

BY-LAWS OF THE
SAN ANGELO CENTRAL HIGH SCHOOL
BOBCATS BOOSTER CLUB

ARTICLE I
Name & Purpose

- Section 1.1 The name of this organization shall be the San Angelo Central High School Bobcats Booster Club. The principal office of the San Angelo Central High School Bobcats Booster Club is P.O. Box 62542, San Angelo, Texas 76906
- Section 1.2 The Board of Directors may at any time change the box number/location to another within San Angelo, Texas.
- Section 1.3 The organization is organized and operated for the charitable and educational purposes of promoting and supporting Central High School Athletic and Spirit programs.

ARTICLE II
Membership

- Section 2.1 The San Angelo Central High School Bobcats Booster Club will be a voluntary membership that consists of three (3) classes.
- A. Individual-Interested parents, teachers, administrators, or any other individual interested in promoting San Angelo Central High School athletics.
 - B. Business-Interested businesses interested in promoting San Angelo Central High School athletics.
 - C. Honorary-Individuals or businesses recognized by the Board of Directors of the San Angelo Central Bobcats Booster Club as being worthy of honorary membership due to their contribution(s) in promoting San Angelo Central High School athletics.
 - D. Student – interested students of San Angelo Independent School District who are currently enrolled.
- Section 2.2 Membership Rights and Responsibilities
- A. Rights and responsibilities The members shall have the right and responsibility to attend meetings and events sponsored by the organization, serve on committees and be nominated and elected to office. Voting members shall have the right to vote for the officers, review and approve the annual budget, approve amendments to these bylaws and hold office in the Booster Club.
 - B. Quorum. The members present at any membership meeting of the organization, provided at least ten (10) members are present, shall constitute a quorum for the transaction of new business. In the absence of a quorum, the membership may not take action. In that event, any old business brought

before the membership at a meeting at which a quorum is not present shall be discussed and decided by the Executive Board.

C. Each member will conduct themselves at all times in the best interest of the Bobcats Booster Club and will not be in conflict with the policies of the San Angelo Independent School District or the University Interscholastic League of the State of Texas.

Section 2.3 The Board of Directors will set meeting dates and times.

A. The time(s) and place(s) of the meeting will be communicated to the membership and other interested individuals in such a manner as to allow maximum time and attendance.

B. Meetings. There shall be at least one general annual meeting of the membership in February at which the officers are elected. Such additional business or special meetings may be held alone or in conjunction with an event sponsored by the organization as is determined by the Executive Board or at the request of twenty (20) or more members in writing to the Executive Board.

Section 2.4 Superintendent or designee will be invited to all meetings and will receive correspondence from the Booster Club on a timely, regular basis.

ARTICLE III

Dues

Section 3.1 Dues and/or fees shall be set by the Board of Directors.

Section 3.2 Dues shall be paid by all members of the Bobcats Booster Club with the exception of honorary members.

Section 3.3 All dues and/or fees become payable with the beginning of the school year. Membership runs from August 1st of a given year to July 31st of the following year.

Section 3.4 Dues not paid in a timely manner shall result in membership becoming suspended with a resultant loss in membership privileges.

ARTICLE IV

Suspension of Membership

Section 4.1 Members who are suspended because of non-payment of dues and/or fees may regain full membership privileges with payment of all dues and/or fees.

Section 4.2 Bobcats Booster Club membership may be suspended or revoked at any time a member violates any Club articles of association, by-laws, policies and procedures, San Angelo Independent School District policies, or any University Interscholastic League guidelines/policies concerning booster clubs.

Section 4.3 A board member who is absent for three (3) consecutive scheduled

meetings may be removed as a member of the board.

