

FOREST LAKE AREA MUSIC BOOSTERS, INC.
BYLAWS

Approved December 15th, 2022

ARTICLE I: NAME AND ADDRESS

Section 1. The name of the organization shall be the Forest Lake Area Music Boosters, Inc. (FLAMB).

Section 2. The address of the organization shall be P.O. Box 11, Forest Lake, MN 55025.

ARTICLE II: PURPOSE

The purpose of the Forest Lake Area Music Boosters is to promote and assist the Forest Lake Area School District #831 music departments and students.

ARTICLE III: MEMBERSHIP

Section 1. The organization is to be composed of parents/guardians of students in the music department and the students. Enrollment is open to all students, parents, and guardians of students who participate in the music programs in ISD #831. The Forest Lake High School, Middle School and Elementary School Directors shall be Ex Officio members of the organization. See Article IV: Section 2.

Section 2. The organization is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code.

ARTICLE IV: OFFICERS AND EXECUTIVE BOARD

Section 1. The officers of the organization shall be President, Vice President, Secretary, Treasurer, and Fundraising Chair Coordinator(s). The officers shall comprise the Executive Board. The President shall chair the Executive Board. The Executive Board shall be responsible for transacting the business of FLAMB not reserved to the general membership under the Bylaws.

Section 2. The officers of the organization shall be elected at the end of their predecessor's term, or as vacancies present, by the FLAMB membership at any meeting or at the May meeting. All officers are elected for three-year terms and are subject to removal at any time by the majority vote of the Executive Board. Their terms of office shall begin at the start of the FLAMB designated fiscal year or begin at the close of the meeting in which they were elected. Their terms shall end at the end of the FLAMB designated fiscal year. Board Members whose term ends due to their student(s) graduating from Forest Lake Area Schools are de facto members so they can complete their officer term, or assist in the transition of the newly elected officer, if they so choose and the Executive Board approves.

Section 3. An Officer is not allowed to serve in a position for more than one consecutive term. Officers terms are to be staggered, to provide open oversight

between terms which enhances consistency on the Executive Board. The offices of the President and the Treasurer must be held by a parent/guardian of a high school music student. The offices of the Secretary, Vice President, and Fundraising Coordinator are open to any member of FLAMB.

Section 4. In the event the office of President becomes vacant, the Vice President shall assume the office for the remainder of the expired/ unexpired term and can run for the adjacent term assuming their dependent is enrolled in the High School.

Section 5. In the absence of the President, the duties of the President shall be performed by the Vice President.

Section 6. When an office, other than the President, is left vacant for any cause, the President with the approval of the Executive Board shall appoint a person to fill that office for the balance of the unexpired term or the end of the fiscal year when an election is feasible.

Section 7. The duties of the officers shall be as follows:

a. President

The president shall preside at all meetings of FLAMB and the executive board. They shall serve as the primary liaison between the organization and the music directors. The president also facilitates the activities and promotes the general welfare of the organization. The president shall sign and execute all contracts and other instruments in writing that may be required for the proper and necessary transaction(s) of the business of the organization. By virtue of the office, the President shall exercise any powers and duties as the membership and/or Executive Board may determine and shall officially represent the organization. The president shall hold the passwords for the board members assigned email accounts.

b. Vice President

The vice president shall assist the president in an administrative capacity and perform the duties of president in the president's absence. The vice president, along with the president shall hold the passwords for the board members assigned email accounts. The vice president will also fill-in where needed with fundraising, communication and outreach.

c. Treasurer

The treasurer shall receive and disburse all assets of the organization. They shall cause all monies of the organization to be promptly deposited at the bank named by the executive board as depository for its funds. All disbursements shall be by check drawn on the checking account by the treasurer or the president, in the treasurer's absence, or funds may be dispersed using a debit card option. No cash transactions are allowed. All deposits or withdrawals require legal receipts to fortify commitment to Non Profit reporting laws. The treasurer shall make a report in detail of the financial condition of the organization at all regular board and organization meetings and shall present the books for audit at fiscal year

end to the Executive Board. The treasurer, along with the president, are responsible for keeping the nonprofit status of the organization up to date and filing appropriate paperwork with the Secretary of State. The treasurer shall file the organization's taxes on time and in accordance with State of Minnesota and Federal tax laws. Taxes are to be ready for review by the October meeting, but no later than the November meeting of the membership.

