

Article I: Name, Address, and Status

1. This organization shall be known as Titan Regiment Boosters (TRB).
2. The mailing address shall be PO Box 944, Manor, TX. The principal place of business and administration shall be in the band hall of Manor New Tech High School (MNTHS), within the Manor Independent School District (MISD).
3. The Corporation shall have perpetual existence.

Article II: Purpose

The Corporation is organized exclusively for charitable, religious, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, 1986, or the corresponding provision of any future federal law. Such purposes include but are not limited to:

1. Provide services and raise funds for all New Tech Titan Regiment activities participated in by Titan Regiment members and auxiliary unit students.
2. Provide a means to sponsor annual education field trips for students in the New Tech Titan Regiment and auxiliary unit programs.
3. Provide a means to sponsor other various activities in support and at the discretion of the MNTHS Director of Bands.

Article III: Authority

The Titan Regiment Boosters:

1. Does not have the authority to direct the duties of a school district employee. The schedule of contests, rules for participation, method of earning letters, and all other criteria dealing with the inter-school band programs under the jurisdiction of the MISD Administration.
2. Will operate within all the guidelines set forth in the current issue of the University Interscholastic League (UIL) Constitution and Contest Rules and the UIL Booster Club Guidelines as well as current MISD Booster Club/PTO Guidelines.

3. No Member or Officer has authority to do any act in any matter or bind the TRB to any requirements, which would be contrary and/or violate the requirements for 501(c)(3) status. Any actions by members or officers may be voided by a majority vote at a meeting.

Article IV: Membership

Section I: Voting Members

1. Any parent, guardian, caretaker, or adult responsible for a student in New Tech Titan Regiment or any other auxiliary unit program is eligible for voting membership in this organization. In order to become eligible to vote, members must read and understand these bylaws. Payment of dues is not currently required.
2. Any parent, guardian, caretaker, or adult responsible for an incoming student in New Tech Titan Regiment or any other auxiliary unit program is eligible to vote effective April 1 prior to entry into the TRB.

Section II: Non-Voting Members

Other interested supporters that do not qualify as voting members are encouraged to participate as honorary, non-voting members.

Article V: Board of Directors and Elections

Board of Directors

Full-time employees of MISD or MISD Board of Trustees shall not serve in a financial capacity of the organization. Financial capacity includes holding positions of Treasurer, Co-Treasurer, Fundraising Director, or serving as a check signer.

No person who does business with Titan Regiment Boosters or other school organizations, either as a representative or owner (in whole or in part) of a company, or is in a position to profit financially from the relationship, may serve as

an officer of the TRB or school organization.

No officer or their relations shall serve in the same office for more than two (2) consecutive terms. One who has served in more than one-half of a term shall be credited with having served the full term. In addition, only one member of a family may serve as President, Treasurer, Co-Treasurer, Vice President, or Fundraising Director at the same time.

Officer level positions are as follows: President, Vice President, Treasurer, Co-Treasurer, and Secretary.

Director level positions are as follows: Communications Director, Field Operations Director, Fundraising Director, and Alternate Director.

Election Process

1. Nominations for the Board shall start at the February meeting and shall close just prior to the voting at the end of the April meeting.
 - a. Election shall take place at a regularly scheduled meeting with it being announced at least 30 days prior to the meeting.
 - b. The nominee must be present to accept or decline the nomination or must have presented a written nomination acceptance letter to the President or designee.
 - c. After all nominations are submitted, the nomination process shall be closed and the voting will begin.
 - d. The Directors shall be elected annually by written ballot from the voting membership in the month of April.
2. Votes will be by secret ballot to be tallied by the current Secretary.
 - a. Nominees may vote for themselves.
 - b. Nominations will be approved by a simple majority vote.
3. The individual running for President must be a parent, guardian, caretaker, or adult responsible for a student who has served more than one semester in New Tech Titan Regiment.
 - a. The elected Board of Directors will present the candidates for the

officer positions for a vote by the general membership at the April meeting.

- b. Officers and Directors shall assume their official duties on May 1st.
 - c. Officers shall serve for one year.
4. Vacancies occurring in any elected office shall be filled by a majority vote of the voting membership at any regular meeting. Notice of such election shall be given thirty (30) days prior to the general membership body.

