

Constitution and Bylaws

Lakewood Athletic Boosters

(amended: November 11, 2013)

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Constitution and Bylaws

LHS ADULT BOOSTER CLUB

Lakewood Adult Athletic Boosters, Inc.

Article I:

The name of this organization shall be the LHS Adult Booster Club, Inc., DBA: Lakewood High School Athletic Boosters, and LHS Athletic Boosters

Article II:

A. The purpose of the organization shall be to support and promote Lakewood High School Athletics, to lend moral backing to the coaches and teams, and to assist school athletic endeavors.

B. The organization shall be non-commercial, non-political and non-sectarian. It shall help support Lakewood High and Middle School athletics through fund-raising activities. It shall promote Lakewood School athletics in the community.

C. The name of the organization or the names of any members in their official capacities shall not be used to endorse or promote commercial concerns or in connection with any partisan interest or for any purpose not appropriately related to promotion of the purpose of the organization.

D. The Booster Club shall not -directly or indirectly – participate or intervene (in any way, including publishing or distributing of statements) in any political campaign on behalf of, or in opposition to, any candidate for public office; or devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise, the exception being school related levies, bonds and school supported activities.

E. The organization shall work with Lakewood City Schools to provide athletic opportunities for school sanctioned sports/ non club sports, and shall seek to participate in the decision making process establishing school policy, recognizing that the legal responsibility to make decisions has been delegated by the people to the Board of Education.

F. The organization shall not enter into membership with other organizations except by a vote of the Board of Directors.

G. The Organization shall keep such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts and disbursements of the organization, including, specifically, the number of its members, the names of the members, the dues collected from its members and any other revenue as may have accrued to the organization. Such books of account and records shall at all reasonable times be open to inspection by the Board of Directors and any member who has given 5 days written notice to the Corresponding Secretary of the Booster Club.

H. No part of the net earnings of the Booster Club shall inure to the benefit of, or be distributable to its members, directors, trustees, officers or other private persons except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in Article II.

I. Notwithstanding any other provisions of these articles, the organization shall not carry on any other activities not permitted to be carried on (1) by an organization exempt from Federal Income tax under Section (c) (3) of the Internal Revenue Code, or (ii) by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code.

J. Upon dissolution of the Adult Athletic Booster Club, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to one or more non-profit funds, foundations, or the organizations which has established their tax exempt status under Section 501 (c) (3) of the Internal Revenue Code.

K. The permanent records of the Athletic Booster Club shall be secured in the Lakewood High School Athletic office and are available by any member in good standing of the organization with 30 days written notice to the Corresponding Secretary.

Article III: Membership

A. Any adult who is in sympathy with the purpose and policies of the organization is eligible for regular membership upon payment of membership dues.

B. Each member shall pay annual dues determined by the Lakewood High School Athletic Boosters Board of Directors.

C. Only members in good standing of the organization will be eligible to participate in its business meetings or to serve in any of its elective or appointive positions.

D. Members shall be eligible to vote.

E. Memberships shall expire on June 30th of each year. For purpose of scholarship eligibility for student athletes, members' dues are payable by January 1st of the scholarship year.

F. Volunteer service of 15 hours in the student athletes senior year (to be completed by March 15) by parent and/or guardian is required for scholarship eligibility.

Article IV: Board of Directors General Duties and their Election

A. Each officer shall be a member in good standing of the organization.

B. The Booster Club shall elect officers, including one president, one or more vice presidents, one or more secretaries, and a treasurer.

C. Officers must have a student who is currently enrolled in Lakewood City Schools.

D. Officers will be elected by written ballot annually in the month of May. However, if there is but one nominee for any elective position, the vote for that position may be by voice.

E. Officers will assume their official duties on July 1st and will serve for a term of 1 year or until the election of their successor.

F. A person who has served at least until January 1st shall be credited with having served that term.

G. A Nominating Committee for the Board of Directors shall be appointed by the President no later than March 1st.

a. 2 or more members in good standing shall nominate 1 eligible person for each office to be filled and report its nominees at the April regular meeting, at which time additional nominations may be made from the floor.

b. Only members who have signified their consent to serve may be nominated for or elected to such offices.

c. Floor nominations will be accepted, providing the permission of the nominee has been previously secured.

d. Elections: Elections will be held at the regular meeting in May. A simple majority vote (by the members voting for each candidate) is necessary for election to office.

e. Voting Eligibility: Only members who have paid dues on or before May 1st of the current year shall be entitled to vote for officers.

