

Spartan Boosters

BY-LAWS

ARTICLE I – Name and Purpose

Section 1.01. Name. The name of this organization shall be Spartan Boosters.

Section 1.02. Purpose. The organization is organized and operated for the charitable and educational purposes of promoting opportunities for all student athletes at Sumner High School as well as promoting positive parent and community involvement for all students and Sumner High School.

ARTICLE II – Membership

Section 2.01. Qualification. All parents, guardians or other persons with a child presently or previously enrolled or attended Sumner High School. Such members shall be considered non-voting members of the organization. The Principal, Assistant Principals, Sumner High School Athletic Director and the District Athletic Director shall be considered non-voting, advisory members of the organization.

Section 2.02. Rights and Responsibilities. The members shall have the right to attend meetings and events sponsored by the organization, serve on committees and be nominated and elected to office.

Section 2.03. Meetings. There shall be at least one general meeting of the membership annually in JUNE at which time the officers are elected. Such additional business or special meetings may be held alone or in conjunction with an event sponsored by the organization as determined by the Executive Board or at the request of twenty (20) or more members in writing to the Executive Board.

ARTICLE III – Executive Board

Section 3.01. Membership. The Executive Board shall consist of the elected officers of the organization and a (1) Team Representative from each team.

Section 3.02. Authority. The affairs, activities and operation of the organization shall be managed by the Executive Board. The Executive Board shall transact necessary business during the intervals between the meetings of the membership and such other business as may be referred to by the membership or these Bylaws. It may create Standing and Special Committees, approve the plans and work of standing and special committees, prepare and submit a budget for approval, and in general, conduct the business and activities of the organization.

Section 3.03. Meetings. The Executive Board shall meet a minimum of eight (8) times per fiscal year or as

many more times as desired by the Executive Board. The Executive Board shall, at the conclusion of each meeting, set a time and place for the next meeting. Any meeting may be called by any two (2) Executive Board members at any time.

Section 3.04. Quorum. A quorum of the Executive Board shall consist of at least three (3) elected officers and eight (8) team representatives in attendance. In the absence of a quorum the Executive Board may not take action. In that event, any matter brought before the Executive Board at said meeting at which a quorum is not present shall be discussed and decided upon by the Elected Officers so long as at least three (3) elected officers are present.

Section 3.05. Action Without a Meeting. Any action required or permitted to be taken at a meeting of the Executive Board (including amendment to these Bylaws) or of an committee or team may be taken without a meeting if all the members of the Executive Board consent in writing to taking the action without a meeting and to approving the specific action. Such consents shall have the same force and effect as a unanimous vote of the Executive Board as the case may be.

Section 3.06. Participation in Meeting by Conference. Members of the Executive Board may participate in a meeting through use of conference telephone, email or similar communications equipment, so long as members participating in such meeting communicate to one another.

Section 3.07. Reimbursement. Executive Board members shall serve without compensation with the exception that expenses incurred in the furtherance of the organization's business are allowed to be reimbursed with documentation in accordance with the organization's financial policies, and prior approval.

ARTICLE IV – Officers and Their Elections

Section 4.01. Officers. The officers of this organization shall include one President, one or more Vice Presidents, a Secretary, a Treasurer, and one or more Activities Managers and such additional officer(s) as may be elected or appointed by the Executive Board from time to time.

Section 4.02. Election. A nominating committee composed of the current President and at least two team representatives shall begin seeking nominees in APRIL of the year in which the candidates will be elected and develop a slate of candidates. The candidates shall be announced to the membership as soon as possible. Additional nominees may be solicited from the floor on the day of the election. Only those who have consented to serve shall be eligible for nomination, either by the committee or from the floor.

Officers shall be elected at the JUNE meeting of the organization by the members present. Officers shall assume their official duties on JULY 1st following their election.

Section 4.03. Term. Officers shall serve a one-year term. Officers may be elected for up to two consecutive terms in the same office.

Section 4.04. Vacancies. A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the remaining members of the Executive Board.

ARTICLE V – Duties of Officers

Section 5.01. President. The President shall be the principal executive officer of the organization and, subject to the control of the Executive Board shall in general supervise and control all of the activities of the organization. The President shall be a member of the Executive Board and, when present, shall preside over all official meetings of Spartan Boosters. The President shall see that the bookkeeping, reports, statements, and certificates required are properly kept, made and filed according to the laws of the State of Washington. The President will sign checks only when appropriate but will see that funds are properly documented and handled in accordance with the Treasurer's responsibilities.

Section 5.02. Vice-Presidents(s). The Vice-President shall be a member of the Executive Board and, in the absence of the President, shall perform the duties of the President. When so acting, the Vice-President shall have the powers and responsibilities imposed upon the President. The Vice-President shall perform such other duties as are assigned by the President or the Executive Board.

