

**Kell High School
The Kell Longhorn Fastpitch Club
Constitution**

Article I: Name

The name of this organization shall be “The Kell Longhorn Fastpitch Club, Inc.”—hereinafter referred to as the “Club.”

Article II: Purpose and Objective

The Club is a nonprofit organization [not filed] established to promote interest in the fastpitch program at Kell High School, to lend moral and financial support to all phases of the fastpitch program at Kell High School, to cooperate and work in all possible ways with the Coaches and Staff, and to promote excellence in all Scholastic and Athletic endeavors at Kell High School and the surrounding community.

Article III: Operating Authority

The Club operates within and in accordance with the policies, procedures and guidelines of the Cobb County School Official Board Policies, Bylaws, and Administrative Regulations.

The Club shall have no authority to dictate or interfere in any way with the Longhorn Fastpitch Staff, its policies, or those of the School Administration. The Fastpitch Staff includes (but is not limited to) the High School Fastpitch Head Coach and Assistants, as well as the approved Junior Longhorn Fastpitch Coaches.

Article IV: Membership

Section 1. Membership: Membership shall be granted to those persons interested in the fastpitch program at Kell High School—including the Junior Longhorn program and alumni—and willing to abide by the rules of this club upon payment of annual dues.

Section 2. Voting Members: Voting members shall be limited to the parents of Varsity, Junior Varsity, Managers and Junior Longhorn players.

Section 3. In Good Standing: Any member of the Club whose dues for the current year have been paid, shall be considered a Voting Member in good standing and may attend all booster club functions. Voting Membership in the Club is not transferable.

Section 4. Rights of Voting Members: Voting Members shall be entitled to:

- A. Vote on all matters requiring a vote by Voting Members of the Club.
- B. Eligibility for election or appointment to any office, committee or the Executive Board, excepting the restriction for the office of President.
- C. Notification of meetings
- D. Admission to any Club meeting or function.
- E. Such other rights as the Executive Board may from time to time determine.

Section 5. Dues:

- A. Dues for membership in the Club shall be recommended by the Executive Board after review of the budget for the coming year and approved by a majority vote of the Executive Board.
- B. The fiscal year for the Club will begin November 1 and end October 31.

Article V: Officers

Section 1.

The officers of the Club shall be President, Vice President, Secretary, Treasurer, and Members-At-Large.

Section 2.

Elected officers shall constitute the Executive Board.

Section 3.

Other Officer will be the High School Fastpitch Head Coach. The Head Coach shall not have the same voting privileges as other Voting Members and officers of the Club. The Head Coach shall only cast a vote in the event of a tie.

Section 4.

The officers retain the same voting privileges as other Voting Members of the Club, with the exception of the Head Coach as outlined above in Section 3.

Section 5.

A nominating committee shall solicit nominations of officers. The nominating committee shall be composed of at least three volunteers from the voting membership appointed by the Executive Board. The Nominating Committee shall report the names of the candidates for each office at the last General Membership Meeting of each fiscal year. The consent of all nominees must be obtained.

Section 6.

Election of new officers will take place after discussion during the last General Membership Meeting of each fiscal year. Elected officers will assume their position at the close of the last General Membership Meeting of each fiscal year.

Section 7.

Nominees must receive a plurality vote of the members present to be elected to the office for which nominated.

Section 8.

In the event of a vacancy in the office of the President, the Vice-President shall assume the title and duties of the President for the unexpired term.

Section 9.

In the event of a vacancy in the office of Vice-President, Secretary or Treasurer, the President shall have the right of appointment of a successor with the approval of the Executive Board, for the unexpired term.

Section 10.

Officers may succeed themselves, with the exception of the Treasurer who shall only be allowed to serve a two-year maximum term

Article VI: Standing and Special Committees

Section 1.

The Executive Board may create such standing and special committees as it may deem necessary to promote the objectives and carry on the work of the organization or the Executive Board.

Section 2.

These committees shall report to the Executive Board.

Section 3.

The Standing Committees are as follows:

-
- Banquet Chairperson
-
- Concession Chairperson
-
- Fund Raising Chairperson
-
- Membership chairperson
-
- Yearbook Chairperson
-
- Activities Chairperson
-
- Junior Longhorn Coordinator

Section 4.

Each committee chairperson shall be responsible for organizing his or her committee. The Secretary shall be informed of the membership of each committee by the chairperson. Each committee shall follow the guidelines set forth by the President as it relates to the activities and communications of committees.

Section 5.

Each committee chairperson shall present a proposed budget to the Executive Board. All committee chairs must work with the Treasurer to insure proper collection of and disbursement of any monies, as deemed appropriate by the Executive Board.

