

# **Denver North High School Booster Club Bylaws**

*Revised and Adopted May 19, 2025*

## ***Article 1 Name Mission and Objectives***

### **Section 1.1 Name and Formation**

The Denver North High School Booster Club, commonly known as “Denver North Booster Club”, “Boosters” or “Booster Club”, was formed as a Colorado Nonprofit Corporation on December 14, 2022.

### **Section 1.2 Mission Statement**

The Denver North High School Booster Club is a nonprofit organization dedicated to supporting student athletes and athletic programs at North High School. In collaboration with the school’s athletic department and the North community, the Booster Club works to provide resources and opportunities that extend beyond what school and district funding can offer. Through community involvement and financial support, the Booster Club helps ensure that every student athlete has the opportunity to participate, grow, and succeed.

### **Section 1.3 Equity Statement**

The Denver North High School Booster Club is committed to fostering equity in all aspects of its operations. We seek funding to ensure that every student-athlete, regardless of background, skill level, or team, has access to the resources needed to thrive. Equity will guide our decision-making as we allocate funds, ensuring fair distribution across all CHSAA-sanctioned sports.

Our commitment extends beyond financial allocation. We encourage teams and coaches to prioritize inclusive practices that support the development of all athletes, ensuring that resources, opportunities, and support are distributed thoughtfully and fairly, with a focus on collective growth rather than individual achievement.

### **Section 1.4 Non-profit Status.**

Notwithstanding any other provisions of these Bylaws, the Booster Club shall carry out activities permitted by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future

United States Internal Revenue Law or by an organization; contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Law.

#### Section 1.5 Governing Law and Jurisdiction

The organization and activities of the Booster Club are governed by the Colorado Revised Nonprofit Corporation Act, § 7-121-101 et seq, of the Colorado Revised Statutes, 2023. Any disputes shall be adjudicated in the appropriate state court in Denver, Colorado.

#### Section 1.6 Fiscal Year

The fiscal year of the Booster Club shall end on June 30th each year.

### ***Article 2*** ***Board of Directors, Executive Officers and Committees***

#### Section 2.1 General Duty of Board of Directors

The Board of Directors shall be responsible to act on behalf of the Booster Club in the management of the business affairs of the organization and in accordance with these Bylaws. The minimum number of the Board of Directors shall be six (6). The maximum number of Board of Directors shall be fifteen (15). The Board of Directors has the authority to determine the number of Directors of the Board.

The Board of Directors shall set and maintain policies and procedures for the supervision of the Treasurer and supervisory controls for maintaining and reporting the funds of the Booster Club.

#### Section 2.2 – Executive Officers

There will be four (4) Executive Officer positions each with the following duties:

2.2.1 President. The President is a voting Director of the Board of Directors and shall preside over all meetings of the Board of Directors as Chair and all meetings of the Booster Club, call special meetings when necessary and have general supervision over all business matters of the Booster Club.

2.2.2 Vice President. The Vice-President is a voting Director of the Board of Directors and shall assist the President in the performance of their duties and preside over all meetings in the absence of the President.

2.2.3 Treasurer. The Treasurer is a voting Director of the Board of Directors and is responsible for all funds of the Booster Club and shall be required to keep records regarding all receipts and distributions of Booster Club funds.

(a) The Treasurer shall establish controls for the Booster Clubs funds and records in accordance with best practices.

(b) The Treasurer will cause the Booster Clubs tax returns to be filed each year.

(c) The Treasurer will make all records available to the Board of Directors for examination at all times.

(d) The Treasurer will ensure that no NHS sports team or other entity shall use the Booster Club's Tax ID number without express and prior approval of the Board of Directors. Upon request, any team previously authorized to use the Booster Club's Tax ID number shall provide financial reports, including bank statements as appropriate, for review by the Booster Club Treasurer.

2.2.4 Secretary. The Secretary is a voting Director of the Board of Directors and will keep minutes of all meetings of the Board of Directors and the Booster Club. In the Secretary's absence, the Chair will appoint another Director of the Board of Directors to fulfill the Secretary's duties of keeping meeting minutes.