ARTICLE V Executive Board

- Section 5.1 The San Angelo Central High School Bobcats Booster club will be exercised, and its property controlled, by the Executive Board.
- Section 5.2 The Executive Board will consist of: the President, a Vice President of Spirit Items and Sales, a Vice President of Ad Sales and Program Development, a Secretary, a Treasurer, the Campus Athletic Director or designee and a representative from boys sports and a representative from girls sports.
- Section 5.3 Authority. The affairs, activities and operation of the organization shall be managed by the Executive Board. The Executive Board shall transact necessary business during the intervals between the meetings of the membership and such other business as may be referred to it by the membership or these Bylaws. It may create Standing and Special Committees, approve the plans and work of standing and special committees, prepare and submit a budget to the membership for approval, an, in general, conduct the business and activities of the organization.
- Section 5.4 Quorum. A quorum of the Executive Board for the conduct of business shall consist of at least five (5) Executive Board members in attendance.
- Section 5.5 The Board of Directors will have the following responsibilities:
- A. Implement the Articles of Association and By-laws of the Bobcats Booster Club to fulfill the purpose and objectives of the Club.
 - B. Establish policies and procedures for conducting the business of the Board and the Club.
 - C. Practice sound fiscal procedures including, but not limited to, the Following:
 - 1. Establish, maintain, update and adhere to a fiscal policies and procedures manual.
 - 2. Adopt and adhere to a yearly budget with the budget year set by the Board of Directors.
 - 3. Establish and maintain clear and concise fiscal procedures with proper checks and balances concerning maintenance of booster club funds.
 - D. Due to the time lapse between membership meetings, the executive committee shall have authority to authorize and expend funds of the organization for organizational activities in an amount up to \$500.00 without prior approval of the membership.
- Section 5.6 Action Without a Meeting. Any action required or permitted to be taken at a meeting of the Board of Directors or of any committee may be taken without a meeting if all the members of the Board or committee consent in writing or e-mail to take the action without a meeting and to approve the specific action. Such

consents shall have the same force and effect as a unanimous vote of the Board or of the committee as the case may be.

Section 5.7 Participation in Meeting by Conference Telephone. Members of the Board may participate in a meeting through use of conference telephone, e-mail or similar communications equipment, so long as members participating in such meeting can communicate with one another.

Section 5.8 Reimbursement. Executive Board members shall serve without compensation with the exception that expenses incurred in the furtherance of the organization's business are allowed to be reimbursed with documentation in accordance with the organization's financial policies and prior approval.

ARTICLE VI

Officers and Their Elections

Section 6.1 Officers The officers of this organization shall include one The Executive Board will consist of: the President, a Vice President of Spirit Items and Sales, a Vice President of Ad Sales and Program Development, a Secretary, a Treasurer, the Campus Athletic Director or designee and a representative from boys sports, a representative from girls sports and such additional officer(s) as may be elected or appointment by the Executive Board from time to time

Section 6.2 Election. A nominating committee composed of the current President and at least one additional officer shall begin seeking nominees in January of the year in which the candidates will be elected and develop a slate of candidates. The candidates shall be announced to the membership as soon as possible. Additional nominees may be solicited from the floor on the day of the election. Only those who have consented to serve shall be eligible for nomination, either by the committee or from the floor.

Officers shall be elected at the February meeting of the organization by the members present. Officers shall assume their official duties on March 1st.

ARTICLE VII

Duties of Officers

Section 7.1 The President of Bobcats Booster Club shall have the following duties and responsibilities: The President shall be the principal executive officer of the organization and, subject to the control of the Executive Board, shall in general supervise and control all of the activities of the organization. The President shall be a member of the Executive Board and, when present, shall preside at all meetings of the Executive Board and all meetings of the membership. The President shall vote only in the case of a tie in a vote of the Executive Board or the membership. The president shall select and appoint the chairpersons of all Standing and Special Committees and shall be an ex-officio member of all committees of the organization.

- A. Oversees the process of election of officers
 - B. Perform other duties as prescribed by the Board of Directors.
- Section 7.2. The Vice-President of Ad Sales and Program Development shall have the following duties and responsibilities:
- A. Oversees ad sales for the all-sports program.
 - B. Oversees production of all-sports program and approves development of programs for other sports.
 - C. Perform other duties as prescribed by the Board or Directors
- Section 7.3 The Vice-President of Spirit Items and Sales
- A. Serves as the officer in charge of the purchase and sales of all Bobcats Booster Club spirit items.
 - B. Perform other duties as prescribed by the Board of Directors.
- Section 7.4 The Secretary shall have the following duties and responsibilities:
- A. Serve as the custodian of all minutes, books, and papers of the Club.
 - B. Accurately taking of the official minutes of the Booster Club Board and Executive Board meetings.
 - C. Publishing, reporting, and maintaining an accurate collection of all official minutes of the Club.
 - D. Conduct the official Club correspondence.
- Section 7.5 Treasurer shall have the following duties and responsibilities:
- A. Maintain accurate and-up-to-date fiscal records of the Bobcats Booster Club finances.
 - B. Submit an accurate and complete financial report at regularly scheduled Board meetings for the Board approval.
 - C. Formulate budget and ensure that the adopted budget is being followed through the course of each and every budget year and if not recommend to the Board amending the budget to ensure it is followed.
 - D. Serve as the custodian of the Club's funds and checking account(s).
- Section 7.6 All officers of the Bobcats Booster Club will be elected by the members of the Bobcats Booster Club.
- Section 7.7 Term. Officers shall serve a one-year term. Officers may be renominated and re-elected on an annual basis..
- Section 7.8 The Executive Board of Directors may appoint individuals to serve in officer positions for vacated or unexpired terms. Selection will be by majority vote of the membership.
- Section 7.9 Spouses cannot be elected to or hold officer positions simultaneously.