d. Secretary

The secretary shall conduct correspondence; maintain a record of all proceedings of the committees, executive board, and other meetings as necessary. The secretary shall distribute the minutes of meetings to each board member via email. The secretary shall maintain up to date bylaws and provide clarification to board members, parents, and music directors, if necessary. The Secretary will maintain the music boosters website and social media pages.

e. Fundraising Chair Coordinator(s)

The fundraising coordinator(s) are responsible for introducing all new fundraisers, that have been voted on and approved by the membership, to the students in the music department. The coordinators are responsible for establishing dates to begin a fundraiser and also deadline dates. The coordinators must seek out and maintain a good working relationship with fundraising vendors. Coordinators must keep accurate records of fundraising items and count money from the fundraising events and turn over such funds to the Treasurer as soon as feasibly possible or leave in the provided envelope and then drop safes at the school(s). Records of student fundraising activity and monies are to be forwarded to the Treasurer for final tallies and deposit. A spreadsheet from each fundraiser will be forwarded to the Treasurer in a timely manner.

Section 8. All outgoing board members must surrender all documentation and email accounts to incoming board members within thirty (30) days of terms end. If a board member is removed from their office, by the majority vote of the Executive Board, they must immediately surrender their email account and password.

ARTICLE V: MEETINGS

Section 1. The first regular meeting of FLAMB shall be in September. Thereafter, regular meetings of the board shall be held monthly in the fiscal year through May, the dates of which are to be fixed by the executive board.

Section 2. Special meetings of the board may be held on call of the president or upon written request of three directors officers upon reasonable notice to all directors officers by email.

Section 3. All meetings are open to the public.

Section 4. The affirmative vote of a majority of all members who are present at a duly held meeting shall be required to act.

Section 5. Proxy votes shall not be allowed.

Section 6. Outgoing board members should set up a transition meeting with the incoming board member prior to the first regular meeting of FLAMB for that year.

ARTICLE VI: FISCAL MANAGEMENT

Section 1. There shall be no membership dues.

Section 2. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its members, trustees, or officers except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered, upon majority vote of the membership. FLAMB Officer incentives will be provided towards the bi-annual music trip. The President and Treasurer will get the equivalent of one paid trip per three year term. The Vice President, Secretary and Fundraising Chair will get the equivalent of 50% of one paid trip per three year term. If the office is in their first term, they will receive half of the incentive in the first year, and the second half of their incentive in the third year of their term.

Section 3. The fiscal year shall begin on the first day of July and end on the last day of June.

Section 4. The FLAMB shall indemnify any person who was, or is a, party, or is threatened to be made a party, to any threatened, pending, or completed action, suit or proceeding, wherever brought, whether civil, criminal, administrative, or investigative, by reason of the fact that that person was the Executive Board Member, Chair, or member, to the full extent permitted by Minnesota Statutes, Section 317A.521.

Section 5. Requests to purchase must be presented via the FLAMB Payment Authorization/Request for Reimbursement form for any purchases from the FLAMB website. Funding Requests/Reimbursements for amounts over \$50 must be submitted by two director representatives in the same department of the requested account.

Section 6. Funds collected or raised by School Staff to support the music program and verified by the Treasurer for instruction relevant items do not require the Treasurer to request a majority vote of the membership as long as payment is requested with the supporting documentation using the Reimbursement Forms.

Section 7. The following accounts will be managed by the Treasurer: General, High School, Tri-M, Student Accounts, Middle School Band, Middle School Choir, Middle School Orchestra, Marching Band, Elementary Band, Elementary Choir and Elementary Orchestra.

ARTICLE VII: POLITICS

Section 1. 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 (including the publishing or distribution of statements) any political campaign on behalf of any candidate or candidate's committee for public office.

ARTICLE VIII: ORGANIZATION ACTIVITIES

Section 1. Notwithstanding any other provisions of these articles, the Organization shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IX: DISSOLUTION AND LIQUIDATION

Section 1. In the event of the dissolution or liquidation of the FLAMB, the Executive Board shall, after paying or making provisions for the payment of all of the liabilities of the organization, dispose of all the assets of the organization exclusively for the purposes of the organization in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Executive Board shall determine.

Section 2. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of Washington County in which the principal office of the organization is 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.

