

BYLAWS OF VICKSBURG BAND BOOSTERS, INC.

(As amended through June 15, 2023)

Article I---Name and Purpose of Organization

Section 1.1---Name

These are the Bylaws of Vicksburg Band Boosters, Inc. (VBBB), created under the Michigan Nonprofit Corporation Act pursuant to Articles of Incorporation executed September 7, 2011, and filed with the State of Michigan on September 9, 2011 (as amended).

Section 1.2---Purpose

Vicksburg Band Boosters, Inc. is organized and operates as a Michigan non-profit corporation: to provide charitable support for, to advance the continuing progress and development of, and to emphasize the public educational benefits of, the public school instrumental band program of the Vicksburg Community Schools. This band booster organization carries out various functions and activities consistent with this purpose, including:

- Assisting the band directors in the development and continuation of a superior band program.
- Raising funds for band program events and activities.
- Coordinating volunteers assisting the band program.
- Coordinating band program projects, including fundraisers.
- Providing equipment, supplies and logistical support for the band program and band activities.
- Promoting the educational benefits of the band program for the individuals participating in the program, collectively, and for the community.
- Encouraging involvement in supporting the band program by parents, other students, school district staff, and the community.
- Mentoring band students to instill a high standard of personal integrity and sportsmanship in all band activities.
- Fostering good will and fraternal spirit among band students and volunteers assisting the band program.

Section 1.3---Relationship to Vicksburg Community Schools

Vicksburg Band Boosters, Inc. is a private nonprofit corporation, independent of the Vicksburg Community Schools. However, to fulfill its purpose the corporation has a strong functional relationship to the band program of the Vicksburg Community Schools. As such, the Directors, officers, and volunteers of the corporation are expected to abide by all policies of the Vicksburg Community Schools applicable to activities of the corporation.

Article II---Structure of the Organization (Overview)

Section 2.1---Governance

The Vicksburg Band Boosters, Inc. is organized on a “directorship” basis, not on a stock or membership basis. This means the organization is governed and managed by a Board of Directors that sets general policies, and officers and coordinators/committees appointed by the Board or President to implement and administer those policies. (See Appendix J for Organization Chart)

Section 2.2---The Role of Members

Although the corporation is not organized on a “membership” basis, the success of the corporation is significantly dependent on involvement by band parents and other persons throughout the community who support the purpose of the corporation by donations and volunteerism. The corporation therefore may have members, as determined by the Board of Directors; provided that as required by *MCL 450.2305(1)* any such members shall not be entitled to vote with respect to the governance of the corporation.

Article III---Board of Directors

Section 3.1---Number and Composition of Board of Directors

The Board of Directors shall consist of nine voting members, unless set at a different number not less than three by amendment of these Bylaws. The composition of the Board of Directors shall be as follows (based on a nine-member Board):

- A Band Director of the Vicksburg High School and/or Vicksburg Middle School.
- A Band Director of the Vicksburg High School and/or Vicksburg Middle School.
- The President of the corporation.
- The Vice-President of the corporation.
- The Treasurer of the corporation.
- The Secretary of the corporation.
- The Fundraising Coordinator of the corporation.
- A Vicksburg Band Parent-at-Large.
- A Community Member-at-Large.

Section 3.2---Appointment of Directors

- A. The persons serving as the Vicksburg High School and/or Middle School Band Directors are automatically appointed to the Board of Directors (two members of the Board) by virtue of holding their respective Band Director positions of employment with the Vicksburg Community Schools. If a person serving as the High School and/or the Middle School Band Director is for any reason unwilling or unable to serve on the Board of Directors, the remaining members of the Board shall appoint a suitable substitute; provided the Band Director(s) declining to serve shall have an opportunity to recommend his or her suggested substitute before the Board makes its appointment decision.
- B. The President, Vice-President, Treasurer, Secretary and Fundraising Coordinator of the corporation are automatically appointed to the Board of Directors by virtue of their respective officer appointments.

- C. The other two members of the Board of Directors are appointed by the other initial members; provided the High School and Middle School Band Directors shall have an opportunity to recommend suggested nominees to these two positions before the Board makes its appointment decisions.

Section 3.3---Qualifications of Board of Directors

Each member of the Board of Directors shall have all of the following qualifications (except as otherwise stated):

- Residency in the Vicksburg Community School District; or, in the alternative, the parent of a student residing in another school district but attending the Vicksburg Community Schools (the High School and Middle School Band Directors are excused from this requirement).
- A demonstrated commitment to the purpose of the corporation.
- A clear interest in serving on the Board for the betterment of the band program, rather than for personal recognition.
- The ability to fulfill their fiduciary duty to the corporation without any actual or potential conflict of interest arising from their participation as a director, officer, or member of any other entity or organization.

Section 3.4---Terms of Board of Directors

The term of each member of the Board serving by automatic appointment (band directors and officers) shall be indefinite and throughout the duration of their band director or officer position, subject to any event that creates a vacancy as provided herein. The term of the remaining members of the Board shall also be indefinite, subject to any event that creates a vacancy.

Section 3.5---Vacancy on Board of Directors

A. A vacancy on the Board of Directors is created by any of the following events:

- Ceasing to have all the qualifications specified by Section 3.3 of these Bylaws.
- *Resignation.* A Director may resign by written notice to the corporation, signed by the resigning Board member. The resignation is effective upon receipt by the corporation, or such later time as may be stated in the notice.
- *Removal.* Any Board member may be removed by majority vote of the remaining members of the Board without cause, or with cause including the following:
 1. any attempt to inappropriately interfere with the content or curriculum of the band program as established by the Band Directors and/or school administrators, as applicable.
 2. dereliction of any duties.
 3. failing to constructively participate in advancing the purpose of the corporation.
 4. any other conduct deemed detrimental to the corporation or the band program.

- *Death or other disability.*

B. All vacancies shall be filled by appointment by the remaining members of the Board.

Section 3.6---Authority and Duties of Board of Directors

- A. The Board of Directors shall have the following duties and authority, which each individual Director and the Board collectively shall be obligated to discharge in good faith and with the degree of diligence, care, and skill that an ordinarily prudent person would exercise under similar circumstances in a like position:
1. Appoint the officers of the corporation; and determine the functions, duties, and authorities of such officers. A person serving as a director may also be appointed as an officer.
 2. Appoint the persons to serve in the Permanent Coordinator positions of the Corporation, as specified in Section 5.2 of these Bylaws.
 3. Approve all expenditures of the corporation.
 4. Designate the manner in which records of the corporation shall be kept, and the location of such records.
 5. Obtain such policies of liability and/or property insurance as the Board deems necessary or advisable with respect to the assets and activities of the corporation.
 6. Designate a Managing Director, and determine the functions, duties, and authorities of such Managing Director; provided that in the absence of the designation of a Managing Director by the Board of Directors the President shall serve as the Managing Director and have the duties and authority prescribed herein for the Managing Director.
 7. Schedule such regular or special meetings of the Board of Directors as may be determined by the Board or President to be necessary or advisable to govern and properly administer the corporation consistent with its purpose.
 8. Adopt amendments of these Bylaws or adopt new bylaws, to address the governance of the corporation and its activities consistent with the purposes of the corporation and all applicable provisions of the Michigan Nonprofit Corporation Act.
 9. Retain the services of such professionals as the Board deems necessary or advisable to facilitate the proper governance and administration of the corporation in accordance with applicable laws (such as accountant, attorney, etc.).
 10. Take all such other actions as are authorized by these Bylaws with respect to the governance of this corporation and the proper administration of its purpose.
 11. Arrange for the timely filing with the State of Michigan of the Annual Report of the corporation required by Section 911 of the Michigan Nonprofit Corporation Act (*MCL 450.2911*).
 12. Take all other such actions as are authorized by the Michigan Nonprofit Corporation Act to facilitate the governance of this corporation and the proper administration of its

purpose.

