

BYLAWS OF THE CENTENNIAL HIGH SCHOOL BAND PARENTS ASSOCIATION

ARTICLE I. NAME

- A. The name of this non-profit organization, established by Certificate of Incorporation No. EIN 45-5627714 and these Bylaws, shall be the Centennial High School Band Parents Association, and hereafter referred to as the Association.
- B. These Bylaws are enacted in accordance with the New Mexico Non-Profit Corporation Act and shall apply to the regulation of affairs of the Centennial High School Band Parents Association, a non-profit corporation pursuant to said Act.

ARTICLE II. PURPOSE

- A. The purpose of this Association shall be to:
 - 1. Provide financial and volunteer support to the Centennial High School Band Director and Centennial High School band program.
 - 2. Promote an appreciation of wind band music and its activities within the Las Cruces community.
- B. The "Band Program" is defined as all band-related activities and groups under the direction of the Band Director (i.e. Marching Band, Concert Band, Jazz Band, Color Guard, Winter Guard, etc.)
- C. Since its purpose is for band program support, the Association shall not mandate classroom instruction or curriculum, music selection, rehearsal schedules, or the schedule of the Band Director outside the classroom. These areas are controlled by the Las Cruces Board of Education, as prescribed by the New Mexico Department of Education.

ARTICLE III. POLICIES

- A. The policies of this Association shall be in conjunction with and adhere to the policies of the Centennial High School Band, Centennial High School, and the Las Cruces Public School District.
- B. This Association shall not attempt to direct or interfere with the established and documented policies and procedures of the band directors, the school, or the district. The Band Director shall have final approval of all projects being considered by the Association before they are presented at the membership meetings.
- C. This Association shall be non-profit, non-commercial, non-sectarian, and non-partisan. All proceeds shall be for the benefit of the Band Program, and no individual shall personally benefit from the actions of the Association.

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- D. The Association and names of its officers, in their official capacity, shall not be used in any connection with the endorsement of a commercial concern, or with any partisan or religious interest, or for any purpose not appropriately related to promotion of the objectives of the organization.
- E. The Association shall be responsible only for contracts and/or indebtedness that have been entered into by the Board of Directors of the Association.
- F. The fiscal year of the Association shall begin on June 1 and end on May 31.

ARTICLE IV. MEMBERSHIP

- A. Full Members are parents, legal guardians, and legal custodians of students currently enrolled in the Centennial High School Band Program.
- B. Associate Members are other interested individuals who support the Purpose of this Association.
- C. The Band Director, all Assistant Band Directors, and their Appointments are Ex-Officio Members.
- D. The Coordinator of Travel and Events shall be a position created and Appointed at the discretion of the Band Director. This person will organize and administer band travel details and special events. This position will be an Ex-Officio Member unless, said person as serves as an Officer of the Association. In this instance, said person will hold only one vote as an Officer of the Board.
- E. At the completion of their term/s, the President is expected to fill the position of Past- President for one year. In this position, they will act as an advisor to the Board and will be an Ex-Officio Member.
- F. All Members are entitled and encouraged to participate. Full Members, and Associate Members elected to the Board, are permitted to vote.

ARTICLE V. ORGANIZATION

A. Officers

1. The Officers shall be the President, Vice Presidents, Secretary, Treasurer, Student Accounts, Fundraising, and Concessions.
2. Full Members and Associate Members may serve as Officers.
3. The President must have prior service as an Officer of the Association.

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B. Board of Directors

1. The Board of Directors shall consist of the Officers, the Band Director, any Assistant Band Directors, the Past-President and the Appointed Coordinator of Travel and Events, and Committee Chairpersons. Officers are the only voting members of the Board of Directors.

C. Committees

1. The Board of Directors may form Committees to manage fundraising events or other activities in support of the Association.
2. Each Committee shall have a Chairperson designated by the Board of Directors. The Chairperson shall coordinate Committee activities and communicate all information with the Board of Directors.
3. The Board of Directors may designate an Officer to assist each Chairperson.

ARTICLE VI. OFFICERS' DUTIES

A. President

1. Be a liaison to the Band Director concerning Association activities.
2. Preside at meetings of the Board of Directors.
3. Preside at Membership meetings.
4. Prepare an agenda for each ensuing meeting, approved in advance of the meetings by the Band Director.
5. Coordinate Officers and Board responsibilities, ensuring that each Officer is carrying out their duties.
6. Appoint a Nominating Committee for the purpose of gathering a slate of Officer candidates for the following year (the Committee shall consist of the Band Director, at least one member of the Board of Directors, and three selected from the general Membership).
7. Appoint an Audit Committee comprised of the President, the Treasurer, and two others from the general Membership to carry out an annual audit prior to the commencement of the new Treasurer's term.

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8. Be an authorized signatory on all Association bank accounts.

