

Bylaws
of
Royal Football Booster Club
A California Non-Profit Association

Amendments as of November 27, 2018

**Bylaws and
Policies & Procedures
of
ROYAL FOOTBALL BOOSTER CLUB a
California NON PROFIT Association, with
amendments as of November 27, 2018**

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NOTE: Text in italics and strike-outs indicate changes made in the immediately preceding fiscal year.

BYLAWS
of
ROYAL FOOTBALL BOOSTER CLUB
A CALIFORNIA NON PROFIT ASSOCIATION

ARTICLE 1
OFFICES

SECTION 1. PRINCIPAL OFFICE

The principal office of the association for the transaction of its business is located in Simi Valley, Ventura County, California.

SECTION 2. CHANGE OF ADDRESS

The county of the association's principal office can be changed only by amendment of these bylaws and not otherwise. The board of directors may, however, change the principal office from one location to another within the named county.

ARTICLE 2
PURPOSES

SECTION 1. OBJECTIVES AND PURPOSES

The primary objectives and purposes of this association shall be: 1.) to promote a greater interest on the part of parents, students and the local community in the Royal High School football program, and 2.) to provide support both in direct assistance and in raising funds for the Royal High School football program.

ARTICLE 3
DIRECTORS

SECTION 1. NUMBER

The association shall have no more than eight (8) directors and no fewer than three (3) directors, who shall have been Regular Members in good standing of this association prior to their election or appointment as directors, and collectively they shall be known as the board of directors. These directors shall be elected in accordance with Article 14, Section 2.1 of these bylaws, at the annual election meeting, however one (1) director shall be appointed by the board, as soon as practical, from among the parents of the incoming freshman class who are Regular Members in good standing. The number may be changed by amendment of this bylaw, or by repeal of this bylaw and adoption of a new bylaw, as provided in these bylaws.

SECTION 2. POWERS

- 2.1 Subject to the provisions of the California Nonprofit Public Benefit Corporation law and any limitations in the articles of association and bylaws relating to action required or permitted to be taken or approved by the members, if any, of this association, the activities and affairs of this association shall be conducted and all corporate powers shall be exercised by or under the direction of the board of directors and the board.
- 2.2 Without limiting the generality of the foregoing, the board shall have the power to alter, repeal, or amend these bylaws and any amendments to these bylaws and to make and adopt new and additional bylaws, as may be necessary and proper, pursuant to Article 10 herein, and subject to the power of the regular members to adopt, amend or repeal such bylaws, or to revoke the delegation of authority of the board of directors to amend the bylaws.

SECTION 3. DUTIES

It shall be the duty of the directors to:

- 3.1 Perform any and all duties imposed on them collectively or individually by law, by the articles of association of this association, or by these bylaws;
- 3.2 Appoint and remove, employ and discharge, and, except as otherwise provided in these bylaws, prescribe the duties and fix the compensation, if any, of all officers, agents, and employees of the association;
- 3.3 Supervise all officers, agents, and employees of the association to assure that their duties are performed properly;
- 3.4 Meet at such times and places as required by these bylaws;
- 3.5 Register their addresses with the secretary of the association and notices of meetings mailed, emailed, or telegraphed to them at such addresses shall be valid notices thereof.

SECTION 4. TERMS OF OFFICE

Each director shall hold office during the fiscal year following the election of the board of directors as specified in these bylaws.

SECTION 5. COMPENSATION

Directors shall serve without compensation. Directors may not be compensated for rendering services to the association in any capacity unless such other compensation is reasonable and is allowable under the provisions of Section 6 of this Article. Any

payments to directors shall be approved in advance in accordance with this association's conflict of interest policy, as set forth in Article 9 of these bylaws.

SECTION 6. RESTRICTION REGARDING INTERESTED DIRECTORS

Notwithstanding any other provision of these bylaws, not more than forty-nine percent (49%) of the persons serving on the board may be interested persons. For purposes of this Section, "interested persons" means either:

- (a) Any person currently being compensated by the association for the services rendered it within the previous twelve (12) months, as an independent contractor, or otherwise, or
- (b) Any person currently being compensated by the Simi Valley Unified School District for services rendered to the Royal High School Football Department, including athletic director, coach, assistant coach, etc.
- (c) Any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law of any such person.

SECTION 7. PLACE OF MEETINGS

- 7.1 Meetings shall be held at the time and place to be set annually by the president or at such place which has been designated from time to time by resolution of the board of directors. In the absence of such designation, any meeting not held at the place established by the president shall be valid only if held on the written consent of all directors given either before or after the meeting and filed with the secretary of the association or after all board members have been given written notice of the meeting.
- 7.2 Any meeting, regular or special, may be held by conference telephone, electronic video screen communication, or other communications equipment. Participation in a meeting through use of conference telephone constitutes presence in person at that meeting so long as all directors participating in the meeting are able to hear one another. Participation in a meeting through use of electronic video screen communication or other communications equipment (other than conference telephone) constitutes presence in person at that meeting if all of the following apply:
 - (a) Each director participating in the meeting can communicate with all of the other directors concurrently
 - (b) Each director is provided the means of participating in all matters before the board, including, without limitation, the capacity to propose, or to interpose an objection to, a specific action to be taken by the association; and
 - (c) The association adopts and implements some means of verifying 1) that all persons participating in the meeting are directors of the association or are otherwise entitled to participate in the meeting, and 2) that all actions of, or

votes by, the board are taken and cast only by directors and not by persons who are not directors.

SECTION 8. REGULAR AND ANNUAL MEETINGS

- 8.1 During the months of March through November, regular meetings of directors shall be held monthly or bimonthly on a regular day and time to be set annually by the president unless otherwise directed by the majority vote of the board of directors, unless such day falls on a legal holiday, in which event the regular meeting shall be held on a day and time to be set by the president.
- 8.2 During the months of December through February, regular meetings of directors shall be held monthly on a regular day and time to be set annually by the president unless otherwise directed by the majority vote of the board of directors, unless such day falls on a legal holiday, in which event the regular meeting shall be held on a day and time to be set by the president.
- 8.3 During the month of February, the regular meeting shall be attended by both the incoming board for the upcoming fiscal year and the outgoing board for the current fiscal year. This meeting shall be referred to herein as the "In-and Out Meeting".
- 8.4 The agenda for each regular meeting of the board of directors shall be established not less than three (3) days prior to the meeting date. Business conducted at the meeting shall be limited to items on the agenda. Business not on the agenda may be discussed as New Business, but no vote shall be taken with respect to said New Business. The provisions of this section may be waived, however, upon the written consent of two thirds (2/3rds) of the members of the board of directors prior to the start of the meeting. For this purpose, consent via email shall be considered written consent.
- 8.5 The annual election meeting shall be held in January to elect the board of directors for the following year, at a place and time to be set by the president unless otherwise directed by the majority vote of the board of directors, unless such day falls on a legal holiday, in which event the regular meeting shall be held on a day and time to be set by the president.

SECTION 9. SPECIAL MEETINGS

Special meetings of the board of directors may be called by the chairperson of the board, the president, 1st VP, the secretary, or by any two directors, and such meetings shall be held at the time and place designated by the person or persons calling the meeting.

SECTION 10. NOTICE OF MEETINGS

Regular meetings of the board may be held without notice. Special meetings of the board shall be held upon four (4) days' notice by email or forty-eight (48) hours' the notice delivered personally or by telephone. If sent by email the

notice shall be deemed to be delivered on its deposit in the emails. Such notices shall be addressed to each director at his or her address or electronic mail address as shown on the books of the association.

SECTION 11. CONTENTS OF NOTICE

Notice of meetings not herein dispensed with shall specify the place, day, and hour of the meeting. The purpose of any board meeting need not be but may be specified in the notice.

SECTION 12. WAIVER OF NOTICE AND CONSENT TO HOLDING MEETINGS

The transactions of any meeting of the board, however called and noticed or wherever held, are as valid as though the meeting had been duly held after proper call and notice, provided a quorum, as hereinafter defined, is present and provided that either before or after the meeting each director not present signs a waiver of notice, a consent to holding the meeting, or an approval of the minutes thereof. All such waivers, consents, or approvals shall be filed with the corporate records or made a part of the minutes of the meeting.

SECTION 13. QUORUM FOR MEETINGS

- 13.1 A quorum shall consist of the majority of directors.
- 13.2 Except as otherwise provided in these bylaws or in the articles of association of this association, or by law, no business shall be considered by the board at any meeting at which a quorum, as hereinafter defined, is not present, and the only motion which the chair shall entertain at such meeting is a motion to adjourn.. However, a majority of the directors present at such meeting may adjourn from time to time until the time fixed for the next regular meeting of the board.
- 13.3 When a meeting is adjourned for lack of a quorum, it shall not be necessary to give any notice of the time and place of the adjourned meeting or of the business to be transacted at such meeting, other than by announcement at the meeting at which the adjournment is taken, except as provided in Section 10 of this Article.
- 13.4 The directors present at a duly called and held meeting at which a quorum is initially present may continue to do business notwithstanding the loss of a quorum at the meeting due to a withdrawal of directors from the meeting, provided that any action thereafter taken must be approved by at least a majority of the required quorum for such meeting or such greater percentage as may be required by law, or the articles of association or bylaws of this association.

