

SMYRNA HIGH SCHOOL BAND BOOSTERS

BYLAWS

State of Delaware / 501(c)(3) Nonprofit Organization

Adopted: June 21, 2026

Last Revised: _____

ARTICLE I – NAME AND ORGANIZATION

Section 1.1 – Name

The name of this organization shall be the **Smyrna High School Band Boosters** (hereinafter referred to as the "Boosters" or the "Organization").

Section 1.2 – Nature of Organization

The Smyrna High School Band Boosters is a nonprofit organization incorporated under the laws of the State of Delaware and recognized as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code. The Organization shall operate exclusively for charitable and educational purposes. The Smyrna High School Band boosters are established to build and maintain an organization which will help promote the general activities of the Music Program within the rules and policies established by the Music Director(s), Principal, and the Smyrna School District School Board.

Section 1.3 – Affiliation

The Organization is affiliated with Smyrna High School and the Smyrna School District but is an independent nonprofit entity. The Organization is not an agent of, nor does it speak on behalf of, Smyrna High School or the Smyrna School District.

Section 1.4 – Non-Discrimination

The Organization shall not discriminate on the basis of race, color, national origin, sex, disability, religion, age, or any other characteristic protected by applicable law in its membership, programs, or activities.

ARTICLE II – PURPOSE

Section 2.1 – Mission

The purpose of the Smyrna High School Band Boosters is to:

- Support and promote the Smyrna High School Band program and its students
- Provide financial, volunteer, and logistical support to the Band program
- Foster a positive and inclusive community among band students, families, and staff
- Assist the Band Director in providing enriching musical experiences and opportunities for students
- Raise and manage funds in support of band-related activities, equipment, travel, and events

Section 2.2 – Limitations

The Organization shall operate exclusively for purposes described in Section 501(c)(3) of the Internal Revenue Code. No part of the net earnings of the Organization shall inure to the benefit of any private individual. The Organization shall not participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE III – MEMBERSHIP

Section 3.1 – Eligibility

Membership in the Smyrna High School Band Boosters is open to any parent, guardian, or interested community member who supports the mission of the Organization and completes the membership application process as required.

Section 3.2 – Application Process

All prospective members must complete a membership application as established by the Booster Board. The application process is governed by and must be consistent with the Organization's **Volunteer and Membership Policy**, which is maintained as a separate

document by the Booster Board. The Board reserves the right to update the Volunteer and Membership Policy without amendment to these Bylaws, provided such updates remain consistent with the purposes and principles of this Organization.

Section 3.3 – Volunteer Requirements

All members who wish to volunteer in any capacity with the Smyrna High School Band Boosters must comply with the Organization's **Three-Tier Volunteer Policy**, which is maintained as a separate governing document. Volunteer roles are categorized by level of student-facing responsibility, and all applicable screening, approval, and training requirements must be satisfied prior to participation. The Board shall maintain and enforce the Three-Tier Volunteer Policy and may update it without amendment to these Bylaws.

Section 3.4 – Voting Rights

Each active member in good standing shall have one (1) vote on matters brought before the general membership. Voting may be conducted in person, electronically, or by proxy in accordance with procedures established by the Board.

Section 3.5 – Proxy Voting

A member may designate another active member in good standing to vote on their behalf by submitting a written or electronic proxy designation prior to the meeting or vote. No member may hold more than two (2) proxies at any one time.

Section 3.6 – Membership in Good Standing

A member is considered in good standing when they have completed the membership application process and remain in compliance with all applicable policies of the Organization, including the Volunteer and Membership Policy. Members must attend at least two (2) of the nine (9) regular scheduled meetings and/or events over the course of the year.

Section 3.7 – Membership Year

The membership year shall run concurrent with the fiscal year, from July 1 through June 30.

Section 3.8 – Dues

Annual membership dues for the Smyrna High School Band Boosters shall be **\$10.00 per membership**. Membership dues support the general operations of the Organization, including communication, volunteer recognition, administrative expenses, and other activities that directly benefit the music program.

