



# ZnZ Gymnastics

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## Booster Club

*Bylaws*

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# MISSION, NAME AND LOCATION

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## Mission Statement:

The ZnZ Gymnastics Booster Club Incorporated (Hereinafter referred to as ZGBC) is a non-profit organization formed by the parents of the competition team gymnasts training at ZnZ Gymnastics Center (ZGC). The corporation is organized and will be operated exclusively for charitable and educational purposes. The corporation will encourage and expand opportunities for all competition team gymnasts. The corporation will support and encourage all competition team gymnasts mentally, physically, emotionally and financially in their pursuit of National Gymnastics Competition.

The name of the 501(c)(3) organization is ZnZ Gymnastics Booster Club Incorporated.

The primary and registered location of ZGBC is 2502 So. 133<sup>rd</sup> Plaza, Omaha, NE 68144.

The fiscal year runs from 1 August to 31 July.

# PURPOSE

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**The primary purpose of ZGBC is to encourage and expand opportunities for competitive gymnastics experiences.**

The secondary purpose of ZGBC is to encourage, assist and support the education and development of amateur competitive gymnasts. ZGBC will support and promote members mentally, physically and financially.

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# MEMBERSHIP

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All parents and guardians of current USAG team members at ZnZ Gymnastics Center, LLC (Hereinafter referred to as ZGC) are automatically Active Members of ZGBC upon acceptance to the competitive team.

Membership classifications:

1. Active Member

- Active Members are parents and/or guardians of current USAG team members at ZGC.
- Active Members are entitled to voting privileges.
- Active Members are subject to fees, and dues.
- Active Members are entitled to one vote per competitive team gymnast for all matters that are to be voted on by general membership.

2. Patron member

- Patron members are parents, guardians or organizations that are not Active Members.
- Patron members have no fees, dues, obligation or voting rights.

3. General Membership

- General Membership includes all Active Members and Patron Members.

General Membership Meetings:

1. Voting Meeting

- a. The meeting will be held annually.
- b. Board of Directors vote will establish the location, date, and time of the meeting with the intent of the meeting to be at the mid-point of the fiscal year.
- c. Distribution of the meeting notification will be provided to general membership no less than fourteen (14) days nor more than sixty (60) days prior to the meeting.
- d. The meeting notification will be provided via email and posted in a conspicuous location within ZGC.

2. Budget Meeting

- a. The meeting will be held annually.
  - b. Board of Directors vote will establish the location, date, and time of the meeting with the intent of the meeting to be approximately one month into the fiscal year.
  - c. Distribution of the meeting notification will be provided to general membership no less than fourteen (14) days nor more than sixty (60) days prior to the meeting.
  - d. The meeting notification will be provided via email and posted in a conspicuous location within ZGC.
3. Special Meeting
- a. The Board of Directors with majority vote upon written request supported by twenty five (25) percent of the Active Members may call a special meeting.
  - b. Distribution of the meeting notification will be provided to general membership no less than seven (7) days nor more than thirty (30) days prior to the meeting.
  - c. The meeting notification will be provided via email and posted in a conspicuous location within ZGC.
4. Quorum
- a. The Active Members holding at least twenty five (25) percent of the total available votes and greater than Fifty (50) percent of the Board of Directors is required for a quorum.
  - b. If a quorum is not present, no business will be voted on.

#### Financial Items:

1. Annual Dues
- a. Annual dues will be determined annually by the Board of Directors based on monies raised and cost of supporting competitive team gymnasts.
  - b. Annual dues will be a combination of all fees supporting the competitive team gymnasts. These may include but are not limited to Team Fees, Meet Fees, Uniform Fees, and other fees as determined by the Board of Directors.
  - c. Annual dues will be determined for individual gymnasts based on individual skill level.
  - d. Annual dues will be able to be paid all at once, in three (3) level installments over three (3) consecutive months, or in six (6) level installments over six (6) consecutive months.
  - e. Board of Directors will prescribe method of billing and collection of annual dues.
2. Income

