

Freedom Crossing Academy Band Boosters Organization, Inc.

CONSTITUTION AND BYLAWS

CONSTITUTION

Article I. Name

The Organization shall be known as the Freedom Crossing Academy Band Booster Organization, Inc. (herein referred to as the “Organization”).

Article II. Purpose

Section 2.01 To enlist the cooperation of home, school and community in support of the band program at Freedom Crossing Academy;

Section 2.02 To build and maintain an organization which will help develop and promote the various activities of the band program;

Section 2.03 To promote financial and volunteer support from the families and community for the advancement of the band program at Freedom Crossing Academy;

Section 2.04 To ensure that every decision and effort enhances the overall band experience for all students.

Article III. Guidelines and Limitations

Section 3.01 The Organization shall operate exclusively for the benefit of the band program at Freedom Crossing Academy.

Section 3.02 The Organization’s actions shall be consistent with the St. Johns County School District, *Guidelines for: School Support Organizations, Facility Use, Special Events* document dated February 19, 2020.

Section 3.03 No substantial part of the activities of this Organization shall consist of carrying on propaganda, or otherwise attempt to influence legislation, except as outlined in section 501(h) of the Internal Revenue Code of 1986. Additionally, the Organization shall not participate or intervene in any political campaign (including publishing of distribution statements) on behalf of or in opposition to any candidate for public office, except as provided in section 501(h) of the Internal Revenue Code of 1986.

Section 3.04 The Organization shall not carry on any other activities not permitted to be carried on by an Organization exempt from federal income tax under section 501(c)3 of the Internal Revenue Code of 1984 (or corresponding provisions of any future United States Internal Revenue Law); or by an Organization contributions to which are deductible under section 170(c)2.

BYLAWS

Article IV. Membership

Section 4.01 Types of Membership

- (a) All parents or guardians of students enrolled in the band program of Freedom Crossing Academy are considered voting members.
- (b) Each member in good standing shall be entitled to serve on committees and to serve in an elected position.
- (c) The principal of Freedom Crossing Academy shall be considered an ex officio member of the Organization. Other honorary membership may be granted by a vote of the Executive Board in consultation with the Band Director.

Section 4.02 Voting Parameters

- (a) A motion shall be carried by a simple majority of the voting members present at a regular or specially called General Meeting at which a quorum of the voting members are present. The Executive Board can alternatively elect to conduct an electronic vote outside of a regular or specially called meeting. In such cases, a motion shall be carried by a simple majority of the voting members participating in the electronic vote.
- (b) A quorum at a General Meeting shall be a minimum of three officers plus 15 members of the Organization's voting members. A quorum for an electronic vote shall be three officers plus 20% of the voting membership.
- (c) A quorum for an Executive Board meeting shall be a minimum of three officers.

Section 4.03 Indemnification – No person who is now or later becomes a member, director, or officer of this organization shall be personally liable for an indebtedness of liability. Any and all creditors of this Organization shall look only to the Organization's assets for payment. The Organization will provide General Liability Insurance for board members with policy limits of at least one million dollars per occurrence and two million dollars aggregate.

Article V. Executive Board

Section 5.01 General Duties and Qualifications of Officers

- (a) This Organization shall be governed by officers who are elected by the voting membership as provided by the Organization's bylaws.
- (b) The officers shall govern the operations of the Organization with the advice and consent of the voting membership and shall adhere to the Organization's rules as provided by the bylaws.

- (c) Only voting members shall be eligible to serve as officers. Officers must qualify as voting members in the year for which they are elected to serve.
- (d) No more than one person from the same family shall serve concurrently as an officer.

Section 5.02 Election of Officers

- (a) In March of each year, the President shall appoint a Nominating Committee consisting of two members. These two members will work under the direction of the Vice President for the purpose of presenting a slate of officers. At the April meeting the slate of candidates who have been nominated to serve for the following year will be presented.
- (b) Additional nominations may also be made from the floor at the April General meeting for a member who has given prior consent to being nominated.
- (c) Officers shall be elected by a majority vote of voting members present and voting at the April General meeting.
- (d) Officers shall be elected to serve a one-year term commencing on May 1st and ending on April 30th of the next calendar year.