- B. The specified duties of the Board of Directors shall be interpreted to include all incidental actions reasonably necessary and appropriate to perform the specified duties, not inconsistent with the specific duties of an officer as provided in these Bylaws.

Section 3.7---Meetings of Board of Directors

- A. Number of Regular/Special Meetings: The Board of Directors shall schedule and hold at least one regular meeting each calendar quarter, and such special meetings as are deemed necessary or advisable to govern and properly administer the corporation consistent with its purpose. The first regular meeting of each fiscal year (January 1- December 31) shall be considered the Annual Meeting of the corporation.
- B. Special Meetings: Any special meeting of the Board of Directors may be scheduled by the Board of Directors itself or may be called by the Managing Director/President, or at the call of at least two directors.
- C. Notice of Meetings: A scheduled regular meeting may be held with or without additional notice to the directors. A special meeting shall be held upon reasonable advance notice sent to each director by mail, telephone, or e-mail (at a place or address designated by each director).
- D. Quorum/Voting: At any regular meeting or special meeting the presence of a majority of the members of the Board of Directors then in office constitutes a quorum for the transaction of business. Any otherwise lawful action of the Board of Directors may be approved by a majority of a quorum, except where these Bylaws or law requires approval by a different majority or by unanimous vote. All directors are of one class, and each director has an equal vote on all matters.
- E. Meeting Participation by Remote Communication: One or more members of the Board may participate in a meeting by telephone conference or other means of remote communication by which all persons participating in the meeting can communicate with each other. Participation in a meeting in this manner constitutes presence in person at the meeting.
- F. Meeting Rules and Procedures: The President or such other Director as the Board may designate as the Managing Director shall preside over the Board meetings. The Board may designate a recording secretary to prepare minutes of the Board meetings, in the absence of the Secretary. Meetings may be conducted with such formal or informal procedures as the Managing Director/President, or the Board considers sufficient to assure orderly and efficient conduct of the Board's business. The agenda for each meeting may be formal or informal and shall be determined by the Managing Director/President unless the Board directs otherwise. Voice votes on all matters shall be sufficient unless the Managing Director/President or at least three members of the Board call for a roll call vote. Roll Call voting attaches the vote response specific to the Director and must be tabulated and recorded by the Secretary or designate.

Article IV---Officers

Section 4.1---Appointment of Officers

The Board of Directors shall appoint the officers of the corporation, which consist of the following:

- President.
- Vice-President.
- Treasurer.
- Secretary.
- Such other officers may be determined by the Board to be necessary or advisable to govern and properly administer the corporation consistent with its purpose.

Section 4.2---Term of Office

An officer shall hold the office for an indefinite term, or such specific term as may be designated by the Board, and until a successor is appointed, or until a vacancy has been created per Section 4.4.

Section 4.3---Holding Multiple Offices

Two or more offices may be held by the same person, except the offices of President and Vice-President, and Treasurer and Secretary. In addition, an officer shall not execute, acknowledge, or verify an instrument in more than one capacity if the instrument is required by law (or the Articles of Incorporation, or the Bylaws) to be executed, acknowledged, or verified by two or more officers. As provided in Section 3.2.B, the officers of the corporation shall also serve on the Board of Directors.

Section 4.4---Vacancies in Officer Positions

A. A vacancy in any officer position is created by any of the following events:

- *Resignation.* An officer may resign by written notice to the corporation, signed by the resigning officer. The resignation is effective upon receipt by the corporation, or such later time as may be stated in the notice.
- *Removal.* Any officer may be removed by majority vote of the members of the Board without cause, or with cause including the following:
 1. any attempt to inappropriately interfere with the content or curriculum of the band program as established by the Band Directors and/or school administrators, as applicable.
 2. dereliction of any duties.
 3. failing to constructively participate in advancing the purpose of the corporation.
 4. any other conduct deemed detrimental to the corporation or the band program.
- *Death or other disability.*

B. All vacancies shall be filled by appointment by the Board of Directors.

Section 4.5---Authority and Duties of Officers; Generally

- A. Each officer shall discharge the authority and duties of their office as specified in these Bylaws in good faith and with the degree of diligence, care, and skill that an ordinarily prudent person would exercise under similar circumstances in a like position.
- B. The specified duties of each office are intended to include all incidental actions reasonably necessary and appropriate to perform the specified duties, not inconsistent with the specific duties of another office, or of the Board of Directors.
- C. Each officer shall during his or her term maintain records pertinent to the duties of the office and shall at the end of such term relinquish all such records and any other property of the corporation in their possession to their successor, or to the Managing Director/President.

Section 4.6---Authority and Duties of President

The President shall have the following duties and authority:

- A. Preside over all meetings of the Board of Directors, unless the Board designates another director as the Managing Director.
- B. Prepare a proposed agenda for meetings of the Board of Directors.
- C. Preside over all meetings of the Executive Committee.
- D. Appoint the persons to serve as non-permanent coordinators and the members of all committees established by the Board of Directors or by the President pursuant to Section 5.3. The President of the Board of Directors may in their absolute discretion remove a coordinator or member of a committee established pursuant to Section 5.3 upon determining such removal action is in the best interest of the corporation.
- E. Monitor the activities of all other officers, and all coordinators and committees, and report on the same to the Board of Directors at each regular meeting or as otherwise requested by the Board.
- F. Assure the Executive Committee is properly performing its duties, and report on same to the Board of Directors at each regular meeting or as otherwise requested by the Board.
- G. Review and approve/disapprove disbursements for expenditures arising between meetings of the Board of Directors (and not otherwise pre- approved by the Board) for disbursement by the Treasurer: (This paragraph separated out and numbered for clarity.)
 - 1. Provided the amount of any such single expenditure shall not exceed \$100.00, or \$200.00 in the aggregate.
 - 2. These expenditure limits are increased to \$200.00 and \$350.00, respectively if any such expenditure is also approved by the Executive Committee.
 - 3. The request must be approved in writing.

