

# **BY-LAWS**

## **Allatoona Track & Cross Country Booster Club, Inc.**

### **ARTICLE I**

#### **Purpose & Intent**

It shall be the purpose and intent of the Allatoona Track & Cross Country Booster Club to operate as a non-profit educational booster club to promote school spirit and the sport of Track & Cross Country, and raise funds for equipment, uniforms, and such other needs as the teams may have and the school administration and coaching staff deem appropriate. The Club exists only to support and enrich the school and its programs. It is an auxiliary to the school and the Track & Cross Country program and shall in no way have any authority over the school, school personnel, or school property.

### **ARTICLE II**

#### **Quorum**

The quorum required in order to conduct the business of the Allatoona High

School Track & Cross-Country Program is defined as follows:

- A. Executive Board – fifty percent of the members of the board.
- B. General Membership – Executive’s Board’s quorum plus those paid members present at a scheduled or called meeting.

### **ARTICLE III**

#### **Meetings & Membership**

##### **Section 1**

Meetings shall be conducted at Allatoona High School, unless otherwise notified.

##### **Section 2**

Membership meetings are open to the public, and all dues-paying members in attendance are entitled to vote on any issue, which the Board presents to

them. No proxy votes shall be entertained.

### **Section 3**

All decisions submitted to the general membership for approval shall be decided by a simple majority vote of those members present, provided no other requirements exist.

### **Section 4**

Membership meetings shall be held quarterly each year. Special meetings may be called by the president with a one week notification of the membership. The Executive Board meetings shall be held prior to, subsequent to, or concurrent with general membership meetings. Special meetings may be called by the president, or at the request of the head coach or principal's designee.

## **ARTICLE IV**

### **Duties of Officers**

A. President – The president shall have general supervision and management of all current affairs of this corporation. He/she shall preside at all meetings of this corporation. He/she shall report on any matters that may be of importance to this corporation. He/she can open a bank account for the corporation. He/she shall endorse, on behalf of the corporation, all negotiable instruments received and deposit in accounts designated by the Executive Board if treasurer is absent or treasurer's office is vacant. He/she shall carry out the decisions of the Executive Board and shall appoint any special committee not otherwise provided for herein. He/she shall serve as an ex-officio member for all committees.

B. Vice-President – The vice-president shall perform duties of the president in his/her absence. He/she shall undertake any duties assigned by the president, or Executive Board.

C. Treasurer – The treasurer shall open a bank account and receive all funds of the corporation. He/she shall keep a detailed account of all income and expenditures. He/she shall endorse, on behalf of the corporation, all negotiable instruments received and deposit in accounts designated by the Executive Board. He/she shall make disbursements as approved by the president or the corporation when requested at meetings of the general membership, or Executive Board. He/she shall compile and execute any tax application or returns as required by federal or state law. He/she shall commit all accounts and other records to the succeeding treasurer. He/she shall perform other related duties as directed by the president. If co-treasurers are appointed, they will fulfill the role in a joint manner.

D. Secretary – The secretary shall record, report, and maintain minutes of all meetings of the general membership and Executive Board. He/she shall coordinate all correspondence and provide direction to standing or special committees.

E. Facilities and Trails – The facilities and trails chairperson shall coordinate all activities associated with creating and maintaining the necessary facilities and trails to be used by the Allatoona Cross-Country program.

F. Hospitality – The hospitality chairperson shall coordinate all booster sponsored banquet activities, including supplies, food and personnel. They shall also coordinate all food for meets and special events.

G. Fundraising – The fundraising chairperson shall manage all approved fundraising efforts and activities, by and for the corporation. He/she shall perform other related duties as directed by the president.

## **ARTICLE V**

### **Selection/Election of Officers**

#### **Section 1**

Nominations – Coaches and Booster Club Members may nominate any paid member of the booster club to serve in a booster club office position. Only one member from each family may run for a booster club executive board position.

#### **Section 2**

Selections/Elections – Each candidate may speak for himself/herself, or allow another member to do so. A second nomination is recommended for the nominee to take office. All officers will be elected by the booster club by majority vote. Coaches will not have a vote in the elections. All newly appointed officers will take office immediately following their approval.

