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Crescenta Valley
Instrumental Music Foundation

Bylaws

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July 5, 2005



Bylaws

Crescenta Valley Instrumental Music Foundation

Article 1: Name and Address

Section 1 Name of Organization

Crescenta Valley Instrumental Music Foundation

Section 2 Principle Office

Crescenta Valley High School
2900 Community Avenue
La Crescenta, CA 91214

Crescenta Valley High School is located in Los Angeles County, California

Article 2: Purpose and Objectives

The Crescenta Valley Instrumental Music Foundation (referred to as CVIMF) is a nonprofit, non-political organization whose sole purpose is to: provide support to the Director of Instrumental Music (referred to as the "Music Director") so that his or her efforts can be more fully dedicated to the musical education of the students of Crescenta Valley High School (referred to as "CVHS"). This support includes but is not limited to clerical, financial, administrative, logistics and organizational assistance for the instrumental music program and its associated units. No significant part of the activities of this organization shall consist of carrying on propaganda or otherwise attempting to influence legislation. The organization shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

Article 3: Membership and Dues

Eligibility

Any person 21 years of age and older interested in furthering the musical opportunities of CVHS students and is willing to uphold its policies and subscribe to its Bylaws may become a member.

Dues

There will be no annual membership dues charged to members.

Membership Classifications

There shall be the following membership classifications:

- An Active member shall be the parent or guardian of a student who is presently enrolled as a member of the CVHS Instrumental Music program. Active members shall be in good standing. Active members shall have all organization privileges.
- An Associate member shall be any person who is interested in supporting the objectives of the organization and is in good standing with the organization. An Associate member shall have voting privileges, but will not be allowed to hold a position on the Executive Board, but may serve as a committee member or chairperson.

Collected Monies

No member of the organization shall be paid a salary. In the event the organization is dissolved, any monies remaining in the treasury will be transferred to the CVHS Associated Student Body Band Account.

Resignations

A member may resign from the organization at any time upon notice to the secretary in writing, or orally at any meeting and recorded in the meeting minutes.

Article 4: Meetings

General Membership Meetings

General Membership meetings will be held at least eight times during the school year at a time and place to be determined by the Executive Board. Meetings during the summer will be held as determined by the Executive Board members.

- General Membership meetings will be open to all members who wish to participate.
- The date, time and location of General Membership meetings will be announced at least 30 calendar days prior to the meeting.
- A quorum for a General Membership CVIMF meeting will be attendance by a majority of CVIMF members equal to five percent (5%) of the student membership. No activity requiring approval shall be transacted without a quorum being present.

Executive Board Meetings

Executive Board Meetings will be held at least once during the calendar year. Meetings during the summer months will be held at the discretion of the Executive Board.

- All meetings of the Executive Board will be open to attendance by any member of the CVIMF.
- The date, time, and location of all meetings of the Executive Board will be announced at least two weeks prior to the meeting.
- A quorum for an Executive Board meeting will be attendance by at least half of Executive Board members. No activity requiring approval shall be transacted without a quorum being present.

Emergency Meetings of the Executive Board:

In the event of an emergency situation, the President, with the approval of the Music Director, may call an emergency meeting of the Executive Board.

- The President shall notify all members of the Executive board of the date, time, and place of the meeting, giving the specific purpose of the meeting. Such notice will be made at least three calendar days prior to the meeting if the notice is made by email, and shall not be less than twenty-four hours prior to the meeting if made by telephone contact.
- No business other than for the specific reason given shall be conducted at the meeting.
- The President will make a full report of the business transacted at the next Executive Board meeting. A description of any business transacted will be published in the CVIMF minutes immediately following the meeting.

Attendance Requirements

A majority of the members of the Executive Board are required to conduct any business at any Executive Board meeting.

Article 5: The Executive Board

General Powers

The Executive Board will manage the affairs of the CVIMF. In addition to the powers and authority expressly conferred by these Bylaws, the Executive Board shall attempt to enact requests mandated by a majority vote of the General Membership.