Article VI: Standing and Special Committees

Section 1.

The constitution and by-laws may be amended by a majority vote of the Voting Membership present at a General Membership Meeting.

Section 2.

Any proposed changes or amendments to the constitution or by-laws must be presented to the General Membership at a regular meeting and submitted in writing to the President at that meeting. The Secretary will mail, e-mail, or electronically provide a copy of the proposed change or amendment to the General Membership in time for them to review the proposal before it is voted on at the next General Membership Meeting.

**Kell High School
The Long Horn Club
By-Laws**

Article I: Duties of Officers

Section 1.

Duties of President:

A.

Preside at all Club meetings.

B.

In the absence of the President and Vice President, designate a representative to preside over the meeting. If no representative is designated, the membership present will select one of his or her members to preside.

- C.
Appoint all committees necessary to reach the goals of the Club.
- D.
Present an annual report of the affairs of the Club to the General Membership at the scheduled Annual Meeting.
- E.
Provide leadership for the Club and work directly with the Principal, Athletic Director, Athletic Coordinator, Coaches and Committed Chairpersons to assure objectives of the Club are met.
- F.
Serve as advisor to all committees.
- G.
Designate check-signing authority to the Treasurer and one other Executive Board member for disbursement of Club funds.
- H.
Cause all of the accounts of the Club to be audited by a reputable auditor at least once annually. An audit shall also be made if and when the Treasurer becomes entrusted with the funds of the Club.
- I.
Work with Varsity Coaches in preparing and submitting a budget to the Club for approval. Implementation of budget funds requires pre-approval of the President in conjunction with the Treasurer.
- J.
Authorize Club expenditures up to \$100.00 without prior Executive Board approval.
- K.
Any other duties deemed appropriate and approved by the Executive Board.

Section 2.

Duties of Vice President:

- A.
Preside at all Club meetings where the President is absent.
- B.
Assist the President in general supervision over the affairs of the Club.
- C.
Assist the President in the compiling of a budget with the aid and approval of the Executive Board, Varsity Coaches and the Treasurer at the beginning of the fiscal year.
- D.
Assist in any duties assigned by the President or Executive Board.
- E.
Assist the Treasurer with record keeping, depositing and proper disbursement of Club funds.
- F.
Serve as Treasurer at Club meetings during the absence of the Treasurer.
- G.
Any other duties deemed appropriate and approved by the Executive Board.

Section 3.

Duties of Secretary:

- A.
Report the minutes of all meetings.
- B.
Prepare and mail or e-mail all Club correspondence.
- C.
Maintain the by-laws of the Club and assure distribution of the by-laws to members and prospective members.
- D.
Any other duties deemed appropriate and approved by the Executive Board.

E.

Upon the expiration of the Secretary's term, the Secretary shall turn over all record books, meeting minutes, correspondence, or other documentation kept in the course of business for The Club to the incoming Secretary within thirty (30) days. If no incoming Secretary has been elected, then said documents and information shall be turned over to the President.

Section 4.

Duties of Treasurer: (2 Year maximum term)

A.

Receive and make proper disposition of all Club funds and be prepared to report at any meeting on the financial status of the Club4 -

B.

Keep accurate records of all financial transactions and make those records available for audit, upon request. Further, the Treasurer shall submit a monthly bank statement to all Officers each month evidencing all financial transactions made by The Club for said time period. Said statements shall be delivered to the Officers by no later than the 10th day of each month.

C.

Maintain check-signing authority for disbursement of Club funds.

D.

Serve as Secretary at meetings in the absence of the elected Secretary.

E.

Deposit funds in a bank approved by the Officers of the Club.

F.

Work with the Varsity Coaches in preparing and submitting a budget to the Club for approval. Make recommendations at meetings for approval of large expenditures not in the original budget. Support recommendations with appropriate research on needs, pricing, bids, suppliers, etc.

G.

Implementation of budget funds requires pre-approval of Treasurer in conjunction with the President.

H.

Any other duties deem appropriate and approved by the Executive Board.

I.

Treasurer will be the only member whose name is authorized to be on the booster club bank account- including, but not limited to any and all checking accounts, savings accounts, checks, checkbooks and debit cards.

J.

Upon the expiration of the Treasurer's term (whether a one-year term or the maximum two-year term), the Treasurer shall cooperate with The Club and sign all documents necessary to effectuate the transfer of check-signing authority, account information, and any other necessary powers related to the finances of The Club to the incoming Treasurer. Same shall be accomplished without delay in the best interest of The Club.

K.

