

CARAVEL ACADEMY MUSIC BOOSTERS BYLAWS

Caravel Academy Music Boosters

Bylaws

Adopted by a two-thirds vote of the Membership on July 15, 2025

Supersedes all previous versions, including the 2013 Bylaws

ARTICLE I: NAME

The organization's name will be the Caravel Academy Music Boosters, herein referred to as the Boosters.

ARTICLE II: ARTICLES OF ORGANIZATION

The Boosters operates as a non-stock, nonprofit organization under the laws of the State of Delaware and under the umbrella of Caravel Academy's nonprofit entity. It operates exclusively to support educational purposes under Section 501(c)(3) of the Internal Revenue Code, with a focus on the performing arts.¹

ARTICLE III: OBJECTIVES

The Boosters is organized exclusively to support and enhance the music and performing arts programs at Caravel Academy. Its objectives include:

1. Fundraising
2. Volunteer coordination
3. Promoting student engagement in the arts as an essential part of a college preparatory education
4. Supporting activities that build community and foster appreciation for the performing arts²

ARTICLE IV: MEMBERSHIP³

Section 1 Membership will consist of Caravel Academy parents and extended family, alumni, and teachers who have an interest in the organization's purpose.

Section 2 Any parent/extended family, alumni or teacher can attend the

¹ Updated in July 2025 to align this organization to language that is more traditionally used by 501(c)(3) entities and to clarify the purpose of the organization.

² Updated in July 2025 to formally expand the role of the organization beyond strictly fundraising.

³ Dues as a condition of membership was removed from Article IV in July 2025.

Boosters meetings and assist with events or activities, but only members of the Boosters will be eligible to vote or to serve in any of its elective or appointive positions.

Section 3 Although there are no required dues for membership, the board will run an annual membership drive that encourages voluntary donations

Section 4 The Boosters will conduct an annual enrollment of members, but persons may be admitted to membership at any time.

ARTICLE V: THE BOARD

The Executive Committee is responsible for overseeing the day-to-day work of the Boosters. It manages the organization's affairs, carries out its mission, and makes necessary decisions between general meetings. The committee may set internal policies, approve spending within the adopted budget, and coordinate with committees to ensure their work aligns with our goals. It may appoint individuals or teams to help with specific tasks or events. The Executive Committee is expected to keep the membership informed by reporting its actions at regular Booster meetings.⁴

Section 1 The Board will be composed of the elected Officers.⁵

Section 2 The duties of the Board will be:

- a. To transact necessary business in the interval between Boosters meetings and other business referred to it
- b. To create standing and special committees
- c. To approve the plans of work of the committees
- d. To be prepared to report to the committees' actions at the regular meetings of the Boosters
- e. To select an audit committee/consultant to audit the treasurer's accounts as needed
- f. To prepare and submit a fiscal budget for adoption by the membership by September 30 of each year⁶
- g. To approve routine bills within the limits of the budget (see ARTICLE X)

Section 3 The Board will meet as needed during the school year and during the summer to plan for the upcoming school year. Special

⁴ This paragraph was added in July 2025 to grant authority to the Board.

⁵ Updated to remove unelected faculty members from the Board in July 2025, which is consistently with most Boosters organizations and sets the Boosters as a parent organization responsible for managing the funds and business listed herein.

⁶ The September deadline was added in July 2025.

meetings may be called by the President or by a majority of the Board members.

Section 4 A majority of the Board will constitute a quorum.

Section 5 Compensation. Booster members shall not receive any compensation for their services as officers, but the Boosters may by resolution authorize reimbursement of expenses incurred in the performance of their duties. Such authorization may prescribe procedure for approval and payment of such expenses to designated officers of the Boosters.

Section 6 In the event of a board vacancy, the unexpired term will be filled by a person appointed by the President. In the event of a vacancy in the office of President, the Vice President shall serve the unexpired term. Board members are expected to provide 30 days written notice if leaving their position, if possible.

Section 7 Accounts may be examined, annually, by an audit committee of not less than three (3) members or by an outside consultant who, satisfied that the treasurers annual report is correct, will sign a statement of that fact at the end of the report. The auditing committee or outside consultant will be selected by the Board at least two weeks prior to the meeting at which the new Board Members assume their duties.⁷

ARTICLE VI: BOARD MEMBERS AND THEIR ELECTION

Section 1 Each Board Member will be a member of the Boosters and a parent/guardian or family member of a child currently enrolled at Caravel Academy and participating in the Music program

Section 2 Board Members and their election:
a. The Officers will consist of⁸
i. President
ii. Vice President
iii. Secretary
iv. Treasurer
v. Vocal/Choral Chairperson
vi. Band Chairperson

⁷ Sections 5, 6, and 7 were added in July 2025 to ensure transparency and accountability.