SECTION 14. MAJORITY ACTION AS BOARD ACTION

Every act or decision done or made by a majority of the directors present at a meeting duly held at which a quorum is present is the act of the board of directors, unless the articles of association or bylaws of this association, or provisions of the California Nonprofit Public

Benefit Corporation Law, particularly those provisions relating to appointment of committees (Section 5212), approval of contracts or transactions in which a director has a material financial interest (Section 5233), and indemnification of directors (Section 5238e), require a greater percentage or different voting rules for approval of a matter by the board.

SECTION 15. CONDUCT OF MEETINGS

15.1 Meetings of the board of directors shall be presided over by the chairperson or president of the board, or, if no such person has been so designated or, in his or her absence, the president of the association or, in his or her absence, by the 1st VP of Membership of the association or, in the absence of each of these persons, by a chairperson chosen by a majority of the directors present at the meeting. The secretary of the association shall act as secretary of all meetings of the board, provided that, in his or her absence, the presiding officer shall appoint another person to act as secretary of the meeting.

15.2 Meetings shall be governed by Robert's Rules of Order, as such rules may be revised from time to time, insofar as such rules are not inconsistent with or in conflict with these bylaws, with the articles of association of this association, or with provisions of law.

SECTION 16. ACTION BY UNANIMOUS WRITTEN CONSENT WITHOUT MEETING

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. From the purposes of this Section only, "all members of the board" shall not include any "interested director" as defined in Section 5233 of the California Nonprofit Public Benefit Corporation Law. Such written consent for consents shall be filed with the minutes of the proceedings of the board. Such action by written consent shall have the same force and effect as the unanimous vote of the directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the bylaws of this association authorize the directors to so act, and such statement shall be prima facie evidence of such authority.

SECTION 17. VACANCIES

17.1 Vacancies On the board of directors shall exist (a) on the death, resignation, or removal of any director, (b) whenever the number of authorized directors is increased, and (c) where fewer than the number of directors specified in Section 1 of this Article are nominated and elected at the annual election meeting.

17.2 The board of directors may declare vacant the office of a director who has been declared of unsound mind by a final order of court, or convicted of a felony, or been found by a final order or judgment of any court to have breached any duty under Section 5230 and following of the California Nonprofit Public Benefit Corporation Law.

- 17.3 If this association has fewer than fifty (50) members, directors may be removed without cause by a majority of all members, or, if the association has fifty (50) or more members, by vote of a majority of the votes represented at a membership meeting at which a quorum is present.
- 17.4 Directors may be removed with cause by the affirmative recall vote of two-thirds (2/3) of the total membership of the board of directors at any regular or special meeting of the board of directors duly held.
- 17.5 Directors shall be automatically removed from office by his or her absence from three (3) regular board meetings during one term of office; provided, however, that any director so removed may be reinstated for his or her unexpired term as director by the majority vote of the board of directors. A director shall not be regarded as absent from any meeting if the absence is timely excused by the president or vice president due to illness, physical incapacity, regular employment, or as excused by a majority vote of the board of directors.
- 17.6 Any director may resign effective upon giving written notice to the chairperson of the board, the president, the secretary, or the board of directors, unless the notice specifies a later time to the effectiveness of such resignation. No director may resign if the association would then be left without a duly elected director or directors in charge of its affairs, except upon notice to the attorney general.
- 17.7 Vacancies on the board may be filled by approval of the board or, if the number of directors then in office is less than a quorum, by (1) the unanimous written consent of the directors then in office, (2) the affirmative vote of a majority of the directors then in office at a meeting held pursuant to notice or waivers of notice complying with this Article of these bylaws, or (3) a sole remaining director. Vacancies created by the removal of a director may be filled only by the approval of the members. The members of this association may elect a director at any time to fill any vacancy not filled by the directors.
- 17.8 A person elected to fill a vacancy as provided by the Section shall hold office until the next annual election of the board of directors or until his or her death, resignation, or removal from office.

SECTION 18. NONLIABILITY OF DIRECTORS

The directors shall not be personally liable for the debts, liabilities, or other obligations of the association.

SECTION 19. INDEMNIFICATION BY ASSOCIATION OF DIRECTORS, OFFICERS, EMPLOYEES, AND OTHER AGENTS

- 19.1 To the extent that a person who is, or was, a director, officer, employee, or other agent of this association has been successful on the merits in defense of any civil, criminal, administrative, or investigative proceeding brought to procure a judgment against

or has been successful in defense of any claim, issue, or matter, therein, such person shall be indemnified against expenses actually and reasonably incurred by the person in connection with such proceeding.

- 19.2 If such person either settles any such claim or sustains a judgment against him or her, then indemnification against expenses, judgments, fines, settlements, and other amounts reasonably incurred in connection with such proceedings shall be provided by this association but only to the extent allowed by, and in accordance with the requirements of Section 5238 of the California Nonprofit Public Benefit Corporation Law.

SECTION 20. INSURANCE FOR CORPORATE AGENTS

The board of directors may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the association (including a director, officer, employee, or other agent of the association) against any liability other than for violating provisions of law relating to self-dealing (Section 5233 of the California Nonprofit Public Benefit Corporation Law) asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not the association would have the power to indemnify the agent against such liability under the provisions of Section 5238 of the California Nonprofit Public Benefit Corporation Law.

ARTICLE 4 OFFICERS

SECTION 1. NUMBER OF OFFICERS

- 1.1 The officers of the association must include a president, 1st VP Registration, secretary, 2nd VP Finance, parliamentarian, auditor, way and means chairperson, and a membership chairperson. The association may also have, as determined by the board of directors, a historian, Spirit Wear, web-master, team liaisons, additional vice presidents, assistant secretaries, assistant treasurers, or other officers.
- 1.2 Any number of offices may be held by the same person except that (1) neither the secretary nor the 2nd VP of Finance may serve as the president or chairperson of the board, and (2) no member of the executive committee may serve as the auditor.

SECTION 2. QUALIFICATION, ELECTION, AND TERM OF OFFICE

- 2.1 With the exception of the office of president, any member in good standing may serve as an officer of this association. An officer in good standing may nominate an incoming parent to serve as a fellow officer if approved by majority vote of the board. Any member in good standing who has served on the board in the previous fiscal year may serve as the president of this association. In the event that no such eligible member desires to serve as president, the nomination of the office of president shall be open to any member in good standing. Officers shall be elected by the board of directors and current board, at any time, and each officer shall

hold office until he or she resigns, is removed, or is otherwise disqualified to serve, or until his or her successor shall be elected and qualified, whichever occurs first.

- 2.2 At the Election (or *In-and-Out*) Meeting, the board shall attend and shall elect officers to serve during the upcoming fiscal year.
- 2.3 Nominations for officers shall be made from the floor by any member in good standing, provided that any member exercising such right may not nominate more than one (1) such candidate at any single In-and-Out meeting.
- 2.4 The election shall be held by ballot. If there is no more than one (1) nominee for an office, the ballot for that office may be dispensed with and the election held by voice vote.

SECTION 3. SUBORDINATE OFFICERS

The board of directors may appoint such other officers or agents as it may deem desirable, and such officers shall serve such terms, have such authority, and perform such duties as may be prescribed from time to time by the board of directors.

SECTION 4. REMOVAL AND RESIGNATION

Any officer may be removed, either with or without cause, by the board of directors and the elected board, at any time. Any officer may resign at any time by giving written notice to the board of directors or to the president or secretary of the association. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

SECTION 5. VACANCIES

Any vacancy caused by the death, resignation, removal, disqualification, or otherwise, of any officer shall be filled by the board. In the event of a vacancy in any office other than that of president, such vacancy may be filled temporarily by appointment by the president until such time as the board shall fill the vacancy. Vacancies occurring in offices of officers appointed at the discretion of the board may or may not be filled as the board shall determine.

SECTION 6. DUTIES OF PRESIDENT

The president shall be the chief executive officer of the association and shall, subject to the control of the board of directors, supervise and control the affairs of the association and the activities of the officers to ensure that all officers and directors duties are performed, all association filing requirements and deadlines are met in a timely manner, and that the periodic review of Article 9 Section 7.3 of these bylaws is performed. He or she shall perform all duties incident to his or her office and such other duties as may be required by

law, by the articles of association of this association, or by these bylaws, or which may be prescribed from time to time by the board of directors. Unless another person is specifically appointed as chairperson of the board of directors, he or she shall preside at all meetings of the board of directors. If applicable, the president shall preside at all meetings of the members. Except as otherwise expressly provided by law, by the articles of association, or by these bylaws, he or she shall, in the name of the association, execute contracts, checks or other instruments which may from time to time be authorized by the board.

SECTION 7. DUTIES of 1st VP of Registration

In the absence of the president, or in the event of his or her inability or refusal to act, the 1st VP of Registration shall perform all the duties of the president, and when so acting shall have all the powers of, and be subject to all the restrictions on, the president. The 1st VP of Registration shall have other powers and perform such other duties as may be prescribed by law, by the articles of association, or by these bylaws, or as may be prescribed by the board of directors.