- a. All income generated will be deposited into the General Fund Account.
- 3. Funds Accountability
  - a. Two funds will be maintained, General Fund Account and National Qualifier Account.
  - b. General Fund Account
    - i. Maintain a minimum of \$5,000, or other amount approved by the Board of Directors at the start of the Fiscal Year.
    - ii. If account is depleted or below the minimum, the account will be replenished with funds prior to any other distribution of funds.
  - c. National Qualifier Account
    - i. Fifteen (15) percent of the amount above the General Fund Account minimum will be utilized to support gymnasts that qualify for National Events.
      - a. Calculation frequency will be made at the discretion of the Board.
      - b. Calculation will be as follows
        - i. Total funds minus minimum requirement equals funds available. Funds available times 0.15 (15%) equals the National Qualifier Account
- 4. Distribution of Funds
  - a. Funds, as described above, will be utilized to support the competitive team gymnasts.
    - i. National Qualifiers
      - 1. National Qualifier Account will be distributed evenly to all national qualifying gymnasts.
      - 2. Funds are intended to cover the following expenses to an extent not to exceed 100%.
        - a. Gymnast meet fee.
        - b. Gymnast travel costs.
        - c. Gymnast lodging costs.
      - 3. Fund distribution will not exceed 100% of any individual total competition cost as calculated by the Board of Directors. Funds in excess of 100% will be returned to the General Fund Account.
      - 4. Coaches expenses in support of National Qualifiers will be resourced from the General Fund Account.
    - ii. Other than National Qualifiers
      - 1. Funds available in the General Fund Account above the required minimum after the National Qualifier Account

distribution will be distributed based on Skill Level corresponding to the Annual Dues in an even percentage basis.

2. Funds distribution will not exceed 100% of the annual dues.
  3. Distribution percentage will directly correspond to income generated throughout the year. The more income that is generated, the higher the percentage distributed.
- b. Board of Directors will determine frequency and method to distribute funds.

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# GOVERNING BODY

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## General Power:

1. The Board of Directors are responsible for the business, property and day to day affairs of the corporation.

## Number of Directors:

1. The number of Directors will not be less than three (3) or more than twelve (12).

## Elected Board of Directors Positions:

1. President
2. Vice President
3. Treasurer
4. Secretary
5. Men's Competition Chair
6. Women's Competition Chair
7. Fundraising Chair
8. Events Chair

## Qualifications:

1. Board Positions will be from the General Membership, Active Members and Patron Members.
  - a. No more than two (2) Patron Members may be members of the Board of Directors.
  - b. Two or more Active Members and/or Patron Members related to a competitive gymnast(s) may serve on the Board of Directors; however, they specifically restricted from creating a majority on the Board.
2. General Membership that are associated with ZGC as gym owners, managers, coaches, employees or stakeholders are not eligible for Board positions.

## Nomination and Election

1. Nominations for Board of Director positions are made by General Membership.
2. Nominations will be accepted in writing or from the floor during the voting meeting.

3. Election is made by written ballot with those receiving the highest number of votes on the ballot elected.
4. Uncontested nominations may be elected by acclamation.
5. Election of the Board of Directors will be held at the annual Voting Meeting.
6. If a position is unfilled during elections, the Board of Directors may appoint an individual from the general membership to fill the position.
  - a. Majority vote by the Board of Directors is required for appointed positions.
7. Transition between existing and new Board of Directors will be at least two (2) months. The transition will start no sooner than two (2) months prior to the new fiscal year.

#### Term of Office

1. All elected Board Members will serve a term of two years that coincide with the fiscal year.
  - a. The following offices will be elected during odd years.
    - i. President
    - ii. Secretary
    - iii. Men's Competition Chair
    - iv. Fundraising Chair
  - b. The following offices will be elected during even years.
    - i. Vice President
    - ii. Treasurer
    - iii. Women's Competition Chair
    - iv. Events Chair
2. Board Members may serve concurrent or non-concurrent terms, regardless of position, up to a maximum of six (6) years.
  - a. If no one is nominated for the existing Board position, the existing Board Members may exceed the maximum years by one term with majority vote by the Board of Directors.

#### Resignation

1. A Board Member may resign at any time with written notice to the Board. Notice will be effective on receipt or at a latter time as designated by the notice.

#### Vacancies

1. Upon any vacancies, the Board of Directors, will appoint a member of the General Membership to serve until the next scheduled election.
  - a. Majority vote by the Board of Directors is required for appointed positions.

#### Involuntary Removal

1. Board Members may be removed by either:
  - a. Two-thirds (2/3) General Membership vote.
  - b. Two-thirds (2/3) Board of Directors vote.
2. Removal may be made with or without cause.
  - a. An example of removal would be for not attending meetings and/or failure to execute duties.

#### Quorum

1. All Meetings to include Voting, Budget, Special, Monthly and Additional require more than half of the Board of Directors to be present to constitute a quorum.