H. Vacancies occurring in any elective position will be filled for the unexpired term by a person elected by a majority vote of the remaining members of the Board of Directors. (Notice of such election having been given) In case a vacancy occurs in the office of the president, the Executive Vice President shall assume the presidency.

I. One sport voucher per year will be provided to each Executive Board of Directors member for the Pay-to-Participate fee for their own child and shall be offered for each year he/she is a member in good standing of the Executive Board of Directors.

Article V: The Executive Board of Directors

A. The Executive Board of Directors of the Lakewood Athletic Booster Club shall be:

- | | |
|---------------------------------------|--------------------------------|
| a) One President | e) One Treasurer |
| b) One Executive Vice President | f) One Corresponding Secretary |
| c) One 1 st Vice president | g) One Recording Secretary |
| d) One 2 nd Vice President | h) Secretary of Membership |

B. Eligibility for holding office shall include- being a current member in good standing of the Athletic Boosters; dues must be paid in each year that member holds office; must have a student currently enrolled in Lakewood City Schools.

C. Offices may not be shared

D. Members of the Executive Board of Directors are required to attend two thirds of the scheduled monthly regular membership meetings to remain on the Board of Directors.

E. A member of the Booster Club shall not serve as a voting member of the Executive Board of Directors while serving as a paid employee of or under contract to the Booster Club (e.g. accountant, attorney)

F. The number of directors of the Booster Club is fixed by the Executive Board of Directors, but in no event will it be less than five. Each Director shall hold office for one year unless duly removed. With the exception of the Directors on the Executive Board, the remaining officers and committee heads/ chair persons will be appointed by the Executive Board.

G. The duties of the Executive Board of Directors shall include:

1. To transact necessary business of the Booster Club (e.g. Concessions, Fundraisers,)
2. To appoint necessary committee heads/chairpersons (eg.Stand managers, 50/50 Raffle manager, Popcorn Maker (Football) Sunshine.
3. To approve the plans of work of the Committee Heads/ Chairpersons.
4. To present a report at the regular meetings of the Booster Club.
5. To prepare and submit to the general association for approval a budget for the fiscal year.
6. To fill vacancies in elective and appointive positions.
7. To attend Executive Board meetings as deemed necessary by the president. Notification of the meeting shall be by email, telephone and/or text and Executive Board Members will be given at least 1 weeks' notice.

8. Action without a Meeting scheduled by the Executive Board of Directors may be taken without an arranged meeting if consent in writing (via mail or email) is agreed upon by said directors:

- a. For official business motions and voting by email, contact by the corresponding secretary will be secured via email, telephone, and/or texting that such business will be occurring.
- b. The secretary will post the motion/business by contact of the board's personal email account or regular mail and make sure all have received/opened the motion/business (via email texting or telephone calls)
- c. Reasonable discussion time will be allowed without requesting a yes/no/abstain vote through email/ mail. Discussion time will be a minimum of 48 hours unless all agree in writing to a shorter period of time.
- d. President shall summarize discussion points (all written discussion will be retained and shared if requested by any member and that a motion is on the table.
- e. Consensus should be strived for but if agreement cannot be obtained then a yes/no/abstain vote will be requested.
- f. Request for a face-to face meeting will table email discussion.
- g. A simple majority vote will carry the motion.

H. No Director, Officer, Committee Head, or Chairperson shall for reasons of his/her office be entitled to receive any salary or compensation.