Membership dues are payable annually upon joining or renewing membership.

Volunteer Membership Option

The Smyrna High School Band Boosters believes that every family should have the opportunity to participate, regardless of financial circumstances. Members who prefer to contribute through service rather than a financial contribution may request a **Volunteer Membership Option**.

Under this option:

- The annual membership fee will be waived.
- The member agrees to complete **ten (10) volunteer service hours** during the current membership year.
- Volunteer hours may be earned through Board-approved activities, including concessions, hospitality, chaperoning, pit crew, uniforms, fundraising events, committee work, or other approved volunteer opportunities.
- Volunteer hours shall be tracked by the Organization's Volunteer Coordinator or designee.
- Members selecting the Volunteer Membership Option shall enjoy the same rights, privileges, and voting status as dues-paying members.
- Failure to complete the required volunteer hours by the end of the membership year may result in the member becoming ineligible for the Volunteer Membership Option during the following membership year unless otherwise approved by the Executive Board.

Financial Hardship

The Board recognizes that unusual circumstances may occasionally prevent a member from paying dues or fulfilling volunteer requirements. A member may submit a confidential request to the Board for alternative arrangements. Such requests shall be reviewed individually, and all information shall remain confidential.

ARTICLE IV – BOARD OF DIRECTORS

Section 4.1 — Authority

The governing body of the Smyrna High School Band Boosters shall be the **Booster Board** (hereinafter referred to as the "Board"). The Board shall have general supervision of the affairs of the Organization, make policy decisions, manage finances, and carry out the purposes of the Organization between general membership meetings.

Section 4.2 — Composition

The Board shall consist of the following voting members:

- **President**
- **Vice President**
- **Secretary**
- **Treasurer**
- **At-Large Members** (as determined by Section 4.3)

Section 4.3 — At-Large Members

The number of At-Large seats on the Board shall be determined by the total active membership of the Organization. One (1) At-Large seat shall be available for every twenty (20) active members. The number of At-Large seats shall be calculated at the beginning of each membership year and adjusted as needed by Board resolution.

Example: 40 members = 2 At-Large seats; 60 members = 3 At-Large seats

Section 4.4 — Ex-Officio Member

The **Smyrna High School Band Director** shall serve as a non-voting ex-officio member of the Board. The Band Director shall have the right to attend all Board meetings, participate in discussions, and provide guidance and recommendations. The Band Director shall not vote on any matter before the Board or general membership. The Band Director's ex-officio status shall not be subject to election or term limits.

Section 4.5 — Terms of Office

All elected Board members shall serve a term of one (1) year, beginning July 1 and ending June 30. There shall be no term limits. Board members may serve consecutive terms if re-elected. Staff members of Smyrna High School shall not hold any financial position.

Section 4.6 – Quorum

A quorum of the Board shall consist of more than fifty percent (50%) of the current voting Board members. No official Board business, votes, or binding decisions shall be conducted without a quorum present, whether in person or participating electronically.

Section 4.7 – Board Meetings

The Board shall meet no less than once per month during the fiscal year. Meetings may be held in person or via electronic means. The President shall set the meeting schedule at the beginning of each fiscal year and shall notify all Board members in advance of each meeting. A report of business transacted at each executive meeting shall be made by the President at the following meeting of the general membership.

Section 4.8 – Special Board Meetings

Special meetings of the Board may be called by the President or by a majority of the voting Board members. Notice of a special meeting shall be provided to all Board members no less than forty-eight (48) hours in advance, except in cases of emergency as determined by the President.

Section 4.9 – Electronic Participation and Voting

Board members may participate in meetings and cast votes electronically. Electronic votes shall be valid provided that:

- A quorum of Board members participates
- All Board members are given reasonable notice and opportunity to participate
- The result is recorded in the minutes by the Secretary

Section 4.10 – Compensation

Board members shall serve without compensation. Reasonable and pre-approved expenses incurred in the performance of official duties may be reimbursed in accordance with the financial policies of the Organization.