SECTION 8. DUTIES OF SECRETARY

The secretary shall:

- 8.1 Certify and keep the original, or a copy of these bylaws as amended or otherwise altered to date, and shall have a copy of these bylaws at all meetings at which business of this association is to be transacted.
- 8.2 Keep the Articles of Association, and shall have a copy of these articles at all meetings at which business of this association is to be transacted.
- 8.3 Keep, or cause to be kept, a book of minutes, or on line file, of all meetings of the directors and board, and, if applicable, meetings of committees of directors and of members, recording therein the time and place of holding, whether regular or special, how called, how notice thereof was given, the names of those present or represented at the meeting, and the proceedings thereof.
- 8.4 See that all notices are duly given in accordance with the provisions of these bylaws or as required by law.
- 8.5 Keep a membership book containing the name and address of each and any member, and, in the case where any membership has been terminated, the secretary shall record such fact in the membership book together with the date on which such membership ceased.
- 8.6 *See that all donations and sponsorships are timely acknowledged by the association, in writing, and such acknowledgements are delivered by mail to the respective donors and sponsors.*
- 8.7 Exhibit at all reasonable times to any director of the association, or to his or her agent or attorney, on request therefore, the bylaws, the membership book, and the minutes of

the proceedings of the directors of the association.

- 8.8 In general, perform all duties incident to the office of secretary and such other duties as may be required by law, by the articles of association, or by these bylaws, or which may be assigned to him or her from time to time by the board.

SECTION 9. DUTIES OF 2nd VP of Finance

Subject to the provisions of these bylaws relating to the "executions of Instruments, Deposits, and Funds, "the 2nd VP of Finance shall:

- 9.1 Have charge and custody of, and be responsible for, all funds and securities of the association, and deposit, or cause to be deposited, all such funds in the name of the association in such banks, trust companies, or other depositories as shall be selected by the board.
- 9.2 Receive, and give receipt for, monies due and payable to the association from any source whatsoever; timely deposit, or cause to be deposited, all monies received; and receive and retain a copy of the deposit slip for all deposits made.
- 9.3 Disburse, or cause to be disbursed, the funds of the association as may be directed by the board, taking proper vouchers for such disbursements.
- 9.4 Keep and maintain adequate and correct accounts of the association's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains and losses.
- 9.5 Exhibit at all reasonable times the books of account and financial records to any director of the association, or to his or her agent or attorney, on request thereof.
- 9.6 Render to the president and directors, whenever requested, an account of any or all of his or her transactions as 2nd VP and of the financial condition of the association.
- 9.7 Prepare, or cause to be prepared, the annual report, and financial statements and schedules to be included in, *or necessary for the preparation of*, any required reports.
- 9.8 Prepare and timely file or cause to be prepared and filed in accordance with Article 7, Section 6.2 and 6.3 of these bylaws, all reports required by outside agencies, including but not limited to the Internal Revenue Service, State of California, or Simi Valley Unified School District.
- 9.9 Chair the budget committee and prepare the budget for adoption by the association.
- 9.10 Ensure that proper banking signature cards are timely updated each year to reflect election of new officers.
- 9.11 In general, perform all duties incident to the office of 2nd VP and such other duties as may be required by law, by the articles of association, or by these bylaws, or which

may be assigned to him or her from time to time by the board of directors.

SECTION 10. DUTIES OF PARLIAMENTARIAN

The parliamentarian shall:

- 10.1 Attend all meetings of the association and of the executive board and give necessary advice in parliamentary procedure when requested.
- 10.2 Call the first meeting of the nominating committee, conduct election of a chairman and give instructions in procedure, and may be contacted for additional information, if needed, and shall attend meetings of the nominating committee only if elected to serve as a member of the committee.
- 10.3 Chair the bylaws committee and review the bylaws and Policies & Procedures documents annually, and provide a copy of these documents, as amended, to the successor parliamentarian no later than March 15th of the successor's fiscal year.
- 10.4 Provide a copy of the current Bylaws and Policies & Procedures documents, as amended, to each director and elected board member on or before March 31st
- 10.5 Be entitled to all rights and privileges of membership, including the right to make motions, debated and vote.
- 10.6 In general, perform all duties incident to the office of parliamentarian and such other duties as may be required by law, by the articles of association, or by these bylaws, or which may be assigned to him or her from time to time by the board.

SECTION 11. DUTIES OF AUDITOR

The auditor shall:

- 11.1 Audit the books and records of the association semi-annually, for the periods January 1 through June 30, and July 1 through December 31, and certify that all receipts and disbursements were made in accordance with these bylaws and properly reflected in the books and records.
- 11.2 Receive the monthly bank statements, verifying that the original envelope was received unopened and in the condition of which it was mailed by the financial institution.
- 11.3 Timely prepare monthly bank reconciliations and provide completed reconciliations to the 2nd VP.
- 11.4 Render to the president, board and directors, whenever requested, a report on the accuracy and compliance of the books and records of the association.

- 11.5 Certify the annual report and financial statements to be included in any required reports, including all reports for outside agencies.
- 11.6 Not be related by blood or marriage or reside in the same household as any authorized signers of checks.
- 11.7 In general, perform all duties incident to the office of auditor and such other duties as may be required by law, by the articles of association, or by these bylaws, or which may be assigned to him or her from time to time by the board of directors.

SECTION 12. DUTIES OF HISTORIAN

The historian shall:

- 12.1 Assemble and preserve a record of the activities and achievements of the association.
- 12.2 Act as custodian of records and other materials pertinent to the history of the association.
- 12.3 Keep a log of any records or other materials of the association which may be loaned out to interested parties from time to time.
- 12.4 In general, perform all duties incident to the office of historian and such other duties as may be required by law, by the articles of association, or by these bylaws, or which may be assigned to him or her from time to time by the board.

SECTION 13. DUTIES OF WAYS & MEANS CHAIRPERSON

The ways and means chairperson shall:

- 13.1 Be responsible for securing funds for the association and for devising ways and means for securing such funds.
- 13.2 Plan, organize and supervise the collection of donations.
- 13.3 Supervise committee or event chairperson in the planning and organizing of the collection of monies at fund-raisers.
- 13.4 Ensure that all donations and sponsorships are timely acknowledged by the association, in writing, and such acknowledgements are delivered by mail to the respective donors and sponsors.
- 13.5 In general, perform all duties incident to the office of the ways and means chairperson and such other duties as may be required by law, by the articles of association, or by these bylaws, or which may be assigned to him or her from time to time by the board.

SECTION 14. DUTIES OF MEMBERSHIP VICE PRESIDENT

The membership vice president shall:

- 14.1 Be responsible for soliciting members for the association and for devising ways for securing such members.
- 14.2 Plan, organize and supervise membership involvement.
- 14.3 Chair the annual membership registration meetings referred to in Article 14. Section 2.2 herein.
- 14.4 Be responsible for the "spirit packages" (ie. Packages which may be offered to the parents and players participating in the Royal high School football program, containing items such as workout shirt, shorts, and socks.), including:
 - (a) The design of the items included in the package, subject to the approval of both the board and the varsity football head coach.
 - (b) The procurement of all spirit package items, unless otherwise directed by the varsity football head coach, and
 - (c) The timely delivery of all spirit package items to the parents and players who purchased spirit packages.
- 14.5 In general, perform all duties incident to the office of the membership vice president and such other duties as may be required by law, by the articles of association, or by these bylaws, or which may be assigned to him or her from time to time by the board.

SECTION 15. DUTIES OF WEBMASTER

The webmaster shall:

- 15.1 Be responsible for the updating and renewing the official website of this association.
- 15.2 Assemble information and update, or cause to be updated, the information which appears on the official website.
- 15.3 Continually review the official website, including authorized chat rooms or guest books, if any, for the appropriateness of the material displayed thereon.
- 15.4 Obtain all appropriate clearances or waivers for all materials, including but not limited to photographs and videotape, presented on the official website.
- 15.5 In general, perform all duties incident to the office of the webmaster and such other duties as may be required by law, by the articles of association, or by these bylaws, or which may be assigned to him or her from time to time by the board.

SECTION 16. DUTIES OF LIAISONS

There shall be a liaison for each Royal High School football team, as follows: Varsity, Junior Varsity and Freshman. These liaisons shall:

- 16.1 Interact between the association and the teams and parents of the players, to promote communication and cooperation with respect to our mutual goals.
- 16.2 Coordinate the sharing of data and resources between the association and the teams and parents of the players.
- 16.3 Under no circumstance shall the office of liaison be used to influence unduly criticize, or otherwise cause harm to the coaching staff or players of the Royal High School football team.
- 16.4 In general, perform all duties incident to the office of the liaison and such other duties as may be required by law, by the articles of association, or by these bylaws, or which may be assigned to him or her from time to time by the board of directors.

SECTION 17. COMPENSATION

This association shall operate exclusively by volunteer members and shall not compensate any members for their service as it pertains to the conduct of the business of the organization.

ARTICLE 5 COMMITTEES

SECTION 1. EXECUTIVE COMMITTEE OF THE BOARD

1.1 The executive committee of the board shall be composed of the president, 1st VP or Registration, secretary and 2nd VP of Finance. The board of directors and elected board may, by a majority vote, delegate to such committee any of the powers and authority of the board in the management of the business and affairs of the association, except with respect to:

- (a) The approval of any action which, under law or the provisions of these bylaws, requires the approval of the members or of a majority of all of the members.
- (b) The filling of vacancies on the board or on any committee that has the authority of the board.
- (c) The amendment or repeal of bylaws or the adoption of new bylaws.
- (d) The amendment or repeal or any resolution of the board which by its express terms is not so amendable.

