

ByLaws of the Avon Lake High School Band Aids, Inc

Article 1 – Purpose

The purpose of the Avon Lake High School Band Aids Inc (ALHS Band Aids) is:

1. To provide financial and moral support for the operation of the instrumental music program of the Avon Lake High School and for the students who are enrolled in that program;
2. Encourage attendance at instrumental music programs;
3. Promote interest of parents of instrumental music students in the instrumental program;
4. To cooperate with and assist school officials in maintaining a quality instrumental music program;
5. To campaign for, receive, hold and apply funds, gifts, bequests, and endowments, or the proceeds thereof, to any of the purposes herein described, and, in general, to do what may be required to effect and carry forward the purposes of the Corporation.

Article 2 – Membership

Section 1 – Members

Members of the Corporation shall be all parents and individuals who shall subscribe to the objectives of this Organization; and a list shall be established at the beginning of each year of all parents and other community members who are interested in the ideals of this Organization; and have registered as a member at the beginning of each school year.

Section 2 – Regular and Special Meetings

The regular meeting of the Corporation will be held on the third Wednesday of each month. Special meetings may be called at the discretion of the President or the Board of Trustees of the Corporation.

The presence of the majority of the members of the Board of Trustees at a meeting of the Corporation shall constitute a quorum.

Section 3 – Voting

At any meeting of Members, each person who is a Member of the Corporation shall be entitled to one vote on each matter properly submitted to the Members for their vote, consent, release, or other action. At any meeting of Members at which a quorum is present, all questions coming before the Members for vote shall be decided by a vote of the majority of Members present at the meeting.

Article 3 – Board of Trustees

Section 1 – Quantity

The property and assets of the Corporation shall be managed and controlled by the Board of Trustees. The number of Trustees shall be determined by the Members, and shall not be less than three. If the number of Trustees exceeds three, the sum shall be an odd number.

Section 2 – Powers

All of the authority of the Corporation shall be exercised by the Board of Trustees, except as otherwise provided in the Articles of Incorporation or by the Chapter 1702, Ohio Revised Code. A trustee shall perform his or her duties in good faith, in a manner he or she reasonably believes is in the best interests of the Corporation, and with the care that an ordinary prudent person in a like position would use under similar circumstances.

Section 3 – Number

The Board of Trustees of this Corporation shall consist of the following officers of the Corporation and others:

President; 1st Vice President; 2nd Vice President; 3rd Vice President; 4th Vice President; Secretary; Treasurer; Troy Band Director or designee; Learwood Band Director or designee; Avon Lake High School Band Director or designee; and members of the Organization who are not officers (see Article 3, Section 1).

Section 4 – Meetings of the Board of Trustees

Meetings of the Board of Trustees shall be called by the President when necessary. The regular meetings of the Board of Trustees shall be in advance of the regular meetings of the Members. A majority of the Trustees shall constitute a quorum. If one person holds two officer positions, the person has only one vote.

Section 5 – ByLaws

The Board of Trustees may adopt bylaws consistent with the Articles of Incorporation and Code of Regulations for the government of its actions. Trustees may appoint a committee to review the bylaws every three years.

Section 6 – Term

The term of each Trustee shall commence on July 1 after his or her election and shall end on June 30 of the year following. If elected at a special meeting for the purpose of electing a successor Trustee or successor Trustees, said Trustee(s) shall begin the term at the conclusion of the special meeting.

Section 7 – Removal

All of the Trustees, or any one of them, may be removed from office by the vote of the majority of Members present at a meeting of Members called for the purpose of removing Trustees.

Article 4 – Officers and Their Election

Section 1 – Officers

The offices of the Corporation shall be: President, 4 Vice Presidents, Secretary and Treasurer. Their term of office shall be for one year.

Section 2 – Time of Election

Nomination and election of officers shall take place at the regular April meeting. Nominations for officers shall be made by the nominating committee (which shall be comprised of at least 3 members, and not more than 1 Trustee, and chosen by the Board of Trustees) one month prior to the April meeting. The nominating committee shall present a slate of at least one candidate for each office at the April meeting. The consent of the candidate must be obtained before his or her name may be placed in the nomination. The voting shall be on all candidates placed in nomination by the Members present.

Section 3 – Election

The election shall be conducted for each office individually, or as a slate of officers, and those nominated but not elected for a previous office are eligible for nomination and election to a remaining office(s).

Section 4 – Eligibility

Any member of this Organization is eligible to hold an officer and/or trustee position.

Section 5 – Vacancies

The Board of Trustees shall fill all vacancies during the year by appointment.

