

PEDRO MENENDEZ HIGH SCHOOL ATHLETIC BOOSTERS CLUB, INC

BYLAWS

ARTICLE 1

NAME AND LOCATION

SECTION 1. The name of this organization shall be The Pedro Menendez High School Athletic Boosters Club, Inc. Its principal office shall be at the Pedro Menendez High School, St. Augustine, FL

SECTION 2. The name Club shall sometimes be referenced as PMHS Athletic Booster Club, or PMHS Boosters in this document.

ARTICLE II

PURPOSE

SECTION 1. The purpose of this organization is to lend moral, physical, and financial support to all athletic programs and events of Pedro Menendez High School and promote school involvement and school spirit. The organization is for but not limited to athletes, but will lend support where needed to all PMHS students.

ARTICLE III

MEMBERSHIP

SECTION 1. Membership is available to all parents of the current or past Pedro Menendez High School Athletes and to all other persons interested in the athletic programs at Pedro Menendez High School regardless of race, creed or national origin.

ARTICLE IV

DIRECTORS

SECTION I. Number and Qualifications: the Board of Directors shall manage the business of the Club. The Board shall consist of the President, Vice President, Membership Secretary, Corresponding Secretary, Treasurer and Immediate Past President, and a minimum of three (3) directors at large, with no more than 8 directors at large, saving 2 director positions for incoming parents for the new term. These director positions will be appointed by the new President and or Athletic Director. The Principle & Athletic Director are will be always be members of the Board of Directors.

SECTION 2. Elections and Term of Office:

- a. A Nominating Committee shall be appointed by the President made up of a minimum of three (3) members. The Immediate Past President shall chair the Nominating Committee.
- b. In the event the Immediate Past President is not active; the Athletic Director will appoint a chairperson for the Nominating Committee.
- c. The General Membership shall be notified to submit recommended member names to serve on the Board of Directors.
- d. All nominees for the Board of Directors shall be a Club member in good standing for a term of at least 1 year; however Members at Large can be new incoming members.

- e. The Nominating Committee shall submit their slate to the Board of Directors no later than the March 15th.
- f. The annual election of officers by the general membership shall be not later than the 15th of April each year; which will take place at the April meeting.
- g. Officers and Directors shall serve a minimum one year term.
- h. Newly elected officers and director's term of office shall begin June 1, and continue thru the next years elections. The May board meeting will be a joint meeting of current board/ new elected board members to allow for a seamless transition.

SECTION 3. Power of Directors. The Board of Directors shall be responsible for the management of the Club. In the management and control of the property and affairs of the Club, the Board of Directors is hereby vested with all the powers possessed by the Club itself, so far as this delegation of authority is not inconsistent with the laws of the State of Florida, or with these Bylaws.

SECTION 4. Quorum. A quorum, except where otherwise noted, for the transaction of business shall consist of a simple majority of the Board of Directors.

SECTION 5. Vacancies. Whenever a vacancy on the Board of Directors shall occur due to death, resignation, or otherwise, the vacancy shall be filled by a majority vote of the Board of Directors for the unexpired term, or can be appointed solely by the Athletic Director to fill the term.

SECTION 6. At Large Directors: The duties of the Directors at Large will be assigned by the President.

SECTION 7. Removal of Directors:

- a. Any Director may be removed for cause by a two-thirds (2/3) vote of the other members of the Board of Directors, provided that a statement of the reason for their removal shall have been sent by registered or certified mail to the Director in question at least thirty (30) days prior to the final action being taken. This notice shall be accompanied by a notice indicating the time and place the meeting of the Board of Directors for the purpose of taking action on the removal is to be held, and shall provide that the Director in question shall be given an opportunity to present a defense at the time and place mentioned in the notice.
- b. Any Board of Directors member who fails to attend two (2) consecutive Board meetings, without Board approval, removal may be determined by a two-thirds (2/3) vote of the other members of the Board of Directors. The Director being removed must be notified registered or certified mail at least thirty (30) days before final action is taken.

SECTION 8. Board Meetings. There shall be at least (8) Board of Directors meeting annually, and special meetings of the Board may be called by the President or a majority of the Board of Directors with a minimum of five (5) days notice. Board meeting may be held in person, by conference call or by e-mail.

SECTION 9. Voting Rights. Each member of the Board of Directors shall be a voting member except for the President, (see Article V. SECTION 2).

SECTION 10. Meeting Conduct: The final governing authority for meeting conduct shall be Roberts Rules of Order (Revised).