B. Vice-President

1. Assume the duties of President in his/her absence.
2. Set up and oversee activities of the following Committees:
 - a. Hospitality- Water, Refreshments, Facilities, Banquet, etc.
 - b. Uniform - Marching Band and Concert Band
 - c. Props - Marching Band, etc
 - d. Percussion Pit Crew - Marching Band, etc
 - e. Membership Communications - Email, Telephone
 - f. Newsletter and Media Relations
 - g. Historian/Photographer
 - h. Webmaster
 - i. Merchandise Sale - T-Shirts, DVDs, etc.
 - j. Color Guard / Winter Guard
 - k. Whole Note – Sponsorships and grants
3. Bring Committee Chairperson nominees to the Board of Directors for approval.
4. Be an authorized signatory on all Association bank accounts.

C. Secretary

1. Record minutes of all Membership and Board Meetings.
2. Maintain proper administrative records including correspondence for the association.

D. Treasurer

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1. Serve in the position of financial officer of the Association and, as such, be responsible for the proper custody of the Association's funds, including:
 - a. Record in a timely manner all financial transactions, maintaining proper records and reconciliations for all Association accounts.
 - b. Distribute monthly financial reports at Board meetings.
 - c. Provide a Treasurer's report at Membership meetings.
 - d. Collect all monies from band room safe and post office mailbox. With chosen assistant(s) approved by the board, count and prepare money for bank deposit. Assistant cannot be spouse or relative.
 - e. Receives money as collected, transmittal forms, and final report of student earnings and volunteer hours from the Fundraising officer and/or individual fundraising chairperson. With chosen assistant(s) approved by the board, count and prepare money for banking. Assistant cannot be spouse or relative.
 - f. Make bank deposits of all monies received in the name and to the credit of the Centennial High School Band Parents Association, in the depository(s) approved by the Board of Directors.
 - g. Disperse funds, as approved by the Board of Directors as outlined in accordance with sound accounting practices.
 - h. Be an authorized signatory on all Association bank accounts.
 - i. Prepare checks for signing supported by the appropriate documentation.
 - j. Prepare money aprons and cash box for each fundraising event.
 - k. Present financial records for audit before the start of the next school year.
 - l. File annual tax reports and other necessary reports and returns.
2. Attend and provide support at Centennial High School Band Parents Association fundraising events.
3. Prepare and distribute students' meal money for trips.
4. In conjunction with the Student Accounts officer, coordinate and manage all student accounts.

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E. Student Accounts

1. The Students Accounts officer shall accurately maintain an account for the invoicing and crediting of each band student. The participation fees, trip fees, and monies to be applied to those accounts are based upon direct payment from parents/legal guardians or fund-raising activities. Close coordination with the Treasurer and Fundraising officers and fundraising event Chairpersons are imperative.
2. Receive a final report of student earnings and volunteer hours from each fundraising event Chairperson upon completion of each fundraiser for crediting purposes. Any cash collected is given by the fundraising event Chairperson directly to the Treasurer.
3. Issue regular student account statements monthly.
4. Provide the Board regular reports.
5. Give a report of student accounts activities at Membership meetings.
6. Attend and provide support at Centennial High School Band Parents Association fundraising events.

F. Fundraising

1. Propose general and individual fundraising events to the Board of Directors.
2. Appoint a Chairperson for each general and individual fundraising event. Assist the Chairperson in establishing committees as needed. Organize, oversee, and coordinate all general and individual fundraising event Chairpersons and Committees. Attend all meetings held by the fundraising Committees.
3. Assist the fundraising event Chairpersons in organizing money collections at school or event for each fundraiser. With chosen assistant(s) approved by the board, count and prepare money for delivery to the Treasurer. Assistant cannot be spouse or relative.
4. Assist the fundraising event Chairpersons in keeping track of volunteer hours for membership. All fundraising event Chairpersons are to give a final report of both cash received and participation hours.
5. Receive final reports from fundraising event Chairpersons and forward copies to the Treasurer and the Student Accounts officer.
6. Provide the Board regular reports.

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7. Give a report of fundraising activities at Membership meetings.
8. Compile information for writing and submission of grant applications by Whole Note committee.

G. Concessions

1. Prepare concessions for activities necessary (football games, craft fair, etc.).
2. Tracks concession items inventory. Coordinates purchases of items through vendors and schedules pick-up and delivery. Serves as a signatory on concession account. Coordinates all money transactions with the Treasurer.
3. Maintains concession equipment inventory. Coordinates all money transactions with the Treasurer.
4. Solicits and schedules volunteers for each event and keeps track of all volunteer hours.
5. With chosen assistant(s) approved by the board, count and prepare money for delivery to the Treasurer. Assistant cannot be spouse or relative.