Section 4.11 - Resignation of Officers

Any officer may resign at any time by submitting a notice in writing, or electronically, to the Executive Board. The resignation shall be effective at the time specified in the letter, or if no time is specified, at the next meeting of the Executive Board following receipt of the written or electronic resignation.

ARTICLE V – DUTIES OF OFFICERS

Section 5.1 – President

The President shall:

- Serve as the chief executive officer of the Organization
- Prepare the agenda for Executive Board and general membership meetings, as well as preside over the meetings.
- Serve as the primary liaison between the Executive Board, school administration, the High School Music Director(s), and other school personnel, maintaining regular communication regarding matters affecting the music program.
- Ensure that the policies, bylaws, and directives adopted by the Board and membership are implemented and carried out.
- Appoint committee chairs, subject to Board approval where required, and provide oversight to committee activities.
- Sign or co-sign contracts, official documents, checks, and other financial instruments as authorized by the Board and these bylaws.
- Present awards, scholarships, and official recognitions on behalf of the Organization.
- Call for votes during Executive Board and general membership meetings and cast the deciding vote only in the event of a tie, unless otherwise prohibited by these bylaws or applicable law.
- Perform all duties customarily associated with the office of President and any additional duties assigned by the Executive Board.

Section 5.2 – Vice President

The Vice President shall:

- Assist the President in the performance of the duties of the office.
- Assume and perform all duties of the President in the President's absence, incapacity, resignation, or vacancy until a successor is elected or appointed in accordance with these bylaws.

- Provide oversight and support to committees and special projects as assigned by the President or Executive Board, including serving as chair of a committee when appointed.
- Coordinate volunteer and committee efforts to support the Organization's activities and events, as assigned.
- Perform such other duties as may be assigned by the President or the Executive Board.

Section 5.3 – Secretary

The Secretary shall:

- Record and maintain accurate minutes of all Executive Board, general membership, and special meetings of the Organization.
- Distribute draft meeting minutes to Executive Board members and the High School Music Director(s) within one week of each meeting whenever practicable. Minutes may be recorded using transcription or audio/visual recordings of the meetings.
- Maintain the official records, correspondence, governing documents, and other permanent records of the Organization.
- Maintain attendance records for Executive Board and general membership meetings.
- Assist in providing notice of meetings to Executive Board members and the general membership as required by these bylaws.
- Distribute approved meeting minutes and official communications to the membership through the Organization's designated communication methods.
- Maintain the official membership roster and other organizational records in coordination with the Executive Board.
- Perform such other duties as may be assigned by the President or the Executive Board.

Section 5.4 – Treasurer

The Treasurer shall:

- Maintain accurate and complete financial records of the Organization, including all receipts, disbursements, assets, liabilities, and restricted funds.
- Receive, safeguard, deposit, and disburse Organization funds in accordance with these bylaws and Board-approved financial policies.

- Maintain all financial accounts of the Organization and ensure that appropriate internal controls and authorized signatories are in place.
- Prepare and present a financial report at each Executive Board and general membership meeting.
- Prepare and present the annual financial report at the close of each fiscal year and maintain it as part of the Organization's permanent records.
- Oversee the preparation and timely filing of all required tax filings, annual reports, registrations, and other financial documents necessary to maintain the Organization's legal and tax-exempt status.
- Lead the development of the annual budget in collaboration with the Assistant Treasurer and Executive Board.
- Advise the Executive Board on financial matters and ensure expenditures comply with these bylaws and Board-approved financial policies.
- Ensure a smooth transition of financial records and responsibilities to the incoming Treasurer.
- Perform such other duties as may be assigned by the President or Executive Board.
- *If needed, the board has the ability to assign accounts to each treasurer with the other serving as a reviewer.*

Section 5.5 — Assistant Treasurer

The assistant treasurer shall:

- Assist in maintaining accurate financial records, including receipts, deposits, disbursements, and supporting documentation.
- Assist with maintaining financial records for student accounts, program accounts, fundraising activities, and other Organization funds as assigned.
- Assist in preparing financial reports for Executive Board and general membership meetings.
- Assist the Treasurer in preparing the annual budget and year-end financial report.
- Serve as an authorized signer on Organization financial accounts when approved by the Executive Board and consistent with Board-approved financial policies.
- Assist with financial reconciliations, fundraising accounting, and other financial projects as assigned.
- Assume the duties of the Treasurer during the Treasurer's temporary absence or incapacity.
- Perform such other duties as may be assigned by the Treasurer, President, or Executive Board.

- *If needed, the board has the ability to assign accounts to each treasurer with the other serving as a reviewer.*

Section 5.6 – At-Large Members

An At-Large Member shall serve as a representative of the general membership and shall:

- Participate in all Executive Board meetings and exercise the same voting rights and responsibilities as all other elected Executive Board members.
- Represent the interests, concerns, and perspectives of the general membership and the students of the High School Music Program in Executive Board deliberations.
- Serve as a liaison between the Executive Board, committees, volunteers, and the general membership to encourage communication and engagement.
- Serve on committees and assist with Organization programs, events, and special projects as assigned by the President or Executive Board.
- Provide leadership and support in areas where additional assistance is needed to further the mission of the Organization.
- Perform such other duties as may be assigned by the President or Executive Board.

ARTICLE VI – ELECTIONS AND APPOINTMENTS

Section 6.1 – Annual Elections

Elections for all Board officer positions and At-Large seats shall be held annually during the March meeting, prior to the start of the new fiscal year on July 1. The Board shall establish the specific timeline and process for each election cycle.

Section 6.2 – Nominations Committee

A Nominations Committee shall be convened prior to each election. The Nominations Committee shall be led by the **Smyrna High School Band Director** and shall include no fewer than two (2) additional members appointed by the Board. This committee shall review nominees between February to March. The Nominations Committee shall:

- Solicit candidates for all open positions

- Verify that all nominees meet eligibility requirements
- Present a slate of candidates to the membership prior to the election
- Facilitate the election process

Section 6.3 – Eligibility to Run

Any active member in good standing is eligible to run for any Board position, subject to completion of all applicable requirements under the Volunteer and Membership Policy.

Section 6.4 – Election Process

Elections shall be conducted by a method determined by the Board, which may include in-person voting, electronic voting, or a combination thereof. All active members in good standing shall be eligible to vote. Results shall be announced promptly following the close of voting and recorded in the minutes.

Section 6.5 – Vacancies

If a Board position becomes vacant during a term, the following process shall apply:

- The Board shall first attempt to fill the vacancy through a special election or appointment by Board vote
- A person appointed to fill a vacancy shall serve until the next regularly scheduled summer election
- In the event of a vacancy in the office of President, the Vice-President shall serve until an election can be held. In the event of a vacancy in any other elected office, an election will be held at the next regularly scheduled Booster meeting to fill that office. The President, or designee, shall fill the open position in the interim.
- The Band Director may not appoint themselves or an immediate family member to any vacant position.
- The board must maintain a minimum of four voting members.

Section 6.6 – Assumption of Duties

All newly elected or appointed officers shall assume their duties on **July 1** following their election or upon appointment in the case of a vacancy.

Section 6.7 - Transition of Power

All officers shall perform the duties described in these bylaws and those assigned from time to time. Officers shall deliver to their successors' books, papers, and other property of the organization at the conclusion of the final June Booster meeting, but prior to the July Booster meeting. The SMYRNA HIGH SCHOOL High School Music Boosters budget for the following fiscal year will be presented to the general membership in April and voted on at the May meeting, or pending the completion of the Music Director's budget.

ARTICLE VII – MEETINGS OF THE MEMBERSHIP

Section 7.1 – General Membership Meetings

The Organization shall hold no fewer than **nine (9) general membership meetings** per fiscal year. Additional meetings may be scheduled, particularly during the fall season, as determined by the Board based on program needs and activity levels. The time, date, and place are subject to change due to extenuating circumstances.

