Golden Cougar Band Booster, Inc. By-Laws

Amended August, 2024

ARTICLE 1

SECTION 1 This Corporation shall be known as Golden Cougar Band Boosters, Inc., a non-profit corporation, hereinafter referred to in these by-laws as GCBB

SECTION 2 In the event of the dissolution of this corporation, after payment of all bills, debts, and valid claims, all property and assets of the corporation shall be distributed to a non-profit organization which is affiliated with the Countryside High School music program, selected by a majority vote of the Executive Board of Directors. In no event shall any such property or assets by distributed to any member of the corporation or any private individuals.

ARTICLE 2
OBJECTS AND PURPOSES

SECTION 1 The objects of this non-profit Florida Corporation are promote, enhance, support and assist the music education at Countryside High School and to provide additional music education and community service opportunities to the Golden Cougar Band and its Auxiliary units. This corporation is organized with the specific purpose and intent to qualify as an exempt organization under the provision of Section 501(c) (3) of the internal Revenue Code, and Contributions to this corporation are intended to qualify as charitable deductions under The provisions of Section 170(c) (2) of the Internal Revenue Code. The purposes and powers of the corporation shall be limited as follows:

1. No part of the net earnings of the GCBB shall be inuring to the benefit of any Individual member.

ARTICLE 3
MEMBERSHIP

SECTION 1 Membership shall be composed of the parents or guardians of all music students' auxiliary units at Countryside High School and such other persons who subscribe to the purposes and objects of this corporation.

ARTICLE 4
MEETINGS OF MEMBERS OF GCBB

SECTION 1 The annual meeting for the election of officers of the corporation shall be held in April at the general membership meeting or at such other time and date as set by the Board of Directors, all of whom shall take office at the close of the meeting following election for the ensuing year.

SECTION 2 Business meetings of GCBB shall be held as deemed necessary by the Board of Directors. If deemed appropriate, they may be fixed monthly, or they may be subject to notification when the need arises.

SECTION 3 Special meetings may be held at the call of the President or by request of 25% of the members of the Board of Directors.

SECTION 4 Notice in writing of each meeting, whether annual, regular business, or special, shall be emailed to each member of the corporation at the most recent email listed on file or delivery may be made through distribution to band students, or notice by phone via call or text, or posted to social media accounts.

SECTION 5 A quorum shall consist of at least five voting members

SECTION 6 Every member of the GCBB shall have the right and be entitled to one vote.

ARTICLE 5
BOARD OF DIRECTORS

SECTION 1 The affairs of this corporation shall be managed by a Board of Directors composed of no less than five persons who shall be members of this corporation. Each director shall hold office for the term for which he is elected, which shall be for one year. The Board of Directors may increase or decrease the size of the sitting board with the addition or subtraction of chairpersons, liaisons or appointed positions by a vote of the Board.

SECTION 2 The Board of Directors shall consist of members willing to adhere to the objects, goals and purposes of GCBB. Preference for elected board members will be given to those with a student involved in the band program.

SECTION 3 The Board of Directors shall transact all business of GCBB, shall determine the policies, fiscal matters, employment of the staff and other policies, and in general assume responsibility for the guidance of the affairs of this corporation.

SECTION 4 The presence of a majority of all the directors shall be necessary at any meeting to constitute a quorum to transact business. The act of a majority of directors present at a meeting when a quorum is present shall be the act of the Board of Directors.

SECTION 5 Regular business meetings of the Board of Directors shall be held as deemed necessary by the Board of Directors. If deemed appropriate, they may be fixed monthly, or they may be subject to notification when the need arises.

SECTION 6 Special meetings may be held at the call of the President or by request of 25% of the members of the Board of Directors.

SECTION 7 Action without a Meeting: Any action required or permitted to be taken at a meeting of the Board of Directors may be taken without a meeting at the request of any officer. Such action in lieu of meeting must be set forth for a simple "yes" or "no" vote. Such consent must be unanimous, must be signed by all members of the Board of Directors and filed with the minutes of proceedings of the Board. For purposes of these Bylaws, the term "sign" or "Signature" shall mean any symbol, manual, facsimile, conformed or electronic signature adopted by a person with the intention to authenticate a document.

SECTION 8 Vacancies in the Board of Directors shall be filled by appointment by a majority of the remaining directors.

SECTION 9 The membership, at their annual meeting, shall elect a President, Vice President, a Chairperson, one Secretary, Treasurer(s), and two Members-at-Large.

SECTION 10 Any director, office, and/or employee may be removed by the Board whenever, in the judgment of the Board, the best interests of the GCBB will be served thereby, by a majority vote of the Board. Failure to attend three consecutive meetings without valid excuse may constitute cause for removal of a director, majority vote of the Board of Directors.

SECTION 11 The president and treasurer shall present their respective reports of the operation of the corporation for the preceding year at the annual meeting of the membership.

