

BYLAWS OF
ATASCADERO ATHLETIC BOOSTERS CLUB, INC.
As amended June 2024

ARTICLE I. NAME

1.01 Name

The name of the corporation is Atascadero Athletic Boosters Club, Inc. (the “Boosters Club”)

ARTICLE II. PRINCIPAL OFFICE

2.01 Principal Office

The principal office of the Boosters Club for its transaction of business is located in the City of Atascadero, County of San Luis Obispo, State of California, at One High School Hill, Atascadero, CA 93422

2.02 Change of Address

The Board of Directors is hereby granted full power and authority to change the principal office of the Boosters Club from one location to another within the City of Atascadero, State of California. Any such change shall be noted by the Secretary.

2.03 Mailing Address

The Boosters Club shall maintain a post office box and retain the mailing address: P.O. Box 71, Atascadero, CA 93423

ARTICLE III. MISSION STATEMENT

3.01 Mission Statement

The Atascadero High School Athletic Boosters is a non-profit organization tax exempt under section 501(c)(3) of the Internal Revenue Code with a mission to foster positive school community and pride by supporting all athletic teams and coaches of Atascadero High School. The Atascadero Athletic Boosters functions independently of, but in cooperation with, the administration of the Atascadero Unified School District, the Athletic Director, the coaches of Atascadero High School, and all members of the Atascadero High School Athletic Boosters Club.

ARTICLE IV. BOARD OF DIRECTORS

4.01 Board of Directors - Composition

The Board of Directors shall be composed of at least 3 directors The minimum positions filled are President, Treasurer, and Secretary.

4.02 Elections

The Board of Directors shall be elected by a majority vote of the Boosters Club members present at the May meeting, based on nominations received from the nomination committee. The Board of Directors shall be elected for a two (2) year term. The new Directors will take office at the start of the new fiscal year on June 1.

4.03 Duties of the Board

The business of the Boosters Club will be managed by the Board of Directors. The board shall have all the powers of the Boosters Club that are required by law to be exercised by the members.

4.04 Vacancies

Any vacancy in the Board of Directors occurring during the year, including those due to an increase in the number of directors, may be filled by a member, in good standing, for the remaining term through a majority vote of the current Directors. Directors elected to fill such vacancies will serve for the unexpired term of their predecessor and until a successor is elected and qualified. A vacancy is defined as a lack of attendance at meetings or participation in Booster Club activities, as determined by a majority vote of the Board of Directors.

4.05 Removal of Directors

Any director may be removed with or without cause by a vote of two-thirds (2/3) of the members of the entire Board of Directors at a special meeting called for that purpose or at a regular meeting, provided that notice of that meeting.

Any vacancy caused by the removal of a director shall be filled as provided in Section 4.04 of these bylaws.

ARTICLE V. DIRECTORS

5.01 Directors- Composition

The Directors of the Boosters Club shall be the President, Vice President, Treasurer, Secretary, Membership Chair, and Purchasing Director. These directors shall have voting rights.

5.02 Duties of the Directors

The Board of Directors acknowledges the responsibilities of the directors of the Boosters Club. The Board may expand these responsibilities through a Local Operating Procedure amendment. However, the duties outlined below shall be the minimum required for each director.

Duties of President

The President shall:

- Be the Chairman of the Board of Directors.
- Preside at all meetings of the Boosters Club and shall call such meetings.
- Exercise supervision over the activities and welfare of the Boosters Club and keep the members of the Board of Directors informed of all matters pertaining to the affairs of the Boosters Club.
- With the approval of the Board, hire an attorney to handle any legal issues as deemed necessary
- Sign all legal documents as required by law.

Duties of Vice-President

The Vice President shall:

- In the absence of the President, perform all the duties and responsibilities of the President.
- Coordinate of all active committees.

Duties of Secretary

The Secretary shall:

- Record all activities of all Boosters Club executive committees, board of director meeting, and general membership meetings.
- Send correspondence regarding upcoming booster meetings, events, and any other information to the Board of Directors, Members, and any other stakeholders.
- Coordinate information to be shared on social media with the Social Media committee.