Section 7.2 – Notice of Meetings

Notice of all general membership meetings shall be provided to all members no less than seven (7) days in advance. Notice may be provided electronically, including by email or through official organizational communication channels. If the situation dictates, scheduled meetings may be changed by the Executive Board. General membership shall be notified of such change by email before the meeting is to occur.

Section 7.3 – Special Membership Meetings

Special meetings of the general membership may be called by:

- The President or Vice-President
- A majority vote of the Board
- Written petition signed by no fewer than twenty-five percent (25%) of active members in good standing

Notice of a special membership meeting shall be provided no less than forty-eight (48) hours in advance, stating the purpose of the meeting. Only matters stated in the notice may be acted upon at a special meeting.

Section 7.4 – Quorum – General Membership Meetings

No quorum requirement shall apply to general membership meetings. Business may be conducted with those members present. However, votes on expenditures exceeding \$1,500 require participation of members as described in Article IX.

Section 7.5 – Voting at Membership Meetings

Members in good standing may vote in person, electronically, or by proxy as described in Article III. Each member shall have one (1) vote. A simple majority of votes cast shall be required to pass a motion unless otherwise specified in these Bylaws.

ARTICLE VIII – COMMITTEES

Section 8.1 – Standing Committees

The Executive Board may establish Standing Committees as necessary to carry out the mission and activities of the Organization. Standing Committees support the work of the Executive Board and shall operate under the direction of the President and Executive Board.

Committee Chairs shall be appointed annually by the President with the approval of the Executive Board unless otherwise provided in these bylaws.

The Executive Board may establish, combine, reorganize, suspend, or dissolve Standing Committees as the needs of the Organization change.

Standing Committees may include, but are not limited to:

- Uniforms
- Transportation and Pit Crew
- Concessions
- Hospitality
- Communications and Public Relations
- Fundraising
- Chaperones
- Volunteer Coordination

- Scholarships and Awards
- Special Events

Section 8.2 – Special (Ad Hoc) Committees

The President, with the approval of the Executive Board, may establish temporary committees for specific projects, events, or purposes.

Special Committees shall cease to exist upon completion of their assigned responsibilities unless extended by the Executive Board.

Section 8.3 – Committee Chairs

Committee Chairs shall:

- Be members in good standing of the Organization.
- Recruit and coordinate volunteers as necessary.
- Plan and oversee committee activities consistent with the Organization's mission.
- Keep the President and Executive Board informed of committee activities.
- Submit reports to the Executive Board and general membership as requested.
- Manage committee resources in accordance with Organization policies and approved budgets.
- Perform such other duties as assigned by the President or Executive Board.

Committee Chairs serve at the pleasure of the Executive Board and may be removed, with or without cause, by a majority vote of the Executive Board.

Section 8.4 – Committee Membership

Committee members shall be appointed by the Committee Chair or President, as appropriate, and need not be members of the Executive Board.

Each committee shall operate within the authority delegated by the Executive Board and shall not obligate the Organization financially without prior approval.

Section 8.5 – Committee Procedures

Each committee shall maintain appropriate records of its activities and shall comply with all policies, financial procedures, and volunteer requirements adopted by the Executive Board.

ARTICLE IX– FINANCES

Section 9.1 – Fiscal Year

The fiscal year of the Smyrna High School Band Boosters shall begin on **July 1** and end on **June 30** of the following calendar year.

Section 9.2 – Annual Budget

The Board shall prepare and approve an annual operating budget prior to or at the start of each fiscal year. The budget shall be presented to the general membership for informational purposes. The Board shall have authority to approve the annual budget without a general membership vote.

