

The 24153 Club, Inc.
By-Laws

ARTICLE I - NAME

The organization shall be known as The 24153 Club, Inc., hereinafter referred to as "the Boosters."

ARTICLE II - MISSION STATEMENT

The Boosters is composed of parents and other community members, collectively, "Members", and individually, a "Member", who have an interest in assisting and supporting Salem High School (Salem, Virginia) ("SHS") with its student athletic teams. In accordance with Section 501(c)(3) of the Federal Internal Revenue Code, the Boosters shall operate exclusively as a non-profit organization. No part of the net earnings of the Boosters shall benefit any individual; nor will a substantial part of its activities involve carrying on propaganda, or attempt to influence legislation, or involve participation in any political campaign on behalf of a candidate for public office.

The Boosters will abide by the Salem City Schools' policy KH: Public Gifts to the Schools, adopted on July 1, 1999.

ARTICLE III - OBJECTIVE

SECTION 1

The Boosters' primary purpose is to raise funds in support of SHS athletic programs and to promote school and community pride through sports. To achieve this objective, the Boosters will provide a program that encourages participation by its members in Booster activities.

ARTICLE IV – STRUCTURE

SECTION 1

The Boosters will be composed of:

- a) An Executive Committee ("EC") as described in Article VI.
- b) A Sport Specific Board (the "SSB") as described in Article VIII.
- c) Members as described in Article IV Section 3.

ARTICLE V – MEMBERSHIP

SECTION 1

Eligibility: Any person age 18 or older who is interested in actively participating to further the objectives of the Boosters may apply to become a Member.

- (a) Membership dues will be established by the EC at the beginning of each academic year based on the needs of SHS programs to be supported by the Boosters.
- (b) Membership will be from June 1st to May 31st of each calendar year.
- (c) Membership dues will be payable to the Boosters at _____ or online, and are due by August 1, or payable on the date of becoming a Member of the Boosters.

SECTION 2

Autonomy: To avoid conflicts of interest and to remain independent, the Boosters establish the following policies:

- (1) No employee of Salem City Schools shall hold an executive position, be a member of the EC or the Board.
- (2) If a member of the EC or Board accepts employment with Salem City Schools, such EC or Board member will immediately resign his or her position in the Boosters.
- (3) The vacancy created by the resignation of a member of the EC or Board will be filled by nomination and a majority vote of the Board Members.
- (4) A member of the EC or Board who accepts employment with Salem City Schools may remain a Member of the Boosters on the same terms and conditions as other Members.

SECTION 3

Board Membership: The parents or legal guardians of any students participating in SHS athletics, alumni, and any interested persons who are at least 18 years of age, and who complete an application and pay membership dues may be considered for service on the Board.

- a) Subject to the policies in Section 2, (3) and (4) above, member, a member shall have the right to attend all general membership meetings, vote on all matters properly before the membership, and be considered to become a member of the Board.
- b) Every Member is strongly encouraged to:
 - (1) Attend all general membership meetings, vote on all matters that are presented to the Members and participate in discussions properly before the Membership;
 - (2) Support the Boosters in its mission and objectives, including making contributions on a regular or annual basis;
 - (3) Actively participate in Booster activities.
- c) No member shall have any right or ownership interest in the property of the Boosters.

SECTION 4

Suspension or Revocation: A member may resign or at any time. The EC shall have the authority to suspend or revoke the membership of any Member when the conduct of such Member is detrimental to the best interests and objectives of the Boosters. The EC shall notify the Member of such a meeting, inform him or her of the reasons and concerns related to the Member, and be given an opportunity to appear at the meeting to provide the reasons why such Member's membership should not be suspended or terminated. Dues will not be refunded in the event of a Members resignation or termination.

ARTICLE VI – EXECUTIVE COMMITTEE

SECTION 1

- a) **Authority.** The EC shall be the governing body responsible for all Booster affairs and activities subject only to the limitations contained in the Articles of Incorporation and these By-Laws.

