

**Millbrook High School Choral Booster Association  
251 First Woods Drive  
Winchester, VA 22603**

**BY-LAWS**

**ARTICLE I: NAME**

The name of this organization shall be the Millbrook High School Choral Booster Association (hereinafter referred to as the "Association" or "MHSCBA").

**ARTICLE II: PURPOSE**

- 1) To promote, further, and advance the development of the Millbrook High School (MHS) Choral Department by providing necessary financial & organizational support.
- 2) To serve as a means of communication to keep parents of choral members informed as to the activities and projects of the chorus.
- 3) To recognize outstanding achievement in musicianship, to encourage high standards of learning in music, and to offer scholarship opportunities to graduating students of the MHS Choral Department.
- 4) To do all that is necessary and proper for the accomplishment of these purposes, to the highest degree of efficiency, in full cooperation with the administration and the Choral Department staff of MHS.
- 5) This Association is organized and operated exclusively for the above stated purposes and for non-profit, charitable purposes only. No part of any net earnings of the Association shall benefit any members of the Association, other than students.

**ARTICLE III: MEMBERSHIP**

- 1) General Membership shall consist of parents or guardians of students participating in any activity of the MHS Choral Department and are automatically voting members of the Association.
- 2) Student Membership shall consist of any student who is enrolled in the MHS Choral Department. Student members shall have voting representation through the Choir Council President.
- 3) Honorary/Alumni Membership shall consist of anyone interested in the progress and development of the MHS Choral Department. These members are non-voting.

**ARTICLE IV: DUES**

There are no dues.

**ARTICLE V: MEETINGS**

1) Executive Committee:

- a. Regular meetings of the Association will be held on the second Monday of each month during the school year to prepare for each general meeting of the Association in order to determine, plan, and present to the Association at its general meetings, all proposed programs and activities of the Association.
- b. In the event that school is not in session, an early school closing, or a school scheduling conflict occurs, the meeting is rescheduled to the third Monday of that month.
- c. Special meetings of the Association may be called by the President or Choral Director, by giving verbal or written notice at least five (5) days prior to the date of the proposed meeting
- d. The Vice President will have a copy of the current Constitution and By-Laws available at all meetings.

2) General Membership:

- a. Regular meetings of the Association will be held on the second Monday of each month during the school year.
- b. In the event that school is not in session, an early school closing, or a school scheduling conflict occurs, the meeting is rescheduled to the third Monday of that month.
- c. Special meetings of the Association may be called by the President or Choral Director, by giving verbal or written notice at least five (5) days prior to the date of the proposed meeting.
- d. The Vice President will have a copy of the current Constitution and By-Laws available at all meetings.

**ARTICLE VI: QUORUM**

1) Executive Committee:

A quorum for the transaction of business at any meeting shall consist of not less than five (5) Executive Committee members.

2) General Membership:

A quorum for the transaction of business shall consist of not less than seven (7) members of the Association.

## **ARTICLE VII: EXECUTIVE COMMITTEE STRUCTURE**

- 1) Membership
  - a. The Elected Officers of the Association: President, Vice President, Secretary, Treasurer and Assistant Treasurer
    - i. Exercise voting privileges.
    - ii. President shall only vote to break a tie vote.
  - b. The Student Officers of the MHS Choral Department appointed by the Choral Director.
    - i. Only the Choir Council President shall have voting powers.
    - ii. In the Choir Council President's absence, a designated student officer will represent and vote on behalf of the choir.
  - c. An appointed parent representative for each grade level
    - i. Exercise voting privileges.
    - ii. Appointed by the Executive Committee by the first general meeting at the beginning of the school year.
  - d. The Choral Director as an ex-officio member.
  - e. The Immediate Past President may serve as an ex-officio member or an advisor to the current Executive Committee as requested.
  - f. If requested by MHS, a member of the school administration team may serve as an ex-officio member.
- 2) Responsibilities:
  - a. Set the overall policies, goals and operations of the Association.
  - b. Present a general outline of the activities planned for the year.
    - i. This should include needed materials and volunteers.
    - ii. Present at the first General Membership meeting in the fall.
  - c. Appoint committees and necessary chairs to carry out the policies, goals and operations of the Association.
  - d. Review the plans and activities of the various committees.
  - e. Participate in the Finance Committee, helping to create an annual budget to support the policies and goals of the Association.
  - f. Recommend to the General Membership a proposed annual budget, specific expenditures and budget modifications as needed.
  - g. Meet monthly to prepare for monthly General Membership meetings reviewing Association business as needed.
  - h. Shall not take any action or assume responsibility as individuals.
  - i. Serve as direct liaisons to all Committee Chairpersons in order to

ensure an open flow of essential and important news and information.

