

**Bylaws**  
**Brewer Band Booster Club**  
**As of February 4, 2019**

**ARTICLE I – NAME AND TYPE**

The name and type of filing entity being formed are: BREWER BAND BOOSTER CLUB, a Texas nonprofit Club (herein after “Club”).

**ARTICLE II – OFFICES**

**2.01 REGISTERED OFFICE AND AGENT**

The registered office and registered agent of the Club shall be set forth in the Certificate of Formation. The registered office or the registered agent may be changed by resolution of the Board, upon making the appropriate filing with Secretary of State. The Director of Bands shall be named the registered agent.

**2.02 PRINCIPLE OFFICE**

The principle office of the Club shall be at 1025 W. LOOP 820 N., FORT WORTH, TX 76108. The Club shall have and continuously maintain in the State of Texas a registered office and registered whose office is identical with such registered office, as required by the State of Texas Non-Profit Club Act.

**ARTICLE III – PURPOSE AND POLICIES**

**3.01 PURPOSE**

This organization is formed for the purpose of promoting the interests in music education within the White Settlement Independent School District. Promotion activities are to be directed primarily to music education as conducted as part of the White Settlement Independent School District’s band program and in support of the Directors of Bands. By promotion of music education, this organization will work to secure closer relations between parents, students, and band directors.

**3.02 POLICIES**

The Brewer Band Booster Club is to be operated as a non-profit educational support organization. Rules and guidelines as specified in the U.S. Internal Revenue Code, Section 501(C)(3) are considered applicable to the objectives, goals and operating procedures adopted by the Brewer Band Booster Club. Furthermore, the activities must be consistent with the White Settlement ISD Administrative Regulations for Booster Clubs & PTAs established by the White Settlement Independent School District and the University Interscholastic League Booster Club Guidelines.

## **ARTICLE IV – MEMBERS**

### **4.01 MEMBERSHIP**

Membership in the Brewer Band Booster Club is open and encouraged for all parents and/or guardians of students currently enrolled in band programs and teachers in the White Settlement ISD. Membership may be extended to people who are not parents or guardians of WSISD students by majority vote of the booster members at a monthly meeting. Membership shall not be denied any person because of race, religion, sex, or national origin. Volunteers that wish to support band students do not have to be a member of the Club, but will still be required to complete the WSISD volunteer form. The privilege of voting, holding office, making motions, and debating issues shall be limited to active members of the Club.

### **4.02 MEMBERSHIP FEES**

Membership fees may be assessed as determined by the Boosters. There shall be no variance of membership fees and fees shall remain fixed within a fiscal year.

### **4.03 TERMINATION OF MEMBERSHIP**

Memberships shall not be involuntarily terminated by the Brewer Band Booster Club for any member of the club unless approved by a seventy-five percent majority of members present as determined by secret ballot administered by the office presiding at a regular meeting of the Club. Such a termination will be proposed for membership balloting only upon approval of at least seventy-five percent of the members of the Boosters and a rendering of a written charge to the membership outlining just cause for the termination. The charged member shall also have the right to answer the charges verbally or in a written document to be distributed to the membership when the Booster has indicated by its seventy-five percent vote that they believe the termination of membership to be proper because of matters involving gross misconduct, gross non-support of music education within the school district, or violation of any laws by local, state, or federal authority. Membership of the parent or guardian is automatically terminated upon graduation of the student from Brewer High School or withdrawal from the band program.

### **4.04 RESIGNATION**

Resignations of members may be made in writing at any time or rendered in accordance with procedures authorized by the Boosters.

Resignations shall not cancel any legal debt owed to the Club by the terminating member, and all working funds held or reimbursements due the Club shall not be considered terminated as a result of the termination of membership.

### **4.05 REINSTATEMENT**

Persons may be reinstated under provisions in Article IV s 4.01.

## **ARTICLE V – CONFLICTS OF INTEREST**

No director/member shall cast a vote, nor take part in the final deliberation in any matter in which he or she, members of his or her immediate family or any organization to which such director has allegiance, has a personal interest that may be seen as competing with the interest of the Club. Any director/member who believes he or she may have such a conflict of interest shall so notify the Board prior to deliberation on the matter in questions, and the Board shall make the final determination as to whether any director/member has a conflict of interest in any matter. The minutes of the Board meeting shall reflect disclosure of any conflict of interest and the recusal of the interested director/member.