Section 5.03. Secretary. The Secretary shall be a member of the Executive Board. The Secretary shall take and record minutes, prepare the agenda, handle correspondence, and shall see that all notices are duly given in accordance with these Bylaws. The Secretary also keeps a copy of the minute's book, Bylaws, rules and membership list and any other necessary supplies, and brings them to meetings.

Section 5.04. Treasurer. The Treasurer shall be a member of the Executive Board. The Treasurer shall receive all funds received by Spartan Boosters, keep an accurate record of receipts and expenditures, and pay out funds in accordance with the approval of the Board of Executive Board. He/She will present a financial statement at every meeting of the Executive Board.

Section 5.05. Activities Manager(s). The Activities Manager shall be a member of the Executive Board. The Activities Manager shall have primary responsibility for working with the Team Representative to organize and promote fund-raising activities.

ARTICLE VI – Team Representative and their Appointment

Section 6.01. Appointment. Each team must have a designated Team Representative to be an operating team of the Spartan Boosters. In June of each year the head coach of each sport at Sumner High School may ask an adult member of the Spartan Boosters to become their Team Representative. Adult members may also volunteer to take on one of these positions.

Section 6.02. Team Representative. The Team Representative shall be a member of the Executive Board and shall be considered a voting member. It is recommended, but not required, that each team have two (2)

additional representatives to work with the Team Representative. In the absence of the Team Representative at any Executive Board meeting, one of the additional representatives may be considered a voting member of the Executive Board with voting privileges.

Section 6.03. Vacancies. A vacancy occurring in any office shall be filled for the unexpired term by a person selected by the head coach of that sport.

ARTICLE VII – Duties of Team Representative

Section 7.01. Team Representative. The Team Representative shall be a member of the Executive Board. The Team Representative shall work with the coaching staff to establish the annual needs of the sport represented and prepare and submit the teams proposed budget to the Executive Board for approval. Once approved the Team Representative shall oversee the fundraising activities of the team and coordinate the teams' activities with the Executive Board.

The Team Representative shall be responsible for keeping financial records of each fundraising event, including receipts, deposit slips and invoices. The Team Representative will contact the Spartan Boosters Treasurer for deposit forms and information about the Spartan Boosters bank account. All funds requests and reimbursement forms will be submitted to the Executive Board for approval and reimbursement. The Team Representative must notify the Spartan Boosters Treasurer of all deposits made into the Booster's bank account for their team with the date of the deposit and the deposit amount. The Team Representative is responsible for reconciling the team account balance with the Spartan Booster Treasurer. The Team Representative is responsible for filing a financial report with the Spartan Booster Treasurer no later than 30 days after the end of the sport season in which the Team Representative is representing in order for the Executive Board to meet its obligations to the Internal Revenue Service.

The Team Representative will attend all Executive Board meetings or appoint a representative to attend in his/her absence in order to keep the Executive Board informed about the teams' activities. The Team Representative will submit all fundraising applications to the Executive Board for approval before the activity can begin and be prepared to represent the coaches and sport on all issues.

ARTICLE VIII – Finances

Section 8.01. Budget. The Executive Board shall present to the membership at the first regular meeting of the membership after the officers have been elected or as soon thereafter as practicable, a budget of anticipated revenue and expenses for the year. This budget shall be used to guide the activities of the organization during the year, including serving as approval for anticipated expenditures. Any substantial deviation from the budget must be approved in advance by the Executive Board.

Section 8.02. Obligations. The Executive Board may authorize any officer or officers to enter into contracts or agreements for the purchase of materials or services on behalf of the organization. Members or team representatives are not allowed to sign contracts or agreements without authorization to do so from the Executive Board.

Section 8.03. Loans. No loans shall be made by the organization to its officers or members.

Section 8.04. Checks. All checks, drafts, or other orders for the payment of money on behalf of the organization shall be signed by the Treasurer or by any other person as authorized in writing by the Executive Board.

Section 8.05. Banking. The Treasurer and/or the Team Treasurer(s) shall deposit all funds of the organization to the credit of the organization in such banks, trust companies or other depositories as the Executive Board may select and shall make such disbursements as authorized by the Executive Board in accordance with the budget adopted by the membership. All deposits and/or disbursements shall be made as soon as practicable upon receipt of the funds and/or orders of payment

Section 8.06. Financial controls. The organization shall adopt appropriate financial controls to ensure the integrity of its funds. Specifically, without limitation, the organization shall maintain separation of financial controls so that, minimally:

- a) All expenses must be approved by Executive Board by way of approval of an annual budget, or amendments thereto, or be approved by separate resolution of the Executive Board;
- b) An officer or other person without check signing authority designated by the Executive Board shall review all bank statements; and,
- c) A committee of at least two (2) persons without check signing authority shall annually audit all corporate finances, or hire and supervise an outside accountant or auditing firm to conduct a review of the organization records.