Section 5.03 Officer Vacancies and Removals

- (a) In the event an officer cannot fulfill a term of office, due to resignation, removal, or failure to qualify for service as defined in the bylaws, the Executive Board shall make a recommendation to fill the vacant position. The nominee will be voted upon by the membership electronic ballot or at any regular or special called meeting at the earliest possible date, but not to exceed 30 days after acknowledgment of the vacancy. The previously elected officer shall be allowed to continue in their position until said election occurs except instances of removal, where the Executive Board shall immediately assume the responsibilities of the removed officer.
- (b) An officer may be removed by a two-thirds vote of the Executive Board or a majority vote by the Organization membership for failure to execute the duties of office as stated in these bylaws.

Section 5.04 Officer Responsibilities

- (a) President: the President shall create an agenda and preside at all meetings of the Organization. The President shall follow up with the Executive Board to assure the smooth running of the Organization. The President shall serve as liaison for the Organization to school administration as needed by the Band Director. The President shall serve as ex officio member of all committees except the nominating committee.
- (b) Vice President: the Vice President shall preside at meetings in the absence of the President. The Vice President shall be responsible for volunteer recruitment and coordination as deemed necessary by the Band Director and/or the Executive Board. The

Vice President shall work with the Executive Board and Band Director to seek, develop, and oversee fundraising activities.

(c) Treasurer: The Treasurer shall be responsible for the Organization's financial matters. The Treasurer shall maintain all receipts for the Organization, and keep a balanced account of receipts and expenditures. All monies collected shall be deposited within a week of receipt. Any expenditures dispersed by check shall require the signature of two officers, one of whom is the Treasurer. The Treasurer shall monitor the budget for each fiscal year, alerting the Executive Board of overages and shortages. The Treasurer shall provide a treasurer's report to the Band Director that will go to the principal on a monthly basis. Treasurer will present statements of account at every meeting of the Organization and at other times upon request by the Executive Board or School Administration. The Treasurer is also responsible for annual local, state and federal filings.

(d) Assistant Treasurer: The Assistant Treasurer shall be responsible for assisting with the Organization's financial matters. The Assistant Treasurer will act on behalf of the Treasurer in their absence. The Assistant Treasurer may train to assume the Treasurer position in the following year.

(e) Secretary: The Secretary shall be responsible for maintaining a binder of records and minutes of all meetings of the Organization and Executive Board, and for maintaining appropriate historical records of the Organization and band activities. The Secretary will also be responsible for maintaining up-to-date membership lists and for sharing such information with the Vice President as needed for volunteer recruitment.

Article VI. Committees

Section 6.01 Committees shall be established as needed to plan and implement the work of the Organization. The President, in consultation with the Band Director, shall appoint all committee chairs. These committees may consist of persons who are not also members of the board and shall act in an advisory capacity to the board. Committees shall meet regularly at the discretion of the chair. Committees shall be responsible for maintaining accurate records of all activities and reporting such to the Organization.

Section 6.02 Executive Board: The elected officers shall constitute the Executive Board. The Band Director is an ex-officio member of the Board who shall consult with the Executive Board but shall not vote on Organization business. The Principal is an ex-officio member of the Executive Board with voting privileges.

Section 6.03 Nominating committee: A nominating committee, consisting of two members in good standing plus the Vice President, shall be appointed by the President not later than March to present a list of nominees for all officers to be elected according to the Organization's bylaws. The committee shall consult with the Band Director about potential nominees.

Section 6.04 A Bylaws Committee shall review the existing bylaws every three years or sooner if needed. The committee shall consult with the director of bands with regard to changes and amendments.

Section 6.05 The BBO will use its own accounting procedures in conformity with the generally accepted cash basis of accounting, which will include the implementation and maintenance of

sufficient internal controls to be used in the preparation of all financial statements/reports to ensure they are free from material misstatement, whether due to fraud or error. Financial records will be thoroughly audited prior to transitioning to a new treasurer.

Article VII. Meetings

Section 7.01 General Meetings of the membership shall be scheduled a minimum of two times during the school year at the discretion of the Executive Board and Band Director. Members shall be notified through electronic communications including email, website postings, written notices given to students, newsletters, telephone and/or other appropriate methods. Meetings shall be conducted in accordance with these bylaws with the latest edition of Robert's Rules of Order as the guiding principle for parliamentary procedure. The President shall act as Parliamentarian or may appoint a Parliamentarian to serve as a non-voting member of the Executive Board.

Section 7.02 Executive Board meetings shall be scheduled each month in which St. Johns County Schools are in session with an optional meeting in December. Any additional Executive Board meetings will be at the discretion of the Executive Committee as needed.