SECTION 11. Limitations: Should there become a decision conflict between the Board of Directors, and the Athletic Director or coaches of Pedro Menendez High School, the final authority for decision rests with the Principal of Pedro Menendez High School.

ARTICLE V

OFFICERS

SECTION 1. Number: The officers of the Club shall be the President, Vice President, Membership Secretary, Corresponding Secretary, Treasurer, and Immediate Past President. This group shall be referred to as: Executive Committee.

SECTION 2. Qualifications and Duties of Officers:

- a. President: The duties shall be to preside at all meetings of the Club and Board of Directors, and shall have the power to delegate this authority. He/she shall call meetings in accordance with the provisions of these Bylaws: shall appoint all committees: and shall be an ex officio member of all committees. The President must have served on the Board of Directors for a minimum of one (1) year prior to assuming office. The President is a non voting member of the Board of Directors, except in a tie breaking situation.
- b. Vice President: The Vice President shall perform all the duties of the President in his/her absence. In the event the office of the President should be vacated, he/she shall succeed to that office until such time as a successor for the President shall have been duly qualified and elected. The Vice President must have served on the Board of Directors for one (1) year. The Vice President shall succeed to the President the next year unless the Board votes otherwise. The Vice President is a voting member of the Board of Directors.
- c. Membership Secretary: The duties shall include distribution of materials concerning membership, maintenance of members and their eligibility to vote. Membership secretary will work with the President & AD office to keep the Official Board Calendar of events. The Membership Secretary is a voting member of the Board of Directors.
- d. Secretary: The Secretary shall keep a record of all meetings of the Club and Board of Directors, and shall issue notices of all regular and special meetings. The Secretary is a voting member of the Board of Directors.
- e. Treasurer: The Treasurer shall be in charge of all financial matters of the Club, and shall present a full report monthly. All funds shall be maintained in a local recognized financial institution, and the books will be available for inspection at the Board of Directors discretion. The Treasurer shall prepare any required state and/or national tax filings for the approval of the Board of Directors. The Treasurer is a voting member of the Board of Directors.

ARTICLE VI
MEMBERSHIP AND DUES

SECTION 1. The Board of Directors determined to “waived dues” until further notice

ARTICLE VII
FINANCIAL

SECTION 1. Fiscal Year: The Board of Directors shall designate a fiscal year.

SECTION 2. Budget: The Board of Directors shall annually prepare and approve a budget estimating the total anticipated income and expenses for the next fiscal year.

SECTION 3. The President and Treasurer shall be signature on all Club bank accounts, along with the athletic director and athletic secretary (if approved by the athletic director).

ARTICLE VIII
COMMITTEES

SECTION 1. Formation: The President with the approval of the Board of Directors, and the Athletic Director shall appoint committees and committee chairpersons.

SECTION 2. Executive Committee: The Executive Committee shall be made up of the Club Officers and Immediate Past President. If there is a tie, then the Athletic Director will be the tie-breaker.

SECTION 3. Executive Committee: The Executive Committee may meet to take such action or make such decisions of an emergency nature when there is insufficient time to call a special meeting or wait until the next scheduled regular meeting. Executive Committee meetings may be in person, by phone or e-commerce. Any actions are subject to a majority vote and shall be limited in matters of obligation of Club funds not to exceed five hundred dollars (\$500.) The membership shall be informed of such meetings and any action at the next regular General Membership meeting.

ARTICLE IX
AMENDMENTS

These Bylaws may be amended or repealed and additional Bylaws added or adopted by a two-thirds (2/3) vote of the Board of Directors. Proposed amendments must be mailed, faxed or emailed a minimum of fifteen (15) days in advance of the meeting where the bylaws revisions will be voted on by the Board of Directors.

ARTICLE X

DISSOLUTION

If it becomes necessary to dissolve the Club, any funds remaining shall be dispersed to the Athletic Director of Pedro Menendez High School, or his/her designated athletic program.

ARTICLE XI

STATUS

SECTION 1. Status: The Pedro Menendez High School Athletic Boosters Club is a non-profit organization. Any funds received by the organization are for carrying out its purpose per the Bylaws and shall not accrue to the benefit of individual members.

SECTION 2. Implementation: Upon approval of the Board of Directors, and the concurrence of the General Membership, these Bylaws shall become effective and replace any and all prior Bylaws and amendments.

Adopted this _____ day of _____, 201__

President, Pedro Menendez Athletic Booster Club

Athletic Director, Pedro Menendez High School