⁸ Updated to remove unelected faculty members from the Board in July 2025, which is consistently with most Boosters organizations and sets the Boosters as a parent organization responsible for managing the funds and business listed herein.

- vii. Performing Arts Chairperson⁹ at Large (Meant to cover other aspects of the performing arts at Caravel, such as theater and color guard, or to ensure there is a representative whose child participates in multiple aspects of the music program.)
- b. All other Board Members will be elected by ballot annually at the last meeting of the school year
- c. Board Members will assume their official duties at the close of business on the last official day of the academic year and will serve for a period of one year and/or until the successor is installed
- d. All Board members will serve a one-year term, but are eligible for re-election

Section 3 Board Member nominations:¹⁰

- a. The President will place a call for nominations from the membership during the month of March or appoint a nominating committee, if needed,
- b. Candidates will be announced in April
- c. Elections will occur in May
- d. Prerequisites for nomination
 - All nominees should be current, active members of the Boosters with a working knowledge of the organization and its activities
- e. Only those who consent to serve, if elected, will be eligible for nomination
- f. The ballot will be finalized and presented at the April meeting

Section 4 Faculty Representatives

- a. Faculty Representatives will be appointed by the Department Chair of the Music Department

ARTICLE VII: DUTIES OF BOARD MEMBERS

Section 1 The President¹¹

- a. Will preside over all Booster meetings and all Board meetings
- b. Will supervise and coordinate the work of the Board and committees so that the objectives may be accomplished and to ensure that the program is being run responsibly

⁹ The Chairperson positions were added in July 2025 to account for the extensive support each of these areas needs from the Boosters, to ensure representation of all parts of the music program on the Board, and to provide a broader base of candidates for the role of President in elections.

¹⁰ Timelines were added in July 2025.

¹¹ In July 2025, the expectations of a candidate's qualifications were outlined and some language was clarified.

- c. The President will utilize experience with financial matters, leadership, conflict resolution, and having worked on the board in another role previously

Section 2 The Vice President¹²

- a. Will act as aid to the President
- b. Will perform the duties of the President in their absence or inability to serve
- c. Will lead a review of these Bylaws in March of each year and recommend any necessary changes to the Board for review, presenting a report each March
- d. Will review proposed initiatives and lead efforts to approve or not approve
- e. Will maintain the program calendar and ensure support is available

Section 3 The Secretary

- a. Will record all business transacted at each Boosters meeting and each Board meeting
- b. Will present the minutes for approval at each meeting
- c. Will call the meeting to order and preside in the absence of the President and Vice President
- d. Will prepare, in consultation with the President, a meeting agenda
- e. Will have on hand, at each meeting, a copy of these bylaws, minutes from previous meetings and a list of all committees
- f. Will be responsible for document transparency and retention (meeting minutes, financials, rosters)
- g. Will help coordinate the activities of social media and marketing¹³

Section 4 The Treasurer

- a. Will receive all monies of the Boosters
- b. Will keep an accurate record of the receipts and expenditures
- c. Will pay out funds under the approved budget, as authorized by the Boosters Board
- d. Will present a financial statement at every Boosters meeting and at other times, as requested by the Board
- e. Will manage all financial accounts and reporting systems
- f. The Treasurer will support and respond to all audit inquiries and committee requests¹⁴

¹² In July 2025, formal responsibilities for the Vice President were defined.

¹³ f and g were added in July 2025.

¹⁴ Responsibilities were clarified in July 2025.

- Section 5 Chairpersons (Choral, Instrumental, & Performing Arts)¹⁵
- a. Will represent and advocate for their respective area of involvement related to the Music program at Caravel
 - b. Will serve on committees
 - c. Will support the corresponding teachers, programs, and families
 - d. Will help coordinate the activities of social media and marketing
 - e. Support the Tri-M organization by monitoring service hours, enabling service projects, and supporting ceremonial requirements

- Section 6 Faculty Representatives¹⁶
- a. Will represent and advocate for their respective area of involvement related to the Music program at Caravel
 - b. Will serve on committees and form communication plans with the parents of students in their respective area of involvement
 - c. Will serve as the primary communication liaison between the Boosters and the Administration at Caravel Academy, securing all approvals as necessary.
 - d. Will serve as the primary communication liaison between the Boosters and the Caravel Academy school board, securing all approvals as necessary.