SECTION 2

- b) **EC Officers.** The officers of the EC shall consist of a:
 - 1) President,
 - 2) Vice President,
 - 3) Treasurer, and
 - 4) Secretary

At the invitation of the EC, the SHS Athletic Director (“AD”) may attend meetings of the EC as a non-voting liaison on behalf of SHS.

SECTION 3

- c) **Term of Office.** The members of the EC shall be elected by the Members by ballot at each annual meeting for a term of one (1) year, and will be eligible for re-election annually. Newly elected EC Members will take office immediately following the annual meeting, and will continue in office until his or her successor has been elected. No more than one member of a family may serve as a voting member of the EC at the same time.

SECTION 4

- d) **Attendance at Meetings.** All EC members shall attend all duly notified meetings, unless excused from attendance by the President, or in the absence of the President, by another member of the EC.
 - a) The Executive Committee will meet once a month at a date, time and location that is published or otherwise made known to the officers.
- e) **Removal.** Removal from office of an officer of the EC shall be by majority vote of the Members present at a called meeting.

SECTION 5

Vacancies. If a position on the EC becomes vacant, the President shall appoint an interim replacement to serve until the next annual meeting of the Members.

SECTION 6

Special Executive Committee meetings, Notice and Quorum. Special meetings of the EC will be held at the discretion of the President, or by a majority vote of the EC members on such day and as shall otherwise be determined by the EC.

- (a) The President or any three EC members may call a special EC meeting. Notice shall not be given less than 48 hours in advance of such special meeting. The Notice shall include the purpose of the meeting, and state that no other matters will be included or acted upon at the meeting.

- (b) Notice of such special EC meeting shall be delivered personally or electronically, to each EC Member at least 48 hours before the time of the special EC meeting.
- (c) A majority of the elected EC members shall constitute a quorum for the special meeting.

ARTICLE VII - DUTIES AND POWERS OF THE OFFICERS AND EXECUTIVE COMMITTEE

SECTION 1

Appointments. The President or a majority of the EC members shall have the power to appoint such other committees as they deem necessary, and to delegate such powers as is advisable and proper in order to carry out the purposes prescribed by the EC.

SECTION 2

President. The President shall:

- (a) Conduct, execute the affairs and carry out the policies established by the Boosters,
- (b) Communicate to the EC such matters as necessary to carry out the affairs of the Boosters,
- (c) Implement and carry out the affairs of the Boosters, including but not limited to, matters of contract and other appropriate activities, in the name of the Boosters,
- (d) Investigate complaints, irregularities, and conditions detrimental to the Boosters and report to the EC and Board as necessary,
- (e) Present a report of the state of affairs of the Boosters at the Annual Meeting, and
- (f) Such duties as shall be delegated by the Board.

Vice President. The Vice President shall:

- (a) Perform any duties as requested by the President, and
- (b) Preside at meetings in the absence of the President

Secretary. The Secretary shall:

- (a) Be responsible for recording the activities of the Boosters and maintain appropriate files, Board list, membership records, minutes, and mailing lists,
- (b) Give required notice to the Members of all meetings of the Boosters and the EC,
- (c) Distribute minutes of meetings of the EC and/or Board within seven (7) days of any past meeting,
- (d) Conduct all correspondence not specifically delegated in connection with EC and other committee meetings, and carrying out all orders, votes and resolutions,
- (e) Notify members of their election or appointments,
- (f) Maintain a roll of all members that includes all pertinent contact information,
- (g) Prepare ballots for the election of all officers, committee and board members, and
- (h) Manage the Boosters public communication efforts (Facebook, twitter, website and other means of communications).

Treasurer. The Treasurer shall:

- (a) Keep records for the receipt and disbursement of all monies of the Boosters, approve all payments from allotted funds, or draw checks for the authorized expenditures consistent with policies established by the Board, each to be signed by the Treasurer and President.

- (b) Prepare records for annual external audit, including all required reports for tax returns, both state and federal, with the assistance of a certified public accountant as necessary.
- (c) Request from the AD a copy of the VHSL Participation Survey on the first Monday in April of each year.
- (d) Work with the SHS secretary or bookkeeper to ensure that all payment of Booster funds is recorded, distributed and received in a manner that complies with the se By-Laws and Salem School Board Policy KH.