## **ARTICLE VI – OFFICERS AND EXECUTIVE BOARD**

### **6.01 NUMBER OF OFFICERS**

The Executive Board officers of the Club that make up the Boosters shall be a President, Vice-President, Treasurer, Secretary, Parliamentarian, Membership Director, Fundraiser Director, and Activities Director. New officers and assistant officers may be created if deemed necessary. New officers may be created and filled at any Booster meeting. No more than one officer position may be held by the same person. No more than one family member can hold an officer position on the Executive Board. The band directors of the school shall also serve on the Executive Board.

**6.02** The Executive Board shall have the power to transact in the interim of the regular meetings all business not otherwise provided for in the constitution or bylaws or delegated to special committees, except that of modifying any action by the association.

**6.03** The Executive Board shall meet as necessary as decided by the President or by the Vice President in his/her absence. The actions of the Executive Board shall be submitted to the Brewer Band Booster Club for ratification at its next meeting.

**6.04** The Executive Board shall have all the powers of the General Board and the Club between meetings of the General Board or the Club. A majority of the Executive Board present and eligible to vote shall constitute a quorum. A majority vote of the Executive Board members present shall carry any vote presented to the Board or the Club other than an amendment of the bylaws.

**6.05** The Executive Board shall determine all policies and programs of the General Board and the Club acting upon suggestions of the members and the Band Directors.

## **6.06 BOOSTER GENERAL BOARD OFFICES AND COMMITTEES**

The Band Booster General Board will consist of all Executive Board Officers, Communications Chairperson, Concessions Chairperson, Merchandising Chairperson, Auction Chairperson, Color Guard Representative, and Class Representatives from each grade of the Intermediate, Middle and High Schools. Other General Board positions and committee chairs may be added during the year to assist as needed with band booster events in accordance with Article IV.

## **ARTICLE VII – DUTIES AND TERMS OF OFFICE**

### **7.01 RULES OF ORDER**

The most current issue of Robert's Rules of Order shall be the authority on all questions of procedure not specifically stated in the bylaws.

### **7.02 ELECTION OF OFFICERS, BOARD MEMBERS AND TERM OF OFFICE**

The Executive Board officers and General Board Members shall be elected annually at the May booster meeting and will assume office on June 1<sup>st</sup>. The election date shall be determined by the Boosters. The Executive Board Officer, General Board Member, or Committee Chairperson can be parents or legal guardians of current band members, and may also be extended to people who are not parents or guardians of WSISD students by majority vote of the booster members at the meeting in which elections are held. No Executive Board Officer can serve more than two consecutive terms in the same officer position. The President has to serve as an active member on the Brewer Band Booster Club at least one year before allowed to be President.

### **7.03 REMOVAL OF OFFICERS AND BOARD MEMBERS**

Resignation of officers and board members shall be made in writing to the boosters. No officer or board member shall be involuntarily removed from office except as a result of termination of membership as described in Article 4.03.

Resignations shall not cancel any legal debt owed to the club by the terminating officer, and all working funds held or reimbursements due the club shall not be considered terminated as a result of the termination of office.

### **7.04 POWERS OF OFFICERS AND SUCCESSION**

Officers shall have the responsibility to direct the club in accordance with its bylaws and provision described in Article III pertaining to operation of the club as a non-profit organization to support music education activities. Power of succession for officers in the absence of the President shall be in the order as follows: (1) Vice President; (2) Treasurer; and (3) Parliamentarian. The responsibilities of officers shall be assumed by the next officer in the Power of Succession in sequence as outlined herein.

The Band Directors may authorize any officer, officers or members of the Club, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Club, and such authority may be general or confined to specific instances.

### **7.05 PRESIDENT**

The President is an Executive officer of the Club and shall be the chief executive officer and preside over all meetings of the Executive Board, General Board, and the Club. The President will also serve as ex-officio on all committees and attend committee meetings as needed. The President may co-sign checks. The President shall meet with the school Band Director on a regular basis to determine how best to assist the Band Department. It is the President's duty to approve and/or set Club calendars with the coordination of the Band Director.