I. All Officers shall

1. Perform the duties prescribed in the parliamentary authority in addition to those outlined in these Bylaws and those assigned from time to time.
2. Deliver to their successors all official material no later than 15 days following the election of their successor or upon resignation

J. The Athletic Booster Club shall indemnify its directors, officers, and members as follows:

1. Every director, Officer or member of the Booster Club shall be indemnified by the Athletic Booster Club against all expenses and liabilities, including counsel fees,

reasonably incurred or imposed upon him/her in connection with any proceeding to which he/she may be made a party, or in which he /she may become involved, by reason of him/her being a director, officer, member, or agent of the Booster Club or is or was serving at the request of the Booster Club as a director, officer member or agent, except in such cases wherein the above stated people is adjudged guilty of willful misfeasance or malfeasance in the performance of his/her duties; provided that in the event of a settlement the indemnification herein shall apply only when the Executive Board of Directors approves such settlement and reimbursement as being for the best interest of the Lakewood Athletic Booster Club.

2. The Booster Club shall provide to any person who is or was a director, officer, member, or agent of the Club or is or was serving at the request of the Booster Club as a director, officer member or agent of said club the indemnity against expenses of suit, litigation or other proceedings which is specifically permissible under applicable law.

3. It is the intent of this constitution to comply with applicable laws and statutes. Should any conflict arise, the law and/or state statute shall take precedence.

Article VI: Specific Duties of the Executive Board of Directors Officers

A. President: The president shall preside at all meetings. The president shall be a member ex-officio of all committees except the nominating committee. In the absence or disability of the treasurer, he/she may sign or endorse checks, drafts, and notes. The president shall have such usual powers of supervision and management as may pertain to the office of the president and perform such other duties as may be designated by the Executive Board of Directors. The President shall coordinate the work of the officers and committees of the Booster Club to promote the purpose and comply with the policies and Bylaws of the Club.

B. Executive Vice President: The Executive Vice President shall have those powers and duties as delegated by the president and shall assist the President, to the extent that is possible in the general administration of the Booster Club's affairs and programs. The Executive Vice President shall devise and supervise fundraising activities. (Night at the Races, etc.) for the purposes of raising funds. She/he shall be an advocate for encouraging membership participation in the schools and community for the Athletic Booster Club. The Executive Vice President shall be the president in training.

C. 1st Vice President: The 1st Vice President shall, in the absence of the Executive Vice President, perform the duties of that office. The 1st Vice President shall assist the President and Executive Vice President, to the extent that is possible, in the general administration of the Booster Club's

affairs and programs. It shall be the 1st Vice President's duty to devise and supervise purchasing and ordering supplies, goods and foods for the concession stands.

D. 2nd Vice President: The 2nd Vice President shall, in the absence or disability of the 1st Vice President shall perform the duties of the Executive Vice President and/or President. The 2nd Vice President shall assist the Executive Board of Directors in the general administration of the Club's affairs and programs. The 2nd Vice President shall be responsible for Concession Stand inventory and coordination of concession stand managers.

E. Treasurer: The Treasurer shall secure a non-profit institutional fidelity bonding policy and at least once a year submit financial books and records for audit; Keep a record of membership dues; Have custody of all funds of the Booster Club; Keep a full and accurate record of receipts and expenditures; Make disbursements as authorized by the president, Board of Directors, or the Booster Club in accordance with the budget adopted by the Club; Present a financial statement at every meeting of the Booster Club and at other times when requested by the Board of Directors; Be responsible for the maintenance of such books of account and records as to conform to the requirements of ARTICLE IV (f) and General Accepted Accounting Principles; Have accounts examined annually or upon change of officer by an auditor or auditing committee of not fewer than three members who, satisfied that the treasurer's annual report is correct, shall sign a statement of that fact at the end of the report. The Auditor or Audit Committee will be appointed by the Executive Board of Directors at the Annual Meeting. The treasurer shall file the Booster Club's tax return covering the period for which the treasurer was responsible. The treasurer shall propose an annual budget to be approved by the Executive Board of Directors.

F. Corresponding Secretary: The Corresponding Secretary shall conduct the correspondence of the Athletic Booster Club as directed; Shall publish notices of the date, time and location of all meetings and shall maintain a record of all members; Shall send requests via email to secure volunteers for events requiring concession workers; Shall send get well/sympathy correspondence to student athletes when necessary (School related events) and coaches or staff as necessary; Shall, in the absence of the Recording Secretary, take minutes of meetings, including those of the Executive Board.

G. Recording Secretary: The Recording Secretary shall keep and record the minutes of all meetings including those of the Executive Board of Directors. Copies of the minutes should be sent to the President, the Principal of Lakewood High School, The Athletic Director of Lakewood High School, and the Athletic Directors of Harding Middle School and Garfield Middle School and Executive Board of Directors within 7 days for review.