Section 9.3 – Financial Authority – Tier Structure

The Executive Board may adjust these financial approval thresholds by resolution as needed to account for inflation, organizational growth, or changing operational needs. Any such adjustments shall be documented in the Organization's Financial Policies and Procedures Manual and communicated to the membership. All expenditures shall be authorized in accordance with the following tiered structure:

Tier 1 – Under \$500

- The **Treasurer** is authorized to approve and disburse funds for expenditures under \$500.00 without additional Board approval, provided the expenditure is consistent with the approved annual budget and the purposes of the Organization.

Tier 2 – \$500.00 to \$1,500

- Expenditures of \$500.00 or more but less than \$1,500.00 require approval by a **majority vote of the Board**.

- Such votes may be conducted at a regular Board meeting, a special Board meeting, or electronically in accordance with Section 4.9.
- The board may authorize the issuance of a check in an amount that exceeds the threshold without prior approval if the expenditure is immediately necessary to conduct the business of the organization (i.e. emergency repair to trailer, and/or vehicle towing the trailer).

Tier 3 – \$1,500.00 and Above

- Expenditures of \$1,500.00 or more require approval by a **majority vote of the general membership**.
- Such votes may be conducted at a regularly scheduled general membership meeting or at a special membership meeting called for that purpose.

Section 9.4 – Unbudgeted Expenditures

Any expenditure not included in the approved annual budget that exceeds \$500.00 shall require Board approval regardless of amount, and shall require membership approval if the expenditure exceeds \$1,500.00.

Section 9.5 – Financial Records

The Treasurer shall maintain complete and accurate financial records. Records shall be available for review by any Board member upon request and shall be made available to the general membership upon reasonable request.

Section 9.6 – Student Accounts

Student account records, when maintained, are to record each student's earned contribution toward trips or other planned student activities, instrument purchases/repairs, Kent County Honors/All State fees, as well as fees for Leadership Training. Funds raised through Organization fundraising activities remain assets of the Organization and are tracked for the benefit of eligible students in accordance with IRS guidance applicable to organizations exempt under Section 501(c)(3).

- When a fundraising event is held, all funds for that event will be recorded and turned over to the Treasurer for those accounts. Prior to a fundraising event, the general membership will vote to determine the allocation of funds/to accounts.
- Families may contact the Treasurer to request a detail of their individual student account transactions.

- Any remaining balance of graduating Seniors or students no longer enrolled in a SMYRNA HIGH SCHOOL Music Department program, will be transferred into the general fund of the Smyrna High School Music Boosters. Exception: Graduating Seniors may transfer their balance into the student account of any sibling(s) enrolled in any SMYRNA HIGH SCHOOL Music Department program.

Section 9.7 – Returned Checks

When the Treasurer is notified of a return check for insufficient funds, a call will be made to the individual immediately to let them know of the return check and ask them to make the payment within two to three (2-3) days. If no response to the phone call, a certified letter will be mailed. If no response is received to the letter within five (5) days, court action may be taken. The first response for a returned check will be a suspension of acceptance of any checks from the individual for one year. Second offense will be a lifetime ban. Individuals will also be responsible for paying any fees charged by the bank.

Section 9.8 – Annual Financial Review

The Board shall arrange for an annual review or audit of the Organization's financial records at the close of each fiscal year. The results shall be reported to the Board and summarized for the general membership.

Section 9.9 – Dissolution of Assets

In the event of dissolution of the Organization, all remaining assets, after payment of lawful debts and obligations, shall be distributed exclusively to one or more organizations that qualify as tax-exempt under Section 501(c)(3) of the Internal Revenue Code, as determined by the Board at the time of dissolution. No assets shall be distributed to any private individual.