ARTICLE VIII – THE SPORT SPECIFIC BOARD

SECTION 1

Member Representatives: The Sport Specific Board (SSB) will be comprised of one member for each team sport or activity supported by the Boosters (“Sport Specific Team”). Members of the SSB may be nominated by the Head Coach of each team, or by the Board.

SECTION 2

Teams Represented on the Sport Specific Board: See Exhibit A Attached

SECTION 3

Appointment: The SSB nominee for each Sport Specific Team may be a parent of a team member or any member of the Boosters. All SSB members must be approved by the EC.

SECTION 4

Responsibilities: The SSB representatives shall have the following responsibilities:

- a) Advocate on behalf of the Team Specific Sport he or she represents;
- b) Communicate needs and concerns of the coach and Team Specific Sport they represent to the SSB and EC,
- c) Communicate to the SSB the actions of the Boosters,
- d) Share appropriate information with the Boosters and coaches,
- e) Solicit individual donations from non-businesses for the Sport Specific Team represented,
- f) Serve on committees at the discretion of the EC,
- g) Make suggestions for consideration by the SSB and EC,
- h) Ensure that players and coaches receive meals at away games consistent with SHS Athletic Department policy,

ARTICLE IX – CONTRIBUTIONS

SECTION 1

The Boosters will (a) solicit and accept monetary donations from individuals and businesses in a manner that builds trusting relationships with donors and potential donors, (b) increase the visibility of the Boosters, SHS, and each Team Specific Sport, (c) provide sustainable funding for Team Specific Sports, (d) enhance community pride, and (e) engender understanding and awareness of the importance of youth sports in Salem.

All donations from the Boosters to SHS must comply with Salem School Board Policy KH.

SECTION 2

Types of Donations: Donations received will be of the following types:

- a) **Designated Donations:** When a donor designates funds directly to the Boosters or to a Sports Specific Team:
 - ~~1) 10% of designated donations will be deposited into the Boosters' general fund account for operating expenses, make donations to SHS Athletic Department, or other uses in the discretion of the EC; and~~
 - 2) 100% of donations to a Sports Specific Team will be deposited into the Sport Specific Team's individual team Booster account.

- b) **Undesignated Donations:** when a donor has not designated funds directly to the Boosters general fund or to a Sport Specific Team:
 - ~~1) 10% of the donation will be deposited into The Boosters' general fund account for operating expenses, make donations to SHS, and other uses in the discretion of the EC; and~~
 - 2) 100% of the donation will be evenly dispersed to the accounts of the Sport Specific Team , using the following formula:
 - (i) 100% of the donation, **divided by** number of high school athletes reported by SHS in the preceding year = the donation to each Sport Specific Team,
 - (ii) The donation per student multiplied by the number of students participating in a Sport Specific Team reported by SHS in the preceding year.

EXAMPLE:

\$1,000	Undesignated donation
\$900	10% to Boosters general fund
624	Students reported in prior year
1.4423	Donation per athlete
14	Girls lacrosse players reported previous year
20.19	Allocation of donation to girls lacrosse

3. Any remaining unallocated funds will be deposited into the Booster general fund account.

ARTICLE X – FUNDRAISING

SECTION 1

Fundraising: The primary goal of the Boosters is to raise funds in support of the SHS athletic teams listed on Exhibit A. As such, the Boosters will develop and implement fundraising strategies and pursue opportunities to accomplish this mission. All fundraising activities will be in the name of The Boosters and not SHS.

SECTION 2

Permission: No member shall be allowed to solicit business donations on behalf of the Boosters without prior consent of the EC.

- a) Members, Regular, Sport Specific Board, Executive Committee members, shall submit their fundraising suggestions to the EC for review,
- b) The Board will review each request, approve or deny by a majority vote,
- c) If approved, the EC will determine a time frame for the fundraising event to occur,
- d) If the EC denies the request, the reasons for denial will be specified, and

ARTICLE XI – MEETINGS

SECTION 1

Annual Meeting: The annual meeting of the Boosters will occur in May of each year. Notice of the Annual Meeting will be given to the members not later than _____ of each year.