- (e) The appointment of committees of the board or the members thereof.
 - (f) The expenditure of corporate funds to support a nominee for director after there are more people nominated for director than can be elected.
 - (g) The approval of any transaction to which this association is a party and in which one or more of the directors has a material financial interest, except as expressly provided in Section 5233 (d)(3) of the California Nonprofit Public Benefit Corporation Law.
- 1.2 By a majority vote of its members then in office, the board may at any time revoke or modify any or all of the authority so delegated, increase or decrease but not below two (2) the number of its members, and fill vacancies therein from the members of the board. The committee shall keep regular minutes of its proceedings, cause them to be filed with the corporate records, and report the same to the board from time to time as the board may require.

SECTION 2. NOMINATIONS COMMITTEE

- 2.1 Not later than four (4) weeks prior to the annual election meeting, the executive committee shall appoint a nominations committee composed of at least five (5) members in good standing. The Athletic Director of the school, or Head Football Coach, if not an appointed member of the committee, may serve in an advisory capacity.
- 2.2 The parliamentarian shall call the first meeting of the nomination committee in accordance with article 4, Sec. 10.2 of these bylaws.
- 2.3 Members of the executive committee may not serve on the nominations committee.
- 2.4 The nominations committee shall ascertain a list of all those members in good standing expressing an interest in serving on the board of directors, and any other information they deem relevant for the nomination. The nominations committee shall review the list and nominate a minimum of eight (8) candidates for the board of directors.
- 2.5 The report of the nomination committee shall be submitted to the membership at least two weeks prior to the annual election meeting.
- 2.6 At the annual election meeting, additional nominations for the board of directors may be made from the floor by a member in good standing, provided that any member exercising such right may not more than one (1) such additional candidate at any single annual meeting.
- 2.7 The nominations committee shall ascertain a list of all those members in good standing expressing any interest in serving as an officer, and any other information they deem relevant of the nomination. Then nominations committee shall present the list to the

incoming and outgoing board not later than one (1) week prior to the annual Election (*In-and-Out*) Meeting.

SECTION 3. BUDGET COMMITTEE

- 3.1 The 2nd VP shall chair the budget committee and prepare the budget for adoption by the association, in accordance with Article 4, Sec. 9.9 of these bylaws.
- 3.2 Not later than four (4) weeks following the start of the fiscal year, the treasurer shall appoint a budget committee of five (5) members in good standing, which shall include the president and/or 1st VP, The Athletic Director of the school, head football coach, or the former treasurer of the association, if not an appointed member of the committee, may serve in an advisory capacity.
- 3.3 The board must have an approved budget not later than June 1st each year.

SECTION 4. BYLAWS COMMITTEE

- 4.1 The parliamentary shall chair the bylaws committee and review bylaws and Policies and Procedures documents annually, in accordance with Article 4, Sec. 10.3 of these bylaws.
- 4.2 Not later than January 31st, the parliamentary shall appoint a bylaws committee composed of five (5) members in good standing.
- 4.3 The report of the bylaws committee shall be presented to the board of directors one (1) week prior to the February board of directors meeting. Any proposed changes shall be voted on at the February meeting.

SECTION 5. OTHER COMMITTEES

The association shall have such other committees as may from time to time be designated by resolution of the board. Such other committees may consist of persons who are not also members of the board. These additional committees shall act in an advisory capacity only to the board and shall be clearly titled as "advisory" committees.

SECTION 6. MEETINGS AND ACTION OF COMMITTEES

Meetings and action of committees shall be governed by, noticed, held, and taken in accordance with the provisions of these bylaws concerning meetings of the board with such changes in the context of such bylaw provisions as the necessary to substitute the committee and its members for the board and its member, except that the time for regular meetings of committees may be fixed by resolution of the board or by the committee. The time for special meetings of committees may also be fixed by the board. The board may also adopt rules and regulations

pertaining to the conduct of meetings of committees to the extent that such rules and regulations are not inconsistent with the provisions of these bylaws.

ARTICLE 6 EXECUTION OF INSTRUMENTS, DEPOSITS, AND FUNDS

SECTION 1. EXECUTION OF INSTRUMENTS

The board of directors, except as otherwise provided in these bylaws, may by resolution authorize any officer or agent of the association to enter into any contract or execute and deliver any instrument in the name of and on behalf of the association, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or employee shall have any power or authority to bind the association by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

SECTION 2. CHECKS AND NOTES

Except as otherwise specifically determined by resolution of the board, or as otherwise required by laws, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the association shall be signed by the 2nd VP and countersigned by the president or 1st VP of the association unless the counter signor is related to the 2nd VP, as defined herein. In the event the 2nd VP is related to the president or 1st VP, the board shall specifically designate by resolution another officer to countersign any checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the association, in lieu of the president or 1st VP who is related to the 2nd VP. For spouse, sibling, parent, child, in-law, or current member of the 2nd VP's household, as well as any parent or step-parent of the 2nd VP's child(ren).

SECTION 3. DEPOSITS

All funds of the association shall be timely deposited to the credit of the association in such banks, trust companies, or other depositories as the board may select.

SECTION 4. GIFTS

The board may accept on behalf of the association any contribution, gift bequest, or devise for the charitable or public purposes of this association, as long as the gift(s) benefit the whole team.

SECTION 5. CRIME BOND & MAXIMUM CASH BALANCE

The association shall purchase annually a blanket bond policy covering funds which are taken by means of robbery or theft. The balance of funds in all bank accounts, less the amount of approved upcoming expenditures, shall not exceed the coverage provided by the bond policy for more than 15 consecutive days. Within 15 days of exceeding the covered

amount, the association shall disburse funds to the Royal High School football program,

such that the balance of funds after the disbursement is equal to or less than the covered amount.

ARTICLE 7 ROYAL FOOTBALL BOOSTER RECORDS, REPORTS, AND SEAL

SECTION 1. MAINTENANCE OF CORPORATE RECORDS

The association shall keep in the State of California:

- 1.1 Minutes of all meetings of the board, committees of the board and, if this association has members, of all meetings of members, indicating the time and place of holding such meetings, whether regular or special, how called, the notice given, and the names of those present and the proceedings thereof;
- 1.2 Adequate and correct books and records of account, including accounts of its properties and business transactions and accounts of its assets, liabilities, receipts, disbursements, gains, and losses;
- 1.3 A record of its members, if any, indicating their names and addresses and, if applicable, the class of membership held by each member and the termination date of any membership;
- 1.4 A copy of the association's articles of association and bylaws as amended to date, which shall be open to inspection by the members, if any, of the association at all reasonable times during office hours.

SECTION 2. BOOSTER LOGO

The board may adopt, use, and at will alter, a Booster Logo. Such logo shall be kept by the Elected Board. Failure to affix the logo to documents, however, shall not affect the validity of any such documents.

SECTION 3. DIRECTORS' INSPECTION RIGHTS

Every director shall have the absolute right at any reasonable time to inspect and copy all books, records, and documents of every kind and to inspect the physical properties of the associations.

SECTION 4. MEMBERS' INSPECTION RIGHTS

Each and every member of this association shall have the following inspection rights, for a purpose reasonably related to such person's interest as a member.

- 4.1 to inspect and copy the record of all members' names, addresses, and voting rights, at reasonable times, upon five (5) business days' prior written demand on the association, which demand shall state the purpose for which the inspection rights are requested.
- 4.2 To obtain from the secretary of the association, upon written demand and payment of a reasonable charge, an alphabetized list of the names, addresses, and voting rights of those members entitled to vote for the election of directors as of the most recent record date for which the list has been compiled or as of the date specified by the member subsequent to the date of demand. The demand shall state the purpose for which the list is requested. The membership list shall be made available on or before the latter of ten (10) business days after the demand is received or after the date specified therein as of which the list is to be compiled.
- 4.3 To inspect at any reasonable time the books, records, annual report, or minutes of proceedings of the members or of the board or committees of the board, upon written demand on the association by the member, for a purpose reasonably related to such person's interests as a member.

SECTION 5. RIGHT TO COPY AND MAKE EXTRACTS

Any inspection under the provisions of this Article may be made in person or by agent or attorney and the right to inspection includes the right to copy and make extracts.

SECTION 6. ANNUAL REPORT AND INFORMATION RETURNS

- 6.1 The board shall cause an annual report to be furnished not later than one hundred and twenty (120) days after the close of the association's fiscal year to all directors of the association and to any member who requests it in writing, which report shall contain the following information in appropriate detail:
 - (a) The assets and liabilities, including the trust funds, of the association as of the end of the fiscal year;
 - (b) The principal changes in assets and liabilities, including trust funds, during the fiscal year;
 - (c) The revenue or receipts of the association, both unrestricted and restricted to particular purposes, for the fiscal year;
 - (d) The expenses or disbursements of the association, for both general and restricted purposes, during the fiscal year;
 - (e) Any information required by Section 7 of this Article [Note: this article has no Section 7.]
- 6.2 The annual report may be accompanied by any report thereon of *an* independent accountant.

