**BYLAWS OF ATHOLTON DRAMA BOOSTERS, INC.**

(A Non-Profit Corporation)

**ARTICLE I**

**Name and Offices**

SECTION 1. The name of this Corporation, hereinafter referred to as "the Corporation," is ATHOLTON DRAMA BOOSTERS, INC. The Corporation was formed on September 21, 2005, to engage in fundraising activities for the benefit and furtherance of the drama education of the students attending Atholton High School, to subsidize said drama activities, and to perform other activities permitted corporations under the General Laws of the State of Maryland to the extent permitted of organizations exempt from Federal income tax laws under section 501(c)(3) of the Internal Revenue Code.

SECTION 2. The present address of the principal office of the Corporation shall be Drama Department, Atholton High School, 6520 Freetown Road, Columbia, Maryland, 21044.

**ARTICLE II**

**Objectives**

SECTION 1. The objective of the Corporation shall be to stimulate student, parent, and community interest, support, and participation in the Atholton High School drama program, promote fundraisers for the continued operation of the drama program, and aid the drama instructor and school administration wherever possible for the harmonious operation of the drama program.

SECTION 2. All property acquired by the Corporation for the drama program shall be given to and considered the sole property of the Atholton High School Drama Department and the school administration, not the property of the Corporation.

SECTION 3. The Corporation shall at no time seek to direct the activities or control the policies of the Atholton High School drama program.

**ARTICLE Ill**

**Membership**

SECTION 1. Any individual interested in the objectives of the Corporation may become members with the annual payment of membership dues of $5.00 per member.

SECTION 2. Voting - Each member in good standing of the Corporation shall be entitled to a single vote on any issues brought before the Corporation.

SECTION 3. Dues - Dues are effective for the fiscal year in which they are paid.

SECTION 4. Officers and Board Members - Each officer or board member will be a current member of the Atholton Drama Boosters.

**ARTICLE IV**

**Officers**

SECTION 1. The Officers of the Corporation shall be President, Vice President, Secretary (or Recording Secretary and Correspondence Secretary), and Treasurer.

SECTION 2. Officers shall serve without compensation. Officers shall be allowed reasonable and in-budget advancement of expenses incurred in the performance of their duties.

SECTION 3. These Officers shall be elected and installed at the third general meeting of the fiscal year and shall assume the responsibilities of their office on July 1st of each year allowing for a transition period between the election and July 1st.

SECTION 4. The advisory officer of the Corporation shall be the Director of the Drama program of Atholton High School.

SECTION 5. All Officers shall hold office from July 1st of each year until their successors have been duly elected and qualified, or until removed as herein provided. No Officer shall hold the same office for more than two consecutive years, unless an exemption is approved by a majority vote of the members present at any regular meeting provided that a quorum is present.

SECTION 6. Any Officer may be removed by a majority vote of the members present at any regular meeting provided that a quorum is present. (See Article VI, SECTION 4 and 5)

SECTION 7. The vacancy of any office created by resignation or removal shall be filled by a member appointed by the President of the Corporation. Such appointee shall serve until a successor has been duly elected and qualified.

SECTION 8. The Board of Directors shall appoint three Corporation members, none of which may be the President or Vice President, to a Nominating Committee at the January Executive Board Meeting. The nominating committee shall elect its own chair.

1. The nominating committee shall be elected at least two (2) months prior to the election of officers.
2. The nominating committee shall nominate an eligible person for each office to be filled and report its nominees to the general membership at least ten (10) days prior to the general membership meeting towards the end of the school year, at which times additional nominations may be made from the floor.
3. Only those individuals who are current members of the Atholton Drama Boosters and who have signified their consent to serve if elected shall be nominated for, or elected to, such office. Individuals who will have a Drama student in the upcoming year need not be a current dues-paying member, but are expected to promptly apply for membership and pay dues for the year they take office.

