

# Heritage High School Athletic Booster Club Constitution and By-Laws

Amended January 9, 2019

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## **Article I Name**

### **Section 1**

The name of this association is the Heritage High School Athletic Booster Club, hereinafter referred to as the Club or HHS ABC.

## **Article II Purpose**

### **Section 1**

The Club is organized exclusively for charitable and educational purposes to promote the athletic programs and extra-curricular activities at Heritage High School. This will be accomplished through fundraising for the purchase and maintenance of equipment and supplies to be donated to the school, or to its designated agent or agents, through the awarding of college scholarships to student athletes, and through such other activities as are agreed upon and approved, and which fall within the scope and parameters of the Club's Constitution and By-Laws. All such activities will include all of the athletic teams, both boys and girls, in accordance with Title IX.

## **Article III Status**

### **Section 1**

The Club shall be a nonprofit organization, operated exclusively for the purposes specified in this Constitution and By-Laws. The Club shall use its funds only to accomplish the purposes specified in article II, Section 1 above.

### **Section 2**

Officers and elected or appointed officials of this club shall not receive any stated compensation for their services. However, these personnel may be reimbursed for authorized expenses incurred in the performance of their duties.

## **Article IV Membership**

### **Section 1**

Any person residing in the Heritage High School attendance area, any member of the staff of Heritage High School, and any corporation or business entity that is interested in developing and promoting athletic and educational opportunities for students of Heritage High School, is eligible for membership in the Club.

### **Section 2**

All members of the Club are considered to be annual or lifetime members once they have paid the Club's dues prescribed for membership in accordance with Article IX of this Constitution and By-Laws.

### **Section 3**

Businesses may be assessed higher dues, as set by the Executive Council, than those for individual members.

## **Article V Executive Council/Committee Chairs**

### **Section 1**

Except as otherwise provided by law or in the Club's Constitution and By-Laws, the HHS ABC and its funds and affairs shall be governed by an Executive Council, with the overriding consideration of the welfare of the students, the membership, and the best interests of Heritage High School and the Club.

### **Section 2**

The Executive Council shall be comprised of the following elected members:

President

1<sup>st</sup> Vice President: Concessions and Internal Coordination 2<sup>nd</sup> Vice President: Sponsorships and Advertising

Secretary

Treasurer

### **Section 3**

It shall be the responsibility of the Executive Council to approve the overall program of activities for the school year for the HHS ABC.

The Athletic Director shall serve as an Ex-Officio member of the Executive Council with full voting rights.

The Executive Council shall be vested with the authority to administer the day-to-day business and activities of the Club.

In order to provide for a smooth transition and continuation of Booster activities, the Board may designate an "elect" position for each Board member, who will shadow and assist the Board member for the purpose of learning about the position and preparing for transition upon the next election (President-elect, VP1-elect, VP2-elect, etc.).

Candidates must be Booster members in good standing. The candidate for an elect position must be nominated by a Board member and their contributions discussed by the Board, followed by a vote of the full Board for approval. Designation of a successor, or serving as an elect, is not a guarantee of holding that Board position for the following school year. It does, however, communicate that the designee has the support of the current Board and should be included in the slate of candidates for the next election. Current Board members wishing to change positions on the Board in the future may hold an elect position.

The duties of the Club Officers are provided in specific provisions set forth in the following sections of this article.

#### **Section 4**

The **President** shall serve as the Chief Executive Officer of the Club, and the face of the club in public and within the Heritage High School community. He/she shall preside at all meetings of the Executive Council as Chairperson. He/she shall be responsible for coordination of the Club's activities and programs with those of Heritage High School. He/she may sign on behalf of the Club, any contracts or other instruments which the Executive Council has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Executive Council, or by the Constitution and By-Laws, to some other officer or agent of the Club, or shall be required by law to be otherwise signed or executed. In general, he/she shall perform all duties incident to the office of President, and such other duties as may be prescribed by the Executive Council from time to time, including communication with athletes, families, members and team liaisons about Booster topics, leading and facilitating fundraising activities, and working with each Board member to enhance the outcomes of all initiatives. The President will focus on the mission of the club, and the plans and resources to achieve that mission. The President shall appoint, subject to the approval of the Executive Council, chairpersons of all committees. The President shall also serve as Ex-Officio member for all committees.

#### **Section 5**

The **1<sup>st</sup> Vice President** shall assist the President in the coordination of the Club's activities, and shall perform other duties as assigned by the President or Executive Council. The main focus of the 1<sup>st</sup> Vice President shall be internally oriented, to include operations of concessions for the Club, to include coordination of volunteers, and activities which involve team liaisons, coaches, faculty and staff. In the absence of the President, the 1<sup>st</sup> Vice President shall assume the responsibilities of that office; when so acting, he/she shall have all the powers of, and be subject to all the restrictions upon, the President.