Executive Board Officers

Elected Executive Board officers will assume responsibility for their position on July 1 and may hold that position for no more than two consecutive years. No one person shall hold more than one elected office simultaneously. Officers will recuse themselves from voting on any matter where a potential financial conflict of interest may exist. The members who comprise the officers of the Executive Board are:

- President
- Vice President for Fund Raising
- Vice President for Performing Groups
- Vice President for Special Events and Publicity
- Treasurer
- Secretary

Duties of the Members of the Executive Board

President

- The President will have the responsibility to see that all official policies and directives are placed into effect.
- The President or designated Executive Board member will be the presiding officer at all meetings.
- The President appoints all committee chairpersons and the members of the Bylaws and the Nominations Committees. The Nominations Committee shall consist of at least three members, including at least one member of the Executive Board and two members from the General Membership.
- The President shall appoint an Auditor to perform an annual financial review of the funds and financial records of the CVIMF and present the findings to the general membership at the June general meeting.
- The President serves as an ex officio member of all committees, except for the Nominations Committee.

Vice President for Fund Raising

- The Vice President for Fund Raising, in the absence of, or at the direction of, the President, will perform the duties and exercise the powers of the President.
- The Vice President for Fund Raising will serve as chairperson of the fundraising committee and appoint the chairpersons of the Fund Raising Subcommittees.
- The Vice President for Fund Raising will report to the Executive Board on the status and activities of the Fund Raising committee.

Vice President for Performing Groups

- The Vice President for Performing Groups, in the absence of both the President and Vice President for Fund Raising, will perform the duties and exercise the powers of the President.
- The Vice President for Performing Groups will appoint the chairpersons of the Jazz Band, Band Groups and Symphonic Groups Committees.
- The Vice President for Performing Groups will report to the Executive Board on the status and activities of these committees.

Vice President for Special Events and Publicity

- The Vice President for Special Events and Publicity, in the absence of both the President, Vice President for Fund Raising and Vice President for Performing Groups will perform the duties and exercise the powers of the President.

- The Vice President for Special Events and Publicity makes all press contacts prior to and after events as appropriate; provide news stories and photographs to the local media publicizing all CVHS Instrumental Music activities and achievements.
- The Vice President for Special Events and Publicity is the chairperson of the Special Events Committee and will appoint the chairpersons of the Special Events subcommittees.
- The Vice President for Special Events and Publicity will report to the Executive Board on the status and activities of these committees.

Treasurer

- The Treasurer will maintain an accurate set of financial records and act as custodian of all funds governed by the Executive Board.
- The Treasurer will keep on deposit in such banks as the Executive Board directs all monies entrusted to him or her.
- All checks and disbursements issued by the CVIMF will be signed by two of the Executive Board Members, except that the two Board members signing the check may not be related and neither may be the payee of the check.
- The Treasurer is responsible for providing written reports to the Executive Board at each Executive Board meeting and General Membership meeting.
- The Treasurer will prepare a written Annual Report to be presented in July to the Executive Board for review.
- The Treasurer will be responsible for the timely preparation and filing of all necessary State and Federal tax and other mandated forms.

Secretary

- The Secretary will record, keep and distribute minutes of all Executive Board and General meetings.
- The Secretary will conduct all external correspondence of the Executive Board. The Secretary will maintain a file of all CVIMF documents as deemed necessary by the Executive Board.
- The Secretary will maintain a calendar of events and CVIMF Membership Directory and database.

Executive Board Vacancies

Vacancies on the Board of Directors shall exist on the death, resignation or removal of any director, and whenever the number of authorized directors is increased. Any vacancy occurring in the Board, whether by increase in the number of members or otherwise, shall be filled by appointment by the President of an active member in good standing, subject to approval by a majority of the Executive Board members then in office. A person elected to fill a vacancy as provided by this Section shall hold office until the next annual election of the Board of Directors or until his or her death, resignation or removal from office.

Resignation

Any director may resign effective upon giving written notice to the President, the Secretary, or the Board of Directors, unless the notice specifies a later time for the effectiveness of such resignation.

