



Plano Senior High School Cross Country - Track Booster Club

Bylaws

Article I - Name and Purpose

Section 1.01. Name. The name of this Organization shall be Plano Senior High School Cross Country-Track Booster Club (“Booster Club” or “Organization”). The EIN number for the Booster Club is 47-3113383.

Section 1.02. Purpose. The Booster Club is organized and operated for the charitable and educational purposes of providing support for the boys and girls of the Cross Country and Track & Field programs at Plano Senior High School and its feeder schools (“PSHS” or “School”), as well as to promote the sport of running at all levels in the city of Plano.

Section 1.03. Relationship to School. The Superintendent, Deputy Superintendent, Assistant Superintendent, Principal, and/or Associate Principal of Student Activities (“Administrators”) have veto power over any action of the Booster Club. The Booster Club has no authority to direct any school employee in any of his/her duties. Booster Club Officers may not assume duties that are the responsibilities of staff Members.

Section 1.04. Rules, Guidelines, and Laws. The Booster Club must abide by all UIL, District, and School rules and guidelines, as well as state and federal law where applicable.

Section 1.05. Termination. If the Booster Club disbands or ceases to operate, its funds and property shall be dispersed to Plano Independent School District (“PISD” or “District”)

Article II - Membership

Section 2.01. Qualification. Anyone in the public is invited to become a Member of the Booster Club by paying a Membership Fee. All Members shall be considered Voting Members of the Booster Club. School Administrators and Coaches shall be non-voting, Advisory Members of the Organization and are not required to pay a Membership Fee.

Section 2.02. 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. Members shall have the right to

vote for the Board, review and approve the annual budget, and approve amendments to these bylaws.

Section 2.03. 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 business. In the absence of a quorum the Membership may not take action. In that event, any matter brought before the Membership at a meeting at which a quorum is not present shall be discussed and decided by the Board. During meetings, if the President raises a decision to vote, the vote will pass if a greater number of Members present at the meeting vote in favor than those opposed, else the vote will fail.

Section 2.04. Meetings. There shall be at least two general meetings of the Membership each year. The first shall be held before September 30, at which the budget is approved for the current year. The second shall be held in the last month of the Fiscal Year, at which the Officers are elected for the upcoming year. Additional business or special meetings may be held alone or in conjunction with an event sponsored by the Organization as is determined by the Board or at the request of ten (10) or more Members in writing to the Board. Members, Advisory Members, and the Public are allowed to attend any meeting, however only Members will be allowed to vote. All meetings must be scheduled and publicized to the Members at least ten (10) days in advance.

Section 2.05. Committees. Many activities of the Booster Club will be managed by volunteers from the Booster Club Membership. These activities include fundraising, spirit wear, and banquet among others. Generally, the President shall appoint a volunteer to be committee chair. The committee chair will work with other volunteers as committee Members. The committee chair and Members of the committee shall be Booster Club Members. The committee chair heads the committee, reports to the President, and coordinate activities with other committees to insure Booster Club schedules and priorities are met.

Article III – Executive Board

Section 3.01. Membership. The Board (“Board”) shall consist of the elected Officers of the Organization.

Section 3.02. Authority. The affairs, activities and operation of the Organization shall be managed by the Board. The 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, and, in general, conduct the business and activities of the Organization.

Section 3.03. Meetings. The Board shall meet periodically to prepare for general Membership meetings and to conduct the affairs of the Organization.

Section 3.04. Quorum. A quorum of the Board for the conduct of business shall consist of at least three (3) Officers in attendance.

Section 3.05. Action Without a Meeting. Any action required or permitted to be taken at a meeting of the Board (including amendment of these bylaws) may be taken without a meeting if all the Members of the Board consent in writing to taking the action without a meeting and to approving the specific action. Such consents shall have the same force and effect as a unanimous vote of the Board.

Section 3.06. Participation in Meeting by Conference Telephone. Members of the Board may participate in a meeting through use of conference telephone or similar communications equipment, so long as Members participating in such meeting can hear one another.

Section 3.07. Reimbursement. 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 IV - Officers and Their Elections

Section 4.01. Officers. The Officers of this Organization shall include one President, a Secretary, and a Treasurer and such additional Officer(s) as may be elected or appointed by the Board from time to time.

Section 4.02. Election. A nominating committee composed of the current President and at least one additional Officer shall begin seeking nominees in May of the year in which the candidates will be elected and develop a slate of candidates. The candidates shall be announced to the Membership at least ten (10) days prior to the Annual Meeting. 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 Annual Meeting of the Organization by the Members present. Officers shall assume their official duties as of the first day of the Fiscal Year.

Section 4.03. Term. Officers shall serve a one-year term. Officers may be elected for up to two consecutive terms in the same office.