#### **Section 6**

The **2<sup>nd</sup> Vice President** shall assist the President and 1<sup>st</sup> Vice President in the coordination of the Club's activities, and shall perform other duties as assigned by the President or Executive Council. The main focus of the 2<sup>nd</sup> Vice President shall be externally oriented, to include the coordination of Sponsorship and Advertising activities. In the absence of the President and 1<sup>st</sup> Vice President, the 2<sup>nd</sup> Vice President shall assume the responsibilities of that office; when so acting, he/she shall have all the powers of, and be subject to all the restrictions upon, the President.

#### **Section 7**

The **Secretary** shall keep accurate minutes of the proceedings of the Executive Council at regular and/or special meetings. At each regular meeting, he/she shall read the minutes of the previous regular and/or special meeting. He/she shall make copies available as appropriate, and shall maintain on file a minimum of one copy of each set of minutes. He/she shall serve as custodian of the Club's records, attend to all correspondence and business pertinent to the office, and perform such other duties as may be prescribed from time to time by the President or by the Executive Council.

#### **Section 8**

The **Treasurer** shall have charge and custody of, and be responsible for, all funds of the Club. He/she shall receive and give receipts for monies due and payable to the Club from any source whatsoever, and deposit all such monies and other valuable effects in the name of the Club in such banks, trust companies, and other depositories as agreed upon by resolution of the Executive Council. He/she shall keep a record of all receipts and disbursements. He/she shall be the Officer responsible for the submission of the financial statements and budgets to the membership and to the Executive Council. He/she shall prepare such tax reports, information returns, and annual reports as Local, State, and Federal Laws may require. At each meeting of the Executive Council, he/she shall report on the expenditure of all club funds since the last meeting of the Executive Council, and he/she shall submit monthly financial reports to the Secretary for inclusion in the minutes of the monthly meeting. He/she will in general

perform all of the duties incident to the office of Treasurer, and such other duties as may be assigned from time to time by the President or by the Executive Council.

### **Section 9**

The President shall appoint, subject to the approval of the Executive Council, chairpersons of all committees deemed necessary by the HHS ABC. The President shall also serve as Ex-Officio member for all committees.

**Committees can include (but are not limited to) the following: membership, scholarship, etc.** The President, with the approval of the majority of the Executive Council, may establish from time to time such committees as are appropriate to assist in the management of the affairs of the Club. The President shall nominate a Chairperson for each committee, who will be approved by the majority vote of the Executive Council. The Chairperson of each committee shall select committee members from among the Club membership, and advises the Executive Council of the selections. Volunteers for committee chairpersons, and for committee membership, shall be fostered and encouraged.

### **Section 10**

The **Athletic Director** shall serve as the liaison between the coaches, the school administration, and the Executive Council. He/she shall supervise the development, presentation, and implementation of the Club program of activities for the year.

### **Section 11**

The Executive Council may receive, hold, and expend funds, and act generally for the Club, subject to the requirements and stipulations of the Constitution and By-Laws.

## **Article VI Elections**

### **Section 1**

Annually, the members of the Club shall elect a President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Secretary and Treasurer. These elections shall take place not earlier than April and not later than June each year, at a general meeting of the Club's membership. A call for nominations will be made at least 2 weeks before an election. A slate of candidates may be recommended by the Board, to include those members who have been designated as elect positions. Nominations will also be taken from the floor; and volunteers may submit their names to the President, Secretary, or Executive Council in advance of the meeting at which the elections are to be conducted. No nominee shall be voted on for office without prior consent and willingness to serve.

### **Section 2**

Each elected Officer shall hold office until his/her successor has been duly elected and qualified, or until his/her death, or until he/she shall resign or shall have been removed in the manner hereinafter provided.

### **Section 3**

When it becomes necessary to fill any vacancies on the Executive Council, or officer positions, due to death, resignation, or inability to perform any of the offices, the remaining members of the Executive council may, by affirmative vote of a majority thereof remaining, appoint a successor who shall serve until the next annual elections are conducted.

## **Article VII Meetings**

### **Section 1**

The Executive Council shall meet monthly to conduct regular business in the operation of the Club. The June meeting shall be designated as the Annual Meeting, during which the year's program shall be reviewed and appropriate action taken.

### **Section 2**

Special meetings of the Club may be called by the President or by the Executive Council, or by written petition to the President by three members of the Executive Council, stating the purpose of said meeting. Special meetings should be convened within 20 days of receipt of such requests. Notice of a special meeting shall state the purpose for which the meeting is being called.

### **Section 3**

Notice of all regular and special meetings shall be given not less than three (3) days in advance of the meeting, with information as to the date, time, and place of the meeting, and the subject or subjects to be considered.

### **Section 4**

Proper notice of a meeting having been given, a simple majority of the Executive Council shall constitute a quorum. Each member present shall be entitled to one (1) vote. The act of the majority of the Executive Council members present at a meeting at which a quorum is present shall be considered the act of the Executive Council.

### **Section 5**

Unless otherwise decided to and agreed upon by a majority of those present and voting, all questions or issues coming before the membership shall be decided by a majority vote. No member may exercise a vote by proxy.