Section 7.03 Special meetings may be called by the President or Band Director, in consultation with the Executive Board, with at least one week advance notice to members.

Article VIII. Finances

Section 8.01 Fiscal Year: The fiscal year for the Organization shall be July 1st – June 30th.

Section 8.02 Fiscal Repository: The Treasurer, in consultation with the Executive Board, shall be responsible for selecting an appropriate financial institution or school fund for maintaining the Organization's finances. Bank accounts will have the school address as the primary address.

Section 8.03 Reporting to Administration: copies of bank statements and treasurer's report shall be provided to the Principal on a monthly basis. The bank statements must be reviewed by one member of the Organization who is a non-signatory, who shall sign the statements as evidence of their review.

Section 8.04 Signatures: Two signatures are required on all checks.

Section 8.04 Fees

(a) Fees shall be determined by the Band Director in consultation with the Executive Board.

(b) Fees are non-refundable except in cases of hardship as determined by the majority of the Executive Board in consultation with the Band Director. Fees may be waived due to hardship at the discretion of the Band Director and Executive Board.

(c) Fees for students who join the band program after the beginning of the school year will be determined by the Executive Board, in consultation with the Band Director.

(d) Fundraising Amounts – Monies raised through fundraising efforts benefit the entire band program.

Section 8.05 Budget

- (a) The Band Director and Treasurer, in consultation with the Executive Board, shall prepare a budget for approval by the membership.
- (b) The budget shall show anticipated income and expenditures for the fiscal year.
- (c) The budget shall govern and control the amounts expended by the Organization, unless approved by a majority of members present at a regular or special meeting. The Executive Board can approve expenditures up to \$1000 for items not included in the budget by a simple majority vote of the Executive Board at any duly called or scheduled meeting at which a quorum is present. The Executive Board is responsible for making adjustments to the budget in this situation. All major expenditures over \$1000 not included in the budget shall be voted on by the full membership.
- (d) The Organization cannot obligate or incur debt, either directly or indirectly, in the name of the school, School Board, or District.

Article IX. Amendments

Section 9.01 The bylaws may be amended by a simple majority vote at any duly called or scheduled general meeting at which a quorum of voting is present.

Section 9.02 Members shall be notified at least two weeks in advance of the vote for the proposed amendments and be provided a copy of the changes. Such notice may be done electronically.

Section 9.03 Upon amendment, the President and the Secretary shall execute a record of the Amendment, which shall be dated, entitled "Amendment to Bylaws" and appended to these Bylaws.

Article X. Dispute Resolution

The Band Director and Executive Board will be responsible for any key decisions for the benefit of the band program at Freedom Crossing Academy. If for any reason, the Band Director and the Executive Board cannot reach an agreement, the issue will be presented to the Principal for a decision.

Article XI. Adoption of Bylaws

This constitution and bylaws may be initially adopted by the executive board, acting for the Organization, pending approval by the organization's membership at the first regularly scheduled general meeting of the organization.

Article XI. Dissolution

Upon dissolution of the Organization, all assets shall be given to Freedom Crossing Academy or, if it ceases to exist, the St. Johns County School District, for use in a mutually agreed manner. However if the named recipient is not then in existence or no longer qualified to distribute or unwilling or unable to accept the distribution, then the assets of the Organization shall be distributed to a fund, foundation or organization which is organized and operated exclusively for the purposes specified in section 501(c) (3) of the Internal Revenue Code and which has established its tax-exempt status under that section.

Adopted by Executive Board Meeting of the Organization on July 23, 2019.

Officers:

Eric Gass, President
Suzanne Belahmira, Vice President
Suzanne DeGroat, Treasurer
Tammy Jenkins, Assistant Treasurer
Jan Michelsen, Secretary
Melody Parrales, Member at Large

Director of Bands:

Laurie Zentz

Amended by Executive Board Meeting of the Organization on November 13, 2023.

Officers:

Jan Michelsen, President
Morgan Chacos, Vice President
Christina Grim, Treasurer
Justine Ginden, Assistant Treasurer
Rienna Baratta, Secretary
Alex Stallard, Assistant Secretary
Sarah Scaggs, Member at Large
Danielle LaBare, Member at Large
Melody Parrales, Chairman for Fundraising

Director of Bands:

Laurie Zentz