ARTICLE 8 FISCAL YEAR

SECTION 1. FISCAL YEAR OF THE ASSOCIATION

The fiscal year of the association shall begin on the 1st day of July and end on the last day of June in each year. However, the books and records of the association shall also be available kept on a.) a calendar year basis for the purpose of filing reports with the Internal Revenue Service or other governmental agencies, and b.) a fiscal year basis, beginning July 1st and ending June 30th, for the purpose of filing reports with the Simi Valley Unified School District.

ARTICLE 9 CONFLICT OF INTEREST AND COMPENSATION APPROVAL POLICIES

SECTION 1. PURPOSE OF CONFLICT OF INTEREST POLICY

The purpose of this conflict of interest policy is to protect this tax-exempt association's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the association or any "disqualified person" as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulation and which might result in a possible "excess benefit transaction" as defined in Section 4958(c)(1)(A) of the Internal Revenue Code and as amplified by Section 53.4958 of the IRS Regulations. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

SECTION 2. DEFINITIONS

- 2.1 Interested Person – Any director, principal officer, member of a committee with governing board delegated powers, or any other person who is a "disqualified person" as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations, who has direct or indirect financial interest, as defined below, is an interested person.
- 2.2 Financial Interest – A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - (a) An ownership or investment interest in any entity with which the association has a transaction or arrangement.
 - (b) A compensation arrangement with the association or with any entity or individual with which the association has a transaction or arrangement, or
 - (c) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the association, is negotiating a transaction or arrangement.

- 2.3 Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.
- 2.4 A financial interest is not necessarily a conflict of interest. Under Section 3, paragraph B, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

SECTION 3. CONFLICT OF INTEREST AVOIDANCE PROCEDURES

- 3.1 Duty to Disclose – In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors, elected board, and members of committees with governing board delegated powers considering the proposed transaction or arrangement.
- 3.2 Determining Whether a Conflict of Interest Exists – After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.
- 3.3 Procedures for Addressing the Conflict of Interest – An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- 3.4 The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- 3.5 After exercising due diligence, the governing board or committee shall determine whether the association can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- 3.6 If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the association's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.
- 3.7 Violations of the Conflicts of Interest Policy – If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

- 3.8 If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

SECTION 4. RECORDS OF BOARD AND BOARD COMMITTEE PROCEEDINGS

The minutes of meetings of the governing board and all committees with board delegated powers shall contain:

- (a) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- (b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

SECTION 5. COMPENSATION APPROVAL POLICIES

- 5.1 A voting member of the governing board who receives compensation, directly or indirectly, from the association for services is precluded from voting on matters pertaining to the member's compensation.
- 5.2 A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the association for services is precluded from voting on matters pertaining to the member's compensation.
- 5.3 No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the association, either individually or collectively, is prohibited from providing information to any committee regarding compensation.
- 5.4 When approving compensation for contractors, and any other compensation contract or arrangement, in addition to complying with the conflict of interest requirements and policies contained in the preceding and following sections of this article as well as the preceding paragraphs of this section of this article, the board or a duly constituted compensation committee of the board shall also comply with the following additional requirements and procedures:

- (a) The terms of compensation shall be approved by the board or compensation committee prior to the first payment of compensation.
- (b) All members of the board or compensation committee who approve compensation arrangements must not have conflict of interest with respect to the compensation arrangement as specified in IRS Regulation Section 53.4958-6(c)(iii), which generally requires that each board member or committee member approving a compensation arrangement between this organization and a "disqualified person" (as defined in Section 4958(f)(1) of the Internal Revenue Code and as simplified by Section 53.4958-3 of the IRS Regulation):
 - 1. Is not the person who is the subject of compensation arrangement, or a family member of such person;
 - 2. Is not in an employment relationship subject to the direction or control of the person who is the subject of compensation arrangement;
 - 3. Does not receive compensation or other payments subject to approval by the person who is the subject of compensation arrangement.
 - 4. Has no material financial interest affected by the compensation arrangement; and
 - 5. Does not approve a transaction providing economic benefits to the person who is the subject of the compensation arrangement, who in turn has approved or will approve a transaction providing benefits to the board or committee member.
- (c) The board or compensation committee shall obtain and rely upon appropriate data as to comparability prior to approving the terms of compensation. Appropriate data may include the following:
 - 1. Compensation levels paid by similarly situated organizations, both taxable and tax-exempt, for functionally comparable positions. "Similarly situated" organizations are those of a similar size and purpose and with similar resources.
 - 2. The availability of similar services in the geographic area of this organization
 - 3. Current compensation surveys compiled by independent firms
 - 4. Actual written offers from similar institutions competing for the services of the person who is the subject of the compensation arrangement.

As allowed by IRS Regulation 4958-6, if this organization has average annual gross receipts (including contributions) for its three prior tax years of less than \$1 million, the board or compensation committee will have obtained and relied upon appropriate data as to comparability if it obtains and relies upon data on compensation paid by three comparable organizations in the same or similar communities for similar services.

- (d) The terms of compensation and the basis for approving them shall be recorded in written minutes of the meeting of the board or compensation committee that approved the compensation. Such documentation shall include:

1. The terms of the compensation arrangement and the date it was approved.
2. The members of the board or compensation committee who were present during debate on the transaction, those who voted on it, and the votes cast by each board or committee member
3. The comparability data obtained and relied upon and how the data was obtained.
4. If the board or compensation committee determines that reasonable compensation for a specific position in this organization or for providing services under any other compensation arrangement with this organization is higher or lower than the range of comparability data obtained, the board or committee shall record in the minutes of the meeting the basis for its determination.
5. If the board or committee makes adjustments to comparability data due to geographic area or other specific conditions, these adjustments and the reasons for them shall be recorded in the minutes of the board or committee meeting.
6. Any actions taken with respect to determining if a board or committee member had a conflict of interest with respect to the compensation arrangement, and if so, actions taken to make sure the member with the conflict of interest did not affect or participate in the approval of the transaction (for example, a notation in the records that after a finding of conflict of interest by a member, the member with the conflict of interest was asked to, and did, leave the meeting prior to a discussion of the compensation arrangement and a taking of the votes to approve the arrangement).
7. The minutes of board or committee meetings at which compensation arrangements are approved must be prepared before the later of the date of the next board or committee meeting or 60 days after the final actions of the board or committee are taken with respect to the approval of the compensation arrangements. The minutes must be reviewed and approved by the board and committee as reasonable, accurate, and complete within a reasonable period thereafter, normally prior to or at the next board or committee meeting following final action on the arrangement by the board or committee.

SECTION 6. ANNUAL STATEMENTS

Each director, principal officer, and member of a committee and governing board delegated powers shall annually sign a statement which affirms such person:

- (a) Has received a copy of the conflicts of interest policy,
- (b) Has read and understands the policy,
- (c) Has agreed to comply with the policy, and
- (d) Understands the association is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

SECTION 7. PERIODIC REVIEWS

To ensure the association operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status or its status as an approved booster club of the Simi Valley Unified School District, periodic review shall be conducted. The periodic reviews shall, at a minimum, include the following subjects.

- (a) Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's-length bargaining.
- (b) Whether partnerships, joint ventures, and arrangements with management organizations conform to the association's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or in an excess benefit transaction.
- (c) Whether the booster club is in compliance with the guidelines issued by the Simi Valley Unified School District.

SECTION 8. USE OF OUTSIDE EXPERTS

When conducting the periodic reviews as provided for in Section 7, the association may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

ARTICLE 10 AMENDMENT OF BYLAWS, POLICIES & PROCEDURES

SECTION 1. AMENDMENT

Subject to any provision of law applicable to the amendment of bylaws of public benefit nonprofit associations, these bylaws adopted as follows:

- (a) Subject to the power of members, if any, to change or repeal these bylaws under Section 5150 of the Corporations Code, by approval of the board *pursuant to subsection (c) below*, unless the bylaw amendment would materially and adversely affect the rights of members, if any, as to voting or transfer, provided, however, if this association has admitted any members, then a bylaw specifying or changing the fixed number or directors of the association, the maximum or minimum number of directors, or changing from a fixed to variable board or vice versa, may not be adopted, amended, or repealed except to as provided in subparagraph (b) of this Section; or
- (b) By approval of the members, if any, of this association.

(c) *Bylaw changes enacted under this section by the board shall require the following percentage of affirmative votes in order to pass:*

- (i) *Changes proposed at the end of the fiscal year as a result of the bylaws committee annual review shall require a majority vote of the board present at the In-and-Out meeting.*
- (ii) *Changes proposed at any other duly-held meeting of the board of directors shall require an affirmative vote of 75% of the board present at the meeting, provided proper notice of the meeting was given and the presence of a quorum, pursuant to Article 3 of these bylaws.*

SECTION 2. POLICIES & PROCEDURES

Subject to any provision of law applicable to the amendment of policies and procedures of public benefit nonprofit associations, the policies and procedures of this association may be altered, amended, or repealed and new policies and procedures may be adopted by the board. No policies and procedures shall be allowed that would materially or adversely affect the rights of members as to voting.

ARTICLE 11 AMENDMENT OF ARTICLES

SECTION 1. AMENDMENT OF ARTICLES BEFORE ADMISSION OF MEMBERS

Before any members have been admitted to the association, any amendment of the articles of association may be adopted by approval of the board of directors.