Duties of Treasurer

The Treasurer shall:

- Receive and disburse the funds of the Boosters Club as established by the budget and authorized by the Board of Directors.
- Keep and preserve the books of the account, which shall be open for examination by the Board of Directors, and/or the membership of the Boosters Club.
- Annually make the account books available for an audit by an auditing committee duly appointed by the President, if deemed necessary.
- Deposit funds of the Boosters Club in a Boosters Club account approved by the Board of Directors.
- All checks drawn upon the funds of the Boosters Club shall require the signature of the President and/or the Treasurer.
- Submit an annual report to the membership at the annual Boosters Club meeting in September.
- Submit a financial report at each membership meeting. The Treasurer shall present other financial reports as requested by the Boosters Club.
- Prepare tax information.

Duties of Membership Chairperson

The membership chairperson shall:

- Maintain records of all members including contact information. Records will remain confidential and will only be shared with board members to complete their duties.
- Ensure paid members receive all items as designated by the level of paid membership package.

Duties of Purchasing Director

The Purchasing Director shall:

- Oversee the purchasing of the Boosters Club's supplies needed to run and maintain the Boosters Club.
- Ensure the Boosters Club procures goods and services in a cost-effective and efficient manner.
- Help develop procurement policies and strategies.
- Work with the Treasurer to ensure all purchases are in budget.
- Will have bank signing authority.

5.03 Qualifications

The Directors of the Boosters Club shall be residents of the State of California, County San Luis Obispo. At least 4 of 5 members shall be residents within the boundaries of Atascadero Unified School District. Directors must be of a sound mind and must not have been convicted of a felony.

5.04 Terms of Office

Each Director shall hold office from June 1 to May 31, or until a successor is elected and qualifies under Section 5.03 of these Bylaws. If a Director is removed, a special meeting of the members shall be called

and held as prescribed by Section 8.04 of these Bylaws. The removed Director will hold office until their removal and the election of a successor.

5.05 Nominations

Any person qualified to serve as a director under Section 5.03 of these Bylaws may be nominated in accordance with these Bylaws and any other method authorized by law.

Executive Board Members who have served their two-year term and remain in good standing shall be eligible for re-election, provided they continue to meet the qualifications required under Section 5.03 of these Bylaws.

Any member of the organization may recruit and nominate qualified individuals for an Executive Board position. Nominations may be submitted to the Executive Board through any current Executive Board Member. The Executive Board Member receiving the nomination shall confirm that the individual has agreed to accept the nomination before presenting the nominee to the Executive Board for consideration.

The Executive Board is responsible for publicizing open positions and encouraging qualified members to participate in the nomination process.

The Executive Board shall present the slate of nominees at the March Board of Directors meeting. The slate of nominees shall be made available to the general membership at least thirty (30) days prior to the election.

No individual shall be included on the slate of nominees unless they have agreed to accept the position for which they are being nominated.

5.06 Elections

Voters will consist of the Board of Directors, Athletic Director, AHS Athletic Coaches, and any Atascadero Athletic Booster member in good standing. Each individual will have one vote, regardless of holding multiple titles (e.g., a person who is both a coach and a member will still only have one vote).

The candidates receiving the highest number of votes within their nominated position shall take office for the new fiscal term.

If more than one candidate is nominated for a given board position the vote will be taken by a secret ballot. The ballot shall be tallied, recorded, and announced by the Chairperson of the Nominating Committee.

5.07 Proxy Voting

Board of Directors and general members' votes may be cast in person. The Board of Directors may submit their own vote via other avenues which shall include in-person, during conference calls, video conference, or electronic mail.

5.08 Compensation

Officers shall serve without compensation.

5.09 Removal of Officers

The Board of Directors may declare vacant the office of an officer on the occurrence of any of the following events:

- (1) Unsound mind by a final order of court.
- (2) The Officer has been convicted of a felony.
- (3) The Officer has been found to have breached their duty as outlined in section 5.02 of these Bylaws; or
- (4) The Officer has been absent from four meetings without prior approval from the President.