Upon the expiration of the Treasurer's term (whether a one-year term of the maximum two-year term), the Treasurer shall turn over any and all financial documents, bank statements, banking information, account passwords, account PINs, budgets, reconciliation statements, checkbooks, checks, debit cards, credit cards, or other financial materials related to The Club to the incoming Treasurer within thirty (30) days. If no incoming Treasurer has been elected, then said documents and information shall be turned over to the President.

Section 5

Duties of Members-at-Large

A.

One Member-at-Large or multiple Members-at-Large may be elected during the General Meeting at the recommendation of the Executive Board and Nominating Committee should same be

necessary for the benefit of the Club. It shall not be a requirement for a Member-at-Large position to be filled.

B.

Assist in any duties assigned by the President or Executive Board.

C.

Maintain all media, photographs, videos, historical records, audio recordings, or other forms of media of the Club.

D.

Serve as Treasurer or Secretary in the absence of either Elected Officer at any meeting as appointed by the President.

E.

Any other duties deemed appropriate and approved by the Executive Board.

Article II: Duties of Committee Chairpersons

Section 1.

Duties of Banquet Chairperson: Be responsible for preparations involving the Kick-Off dinner and End-Of-Year banquets.

Section 2.

Duties of Concession Chairperson: Be responsible for operating and maintaining concession stand before and after fast pitch events.

Section 3.

Duties of Fund-Raising Chairperson: Be responsible for all fund-raising activities not covered by another officer.

Section 4.

Duties of Membership Chairperson: Be responsible for collecting and maintaining membership information

Section 5.

Duties of Program Chairperson: Be responsible for selling ads, compiling, printing and distributing the fast pitch yearbook.

Section 6.

Duties of Activities Chairperson: Be responsible for facilitating activities surrounding home games, Senior Night and celebrating the accomplishments of players.

Section 7.

Duties of the Junior Longhorn Coordinator: Be responsible for promoting and supporting all team activities, representing team at Club meetings and support efforts to meet overall objectives of the Club.

Article III: Meetings

Section 1.

Meetings: There shall be a minimum of two (2) General Membership Meetings of the Club during the fiscal year. The Executive Board shall determine the day, time and place.

Section 2.

Annual Meetings: An Annual Meeting of the Club shall be held during the Kick-Off Dinner each year.

Section 3.

Executive Board Meetings:

A.

Executive Board Meetings will be scheduled as needed.

B.

Special Meetings of the Executive Board may be called upon request of two (2) or more voting members.

C.

A quorum for the transactions of the Executive Board business shall be two-thirds (2/3) of the officers present at the meeting. Voting may be done by proxy and a member represented by a written proxy shall be counted in achieving a quorum.

Section 4.

Procedure: The current editions of Robert's Rules of Order Newly Revised shall govern in all cases in which it is not consistent with these by-laws.

Article IV: Indemnification of Officers

Section 1.

The Club shall indemnify and hold harmless each Officer of the Club from and against any and all claims and liabilities to which they may be or may become subject to by reason of acting as an Officer of the Club, or by reason or alleged acts or omissions as an Officer as aforesaid, and shall reimburse each Officer of the Club for all legal and other expense, reasonably incurred in connection with defending against such claims or liabilities, provided, however, that no Officer shall be indemnified against or reimbursed for any expenses incurred due to negligence or willful misconduct.

Section 2.

The foregoing rights of Officer shall not be exclusive of other rights to which they may be entitled lawfully.

Section 3

It shall be the policy of the Club that any and all claims and liabilities that may be or may become subject to the Club or Officers of the Club acting on behalf of said Club shall be required to engage in Alternative Dispute Resolution prior to any final hearing, trial, or judgment.

Article V: Tax Provisions

Section 1

Distribution Upon Dissolution: Upon dissolution of the club or corporation, assets shall, after all of its liabilities and obligations have been discharged or adequate provision made therefore, be distributed for one or more exempt purposes to any association or associations organized for purposes similar to the purpose of the club or corporation as may be designated by a majority of the officers then holding office, provided that such organization is an organization qualified under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

Section 2

Exempt Activities Limitation: Notwithstanding any other provision of these by-laws, no Officer, employee, member or representative of this club or corporation shall take any action or carry on any activity by or on behalf of the club or corporation not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code as it now exists or may be amended, or by any organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as it now exists or may be amended. No part of the net earnings of the club or corporation shall inure to the benefit or be distributable to any officer, member or other private person, except that the club or corporation shall be authorized and

empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation and these by-laws.

Article VI: Constitution and By-Laws

Section 1.

The Club shall adopt and maintain by-laws and shall file a copy therefore of any changes thereafter made in same, with the school administration. This set of by-laws takes precedent over any and all previous by-laws.