ARTICLE 6
OFFICERS

Section 1 The officers of this corporation shall consist of the President, Vice President, Secretary, Treasurer, and two Members-at-Large, all of whom shall be members of the Board of Directors. In the event that 2 people are needed to cover a position (i.e.: Co-Treasurers), one of the Member-at-Large positions will be utilized to create that role. Each officer shall be elected to hold office for a period of one year. No officer shall hold more than one office or simultaneously serve as an Activity Liaison. The Band Director shall be a non-voting member, serving in an advisory capacity only.

Section 2 The President shall:

1. Preside at all meetings of the Board and at all meetings of the general membership,
2. Make all standing committee appointments, other than the Nominating Committee,
3. Be a member ex-officio of all committees except the Nominating Committee,
4. Is a liaison between the GCBB and the band director/instructors hired by the music department.
5. Negotiate and contract for independent instructors, ensure instructors are properly paid for hours worked.
6. Perform all other duties usually pertaining to the office of President.

SECTION 3 The Vice President shall:

1. Preside at all meetings of the Board and general membership in the absence of the president,
2. Be a member of the Budget Committee, and
3. Perform all duties pertaining to the operations of all standing committees,
4. Will oversee management of the Concession Stand including but not limited to, cleaning, organizing and staffing.
5. Help coordinate and oversee volunteers
6. Be a point of contact for vendors

SECTION 4 The Chairperson(s) shall:

1. Preside at all meetings of the Board and general membership in the absence of the President and 1st Vice President,
2. Be a member of the Budget Committee
3. Be responsible for overseeing all fund-raising projects.
   a) Will Chairperson for each fundraising activity or appoint one in their place.
   b) Actively seek new fundraising opportunities.
   c) Work with school administration to ensure all fundraising activities are properly carried out.
4. Secure volunteers for all band events
5. Maintain the Volunteer Sign-Up page

SECTION 4 The Treasurer shall:

1. Be custodian of all funds of the corporation,
2. Keep a record of the accounts of the corporation and report thereon at each regular meeting of the Board,
3. Make a report at all regular meetings of the general membership,
4. Deposit all monies of the corporation in the name of Golden Cougar Band Boosters, Inc. in a bank or banks selected and designated by the Board, subject to withdrawal for authorized purposes, upon the joint signatures of two of the officers of the corporation,
5. Be a member of the budget committee,
6. Help the board establish payment plans, and issue monthly statements to individuals requiring such, and
7. Prepare and file reports and returns requested by all governmental agencies.
8. Be the custodian of the GCBB Post Office Box

At the discretion of the Board or general membership, the Treasurer's account and records may be audited annually by a firm of certified public accountants at the expense of the corporation.

SECTION 5 The Recording/Corresponding Secretary Shall:

1. Record, write-up and present to all officers the copies of all minutes of all meetings,
2. Take attendance records at meetings, and
3. Give notice of all meetings,
4. Carry on all correspondence of the corporation via email
5. Be the registration chairperson to ensure all students participating in activities of the music department may properly do so

SECTION 6 Members-at-Large will not have defined responsibilities, but will serve for the good of the organization, assist the President with special projects and support the rest of the board.

ARTICLE 7
COMMITTEES

SECTION 1 Nominating Committee: The board shall appoint a chairman of the Nominating Committee at a regular meeting of the board. Any additional members of this committee shall be chosen at a general meeting, and a report on a slate of officers for the ensuring year shall be made at the annual meeting. Additional nominations may be made from the floor.

SECTION 2 Budget Committee: The budget committee shall consist of at least 3 members of the board of directors, including the president. It is recommended that the 1st and 3rd vice presidents serve. The budget committee shall lead the full Board of Directors in developing an annual budget by June 30 of each year, provide in depth review and monitoring of financial records and assist with collection of past due fees and any other monies owed to the GCBB organization.

SECTION 3 With the exception of the nominating committee, the membership of which is provided by in these by-laws, the president, within one month after election, shall make appointments to all appointive committees. In addition to the standing committees hereinafter established, the president may appoint special committees, as the need arises.

Article 8
FISCAL YEAR

The fiscal year of the corporation shall be July 1 to June 30 or as otherwise set by the Board of Directors.

ARTICLE 9
RULES OF CONDUCT

“Robert’s Rules of Order” shall be the authority for all matters of procedure not specifically covered by these by-laws. General membership and the Board of Directors of the GCBB will

1) Treat fellow members, directors, officers and instructors with respect and courtesy;
2) Be honest and trustworthy in all dealings with GCBB
3) Honor agreements and assigned responsibilities, including past actions or decisions of the Board of Directors; and,
4) Foster positive communication and working relationships among parents, students and instructors.

ARTICLE 10
AMENDMENTS

These by-laws may be amended by a majority vote of the members present at any regular meeting. The amendments must have been presented at the preceding regular meeting of the corporation.

ARTICLE 11
ACTIVITY LIAISONS

A liaison shall be appointed by the First Vice-President for each activity (e.g.: Marching Band, Drumline, Winter Guard, etc.) supported by the GCBB. Liaisons for each activity shall coordinate registration, instructions, practice times, collect fees, and work with school administration to ensure all activities are carried out in accordance with school board policy. Activity Liaisons will serve as ex-office, non-voting, members of the GCBB Board of Directors.