## **ARTICLE VIII: ELECTIONS OF OFFICERS**

- 1) A Nominating Committee, with at least 5 members, shall be appointed by the Vice-President in March of each year. The Choral Director shall also serve on this committee.
- 2) Only one elected or appointed office may be held by a parent or guardian of any choral student.
- 3) Officers may not be elected to more than two consecutive terms in the same office. One term shall be a year starting July 1st and concluding June 30th of the following year.
- 4) Nominating Committee will present a full slate of candidates for the upcoming year and accept any other nominations from the floor at the membership meeting in April.
- 5) Elections shall be by written ballot at May's General Membership meeting.
  - a. Those candidates receiving the majority vote of members present shall be elected as officers.
  - b. Officers shall be elected annually, installed at the June meeting and take office on July 1st of each year.
- 6) It shall be the responsibility of the Executive Committee to appoint a replacement, or assume the duties, for any elected officer(s) unable to fulfill his/her term of office. In the case of the Assistant Treasurer being unable to fulfill his/her term, only the Treasurer may assume the duties of that position.
- 7) Newly elected officers will receive from their predecessor all official reports and materials relevant to their job by July 1<sup>st</sup>. This includes, but is not limited to: all fundraising, committee, special project reports, all minutes, notes, documents, By-Laws, inventories, rosters, and all financial statements.
- 8) Officers of the Executive Committee may be removed by two-thirds (2/3) vote of the Executive Committee for "just cause."
- 9) Refer to Article X Committees 9. Nominating Committee for more information.

## **ARTICLE IX: DUTIES OF OFFICERS AND APPOINTED PARENT REPRESENTATIVES**

- 1) The President shall:
  - a. Preside over all Executive Committee and General Membership meetings abiding by Robert's Rules of Order Revised, and enforce the Constitution and By-Laws.

- i. Supervise the business affairs
    - ii. Announce the votes
  - b. Chair the Executive Committee
  - c. Appoint and Chair the Ways and Means Committee
  - d. Serve as liaison between the Fundraising Chairs and Executive Committee
  - e. Serve as an ex-officio member on all committees.
  - f. Coordinate the work of the officers and committees in order to fulfill the objectives of the Association.
  - g. Perform such other duties as may be prescribed in these By-Laws or assigned by the Association. (Refer to Article VII: Executive Committee Structure).
- 2) The Vice President shall:
  - a. Assume all duties of the President in his/her absence.
  - b. Serve as the Parliamentarian
  - c. Enforce the By-Laws of the Association
  - d. Ensure that Robert's Rules of Order, as revised, shall govern the proceedings of the Association.
  - e. Appoint and Chair the Nominating Committee
  - f. Appoint and Chair the By-Laws Committee
  - g. Maintain a current copy of the current Constitution and By-Laws to be available at all meetings.
  - h. Perform such other duties as may be prescribed in these By-Laws or assigned by the Association. (Refer to Article VII: Executive Committee Structure).
- 3) The Secretary shall:
  - a. Keep minutes of the proceedings of all Executive Committee and General Membership meetings.
    - i. Record all votes.
    - ii. Publish meeting minutes within 10 days of said meeting.
  - b. Appoint and Chair the Publicity Committee
  - c. Responsible for correspondence for the Association including the sending of thank you notes, etc.
  - d. Maintain all necessary organizational records, including the By-Laws, complete with all approved amendments.
  - e. Notify membership of upcoming meetings at least one week in advance of said meeting with time, location, and purpose.
  - f. Maintain operational procedures for all committees. Each committee chair will be responsible for providing the operational procedures to the secretary.