H. Membership Secretary: The Membership Secretary shall keep accurate membership records (including names, addresses, email addresses and other contact information; Along with the Executive Vice President, stimulate interest in the organization through membership, encourage people to join and assist the Corresponding Secretary with membership records; Keep an account of volunteer hours parent/ guardian (members in good standing) have worked for the purpose of Pay-to Participate hours and student eligibility for scholarships; Contact members with an accounting of volunteer hours for their Pay-to-Participate Student Athletic Fees payment to the Athletic Department.

Article VII: Financial Administration

A. Fiscal year of the Booster Club shall extend from June 1st through May 31st.

B. Dues: Annual dues for membership shall be set by a simple majority vote by the Executive Board of Directors.

C. Financial Plan: The Executive Board of Directors shall oversee the management and disbursement of funds, the allocation of such funds to be determined by the fundraising activities and programs of the year.

D. The Executive Board of Directors shall meet at least three times a year with the Athletic Director of Lakewood High School to discuss and evaluate the needs, requirements and requests for the financial assistance which they anticipate presenting the Lakewood Athletic Booster Club. The first meeting should be held no later than August of the school year in which the funds are requested.

E. Providing that funding is available, there shall be awarded eight Athletic Booster Scholarships to Graduating student athletes. The Committee to select the Scholarship committee shall be appointed by the president. Committee Members cannot have their own children applying for scholarships.

F. Audit: An annual audit shall be made of the Club's financial records. The audit report shall be submitted to the Board of Trustees.

G. Financial statements: The treasurer shall provide a copy of the financial statement to the members at the regular meetings.

Article VIII: Meetings

A. Regular Meetings: The Executive Board of Directors shall determine the day of the regular meetings. These meetings shall be held monthly August through May. An officer of the Booster Club shall preside. Notice of the meetings shall be by mail, email, and/or Ranger Round-Up.)

B. Special Meetings: Special membership meetings in addition to the regular meetings may be called by the President or Executive Board of Directors. An officer of the organization shall preside. Notice of the meeting shall be by mail, email, or telephone at least one week prior to the meeting. Executive Board Meetings and/or Committee meetings may be scheduled with at least one week's notice. Notice of the meetings may be by mail, telephone, email, Social Media and/or texting.

C. Quorum: The presence of eight members shall be considered a quorum for the transaction of business. An officer of the Executive Board of Directors shall preside.

D. Voting Eligibility: Only members in good standing who have paid dues before April 1st of the current school year shall be entitled to vote for officers and Booster business matters.

Article IX: Parliamentary Authority:

Meetings shall be conducted by the President in a manner that is fair and equitable for all members attending. In lieu of the President's absence, chain of command shall be followed.

Article X: Amendments to the Constitution

A. Proposing Amendments to this Constitution and/or Bylaws may be proposed by the Executive Board of Directors, or by a member at any official meeting.

B. Ratification of Amendments: A simple majority vote of Board members present shall be required for the amendment to be adopted.

C. Review: The president shall appoint a committee to review the Bylaws every second year.

Article XI: Lifetime/ Honorary Members

The Executive Board of Directors may, from time to time, recommend Honorary/ Lifetime Membership to an individual who has given extraordinary and exceptional service to the organization. This recommendation must be presented to and approved by a majority of the membership at a general membership meeting. A plaque with the names of such members shall be maintained.

Duly elected Honorary/Lifetime Members are:

- 1) Helen and Anthony Stupiansky (11/21/96)
- 2) Anthony DiBiasio (11/21/96)
- 3) Julie DiBiasio (1/16/97)
- 4) James and Virginia Fogarty (11/21/96)
- 5) Ollie Wolters (3/26/98)
- 6) Edward Palinar (3/26/98)
- 7) Carol Speer (9/8/05)
- 8) Mary Wallace (9/8/05)
- 9) Dan and Sue Gerome (6/8/06)

Article XII: Legality

It is the intent of this Constitution to comply with applicable laws and statutes. Should any conflict arise, the law and/or statute shall take precedence.