SECTION 2. AMENDMENT OF ARTICLES AFTER ADMISSION OF MEMBERS

After members, if any, have been admitted to the association, amendment of the articles of association may be adopted by the approval of the board of directors and by the approval of the members of this association.

SECTION 3. CERTAIN AMENDMENTS

Notwithstanding the above sections of this Article, this association shall not amend its articles of association to alter any statement which appears in the original articles of association of the names and addresses of the first directors of this association, not the name and address of its initial agent, except to correct an error in such statement or to

delete such statement after the association has filed a "Statement by a Domestic Nonprofit Corporation" pursuant to Section 6210 of the California Nonprofit Corporation Law.

ARTICLE 12

PROHIBITION AGAINST SHARING CORPORATE PROFITS AND ASSETS

SECTION 1. PROHIBITION AGAINST SHARING CORPORATE PROFITS AND ASSETS

No member, director, officer, employee, or other person connected with this association, or any private individual, shall receive at any time any of the net earnings or pecuniary profit from the operations of the association, provided, however, that this provision shall not prevent payment to any such person of reasonable compensation for services performed for the association in effecting any of its public or charitable purposes, provided that such compensation is otherwise permitted by these bylaws and is fixed by resolution of the board of directors; and no such person or persons shall be entitled to share in the distribution of, and shall not receive, any of the corporate assets on dissolution of the association. All members, if any, of the association shall be deemed to have expressly consented and agreed that on such dissolution or winding up of the affairs of the association, whether voluntarily or involuntarily, the assets of the association, after all debts have been satisfied, shall be distributed as required by the articles of association of this association and not otherwise.

ARTICLE 13 MEMBERS

SECTION 1. DETERMINATION AND RIGHTS OF MEMBERS

The association shall have only one class of member, herein referred to as "members" or "regular members". No member shall hold more than one membership in the association. Except as expressly provided in or authorized by the articles of association or bylaws of this association, all memberships shall have the same rights, privileges, restrictions and conditions.

SECTION 2. QUALIFICATIONS OF MEMBERS

Membership in this association shall be made available without regard to race, color creed or national origin, to any individual who subscribes to the purposes and basic policies of this association.

SECTION 3. ADMISSION OF MEMBERS

Applicants shall be admitted to membership upon submission of completed membership form to any executive committee member and the payment of the suggested contribution
In the

event membership is included in a "spirit package" (ie. A package which includes items for the players such as clothing, supplies, equipment, etc.) offered to the parents and players participation in the Royal High School Football program , the members shall be admitted upon the completion of the spirit package order form (which shall clearly indicate the inclusion of membership in the booster club and to whom membership applies) and the payment of the package fee.

SECTION 4. FEES, DUES, AND ASSESSMENTS

4.1 No fee shall be charged for making application for membership in the association.

4.2 The annual suggested contribution payable to the association by members shall be determined annually

by resolution of the board, as soon as practical following the In-and-Out meeting. In the event membership is included in a "spirit package" (ie. a package which includes items for the players such as clothing, supplies, equipment, etc.) offered to the parents and players participating in the Royal High School football program, the board of directors shall establish the portion of the cost of the package to be allocated to membership dues on its books and records. These dues shall not be prorated for individuals seeking admission to the membership during a fiscal year already in progress.

4.3 Any dues increase from the prior year in excess of ten (10%) shall require the approval of two thirds (2/3rds) of the directors present at the regular meeting duly held at which a quorum is present and for which proper notice of the business to be conducted with respect to the dues was given.

4.4 Memberships shall be non assessable.

SECTION 5. NUMBER OF MEMBERS

There is no limit on the number of members the association may admit.

SECTION 6. MEMBERSHIP BOOK

6.1 The association shall keep a membership book containing the name and address of each member. Termination of the membership of any member shall be recorded in the book , together with the date of termination of such membership. Such book shall be kept at the association's principal office and shall be available for inspection by any director or member of the association during regular business hours.

6.2 The record of names and addresses of the members of this association shall constitute the membership list of this association and shall not be sued, in whole or part, by any person for any purpose not reasonably related to a member's interest as a member.

SECTION 7. NONLIABILITY OF MEMBERS

A member of this association is not, as such, personally liable for the debts, liabilities, or obligations of the association.

SECTION 8. NONTRANSFERABILITY OF MEMBERSHIPS

No member may transfer a membership or any right. All rights of membership cease upon the member's death.

SECTION 9. TERMINATION OF MEMBERSHIP

9.1 Grounds for Termination – the membership of a member shall terminate upon the occurrence of any of the following events:

- (a) Upon his or her notice of such termination delivered to the president or secretary of the association personally or by mail, such membership to terminate upon the date of delivery of the notice or date of deposit in the mail.
- (b) Upon a determination by the board of directors that the member has engaged in conduct materially and seriously prejudicial to the interests or purposes of the association.
- (c) If this association has provided for the payment of dues by members, including memberships included in the cost of a spirit package, upon a failure to renew his or her membership by paying dues or spirit package costs at one of the annual registration meetings. A member may avoid such termination by paying the amount of delinquent dues or spirit package costs within a thirty (30) day period following the latest annual registration meeting.

9.2 Procedure for Expulsion – following the determination that a member should be expelled under subparagraph 9.1(b) of this section, the following procedure shall be implemented.

- (a) A notice shall be sent by first-class or registered mail to the last address of the member as shown on the association's records, setting forth the expulsion and the reasons therefore. Such notice shall be sent at least fifteen (15) days before the proposed effective date of the expulsion.
- (b) The member being expelled shall be given an opportunity to be heard, either orally or in writing, at a hearing to be held not less than five (5) days before the effective date of the proposed expulsion. The hearing will be held by the board of directors in accordance with the quorum and voting rules set forth in these bylaws applicable to the meetings of the board. The notice to the member of his or her proposed expulsion shall state the date, time and place of the hearing on his or her proposed expulsion.
- (c) Following the hearing, the board shall decide whether or not the member should in fact be expelled, suspended, or sanctioned in some other way. The decision of the board shall be final.

- (d) If this association has provided for the payment of dues by members, any person expelled from the association shall receive a refund of dues already paid. The refund shall be prorated to return only the remaining for the period of the dues payment.

SECTION 10. RIGHTS ON TERMINATION OF MEMBERSHIP

All rights of a member in the association shall cease on termination of membership as herein provided.

SECTION 11. AMENDMENTS RESULTING IN THE TERMINATION OF MEMBERSHIPS.

Notwithstanding any other provision of these bylaws, if any amendment of the articles of association or of the bylaws of this association would result in the termination of all memberships or any class of memberships, then such amendment or amendments shall be effected only in accordance with the provisions of Section 5342 of the California Nonprofit Public Benefit Corporation Law.

ARTICLE 14 MEETINGS OF MEMBERS

SECTION 1. PLACE OF MEETINGS

Meetings of members shall be held at the principal office of the association or at such other place or places within or without the State of California as may be designated from time to time by resolution of the board.

SECTION 2. ANNUAL AND OTHER REGULAR MEETINGS

- 2.1 The members shall meet annually on the first (1st) Wednesday in January, or such other date as determined by the board, each year for the purpose of electing 3(3) directors and transacting other business as may come before the meeting. Cumulative voting for the election of directors shall not be permitted. The candidates receiving the highest number of votes up, with a minimum of one (1) vote, to the number of directors to be elected shall be elected. Each voting member shall cast one vote, with voting being by ballot only. This annual election meeting for the purpose of electing directors shall be deemed a regular meeting and any reference in these bylaws to regular meetings of members refers to this annual meeting.
- 2.2 Annual membership registration meetings, for the purpose of registering booster club members and transacting other business as may come before the meetings, shall be held each year, usually in June, in conjunction with the Athletic Department's football

parent orientation meetings. The date, time and place of these meetings shall be subject to the approval of the Athletic Department, and their attendance at such meetings shall be considered a priority.

- 2.3 Such annual election and regular meetings of the membership shall be open to all members and the public at large.

SECTION 3. SPECIAL MEETINGS OF MEMBERS

Persons Who May Call Special Meetings of Members – Special meetings of the members shall be called by the board of directors, the chairpersons of the board, or the president of the association. In addition, special meetings of the members for any lawful purpose may be called by five percent (5%) or more of the members.

SECTION 4. NOTICE OF MEETINGS

- 4.1 Time of Notice – Whenever members are required or permitted to take action at a meeting, a written notice of the meeting shall be given by the secretary of the association not less than ten (10) nor more than ninety (90) days before the date of the meeting to each member who, on the record date for the notice of the meeting, is entitled to vote thereat, provided, however, that if notice is given by email.
- 4.2 Manner of Giving Notice – Notice of a members' meeting or any report shall be given either personally or by email or other means of written communication, addressed to the member at the address of such member appearing on the books of the association or given by the member to the association for the purpose of notice; or if no address appears or is given, at the place where the principal office of the association is located or by publication of notice of the meeting at least once in a newspaper of general circulation in the county in which the principal office is located. Notice shall be deemed to have been given at the time when delivered personally or sent via e mail or sent by other means of written communication.
- 4.3 Contents of Notice – Notice of a membership meeting shall state the place, date, and time of the meeting and (1) in the case of a special meeting, the general nature of the business to be transacted, and no other business may be transacted, or (2) in the case of a regular meeting, those matters which the board, at the time notice is given, intends to present for action by the members. Subject to any provision to the contrary contained in these bylaws, however, any proper matter may be presented at the regular meeting for such action. The notice of any meeting of members at which directors are to be elected shall include the names of all those who are nominees at the time notice is given to members.
- 4.4 Notice of Meetings Called by members – If a special meeting is called by members as authorized by these bylaws, the request for the meeting shall be submitted by email, specifying the general nature of the business proposed to be transacted and shall be delivered personally or sent by email to the chairperson of the

board, president, 1st VP, or secretary of the association. The officer receiving the request shall promptly cause notice to be given to the members entitled to vote that a meeting will be held, stating the date of the meeting. The date for such meeting shall be fixed by the board and shall not be less than thirty-five (35) nor more than ninety (90) days after the receipt of the request for the meeting by the officer. If the notice is not given within twenty (20) days after the receipt of the request, persons calling the meeting may give the notice themselves.