SECTION 2

General Membership Meetings: General membership meetings will be held monthly from September through May of each calendar year, with dates, times and locations determined by the EC. All members will be notified of a meeting at least one (1) week in advance via newsletter, website and/or email.

SECTION 3

Roberts' Rules: All meetings of the Boosters will follow Roberts' Rules of Order.

ARTICLE XII – FUNDS

SECTION 1

Deposit of Funds: All funds received by the Boosters shall be deposited into a qualified depository or depositories under the name of The Boosters.

SECTION 2

Disbursements: All disbursements shall be by check. All checks shall be signed by the President and the Treasurer.

SECTION 3

SHS Athletic Director's Process for Requesting Funds: The AD will submit a written request for funds to the Booster secretary along with an itemized quote from the vendor or manufacturer. The Booster Secretary will submit the request to the EC for review. If approved, the Treasurer will draw a check from the appropriate Sports Specific Team account or from the general fund, as appropriate, in the amount requested and made payable to SHS . The AD will provide the Treasurer with a copy of the receipt for the items purchased.

Discretionary use of funds:

- a) The President is authorized to spend up to \$500 in each calendar quarter with the approval of the EC.
- b) Expenditures over \$500 dollars shall be approved in writing or by e-mail of a majority of the EC members.

SECTION 4

Booster Unapproved Funding: The Boosters will not make donations to SHS for the following expenses, which are funded directly by the Salem Athletic Department as part of the Salem City Schools Annual Budget:

- a) Athletic officials or game event workers,
- b) ~~Transportation,~~
- c) Entry Fees,
- d) VHSL dues,
- e) Police and/or security

ARTICLE XIII – AMENDMENTS TO THE BYLAWS

SECTION 1

AMENDMENTS: Alterations or amendments to the bylaws shall require an affirmative vote of two-thirds of the membership.

- a) Amendments that jeopardize the Boosters 501(c)(3) designation will not be considered.
- b) The proposed amendment will be distributed by mail to the Members for review.
- c) The President shall call a special membership meeting to consider and vote on the proposed amendment in person or by proxy.
- d) The special meeting shall be called within two weeks of submission of a proposed amendment.

ARTICLE XIV – RECRUITING

SECTION 1

Recruiting Student Athletes: The Virginia High School League (VHSL) handbook rule 27-9-2 strictly forbids athlete recruiting by booster clubs and/or their members. Therefore, any type of recruiting and/or encouraging athletes/students of another school to transfer to Salem City Schools is strictly forbidden. Any member participating in any recruiting act will be reviewed by the EC. The EC, after considering the facts and circumstances, may revoke the membership of a member who has engaged in recruiting activities.

ARTICLE XV – DISSOLUTION

SECTION 1

Dissolution of the Boosters. – In the event of dissolution of the Boosters, the EC members shall, after paying all liabilities to the extent of available funds, distribute any remaining funds to the SHS Athletic Department. If the SHS Athletic Department is unable to accept such funds, the EC shall distribute the remaining funds to one or more organizations operated for tax exempt purposes qualified as tax exempt under Section 501(c)(3) of the Internal Revenue Service Code.

Exhibit A

Baseball	Basketball-Boys	Basketball-Girls	Cheer-Competition
Cross Country-Boys	Cross Country-Girls	Football	Golf
Lacrosse-Boys	Lacrosse-Girls	Soccer-Boys	Soccer-Girls
Softball	Swim & Dive	Tennis-Boys	Tennis-Girls
Track-Indoor-Boys	Track-Indoor-Girls	Track-Outdoor-Boys	Track-Outdoor-Girls
Volleyball-Girls	Wrestling	Forensics	Scholastic Bowl
Theater Festival	Debate	Robotics Team	

Amendments to the Bylaws

- 1) The Executive committee has removed Article XII, Section 4 (b)
- 2) The Executive committee has removed Article X, Section 2 (a) (1)
- 3) The Executive committee has removed Article X, Section 2 (b) (1)