5.10 Resignation of Officer

Any Officer may resign at any time by giving written notice of such resignation to the Board of Directors.

ARTICLE VI. SPECIAL COMMITTEES

6.01 Special Committees

Special committees may consist of: (1) The Greyhound Gear Committee, (2) the Social Media Committee, and (3) the Fundraising Committee. Additional committees can be formed at the discretion of the Board of Directors.

The committee members report directly to the Vice President. The members are advisory only and do not have voting rights. The specific duties of each committee shall be outlined in a Local Operating Procedure, agreed upon by the Board of Directors, recorded, and maintained by the Secretary.

ARTICLE VII. MEMBERSHIP

7.01 Classification of Members

There shall be multiple levels of membership packages as decided upon by the Board of Directors. Each membership package level shall be reviewed for relevance annually. Each package will include one general membership who has one vote. The voting member must be named at time of registration.

7.02 Nondiscrimination

Membership shall be granted to any person, without regard to gender, race, color, creed, or national origin, who supports the booster club program of Atascadero High School and pays the annual dues as established by the Board of Directors.

7.03 Dues

Atascadero Athletic Boosters Club Membership dues shall be reviewed annually. Any changes shall be approved by the Boosters Club prior August.

The membership dues shall be paid to the Boosters Club no more than thirty (30) days after the application has been received. Non-payment will result in the termination of the application process and the applying member shall resubmit an application for review and approval by the Board of Directors.

Memberships are active from August through June of the current school year. No proration of memberships shall be allowed. The dues are non-refundable, non-transferable to any other person for any reason.

7.04 Non-Liability of Members

A member of the Boosters Club shall not, solely, because of such membership, be liable for the debts, obligations, or liabilities of the Boosters Club.

7.05 Termination of Membership

The membership and all rights of membership shall automatically terminate on the occurrence of any of the following causes:

- (1) The voluntary resignation of a member
- (2) The death of member
- (3) The nonpayment of dues, subject to the limitations set forth in 5.03 of these Bylaws
- (4) The violation of any Atascadero Unified School District policies and procedures.
- (5) A Member of Boosters may be removed from the organization or Board of Directors for conduct deemed detrimental or seriously prejudicial to the interests of the Boosters Club. Removal requires a two thirds majority vote of the members present and will be effective immediately following a qualifying vote.

7.06 Membership Record

The Boosters Club shall keep written or digital records of members including name, address, and level of each member. In the event of a membership termination, the record should also contain the reason for termination and the date of which such membership ceased. Records should be maintained by the membership director of the board, shared with the principal directors of the Boosters Club, and will be subject to inspection by the Board of Directors.

7.07 Members Right to Privacy.

Any personal information gathered or requested by the Atascadero Athletic Boosters is for the sole use of the Boosters Club and will not be made available to any other organization.

ARTICLE VIII. MEETINGS OF MEMBERS

8.01 Call of Meetings

Booster Club meetings may be called to order by the President or the Vice President.

8.02 Monthly Boosters Club Meeting

Members shall meet on the second Tuesday of the month, at a time agreed upon by the Board of Directors. Meetings shall be held at the principal office of the Boosters Club or at such location within the city of Atascadero as may be designated from time to time by resolution of the Board of Directors.

The secretary shall send notices of meetings to the Board of Directors, Booster Club members, and AHS Athletic coaches at least seven days prior to the meeting. The secretary shall ensure the meeting is posted on the Atascadero Athletic Booster Club website. The secretary shall submit the Booster Club calendar to the Atascadero High School principal and ask for it to be added to the school calendar.