### **7.06 VICE PRESIDENT**

The Vice President is an Executive Officer of the Club and shall assist the President and in the absence of the President, shall have all the power of the President and shall serve in whatever capacity deemed necessary by the President. The Vice President may co-sign checks. Shall be a liaison to the student band leadership as their representation in the Club. Shall assume the Office of the President in the event the President resigns or is no longer able to function as President.

### **7.07 TREASURER**

The Treasurer is an Executive Officer of the Club and shall have responsibility of the club financial records including financial accounting records, financial statements and checkbook and may co-sign checks. The Treasurer shall render a complete financial report at each regular meeting of the club and at such other times as requested by the President. The Treasurer shall have the responsibility for supervision over the receipt and disbursement of Club funds and disbursement in accordance with Club objectives and goals prescribed in Article III. Shall present the annual budget as determined by the executive committee at the first general meeting of the calendar year and shall review the current budget at the first general meeting of the school year. The Treasurer will submit financial statements to the school district in accordance with district procedures and to the IRS in accordance with government procedures.

### **7.08 SECRETARY**

The Secretary is an Executive officer of the club and shall have responsibility for informing membership of regular and special meetings, record minutes of proceedings at meetings, present the minutes at meeting and have custody of Club records except for those records under the custody of the Treasurer. The Secretary shall post minutes to the Band website within two weeks of said meeting. The Secretary will maintain thank you notes from the Executive Board.

### **7.09 PARLIAMENTARIAN**

The Parliamentarian is an Executive Officer of the Club and shall be responsible for enforcing and reviewing the Bylaws as needed. Shall keep records of all historical reports, photos, articles, awards, and other items for all campuses. The records shall be donated to respective schools at the end of each school year.

### **7.10 MEMBERSHIP DIRECTOR**

The Membership Director is an Executive Officer of the Club and is responsible for overseeing all Club areas of membership including but not limited to Membership, Volunteers, Communications, Recruiting, and Nominations. The Membership Chairperson shall have responsibility for establishing and coordinating membership and shall maintain a membership list with addresses and shall encourage membership in the Club. Shall provide support to Class Representatives.

### **7.11 FUNDRAISING DIRECTOR**

The Fundraising Director is an Executive Officer of the Club and is responsible for overseeing all Club areas of fundraising including but not limited to Concessions, Merchandising, Auctions and Restaurant/Dining Fundraisers. Shall provide oversight of special projects and serve as support to the fundraising chairpersons as needed.

### **7.12 ACTIVITIES DIRECTOR**

The Activities Director is an Executive Officer of the Club and shall be responsible for overseeing all Club areas of activities including but not limited to Hospitality, Friday Night Coordinator, Banquets, and Senior Night. Shall serve as support to the coordinators of these activities as needed.

### **7.13 COMMUNICATIONS CHAIRPERSON**

The Communications Chairperson is a General Board Member of the Club and shall serve as editor and producer of the calendar. Shall develop and update booster social media sites to include at least current events, accomplishments, calendars and photographs. Shall provide support to the Parliamentarian for accurate record keeping of all band activities each year.

### **7.13 CONCESSIONS CHAIRPERSON**

The Concessions Chairperson is a General Board Member of the Club and shall be responsible for concessions operations that the club agrees to maintain. This may include obtaining facilities, stocking, serving, providing staff, and other actions as needed for a successful concessions operation.

### **7.14 MERCHANDISING CHAIRPERSON**

The Merchandising Chairperson is a General Board Member of the Club and shall oversee the purchasing, stocking and sales of band booster merchandise throughout the year.

### **7.15 AUCTION CHAIRPERSON**

The Auction Chairperson is a General Board Member of the Club and shall maintain overall responsibility of the annual auction fundraiser. Shall coordinate the class representatives that are responsible for sub-functions of the annual auction fundraiser. Shall be available to provide guidelines to the class representatives for the respective areas of responsibility for auction sub-functions.

### **7.16 COLOR GUARD REPRESENTATIVE**

The Color Guard Representative is a General Board Member of the Club and shall serve as a liaison to the Color Guard director and students. Shall provide support for Color Guard performances, activities, and any additional functions of the color guard as deemed necessary.

### **7.17 CLASS REPRESENTATIVES**

Each Class Representative is a General Board Member of the Club and shall serve as a liaison to their class's directors and students. Shall provide support for their division's performances, activities, etc.