ARTICLE VII. TERMS OF OFFICE

- A. Officers terms shall be for one year beginning June 1 of the calendar year in which they are elected; except that the Treasurer shall serve longer, if necessary, until required annual reports and tax documents are filed.
- B. An Officer may be removed with or without cause at any Membership meeting if:
 1. The subject of removal is placed on the agenda at least five days in advance of the meeting; and
 2. The Officer is given an opportunity to be heard at the meeting; and
 3. At least two thirds of the Full Members in attendance vote for removal. A successor who is a Full or Associate Member may then and there be chosen by the Board to fill the vacancy.
- C. An Officer may be replaced by the Board of Directors if they miss three consecutive board meetings.

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- D. An Officer or Chairperson may resign at any time by delivering written notice to the President. However, before resignation, he/she must provide the Board with all necessary paperwork, documentation, and information required to assist a successor in future efforts to support the Association and thus the Centennial High School Band Program.
- E. Any person may serve an unlimited number of repetitive terms in office.

ARTICLE VIII. ELECTION OF OFFICERS

- A. The Nominating Committee consisting of the Band Director, at least one member of the Board of Directors, and three selected from the general Membership shall present a recommended slate of candidates at a Membership meeting held in the spring semester on a date to be determined by the Board. At the general Membership meeting, a Full Member may be nominated from the floor and run for Office.
- B. Officers shall be elected and appointments made annually at a Membership meeting in the spring semester prior to the end of the school year.
- C. A majority of those voting at a Membership meeting is required to elect an Officer.
- D. The outgoing Officers shall work in concert with the newly elected Officers to ensure a smooth transition.
- E. If an Officer is removed or resigns or passes away before her/his term has expired, the Board may, by majority vote, fill that position for the remainder of the unexpired term.

ARTICLE IX. QUORUM AND VOTING RIGHTS

- A. A quorum for Membership meetings and for Board of Director meetings shall require the attendance of at least four Officers.
- B. Unless otherwise specified in the Bylaws, a simple majority of those present and voting shall be required to decide any issue put to a vote.
- C. Full Members and Associate Members serving on the Board are permitted to vote.

ARTICLE X. RULES AND REGULATIONS

- A. All proceeds shall be for the benefit of the Band Program, and no individual shall personally benefit from the actions of the Band or the Association.
- B. The Board of Directors shall meet approximately once a month during the school year at times and places to be determined by the Board.

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- C. Membership meetings shall be held approximately once a month during the school year at times and places to be determined by the Board.
- D. Special meetings may be called by the Board of Directors, by the Band Director, or by written request of at least ten Full Members.
- E. Notification of future meetings and of items placed on the agenda shall be made by any reasonable means, including by way of example but not by way of limitation, schedules set forth herein; announcement at duly scheduled meetings; email; announcements by the Band Director to the students; website; newsletter; posting in a conspicuous place in the band room.
- F. Robert's Rules of Order shall serve as the parliamentary authority of the Association.
- G. No action may be taken in the name of or on behalf of the Association unless first approved by the Board of Directors or by the Membership. The Association shall not be bound by or liable for any action, which had not been properly approved.

ARTICLE XI. LOANS, BONDS AND INDEMNIFICATION

- A. No loans shall be contracted on behalf of the Association unless authorized by a resolution of the Board of Directors and approved by a majority of the Full Members voting at a Membership meeting.
- B. No evidence of indebtedness shall be issued in the name of the Association unless authorized by a resolution of the Board of Directors.
- C. The Board of Directors may require individuals having access to the Association's assets and/or accounting records to be covered by a fiduciary bond, the cost of which will be paid by the Association upon approval of the Board.
- D. To the extent permitted by law, current or former Members may be indemnified, defended, and held harmless by the Association against liabilities imposed upon them and expenses reasonably incurred by them (including attorney's fees), in connection with any claim, action, suit or proceeding made against them by reason of their service to the Association. Decisions pursuant to this subsection shall be made by majority vote of the Board.

ARTICLE XII. AMENDING THE BYLAWS

These Bylaws may be amended by a majority of those present and voting at a Membership meeting. Notice of intent to amend must be given in writing to the Membership by the Board of Directors and the proposed amendment(s) must be available in the band room and on the Band website for review at

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least 15 days prior to the meeting to amend. Publication of the intent to amend in an email, on the website, or in a newsletter shall constitute notice.

ARTICLE XIII. DISSOLUTION

- A. When, due to lack of interest, the Association can no longer function as an organization, the Board of Directors shall call a meeting for the express purpose of presenting a resolution to dissolve the Association. A vote of at least two thirds of the Full Members in attendance shall be necessary to pass the resolution.
- B. Should the Association vote to dissolve, all remaining assets shall be donated to the Centennial High School Band Program.
- C. Suitable notices shall be given to the Internal Revenue Service and others as may be required by the New Mexico Non-Profit Corporation Act.

ARTICLE XIV. COMPLIANCE

These Bylaws are amended to comply with the New Mexico Non-Profit Corporation Act by a majority of the Board of Directors and approved by a majority of those present and voting at the Membership meeting on August 22, 2017.

Philip Ramos
Director
Centennial High School Band

Christine Sheppard
President
Centennial High School Band Parent Association