ARTICLE X: AMENDMENT OF BYLAWS OF THE ASSOCIATION

Section 1. The Bylaws shall be reviewed by the Executive Board every odd numbered year for potential amendments or as needed.

Section 2. All proposed amendments to the Bylaws by the Executive Board will be submitted in writing and posted in a public manner before or at a prior meeting or provided with the announcement of the upcoming meeting at which the amendment(s) is to be considered, during the months of September through November, but no later than December at which point changes will have to wait until the next school year.

Section 3. Amendments to the Bylaws must be approved by majority vote of the FLAMB membership present by December of said year in accordance with Section 1 and 2.

Section 4. Any FLAMB member may propose amendments to the Bylaws. Proposals must be submitted by the November meeting to be approved at the December meeting. Proposed amendments must be submitted in writing to the President or Vice President who's sole discretion is used to bring forward to the remaining board members for consideration.

Section 5. The amended Bylaws must be submitted to the State of Minnesota by December 31st.

ARTICLE XI: FUNDRAISING

Section 1. FLAMB will comply with the Forest Lake Area School District #831 policy concerning liability insurance, if necessary and required.

Section 2. All monies raised during music booster (FLAMB) activities and fundraising events will stay in the music boosters (FLAMB) organization. Monies will not be transferred out of FLAMB to any other booster club, school district account, student account or any other entity. Monies raised are not to be used for purchase of personal instruments.

Section 3. FLAMB shall keep 5% of all fundraising proceeds to be designated to the General Fund, which pays for FLAMB operating expenses and supplies. See Section 10 for exemptions.

Section 4. All monies received for a fundraising event shall be collected by the Fundraising Coordinator. After the monies have been counted and balanced, the monies shall then be transferred to the Treasurer to be recounted, balanced and deposited. If the Fundraising Coordinator is not available, another member of the executive board, other than the Treasurer, may fulfill this duty.

Section 5. The Fundraising Coordinator and Root Beer Float Coordinator shall be responsible for supplying receipts for any items purchased for reimbursement(s). Receipts shall be supplied to the Treasurer with the appropriate fundraising documentation for the event(s).

Section 6. All fundraising events shall be discussed and voted on at a regular FLAMB meeting. The executive board shall decide which fundraisers to present to the membership at appropriate times during the year. All events must have a membership present majority vote in order for FLAMB to sponsor the fundraiser.

Section 7. Root beer float profits will be distributed to the music program represented at the event where floats are served after 5% is designated to the FLAMB General fund. 100% of cash donations will go to the music program represented.

Section 8. FLAMB Executive Board will designate a Root Beer Float Coordinator at the September meeting to oversee all aspects of the root beer float stand, including stocking supplies, coordinating with Tri-M, scheduling the volunteers and managing the stand at all of the concerts.

Section 9. Students' accounts will be reviewed annually by the Treasurer and a survey will be prepared and sent out by the High School Directors to graduating seniors by May 1st giving them the following options for distribution of the remainder of their balance to the general fund, to the FLAMB scholarship fund, or to a younger sibling or another student's account. No cash distributions can be made. Student accounts will only be managed by FLAMB for students in Grades 9 through 12.

Section 10. All donations earmarked for particular funds are exempt from all FLAMB fees except costs incurred through Credit Card or Bank Fees. Non-earmarked donations are fully deposited into the General Fund.

ARTICLE XII: COMMITTEES

Section 1. The Advocacy Committee was established to work with parents to present and promote music issues to school administration and the community. The President will chair the Advocacy Committee.

Section 2. The Fundraising Committee was established to organize fundraisers so students can earn money towards trips, camps, etc. The Fundraising Committee will also hold events to raise money for Scholarships and to meet the larger needs of the music department(s) (new instruments, formal wear, field trips, etc.) The Fundraising Chair and Treasurer will co-chair the Fundraising Committee.

Section 3. The Outreach Committee was established to promote the music students and activities in the community through newspaper articles, the FLAMB website and social media, represent FLAMB at concerts and community events, and set up “gigs” for student music groups in the community. The Vice President and Secretary will co-chair the Outreach Committee.

Section 4. The Scholarship Committee was established to facilitate the process of annually soliciting applicants and selecting the winners of at least three \$1000 student scholarships for graduating seniors that the Committee feels has contributed to our shared vision of advancing music and music programs in the schools and community. The committee will be represented by a minimum of 5 FLAMB members. The Vice President will oversee the Scholarship Committee.