- H. All Disbursements shall be subject to ratification by the Board of Directors at its next scheduled meeting.
- I. Coordinate requests for assistance/grants from the band directors, financial or otherwise, for presentation to the Board of Directors.
- J. Assume the responsibilities of any position in which there is an unfilled vacancy, except as otherwise specified in these Bylaws.
- K. Attend any applicable meeting(s) of the Board of Education of the Vicksburg Community Schools to represent the interests of the corporation or appoint another officer to do so.
- L. Perform such additional tasks as may be assigned by the Board of Directors, not inconsistent with the specified duties of another officer.
- M. Immediately report to the Board of Directors any potential irregularity relating to the financial management of the corporation; and promptly notify the Board of Directors of any other circumstance or issue relevant to the corporation that a reasonable person would believe to be detrimental to the corporation.

Section 4.7---Authority and Duties of Vice-President

The Vice-President shall have the following duties and authority:

- A. Perform the duties of the President in the absence of the President, or in the event of an unfilled vacancy in that office.
- B. Cooperate with the Fundraising Coordinator to co-organize and co-administer the Friends of the Band (or alternate) annual fundraising campaign, including all the following:
 - 1. Recommend tiered donor contribution/recognition levels for approval by the Board of Directors.
 - 2. Prepare the solicitation letter for approval by the Board of Directors and distribution.
 - 3. Prepare and distribute appreciation/thank you letters to all known donors, as approved by the Board of Directors.
 - 4. Assure any contribution benefits are received by donors, as applicable.
- C. Exercise oversight responsibility for the Merchandise Coordinator through the following:
 - a. Ensure timely merchandise fulfillment, purchasing, and new designs or branding activity.
 - b. Oversee inventory reports and sales trends provided by the Merchandise Coordinator.
 - c. Help determine price points based on inventory costs to ensure appropriate profit margins.
 - d. Support and assist the Merchandise Coordinator with any needs to help with successful execution of merchandise sales.

- D. Perform such additional tasks as may be assigned by the President, the Executive Committee, or the Board of Directors, not inconsistent with the specified duties of another officer.
- E. Immediately report to the President and Board of Directors any potential irregularity relating to the financial management of the corporation; and promptly notify the President and Board of Directors of any other circumstance or issue relevant to the corporation that a reasonable person would believe to be detrimental to the corporation.

Section 4.8---Authority and Duties of Treasurer

The Treasurer shall have the following duties and authority:

- A. Receive and properly account for all donations and other income of the corporation, and promptly deposit all such funds at such bank as the Board of Directors has designated.
- B. Administer all requests for disbursements of corporate funds, and assure all such requests have sufficient supporting documentation, such as, receiving and confirming invoices generated by members of the Corporation.
- C. Disburse funds of the corporation upon authorization by the Board of Directors or as otherwise authorized in these Bylaws; and co-sign all corporation checks with the Secretary or other authorized officer of the corporation.
- D. Keep complete and accurate records of all income of the corporation and all disbursements, using QuickBooks online or such other accounting system software as the Board may designate.
- E. Timely reconcile the balance in the corporation checking account and any other corporation bank account with monthly bank statements and provide a copy of such monthly reconciliation to the Secretary.
- F. Timely prepare and file with the Board of Directors accurately written monthly financial reports summarizing all income and disbursements for the calendar month most recently completed.
- G. Secure and maintain the corporation checkbook, and all corporation bank account records.
- H. Close-out the corporation's financial books at the end of each fiscal/tax year.
- I. Coordinate with such accounting and legal professionals as the Board of Directors may designate to assure the timely preparation and filing of all tax returns and other financial filings as may be applicable to the corporation.
- J. Assist the corporation's accounting and legal professionals with preparation of all documents associated with maintaining tax exempt status with the United States Internal Revenue Service.
- K. Perform such additional tasks as may be assigned by the President, the Executive Committee, or the Board of Directors, not inconsistent with the specified duties of another officer.

- L. Immediately report to the President and Board of Directors any potential irregularity relating to the financial management of the corporation; and promptly notify the President and Board of Directors of any other circumstance or issue relevant to the corporation that a reasonable person would believe to be detrimental to the corporation.
- M. Prepare and present to the Board of Directors at its annual meeting the report required by Section 901 of the Michigan Nonprofit Corporation Act (*MCL 450.2901*), which shall include the corporation's fiscal year-end statement of assets and liabilities, and the principal change in assets and liabilities during the fiscal year preceding the date of the report, and any other information required by the Act; provided this responsibility may be delegated to and accepted by another member of the Board of Directors.

Section 4.9---Authority and Duties of Secretary

The Secretary shall have the following duties and authority:

- A. Prepare minutes of all meetings of the Board of Directors, accurately stating the members present and absent, all motions, and such other content as the Board may request, unless the Board of Directors designates a recording secretary for the purpose of preparing such minutes.
- B. Serve as the Secretary of the Executive Committee and perform the duties attendant thereto.
- C. Securely maintain all records of the corporation not otherwise assigned by these Bylaws to another officer or other person.
- D. Timely distribute all correspondence and other communications received on behalf of the corporation to the proper officer or other person; and timely inform the Executive Committee and Board of Directors of all communications relevant to same.
- E. Perform such additional tasks as may be assigned by the President, the Executive Committee, or the Board of Directors, not inconsistent with the specified duties of another officer.
- F. Immediately report to the President and Board of Directors any potential irregularity relating to the financial management of the corporation; and promptly notify the President and Board of Directors of any other circumstance or issue relevant to the corporation that a reasonable person would believe to be detrimental to the corporation.

Section 4.10---Authority and Duties of Fundraising Coordinator

The Fundraising Coordinator shall have the following duties and authority:

- A. Organize and oversee all fundraising activities approved by the Board of Directors (except merchandise sales); and cooperate with the Vice-President to co-organize and co-administer the Friends of the Band (or alternate) annual fundraising campaign.
- B. Determine the need for fundraising committees for specific events, appoint the members and chairperson of any such committees, and oversee all such committees.

- C. Work with the Volunteer Coordinator to communicate timely volunteer needs and/or direct the non-permanent coordinators to help their committees give timely volunteer need requests.
- D. Coordinate the scheduling and logistics of all fundraising events involving school facilities or band students with appropriate administrators of the Vicksburg Community Schools and with the band director(s), including such events as 50/50 raffles at sporting or other events, concessions at sporting or other events, etc.
- E. Coordinate with the Treasurer and/or other persons approved by the Executive Committee to collect and account for all funds received by fundraisers and remit such funds to the Treasurer for timely deposit in the appropriate corporation bank account.
- F. Prepare written reports to the Executive Committee and the Board of Directors detailing for each separate fundraising activity all income received and all expenses disbursed or yet to be disbursed; provided this responsibility may be delegated to and accepted by the Treasurer.
- G. Perform such additional tasks as may be assigned by the President, the Executive Committee, or the Board of Directors, not inconsistent with the specified duties of another officer.
- H. Immediately report to the President and Board of Directors any potential irregularity relating to the financial management of the corporation; and promptly notify the President and Board of Directors of any other circumstance or issue relevant to the corporation that a reasonable person would believe to be detrimental to the corporation.

