

BY LAWS OF THE BRUIN ATHLETIC BOOSTER CLUB, INC.

ARTICLE I - NAME

The name of this organization shall be the "Bruin Athletic Boosters Club, Inc." ("Corporation" or "Club").

ARTICLE II - PURPOSE

Section 1. The purpose of this Corporation shall be to raise funds to supplement the Broadneck High School Athletic Department and to enhance the character of the sporting activities of the school through various means of support.

Section 2. Said Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law).

Section 3. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes.

Section 4. No substantial part of the activities of the Corporation shall be carried on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 5. Notwithstanding any other provisions of these Bylaws; the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any further United States Internal Revenue Law) or (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding provisions of any future United States Internal Revenue Law).

Section 6 In the event of dissolution of the Corporation, any balance in the treasury after all outstanding accounts have been paid, shall be allocated to the general fund to Broadneck High School. However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of the Corporation shall be distributed to a fund, foundation or corporation organization or operated exclusively for the purpose specified in Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any further United States Internal Revenue Law).

ARTICLE III – MEMBERSHIP

Section 1. Eligibility. Anyone interested in paying the annual dues and working actively toward the purpose of the Club may be a member.

Section 2. Family Membership. Dues for a family membership shall be reviewed annually and revised as determined by a majority vote of the Board.

ARTICLE IV – OFFICERS

The officers of the Club shall be a President, Vice President, Secretary and Treasurer. These officers shall perform the duties prescribed by these Bylaws and by the parliamentary authority adopted by this Club.

Section 1. Duties of Office

President. The President shall be the executive officer of the Club and shall preside over all Club and Executive Board (as hereinafter defined) meetings. The President shall oversee the Standing Committees (as hereinafter defined) and conduct the affairs of the Club in accordance with these Bylaws and be ex-officio member of all committees except the Nominating Committee.

Vice President. The Vice President shall, in the absence of the President, preside at all meetings of the Club, and perform any other duties as may be necessary from time to time.

Secretary. The Secretary shall keep records of all meetings of the Club and perform any other duties as may be necessary from time to time.

Treasurer. The Treasurer shall keep accurate financial records for the Club and make deposits and disbursements as established by the Club. The Treasurer's records shall be audited annually.

Section 2. Elections. Elections shall be held at the annual meeting in May of each year. The officers shall be elected by ballot to serve for one year or until their successors are elected. Their term in office shall begin at the close of the annual meeting at which they are elected.

Section 3. Term in Office. No member shall hold more than one office at a time, and no member shall be eligible to serve more than two consecutive terms in the same office unless determined by a unanimous vote by the Executive Board.

Section 4. Vacancies. The vacancy in the office of the President shall be filled by the Vice President. All other offices shall be elected by the Executive Board.

Section 5. Eligibility. All nominees for office and Officers of the Club shall be members of the Club in accordance with Article III of these Bylaws. An incumbent Officer may continue to serve in office in accordance with the other rules for officers, even when they no longer have a child a Broadneck High School or its feeder schools.

Section 6. Conflict of Interest Policy.

a. All Officers must serve without compensation or private inurement. No private inurement may result from acquisitions of property or services, partnership or joint venture arrangements, or from agreements to provide charitable services and agreements. No agreement or arrangement may result in use, benefit or advantage or other impermissible private benefit to an officer. Any possible conflict of interest with respect to any issue on the part of any Officer shall be disclosed to the other Officers prior to any discussion or action by the Board or a committee of the Board where the issue could become a matter of action. Disclosure may be made verbally to all Officers or by written means. A conflict of interest shall be made a matter of record. Potential conflicts of interest should also be made known to the other party(ies) involved.

b. Any Officer who has a possible conflict of interest with respect to any matter shall not participate in the discussion on the transaction or arrangement that results in a conflict of interest. In addition, the Officer may neither vote nor exercise any personal influence in the disposition of such matter. The minutes of the meeting shall reflect the disclosure and the Officer's abstention from participation. Although an Officer with any possible conflict of interest shall not vote or exercise personal influence in the disposition of such a matter, the Officer shall report fully all pertinent knowledge about the matter and answer freely why a proposed decision or transaction could, or would not, be in the best interest of the Boosters. If the board or committee has reasonable cause to believe that an Officer has failed to disclose actual or possible conflicts of interest, it shall inform the Officer of the basis for such belief and afford the Officer an opportunity to explain the alleged failure to disclose. The board may hold a further investigation and if deemed necessary shall take corrective action.

ARTICLE V - MEETINGS

Section 1. Regular Meetings. The regular meeting shall be held monthly (typically on the second Wednesday of each month) of the school year unless otherwise ordered by the membership or the Executive Board. The exact time and place shall be determined by the Executive Board.