Section 8.07. Financial Report. The Treasurer shall present a financial report at each Executive Board meeting of the organization and shall prepare a final report at the close of the year in accordance with the organization's financial policies. The Executive Board shall have the report and accounts examined annually. If the organization grosses less than \$100,000 per year, the financial practices and accounts may be reviewed by an internal audit committee. The internal audit committee shall consist of two or more board or voting members of the organization who are not involved in the routing handling of the organization's finances, including not having signature authority on bank accounts or approval authority over disbursements. If the organization grosses \$100-\$200,000 in receipts, an external professional, such as a certified public accountant (CPA), shall be hired by the audit committee to perform a financial review or compilation. A full audit shall be conducted by an external CPA when annual gross receipts equal or exceed \$200,000.

Section 8.08. Fiscal Year. The fiscal year of the organization shall be from January 1, to December 31 but may be changed by the resolution of the Executive Board.

Section 8.09. Records Retention. All records of the organization shall be maintained and destroyed in accordance with law and standard record retention guidelines. Electronic copies of said financial records are acceptable so long as at least two (2) copies are made. Financial records shall be maintained as follows:

RECORD	HOW TO STORE	PERIOD OF TIME
Year-end Treasurer's financial report/statement	Store in corporate record book.	<u>Permanent</u>
Treasurer's reports, periodic	Compile & file records on yearly basis.	<u>Three Years.</u> Store w/financial records. Destroy after three years.
Bank statements, canceled checks, check registers, invoices, receipts; cash tally sheets, investment statements, and related documents.	Compile & file records on a yearly basis.	<u>Seven Years.</u> Store w/financial records. Destroy after seven years.

ARTICLE VIII – Conflicts of Interest

Section 9.01. Existence of Conflict, Disclosure. Directors, officers, employees and contractors of Corporation should refrain from any actions or activities that impair, or appear to impair, their objectivity in the performance of their duties on behalf of the Corporation. A conflict of interest may exist when the direct, personal, financial or other interest(s) of any director, officer, staff member or contractor competes or appears to compete with the interests of the Corporation. If any such conflict of interest arises the interested person shall call it to the attention of the Executive Board for resolution. If the conflict relates to a matter requiring board action, such person shall not vote on the matter. When there is a doubt as to whether any conflict of interest exists, the matter shall be resolved by a vote of the Executive Board, excluding the person who is the subject of the possible conflict.

Section 9.02. Nonparticipation in Vote. The person having a conflict shall not participate in the final deliberation or decision regarding the matter under consideration and shall retire from the room in which the Executive Board is meeting. However, the person may be permitted to provide the Board with any and all relevant information.

Section 9.03. Minutes of Meeting. The minutes of the meeting of the Executive Board shall reflect that the conflict was disclosed and the interested person was not present during the final discussion or vote and did not vote on the matter.

Section 9.04. Annual Review. A copy of this conflict of interest statement shall be furnished to each director or officer, employee and/or contractor who is presently serving the corporation, or who hereafter becomes associated with the corporation. This policy shall be reviewed annually for information and guidance of directors and officers, staff members and contractors, and new officers and directors, staff members and

contractors shall be advised of the policy upon undertaking the duties of their offices.

ARTICLE X – Indemnification

Every member of the Executive Board and Team Representatives of the organization may be indemnified by the organization against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Executive Board or Team Representatives in connection with any threatened, pending, or completed action, suit or proceeding to which she/he may become involved by reason of her/his being or having been a member of the Executive Board, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of her/his duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Executive Board approves such settlement and reimbursement as being in the best interest of the organization. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such member of the Executive Board or Team Representative is entitled. .

ARTICLE XI – Dissolution

The Spartan Boosters may be dissolved with previous notice (14 calendar days) and a two-thirds vote of those present at the Executive Board meeting.

ARTICLE XII – Amendments

These bylaws may be amended at any regular or special meeting of the Executive Board by a majority vote of those present, provided that at least thirty (30) days' notice of the proposed amendments has been made to the membership, or alternatively the membership waives the required notice. .

ARTICLE X – Parliamentary Authority

“Robert’s Rules of Order “shall govern meetings when they are not in conflict with the Spartan Boosters bylaws.

THE UNDERSIGNED ELECTED OFFICERS OF SPARTAN BOOSTERS HEREBY CERTIFIES THAT THE FOREGOING BY-LAWS WERE DULY ADOPTED BY THE EXECUTIVE BOARD OF SPARTAN BOOSTERS ON THE 21st DAY OF March, 2013, AND DO NOW CONSTITUTE THE BY-LAWS OF SPARTAN BOOSTERS EFFECTIVE March 2013.

DATED THIS 21 DAY OF March, 2013.



Secretary, Holly Riddell

**Revised 4/17/2017