ARTICLE VIII

Sports and Spirit Club Representatives' Responsibilities

- Section 8.1 Sports and Spirit Club representatives will be chosen by their respective coaches or sponsors to represent the interest of the individual sport or spirit club.

- Section 8.2 Sports and Spirit representative will act as the liaison between the coach/sponsor and the Booster Club and will represent their Sport and Spirit program in a positive manner.
- Section 8.3 Sports representatives will provide a list of items to be placed on the Wish List and ensure bids, invoices, etc. and other necessary information is obtained by May 31 each year.
- Section 8.4 Sports representatives will provide volunteers from their respective programs to assist with spirit sales, program business ad sales, program parent ad sales and recruiting of volunteers to assist with Booster Club activities.
- Section 8.5 Attend 9 of 12 Booster Club meetings per year in order for their programs to receive Booster Club funds or provide coverage or back-up to attend the meetings they missed. Attendance at the May and August meeting is strongly encouraged.
- Section 8.6 Conduct meetings with their respective athletic and spirit programs, as necessary to ensure information per the Booster Club and its activities is effectively communicated.
- Section 8.7 Actively recruit new Booster Club members from their individual sport or spirit programs.

ARTICLE IX

Finances

- Section 9.1 Budget. The Executive Board shall present to the membership at the first regular meeting of the membership after the officers have been elected, or as soon thereafter as practical, a budget of anticipated revenue and expenses for the year. This budget shall be used to guide the activities of the organization during the year, including serving as approval for anticipated expenditures. Any substantial deviation from the budget must be approved in advance by the membership.
- Section 9.2 Obligations. The Executive Board may authorize any officer or officers to enter into contracts or agreements for the purchase of materials or services on behalf of the organization.
- Section 9.3 Loans. No loans shall be made by the organization to its officers or members.
- Section 9.4 Checks. All checks, drafts, or other orders for the payment of money on behalf of the organization shall be signed by the Treasurer or by any other person as authorized in writing by the Executive Board. Checks must have the signature of at least two officers authorized to sign checks.
- Section 9.5 Banking. The Treasurer shall deposit all funds of the organization to the credit of the organization in such banks, trust companies or other depositories as the Executive Board may select and shall make such disbursements as authorized by the Executive Board in accordance with the budget adopted by the membership. All deposits and/or disbursements shall be made as soon as practical upon receipt of the funds and/or orders of payment.
- Section 9.6 Financial controls. The organization shall adopt appropriate financial controls to ensure the integrity of its funds. Specifically, without limitation, the organization shall maintain separation of financial controls so that, minimally:
- (a) all expenses must be approved by the membership by way of approval of an annual budget, or amendments thereto, or be approved by separate resolution of the Executive Board;
 - (b) A committee of at least three (3) persons without check signing authority shall annually audit all corporate finances, or hire and supervise an outside accountant

or auditing firm to conduct a review of corporate financial records.

- (c) The Booster Club will not hold checks nor accept post-dated checks under any circumstances.