Article V---Standing Committees and Coordinators

Section 5.1---Executive Committee

- A. The Executive Committee is a permanent committee, consisting of the four principal officers of the corporation (President, Vice-President, Treasurer, Secretary), who also serve as members of the Board of Directors. The Executive Committee shall have the primary responsibility to implement the policies and actions of the Board where these Bylaws do not otherwise give such authority to an individual officer or the Board of Directors itself. Decisions of the Executive Committee may be made at meetings where a quorum of at least three members is present, or by alternative means of obtaining such decisions, including polling the members of the Executive Committee by telephone, e-mail, text message, etc. The President shall be responsible to initiate all such meetings or alternative means of decision-making.
- B. As provided herein the Treasurer shall co-sign all corporation checks with the Secretary or other authorized officer of the Executive Committee (see Section 4.8C and Appendix A-1 subsection 5); provided that no two members of the Executive Committee residing in the same household shall co-sign corporation checks.

Section 5.2---Permanent Coordinators

The following are established as Permanent Coordinator positions with the designated responsibilities:

- A. Fundraising Coordinator. See Section 4.10 of these Bylaws.
- B. Transportation/Equipment Coordinator. See Appendix B of these Bylaws.
- C. Uniform Coordinator. See Appendix C of these Bylaws.
- D. Volunteer Coordinator. See Appendix D of these Bylaws.
- E. Information Coordinator. See Appendix E of these Bylaws.
- F. Communication Coordinator. See Appendix F of these Bylaws.
- G. Merchandise Coordinator. See Appendix G of these Bylaws.
- H. Food Service Coordinator. See Appendix H of these Bylaws.

Section 5.3---Other Coordinators/Committees

The Board of Directors or the President may establish such other committees and designate such other coordinators as are deemed appropriate to efficiently advance the purpose of the corporation; provided the responsibility of any such committee/coordinator shall not conflict with either the authority of the Board of Directors, any officer, the Executive Committee, or a Permanent Coordinator established by Section 5.2.

Section 5.4---Coordinator/Committee Appointments and Vacancies

- A. All Permanent coordinators established by Section 5.2 are appointed by the Board of Directors for such term as may be specified, if any, and serve at the pleasure of the Board.
- B. All other coordinators, committee members, and committee chairperson assignments are made by appointment of the President and serve at the pleasure of the President (except the chairpersons of any fundraising committees established by the Fundraising Coordinator, pursuant to Section 4.10 B). Committee chairpersons may appoint other persons to serve on the committee, and all such persons serve at the pleasure of the committee chairperson and President. Directors and officers are eligible to serve on committees.
- C. Vacancies in any coordinator or committee position shall be filled in the manner as provided for the initial appointment.

Section 5.5---Committee Meetings and Procedures

The procedures relating to the meetings and activities of all committees shall be determined by each such committee as considered necessary and appropriate. Any dispute relating to such matters shall initially be submitted to the President for resolution; and if not so resolved shall be resolved by the Executive Committee or Board of Directors.

Section 5.6---Reporting to President and Board of Directors

All coordinators and committee chairpersons shall periodically advise the President of their activities, and any problems requiring attention. All coordinators and committee chairpersons are expected to attend the regular meetings of the Board of Directors, unless excused by the President.

Article VI---Compensation of Directors, Officers, Other Volunteers; Expenses

Section 6.1---No Compensation

- A. No person serving as a director or officer shall receive a salary, hourly wage, per diem, or other compensation for their services as a director or officer. All such directors and officers shall therefore serve and qualify as volunteer directors/volunteer officers pursuant to all relevant provisions of the Michigan Nonprofit Corporation Act.
- B. Similarly, no person serving as a Permanent Coordinator, committee member/ chairperson, or other volunteer shall be granted or otherwise receive any compensation for such services.

Section 6.2---Expense Reimbursement

- 1. The Board of Directors is authorized to approve the reimbursement of a Director, officer, Permanent Coordinator/committee member, or other volunteer for necessary and reasonable expenses incurred on behalf of the corporation; provided that no such expense shall be approved for reimbursement after the expense has been incurred, unless approved by majority of the Board of Directors for retroactive reimbursement. No expense shall be approved for reimbursement without satisfactory written documentation.
- 2. Expenses subject to reimbursement approval may include, but are not limited to, reimbursement for travel expenses incurred by volunteers using personal vehicles to pull trailers with band equipment and instruments to official functions and activities of the band programs of the Vicksburg Community Schools in which the corporation is involved; provided that such travel reimbursement shall be limited to the actual cost of fuel for the miles traveled or the official rate of reimbursement recognized by the Internal Revenue Service of the United States Department of Treasury for charitable organizations. The method and manner of approving such travel reimbursement, and other reimbursable expenses, shall be determined by the Board of Directors.
- 3. The Board of Directors may pre-approve specific types and/or amounts of expenses eligible for reimbursement during a prescribed period of time or for specific events or activities, and delegate the administration of such pre-approved reimbursement to one or more officers.
 - a. Provided the amount of any such single expenditure shall not exceed \$100.00, or \$200.00 in the aggregate.
 - b. These expenditure limits are increased to \$200.00 and \$350.00, respectively if any

such expenditure is also approved by the Executive Committee.

- c. The request must be approved in writing.
- d. If any expenses are denied approval based on inadequate proof of purchase, the approving officer is responsible for expense.

Article VII---Financial Management; Fiscal Year

Section 7.1---Fiscal Year

The corporation shall operate on a January 1 through December 31 fiscal year, which shall also be the tax year of the corporation.

Section 7.2---Annual Budget

- A. Prior to each annual meeting the Executive Committee, after conferring with the High School and Middle School Band Directors with respect to potential needs, shall prepare and recommend to the Board of Directors a proposed budget for the ensuing fiscal year.
- B. At each annual meeting the Board of Directors shall adopt an annual budget of the corporation for the ensuing fiscal year. This adopted budget shall establish the authorized fiscal policy of the corporation for the ensuing fiscal year; subject to such budget amendments as the Board of Directors may approve during the fiscal year. The approved budget does not itself constitute authorization for any specific expenditure, each of which must be approved by the Board of Directors or as otherwise provided in these Bylaws.

Section 7.3---Financial Procedures

- A. The corporation shall follow customary and accepted accounting and financial management procedures; subject to such specific procedures as may be stated in the Bylaws or otherwise approved by the Board of Directors.
- B. See Appendix A-1 and A-2 of these Bylaws for summaries of certain financial management procedures.

