or executive board member.

## 7. Annual Statements

Each director, principal officer and member of a committee with Executive Board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflicts of interest policy
- b. Has read and understands the policy
- c. Has agreed to comply with the policy, and
- d. Understands the Band Boosters is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

## 8. Periodic Reviews

To ensure the Band Boosters operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic review shall be conducted. The periodic review shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining
- b. Whether partnerships, joint ventures, and arrangements with management Band Boosters conform to the Band Boosters written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

## 9. Use of Outside Experts

When conducting the periodic reviews as provided for in Number 8, the Band Boosters may, but need not, use outside advisors, if outside experts are used, their use shall not relieve the Executive Board of its responsibility for ensuring periodic reviews are conducted.

## **7. Miscellaneous Provisions**

Said Band Boosters is organized exclusively for charitable, educational and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code. As a Band Boosters organization, we follow current tax law.

No part of the net earnings of the Band Boosters shall inure to the benefit of, or be distributable to, its members, directors, officers, or other persons except that the Band Boosters shall be authorized Bylaws of the Southern Alamance Band Boosters, Inc., adopted May 21, 2020

and empowered to pay reasonable compensation for services rendered and to make payments and distributions, in furtherance of the exempt purposes of the Band Boosters.

## **7.1 Amendment Process**

These bylaws may be amended in whole or in part at any regular meeting of the Band Boosters by a majority vote of the members present, provided that the following conditions have been met:

The amendment has been presented in writing to the Executive Board 60 days before it is voted on by the Band Boosters.

The amendment has been presented by the Executive Board to the voting membership present at the previous regular meeting.

Proposed amendments as well as the date and time of the meeting where voting will take place must be available in print or online so as to be accessible to the general membership. This information is to be provided no less than two weeks prior to the meeting; and quorum is present.

## **8. Dissolution of Southern Alamance Band Boosters, Inc.**

If the Southern Alamance Band Boosters, Inc., plans to dissolve, it will comply with all provisions of NC General Statutes Chapter 55A, Article 14, including the provisions related to distribution of remaining assets.

NC General Statute § 55A-14-03. Plan of dissolution:

(a) The plan of dissolution approved pursuant to G.S. 55A-14-02 shall provide that all liabilities and obligations of the corporation be paid and discharged, or adequate provisions be made therefore, and that the remainder of the corporation's assets be distributed as follows:

(1) Assets held by the corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred, or conveyed in accordance with such requirements;

(2) Other assets, if any, of a charitable or religious corporation shall, subject to the articles of incorporation or bylaws, be transferred or conveyed to one or more of the following: the United States, a state, a charitable or religious corporation, or a person that is exempt under section 501(c) (3) of the Internal Revenue Code of 1986 or any successor section;

(3) Other assets, if any, of a corporation that is not a charitable or religious corporation shall, subject to the articles of incorporation and bylaws, be distributed as provided in the plan of dissolution.

(b) The plan of dissolution may set forth other provisions relating to the dissolution. (1955, c. 1230; 1993, c. 398, s. 1.)

(c) Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which

the principal office of the organization 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.

**Revisions:**

Revision presented for adoption at the Band Boosters' regularly scheduled meeting October 6, 2008, and duly adopted by majority vote of the members present.

Revision presented for adoption at a special Band Booster's meeting June 22, 2009 and duly adopted by majority vote of the members present.

Revision presented for adoption via the Southern Alamance Band Boosters website May 7, 2020 and duly adopted by a quorum electronically May 21, 2020.