### **Section 6**

The following shall form a part of the order of business and procedure at all regular and special meetings of the Club:

- 1) Call to Order
- 2) Roll Call of Officers and Executive Council Members
- 3) Secretary's Report (reading of minutes from previous session)
- 4) Treasurer's Report
- 5) Correspondence / Bills
- 6) Officer's Reports
- 7) Standing Committee Reports
- 8) Special Committee Reports
- 9) Special Orders
- 10) Old /Unfinished Business
- 11) New Business
- 12) The Good of the Order\*
- 13) Announcements
- 14) Meeting Adjournment

\*The Good of the Order may be used to schedule guest speakers, present awards, conduct informational / entertainment programs, and for other purposes related to Club business and functions. At the discretion of the President / Presiding Officer, this may be inserted anywhere, after the Roll Call of Officers, or it may be omitted.

### **Section 7**

Where not in conflict with the Constitution and By-Laws of this Club, Robert's Rules of Order shall govern the procedures, and form the parameters, of the conduct of Club meetings.

## **Article VIII Removal or Resignation**

### **Section 1**

Any member of the Executive Council who, during the course of one year, is absent from two (2) consecutive meetings of the Executive Council, or from a total of three (3) meetings of the Executive Council, without valid excuse accepted by a majority of the Executive Council, proper notice of the meetings having been given shall be dismissed from the Executive Council.

### **Section 2**

For any other act inconsistent with the best interests of the Club, the Executive Council member who committed such act shall be removed from office upon a majority vote of the Executive Council members present in person at a regular meeting, or at a special meeting called for such purpose.

### **Section 3**

Any Executive Council member may resign at any time by giving written notice to the Executive Council, the President, or the Secretary. Unless otherwise specified in such written notice, such resignation shall take effect upon receipt thereof by the Executive Council or such officer, and the acceptance of such resignation shall not be necessary to make it effective. As stipulated in Article VIII, Section 2 above, when an Executive Council Member resigns, the remaining members of the Executive Council may, by affirmative vote of a majority thereof remaining, appoint a successor who shall serve until the next annual elections are conducted.

### **Section 4**

Vacancies on the Executive Council due to removal shall be filled by appointment by the President, or acting President, with the approval of the majority of the remaining members of the Executive Council. This appointment shall remain in effect until the next annual elections are conducted.

## **Article IX Finances**

### **Section 1**

The Club's fiscal year and membership year shall be July 1 - June 30.

### **Section 2**

The membership dues for the forthcoming membership year shall be set at the last regular meeting of the Club's fiscal year. The amount so set shall be payable in the lump sum, and shall not be prorated over any part of the fiscal year. Lifetime membership dues may be set in addition to annual membership dues.

### **Section 3**

Any member, who fails to pay his/her dues, shall thereupon forfeit all rights and privileges of membership. Any member who has been dropped for non-payment of dues may be reinstated upon re-application for membership and the payment of annual dues for the current year.

### **Section 4**

All funds for the Club shall be deposited only in National Banks, State Banks of Federal Savings and Loan Associations or Trust Companies operating in an institution the deposits of which are insured by the FDIC.

### **Section 5**

No loans shall be contracted on behalf of the Club, and no evidence of indebtedness shall be issued in its name, unless authorized by a resolution of the Executive Council. Such authority may be general or confined to special instances.

### **Section 6**

All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Club, shall be signed by such officer or officers, agent or agents of the Club, and in such a manner, as shall from time to time be determined by resolution of the Executive Council.

## **Article X Relationship with the School**

### **Section 1**

The Club will in good faith seek the counsel and advice of the school administration, but will not be bound or controlled by the school. The Club will act in the best interest of the students of Heritage High School, as solely determined by the Club, after consultation with the school administration.

## **Article XI Liability of Officers**

### **Section 1**

No action may be brought by any Club member or officer against any other Club member or officer, for breach of any fiduciary duty or other duty which might be created by the Constitution and By-Laws or by offices or duties accepted to be performed by such members or officers. However, nothing set forth herein is intended to limit the Club's rights and remedies with respect to the willful, wanton, or reckless acts or omissions of an officer or member which causes the Club to suffer loss or liability as a result.

### **Section 2**



The Executive council may approve, if it deems prudent, and expenditure for the purchase and maintenance of insurance or bond to cover the lawful acts of Executive Council members, or specifically-designated agents, against civil liabilities which may arise as a result of those acts.

## **Article XII Amendments**

### **Section 1**

The Constitution and By-Laws may be altered, amended, or repealed, and new By-Laws may be adopted, by a two-thirds vote of the Executive Council at any regular meeting of the Club, provided a written request has been made to the President and Executive Council at least seven (7) days prior to the next scheduled meeting, and provided that all members of the Executive Council have received written notice of said proposed action at least 48 hours prior to convening the meeting. The same will hold for any special meetings of the Club, if notice of such alteration, amendment, repeal, or adoption is contained in the notice of such special meeting.