Section 7.4---Depositories of Corporate Funds; Authorized Signers of Corporate Checks

- A. The Treasurer shall deposit all funds of the corporation in a checking account or savings account insured by the Federal Deposit Insurance Corporation and approved by the Board of Directors at a bank or other financial institution designated by the Board of Directors. If the Board has approved a checking account and savings account, the Treasurer may transfer funds from one account to the other as the Treasurer considers to be prudent and in the best interests of the corporation.
- B. Each check for payment of an approved disbursement shall be co-signed by the Treasurer, and any one of the following other officers of the corporation: Secretary, President, Vice-President.

Section 7.5---Use of Corporate Funds

- A. No funds of the corporation from any source shall be disbursed for an expenditure that is not consistent with the purpose of the corporation and otherwise lawful.

- B. The corporation shall not make a grant to the school band program to compensate any person for instructional staff assistance to the school band program whom is also serving as a director or officer of the corporation. Pursuant to this grant restriction, a director or officer of the corporation who provides instructional staff assistance to the school band program, and is compensated for such services by the school from funds other than grant funds from the corporation, shall not be considered to have received any compensation from the corporation for their services to the corporation as provided by Section 6.1 of these Bylaws, and shall also not be considered to have any conflict of interest as specified in Article X of these Bylaws arising from their instructional staff services to the school band program.

Section 7.6---501(c)3 IRS status

The corporation is exempt from certain taxes under Section 501(c)3 or other section of the United States Internal Revenue Code, as a “public charity” pursuant to an IRS charitable status determination letter dated September 17, 2012, with an effective date of September 9, 2011. All directors, officers, and other volunteers of the corporation shall perform their respective responsibilities so as to not jeopardize that tax exempt status.

Article VIII---Records

Section 8.1---Depository of Permanent and Legal Records

The official depository of all permanent/legal original records of the corporation originates in the Vicksburg Community Schools High School. Temporary locations may reside with respective officers and their documentation ownership, which shall be maintained, filed, secured, and submitted to the Board as needed for any review. All such records or copies of the same shall be readily available to the Board of Directors and the Executive Committee upon request.

Section 8.2---Custodian of General Records; Custodian of Financial Records

- A. The Secretary is the custodian of all general records of the corporation. Such general records shall include such documents as: minutes of Board of Director meetings, any minutes of Executive Committee meetings and forms or other filings with any governmental agency; and shall provide a copy of such records to other members of the Board of Directors upon request.
- B. The Secretary can maintain these records electronically and these can be stored on electronic media with controlled access provided to members of the Board.
- C. The Treasurer is the custodian of all financial records of the corporation, including bank account statements, all other banking records, income and disbursement records, and all financial reports, audit records and reports (internal and external); and shall periodically provide a copy of all such records to other members of the Board of Directors as specified herein and otherwise upon request.

Article IX---Liability of Directors, Officers, and Volunteers; Indemnification

Section 9.1---Limitation on Liability of Directors, Officers, and Volunteers

- A. As provided by Article IV of the Articles of Incorporation, and now restated herein, the corporation assumes the liability for all acts or omissions of a volunteer director, volunteer officer, or other non-director volunteer (as each of those terms is defined in the Michigan Nonprofit Corporation Act or as otherwise provided in these Bylaws) occurring on or after the effective date of the Articles of Incorporation, if all of the following are met:
1. The volunteer was acting or reasonably believed he or she was acting within the scope of his or her authority.
 2. The volunteer was acting in good faith.
 3. The volunteer's conduct did not amount to gross negligence or willful and wanton misconduct.
 4. The volunteer's conduct was not an intentional tort.
 5. The volunteer's conduct was not a tort arising out of the ownership, maintenance, or use of a motor vehicle for which tort liability may be imposed as provided by Section 3135 of the Insurance Code of 1956, Act number 218 of the Public Acts of 1956, as amended, being section 500.3135 of the Michigan Compiled Laws.
- B. The preceding provision is not intended to and shall not be interpreted to eliminate or limit the liability of a volunteer director, volunteer officer, or other non-director volunteer, for any of the following:
1. A breach of the director's or officer's duty of loyalty to the Corporation.
 2. Acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law.
 3. A violation of Section 551(1) of the Michigan Nonprofit Corporation Act (*MCL 450.2551*).
 4. A transaction from which the director or officer derived an improper personal benefit.
 5. An act or omission occurring before the effective date of the Articles of Incorporation.
 6. An act or omission that is grossly negligent.
- C. The liability limitation provided by Section 9.1A is authorized under Section 209(e) of the Michigan Nonprofit Corporation Act [*MCL 450.2209(e)*]. A claim for monetary damages for acts or omissions of a volunteer director, volunteer officer, or other non-director volunteer of the Corporation pursuant to the liability limitation specified above shall therefore be brought and maintained against the Corporation and shall not be brought or maintained against the volunteer director, volunteer officer, or other non-director volunteer, as provided by Section 556 of the Act (*MCL 450.2556*).

Section 9.2---Indemnification of Directors, Officers, and Volunteers

- A. The Board of Directors shall have the power but no legal obligation to indemnify a person who is made a party or threatened to be made a party to any threatened or pending action or other proceeding brought by a person or entity other than the corporation itself, by reason of the fact that the person is or was a director, officer, or other volunteer or agent of the corporation. The Board of Directors shall have the power but no legal obligation to approve such indemnification to the extent and as otherwise provided by Sections 561-569 of the Michigan Nonprofit Corporation Act (*MCL 450.2561-450.2569*), if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the corporation (and with respect to any criminal action if the person had no reasonable cause to believe that conduct was unlawful).
- B. The preceding indemnification provisions are not intended to apply to any act or omission that constitutes anything enumerated at subsections 1-6 of Section 9.1B of these Bylaws.

Article X---Conflict of Interest

Section 10.1---Policy

The “no compensation” provision in these Bylaws expressly prohibiting compensation for services as a director, officer, coordinator, committee member, or other volunteer of this corporation (Article VI) significantly minimizes opportunities for a financial conflict between the personal interest of any such person and the best interest of the corporation. However, individuals serving in such volunteer positions may potentially have a business transaction with the corporation that results in remuneration to that business.

When the corporation is contemplating entering into a transaction that may benefit the private interest of a person serving the corporation with governing powers, the policy set forth in this Article is intended to protect the corporation’s interest by requiring disclosure of the potential conflict, and by establishing procedures for deciding whether to enter into the transaction despite the potential conflict.

Section 10.2---Definitions

- A. For purposes of this Article an “interested person” is a member of the Board of Directors, and any officer, coordinator, committee member, or other volunteer of the corporation exercising Board delegated powers, and who has a direct or indirect “financial interest” as defined below.
- B. For purposes of this Article an “interested person” has a “financial interest” if the person has, directly or indirectly, through business, investment, or family, any of the following:
 - 1. An ownership or investment interest in any entity with which the corporation has a transaction or arrangement.
 - 2. A compensation arrangement with the corporation or with any entity or individual with which the corporation has a transaction or arrangement.
 - 3. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the corporation is negotiating a transaction or arrangement.