Article VI: Recall of Officers and Directors

An officer or director may be subject to recall for failure to perform duties and/or misappropriation of funds. An officer or director may be evaluated for recall if they have three (3) absences to the monthly meeting without notifying the President, Vice President, and/or Secretary.

In the event an allegation is made against a Board of Directors member, a committee of three officers will be formed to investigate the cause for concern and make a recommendation to the Board of Directors for retention or removal. A Band Director will act as an advisor to this committee. The Board of Directors will vote on the committee's recommendation. A majority vote by the Board of Directors shall constitute retention or removal of the officer by secret ballot tallied by the Secretary.

Article VII: Duties of the Officer and Directors

1. **President:**
 - a. Calls meetings as provided in the by-laws
 - b. Sets the agenda and presides at all meetings
 - c. Serves as an ex-officio member of all committees
 - d. Serves as liaison between the TRB and the Band Directors
 - e. Assembles, as needed, committees to conduct the business of the organization

2. Vice President:

- a. Serves all the President's duties in the absence of the President
- b. Serves as an ex-officio member of all committees
- c. Serves as Fundraising Director if one is not elected
- d. Serves as Communications Director if one is not elected

3. Field Operations Director:

- a. Is responsible for all on-field and/or on-stage ancillary matters associated with the band's participation in special events and/or performances
- b. Is responsible for the coordination of volunteers needed to carry out necessary duties, including but not limited to:
 - i. Distribution and collection of marching hat plumes
 - ii. Distribution and collection of water bottles
 - iii. Movement of Drum Major and pit equipment for half-time shows
- c. Acts as liaison between the TRB and the Band Directors for matters pertaining to event support for the band

4. Secretary:

- a. Records the minutes of all generals and Board of Directors meetings
- b. Maintains the meeting sign-in lists
- c. Is responsible for the posting and/or distribution of recorded minutes on the TRB website
- d. Is responsible for archival of recorded minutes
- e. Is responsible for maintaining all documents pertaining to the organization's operation
- f. Is responsible for any correspondence or acknowledgment letters for organization activities

5. Treasurer:

- a. Has responsibility for all funds of the organization
- b. Keeps accurate accounts and records pertaining to the financial business of the organization, including but not limited to, all banking

account records, receipts, and tax documents

- c. Is responsible for the timely filing of all necessary tax documents
- d. Reports fully at each regular meeting, and at any other point as requested by the Board of Directors, on the financial status of the organization
- e. Submits accounts on an annual basis or as requested by the Board of Directors, for audit
- f. Is responsible for ensuring that necessary “seed money” is available at all organization functions that require cash on hand
- g. Notifies the bank of any changes in officers or authorized signatures on the account
- h. Designates another member of the Board of Directors to collect funds at organization fundraising activities when not present personally

6. Co-Treasurer:

- a. Reports fully at each regular meeting, and at any other point as requested by the Board of Directors, on the financial status of the organization if Treasurer is unavailable
- b. Coordinates ordering, payment, and distribution of items and products to support the Titan Regiment
- c. Maintains a digital repository of TRB assets and inventory

7. Communications Director:

- a. Is responsible for the establishment and maintenance of the organization’s annual membership roster and directory
- b. Acts as liaison between the TRB and the Band Directors for matters pertaining to communications for the Band and Guard
- c. Acts as liaison between the TRB and Manor ISD for matters pertaining to district guidelines and policies
- d. Is responsible for the oversight and maintenance of TRB social media, website, and calendar

- e. Serves as the chairperson of the Communications Committee if such as been established. The annual establishment of this committee will be at the discretion of the Communications Director

8. Fundraising Director:

- a. Is responsible for oversight of all fundraising activities sponsored by the organization. Specific activities will be voted upon by the general membership
- b. Other duties shall include, but are not limited to:
 - i. Research and development of fundraising activities
 - ii. Design, print, and/or obtain all material necessary for the completion of each fundraising event
- c. Is prepared to fully report to the Board of Directors and the general membership as to the status of all ongoing fundraising activities
- d. Acts as liaison between the organization and the Band Directors for matters pertaining to ongoing fundraising activities
- e. Serves as the chairperson for the Fundraising Committee if such has been established. The annual establishment of this committee is at the discretion of the Fundraising Director

9. Alternate Director:

Will serve as committee chair for any standing or ad hoc committees formed or will step in as one of the named Directors above in the event of the departure of a Director

Article VIII: Standing Committees

Standing committees shall be appointed by the President of the Titan Regiment Boosters or the Executive Board from time to time, as deemed necessary, to promote the purposes and carry on the work of the TRB.