The monthly meeting will be for business pertaining to the club and shall contain, at a minimum, the following:

1. Review and approval of the minutes from the last board meeting by the Board of Directors and the general membership.
2. Review and approval of the previous month's treasurer's report by the Board of Directors and the general membership. In the event the Treasurer is unavailable to attend the meeting, it is the Treasurer's responsibility to furnish the treasurer's report to the president so that checks and payments can be ratified, and the report can be approved at the general members meeting.
3. Old business
4. New business

8.03 Annual Meetings

The annual meeting shall be held in September of each year. An annual report of income, expenses, assets, and liabilities from the previous fiscal year along with a report for taxes will be presented to the members no later than one hundred twenty (120) days after the close of the Boosters Club's fiscal year.

The annual report and tax report shall be available in written form to the general membership, Board of Directors, and AHS Athletic coaches during the annual meeting and any time it is requested. This document may not be amended; however, it can be viewed at any time.

8.04 Special Meetings

Special meetings of members may be called by any member of the Board of Directors, as long as there is a quorum in agreement. The meeting shall be held at such a place within the city of Atascadero as is fixed in section 8.02 of these Bylaws for regular meetings of members.

8.05 Action Without a Meeting

The Board of Directors may take action without a meeting as long as the Secretary records the purpose of the action, the Board's recommendation for action, and the Board's decision. The action may be taken electronically.

8.06 Quorum

A quorum at any general member meeting shall consist of four (4) members present.

A quorum at any Executive Board of Directors meeting shall consist of three (3) members present.

8.07 Voting

All members in good standing shall have the right to cast one vote. Each membership level package consists of one membership and has one vote.

ARTICLE IX. CORPORATE RECORDS

9.01 Keeping Records

The Boosters Club shall keep adequate and correct records of accounts and minutes of the proceedings of its members, Board, and committees of the board.

The Boosters Club shall keep a record of its members including their name, addresses, and class of membership held by each.

The minutes and other records can be kept in written/electronic form but must be able to be converted to written form.

9.02 Dedication of Assets

The Boosters Club's assets are irrevocably dedicated to charitable and public benefit purposes.

ARTICLE X. FISCAL YEAR

10.01 Fiscal Year

The fiscal year of this Boosters Club shall begin on the 1st day of June of each year and end at midnight on the 31st day of May of each year.

ARTICLE XI. FINANCIALS

11.01 Classification

This Boosters Club is organized as a non-profit organization per Section 501(c)(3) of the Internal Revenue code and no member shall have any legal or equitable ownership of any of its funds or property.

11.02 Budget Preparation

The President Elect and Treasurer, with input from the Board of Directors and Athletic Director will prepare a proposed "Budget of Revenues and Expenditures" to be presented at the June Board meeting for the next fiscal year. The Board of Directors will approve the budget and submit the budget to the general membership for approval prior to or at the July meeting.

11.03 Purchases and Expenditures

All purchases and expenditures shall align with the Boosters Club's approved budget and objectives. The Board of Directors are responsible for making all decisions regarding finances for the Boosters Club and shall follow the following guidelines:

- (1) All financial information shall be kept in a printed/handwritten ledger and/or computer ledger maintained by the Treasurer.
- (2) All expenditures must be presented to the Board of Directors for approval, prior to the transaction taking place. The expenditure request shall be in written form and included in the meeting minutes as an attachment for future reference. No expenditure shall be approved by verbal communication.
- (3) The Treasurer of the Boosters Club shall pay all debts after receipt or on approval by the Board of Directors.
- (4) All funds are to be deposited in a bank account approved by the Board of Directors.

(5) The total of expenditures should not exceed approved and budgeted amounts for specific items without the approval of the Board of Directors.

(6) Unused funds cannot be applied to other items without the approval of the Board of Directors.

Disbursement of funds to the Athletic Department for program improvements, team requests, or individual/team recognition can come from coaches and/or the Athletic Director. Requests from the Athletic Department or AHS Athletic Coaches can be sent electronically or in written form, to the Boosters Club President, seven days before the next general membership meeting. The President will present the athletic department and/or coach requests for approval to the Board of Directors and the general membership at the following members meeting.

11.04 Restricted Team Fundraiser Funds

Funds raised by a specific athletic team or program through a Boosters Club-approved fundraiser shall be considered restricted funds and may only be used for the purpose for which they were raised.