- 4.5 Waiver of Notice of Meetings – The transactions of any meeting of members, however called and noticed, and wherever held, shall be as valid as though taken at a meeting duly held after regular call and notice, if a quorum is present either in person or by proxy email, and if, either before or after the meeting, each of the persons entitled to vote, not present in person or by proxy email, signs a written waiver of notice or a consent to the holding of the meeting or an approval of the minutes thereof. All such waivers, consents, and approvals shall be filed with Royal Football Booster records or made a part of the minutes of transacted or the purpose of any regular or special meeting of members, except that if action is taken or proposed to be taken for approval of any of the matters specified in subparagraph (f) of this section, the waiver of notice or consent shall state the general nature of the proposal.
- 4.6 Special Notice Rules for Approving Certain Proposals – if action is proposed to be taken or is taken with respect to the following proposals, such action shall be invalid unless unanimously approved by those entitled to vote or unless the general nature of the proposal is stated in the notice of meeting or in any written waiver of notice.
- (a) Removal of directors without cause;
 - (b) Filling of vacancies on the board by members;
 - (c) Amending the articles of association; and
 - (d) An election to voluntarily wind up and dissolve the association.

SECTION 5. QUORUM FOR MEETINGS

- 5.1 A quorum shall consist of one third (1/3) of the voting members of the association.
- 5.2 The members present at a duly called and held meeting at which a quorum is initially present may continue to do business notwithstanding the loss of a quorum at the meeting due to a withdrawal of members from the meeting provided that any action taken after the loss of a quorum must be approved by at least a majority of the members required to constitute a quorum.
- 5.3 In the absence of a quorum, any meeting of the members may be adjourned from time to time by the vote of a majority of the votes represented in person at the meeting, but no other business shall be transacted at such meeting, with the following exception.

(a) With respect to meeting of members, business may be conducted at the meeting, providing the following Notice of Meeting was given:

- (i) Notice of the annual election meeting was given either personally or by emailed to the member at the address of such member appearing on the books of the association or given by the member to the association for the purpose of notice, and
- (ii) Such written notice of the annual election meeting was either personally given or emailed by the secretary of the association not less than thirty (10) nor more than sixty (30) days before the date of the meeting to each member who, on the record date for the notice of the meeting, is entitled to vote thereat, and
- (iii) Such written notice of a meeting clearly states the purpose of the meeting.

5.4 When a meeting is adjourned for lack of a sufficient number of members at the meeting otherwise, it shall not be necessary to give any notice of the time and place of the adjourned meeting or of the business to be transacted at such meeting other than by announcement at the meeting at which the adjournment is taken of the time and place of the adjourned meeting. However, if after the adjournment is a new record date is fixed for notice or voting, a notice of the adjourned meeting shall be given to each member who, on the record date for notice of the meeting, is entitled to vote at the meeting. A meeting shall not be adjourned for more than forty-five (45) days.

5.5 Notwithstanding any other provision of this article, if this association authorizes members to conduct a meeting with a quorum of less than one-third (1/3) of the voting power, then, if less than one-third (1/3) of the voting power actually attends a regular meeting in person or by proxy, no action may be taken on a matter unless the general nature of the matter was stated in the notice of the regular meeting.

SECTION 6. MAJORITY ACTION AS MEMBERSHIP ACTION

Every act or decision done or made by a majority of voting members present in person or by email proxy at a duly held meeting at which a quorum is present is the act of the members, unless the law, the Articles of Association of this association, or these bylaws require a greater number.

SECTION 7. VOTING RIGHTS

Each member is entitled to one vote on each matter submitted to a vote by the members. Voting at duly held meetings shall be by voice vote. Election of directors, however, shall be by ballot.

SECTION 8. PROXY VOTING

Members entitled to vote may not be permitted to vote or act by proxy. If membership voting by proxy is not allowed by the preceding sentence, no provision in this or other sections of these bylaws referring to proxy voting shall be construed to permit any member to vote or act by proxy.

SECTION 9. CONDUCT OF MEETINGS

- 9.1 Meetings of members shall be presided over by the chairperson of the board, or, if there is no chairperson, by the president of the association or, in his or her absence by the 1st VP of the association or, in the absence of all these persons, by a chairperson chosen by a majority of the voting members, present in person or by proxy. The secretary of the association shall act as secretary of all meetings of members, provided that, in his or her absence, the presiding officer shall appoint another person to act as secretary of the meeting.
- 9.2 Meetings shall be governed by Robert's Rules of Order, as such rules may be revised from time to time, insofar as such rules are not inconsistent with or in conflict with these bylaws, with the articles of association of this association, or with any provision of law.

SECTION 10. ACTION BY EMAIL BALLOT WITHOUT A MEETING

- 10.1 Any action which may be taken at any regular or special meeting of members may be taken without a meeting if the association distributes an email ballot to each member entitled to vote on the matter. The ballot shall set forth the proposed action, provide an opportunity to specify approval or disapproval of each proposal, provide that where the person solicited specifies a choice with respect to any such proposal the vote shall be cast in accordance therewith, and provide a reasonable time within which to return the ballot to the association. Ballots shall be emailed or delivered in the manner required for giving notice of meetings specified in Section 4.2 of this article.
- 10.2 All email ballots shall also indicate the number of responses needed to meet the quorum requirement and, except for ballots soliciting votes for the election of directors, shall state the percentage of approvals necessary to pass the measure submitted. The ballots must specify the time by which they must be received by the association in order to be counted.
- 10.3 Approval of action by email ballot shall be valid only when the number of votes cast by ballot within the time period specified equals or exceeds the quorum required to be present at a meeting authorizing the action, and the number of approvals equals or exceeds the number of votes that would be required to approve the action at a meeting at which the total number of votes cast was the same as the number of votes cast by ballot.

- 10.4 Directors may be elected by email ballot. Such ballots for the election of directors shall list the persons nominated at the time the ballots are emailed. If any such authority to vote for the election of directors is withheld, they shall not be counted as votes either for or against the election of a director.
- 10.5 An email ballot may not be revoked after its receipt by the association or its deposit in the email, whichever occurs first.

SECTION 11. ACTION BY UNANIMOUS WRITTEN CONSENT WITHOUT MEETING

Except as otherwise provided in these bylaws, any action required or permitted to be taken by the members may be taken without a meeting, if all members shall individually or collectively consent in email to the action. The email consent or consents shall be filed with the minutes of the proceedings of the members. The action by email consent shall have the same force and effect as the unanimous vote of the members.

SECTION 12. RECORD DATE FOR MEETINGS

The record date purposes of determining the members entitled to notice, voting rights, email ballot rights, or any other right with respect to a meeting of members or any other lawful membership action, shall be fixed pursuant to Section 5611 of the California Nonprofit Public Benefit corporation Law.

POLICES AND PROCEDURES (with amendments as of November 27,2018) OF ROYAL FOOTBALL BOOSTER CLUB A CALIFORNIA NON PROFIT ASSOCIATION

The purpose of these Policies and Procedures is to elaborate, clarify, and interpret the bylaws of this association.

SECTION 1. FUNDRAISERS

The association shall obtain the written approval or email approval of the appropriate Royal High School administration (ie. head coach, athletic director, principal) before commencing any special fundraising events, not including obtaining memberships and sponsorships.

SECTION 2. SOLICITATIONS & WRITTEN COMMUNICATIONS

The association shall obtain the written approval or email approval of the appropriate Royal High School administration (ie. head coach, athletic director, principal) before sending any solicitations or written communications to any players, parents of players, or the general public, or

before publishing any ads or articles in the newspaper, not including the routine mailing of membership forms or sponsor forms.

SECTION 3. INFORMING ROYAL HIGH SCHOOL OF NEW BOARD

Shortly after the election, the newly elected president shall send a letter to Royal head football coach, informing him of the names and offices of the incoming executive board, along with contact information such as emails and daytime phone numbers. This should be copied to the principal, athletic director and ASB clerk.

ARTICLE 2. USE OF FUNDS

SECTION 1. PURPOSE

The purpose of this article is to emphasize the intent of bylaws Article 2, Section 1, whereas the purpose of the association is to raise funds for the Royal High School football program. As such, net funds raised through this association's efforts may only be used for the direct benefit of the Royal High School football program.