### **7.18 PIT CREW AND PROPS CAPTAIN**

The Pit Crew and Props Captain is a General Board Member of the Club and shall be responsible for recruiting volunteers to assist with the front ensemble and show props for football games and competitions during marching (and football) season. Shall organize and direct volunteers as needed. Shall communicate with directors as needed to be sure all support needs are met for each event.

## **ARTICLE VIII - COMMITTEES**

There shall be the following standing committees: Membership, Fundraising, Communications, Nominating, Budget, Auditing, Color Guard, and Activities. All standing committees must comply with the Booster Club Bylaws in their operations and fundraising, if any. All standing committees must have one executive board member serving on each standing committee.

### **8.01 MEMBERSHIP COMMITTEE**

The membership committee shall be responsible for conducting a membership drive each year. Shall help serve as greeters at parent meetings and band concerts as needed.

### **8.02 FUNDRAISING COMMITTEE**

The fundraising committee shall be responsible for outlining, calendaring, and overseeing fundraising events.

- The fundraising committee shall compose a definite plan for fundraising, which shall be planned in response to the budget needs and current budget report.
- The plan should be discussed and outlined by the executive committee in conjunction with the fundraising committee preceding the introduction of the annual budget.
- The outline and calendar for the fundraising events for the upcoming school year shall be presented and voted on at the August board meeting of the executive board meeting of the proceeding school year.

- The executive committee in conjunction with and at the suggestion of the fundraising committee has the authority to approve additional fundraising activities as they deem necessary.
- Fundraising subcommittees may be formed in accordance with Section 9 below as needed; however, the following shall be standing subcommittees in continuous existence and specifically required to comply with Section 9 organization procedures: Concessions, Spirit Items, Silent Auction.

### **8.03 COMMUNICATIONS COMMITTEE**

The communications committee shall be responsible for notifying membership of regular or called meetings of the association and the general membership of any special events or meetings. All communication to the general membership shall go through the communications committee. Shall be responsible for publicity of all Brewer Band programs and Band Booster Club activities and collaborate with band directors regarding information to be publicized. This includes, but is not limited to area newspapers, flyers and handouts to parents. If a newsletter is published the communication committee shall serve as its editors.

### **8.04 NOMINATING COMMITTEE**

The Nominating Committee shall consist of five (5) members who are appointed by Vice President at the beginning of the school year. It shall consist of the Nomination Committee Chair (Parliamentarian), Vice President, Head Band Director, and two members from the membership at large.

### **8.05 BUDGET COMMITTEE**

A Budget Committee shall be established for the purpose of developing a yearly budget.

### **8.06 AUDITING COMMITTEE**

The Auditing Committee will consist of three (3) members, appointed by the president, and shall stand ready to audit the band boosters when called upon.

### **8.07 COLOR GUARD COMMITTEE**

The Color Guard Committee shall be responsible for notifying color guard membership of meetings and events related to color guard students and activities.

### **8.08 ACTIVITIES COMMITTEE**

The Activities Committee is responsible for overseeing all Club areas of activities including but not limited to Hospitality, Friday Night Coordinator, Chaperones, Banquets and Senior Night.



## **8.09 COMMITTEE ORGANIZATIONAL PROCEDURES**

All standing committees, and additional committees formed throughout the year, shall comply with the following operational procedures:

- Committees must generate minutes of any committee meeting and report those minutes to the board in the months in which they meet by the next board meeting.
- Standing committees must deliver all funds collected or received from its events and activities to the Treasurer or deposit directly in the bank within three (3) business days.
- Standing committees may form subcommittees to handle specific events and needs.
- Standing committees shall manage all subcommittee chairs.
- Committee chairs for each standing committee must be a member of all subcommittees.
- Color guard Director must be present for all color guard committee meetings.
- All key activities or event planning of the standing committees must be approved by the executive board after consultation with at least one director and placed on the calendar by the communications committee chair.
- Standing committees shall prepare proposed budgets for that committee for the upcoming year to be submitted in accordance with the general budget timelines.

## **8.10 SPECIAL COMMITTEES**

Special committees may be formed by either the Band Directors or President as needed.

### **ARTICLE IX – SPONSORSHIPS**

Sponsorships in the Brewer Band Booster Club is open to individuals or businesses who wish to support the school district music programs monetarily or by providing services without actively participating in Band Booster Club meetings and activities.