Removal

Causes for removal of a director shall be:

- **Legal Cause.** The Board of Directors may declare vacant the office of a director who has been declared of unsound mind by a final order of court, or convicted of a felony, or been found by a final order or judgment of any court to have breached any duty under Section 5230 and following of the California Nonprofit Public Benefit Corporation Law.
- **Incompetence.** This is subjective and will be left to the discretion of the board of directors. One warning followed by an opportunity for response shall constitute due process.
- **Attendance.** Failure to attend two (2) consecutive Board meetings without just cause shall constitute reason for removal.
- **Recall.** Any voting member of the constituency by whom the director was elected may initiate a recall of an elected officer or representative. A petition signed by ½ of the voting members of the constituency will constitute cause for such recall election. Notice to the entire constituency must be given at least 30 calendar days before the general meeting on which it will be voted. Removal must be by 2/3 votes of the members present and eligible to vote.

Non-liability of Directors

The directors shall not be personally liable for the debts, liabilities, or other obligations of the corporation.

Article 6: Committees**Committee Member Qualifications**

All committee chairpersons and committee members must be either active members or associate members in good standing of the CVIMF. Members may serve as committee chairpersons and members of the Board of Directors. The President shall be an ex-officio member of all committees except the Nominating committee.

General Powers and Restrictions

The Executive Board Member in charge of each committee appoints the Chairpersons. Chairpersons of all standing committees are responsible for selecting committee members from the general membership to assist in carrying out committee objectives. All committee chairpersons are responsible for submitting the names of committee members to the Executive Board for record. Each committee shall have the power to set up sub-committees for carrying on the work under its direction as it may deem necessary. The Chairpersons are responsible for presiding over the committee meetings, preparing agendas, and representing the committee when necessary at the Executive Board Meeting.

Types of Committees

Standing Committees are appointed for the entire fiscal year, Select Committees are appointed for a special purpose and duration.

The Standing Committees are:

- Band Groups (Concert/Marching)
- Bylaws Committee
- Fund-Raising
- Jazz Band
- Nominations Committee
- Special Events Committee
- Orchestral Groups (Wind Ensemble/String Orchestra/Symphony Orchestra)

Responsibilities of the Band Groups committee

The Band Groups (Concert/Marching) committee shall provide personnel to support the equipment, chaperone and transportation needs of the associated instrumental groups.

Responsibilities of the Bylaws committee

The Bylaws committee reviews Bylaws and reports all proposed changes at a regularly scheduled Executive Board or General Membership meeting. The committee incorporates changes to the Bylaws as they are adopted and posts copies of the Bylaws for the membership when changes are made. The President will serve as an official member of the Bylaws Committee. The President will report to the Executive Board on the status and activities of this committee.

Responsibilities of the Fund-Raising committee

The Fund-Raising committee plans, manages and coordinates all fund-raising events in concert with the Music Director, school calendar and district requirements.

Responsibilities of the Jazz Band committee

The Jazz Band committee shall provide personnel to support the equipment, chaperone and transportation needs of the associated instrumental groups.

Responsibilities of the Nominations committee

The Nominations committee solicits nominations for all Executive Board positions. The committee verifies membership status of nominees and contacts each nominee to verify desire to run for board position.

Responsibilities of the Special Events committee

The Special Events Committee plans, manages and coordinates special events including the Banquet, and Concerts held at CVHS.

Responsibilities of the Orchestral Groups committee

The Orchestral Groups (Wind Ensemble/String Orchestra/Symphony Orchestra) committee shall provide personnel to support the equipment, chaperone and transportation needs of the associated instrumental groups.

Article 7: Elections

Elections will be held annually at the last General Meeting before the end of the second semester of the school year. The outgoing Board will act in an advisory capacity, working with the new Board, until July 31 of the current year.

- The president will appoint the chair of the Nominating Committee by the January executive board meeting.
- The Nominations Committee will present their slate of officers, one per position, by March 1.
- Once the Executive Board has approved the slate of officers, this slate will be presented to the General Membership.
- The election results will be formally announced at the last general meeting.

Article 8: Amendments to Bylaws

Any member may submit proposed changes to the Executive Board in writing. When a Bylaws change is proposed, the President shall refer the change to the Bylaws Committee Chair. The Bylaws Committee will report the proposed change to the Executive Board. If the Executive Board approves the proposed change unanimously, it will be referred to the General Membership where a simple majority vote of those in attendance will amend the Bylaws.