SECTION 2. PROHIBITED USES

Prohibited uses of funds include, but are not limited to, the following:

- 2.1 Any items of condolence other than sympathy cards.
- 2.2 Any gifts, awards, items of appreciation, scholarships, or other such items which benefit individually any player or their parent, former player, officer or director of this association, Royal High School or Simi Valley Unified School District employee or faculty member, coach, etc. with the exception of the following:
 - a. Year-end appreciation gift given at the annual banquet to a coach for which a special collection for this express purpose was taken by this association.
 - b. Basic spirit package items for a player where the spirit package cost was not collected from the player or parent, and purchases of modest personal equipment (such as cleats) for an individual player, based on financial hardship or an inability to pay, as determined at the discretion of the varsity head football coach, provided the total of all such items is reasonable and would not be financially burdensome to the association.
 - c. Player of the Week program.
 - d. President's Discretionary Fund spending
 - e. Any such expenditure approved at a regular meeting by a board vote pursuant to Article 3 of the bylaws, except this shall require on affirmative vote of at least 75% of the board in order to pass, and that Article 3 Section 8.5 of the bylaws (pertaining to proper notification of the business to be conducted at the meeting) shall be applied without regard to the provisions of that section being waived.

SECTION 3. RESTRICTED FUNDS

- 3.1 In general, it is this association's intention that each fiscal year, the current members of the association raise all the funds necessary to meet its own obligations, goals and objectives for the year.
- 3.2 Notwithstanding Section 3.1 above, the general fund of the association shall have a \$5,000 opening balance left over by the previous board as working capital so that each new board has sufficient funds to begin its year of service.
- 3.3 If at the end of a fiscal year, wherein all obligations, goals and objectives of the association have been met, the balance in the general fund exceeds the amount established in Section 3.2 above (ie. the amount to be carried into the subsequent fiscal year), then the board may, at its discretion, restrict the excess funds to specific long-term goals. The board recognizes that there are, from time to time, needs of the Royal High School football department that may not be able to be funded in a single year. As such the association is encouraged to set aside excess funds in a restricted account for the purpose of meeting long-term goals.
- 3.4 The resolution to restrict funds for the specific purpose must contain language to provide for a contingent use of the funds, or an expiration of the restriction, in the event that:
 - a. The remainder of the funds required for the specific purpose are not raised in a reasonable amount of time (As an example, five years was deemed reasonable to raise funds for a new scoreboard.)
 - b. Unforeseen circumstances prevent the approval of the expenditure at the high school, district, state or federal level (ie. restrictions of building or safety codes, inability to obtain permits, violates regulations, etc.)
- 3.5 With respect to naming specific purpose for the funds, the association shall take into account the desires of the membership who raised the funds, as well as Royal High School. Any board establishing a new specific purpose for the use of excess funds shall identify at least two or more acceptable uses of the funds (ie. for the purchase of a new scoreboard or improvements to the snack bar or...) the purpose of this is to provide choices to appeal to a broad range of tastes so that future boards are motivated to save for the special purpose, to satisfy the requirement for a contingent use in Section 3.4 above, and to minimize the need to convene the Restricted Funds Committee.
- 3.6 If a board resolves to restrict funds pursuant to this Article, such funds shall be segregated in a separate account, in trust for the benefit of the football department and restricted to the specific purpose(s) for which the account was established. Thereafter until the restriction is satisfied, the funds shall be accounted for separately, and identified as "Restricted Funds – [name purpose(s)]" in the books and records of the association and on all financial statements and treasurer's reports issued.

3.7 Restricted Funds Committee

a. In the year the funds are initially restricted, a committee shall be established of up to four (4) members of the outgoing board, who agree to be available in the future to answer questions about the fund for the subsequent board. If a member of the committee cannot be located due to their failure to comply with this provision, such failure shall be deemed a voluntary resignation from the committee and their seat shall be vacant.

b. In the event there are fewer than four (4) members of said committee, the vacant seats, up to four (4) seats, shall be filled in the following order:

- i. the Principal of Royal High School
- ii. the Athletic Director of Royal High School
- iii. the Head Coach of the Royal High School football team
- iv. the president of this association

Should enough of these individuals refrain from accepting the seat, such that a vacancy still exists, any such vacancy may be filled by a majority vote at a regular meeting of the board of directors, in accordance with Article 3 of the bylaws.

3.8 Any bank account established for restricted funds shall require the signatures of two (2) officers of the Association's board to disperse any funds.

3.9 There shall be allowed only one restricted fund at a time. Thus, once a restricted fund is established, and its specific purposes identified, no new restricted funds shall be established until:

- a. The initial restriction is satisfied with the expenditure of the funds
- b. The restriction expires due to the lapse of the timeframe

ARTICLE 3. EXPANDED DISCUSSION OF OFFICERS

SECTION 1. GENERAL

In general, the membership of the association is entrusted with the important task of choosing the board of directors. The board is responsible legally, financially, and morally. [The immediately preceding suggested change has been retracted] for the management and operation of the association. The individual board members are each entitled to one vote on any issue that comes before the board.

In contrast, officers are not voting members of the board (though they are typically selected from among the elected board and vote as such.) Officers are generally in charge of implementing the day-to-day business of the association (ie. they make sure the decisions of the board are carried out.) The officers are elected by the board of directors.

The reasons this association's members elect the board of directors, and the board of directors elects the officers are as follows: First, this method is typical of non-profit entities in California and is a tried and true method. Second, the founders of this association felt strongly that the important decisions and tasks are decided collectively by

the board, and hence the general membership should select this group of individuals. They felt it was this smaller group of directors who were in the best position to decide who was best suited to carry out the individual duties of the offices. From a practical point of view, if members ran only for specific offices (and thus the elected officers would form the board), we could potentially lose valuable people from our board, since any contested election for a specific office would result in only one victor.

SECTION 2. PRESIDENT

The president shall maintain an annual calendar of meetings and significant due dates and shall be responsible for making sure such deadlines are met.

SECTION 3. TEAM LIAISONS

- 3.1 A liaison's duty is to facilitate communication between the booster club and the football team, as well as between the board of directors and the general membership. For example, if the team needs funds or equipment from the booster club, they would make their request through their liaison. And if the booster club needed volunteers from the parents for a project, or wanted to remind the players and parents of an upcoming event, they would turn to the liaison to communicate the request or information to the players and parents.
- 3.2 The liaison is not the same as a traditional "team parent". A team parent is typically a parent recruited by a coach as an assistant of sorts. Perhaps they need help passing out uniforms, collection required paperwork, organizing rides to off-campus events, or planning the team's year end banquet (see also Article 4, Section 1, below). With this in mind, it is the liaison's responsibility to introduce themselves to their respective coaching staff, and to make their role as liaison clear, so there is no misunderstanding among the coaching staff about the purpose of the liaison. Therefore, if the coach also has a need for a team parent, they will know that this is a separate position. Of course, a liaison is more than welcome to also serve as team parent, but that is entirely up to the liaison and the coach.

SECTION 4. 2ND VP, AUDITOR & INDEPENDENT ACCOUNTANT

- 4.1 Whenever possible, at least one of the persons holding the office of 2nd VP and auditor should be a certified public accountant. In no event can the same person hold the offices of both 2nd VP and auditor.
- 4.2 Whether or not the 2nd VP or auditor is a certified public accountant, the association is required to have the books and records of the association audited annually by an independent account. To fulfill this requirement, an outside certified public account may be retained to perform the annual audit.
- 4.3 At the beginning of each fiscal year, as soon as practical, the 2nd VP shall make arrangements to have the banking signature cards updated, including but not limited to: understanding the banking institution's requirements (for example, copies of the minutes naming newly-elected officers, forms of identification required to be

presented, all signers present at the same time, etc.) and coordination with the new signers the date and time to meet at the banking institution to affect the change.

SECTION 4.1: HEAD FOOTBALL COACH

The Royal Football Booster will work with the Head Football Coach to determine the needs of the Football Program. The Booster will help support those needs through fundraising efforts. A harmonious football program is created through mutual respect from both the Head Football Coach and the Royal Football Booster Club. Through Teamwork and a committed working relationship, where each stakeholder has a voice, our Football program will grow.

ARTICLE 4. ACTIVITIES & FUNDRAISERS

SECTION 1. BANQUETS

- 1.1 It has been the policy of this association that the Booster will fund a small amount to each divisions banquet to help cover nominal costs. The amount will be decided in the budget meeting as overseen by the 2nd VP of Finance

ARTICLE 5. CREDIT CARD INFORMATION POLICY

SECTION 1. OBTAINING INFORMATION

- 1.1 Credit card information shall only be obtained by physically swiping a cardholder's credit card or entered manually with the cardholders permission. Processing fees may be added to charge after communication to card holder.

SECTION 2. DESTROYING INFORMATION

- 2.1 receipts shall be shredded whenever the records are no longer needed.
2.2 Handwritten notes taken over the phone or in person shall be shredded immediately after the transaction has been processed

SECTION 3. ACCESS TO INFORMATION

- 3.1 The 2nd VP of Finance shall physically keep all paper records of credit card transactions during the year in a secure place and no one else shall have access to such records, with the exception of the auditor during the normal course of performing their audit duties.

3.2 At the beginning of each fiscal year, all prior credit card receipts and records shall be delivered to the incoming 2nd VP by the outgoing 2nd VP and retained pursuant to Section 3.1 above until they are no longer needed and shredded.