- Section 7 All Board Members will
- a. Perform the duties as outlined in these bylaws
 - b. Deliver to their successors all official material within ten (10) days following the meeting at which their successors are installed
 - c. Deliver to the Treasurer any Boosters funds in a timely manner
 - d. Attend all official Boosters meetings

ARTICLE VIII: MEETINGS

- Section 1 There will be two types of meetings:¹⁷
- a. General membership meetings will provide all members with visibility for the music program. No less than four regular Booster meetings will be held each year.
 - b. Board Budget & Planning meetings will carry forward the Board's business. They will support budget, operations, election, transition, and committee business. They will occur

¹⁵ Responsibilities were defined in July 2025.

¹⁶ Responsibilities were clarified in July 2025.

¹⁷ In July 2025, we defined two types of meetings.

as often as needed, no less than five times per year, to successfully deliver on the program and bylaws.

Section 2 Meeting dates will be determined by the Board and announced at the first regular meeting of the year. Notice will be given of any changes to the meeting schedule.

Section 3 Special meetings may be called by the President or by majority vote of the Board. Advance notice will be given.

ARTICLE IX: COMMITTEES

Section 1 All committee members must be Boosters members

Section 2 Standing and ad hoc committees will be created by the Board, as deemed necessary to accomplish the Boosters objectives and work. Committee chairpersons will be appointed by the Board.

Section 3 The committee chairperson will present a plan of work to the Board for approval. No committee work will be undertaken without the consent of the Board.

Section 4 The President will be an ex officio member of all committees, except the nominating committee.

Section 5 The Board may appoint a membership coordinator to manage the membership and volunteer lists. This individual may elect to utilize a committee to complete this work.

Section 6 The Board may appoint Online Presence & Social Media Coordinators to manage the Boosters online presence and online tools. This individual may elect to utilize a committee to complete this work.¹⁸

ARTICLE X: BUDGETING AND PRIORITY SETTING¹⁹

Section 1 Purpose of the Budget - The annual budget shall serve as the organization's primary tool for defining its spending priorities, ensuring alignment with the Boosters' mission, available resources, and community needs.

Section 2 Budget Development Process - The Board shall solicit input from

¹⁸ Added in July 2025.

¹⁹ Article X was added in July 2025 to create a formal mechanism for setting the spending and fundraising agenda on an annual basis, which will streamline decision-making and provide greater transparency.

faculty, program leaders, and members regarding potential funding priorities. The proposed budget will be presented for discussion and majority approval of the Board at a general Boosters meeting no later than September 30 of each school year.

Section 3 Use of Funds - Expenditures will be aligned with the adopted budget and may include, but are not limited to:

1. Uniforms and Equipment
2. Group Travel Costs
3. Tournament and Competition Fees
4. Training and Coaching Support
5. Facility Maintenance and Improvements
6. Scholarships and Grants
7. Fundraising Expenses
8. Team Meals and Banquets
9. Special Projects
10. Community Outreach and Philanthropy
11. Administration and Overhead Expenses

Section 4 Use of Funds - Expenditures will not be used for:

1. Direct Payments to Individuals
2. Personal Travel Expenses
3. Individual Scholarships Without a Fair Process
4. Gifts or Bonuses for Coaches and Staff
5. Alcohol, Tobacco, or Luxury Items
6. Political Donations

Section 5 Flexibility and Transparency - Adjustments to the budget may be made during the year by majority vote at a general meeting, and must be accompanied by a rationale. All major funding decisions must be tied to the budget and recorded in the minutes.

ARTICLE XI: EXPENDITURES

Section 1 The President, Vice President, and Treasurer will have Debit Cards and Check Signing privileges. Use of the Debit Card is permissible without pre-approval for de minimis expenses not to exceed Fifty Dollars (\$50). Receipts must be submitted for verification.

Section 2 Pre-Approval spending threshold requirements are as follows:²⁰

- a. Single expenditures less than One Hundred Dollars (\$100) can be approved via email by one or more Board members besides

²⁰ Spending threshold criteria was expanded in July 2025.

- the submitting requestor.
- b. Single expenditures between One Hundred Dollars (\$100) and Two Hundred Fifty Dollars (\$250) can be approved by a majority vote of the Board via email or during a formal meeting
- c. Single expenditures between Two Hundred Fifty Dollars (\$250) and One Thousand Dollars (\$1,000) must be approved by majority vote at a general Boosters meeting.
- d. All expenditures exceeding One Thousand Dollars (\$1,000) must be a part of a formal budget and approved by majority vote at a general Boosters meeting.