Section 2. Annual Meeting. The regular meeting in May shall be known as the "Annual Meeting" and shall be for the purpose of electing officers, receiving reports of officers and committees and for any other business that may arise.

Section 3. Special Meetings. Special meetings can be called by the President, The Executive Board or upon the written request of ten members of the Club. The purpose of the meeting shall be stated in the call. Except in cases of emergency, three days notice shall be given.

Section 4. Quorum. Six members plus the Broadneck High School Principal, or the Broadneck Senior High Athletic Director, or their designee shall constitute a quorum at any meeting.

ARTICLE VI - EXECUTIVE BOARD

Section 1. Members. The officers and Chairman of standing committees and the Broadneck Senior High Athletic Director or his designee shall constitute the Executive Board.

Section 2. Duties. The Executive Board shall have the general supervision of the affairs of the Club and shall perform such other duties as are specified in these Bylaws. The Executive Board shall be subject to the orders of the membership and none of its acts shall conflict with the action taken by the Club.

Section 3. Meetings. Unless otherwise ordered by the Executive Board, regular meetings of this body shall be held on the second Wednesday of each month of the school year. Special meetings of the Board can be called by the President or upon written request of the members of the Executive Board.

Section 4. Quorum. Four members of the Executive Board shall constitute a quorum.

ARTICLE VII - COMMITTEES

Section 1. Nominating Committee. At a regular membership meeting, two meetings prior to the annual meeting in May, a Nominating Committee of three members shall be elected by the membership. It shall be the duty of this Committee to nominate candidates for the offices to be filled at the annual meeting. The Nominating Committee shall report at the regular meeting prior to the annual meeting. Additional nominations from the floor shall be permitted and must be accompanied by consent from the nominee.

Section 2. Membership. A chairperson(s) shall be selected as soon as possible after each annual meeting. It shall be the duty of this committee to promote membership, keep accurate records and report at all meetings of the membership.

Section 3. Concessions. A chairperson(s) shall be selected as soon as possible after each annual meeting. It shall be the duty of this committee to organize and direct concession sales during the year.

Section 3. Craft Bazaar. A chairperson(s) shall be selected as soon as possible after each annual meeting. It shall be the duty of the committee to organize and operate the annual craft bazaar. This committee will report on their activity at each meeting.

Section 4. Communications/Publicity. A chairperson(s) shall be selected as soon as possible after each annual meeting. It shall be the purpose of the committee to promote the "Purpose" of this Club by publicizing through available means the Club's activities and accomplishments.

Section 5. Other. Such other committees, standing or special, shall be appointed by the

President as the membership or the Executive Board shall, from time to time, deem necessary. The President shall be ex-officio member of all committees except the Nominating Committee.

Section 6. Eligibility. All appointees to Committees shall be members of the Club in accordance with Article III of these Bylaws.

ARTICLE VIII - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order (Newly Revised) shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

ARTICLE IX-AMENDMENTS

These Bylaws can be amended at any regular meeting of the Club by a two-thirds vote of the members present, provided that the amendment has been submitted in writing at a previous regular meeting, and distributed in the minutes of that meeting.

ARTICLE X - CLUB/SCHOOL OFFICIAL RELATIONSHIPS

As stated in Article II, the purpose of the club shall be fundraising and other areas in support of the athletic program of Broadneck Senior High School. The Club shall be in no way involved in any athletic or other school policy decisions.

Section 1. Requests for Funds. All requests for funds from the Club shall be submitted to the Executive Board by either the Broadneck Senior High School Principal or the Broadneck High School Athletic Director. In no case shall the Club entertain or act upon request for funds from any other individual or any group except as provided for in Section 2 of this Article.

Section 2. Exception. The Executive Board may entertain requests other than those from either the Broadneck Senior High School Principal or the Broadneck Senior High School Athletic Director provided that such funds are intended for general enhancement of the Broadneck Senior High School Programs and the purpose of the club.

Section 3. Allocation of Club Funds. Club funds for any and all aspects of the Broadneck Senior High School Athletic Program may be allocated towards requests received in accordance with Section 1 and 2 of this Article if approved by a majority of the Executive Board.

Section 4. Use of Concessions. The concession property will be operated by the Athletics Booster Club for all events at the school. In the event another organization is authorized to use the concession property for a fundraising event, they will pay a fee to the athletic boosters club equal to 10% of their net profit. The fee may be reduced, to allow for situations where a fee may be desired but at less than 10%, or waived if circumstances warrant, by a majority vote of the Executive Board.

Adopted 3/23/83
Amended 10/12/83
Amended 10/12/85
Amended 3/13/91
Amended 4/10/03
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