Article IX: Meetings

1. **Regular Meetings** – General membership meetings of the Titan Regiment Boosters shall be held regularly at a time and place announced to the general membership. Regular meetings shall be held on the first Wednesday of each month, except during official school holidays. Before adjourning any regular meeting, an announcement will be made of the time and place for the following meeting.
2. **Notice of Regular Meetings** – Notice shall be sent at least ten (10) days in advance of meetings to all parents and students via email, and posted on available electronic platforms, including, but not limited to the TRB website and social media. However, failure to announce the time and date of a meeting prior to that time will not be a basis for challenging the validity of actions at the meeting.
3. **Special Called Meetings** – When required by circumstances to act quickly, the President may call meetings with as little as three (3) days' notice, using email and the method described in the Notice paragraph above. However, any action taken at a Special Called Meeting must be reported at the next Regular Meeting so that the membership is given an opportunity to review and revise the action. Presenting and approving the minutes of the Special Called Meeting will satisfy this requirement.
4. **Quorum and Voting** – A quorum for transacting business at a meeting shall consist of a majority vote from the Board of Directors and any number (including zero) members who are not directors. A member must be present to vote. The officer presiding over the meeting may make motions, speak on them, and vote.
5. **Tie Votes** – When a motion fails to receive a majority vote and it, therefore, does not pass. Any motion, however, whether it passes or fails, may be

reconsidered if the proper parliamentary procedure is followed (motion, second, majority vote).

*For the purpose of this Article, "publishing" a document can include printing paper copies to hand out to all members present at a meeting, passing around a single or multiple copies so that each voting member has had an opportunity to view it, and/or displaying legible copies using printed or electronic media so that all voting members can view it.

Article X: Financial Operations

1. Fiscal year – The organization’s fiscal year shall be from July 1 through June 30
2. Deposits – The treasurer will verify all income. The treasurer or co-treasurer or officer authorized by President will make all deposits.
3. Signature authority – Will be limited to the President, Treasurer, and Co-Treasurer. One of these outgoing officers shall provide general meeting minutes authorizing who will have signature authority for the upcoming fiscal year. In the event of an officer change during the fiscal year, one of these officers will also provide general meeting minutes authorizing the new signature(s) to the bank. Two signatures will be required on all checks over the amount of \$500.
4. Bank cards – Will be held by President and 1st Treasurer and bank cards can be used for purchases that exceed \$500 so long as there has been board approval and documentation of the item(s) being purchased.
5. President, Treasurer, and Co-Treasurer are the Keyholders for the payment lockbox.
6. No officers or members of TRB will be paid or receive any compensation or remuneration whatsoever from the organization.
7. Budgets:
 - a. Draft Budget – The outgoing Executive Board will submit a draft budget for the next fiscal year to the General Membership at the

May meeting.

- b. Regular Budget – The President, after consultation with the Executive Board and Band Directors, will submit a budget for the upcoming fiscal year to the General Membership for approval at the June meeting.
- c. Existing Committees will submit budget requests to the President ten (10) business days prior to the May Executive Board meeting.

All assets and earnings of the Corporation shall be exclusively for its exempt purposes, including the payment of expenses incidental thereto. No part of any net earnings shall incur to the benefit of any employee of the Corporation or be distributed to its directors, officers, or any private person, except that the Corporation shall be empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forth in Article II of these bylaws.

Notwithstanding any other provision of these bylaws, the Corporation will not engage in any activities not permitted by an organization exempt under Section 501(c)(3), Internal Revenue Code, 1986, or the corresponding provision of any future federal law, or organizations whose contributions which are exempt under Section 170(c)(2), Internal Revenue Code, 1986, or the corresponding provision of any future federal law. The Corporation shall have no capital stock, pay no dividends, nor distribute any part of its net income or assets to any Directors, Officers, or private property of the subscribers. Directors or officers shall not be liable for the debts of the Corporation.