Section 3 Systemic Expenses and Long-Term Initiatives must be submitted via a budget request and approved by majority vote at a general Boosters meeting

Section 4 The Treasurer will issue Boosters checks for payment of expenditures authorized in the approved budget or by majority vote at official Boosters meetings

Section 5 Reimbursement Procedures: All reimbursement requests must be submitted using an official reimbursement form, accompanied by itemized receipts and a description of the expense. Requests must be submitted within 21 days of the purchase. All expenses must be pre-approved as defined in Article X. The Treasurer will review and process reimbursements, with secondary approval from another Board member for any amount exceeding \$250. Incomplete or late submissions may not be reimbursed.²¹

ARTICLE XII: CONFLICT OF INTEREST²²

Section 1 Purpose - The purpose of this Conflict of Interest policy is to ensure that the deliberations and decisions of the Caravel Academy Music Boosters are made in the best interests of the organization and its mission, free from actual or perceived conflicts of interest.

Section 2 Definition of Conflict of Interest - A conflict of interest arises when a Board member, committee member, or volunteer, or a member of their immediate family:

Stands to gain financially from a decision made by the Boosters;

Has a financial or personal interest in a vendor, contractor, or service

²¹ Article XI was extensively updated in July 2025 to create more accountability and transparency in expenditures.

²² Added in July 2025.

provider considered for engagement;

Has a close personal or professional relationship with someone who may benefit from a decision by the Boosters.

A conflict may also arise when a member's loyalty to another organization or business could compromise their objectivity or ability to act in the best interest of the Boosters.

Section 3 Disclosure - All actual or potential conflicts of interest must be disclosed to the President or to the Board as soon as they arise. Board members should err on the side of disclosure.

Section 4 Recusal and Abstention - Any individual with a conflict of interest must:

- Disclose the nature of the conflict prior to discussion or vote;
- Refrain from participating in related debate, deliberation, or decision-making;
- Recuse themselves from the vote on the matter.
- The remaining disinterested Board members will determine by majority vote whether a conflict exists and what action is appropriate.

Section 5 Documentation - All disclosures and actions taken (including recusals) will be recorded in the meeting minutes.

Section 6 Annual Acknowledgment - All Board members will be asked to sign a Conflict of Interest acknowledgment form at the beginning of each school year.

ARTICLE XIII: SELF-DEALING AND PRIVATE BENEFIT²³

Section 1 Purpose - The purpose of this policy is to ensure that the Caravel Academy Music Boosters operates in a manner consistent with its nonprofit mission and legal obligations, and that no individual improperly benefits from the organization's assets or decision-making power.

Section 2 Definition of Self-Dealing - Self-dealing occurs when a Board member, officer, or related party (such as a family member or closely associated individual) personally benefits from a decision made by the organization — financially or otherwise — in a way that is not generally available to others in similar positions.

²³ Added in July 2025.

Examples include, but are not limited to:

- A Board member's child receiving trip funding or private lessons paid for by the Boosters;
- A teacher receiving continuing education funding;
- A Board member providing paid goods or services to the Boosters through their own business.

Section 3 Permissible Benefits - Self-dealing is not strictly prohibited when the benefit:

- Is aligned with the organization's charitable and educational mission;
- Would be available to others in similar circumstances (e.g., all qualifying students, all eligible teachers);
- Is pre-approved by the Board following full disclosure and recusal by the interested party;
- Does not result in excessive personal benefit or compensation inconsistent with fair market value.

The Board may approve such expenditures provided that:

- The benefit is incidental to a larger program goal;
- The recipient was selected according to clear, equitable, and documented criteria;
- The decision-making process is transparent and recorded in the minutes.

Section 4 Continuing Education for Teachers - The Boosters may allocate funds to support teacher professional development when:

- The education directly benefits the music or theater program at Caravel;
- The request is submitted in writing and includes expected outcomes and costs;
- The request is reviewed and approved by a majority vote of disinterested Board members;
- The decision is documented in meeting minutes.

Such funding is not guaranteed and is subject to budget capacity, program priorities, and Board approval.

Section 5 Governance Process - To safeguard against inappropriate self-dealing:

- Any potential benefit to a Board member or their family must be disclosed before discussion or vote;
- The interested party must recuse themselves from discussion

- and voting.
- The remaining disinterested Board members will determine whether the benefit is permissible and in line with this policy.

Section 6 Documentation - All decisions involving potential self-dealing will be documented in meeting minutes, including:

- The nature of the potential conflict;
- Names of individuals recused;
- Rationale for approval or denial;
- Final vote tally by disinterested members.

ARTICLE XIV: AMENDMENTS

These bylaws may be amended by a two-thirds (2/3) majority vote of the Board at any general Boosters meeting, allowing for comments from the general membership.²⁴

END OF BYLAWS

²⁴ Updated in July 2025.