Section 6 – Term

Newly elected officers shall assume their duties on July 1 after their election. Installation shall be at the End of Year Annual Awards event. The President and Treasurer shall serve no more than two consecutive terms in the same office.

Article 5 – Duties of Officers

Section 1 – President

The President shall preside at all meetings of the Members of the Corporation and the Board of Trustees; shall be an ex-officio member of all committees, except Audit committee, and shall perform all other duties pertaining to the office. President should appoint a committee to audit the books at the close of the fiscal year, comprising of 1 Trustee and 2 Members, all without check signing privileges.

Section 2 – 1st Vice President

The 1st Vice President shall act as an aid to the President and shall preside and perform all duties of the President in the President's absence; shall also be the chairperson of a major fundraising event.

Section 3 – 2nd Vice President

The 2nd Vice President shall be the chairperson of a major fundraising event.

Section 4 – 3rd Vice President

The 3rd Vice President shall be the chairperson of a major fundraising event.

Section 5 – 4th Vice President

The 4th Vice President shall be the immediate past President and shall act in an advisory capacity.

Section 6 – Secretary

The Secretary shall keep an accurate record of all meetings of the Corporation and shall perform other duties as delegated. Extra copies of the minutes from past meetings should be available at each meeting. A copy of the minutes from each meeting shall be given to the President and each member of the Board of Trustees within one week after said meeting.

Section 7 – Treasurer

The Treasurer shall receive all money of the Corporation and shall deposit in the name of the Avon Lake High School Band Aids, Inc at such financial intuitions as the Board of Trustees shall approve. All money received must be counted by the Treasurer and one other person. Both must sign and initial the deposit form. The Treasurer shall pay out funds as authorized by the Corporation. The Treasurer shall present a statement of account(s) at every meeting of the Organization and at other times as may be requested by the Board of Trustees. All check requests must be signed by the Treasurer and the committee head of that expenditure. The Treasurer shall arrange for the preparation of federal tax returns and state filings upon the conclusion of the fiscal year of June 30, prior to transferring the books to the successor Treasurer.

Article 6 – Funds

Section 1 – Fiscal Year

The fiscal year shall be July 1 through June 30 of the following year.

Section 2 – Books

The Treasurer shall turn over all cancelled checks, bank statements and receipted bills to the audit committee (which is appointed by the Board of Trustees, consisting of at least 2 members appointed by the April meeting). A written audit report will be submitted to the Board of Trustees by the first meeting of the new fiscal year.

Section 3 – Money Received

All money received by any Member of the Corporation for the Corporation is to be turned over to the Treasurer and deposited as soon as possible after receipt.

Section 4 – Accounts

Channeling funds from one budgetary account to another for another purpose must be approved by the Board of Trustees.

Section 5 – Requests for Funding

Recommendations and requests to the Corporation for the expenditure and raising of funds shall be in writing and submitted to the Board of Trustees, and if approved by the Board of Trustees, shall be presented to the Members for adoption by a majority vote of those Members present at the next regular meeting.

Section 6 – Sale or Disposition of Assets

The Board of Trustees of this Corporation may authorize the lease, sale, exchange, transfer, or other disposition of any of the assets of this Corporation without the necessity of procuring authorization from the court pursuant to Section 1715.39, Ohio Revised Code, and any such lease, sale, exchange, transfer, or other disposition shall be made in whole or in part for money or other property, including shares or other securities or promissory notes of any corporation for profit.

Section 7 – Review of the Books and Records

The books and records of the Corporation may be examined by any Member, any Trustee, agent of, or attorney of any Member or any Trustee for reasonable and proper purpose at any reasonable time.

Section 8 – Property

All property acquired by the Corporation by purchase, gift, bequest, or otherwise shall be the absolute property of this Corporation, unless at the time of acquiring such property it is otherwise specified in writing.

Article 7 – Standing Committees

Section 1 – Committees

The current list of committees for this Corporation shall be listed in the Standing Rules of this Corporation

Section 2 – Appointments

Standing committees may be created by the Board of Trustees, as they may be required to promote the objectives, purposes, and interests of the Corporation and shall appoint Members to the committees.

Article 8 – Parliamentary

Robert’s Rules of Order shall be the guide for parliamentary rules not provided for in the Bylaws.

Article 9 – Amendments

The Members, at a meeting held for such purpose, may adopt an amendment to these Bylaws by the affirmative vote of two-thirds of the Members present if a quorum is present. The Members may adopt amended bylaws by the same action or vote as that required to adopt an amendment.

Approved and Adopted by the Board of Trustees: May 25, 2017