- C. For purposes of this Article “compensation” includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

Note: a “financial interest” does not necessarily create a conflict of interest. Under Section 10.3 a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Section 10.3---Procedures

- A. Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Board of Directors and/or any Committee with governing board delegated powers considering the proposed transaction or arrangement.
- B. Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and material facts, and after any discussion with the interested person, the interested person shall leave the meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board/committee members shall decide if a conflict of interest exists.
- C. Procedures for Addressing a Conflict of Interest. Where the Board or Committee has determined a conflict of interest does exist, the following procedures shall apply:
 - 1. An interested person may make a presentation at the Board or Committee meeting, but after the presentation the interested person shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the conflict of interest.
 - 2. The chairperson of the Board or Committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
 - 3. After exercising due diligence, the Board or Committee shall determine whether the corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
 - 4. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board or Committee shall determine by a majority vote of its disinterested members whether the transaction or arrangement is in the corporation’s best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination the Board or Committee shall decide whether to enter into the transaction or arrangement.
- D. Violations of the Conflicts of Interest Policy. If the Board or Committee has reasonable cause to believe a person subject to this Article has failed to disclose an actual or possible conflict of interest, it shall inform the person of the basis for such belief and afford him/her an opportunity to explain the alleged failure to disclose. If, after hearing the person’s response and after making further investigation as warranted by the circumstances, the Board or Committee determines the person has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 10.4---Records of Proceedings

- A. The minutes of the meetings of the Board of Directors and all committees with board delegated powers shall include the following:
1. The names of the person(s) who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest; the nature of the financial interest; any action taken to determine whether a conflict of interest was present; and the Board or Committee's decision as to whether a conflict of interest in fact existed.
 2. The names of the persons who were present for discussions and votes relating to the transaction or arrangement; the content of the discussions, including any alternatives to the proposed transaction or arrangement; and a record of any votes taken in connection with the proceedings.

Section 10.5---Acknowledging Conflict of Interest Policy

Each person subject to the provisions of this Article, by accepting appointment to their position thereby acknowledges and affirms such person is aware of the conflict of interest policy, has read and understands the policy, agrees to comply with the policy, and understands the corporation is a charitable organization and to maintain a federal tax exempt status it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Section 10.6---Periodic Reviews

To ensure the corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, the Board of Directors shall periodically review the conflict of interest policy and related transactions and arrangements.

Article XI---Effective Date; Review Frequency; Amendment of Bylaws

Section 11.1---Effective Date

The Bylaws shall be effective upon approval by a majority of the total membership of the Board of Directors at the time of such approval.

Section 11.2---Review Frequency and Procedure

The Bylaws shall be reviewed at minimum every three (3) years by the Board of Directors. Any gaps, edits, or reasonable adjustments to the procedures and/or role (Director/Coordinator) description are acceptable to update to a (an) amendment, as long as it does not create a prohibited condition as stated in Article XI, Section 11.4 of these Bylaws.

Section 11.3---Amendment Procedure

The Bylaws may be amended in part, or completely replaced by new Bylaws, with approval of a majority of the total membership of the Board of Directors at such time.

Section 11.4---Prohibited Amendments

No amendments or replacement Bylaws shall be contrary to any provision of law, contrary to the purpose of the corporation, or contrary to any provision of the Articles of Incorporation.

Appendix A-1

Summary of Income and Disbursement Management Procedures

1. **Treasurer** collects and accounts for all donations and other income of the corporation---as received.
2. **Treasurer** deposits all corporate funds (or other authorized officer) in a corporation bank account---promptly upon receipt.
3. **Treasurer** submits bills to Board of Directors (or President, where applicable) for payment authorization---monthly or as otherwise required.
4. **Treasurer** prepares check for approved disbursement with invoice/voucher or other supporting documentation---monthly or as otherwise required.
5. **Treasurer** and one other authorized officer (Secretary, President, Vice- President) co-sign check for payment of approved expenditure---monthly or as otherwise required.
6. **Treasurer** mails or otherwise delivers authorized disbursements---promptly.

Appendix A-2

Summary of Financial Reconciliation and Review Procedures

1. **Treasurer** reconciles bank balance with bank statement---monthly.
2. **Treasurer** provides a copy of monthly reconciliation of bank account/statement balance to **Board of Directors**---monthly.
3. **Treasurer** prepares and provides to the Board of Directors accurate written monthly financial reports summarizing all income and disbursements for the calendar month most recently completed--- monthly.
4. **Treasurer** prepares the fiscal year-end financial report required by Section 4.7E. of these Bylaws---annually.

Appendix B

Transportation/Equipment Coordinator Responsibilities and Expectations

The person holding this position is responsible to:

1. Coordinate the availability of trailers and other equipment associated with band trips and other transportation-dependent activities in which the corporation is involved, whether such equipment is owned/leased by the corporation or borrowed.
2. Assure all such trailers/equipment are properly maintained/repared and safe for use.
3. Obtain and schedule drivers to pull trailers associated with band trips, etc. in which the corporation is involved.
4. Obtain and coordinate such additional volunteers with the Volunteer Coordinator as may be needed in connection with the trailers and other equipment, including preparation of same before events and the cleaning of same after events.
5. Perform such additional tasks as may be assigned by the **President**, the Executive Committee, or the Board of Directors, not incompatible with the specified duties of any officer or the responsibilities of any other coordinator and notify the **President** of any circumstance or issue affecting the proper performance of any of the other responsibilities of this position.

Expectations of the Transportation/Equipment Coordinator:

- Marching Band season is full of events which require constant monitoring of the following:
 - Black and White Utility Trailer maintenance for tires/axles/lighting to fix and repair as needed.
 - Semi-Trailer upkeep for batteries, tires, axles, and braking systems and coordinate any repairs with the Vicksburg Community Schools Maintenance Department.
 - Observe wear and tear on the coverings/wraps and address as needed.
 - Maintain interior structures of each trailer and coordination of repair and/or updates.
 - Submit all invoices regarding interior repairs on all trailers and any repairs on the utility trailers to the Board for approval and payment.
- Concert season is lighter on events, but the utility trailers are still used for the following:
 - Holiday parades
 - Festivals / Jazz Concerts

Transitional and Training Responsibilities include:

- Review the Transportation/Equipment Coordinator Responsibilities and Expectations with the successor.
- Coordinate network of repair vendors and supply history of maintenance repairs on all trailers.
- Coordinate and communicate the network of parent volunteer at the time of transition.
- Create job shadowing opportunities for training and thorough transition.

