BYLAWS

WESTLAKE BAND PARENTS, INC.
A NON-PROFIT CORPORATION

Adopted by the Membership on May 06, 2025

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ARTICLE I – NAME AND LOCATION

The name of the organization shall be Westlake Band Parents, Inc. (hereinafter, WBP), with its principal office located at Westlake High School in Travis County, Texas.

ARTICLE II – PURPOSE

WBP's primary purpose is to support the band program of the Eanes Independent School District (EISD) and benefit student musicians through fundraising, volunteerism, and community engagement.

No part of the net earnings shall be used for the personal benefit of any private individual**.** WBP shall not attempt to influence legislation or participate in any political campaign on behalf of any candidate.

ARTICLE III – NONPROFIT STRUCTURE AND DURATION

WBP is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code and is incorporated under the laws of the State of Texas. It shall have perpetual existence unless otherwise dissolved in accordance with the law.

ARTICLE IV – MEMBERSHIP

Section 1. Eligibility All parents or guardians of students currently enrolled in the EISD band program are automatically granted voting membership in WBP. All parents or guardians of former band members are automatically granted honorary, non-voting membership.

Section 2. Voting Rights Each member shall have one vote. Voting may be conducted electronically as authorized by the President or President-Elect. Results shall be recorded by the Secretary and reported at the next Membership meeting.

ARTICLE V – MEETINGS OF MEMBERS

Section 1. Annual Meeting The annual meeting shall be held on the first Tuesday in May.

Section 2. Regular Meetings Regular meetings are scheduled by the Board.

Section 3. Special Meetings Special meetings may be called by the President, or in the President's absence, the President-Elect, or upon written request of 20 members.

Section 4. Quorum and Voting Fifteen members shall constitute a quorum at any meeting of the general membership. Matters requiring a vote shall be decided by a majority of the members present.

Section 5. Notification of Meetings All annual, general membership and special meetings shall be announced by the Secretary to the Membership at least 10 days but no more than 60 days in advance.

ARTICLE VI – OFFICERS

Section 1. Election of Officers A nominating committee, chaired by the President-Elect, shall present a slate of candidates at the annual meeting. The slate shall be confirmed through a majority vote of the general membership.

Section 2. Duties and Terms Officers shall serve one-year terms (July 1 – June 30). The officers shall have the following responsibilities:

- **President** The President shall preside over Board and General Membership meetings, guide strategic planning in collaboration with the Director of Bands and the Executive Committee, and ensure all actions and initiatives align with the policies of Eanes Independent School District and WBP's mission.

- **President-Elect** The President-Elect shall serve as the designated successor to the President, assist with long-term strategic planning, and prepare for leadership transition by collaborating with the Executive Committee and Board.

- **Secretary/Parliamentarian** The Secretary/Parliamentarian shall maintain accurate records of all Board and General Membership meetings, ensure compliance with WBP's Bylaws, manage official communications, and coordinate the preparation of public-facing content.

- **Treasurer** The Treasurer maintains accurate financial records, handles deposits and payments, prepares monthly and annual financial reports, facilitates the annual budget process, and ensures compliance with tax and nonprofit requirements.

- **Vice-President, Revenue** The Vice President, Revenue oversees all fundraising and revenue-generating activities to meet specified goals. Provides leadership and guidance to fundraising committees and events and ensures all band donors are appropriately recognized and receipted.

- **Vice-President, Operations** The Vice President, Operations shall coordinate the logistical and operational needs of WBP activities, including transportation, event setup, and management of physical resources, in support of the band's programming.

- **Vice-President, Student Affairs** The Vice President, Student Affairs shall oversee student-focused programs and parent engagement activities, including student recognition events, celebrations, and spirit initiatives, to enhance student life in alignment with WBP's mission.

- **Vice-President, Technology** The Vice President, Technology shall manage WBP's technology infrastructure, including websites, communication systems, and data management platforms, to support efficient organizational operations.

- **Vice-President, Student Travel** The Vice President, Student Travel shall plan and coordinate logistics for all approved student travel activities, including transportation, lodging, communication, and financial tracking, in compliance with WBP policies.

- **Vice-President, EVE** The Vice President, EVE shall oversee operations and support for the Elite Visual Ensemble (EVE) program, coordinate with EVE staff, assist with event planning, and serve as liaison between EVE families, the Board, and the band program to ensure alignment with WBP's mission.

- **Immediate Past President (Non-Voting)** The Immediate Past President shall serve as an advisor to the President and Board, providing institutional knowledge and supporting leadership transitions as needed.

Section 3. Executive Committee The Executive Committee shall consist of the President, President-Elect, Past President, and the Director of Bands. The Executive Committee shall meet as necessary to plan the activities of WBP. Except as defined in Article VII – Board of Directors, Section 4. Vacancies and Removal and Article XI - Scholarships and Financial Assistance Funds, Section 4. Financial Assistance, the Executive Committee cannot take formal action of any kind, shall submit all recommendations to the Board, and if required, to the general membership, for review, discussion, and approval.

ARTICLE VII – BOARD OF DIRECTORS

Section 1. Composition The Board shall include the following Officer positions: President, President-Elect, Vice Presidents (Revenue, Operations, Student Affairs, Technology, Student Travel, EVE), Secretary/Parliamentarian, and Treasurer. Director of Bands and Past President serve as non-voting advisors to the Board. If a Board position is held jointly by two individuals, those co-holders shall share one vote, with each entitled to cast one-half (½) vote on matters

before the Board. In the event of a tie vote, the President shall cast the deciding vote. If the President is unavailable, the President-Elect shall serve in that capacity. If neither is available, the motion shall fail.

