

MOUNTAIN VIEW BAND ASSOCIATION, INC.
LAWRENCEVILLE, GEORGIA

BY-LAWS

As amended and approved on Thursday, March 11, 2021

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 (hereinafter 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, 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, 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 yearly and present any revisions to the membership 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 of 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 voting member of the Executive Board and of all committees of MVBA. It is understood that the Band Director has sole control over and 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 the MVBA shall be:

- a) President
- b) COO (Chief Operating Officer)
- c) CFO (Chief Financial Officer)
- d) Treasurer
- e) Bookkeeper
- f) Secretary

Section III. Nominations: The Nominating Committee will be formed in January and will consist of a minimum of the Band Director and, in the case of no committee chair, the Executive Board. Active members that wish to be considered for board positions will be solicited by the Nominating Committee and will interview for these positions. The Chair shall report recommendations of one or more nominees for each office to the membership in March. It is understood that ALL interested members will go through an interview process and are not guaranteed to be placed on the ballot.

Section IV. Election: Officers shall be elected annually at the March MVBA general membership 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, unless deemed necessary by the Band

Director and the Nominating Committee. The one year team begins on April 1st and runs till March 31st.

The outgoing Executive Board member(s) shall attend, without vote, any further executive board meeting until the end of the school year in an advisory role to the new Executive Board.

Voting: Voting is open to “Active” MVBA members. Officers shall be elected by a majority vote (50.1%) of the membership present at the March general membership meeting. Each respective MVBA member family shall be entitled to one vote. Voting shall take place on written ballots (or suitable substitute) 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.

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 of the President, Treasurer, or Secretary positions are required to be filled by a majority vote of the remaining members of the Executive Board at a regular or a special meeting. Other vacant positions may be filled as needed. 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.) Solicit items for and publish an agenda for all MVBA general membership and executive board meetings, to be published no later than 3 days prior to the meeting.
- (g.) Carry out the resolutions of the Executive Board.
- (h.) Serve as a check signer.
- (i.) Convene a budget committee, in March, to prepare a budget for the coming year. This committee shall consist of the President, the Treasurer(s), and the Band Director(s).

Section II. Chief Operating Officer:

- (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 VII, Section I.
- (c.) Perform such other duties as may be assigned to him/her from time to time by the President.
- (d.) Responsible for coordinating all fundraising activities through the establishment of individual committees for fundraising events.
- (e.) Serve as Parliamentarian for all Executive Board and general membership meetings.

Section III. Chief Financial Officer:

- (a) Works with the COO and the committees to coordinate all volunteer, inventory, and planning needs.
- (b) Perform such other duties as may be assigned to him/her from time to time by the President.
- (c) Responsible for maintaining the 501(c)3 status.
- (d) Responsible for maintaining the Articles of Incorporation with the Secretary of State.
- (e) Responsible for securing a CPA/tax professional to file annual federal/state tax returns for MVBA.
- (f) Be responsible for the annual audit or review as required by Gwinnett County Public Schools.
- (g) Responsible for the research and securing such insurance policies and bonds 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.

Section IV. Treasurer:

- (a) Responsible for collecting fees such as band, meal, trip and uniform fees.
- (b) Keep an accurate and detailed account of all receipts and expenditures; preserve all vouchers, receipts, statements, and cancelled checks according to Internal Revenue Code guidelines.
- (c) 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 band statement.
- (d) Reconcile monthly bank statements.
- (e) Send Student Statements and Student Account updates to student's parent or guardian monthly.
- (f) Keep such permanent books/records and file all papers as shall be sufficient to maintain this organization's charitable status.
- (g) Coordinates the use and collection of credit card payments through the use of the Square device.

- (h) Records and makes bank deposits.
- (i) Serve as a check signer.
- (j) Perform such other duties as may be assigned to him/her from time to time by the President.

Section V. Bookkeeper:

- (a) Responsible for the maintenance of student ledgers.
- (b) Responsible for the maintenance of the MVBA operating budget.
- (c) Sends out delinquency letters to student ledgers not in good standing.
- (d) Serve as a check signer.
- (e) Perform such other duties as may be assigned to him/her from time to time by the President.

Section V. Secretary:

- (a.) Record the minutes of Executive Board and general membership meetings. A signed copy of all approved meeting minutes will be kept in a file and made available to any member in good standing upon request.
- (b.) Coordinates the recruiting of volunteers.
- (c.) Keep a detailed list of all corporate sponsors throughout the year. List should include business name, contact name, numbers, address and amount donated.
- (d.) Send thank you notes and donation confirmation letters to all sponsors by the end of the calendar year for use in tax calculations.
- (e.) Perform such other duties as may be assigned to him/her from time to time by the President.

ARTICLE VI - Standing Committees

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

- (a) Fundraising
- (b) Equipment
- (c) Uniform

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: Individual fundraising chairs will report to the Chief Operating Officer. They are responsible for coordination of all activities and volunteers required by the specific fundraising event they are coordinating.
- 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 February and a proposed budget shall be presented to the Executive Board during the month of March. The proposed budget shall be voted by a majority vote (50.1%) of the members present at the March MVBA general membership meeting and goes into effect April 1st. The budget shall be reviewed and updated monthly by the Executive Board and the Band Director. A financial report shall be presented at every 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 authorized signatures.
- (c) Receipts must be included with a reimbursement request 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: There will be no fewer than three general membership meetings per year. The Executive board will attempt to meet once a month, but no fewer than 5 times per year (to include general membership meetings). The President may call additional meetings as needed.

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 Thursday, March 11, 2021.

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.