- g. Perform such other duties as may be prescribed in these By-Laws or assigned by the Association. (Refer to Article VII: Executive Committee Structure).
- 4) The Treasurer shall:
- a. Be the custodian of all monies of the Association.
  - b. Give a complete financial report at each Executive Committee and General Membership meeting to include bank balance, transactions and comparison of budget to actual expenses and income since last report.
  - c. Make all disbursements and deposits within two weeks of receipt.
    - i. Is authorized to make unbudgeted disbursements of up to \$50 when approved by two Executive Committee members not to include the Treasurer.
    - ii. Pay all bills of the Association by check signed by two elected members of the Executive Committee as authorized in the budget or as approved by a majority of the Executive Committee or General Membership meeting.
  - d. Make necessary backup of all financial data on a monthly basis to be given to the Secretary for safekeeping.
  - e. Provide a summary of finances at the end of the fiscal year to include:
    - i. Itemization of expenses and income by category from each fundraising activity.
    - ii. Comparison of budget to actual expenses and income.
    - iii. Any other requested information.
  - f. Appoint and Chair the Finance Committee
    - i. Present proposed budget to Executive Committee.
    - ii. Present approved budget to General Membership.
  - g. Close and review the books at the end of the fiscal year (June 30<sup>th</sup>), preparing financial statements to be made available at the first general meeting. The review is to be conducted by an individual selected by, but not a member of, the Executive Committee.
  - h. Facilitate the preparation of Form 990 and other required forms by proper deadlines as well as report the completion of such to the Executive Committee and General Membership.
  - i. A Financial Budget shall be presented at the general meeting in September.
  - j. Perform such other duties as may be prescribed in these By-Laws or assigned by the Association. (Refer to Article VII: Executive Committee Structure).
- 5) The Assistant Treasurer shall:

- a. Assist the Treasurer in itemization of expense and income from each fundraising activity.
  - b. Serve as a member of the Finance Committee.
  - c. Assume all duties of the Treasurer in his/her absence.
  - d. Perform such other duties as may be prescribed in these By-Laws or assigned by the Association. (Refer to Article VII: Executive Committee Structure).
- 6) The Parent Representative from every grade level shall:
- a. Attend all MHSCBA Executive Board Meetings.
  - b. Communicate information amongst the Choral Department/MHSCBA and the parents and students of the MHS Choral Department.

**ARTICLE X: COMMITTEES**

- 1) The Ways and Means Committee shall:
- a. Maintain written guidelines and procedures for Ways and Means Committee activities.
  - b. Be appointed and chaired by the President of the Association.
  - c. Recruit individuals to execute each approved fundraiser.
    - i. Prepare financial summary of the fundraising activity at its conclusion.
    - ii. Make recommendations for any changes needed.
  - d. Take recommendations for fundraising ideas from the floor at the May meeting.
  - e. Meet prior to the June meeting and present possible fundraiser ideas to the Executive Committee and General Membership for consideration.
  - f. Manage and coordinate the approved fundraising activities of the Association.
  - g. Ensure that all fundraising activities are conducted in accordance with the policies of the Frederick County School Board.
  - h. Communicate needs and information to publicity committee about each fundraiser, such as:
    - i. Type of fundraiser.
    - ii. Start and end dates of each fundraiser.
    - iii. Due dates of money, order forms, and any other dates as needed (such as dates of pick up of merchandise).
- 2) The Publicity Committee shall:
- a. Maintain written guidelines and procedures for Publicity Committee activities.
  - b. Be appointed and chaired by the Secretary.

- c. Coordinate the distribution of Choral Department (student) information to the students and their families once the information is approved by the Choral Director.
  - d. Coordinate the distribution of Association information once approved by the President and Choral Director, such as the monthly newsletter.
  - e. Publicize the achievements of MHS Choral Department.
  - f. Advertise all public performances, such as musicals and concerts well in advance of the event.
  - g. Advertise all public fundraisers.
  - h. Distribute Choral Department and community information by all available means, including:
    - 1. E-mails to students and parents.
    - 2. MHS Performing Arts Website.
    - 3. Local Cable Access Channel (Currently, Comcast Channel 18).
    - 4. Winchester Star's Community Chalk Board.
    - 5. Student handouts.
    - 6. Monthly MHSCBA Newsletter.
- 3) Uniform Committee Shall:
- a. Maintain written guidelines and procedures for uniform committee activities.
  - b. Be chaired by a person appointed by Executive Committee.
  - c. Fit students for concert attire.
  - d. Maintain order of all concert attire.
  - e. Coordinate distribution, alterations, and repair of all choir attire and accessories, in a timely manner.
- 4) Chaperone Committee Shall:
- a. Maintain written guidelines and procedures for Chaperone Committee activities.
  - b. Be chaired by a person appointed by Executive Committee.
  - c. Coordinate chaperone activities for choral functions as deemed necessary by the Choral Director.
- 5) Senior Scholarship Committee Shall:
- a. Maintain written guidelines and procedures for scholarship committee activities.
  - b. Be chaired by a non-senior parent appointed by the Executive Committee.
  - c. Solicit donation of funds for Senior Scholarships.
    - i. Format of solicitation letter will be approved by Executive Committee at the first fall meeting of the Association.