Requests for expenditures from restricted team fundraiser funds may be submitted electronically or in writing to the Executive Board at any time and shall not be required to wait until the next scheduled Board of Directors or general membership meeting.

Before approval, the Executive Board shall verify that:

1. Sufficient restricted funds are available to cover the requested expenditure.
2. The requested expenditure is consistent with the stated purpose of the fundraiser.
3. The expenditure directly benefits the athletic team or program and is an appropriate use of Boosters Club funds.
4. Restricted fundraiser funds shall not be used for food, gift cards, personal gifts, team parties, or other items determined by the Executive Board to be outside the purpose of the fundraiser.

Approval of expenditures from restricted team fundraiser funds shall require the affirmative vote of at least three (3) Executive Board Members, including the Treasurer. Approval may be conducted electronically, including by email or text message.

The Secretary shall maintain a written record of all requests, approvals, and supporting documentation, and all approved expenditures shall be reported to Membership at the next regular meeting and included in the official meeting minutes.

11.05 Authorization of Signatures

The President, Treasurer, and Purchasing Director or Vice President shall have signature authorization on the general bank account. No two signatures shall be related or reside in the same household.

All withdrawals and checks written against the Booster Club general account shall have adequate paperwork to identify the purpose of payment.

Any check written to a director of the Booster Club shall have two authorized signatures.

11.06 Purchase of Insurance

The Boosters Club shall have the rights to purchase and maintain insurance to the full extent permitted by law on behalf of its directors, members, and agents to cover any liability asserted against or incurred by a director, employee, or agent in such capacity or arising from the director's, employee's, or agent's statues as such.

11.07 Liability Insurance

The Boosters Club may purchase and maintain insurance on behalf of any person who is or was a director, employee, or designated agent of the Boosters Club against any liability asserted against and incurred by that person whether or not the Boosters Club would have the power to indemnify that person under the provisions of these Bylaws.

11.08 Prohibited Transactions

This Boosters Club shall not lend any money or property to or guarantee the obligation of any member without the approval of the California Attorney General; provided, however, that the Boosters Club may advance money to an officer for expenses reasonably anticipated to be incurred in the performance of the officer's duties if that officer would be entitled to reimbursement for such expenses by the Boosters Club.

11.09 Dissolution

In the event of the dissolution, any funds or property remaining shall be turned over to the Atascadero High School Athletic Department after all debts have been paid. If the High School Athletic Department is unable to receive the funds, the Boosters Club's shall turn over the assets to an organization with charitable and public benefit purposes as closely aligned to the purposes of the Boosters Club.

11.10 Indemnification of Directors, Employees, and Agents

The Atascadero Athletic Boosters Club directors shall be indemnified to the fullest extent provided by law for actions taken in service to the organization, except for any action determined by the Board of Directors to have been taken in bad faith. The Board of Directors has the authority to indemnify any employees and agents of the organization to the fullest extent provided by law for actions taken in service to the organization, except for any action determined by the Board of Directors to have been taken in bad faith.

In any suit or legal action, the Board of Directors shall have the authority to advance legal fees and other costs incurred by an indemnitee. If any such suit or action results in a determination of bad faith, indemnitee shall reimburse the Atascadero Athletic Boosters Club for any advanced fees and costs.

ARTICLE XII. AMENDMENTS

12.01 Amendments

Any changes to the Bylaws must be submitted to the membership at least one month prior to intended implementation for their approval vote.

These Bylaws may be adopted, amended, or repealed by the affirmative vote of a two-thirds majority of the general membership empowered to vote at any meeting called and held for that purpose, or without meeting by written assent of two-thirds of the members.

CERTIFICATE OF SECRETARY OF
ATASCADERO ATHLETIC BOOSTERS CLUB, INC.
A California Nonprofit Corporation

I hereby certify that I am the duly elected and acting secretary of said corporation and that the foregoing amended Bylaws comprising of the () pages constitute the Bylaws of said corporation as duly adopted at the meeting of the Board of Directors thereof held on _____, 20__

Dated: _____

Secretary