Section 2. Responsibilities The Board is responsible for governing WBP and overseeing all programs, events, trips and student activities. This includes reviewing and approving proposed activities, approving related spending, and ensuring all programs align with the WBP's mission and organizational policies. No activity may proceed without Board approval.

Section 3. Electronic Voting Voting may be conducted electronically as authorized by the President or President-Elect. Results shall be recorded by the Secretary and reported at the next Board meeting.

Section 4. Vacancies and Removal Any officer or director may be removed for failure to perform duties, violation of bylaws or organizational policies, or conduct detrimental to WBP. A written complaint must be submitted to the President (or President-Elect, if the President is the subject). The individual shall be notified and given an opportunity to respond. The Executive Committee will review and issue a final decision within 30 days.

Vacancies on the Board may be filled by majority vote of the remaining officers. The appointee shall serve the remainder of the unexpired term.

Section 5. Interpretation of Bylaws The Board of Directors shall have the authority to interpret these Bylaws in the event of ambiguity or conflict. Interpretations shall be guided by WBP's purpose and applicable laws and may be documented in the meeting minutes.

Section 6. Meetings All Board of Directors meetings shall be announced by the Secretary to the Board at least 48 hours in advance.

ARTICLE VIII – COMMITTEES

Section 1. Standing Committees The Board of Directors may establish or dissolve standing committees as needed to support the ongoing governance and operations of the organization. The President shall appoint the committee members annually for a term of one year or until their successors are appointed.

Section 2. Special Committees Special committees may be established by the President for specific purposes with defined duration.

Section 3. Audit Committee Appointed by the President annually by May 31 to complete a financial audit by August 31.

ARTICLE IX – FINANCIAL GOVERNANCE

Section 1. Fiscal Year The fiscal year shall be July 1 through June 30.

Section 2. Annual Budget An annual budget shall be prepared and approved by the Board and general membership prior to the start of each fiscal year. The budget shall align with the purpose of WBP as stated in Article II.

Section 3. Budgeted Expenditures Once the annual budget is approved by the general membership, Officers and committee chairs are authorized to spend funds in accordance with the approved budget categories and amounts. The Treasurer shall monitor spending against the budget and provide monthly financial reports to the Board, including any significant variances from projected amounts. The Board may reallocate funds between budget line items, provided that the total amount of the budget is not exceeded. Restricted funds, as indicated in the annual budget, may only be used for their designated purpose.

Section 4. Non-Budgeted Expenditures Expenditures not included in the approved budget must receive prior approval from the President. Non-budgeted expenditures exceeding $1,500 require Board approval, and those exceeding $5,000 require general membership approval.

Section 5. Contracts All contracts which obligate WBP to expenditures of $15,000 or more must be approved by the Board.

Section 6. Reserve Funds WBP shall maintain a reserve fund to ensure financial stability and to cover unforeseen expenses or revenue shortfalls. Any withdrawals from Reserve Funds shall be communicated to membership at the next membership meeting. The target amount for the Reserve Fund shall be set annually by the board and planned deposits or withdrawals shall be included in the proposed budget for approval by the general membership.

ARTICLE X – RECORDS AND DOCUMENTATION

Section 1. Financial and Meeting Records WBP shall maintain correct and complete financial records for a minimum of seven years and meeting records for a minimum of three years. These shall be available for review by members upon request.

Section 2. Policies and Procedures WBP shall maintain a separate Policies and Procedures Manual (“PPM”) to document detailed operational practices, administrative procedures, and internal guidelines. The PPM is intended to supplement these Bylaws and may be amended from time to time by the Board or its designees, as appropriate. In the event of a conflict between the PPM and these Bylaws, the Bylaws shall prevail.

ARTICLE XI – SCHOLARSHIP AND FINANCIAL ASSISTANCE FUNDS

Section 1. Purpose and Oversight WBP may administer scholarship and financial assistance programs that support the educational advancement of students in the Eanes ISD band program. All such programs must align with WBP's 501(c)(3) purpose, organizational policies and applicable nonprofit regulations. Recipients must have no outstanding financial obligations to WBP.

Each program must have a written charter approved by the Board of Directors, outlining the purpose, eligibility criteria, selection process, award amount, and frequency. A summary of new or amended programs shall be shared with the general membership.

Section 2. Donor-Initiated Scholarships Individuals or organizations may establish scholarships through WBP. Donors may retain limited input over the initial charter, amendments, and disbursement conditions. All disbursements must be approved by the Treasurer.

Section 3. Senior Scholarships WBP may award scholarships to graduating seniors based on criteria established in an approved charter. These scholarships are intended to support post-secondary education and shall be paid directly to the student's institution or reimbursed upon proof of enrollment.

Section 4. Financial Assistance WBP may provide financial assistance to support participation in band-related activities, including but not limited to meal, private lesson and trip subsidies. Such assistance shall be approved by the Executive Committee on a case by case basis.

ARTICLE XII – AMENDMENTS

These Bylaws may be amended or modified at any regular or special meeting of the general membership at which there is a quorum by a majority vote of those present. All changes must maintain consistency with WBP's 501(c)(3) status and governing manuals.

ARTICLE XIII – WAIVER OF NOTICE

Whenever notice is required under these Bylaws or applicable law, such notice may be waived by the person or persons entitled to it, either before or after the time stated. Attendance at a meeting without objection shall constitute waiver of notice.

Referenced documents:

- WBP Reference History (As maintained and updated by the Secretary)

- WBP Policies and Procedures Manual (Effective April 2025)