Appendix C

Uniform Coordinator Responsibilities and Expectations

The person holding this position is responsible to:

1. Assist the band directors with the various activities needed to avoid diverting the Vicksburg Community Schools band budget to pay for services that can otherwise be provided by the corporation with respect to marching band (including rain gear) uniforms for all students in the band program, including the following:
 - a. prepare an accurate inventory of all uniforms.
 - b. supervise issuance of the appropriate uniform to each student.
 - c. keep accurate records of all issued uniforms.
 - d. arrange for any necessary alterations and repairs of uniforms.
 - e. assure the proper care of all uniforms during the school year, including drying wet uniforms/rain gear sufficiently to avoid mold.
 - f. arrange for cleaning uniforms/rain gear as necessary.
 - g. verify the return of all issued uniforms at the end of each marching season; and
 - h. at the end of each school year evaluate all uniforms for needed cleaning, repairs, and potential replacement.
2. Recruit and coordinate other volunteers to assist with the responsibilities of this position, and/or communicate with the Volunteer Coordinator any needs for volunteers to perform these tasks timely.
3. Perform such additional tasks as may be assigned by the **President**, the Executive Committee, or the Board of Directors, not incompatible with the specified duties of any officer or the responsibilities of any other coordinator and notify the **President** of any circumstance or issue affecting the proper performance of any of the other responsibilities of this position.

Expectations of the Uniform Coordinator:

- Marching Band season is full of events which require constant communication of the following:
 - Scheduling of preseason sizing events
 - Coordinating volunteers with the Volunteer Coordinator needs for the sizing events:
 - Issuance of the standard marching uniform per sizing reports
 - Alterations as needed.
 - Uniform repairs as needed before, during, and after the marching season.
 - Coordinating cleaning of all uniforms before and after the season.
- Train volunteers in the sizing process to efficiently fit students quickly.
- Train band students how to properly hang their uniform.
- Coordinate storage of both raincoats and uniforms before, during, and after the season.

Transitional and Training Responsibilities include:

- Review the Uniform Coordinator Responsibilities and Expectations with the successor.
- Pass along any tools, files, vendors, and/or networking lists to help the successor have a fast start.
- Create job shadowing opportunities for training and thorough transition.

Appendix D

Volunteer Coordinator Responsibilities and Expectations

The person holding this position is responsible to:

1. Recruit, request, and coordinate, the appropriate volunteers for all band program events for which volunteers are needed and the corporation is involved, including such events as:
 - a. marching band invitationals/other competitions.
 - b. parades and football games.
 - c. other performances and events.
 - d. concessions and performance/event meals.
 - e. Other fundraising events that require volunteers (Glow Run, Craft Show, etc.).
2. Assist the band directors with the various other activities needed to avoid diverting the Vicksburg Community Schools band budget to pay for personnel or services that can otherwise be provided by the corporation through its volunteers.
3. Perform such additional tasks as may be assigned by the **President**, the Executive Committee, or the Board of Directors, not incompatible with the specified duties of any officer or the responsibilities of any other coordinator and notify the **President** of any circumstance or issue affecting the proper performance of any of the other responsibilities of this position.

Expectations of the Volunteer Coordinator:

- Marching Band season is full of events which require constant communication of the following:
 - Create and Maintain Data to obtain volunteer information.
 - Communication of requests for volunteers for any upcoming events/activities
 - Communication to respective Board members and event coordinators on fulfillment of volunteers to help request from the Band Parent community.
 - Manage last minute changes to event/activity timing with communication to volunteers and their respective event/activity coordinators.
 - Recruit Volunteers for various needs, activities, and events:
 - Bulldog Invitational/MSBOA
 - 50/50 Sales
 - Glow Run
 - Merchandise Sales
 - Meal Prep/Service
 - Uniform fittings and distribution
 - Any band director needs for the field show (Props, Pit, Chaperones, etc.)
- Concert season is lighter on events, but communication will be needed regarding:
 - Holiday parade volunteers
 - Concert volunteers for merchandise sales, upon coordination with the Merchandise Coordinator.
 - Recruit volunteers for events initiated by the Band Directors (Lock-In, Bus Chaperones, etc.)

- Be the first line of VBBI/Band Director representation to all volunteers reflective of a fun, encouraging, and enjoyable volunteer experience.
- Coordinate feedback from volunteers of an event/activity to their respective coordinators for situational issues, conflicts, and/or new ideas for areas of improvement.
- Set up digital sign ups that allow band parents to connect to the event/activity to volunteer by choice, with timely response to questions pertaining to the event/activity.
- Continued communication with the Information Coordinator for requests that need Website activity and/or other links to the volunteer forms or signups.
- Concert season is lighter on events, but communication will be needed regarding:
 - Holiday parade volunteers
 - Concert volunteers for merchandise sales, upon coordination with the Merchandise Coordinator.

Transitional and Training Responsibilities include:

- Review the Volunteer Coordinator Responsibilities and Expectations with the successor.
- Have access to Social Media sites (Facebook, Band App, etc.), assisting with any relevant account/password information.
- Pass along any tools, files, vendors, and/or networking lists to help the successor have a fast start.
- Create job shadowing opportunities for training and thorough transition.

Appendix E

Information Coordinator Responsibilities and Expectations

The person holding this position is responsible to:

1. Coordinate with the band directors to publicize upcoming events and activities involving the band program and recent accomplishments of the program.
2. Prepare press releases relating to the corporation or the band program for review and release approval by the Board of Directors or the Executive Committee.
3. Coordinate with parents of band students and other volunteers to assemble and archive visual/audio records of band program events and activities.
4. Oversee the creation and maintenance of the corporation's website, which shall be devoted to making information about the corporation and the activities of the band program electronically available to students, parents, and the general public.
5. Perform such additional tasks as may be assigned by the **President**, the Executive Committee, or the Board of Directors, not incompatible with the specified duties of any officer or the responsibilities of any other coordinator and promptly notify the **President** of any circumstance or issue affecting the proper performance of any of the other responsibilities of this position.

Expectations of the Information Coordinator:

- Marching Band season is full of events which require constant communication of the following:
 - Google Forms links for the VBBI, Band Directors, and/or Volunteer Coordinator
 - Upcoming Events, including Parent Meetings and Band Camp Information
 - Band Director notes and information
 - Permission Slip information
 - Fundraising information from VBBI or the Band Directors
- Request creation of social media events that allow parents to connect to the event for updates to the Communication Coordinator.
- Help moderate social media platforms for unsolicited spam, access from unauthorized participants, and ensure that content on these platforms follow VCS social media policy.
- Continued communication with the Communication Coordinator to update and call out Website information to push to the website to the band students, parents, and community.
- Concert season is lighter on events, but communication will still be pushed out about website information regarding:
 - Holiday parades
 - Concerts
 - Merchandise announcements, and/or band trip events as they occur (payments, links, etc.)
- Assist in creating content, design, and/or promo activities to help highlight events and other marketing activities.

- Work with media vendors to promote events in social media that give our extended band community access to Marching Band and Concert events by website links.

Transitional and Training Responsibilities include:

- Review the Information Coordinator Responsibilities and Expectations with the successor.
- Have access to Social Media sites (Facebook, Band App, etc.), assisting with any relevant account/password information.
- Pass along any tools, files, vendors, and/or networking lists to help the successor have a fast start.
- Create job shadowing opportunities for training and thorough transition.