- ii. Correspond with area businesses using approved letter to begin in October.
    - iii. Communicate with Executive Committee monthly detailed progress of who was contacted and their response to the letter.
    - iv. Receive funds made payable to MHSCBA and forward funds to the Treasurer of the Association in a timely manner.
    - v. Collect and maintain a history of donors and the relevant contact information.
  - d. Acknowledge donors properly with recognition and written thank you notes.
  - e. Manage application review and scholarship awarding process.
    - i. Applications will be accepted from all senior choir students accepted into an institution of higher education.
    - ii. Appoint a review board consisting of non-senior parents, a school official, and a member of the community.
    - iii. Applications will be collected by the Choral Director and presented to the review board with no identifying information, keeping the process neutral.
    - iv. Each review board member is to complete a rubric for each application received.
    - v. Scholarship awards will be disbursed to designated institution once proof of enrollment is provided to the Association or Choral Director.
- 6) Finance Committee shall:
- a. Maintain written guidelines and procedures for Finance Committee activities.
  - b. Be appointed by the Treasurer no later than June.
  - c. Operate with the Fiscal Year of the Association beginning on July 1st and end on June 30th.
  - d. Meet in July/August, after the close of the books from the previous fiscal year.
  - e. Establish a budget for the upcoming year by reviewing the previous year's budget versus actual report.
  - f. Present for approval the budget to the Executive Committee and once approved, present the budget to the General Membership at the September General Membership meeting.
  - g. Close and review the books at the end of the fiscal year, preparing financial statements to be made available at the first general meeting. The review is to be conducted by an individual selected by, but not a member of, the Executive Committee.

- 7) The By-Laws Committee Shall:
  - a. Maintain written guidelines and procedures for By-Laws Committee activities.
  - b. Be appointed by the Vice-President no later than the month of February.
  - c. Review existing By-Laws and Constitution yearly.
  - d. Recommend any necessary changes. See Article XI.
  - e. Present to the Executive Committee and General Membership no later than the month of May.
- 8) The Event Committee Shall:
  - a. Maintain written guidelines and procedures for Event Committee activities.
  - b. Shall be appointed by Executive Committee.
  - c. Designate individual event coordinators.
  - d. Coordinate MHS Choral Department activities throughout the year.
  - e. Coordinate joint MHS Band and Choral Department activities as needed throughout the year.
- 9) The Nominating Committee shall:
  - a. Maintain written guidelines and procedures for Nominating Committee activities.
  - b. Be appointed and chaired by the Vice President at the General Membership meeting in March.
  - c. Include the MHS Choral Director.
  - d. Present a slate of candidates to the General Membership meeting no later than May.
  - e. Include nominations made from the floor on the election ballot.
  - f. Refer to Article VIII Elections of Officer Elections for more information.

**Article XI: AMENDMENTS**

- 1) All amendments to the Constitution and By-Laws will go through a committee and be presented to the Executive Committee at the April meeting for approval.
- 2) Once approved by Executive Committee, the proposed amendments will be made public to the General Membership.
- 3) The amended Constitution and By-Laws must be approved by the majority vote of the members present at the May meeting.

**Article XII: RATIFICATION & DISSOLUTION**

- 1) Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of

the Internal Revenue Code, or corresponding section of any future federal tax code.

- 2) No part of the net earnings of the organization 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 in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other purposes 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 corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- 3) Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

The above By-Laws have been revised and adopted as of May 10, 2010.

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Terri Hollingsworth, President

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Michele Franklin, Vice-President

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Angela Bennett, Treasurer

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Debbie Chesek, Secretary

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Becky Wilson, Assistant Treasurer