

Termination of Membership

The Board of Directors, by affirmative vote of two-thirds of all of the members of the Board, may suspend or expel a member for cause after an appropriate hearing and may, by a majority vote of those present at any regularly constituted meeting, terminate the membership of any member who becomes ineligible for membership, or suspend or expel any member who for cause deemed so by the membership.

Resignation

Any member may resign by filing a written resignation with the Secretary, but such resignation shall not relieve the member so resigning of the obligation to pay any assessments, or other charges theretofore accrued and unpaid.

Reinstatement

Upon written request signed by a former member and filed with the Secretary, the Board of Directors may, by the affirmative vote of two-thirds of the members of the Board, reinstate such former member to membership on such terms as the Board of Directors may deem appropriate.

Transfer of Membership

Membership in this corporation is nontransferable or assignable.

Annual Meeting

An annual meeting of the members shall be held by the last day of June of the current fiscal year, for the purpose of the transaction of business as may come before the meeting.

Special Meeting

Special meeting of the members may be called by the Chair of the Board of Directors.

Place of Meeting

The Board of Directors may designate any place, either within or without the State of Texas, as the place of meeting for any annual meeting, regular meeting or for any special meeting called by the Board of Directors. If no designation is made or if a special meeting be otherwise called, the place of meeting shall be the registered office of the corporation in the State of Texas; but if

all of the members shall meet at any time and place, either within or without the State, and consent to the holding of a meeting, such meeting shall be valid without call or notice, and as such meeting, any corporate action may be taken.

Notice of Meetings

Written or printed notice stating the place, day and hour of any meeting of members shall be delivered, either personally or by mail or e-mail, to each member entitled to vote at such meeting, not less than ten (10) or more than fifty (50) days before the date of such meeting, by or at the direction of the Chair, or the Secretary. In case of a special meeting or when required by statute, or these bylaws, the purpose or purposes for which the notice of a meeting shall be deemed to be delivered when deposited in the United States mail addressed to the member at his address as it appears on the records of the corporation, with postage thereon prepaid.

Informal Action by Members

Any action required by law to be taken at a meeting of the members or any action which may be taken at a meeting of the members may be taken without a meeting, if a consent in writing, setting for the action so taken, shall be signed by all of the members entitled to vote with respect to the subject matter thereof.

QUORUM

The members holding seven (7) of the votes which may be cast at any meeting shall constitute a quorum at such meeting, with each school having a representative. If a quorum is not present at any meeting of members, a majority of the members present may adjourn the meeting without further notice.

General Powers

The affairs of the corporation shall be managed by its Board of Directors. The corporation shall operate on a fiscal year/school term basis, beginning on August 1st of each year and concluding on July 31st of the next succeeding year. The officers will operate on a school term basis, beginning on June 1st through May 31st of the following year. During those term years of the corporation beginning in the term year 2001/2002, the Board of Directors shall consist of: the President and First Vice-President of the Richland Area Band Boosters and one (1) person designated by that organization; the President and First Vice-President of the Haltom Area Band Friends and one (1) person designated by that organization; the President and First Vice-President of the Birdville United Band Boosters and one (1) person designated by that organization; a Band Director from Haltom High School, Richland High School

Chair of the Board of Directors shall appoint one (1) additional designated member to serve on the Board of Directors that year. During the term year 2001/2002 the Chair of the Board of Directors shall be the President of the Haltom Area Band Friends. In subsequent term years, the Chair and the additional designated member shall be passed next to the President of the Birdville United Band Boosters and then to the President of the Richland Area Band Boosters, returning the Chair and the additional designated member to Haltom Area Band Friends in continuous rotation. The Board of Directors shall appoint a bookkeeper.

Number, Tenure, and Qualifications

The number of directors shall be fourteen (14). Each Director shall hold office until the next annual meeting of the members and until his successor shall have been designated and qualified.

Action of Members

The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these bylaws.

Vacancies

Any vacancy occurring on the Board of Directors shall be filled by the entity, either the Birdville United Band Boosters, the Haltom Area Band Friends, or the Richland Area Band Boosters, selecting the Director who has vacated his post. A director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

Compensation

Directors as such shall not receive any stated salaries for their services, but nothing herein contained shall be construed to preclude any Director from the corporation in any other capacity and receiving compensation therefore.

Officers

The officers of the corporation shall be a Chair, a Vice Chair, a Secretary/Treasurer, and such other officers as may be elected in accordance with the provisions of this Article. During the term year 2001/2002, the Office of Chair shall be held by the President of the Haltom Area Band Friends. In subsequent term years the office of Chair shall be passed next to the President of the Birdville United Band Boosters and then to the President of the Richland Area Band Boosters, returning the office of Chair to Haltom Area Band Friends in continuous rotation. During the

the President of the Richland Area Band Boosters and then to the President of the Haltom Area Band Friends, returning the office of Vice Chair to Birdville United Band Boosters in continuous rotation. During the term year 2001/2002, the Office of Secretary/Treasurer shall be held by the President of the Richland Area Band Boosters. In subsequent term years the office of Secretary/Treasurer shall be passed next to the President of the Haltom Area Band Friends and then to the President of the Birdville United Band Boosters, returning the office of Secretary/Treasurer to Richland Area Band Boosters in continuous rotation.

Election and Term of Office

Officers of the corporation shall take office immediately following the regular annual meeting of the Board of Directors. If election of those officers shall not be held at such meeting, election shall be held as soon thereafter as convenient. New officers may be created and elected at any meeting of the Board of Directors. Each officer shall hold office until his successor is duly appointed and qualified.

Removal

Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the corporation would be served thereby, and such removal shall be without prejudice of the officer so removed.

Vacancies

Any vacancy in the office of Chair or Vice Chair because of death, resignation, disycer

Vice Chair

In the absence of the Chair or in the event of his or her inability or refusal to act, the Vice Chair shall perform the duties of the Chair, and when so acting shall have all the powers of and be subject to all the restrictions upon the Chair. The Vice Chair shall perform such other duties as from time to time may be assigned to him or her by the Chair of the Board of Directors.

Other Committees

Other committees not having and exercising the authority of the Board of Directors in the management of the corporation may be designated by a resolution adopted by a majority of the Directors present at a meeting at which there is a quorum.

Term of Office

Each member of a committee shall continue as such until the next annual meeting of the members of the corporation and until his successor is appointed, unless the committee member shall be sooner terminated, or unless such member be removed from such committee or unless such member shall cease to qualify as a member thereof.

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Chair

One (1) member of each committee shall be appointed chair by the person or persons authorized to appoint the members thereof.

Vacancies

Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Quorum

Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which there is a quorum shall be the act of the committee.

Rules

Each committee may adopt rules for its own governance not inconsistent with these bylaws or with the rules adopted by the Board of Directors.

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Contract

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Checks and Drafts

All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the bookkeeper or signed by the Director of Fine Arts.

Deposits

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 select.

Gifts

The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest, or device for the general purposes or for any special purpose of the corporation.

Books and Records

The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors, and committees having any of the authority of the Board of Directors. The corporation shall keep at the registered or principal office a record giving the names and addresses of the members entitled to vote. All books and record of the corporation mM

Corporation, a waiver thereof in writing and signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to giving of such notice.