ARTICLE X – REMOVAL OF OFFICERS AND COMMITTEE CHAIRS

Section 10.1 – Grounds for Removal

A Board member may be removed from office for cause, including but not limited to:

- Misconduct or conduct unbecoming of a representative of the Organization

- Failure to perform the duties of their office
 - Officers and Chairpersons are expected to attend all regularly scheduled and emergency meetings that have been given a minimum of 72 hours' notice. Three (3) unexcused absences from scheduled meetings may result in dismissal from their position. If unable to attend a meeting, the President must be contacted prior to be considered excused.
- Violation of these Bylaws or any official policy of the Organization
- Actions that are harmful to the Organization, its members, or the students it serves
- Conviction of a crime that reflects adversely on the Organization

Section 9.2 – Initiation of Removal Proceedings

Removal proceedings may be initiated by:

- The **Smyrna High School Band Director**, or
- A **majority vote of the voting Board members**

Initiation of removal proceedings shall be made in writing and delivered to the Secretary, or to the President if the Secretary is the subject of the proceedings. If the President is the subject of the proceedings, notice shall be delivered to the Vice President.

Section 10.3 – Notice to the Officer

Upon initiation of removal proceedings, the officer subject to removal shall be provided written notice of:

- The specific grounds for removal being considered
- The date, time, and format of the hearing or response opportunity
- Their right to respond

Notice shall be provided no less than seven (7) days prior to the removal vote.

Section 10.4 – Right to Respond

The officer subject to removal proceedings shall have the right to:

- Submit a written response to the Board prior to the vote
- Appear before the Board to address the grounds for removal in person or electronically
- Be accompanied by a support person of their choosing who may not speak on their behalf during formal proceedings

Section 10.5 – Removal Vote

Following the officer's opportunity to respond, the Board shall conduct a removal vote. Removal of an officer shall require an affirmative vote of **no less than two-thirds (2/3) of the current voting Board members**. The officer subject to removal shall not vote on their own removal.

Section 10.6 – Effect of Removal

An officer removed under this Article shall immediately vacate their position. The resulting vacancy shall be filled in accordance with Section 6.5 of these Bylaws.

Section 10.7 – Band Director Removal

The Band Director serves as an ex-officio non-voting member and is not subject to removal by the Booster Board. Questions regarding the Band Director's participation shall be referred to Smyrna School District administration.

ARTICLE XI – INDEMNIFICATION

Section 11.1 – Indemnification of Officers and Board Members

The Smyrna High School Band Boosters shall indemnify and hold harmless each current and former officer and Board member of the Organization against any claim, liability, cost, or expense, including reasonable legal fees, arising out of or related to any action taken or omitted in their official capacity, provided that:

- The individual was acting in good faith
- The individual reasonably believed their conduct was in the best interest of the Organization
- The conduct did not constitute gross negligence, willful misconduct, or fraud

Section 11.2 – Scope

Indemnification under this Article shall be to the fullest extent permitted by the laws of the State of Delaware and shall not apply to any matter in which the officer or Board member is found to have acted outside the scope of their authority or in violation of these Bylaws.

Section 11.3 – Insurance

The Board may, in its discretion, purchase and maintain directors and officers liability insurance on behalf of the Organization's officers and Board members.

ARTICLE XII – VOLUNTEER POLICY

Section 12.1 – Governing Volunteer Policy

All volunteers of the Smyrna High School Band Boosters shall be subject to the Organization's **Three-Tier Volunteer Policy**, which is maintained as a separate governing document by the Booster Board.

Section 12.2 – Tier Structure

The Three-Tier Volunteer Policy establishes categories of volunteer roles based on the level of student-facing responsibility. All volunteers must be screened, approved, and assigned to the appropriate tier prior to participation in any booster activity. The specific requirements for each tier are defined in the Volunteer Policy.

Section 12.3 – Board Responsibility

The Booster Board shall be responsible for:

- Maintaining and enforcing the Three-Tier Volunteer Policy
- Maintaining a current list of approved volunteers by tier
- Ensuring that no volunteer participates outside their approved tier
- Coordinating with the Smyrna School District on district-level approval requirements as applicable

Section 12.4 – Policy Updates

The Booster Board may amend, update, or revise the Three-Tier Volunteer Policy as needed without amendment to these Bylaws, provided that any updates remain consistent with the purposes and principles of this Organization and applicable law.