#### Meetings:

1. Monthly Meetings
  - a. The Board of Directors will meet monthly.
    - i. Location, Date and Time will be determined by the Board of Directors at the monthly meeting for the next monthly meeting.
    - ii. Notification of the next monthly meeting will be provided to the General Membership in the prior months meeting minutes.
    - iii. Meetings are accessible to the General Membership.
2. Additional Meetings.
  - a. With majority vote of the Board of Directors, meetings in addition to monthly meetings may be held at any time.
    - i. Location, Date and Time will be determined by the Board of Directors by majority vote.
    - ii. Notification to General Membership is not required.
    - iii. Meetings are accessible to the General Membership.
3. Special Meeting
  - a. The Board of Directors, with majority vote, may call a special meeting for the General Membership.

- b. Distribution of the meeting notification will be provided to general membership no less than seven (7) days nor more than thirty (30) days prior to the meeting.
- c. The meeting notification will be provided via email and posted in a conspicuous location within ZGC.

#### Majority Action

- 1. Every act or decision approved by a majority of the Board Members present at a meeting, at which a quorum is present, is the act of the Board.

#### Compensation

- 1. Elected Board Members must serve without compensation of any kind.

#### Amendments to Bylaws

- 1. The bylaws may be amended by meeting all the following procedures.
  - a. Proposed amendments are on the agenda for at least two (2) consecutive monthly meetings to be discussed.
  - b. Notification to the General Membership of the proposed amendment must be made within seven (7) days of the proposed change being added to the agenda via email and placed in a conspicuous location within ZGC.
  - c. Voting on the amendment must not occur prior to the third monthly meeting in which the proposed amendment is on the agenda.
  - d. Two-thirds (66 percent) vote of the Board of Directors.
  - e. Voting on the amendment must have a quorum.
  - f. Voting must have the President and Treasurer present.

# BOARD OF DIRECTORS

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The Board of Directors have a duty to maintain permanent records of their activities and procedures followed during their term of office to assist their successor in the performance of their duties.

The roles and responsibilities of each Board Member are outlined as follows:

## President

1. Uphold the mission of the corporation.
2. Enforce bylaws, and operating procedures.
3. Preside over all meetings including but not limited to General Membership Meetings, Special Meetings, Monthly Meeting, and Additional Meetings.
4. Support and provide direction to all Board members, as needed, to meet the mission of the corporation.
5. Effectively establish and maintain communication with ZGC.
6. Perform all duties incident to the office.
7. Fill other Board duties in a vacancy or absence.
8. Perform annual audit of Fiscal Year and Calendar Year Treasurer's Books
9. All checks exceeding \$500.00 require a co-signatory. The co-signatory may be either the President or Vice President.

## Vice President

1. Perform Presidential duties in the absence of the President
2. Uphold the mission of the corporation
3. Enforce bylaws, and operating procedures.
4. Support all Board members as needed to meet the mission of the corporation.
5. Perform all duties incident to the office.
6. Fill other Board duties in a vacancy or absence.
7. All checks exceeding \$500.00 require a co-signatory. The co-signatory may be either the President or Vice President.
8. Other duties as assigned.

## Treasurer

1. Have charge and custody of all financial aspects of the corporation.
2. Keep accurate records of corporate funds, securities and disbursements.
3. Deposit all monies and securities received by the corporation at such depositories in the corporation's account(s) as designated by the Board Members.
4. Oversight of corporation compliance with laws and regulations regarding tax exempt status and 501(c)(3) status.
5. Complete required corporate filings.
6. Establish and maintain budgets for the corporation.
7. Provide financial status at all meetings including but not limited to General Membership Meetings, Special Meetings, Monthly Meeting, and Additional Meetings.
8. Provide expeditious payments to all expenses incurred by the corporation.
9. All checks exceeding \$500.00 require a co-signatory. The co-signatory may be either the President or Vice President.
10. Other duties as assigned.

#### Secretary

1. Create an agenda for all meetings including but not limited to General Membership Meetings, Special Meetings, Monthly Meeting, and Additional Meetings
2. Distribute meeting notifications to the General Membership and Board of Directors.
3. Keep attendance at all meetings including but not limited to General Membership Meetings, Special Meetings, Monthly Meeting, and Additional Meetings
4. Preparing meeting minutes following all meetings including but not limited to General Membership Meetings, Special Meetings, Monthly Meeting, and Additional Meetings.
5. Keep a register of all Competitive Team Gymnast Members.
6. Be the custodian of all corporate records including current bylaws.
7. Distribute information to Active Members and Patron Members.
8. Other duties as assigned.