No substantial part of the Corporation's activity shall be used for a campaign of propaganda or otherwise attempt to influence legislation. The Corporation shall not participate in or otherwise engage in any political campaign. The Corporation will not attempt to influence legislation nor interfere with any political campaign on behalf of or in opposition to any candidate for public office.

In particular, but not without limitation of the generality of the foregoing

paragraph, during such time as the Corporation may be considered a private foundation as defined by section 509(a), Internal Revenue Code, 1986, or the corresponding provision of any future federal law, it shall now:

- A. Fail to distribute its income for each taxable year at such time and in such manner as to become subject to the tax on undistributed income imposed by Section 4942, Internal Revenue Code, 1986, or the corresponding provision of any future federal law.
- B. Engage in any act of self-dealing as defined in Section 4941(d), Internal Revenue Code, 1986, or the corresponding provision of any future federal law.
- C. Retain any excess business holdings as defined in Section 4943(c), Internal Revenue Code, 1986, or the corresponding provision of any future federal law.
- D. Make any investment in such manner as to subject it to tax under Section 4944, Internal Revenue Code, 1986, or the corresponding provision of any future federal law.
- E. Make any taxable expenditures as defined in Section 4945(d), Internal Revenue Code, 1986, or the corresponding provision of any future federal law.

The Board of Directors may authorize, by general resolution, a Director or Directors, an agent or agents, in addition to persons authorized by these bylaws to enter into any contract on behalf of the Corporation. All checks, drafts, notes, orders of payment, or other evidence of indebtedness issued in the name of the Corporation shall be signed by the authorized check signer as described elsewhere in these bylaws. All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board of Directors may designate. The Directors, collectively or individually, any officer or designated agent may accept gifts, contributions, bequests, or devices of any property on behalf of the Corporation. No Director, officer, or agent shall have the authority on behalf of the Corporation, to enter

into a loan or any other contract of indebtedness except by unanimous vote in a specific resolution of the Board of Directors. The authority designated by this provision shall be limited to a single and specific instance.

Notwithstanding any provision of these bylaws, the Corporation shall not discriminate against any director, officer, employee, applicant, or participant on the basis of gender, sex, race, color, ethnicity, or national origin.

The Titan Regiment Boosters shall adopt and follow a conflict of interest policy, as required by the Internal Revenue Service, for maintaining compliance with 501(c)(3) non-profit status.

Should the organization be dissolved, any monies remaining in the treasury shall be transferred to an organization described in Section 501(c)(3) or 170(c)(2) of the Internal Revenue Code, 1986, or the corresponding provisions of any future federal law, as shall be selected by the last Board of Directors. None of the assets will be distributed to any officer or director of the Corporation. Any such assets so disposed of shall be disposed of in a manner designated by, the state court having jurisdiction over the matter. If it is legally possible to do so, preference will be to distribute the assets to the Manor ISD Band Activity Fund to be used solely for the Manor ISD Bands as requested by the Band Directors.

Article XII: Parliamentary Authority

Observance of the bylaws adopted by the organization is essential for the orderly conduct of business. Officers and members should be familiar with the rules they have accepted. A copy should be available at every meeting of the organization. This is the responsibility of the Secretary. The rules contained in the current edition of Robert's Rules of Order shall govern the TRB in all cases in which they are applicable, provided they are not inconsistent with these bylaws or any special rules of order the TRB adopts.

Article XII: Amendments

These bylaws shall be amended at any general membership meeting of the organization, provided:

1. A quorum of the Board of Directors is present
2. Notices of the proposed amendments are given at least thirty (30) days prior to the meeting at which the amendment is voted upon.
3. The proposed amendment is approved by a 2/3 majority vote of the voting members present.
4. The amendment is not inconsistent with the objectives of the organization.

Approved this 20 day of April, 2023

Signed: DocuSigned by: Lily Tapia
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Secretary Name: Lily Duarte

Titan Regiment Boosters
PO Box 944 Manor, Tx 78653