Section 4.04. Vacancies. A vacancy occurring in any office shall be filled for the unexpired term through election by the remaining Members of the Board.

Article V - Duties of Officers

Section 5.01. President. The President shall be the principal executive Officer of the Organization and, subject to the control of the Board shall in general supervise and control all of the activities of the Organization. The President shall be a Member of the Board and, when present, shall preside at all meetings of the Board and all meetings of

the Membership. The President shall vote only in the case of a tie in a vote of the Board or the Membership. The President shall select and appoint and preside over the chairpersons of all Standing and Special Committees and shall be an ex-officio Member of all committees of the Organization. The President is the primary point of contact to the Head Coaches and School Administration.

Section 5.02. Secretary. The Secretary shall be a Member of the Board. The Secretary shall keep the minutes of the proceedings of the Membership and the Board, shall see that all notices are duly given in accordance with these Bylaws, shall be responsible for the publishing of meeting minutes, shall manage and keep an accurate tally of the volunteer records and, in general, perform all duties incident to the office of Secretary and such other duties as may be assigned by the President or the Board.

Section 5.03. Treasurer. The Treasurer shall be a Member of the Board. The Treasurer is the authorized custodian to have oversight of all funds of the Organization in accordance with the Organization's financial policies. The Treasurer will organize, document, and record all financial activities. The Treasurer will be diligent and conscientious in ensuring all funds are received and spent in accordance with the Organization's tax-exempt purpose, bylaws, and budget. The financial records belong to the Organization and must be available to the other Officers and Members upon request. The Treasurer shall:

- Prepare an annual budget for review and approval by the Members.
- Ensure that numbered receipts are provided for cash received by the Organization.
- Ensure that all funds are timely deposited in the Organization's authorized bank account(s).
- Ensure that payments and disbursements are authorized by approved budget, or an amendment to the budget.
- Present a written financial report (including income and expenditures and comparing budgeted amounts to actual year-to-date amounts), at each General Membership Meeting of the Membership and at other times as requested by the Board.
- See that an annual financial review or audit, as appropriate based on budget size, is conducted and presented to the Board, General Membership, and other stakeholders.
- Maintain financial records (including financial reports, checkbook, bank statements, deposit slips, cash tally sheets, documentation regarding transactions, IRS Form 990 documents, etc.) and turn all over to the new treasurer.

Article VI - Finances

Section 6.01. Budget. The Board shall present for approval to the Membership at the first regular meeting of the Membership after the Officers have been elected, or as soon thereafter as practicable, 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 6.02. Obligations. The 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 6.03. Loans. No loans shall be made by the Organization to its Officers or Members.

Section 6.04. Purchasing. The Booster Club shall make its purchases in its own name, not the name of the School or PISD. If the Booster Club decides to make a monetary donation to the school for a specific item or piece of equipment, the Booster Club can give the donation to the school, which must deposit the funds into the campus activity or student activity fund. The school would then initiate a purchase order to purchase the specific item out of that fund. Equipment or materials purchased for schools by the Booster Club become the property of the District. The Booster Club is encouraged to use District-approved fund-raising vendors. All vendors on the District-approved fund-raiser list will have required certificates of insurance in place.

Section 6.05. Financial Controls. Refer to **Appendix A.**

ARTICLE VII - Conflicts of Interest

Section 7.01. Existence of Conflict, Disclosure. Officers and Members of the Booster Club should refrain from any actions or activities that impair, or appear to impair, their objectivity in the performance of their duties on behalf of the Booster Club. A conflict of interest may exist when the direct, personal, financial or other interest(s) of any Officer or Member competes or appears to compete with the interests of the Booster Club. If any such conflict of interest arises, the interested person shall call it to the attention of the Board 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 Board, excluding the person who is the subject of the possible conflict.

Section 7.02. Non-participation 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 7.03. 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.

ARTICLE VIII - Indemnification

Every Member of the Board may be indemnified by the Booster Club against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such Members of the Board 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 of the Booster Club, 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 Booster Club. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such Member of the Board is entitled.

ARTICLE IX - Amendments

These Bylaws may be amended at any regular or special meeting of the Membership by a majority vote of the Members present, provided that at least ten (10) days' notice of the proposed amendments has been made to the Membership, or alternatively the Membership waives the required notice.

Revisions to these Bylaws must be sent to the Associate Principal of Student Affairs at the School upon approval by the Members.

APPENDIX A: FINANCIAL CONTROLS

Annual Budget. An annual budget that shows expected sources of income and line items showing the amount expected from each source, and expected expenses and line items showing the amount of each expected expense, shall be developed by the Board shortly after their election, and presented to the Membership for review and approval. The annual budget may be amended from time to time by the Membership as needed.

Purchase Approval. All purchases on behalf of the Organization must be pre-approved, either by detailed line item in the annual budget or vote of the Board. The Officer(s) authorized to sign contracts on behalf of the Organization shall be designated in the bylaws, or by vote of the Board or Membership.