#### **Section 3**

Resignation – Any officer may resign at any time in writing to the president. Unless otherwise indicated in writing, the resignation shall be effective when tendered.

#### **Section 4**

Removal – Any officer may be removed upon recommendation from the Executive Board or by a majority vote at a general membership meeting. However, the final removal is made by a majority vote of the Executive Board

#### **Section 5**

Replacements – The President shall appoint all replacement officers of the organization. The nominees will be presented for appointment to the Executive Board and the individuals will complete unexpired terms of office.

## **ARTICLE VI**

### **Fiscal Policies**

#### **Section 1**

Dues and assessments will be set for each fiscal year proposed by the Treasurer and approved with the annual budget by a simple majority vote of the general membership.

#### **Section 2**

The treasurer shall maintain only one checking account for the corporation and all its committees. The president and treasurer shall be signatory on the account

#### **Section 3**

An annual audit will be conducted and submitted to the Principal of the School, the Executive Committee, and shall be open for inspection by any member of the Club. The Fiscal year shall be 08/01 – 07/31 and an annual 990 Tax return shall be filed no more than 3 months from 07/31 to the IRS in accordance with the 501©(3) requirements.

#### **Section 4**

The president and treasurer shall jointly negotiate and execute approved contracts on behalf of the corporation.

#### **Section 5**

No loan shall be contracted on behalf of the corporation unless duly authorized by the general membership.

### **ARTICLE VII**

#### **Amendments & Dissolution**

##### **Section 1**

A change in the by-laws may be proposed by any Booster Club member. The proposed change must be presented in written form to the President. The proposal is then taken under advisement of the Executive Committee. The proposed change must be approved by a majority vote of the Executive Committee.

##### **Section 2**

By unanimous vote of the Executive Board, this charter may be surrendered and the club dissolved. In the event of dissolution, the assets of the club shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of

any future federal tax code, and in no event, shall any benefit accrue by reason of dissolution to any of the incorporators, officers, directors or members.

## **ARTICLE VIII**

### **Code of Conduct & Conflict of Interest**

#### **Section 1**

All members of the club shall act in good faith at all school related events. Any conduct that does not reflect the standards of the school shall be considered just cause for dismissal from membership in the club.

Such actions should be reported in writing to the Executive Board stating the following:

- a. The nature of the offensive action in detail.
- b. The date of the occurrence.
- c. The report must be signed by the individual reporting incident.

A vote shall be taken at a scheduled meeting on actions pursuant to the report, warranting a review from the Executive Board

#### **Section 2**

No member of the club will in any way use his position to influence any coaches, staff, or administration with regard to a student's athletic or scholastic career.

## **ARTICLE IX**

### **Indemnification**

Each person who acts as a Club Officer shall be indemnified by the Club against expenses actually and necessarily incurred by him in connection with the defense of any action, suit, or proceeding in which he is made a party by reason of his being or having been a member of the Executive Board. Indemnification will not be extended to any Club Officer in relation to matters where he showed gross negligence or willful misconduct in the execution of their duties as a Club Officer.

The right of indemnification provided herein shall be provided to each Officer referred to in paragraph 1 whether or not he is in Office at the time such costs or expenses are imposed or incurred, and in the event of his death shall extend to his legal representatives.

## **ARTICLE X**

### **Adoption of By Laws**

#### **Section 1**

All members of the Club at the time of adoption of these Bylaws shall remain members, unless suspended or expelled as provided in Article 9 of these Bylaws.

#### **Section 2**

The officers of the Club at the time of the adoption of these Bylaws shall remain officers of the Corporation and shall continue to serve in such offices for the terms to which they were elected.

#### **Section 3**

The Bylaws shall take effect immediately upon approval of the Executive Board.

These Bylaws were ratified by Executive Board of Allatoona Track & Cross Country Booster Club, Inc. as of this twentieth day of July, 2017

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Charles Ray Saleeby Jr

President

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Deborah Susan Zarnay

Secretary