

**By-Laws
of**

THE OLYMPIC HIGH SCHOOL BAND BOOSTERS CLUB, INCORPORATED

Article I

Name, Seal and Offices

1. The name of the corporation shall be "The Olympic High School Band Boosters Club, Incorporated".
2. The seal of the corporation shall be circular and shall bear the name of the corporation, its date of incorporation, and the state in which it incorporated.
3. The principle office of the corporation shall be in the county of Mecklenburg, State of North Carolina.

Article II

Purpose

1. The purpose of the corporation shall be to create interest in and to give moral and financial support of the instrumental program of Olympic High School, and to create cooperation between the Parents, Band Director, and members of the Olympic High School Band.

Article III

Membership

1. Any resident of Olympic High School attendance area past 18 years of age and interested in the welfare and progress of the school and band may become a member of the association upon subscribing to these by-laws.
2. The annual meeting of the members of the corporation shall be held on the second Monday of May at 7:30 p.m. at Olympic High School for the purpose of electing members to the Board of Directors and for the transaction of such other business as may properly come before the meeting. Notice of time, place and purpose of the annual meeting shall be served, either in writing or orally, not less than two days nor more than thirty days before the meeting upon each person who appears upon the books of the corporation as a regular meeting. Special meetings of the members may be called at any time by the President, Secretary, Treasure, Band Director and must call on receipt of a written request for a special meeting by one-fourth of the members of the corporation.
3. At any meeting of the members of the corporation the presence of at least nine members in person or a simple majority of the members in person or by proxy shall be necessary to constitute a quorum for all purposes except as may be otherwise provided by law: the act of a majority or the members present at any meeting at which there is a quorum shall be the act of the full membership except as may be otherwise provided by law.

Article IV
Board of Directors

1. The business and property of the corporation shall be managed and controlled by the Board of Directors, who shall be elected annually by the members to hold office until the next annual meeting of the members or until the election and qualifications of their respective successors, except as herein otherwise provided for filling vacancies.
2. The number of the Board of Directors of the corporation shall be nine but the number may be changed by a simple majority of the members voting at an annual election.
3. Immediately after each annual election of the newly elected members of the Board of Directors, said Board shall meet forthwith for the purpose of organization, the election of officers and the transaction of other business, and if a quorum of the members of the Board be then present, no prior notice of such meeting shall be required to be given. Special meetings of the Board of Directors may be called by the President or any two of the members of the Board. Notice of said meeting shall be the same as for calling meetings of the members. A quorum of the members of the Board of Directors shall be the same as applies to the members.
4. Members of the Board of Directors shall not receive any salary for their services, except as otherwise herein provided for unusual or special services.
5. All the corporate powers, except such as are otherwise provided for in these by-laws and in the laws of the State of North Carolina, shall be and are hereby vested in and shall be exercised by the Board of Directors.

Article V
Officers

1. The officers of the corporation shall be President, Vice President, Secretary, and Treasurer.
2. The officers shall be elected annually by the Board of Directors from among their number or from among the members of the corporation.
3. The President shall preside at all meetings of the membership, the Board of Directors and the Executive Committee, and shall be an ex-officio member of all committees unless otherwise ordered. The President shall perform\appoint all necessary committee and the chairmen of such.
4. The Vice President shall perform all the duties of the President on absence of that officer.
5. The Secretary shall keep accurate minutes of all membership, Board and Executive Committee meetings and make regular reports of such minutes.
6. The Treasurer shall receive and be custodian of all monies paid into the club, pay all bills of the club upon approval, and report financial status of the club at each regular meeting.
7. Officers shall not receive any stated salary for their services as such but the Board of Directors shall have the power in its discretion to pay to such officers compensation for any unusual or special services to the corporation so long as said special compensation is appropriate to the value of such services.

Article VI

Vacancy of Board of Directors and Officers

1. A vacancy occurring in an office or on the Board of Directors shall be filled by the remaining members of the Board of Directors and such appointment shall serve until the next annual meeting of the members or Board of Directors or until a special meeting is called for the election to fill such vacancy.

Article VII

Committees and Duties

1. The Executive Committee is made up of the Officers and the Band Director.
2. Duties – It shall be the duty of the Executive Committee to direct the general activities of the association. This committee shall have authority to act without approval of the club on such matters as expenditures, trips, and engagements, in order to expedite the business of the club. However, no project for the welfare of the band shall be undertaken which does not have the approval of the band director.
3. The President shall appoint a Telephone Committee, a Chaperone Committee and such other committees as he sees fit to appoint from time to time
4. The Band Director shall be an ex-officio member of all committees.

Article VIII

Fiscal Year

1. The fiscal year shall be from June 1st to May 31st.

Article IX

Prohibitions Against Earning Profit

1. This corporation shall exist, operate and do business without regard to making any profits and any and all services rendered by said corporation shall be without compensation or charges whatsoever; no member, director or officer of the corporation shall at any time receive and of the surplus funds or other property of the corporation, provided, however, that this shall not prevent the payment to any such person of such reasonable compensation for unusual or special services rendered to or for the corporation in effecting any of its purposes as shall be fixed by the Board of directors or as hereinbefore set forth; and no such person or person shall be entitled to share in the distributions of any of the corporate assets upon the dissolution or the corporation.

Article X
Dissolution

1. All members of the corporation shall be deemed to have expressly consented and agreed that upon dissolution or winding up of the affairs of the corporation, whether voluntary or involuntary, the assets of the corporation, after all debts have been satisfied, then remaining in the hands of the Board of Directors may determine or as may be determined by a court of competent jurisdiction upon application of the Board of Directors, shall qualify as such under the provisions of the Internal Revenue Code and its regulations as the now exist or as them may hereafter exist.

Article XI
Amendments

1. The Board of Directors shall have power to make, alter, amend and repeal the by-laws of the corporation by affirmative vote of a majority of the Board, provided, however, that the action is proposed at a regular or special meeting of the Board and adopted at a subsequent regular meeting, except as otherwise provided by law. All by-laws made by the Board of Directors may be altered, amended, or repealed at any meeting of the members of the corporation by a majority vote of all the members, represented either in person or by proxy, provided that the proposed action is inserted in a notice of such meeting.

Article XII
Other Positions

1. Other positions of the corporation shall be filled by appointment by the President and such appointee shall serve at the pleasure of and during the term of the President. However, all officers of the corporation and all persons appointed by any person to fill any position are subject to removal by a majority vote of the Board of Directors.

Article XIII
Exempt Activities

1. Notwithstanding any other provisions of these by-laws, no member, director, officer, employee or representative of this corporation shall take any action or carry on any activity by or on behalf of the corporation to permitted to be taken or carried on by an organization exempt under Section 501 (c) (3) or the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170 (c) (2) of such Code and regulations as they now exist or as they may hereafter amended.