(a) The Secretary will maintain the following:

- i. A current roster of all duly elected Directors of the Board of Directors
- ii. A current roster of all committees and chairpersons
- iii. A current roster of all Advisory Council members

(b) The Secretary will timely provide any notice required by these Bylaws.

(c) The Secretary will cause all Booster Club filings to be made timely with the Colorado Secretary of State.

(d) The Secretary will keep and maintain all books and records of the Booster Club and will make all records available to the Board of Directors for

examination at all times.

### Section 2.3 – Formation of the Board of Directors.

The Board of Directors is formed according to the following:

- (a) One-third of the Directors are elected by the attendees of the Annual General Meeting (“AGM”) each year as defined in Article 3.
- (b) One-third of the Directors will be appointed by the North Side High School Alumni Association (“Alumni Association”) at the AGM each year.
- (c) One third of the Directors will be appointed by the Advisory Council. The Advisory Council will consist of the North High School administration:
  - i. The Principal, or the Principal’s designee
  - ii. The Athletic Director
  - iii. A current CHSAA coach chosen by the Principal

### Section 2.4 – Committees

2.4.1 Formation of Special Committees. Special Committees for specific Booster Club endeavors may be formed by the Board of Directors by majority vote of the Board of Directors at any regular meeting or by a majority of the Executive Officers, to be ratified by the Board of Directors at the first meeting following the formation of the committee. The formation of the committee must also include the initial chairperson for the committee and the purpose of the committee. Committees must always have at least one Chairperson to engage in any activity.

2.4.2 The Chairperson of each Special Committee will:

- i. Select members of the committee
- ii. Report the activities of the committee to the Board of Directors

2.4.3 The Treasurer of the Booster Club will be the ex-officio Treasurer of all committees except the Auditing Committee.

2.4.4 List of Standing Committees.

(a) The Audit Committee.

- i. The Audit Committee shall consist of no fewer than three members. The Audit Committee Chair will be nominated by the Executive Officers and approved by a majority vote of the Board of Directors. Additional audit committee members will be selected by the Audit Committee Chair. The Treasurer or any bank account signer may not be a member of the Audit Committee. The Audit Committee shall meet at such times as it determines necessary. A majority of the Audit Committee shall constitute a quorum.
- ii. The Audit Committee is responsible for ensuring the financial integrity and accountability of the Booster Club. It oversees the Booster Club's financial reporting, and internal controls. It ensures compliance and consistency with the Booster Club's Mission, Bylaws, Policies and Procedures, and compliance with applicable laws and regulations. The committee works with independent auditors, if applicable, to review financial statements and assess the effectiveness of internal procedures. It also monitors risk management practices and ensures that any concerns regarding financial irregularities or conflicts of interest are properly addressed. The committee reports its findings and recommendations to the Board of Directors and may suggest improvements to policies and procedures as needed.
- iii. The Audit Committee will be standing agenda item at every Board meeting to share periodic updates of its activities if necessary.
- iv. The Audit Committee is responsible for distributing the annual financial (or audit) report to the Board after each fiscal year-end.

***Article 3***  
***Nominations and Elections***

Section 3.1 – Appointment and Election of Board of Directors and Executive Officers

3.1.1 The annual election shall be held at the AGM each year.

3.1.2 Nominations for each elected Director to be filled by the attendees of the

AGM will be made at the beginning of the meeting. The attendees of the AGM will nominate and elect one-third of the Board of Directors by a majority of votes cast by secret ballot. Nominees must be present at the meeting.

3.1.3 The new Board of Directors will elect the Executive Officers of the Board of Directors as the first order of business at the first meeting of the Board following the AGM.

3.1.4 The Alumni Association and the Advisory Council will announce its appointees to the Board of Directors at the AGM

### Section 3.2 Term and Term Limits

3.2.1 Each elected Director of the Board of Directors serves for a Term of two (2) years.

3.2.2 There are no limits to the number of terms a Director may serve.

3.2.3 Any Director of the Board of Directors may resign their position by giving written notice to any other Director of the Board of Directors.