Section 9.7 Financial Report. The Treasurer shall present a financial report at each membership meeting of the organization and shall prepare a final report at the close of the year in accordance with the organization's financial policies. The Executive Board shall have the report and the accounts examined annually. If the organization grosses less than \$100,000 per year, the financial practices and accounts may be reviewed by an internal audit committee. The internal audit committee shall consist of three or more board or voting members of the organization who are not involved in the routine handling of the organization's finances, including not having signature authority on bank accounts or approval authority over disbursements. If the organization grosses between \$100-200,000 in receipts, an external professional, such as a certified public accountant (CPA), shall be hired by the audit committee to perform a financial review or compilation. A full audit shall be conducted by an external CPA when annual gross receipts equal or exceed \$200,000. A full audit or annual gross receipts can be requested at anytime by the Executive Board

Section 9.8 Fiscal Year. The fiscal year of the organization shall be from January 1 to December 31 but may be changed by resolution of the Executive Board.

Section 9.9 Record retention. All records of the organization shall be maintained and destroyed in accordance with law, and standard record retention guidelines. Financial records shall be maintained as follows:

RECORD	HOW TO STORE	PERIOD OF TIME
Year end Treasurer's financial report/statement	Store in corporate record book.	<u>Permanent</u>
Treasurer's reports, periodic	Compile & file records on yearly basis.	<u>Three Years.</u> Store w/financial records. Destroy after three years.
Bank statements, canceled checks, check registers, invoices, receipts, cash tally sheets, investment statements, and related documents	Compile & file records on a yearly basis.	<u>Seven Years.</u> Store w/financial records. Destroy after seven years.

Section 9.10 Dissolution: Should the Bobcats Booster Club cease to exist, all outstanding expenses and accounts would be settled from monies in the revenue accounts. Any remaining balances would then become the property of the San Angelo Independent School District to be used at their discretion.

ARTICLE X
Indemnification

Section 10.1 Every member of the Board of Directors, officer or volunteer of the Association may be indemnified by the association against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board, officer or volunteer in connection with any threatened, pending or completed action, suit or proceeding to which she/he may become involved by reason of her/his being or having been a member of the Board, officer or volunteer of the association, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of her/his duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Board approves such settlement and reimbursement as being in the best interest of the association. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such member of the Board, officer or volunteer is entitled.

ARTICLE XI
Vacancy in Office

Section 11.1 An officer may resign voluntarily at any time by notifying the Board of Directors. Such resignation shall take effect at the time the member designates.

Section 11.2 An officer may be automatically removed from the office if one of the following occur:

- A. Ceases to fulfill the office for which they were elected.
- B. Failure to adhere to the articles of association or by-laws
- C. Expenditure(s) of Booster Club funds without Bobcats Booster Club Board and/or Executive Board approval.
- D. Violation of San Angelo Independent School District policies or the University Interscholastic League Guidelines for Booster Club.
- E. An officer may be removed from office by the presentation of a signed petition containing fifty percent (50%) of the members of the Bobcats Booster Club. The petition will be presented to the Bobcats Booster Club Board to be acted upon.
- F. The Executive Board of Directors may appoint individuals to serve in officer positions for vacated or unexpired terms. Selection will be by majority vote of the membership.

ARTICLE XII
Governed

Section 12.1 The rules contained in the current edition of Robert's Rules of Order Newly Revised Tenth Edition shall govern the San Angelo Central High School Bobcats Booster Club in all cases to which they are applicable and in which they are not inconsistent with the Booster Club Articles of Association or

by-laws or any other special rule(s) of order the Booster Club may adopt.

ARTICLE XIII
Conflicts of Interest

- Section 13.1 Existence of Conflict, Disclosure. Directors, officers, employees and contractors of Corporation should refrain from actions or activities that impair, or appear to impair, their objectivity in the performance of their duties on behalf of the Corporation. A conflict of interest may exist when the direct, personal, financial or other interest(s) of any director, officer, staff member or contractor competes or appears to compete with the interests of the Corporation. If any such conflict of interest arises, the interested person shall call it to the attention of the Executive Board of Directors for resolution. If the conflict relates to a matter requiring board action, such person shall not vote on the matter. When there is a doubt as to whether any conflict of interest exists, the matter shall be resolved by a vote of the Executive Board of Directors, excluding the person who is the subject of the possible conflict.
- Section 13.2 Nonparticipation in Vote. The person having a conflict shall not participate in the final deliberation or decision regarding the matter under consideration and shall retire from the room in which the Board is meeting. However, the person may be permitted to provide the Board with any and all relevant information.
- Section 13.3 Minutes of Meeting. The minutes of the meeting of the Board shall reflect that the conflict was disclosed and the interested person was not present during the final discussion or vote and did not vote on the matter.