Appendix F

Communication Coordinator Responsibilities and Expectations

The person holding this position is responsible to:

1. Update and communicate events and activities through social media (Facebook, Band App, etc.)
2. Call out VicksburgBands.com information from the Information Coordinator as it is posted on the website. This creates alerts for band members, parents, and directors.
3. Monitoring the website and/or the social media sites to help with questions generated by the call outs or information from the website.
 - a. Answer questions as able
 - b. Follow up posts with website direction.
 - c. Point folks to further information provided by the Band Directors or VBBI

Expectations of the Communication Coordinator:

- Marching Band season is full of events which require constant, weekly communication of the following:
 - Google Forms
 - Upcoming Events
 - Director notes and information
 - Permission Slip information
 - Fundraising information from VBBI or the Band Directors
- Set up social media events that allow parents to connect to the event for updates.
- Continued communication with the Information Coordinator to receive and call out Website information to push to the website to the band publicly.
- Concert season is lighter on events, but communication will still be pushed out about website information regarding:
 - Holiday parades
 - Concerts
 - merchandise announcements, and/or band trip events as they occur (payments, links, etc.)
- Assist in creating content, design, and/or promo activities to help highlight events and other marketing activities.

Transitional and Training Responsibilities include:

- Review the Communicator Coordinator Responsibilities and Expectations with the successor.
- Have access to Social Media sites (Facebook, Band App, etc.)
- Create the events in social media once the website calendar is updated as the band schedule is released.
- Develop open communication and relationships with Directors and Information Coordinator to push the website info as created in a timely manner.
- Pass along any tools, files, vendors, and/or networking lists to help the successor have a fast start.
- Create job shadowing opportunities for training and thorough transition.

Appendix G

Merchandise Coordinator Responsibilities and Expectations

The person holding this position is responsible to:

1. Propose to Board of Directors for approval purchases of band-themed and/or other merchandise for sale to the public at home football games, VHS/VMS band concerts, and such other events/venues as the Board or the Merchandise Coordinator considers advantageous to the corporation.
2. Purchase merchandise as approved by the Board of Directors (or pursuant to such purchase authority as may have been delegated to the Merchandise Coordinator by the Board of Directors), and coordinate with the **Treasurer** for payment of merchandise vendors. Preferred payment method would be invoicing the corporation for check payment by the payment.
3. Communicate with the Volunteer Coordinator any needs for volunteers to perform or assist these tasks timely.
4. Determine the events/venues for merchandise sales and supervise/coordinate (if cannot be present) volunteers for the sale of merchandise at all such events/venues.
5. Set the initial pricing for all merchandise; and determine the timing and amount of any mark-downs from the initial pricing, all with approval from the **Vice-President**.
6. Manage all merchandise inventory and assure that such inventory is secure from loss, damage, and unauthorized access.
7. Timely verify and remit all merchandise sales proceeds to the **Treasurer**.
8. Periodically account/report to the **Vice-President**, and to the Board of Directors as requested, for all merchandise sales programs, including the trends and profitability of the same, retained inventory, etc.
9. With the approval of the **Vice-President**, periodically dispose of merchandise deemed to be unsellable. Apparel and other merchandise deemed unsellable, but which is usable, shall be donated to another public charity, such as Goodwill Industries, Salvation Army, or to a public assistance agency such as South County Community Services.

Expectations of the Merchandise Coordinator:

- Marching Band season is full of events which require constant communication of the following:
 - Coordinating Merchandise sales opportunities at each VCS band event, including football games.
 - Creation of and vendor link management for online order sales for both general merchandise and marching band show specific merchandise.
 - Attendance at all events or coordination of volunteers needed with the Volunteer Coordinator.

- Manage appropriate levels of inventory to maximize sales during the marching season, with any support needed from the Vice President.
- Set up social media events that allow parents to connect to the event for merchandise updates and sales.
- Continued communication with the Information Coordinator to receive and call out Website information to push merchandise to the band and band community publicly.
- Concert season is lighter on events, but communication will still be pushed out about website information regarding:
 - Concert merchandise sales
 - New merchandise announcements and links for continued year-round sales.
- Assist in creating content, design, and/or promo activities to help highlight merchandise and other marketing activities.
- Encourage new design and merchandise items to sell variety and identify stagnant sale items while promoting new items.
- Manage inventory as needed with online sales with the merchandise vendors.

Transitional and Training Responsibilities include:

- Review the Merchandise Coordinator Responsibilities and Expectations with the successor.
- Have access to Social Media sites (Facebook, Band App, etc.)
- Develop open communication and relationships with Directors and Information Coordinator to push the website info as created in a timely manner.
- Pass along any tools, files, vendors, and/or networking lists to help the successor have a fast start.
- Create job shadowing opportunities for training and thorough transition.

Appendix H

Food Service Coordinator Responsibilities and Expectations

The person holding this position is responsible to:

1. Obtain a list of events from the Band Directors for determination of food service application for any of these events to help support band student nourishment and assist the Band Directors in this effort.
2. Propose to Board of Directors for approval of preseason purchase for basic food service items; such as, plates, napkins, cleaning supplies, wares, etc. During the season, follow the authorization limit set by these Bylaws for Presidential spot-approval as applicable.
3. Request for volunteers through the Volunteer Coordinator for each applicable event.
4. Train and be responsible for any food service activity and training of volunteers with adherence to ServSafe® certification rules (<https://www.servsafe.com/>). This prevents VBBI, Band Director, and VCS liability issues for foodborne illness.
5. Manage all non-perishable food inventory and assure that such inventory is secure from loss, damage, and unauthorized access.
6. Timely verify and remit all invoices to the **Treasurer** for prompt payment.
7. Coordinate food donations of perishable and nonperishable items timely, and timely equipment donation as needed for the food preparation (Grills, Griddles, etc.)

Expectations of the Food Service Coordinator:

- Marching Band season is full of events which require constant communication of the following:
 - Coordinating food service opportunities at each VCS band event, including football games, as appropriate.
 - Attendance at all events or coordination of volunteers needed with the Volunteer Coordinator.
 - Manage appropriate levels of perishable and non-perishable inventory along with serving materials and equipment for the season.
 - Manage cleaning supplies and/or utensil supplies as appropriate.
 - Help train volunteers and provide ServSafe® oversight with appropriate serving garments to protect the students and volunteers from a food safety incident.
 - Have cost-appropriate alternatives for those being served who have food allergies or sensitivities.
- Develop theme ideas for helping create excitement around the band community for procuring donations and engagement of students to partake and be nourished for events.
- Report to the President and Band Directors any noted issues with food service and volunteer engagement of food prep/service training to prevent foodborne illness.

Transitional and Training Responsibilities include:

- Review the Food Service Coordinator Responsibilities and Expectations with the successor.
- Have access to Social Media sites (Facebook, Band App, etc.)
- Pass along any tools, files, vendors, and/or networking lists to help the successor have a fast start.
- Create job shadowing opportunities for training and thorough transition.

Appendix J
VBBI Organizational Chart