Minimum Ending Balance. At the end of each fiscal year, a minimum balance of \$5,000 is required.

Bank Account(s)

- 1 **Bank accounts.** All bank accounts of the Organization shall be opened in an FDIC insured institution, approved by the Board, in the legal name of the Organization using the Organization's own EIN (employer identification number). Bank accounts shall not use the school's EIN.
- 2 **Investments.** All investments and investment accounts shall be approved by the Board. Investment accounts shall generally be limited to Certificates of Deposit in FDIC insured institutions.
- 3 **Bill payment.** All bills of the Organization shall be paid by check from the Organization's bank account. Online or e-checks are permissible, however all procedures for paper checks shall be followed, regardless of the banks procedures (i.e., prior approval of processing the online payment should be obtained by way, for example, of email approval by the required number of signatories before processing the payment).
 - a) All checks shall be numbered and shall be held in the custody of an Officer authorized by the Board, such as the Treasurer.
 - b) All payments by check shall correlate to an invoice or receipt, on which the check number and date paid shall be written. If a receipt or invoice is not available, an Officer shall write and sign a description of what was purchased.
 - c) Pre-signing blank checks is prohibited.
 - d) Two signatures are required on all checks.
 - e) All expenses must be pre-authorized by (i) approval in the annual budget, or (ii) subsequent amendment to the budget, or (iii) vote of the Board if authorized by the bylaws.
 - f) Bank statements shall be reviewed by treasurer and one or more other Officers without signature authority to ensure separation of financial controls.
- 4 **Bank cards.** If debit/credit cards are established in the name of the Organization, a policy approved by the Board shall be established that includes a list of the authorized users, daily/monthly/annual spending limits, and limits use to charges for the Organization. No personal charging on the card by the authorized users shall be

allowed.

Cash

- 1 All cash must be kept in a secure location, such as in a lock box. A cash box ledger shall be kept and monthly cash box reports, including starting balance, expenditures, additions and ending balance shall be provided to the Board.
- 2 The Board shall establish a maximum amount of cash kept on hand, such as \$250.
- 3 A receipt shall be provided whenever cash is turned over or collected.
 - a) Receipts shall be numbered and kept in a bound book, with one copy provided to the person turning in the cash, and one copy kept in the receipt book as a record. Alternatively, a receipt ledger on which the date, amount, and signature of both the giver and recipient of the funds may be used.
 - b) Cash should always be counted by two (2) individuals, on the day the funds are collected, and at the site (i.e. school) where the funds are collected. A cash tally sheet showing the date and amount collected, and signed by the counters should be maintained. If the Treasurer is not one of the counters, the Treasurer should recount the funds, and counter-sign the tally sheet,
 - c) Cash should be deposited immediately into the Organization's bank account. A copy of the deposit slip shall be immediately forwarded and kept by the Treasurer. The deposit slip should be cross-referenced against the cash tally sheet, and saved for the bank reconciliation.

Financial Reports. The Treasurer should provide a financial report to the Officers, and Members as appropriate, that includes:

- 1 Statement of receipts and disbursements (also known as a Statement of Activities);
- 2 Balance sheet (includes cash on hand, other assets, liabilities and equities);
- 3 A copy of the bank statement, bank reconciliation, monthly cash reports and imaged checks;
- 4 A copy of the cash tally sheets; and,
- 5 Any outstanding receipts/expenses/purchase orders/contractual obligations.

The treasurer's reports shall be compiled and kept in the Organization's records for three (3) years. Bank statements, canceled checks, check registers, invoices, receipts, cash tally sheets, investment statements, and related documents should be kept for seven (7) years. The year-end treasurer's report, annual financial review report, and IRS Form 990 shall be kept permanently.

Financial Review/Audit. An annual audit or financial review of the Organization's records should be completed at the end of the year, and prior to turning records over to new Officers. The financial review is intended to ensure that all financial procedures are being followed, and that no financial irregularities exist. The financial review may be completed by an internal audit committee if the Organization has gross receipts of less than \$100,000 per year. Organizations with gross receipts of more than \$100,000 per year should hire an outside financial professional, such as a certified professional accountant, to complete the financial review. Organizations with gross receipts of \$250,000† or more should have a full annual audit conducted by an external CPA or accounting firm.

Audit Committee. An Audit Committee should be established that is made up of at least two Officers, board or general Members, at least one of whom has enough financial background or experience to understand the Organization's financial statements and records. The audit committee Members should not include anyone with bank signature authority or who has been routinely involved in handling the Organization's finances, or any immediate relative of the signers. The purpose of the audit committee is to provide a fresh set of eyes to ensure that the Organization is following all appropriate financial policies and practices and reduce the risk of financial irregularities.