#### Men's Competition Chair

1. Register all Competitive Men's Team Gymnast Members and Men's Team Coaches with USAG.
2. Perform uniform sizing, ordering, purchasing and delivery with Competitive Men's Team Gymnast Members.

3. Register Competitive Men's Team Gymnast Members in meets directly or through ZGC.
4. Coordinate Men's Team Coaches travel as required to support Competitive Men's Team Gymnast Members.
5. Distribute Competitive Men's Team Gymnast Members information to Active Members and Patron Members including but not limited to Competition Handbook, Meet information, Uniform sizing and ordering dates, Meeting dates, other pertinent information.
6. Answer questions about Competitive Men's Gymnastics from Active Members and Patron Members.
7. Work with Secretary to keep a current register of Competitive Men's Team Gymnast Members.
8. Coordinate with other Board Members as required to perform duties.
9. Other duties as assigned.

#### Women's Competition Chair

1. Register all Competitive Women's Team Gymnast Members and Women's Team Coaches with USAG.
2. Perform uniform sizing, ordering, purchasing and delivery with Competitive Women's Team Gymnast Members.
3. Register Competitive Women's Team Gymnast Members in meets directly or through ZGC.
4. Coordinate Women's Team Coaches travel as required to support Competitive Women's Team Gymnast Members.
5. Distribute Competitive Women's Team Gymnast Members information to Active Members and Patron Members including but not limited to Competition Handbook, Meet information, Uniform sizing and ordering dates, Meeting dates, other pertinent information.
6. Answer questions about Competitive Women's Gymnastics from Active Members and Patron Members.
7. Work with Secretary to keep a current register of Competitive Women's Team Gymnast Members.
8. Coordinate with other Board Members as required to perform duties.
9. Other duties as assigned.

#### Fundraising Chair

1. Investigate, propose, and oversee the coordination and implementation of all income opportunities including but not limited to Grants, Donations, Fundraisers and Sponsorships.
2. Provide a budget at the beginning of the fiscal year to the Board Members for all income opportunities.
3. Form volunteer committees from Active Members and Patron Members to support the coordination and implementation of all income opportunities.
4. Prepare and provide an income report at the conclusion of each activity to the Board Members.
5. Other duties as assigned.

#### Events Chair

1. Investigate, propose, and oversee the coordination and implementation of all events including but not limited to Season Kick-off, End of Year Banquet, and Holiday Party.
2. Provide a budget at the beginning of the fiscal year to the Board Members for all events.
3. Form volunteer committees from Active Members and Patron Members to support the coordination and implementation of all events.
4. Prepare and provide an expense report at the conclusion of each event to the Board Members.
5. Other duties as assigned.



# CORPORATE PROCEDURES

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## Prohibition Against Private Inurement

1. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this corporation. In addition, the organization recognizes conflicts of interest and will avoid them as to not allude to any inurement activity.

## Corporate Document Procedure

1. All corporate documents (including stocks, bonds, agreements, insurance and annuity contracts, qualified and non-qualified deferred compensation plans, checks, notes, disbursements, loans, and other debt obligations) shall not be signed by any Board Member, designated agent or attorney-in-fact unless authorized by the Board of Directors or these bylaws.

## Personal Liability

1. The Board Members of the corporation must not be personally liable for any debt, liability or obligation of the corporation. All personal, corporations or other entities extending credit to, contracting with, or having claims against the corporation my look only at the funds and property of the organization for payment of such contract, or claim, or for payment of any debt, damages judgement or decree, or of any money that may otherwise become due or payable to them from the organization.

## Compensation

1. When authorized by the board, a person shall be reasonably compensated for services rendered to the corporation as an officer, director, employee, agent, or independent contractor, except as prohibited by these bylaws. We agree that the majority of our Board of Directors will be non-salaried and will not be related to salaried personnel or to parties providing services. In addition, the salaried individuals cannot vote on their own compensation and that compensation decisions will be made by the Board Members.

## Dissolution

1. Upon dissolution of the corporation, all available funds shall be distributed to a non-profit organization operated exclusively for charitable or educational purposes, preferably related to gymnastics, unless there is an incoming gymnastics team which would benefit from use of said funds. This distribution of funds must be approved by a vote of the General Membership. This distribution of funds must be according to the Dissolution Provision of the Article of Incorporation, directing that dissolution be conducted to preserve status of the corporation as a non-profit corporation which shall be exempt from taxation, pursuant to the terms of the Internal Revenue Code Section 501(c)(3).

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