### Section 3.3 Vacancy

Whenever a position on the Board of Directors shall become vacant, the vacancy will be filled for the remainder of the vacant term by the following procedure:

- (a) If a vacancy of the appointment by the Alumni Association, the Alumni Association will appoint a new Director.
- (b) If a vacancy of the appointment by the Advisory Council, the Advisory Council will appoint a new Director.
- (c) If a vacancy of an elected Director, the Board of Directors will appoint a new Director as soon as is reasonably possible. Appointment of a new Director to fill a vacancy requires a majority vote of the Executive Officers.

***Article 4***  
***Allocation of Funds***

Section 4.1 - Allocation of Funds

Net raised funds will be dispersed at a minimum of three times per year to each participating Program in accordance with Booster Club's Policies and Procedures.

***Article 5***  
***Meetings***

Section 5.1 - Annual General Meeting ("AGM")

An AGM of the Booster Club shall be held each year at the beginning of each academic year, unless otherwise specified by the Board of Directors. The AGM date, time and location shall be announced no later than seven (7) days in advance of the AGM. The AGM is open to the public.

Section 5.2 - Meetings of the Board of Directors

The Board of Directors shall meet at least once per school-year semester and shall make every effort to ensure the published meeting date is kept, unless a majority of the Board of Directors votes to reschedule the meeting. The Board of Directors will provide notice of its meetings at least seven (7) days prior to the meeting.

Section 5.3 - Quorum and Voting at the Meetings of the Board of Directors

Meetings of the Board of Directors shall require a majority of the duly elected and appointed Directors for a quorum. In cases where a vacancy on the Board of Directors creates an even number of Directors, a quorum majority will be 50% of the Directors. In all voting instances except those specifically described herein, a majority of Directors present will be required to pass any motion. To be present a Director must attend in person or by live video conference. Directors attending by telephone conference without video are not deemed present for purposes of Quorum or Voting. Voting by proxy is not allowed.

Section 5.4 - Robert's Rules of Order

Unless specified herein, all meetings of the Booster Club shall follow Robert's Rules of Order. It shall be the duty of the chairperson of the meeting to be sure proper procedures are followed. Rulings of the meeting chairperson will be final.

## ***Article 6***

### ***Amendment of Bylaws***

#### **Section 6.1 - Submission of Proposed Amendments**

Amendments to the Bylaws are to be submitted in writing to the Board of Directors at any Booster Club Board Meeting at least 60 days prior to the last meeting of the fiscal year. Only the Booster Clubs Directors may submit amendments to the Bylaws.

#### **Section 6.2 - Approval Process**

Amendments may be adopted at any regular Board of Directors Meeting if approved by a two-thirds majority of Booster Club Directors present. Changes to the Bylaws will be implemented the following fiscal year.

## ***Article 7***

### ***Dissolution and Termination***

#### **Section 7.1 - Dissolution Action**

Notwithstanding anything to the contrary provided in these bylaws, the Booster Club shall be dissolved only upon a majority decision of the Board of Directors.

#### **Section 7.2 - Distribution of Remaining Assets**

In the event of dissolution of the Booster Club, after all liabilities of the Booster Club are settled, any remaining property and assets will be distributed to North Side High School Alumni Association with a restriction that the future use of the funds be limited to North High School Programs designated in these Bylaws and supporting documents, such as the Policies and Procedures at the time of dissolution.

#### **Section 7.3 - Articles of Dissolution**



When all liabilities and obligations of the Booster Club have been paid and discharged or adequate provisions have been made therefore and all of the remaining property and assets of the Booster Club have been distributed, Articles of Dissolution shall be executed and filed with the Colorado Secretary of State.

#### CERTIFICATION OF SECRETARY

I, Garrett Phillips, certify that I am the Secretary of the Denver North High School Booster Club, and the above Bylaws are the bylaws of this organization as adopted by the Board of Directors on May 19, 2025, and that they have not been amended or modified since the date above.

Executed this 19<sup>th</sup> Day of May in the County of Denver in the State of Colorado.

A handwritten signature in black ink, appearing to read "Garrett Phillips", written in a cursive style.

Garrett Phillips

Secretary

Denver North High School Booster Club