**ARTICLE V**

**Duties of Officers**

SECTION 1. President - It shall be the duty of the President to preside at all meetings and perform such duties as pertain to the office. The President shall maintain liaison with the Atholton High School Drama Director and Atholton High School office and administration to assure that the Corporation and its activities are kept current with school policy. The President shall be an ex-officio member of all committees except the Nominating Committee.

SECTION 2. Vice President - In the absence of the President, the Vice President shall perform the duties of the President. The Vice President shall keep a record of all past and present Corporation activities. The Vice President shall also be the Membership Chair and maintain a membership book containing the name and address of each and any members. The Vice President shall undertake such other duties and responsibilities as shall be mutually determined and shall be an ex-officio member of all committees except the Nominating Committee.

SECTION 3. Secretary - The Secretary office may be divided into Recording Secretary and Corresponding Secretary. The Secretary shall:

1. Certify and keep at a designated location the original, or a copy, of these Bylaws as amended or otherwise altered to date. (Recording Secretary)
2. Keep a complete record of all Corporation and general meetings, recording therein the time and place of holding, whether regular, general, or special, how called, how notice thereof was given, the names of those present or represented at the meeting, and the proceedings thereof. (Recording Secretary)
3. Attend to all official correspondence as needed to include sending out minutes of previous meetings to general membership and communicating any announcements from the the Board. (Corresponding Secretary)
4. Communicate in advance notice of all meetings to the Board and general membership in advance of meetings and/or activities using all means of communication available.
5. Moderate AHS Boosters Facebook group (and/or other social media in use) and serve as the Webmaster of the AHS Drama Boosters website, unless other individuals are appointed to serve in those functions. (Corresponding Secretary)

Copies of all records and correspondence by the Secretary or Secretaries shall be kept in a correspondence file and shall be turned in to the Vice President at the end of each term.

SECTION 4. Treasurer - The Treasurer shall collect and have charge of all monies of the Corporation, shall pay all bills that have been authorized, shall prepare the proposed budget for the following year, shall present an itemized statement of accounts at all business meetings, shall give an annual report, shall prepare all regulatory returns, and shall, upon request, provide any information desired by the school administration.

**ARTICLE VI**

**Meetings**

SECTION 1. All meetings of the Corporation shall be at the principal office of the Corporation or at such other place or places as may from time to time be determined by the Officers.

SECTION 2. Regular meetings of the Board of Directors will be held to conduct on­going and routine business.

SECTION 3. There shall be three general meetings of the Corporation each year. The first general meeting shall be held at the beginning of the school year, at which time the budget and tentative fundraising projects shall be presented. The second general meeting shall be held at a time determined by the Officers to review the fall accomplishments and upcoming spring events. The third general meeting shall be held near the end of the school year, at which time Officers shall be elected and installed, and the budget approved for the next year.

SECTION 4. Special meetings of the Corporation may be called by the President or by a majority of the Board of Directors with at least one week's notice.

SECTION 5. A quorum shall consist of six members at a Board of Directors meeting and of eleven members at general meetings. In the event a quorum is not present, the meeting may be adjourned and reconvened with a quorum being the number present at the adjourned meeting, and business may be conducted as necessary.

SECTION 6. Meetings are open to all members of the school administration.

SECTION 7. The Board of Directors may create such standing or special committees as it may deem necessary to promote the purposes and carry on the work of the Corporation.

**ARTICLE VII**

**Board of Directors**

SECTION 1. The Board of Directors shall consist of all elected Officers of the Corporation, four members at large, two student leaders, and the Atholton High School Drama Director. Upon election, all board members are required to read and acknowledge receipt of these bylaws.

SECTION 2. Four members at large shall be elected to the Board of Directors by the membership at the third general meeting. The members at large must be members in good standing and have accepted leadership responsibility in the Corporation.

SECTION 3. Two student leaders shall be appointed to the Board of Directors by the Officers upon recommendation by the Atholton High School Drama Director. The student leaders must demonstrate active involvement in the drama department and agree to serve as liaison between the Corporation and the drama department. Upon acceptance to the Board of Directors, the student leaders will possess full rights and responsibilities.