Sponsorships must be approved by the Administration of Brewer High School and White Settlement ISD.

Sponsorships shall be offered for individual persons, businesses, and other organizations known as “Sponsorships.” There shall be no other types or classes of sponsorships other than those specified in the section of the bylaws.

Sponsorship fees may be assessed as determined by the Boosters. There shall be no variance of sponsorship fees and fees shall remain fixed within a fiscal year.

### **ARTICLE X – MEETINGS**

Regular monthly meetings shall be scheduled from August 1 through June 7 of each fiscal year. The date and time for these regular meetings shall be determined by a majority vote of the membership. All meetings will follow the Robert’s Rules of Order.

### **10.01 SPECIAL MEETINGS**

Special meetings of the membership shall be called as considered necessary by the President, or in his/her absence, by the Vice President.

### **10.02 VOTING**

A majority vote of the membership at a meeting shall constitute a vote of the membership except as required in Article IV s 4.03.

Each member in good standing shall be entitled to one vote on each matter submitted to a vote of the members.

A minimum of four (4) officers and three (3) non-officer chairs, all present and eligible to vote, and the members present shall constitute a quorum for the transaction of business and approval of reports in any regular meeting. Officers who are not present at the meeting may provide their proxy vote to the President or next officer in succession present at the meeting.

Club actions may be voted by email if deemed necessary by the President. Club actions voted by email shall be included in the minutes of the following Club meeting.

## **ARTICLE XI – FISCAL MATTERS**

The fiscal year of the club shall be the calendar year, January through December. The President, Vice President, and Treasurer shall attend the districts fundraising rules and regulations meeting once a year.

### **11.01 CHECKS, DRAFTS, ETC.**

All disbursements shall be authorized by the Boosters and all checks signed by at least two members from the following: President, Treasurer, and Vice President.

Funds in the bank account shall be withdrawn by checks signed by any partner designated by the Partnership as outlined in this article.

Disbursement of club funds other than the disbursements required to cover fundraising expenses shall be solely for the purposes of accomplishing club goals and objectives for the support for band activities in the White Settlement Independent School District as provided in Article III.

Payment of expenses in connection with Club activities such as payments for products or goods sold, transportation of goods sold, and other selling expenses shall be from receipts and club funds on approval by the membership.

All cash funds shall be authorized by the membership, and designated officer or committee chairperson shall be responsible and accountable to the Booster for the cash fund authorized. No cash shall exceed \$1000, except for concession stand setup cash which cannot exceed \$4000.

Members shall not be disbursed funds for services rendered to the club performed as a duty as a club member. Funds may be disbursed to members for regular business expenses or goods or services rendered to the club when the member's association with the club is on a business basis and the payment is considered by the membership reasonable and necessary to conduct club business. Such payments to club members shall be detailed on monthly financial reports to the club membership.

Fees for returned checks due to insufficient funds will be set by the boosters.

### **11.02 DEPOSITS**

The Brewer Band Booster Club shall select a bank for the purpose of opening a single bank account. All funds of the Club shall be deposited from within three (3) business days of receipt to the credit of the Club in such banks.

Revenues of the club shall consist of membership dues and donations, and sales from fund-raising activities approved by the membership. Revenues may include payments to the club for services rendered in connection with fund-raising projects.

### **11.03 GIFTS**

The Board members may accept on behalf of the Club any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Club.

### **11.04 BOOKS AND RECORDS**

The Club shall keep correct and complete books and records of account and shall keep minutes of the proceedings of the members and committees. A member of the Club, on written demand stating the purpose of the demand, has the right to examine and copy, in person or by agent, accountant, or attorney, at any reasonable time, for any proper purpose, the books and records of the Club relevant to that purpose, at the expense of the member.

### **11.05 FINANCIAL RECORDS AND ANNUAL REPORTS**

The Club shall maintain current true and accurate financial records with full and correct entries made with respect to all financial transactions of the Club, including all income, expenditures, and donations in accordance with generally accepted accounting practices. All records, books, and annual reports (if required by law) of the financial activity of the Club shall be kept at the registered office or principal office of the Club in this state for at least three years after the closing of each fiscal year and shall be available to the public for inspection and copying there during normal business hours. The Club may charge for the reasonable expense of preparing a copy of a record or report.