ARTICLE XIII – AMENDMENTS TO BYLAWS

Section 13.1 – Proposal of Amendments

Amendments to these Bylaws may be proposed by:

- Any voting Board member
- Written petition submitted by no fewer than twenty-five percent (25%) of active members in good standing

Section 13.2 – Notice

Proposed amendments shall be provided in writing to all Board members and general members no less than fourteen (14) days prior to the meeting at which the amendment will be considered.

Section 13.3 – Adoption

Amendments to these Bylaws shall require an affirmative vote of **two-thirds (2/3) of the voting Board members** present and voting at a duly noticed meeting at which a quorum is present.

Section 13.4 – Effective Date

Amendments shall take effect immediately upon adoption unless the amendment itself specifies a later effective date.

ARTICLE XIV – Awards

Section 14.1 – Music Program Scholarships

Applicants must submit their application and recommendation letters by the assigned deadline. Requirements for scholarship will be determined by the executive board.

Scholarship awards will be based on the availability of funds. When developing the annual budget, the Smyrna High School Music Boosters will allocate a minimum of \$1,000.00 for scholarship disbursement.

Nominees **MUST** have been enrolled in any music department program over the 4 years. Winners will be announced at the Annual Senior Awards Program.

ARTICLE XV – DISSOLUTION

Section 15.1 – Dissolution Process

The Organization may be dissolved by an affirmative vote of two-thirds (2/3) of the active membership in good standing at a duly noticed meeting called for that purpose.

Section 15.2 – Distribution of Assets

Upon dissolution, after all lawful debts and obligations of the Organization have been satisfied, all remaining assets shall be distributed exclusively to one or more organizations exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code. No assets shall be distributed to any private individual. The Board shall designate the recipient organization(s) at the time of dissolution.

The Board may elect to provide all remaining assets to the current SMYRNA HIGH SCHOOL Music Director to use for the SMYRNA HIGH SCHOOL Music Program. All remaining funds in the student account may be transferred to the SMYRNA HIGH SCHOOL High School Student Organization Accounts for the continuation of fundraising.

Section 15.3 – Notice to Authorities

Upon dissolution, the Organization shall provide any required notices to the State of Delaware and the Internal Revenue Service in accordance with applicable law.

ARTICLE XVI – MISCELLANEOUS PROVISIONS

Section 16.1 – Parliamentary Authority

The Smyrna High School Band Boosters shall conduct its meetings and proceedings in accordance with procedures established by the Board. These Bylaws shall serve as the primary governing authority of the Organization.

Section 16.2 – Governing Law

These Bylaws shall be governed by and construed in accordance with the laws of the **State of Delaware**.

Section 16.3 – Severability

If any provision of these Bylaws is found to be invalid or unenforceable under applicable law, the remaining provisions shall continue in full force and effect.

Section 16.4 – Rules of the Organization

The Board may adopt standing rules, policies, manuals, and procedures that are consistent with these Bylaws to govern the day-to-day operations of the Organization. Such rules shall not require amendment to these Bylaws.

Section 16.4 – Electronic Communications

Any notice, communication, consent, signature, or vote required by these Bylaws may be provided electronically to the fullest extent permitted by law. Email, electronic voting platforms, and other Board-approved communication methods shall constitute written notice where permitted by these Bylaws.

Section 16.5 – Inspection of Records

The books, records, minutes, and financial reports of the Organization shall be maintained by the appropriate officers and shall be available for inspection by any member in good standing upon reasonable written request, subject to applicable privacy laws and the protection of confidential information. The board shall conduct an annual review at the final board meeting of the fiscal year.

CERTIFICATION

These Bylaws were duly adopted by the Smyrna High School Band Boosters on the date indicated below.

President: _____ **Date:** _____

Vice President: _____ **Date:** _____

Secretary: _____ **Date:** _____

Treasurer: _____ **Date:** _____

Smyrna High School Band Boosters | Smyrna, Delaware 501(c)(3) Nonprofit Organization