SECTION 4. The Board of Directors shall have control and management of the affairs and business of the Corporation. In all cases, the members of the Board of Directors shall act as a Board, regularly convened. In the transaction of business, the act of the majority present at a meeting, except as otherwise provided by law, shall be the act of the Board, provided that a quorum of the Board members is present. The Board of Directors may adopt such rules and regulations for the conduct of its meetings and the management of the Corporation as it may deem proper but not inconsistent with law or these Bylaws.

SECTION 5. An emergency Board of Directors meeting may be called by the President or at the request of two or more members of the Board of Directors with at least twenty­ four hours' notice.

SECTION 6. The Board of Directors, by a two-thirds (⅔) vote of the members present and voting, may remove from his/her position any board member who fails to perform designated duties as outlined in these bylaws, the current policies, procedures and/or job descriptions, fails to attend two consecutive meetings and/or board meetings without being excused, violates the basic policies, misrepresents the position of the Corporation or acts in any other way which is detrimental to the purposes of the Corporation. In the case of an abuse of office, an emergency meeting may be called immediately with no notice in order to vote on the removal of an officer.

**ARTICLE VIII**

**Budget and Financial Governance**

SECTION 1. The Executive Board shall present to the membership at the first regular meeting of the membership after the officers have been elected or as soon thereafter as practicable, a budget of anticipated revenue and expenses for the year. This budget shall be used to guide the activities of the organization during the year, including serving as approval for anticipated expenditures. Any substantial deviation (line item increase of 10% or $50, whichever is greater) from the budget must be approved in advance by the membership. All expenses must be approved by the membership by way of approval of an annual budget, or amendments thereto.

SECTION 2. The Treasurer has the authority to pay all bills for necessary expenses between July 1st and approval of the budget at the general meeting.

SECTION 3. All disbursement requests by the Corporation in excess of five hundred dollars ($500.00) must be signed by two Officers of the Corporation. All debit card purchases must be approved by two officers as indicated on a disbursement request form to be maintained by the treasurer.

**ARTICLE IX**

**Amendments**

The Bylaws of the Corporation may be amended by a majority vote of the members present at any general meeting, provided that a quorum is present. The proposed amendment must have been presented either at the preceding general meeting of the Corporation or by written·notice not less than fourteen days prior to the date of said meeting. Bylaws shall be reviewed by special committee and approved by the general membership every three years.

**ARTICLE X**

**Dissolution**

SECTION 1. The Corporation may be dissolved under the following conditions:

1. A majority of the entire Board of Directors shall adopt a resolution declaring that dissolution of the Corporation is advisable and shall direct that the proposed dissolution be submitted for action thereon at either the next regular meeting or a special meeting of the Corporation called for this specific purpose.
2. A notice stating that the purpose of the meeting will be to take action upon the proposed dissolution of the Corporation shall be given to all members of the Corporation entitled to vote thereon not less than fourteen days prior to the date of said meeting.
3. The proposed dissolution shall be authorized by the affirmative vote of no less than two-thirds of all members present at the general meeting.

SECTION 2. Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the remaining assets of the Corporation exclusively for the charitable purposes of the Corporation as contained in Article 9, Section 2 of the Corporation's Articles of Incorporation. In making this charitable disposition of the remaining assets, the Board shall show preference to the Drama Department of Atholton High School, but in no event shall these assets be donated to any entity that does not qualify as a tax­ exempt charity under section 501(c)(3) of the Internal Revenue Code.

CERTIFICATE OF RECORDING SECRETARY

I certify that I am the duly elected and acting secretary of the Atholton Drama Boosters Club and these Bylaws constitute the organization’s Bylaws. The Bylaws were revised and accepted at an Executive Board Meeting in April, 2019, and duly adopted at a meeting of the general membership held on \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ DATE.

Dated: \_\_\_\_\_/\_\_\_\_\_\_/\_\_\_\_\_\_

Secretary of the Atholton Drama Boosters Club Signature: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Howard County Public School System Board Policies can be found at

<https://www.hcpss.org/board/policies/>