### **11.06 BUDGET AND INVENTORY**

An operating budget identifying fundraising projects and purposes for which the funds are being raised will be prepared by the Budget Committee and presented to the membership for approval no later than February of each fiscal year. This budget shall establish the spending plan for the current calendar year, through the following January.

The budget shall be based upon the current undesignated funds of the club as of December 31<sup>st</sup> of the recent year. Incoming funds received for the current calendar year shall be reserved for the budget of the next calendar year.

The Club shall maintain current true and accurate inventory records with full and correct entries made with respect to all inventory transactions of the Club, included all income, expenditures and donations in accordance with generally accepted accounting practices.

## **ARTICLE XII – RESTRICTIONS AND LIMITATIONS**

Notwithstanding the foregoing or anything to the contrary herein, the Club may not:

Engage in any activity or take any action prohibited by the applicable provisions of the Texas Business Organizations Code.

Pay any dividend or distribute any part of the income of the Club to its members, if any, directors, if any, or officers. However, the Club may pay compensation in a reasonable amount to its members, directors, or officers for services rendered, may confer benefits upon its members in conformity with its purposes, provided such compensation and benefits are reasonable.

Make loans to the Club's directors.

Engage in any activities, except to an insubstantial degree, that are not in furtherance of the purpose or purposes of the Club.

Conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501 (c)(3) of the Internal Revenue code and its regulations, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and regulations.

Serve any private interest except if clearly incidental to the public benefit provided by the Club.

Allow any of the Club's net earnings to inure to the benefit of the members, if any of the Club, or any private individual.

Engage in more than an insubstantial degree in the carrying on or propaganda, or otherwise attempting, to influence legislation, and the Club shall not directly or indirectly participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office, except as allowed by Internal Revenue Code and its regulations.

Make distributions at such time and in such manner as to subject it to tax under Section 4942 of the Code.

Engage in any act of self-dealing which would be subject to tax under Section 4941 of the Code.

Retain any excess business holdings which would subject it to tax under Section 4943 of the Code

Make any investments which would subject it to tax under Section 4944 of the Code.

Make any taxable expenditures which would subject it to tax under Section 4945 of the Code.

### **ARTICLE XIII – AMENDMENTS**

The bylaws of the club may be amended by a majority vote of the membership at any regular meeting or special meetings where a quorum is present. A written copy of the bylaws as currently in effect and as proposed for amendment shall be presented to the membership prior to balloting on the proposed amendment.

In the event any part of the club bylaws is or becomes in conflict with the laws of any city, state, federal or UIL jurisdiction, then that part of the bylaws shall be void and the conflicting law prevail over the operation of the club as a non-profit organization in accordance with Article III.

### **ARTICLE XIV – DISSOLUTION**

To dissolve the Brewer Band Boosters Club, a resolution shall be adopted by the booster organization, or the Director of Bands if the organization is inactive, stating that the question of such dissolution be submitted to a vote at a special meeting of the members having voting rights. At least 30 days prior to the meeting, written or printed notice shall be given to each member entitled to vote stating that the purpose of such meeting is to consider the advisability of dissolving the organization.

Upon dissolution of the Club for any reason, no funds held by the club shall be disbursed to any officer, committee member, or club member. All funds held by the club and all property, personal or real, owned by the club in the event of dissolution of the club activities shall be converted to cash and disbursed to the Brewer Band Activity Fund. Dissolution of the Club shall be determined by the members of the last active Boosters and the Director of Bands.

Upon dissolution of the organization, all assets shall be distributed to the Brewer High School Band Activity Fund, as outlined in this Article, provided it is exempt under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, at the time of dissolution. If the White Settlement Independent School District is not exempt at the time of dissolution, the assets will be distributed to one or more organizations exempt under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code.

**SECRETARY'S CERTIFICATE**

This is to certify that the foregoing Amended and Restated Bylaws of Brewer Band Booster Club were adopted and approved at a meeting by two-thirds of the membership on the \_\_\_\_\_ day of \_\_\_\_\_, 2019.

In witness whereof, the undersigned, the duly elected officers of the club has signed this Secretary's Certificate.

\_\_\_\_\_  
President

\_\_\_\_\_  
Vice President

\_\_\_\_\_  
Treasurer

\_\_\_\_\_  
Secretary