



Douglas Athletic Booster Club, Inc.

Articles of Incorporation (General Laws, Chapter 180)

Article I Name

1.01 Name

The name of this corporation shall be Douglas Athletic Booster Club, Inc. The business of the corporation may be conducted as Douglas Athletic Booster Club or Athletic Boosters.

Article II Purpose

2.01 Purpose

Douglas Athletic Booster Club is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. Douglas Athletic Booster Club's purpose is to unite the parents, students, faculty, alumni, and community in the common interest of supporting and encouraging participation in interscholastic sports programs at Douglas High School and to provide support to the Douglas High School athletic program.

2.02 Duration

The period of the duration of the corporation is perpetual.

Article III

Method of Operation

3.01 Method of Operation

The Douglas Athletic Booster Club will be managed by a Board of Directors and will report to the Athletic Director of Douglas High School.

3.02 Board of Directors

There shall be a Board of Directors for this organization (referred to as the Board for the remainder of this document), all of whom must be members in good standing. The Board shall consist of five Elected Officers, the Athletic Director(s) of Douglas High School, and up to four other members at large who are appointed by the President and approved by a majority of the Elected Officers. The Board shall administer the affairs of the Boosters.

- A. The Board of Directors shall hold regular monthly meetings. All board members will be notified in advance of any special meetings.
- B. A director may be removed from the board, without cause, by a 2/3 vote of the members of the Board of Directors.
- C. When a vacancy on the Board of Director occurs, the board of directors will elect a replacement to serve the remainder of the term by a 2/3 vote of the remaining Board of Directors.

3.03 Officers

The officers shall be a President, a Vice President, a Clerk, a Treasurer, and a Director. The officers will be elected from the Board of Directors by a majority of the Board of Directors and shall serve for a term of two (2) years and until their qualified successor has been duly nominated and elected.

A. President

- 1. Will preside at all meetings.
- 2. Shall vote on matters before the Board only if that vote is needed to break a tie.
- 3. Will be the official liaison between the Boosters and School.
- 4. Subject to approval of the Board of Directors, the President will appoint all Standing and Special committees.

B. Vice President

- 1. Will assist the President in his duties and preside at meetings in the absence of the president.
- 2. Will succeed the President in the case of a vacancy in the office until the next regularly scheduled election.

C. Clerk

1. Will be responsible for minutes being kept of meetings.
2. Will issue timely distribution of the minutes to members of the Board of Directors
3. Will maintain permanent records of the Boosters.
4. Will maintain the membership rolls.

D. Treasurer

1. Will be the custodian of all funds of the organization;
 - supervise and accurately record all receipts and disbursements of funds;
 - report to the membership on all receipts, disbursements, and financial statements of the organization at each regular meeting;
2. Prepare a monthly financial report for the Board of Directors.
3. Prepare an annual financial report.

E. Director

1. Will maintain records of all local, state and federal documents.

F. The Board of Directors in regular session may elect, from the Board of Directors, a replacement for an officer who has resigned from the board.

3.04 Nominations and Elections

A. At the Annual Meeting a list of candidates for open board positions will be presented to the General Membership.

B. Nominations may be made from the floor prior to the election, and such nominees shall be eligible for election provided they have consented to serve. Nominations from the floor must receive a second.

C. Board members shall be elected by written ballot at the Annual Meeting.

D. The Officers will be elected by written ballot at the General Meeting following the Annual Meeting.

3.05 Qualifications

A. Any person interested in supporting the objectives of the Boosters is eligible for membership.

B. To become eligible for member privileges, a person must have attended at least two meetings in the previous 6 months, excluding the current meeting.

3.06 Privileges

Privileges of membership shall include the right to vote for board members at the annual meeting, the right to run for election to the board, the right to hold office, and other privileges as established by the Board.

3.07 Meetings

General Meetings

All general membership meetings shall be open to the public. All Board meetings are open to the membership.

Meeting minutes and treasurer's report shall be available to all members.

Board meetings will be held at on a monthly or bi-monthly basis, as determined by the Board.

Special meetings of the general membership may be called at the discretion of the Board. At least a five day notice shall be given.

At least 50% of the Board must be in attendance in order to have a voting quorum.

The meetings will be conducted informally, with members respecting others' rights to speak and be heard. However, at the discretion of the President, the meeting may be conducted according to Robert Rules of Order, in order to ensure an orderly conducting of business, and a clear accounting for decisions made by the Board.

The meetings shall focus on Booster related activities, not athletic policies, coaching decisions, or other non-booster related items.

Annual Meetings

An Annual Meeting shall be held in May at Douglas High School or a designated place. The main order of business at the annual meeting shall be the presentation of the annual report and the election of the board of directors

Article IV **Provisions**

4.01 Dissolution

Upon dissolution of the Douglas Athletic Booster Club, all remaining funds will be given to the Douglas High School Athletic department. The Douglas Athletic Booster Club may be dissolved upon a 2/3 vote of the Board of Directors. If the Board of Directors has not met for more than 1 year, the Athletic Director may dissolve the Boosters at his/her discretion.

THE CORPORATION WILL DISSOLVE IN ACCORDANCE WITH C. 180, SECTION 11, WHICH GIVES THE COURT THE DISCRETION AS TO THE DISTRIBUTION OF ASSETS.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of The Douglas Athletic Booster Club of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Income

All funds received by the Douglas Athletic Booster Club will be deposited and recorded in a designated account by the Treasurer.

The use of all Douglas Athletic Booster Club funds, except those needed to operate the Douglas Athletic Booster Club, shall be limited to direct and indirect support of Douglas High School athletic programs.

Fund raisers must be approved by a 2/3 vote of the Board of Directors present and approved by the Athletic Director.

4.04 Expenditures

All requests for funds should be presented to the Athletic Director or President except for those necessary to operate the Douglas Athletic Booster Club, including Basketball Concession.

The Athletic Director will present appropriate requests of funds to the Board of Directors for approval.

A 2/3 vote of the Board of Directors present is necessary to approve any expenditure except for those necessary to operate the Douglas Athletic Booster Club.

For expenditures of more than \$ 3,000 a 2/3 vote of the Board of Directors in its entirety is necessary to approve any expenditure.

All bills shall be paid only by checks signed by either the President or the Treasurer.

Article V **By-Laws**

5.01 By-Laws

These are the by-laws of the Douglas High School Athletic Booster Club, as put forth herein, were ratified and accepted by the Board of Directors on the 29th day of March, 2013.

Article VI **Incorporated**

6.01 Incorporated

These Articles of Incorporation were filed with the Secretary of the Commonwealth of Massachusetts on March 29, 2013.

Article VII
Corporation

**The information contained in Article VII is not a permanent part of the
Articles of Organization.**

7.01 Corporate Address

The physical address of the corporation is:

Douglas Athletic Booster Club
Douglas High School
33 Davis Street
Douglas, MA 01516

The mailing address of the corporation is:

Douglas Athletic Booster Club
P.O. Box 965
Douglas, MA 01516

7.02 Board of Directors

Ed Eldridge, President-Term expires August 2016
27 Jepherson Drive
Douglas, MA 01516

Lori Cyr, Vice President-Term expires August 2016
1 Wixtead Court
Douglas, MA 01516

Tina Peladeau, Treasurer-Term expires August 2015
7 Perry Street
Douglas, MA 01516

Lisa Brown, Clerk-Term expires August 2016
11 Hilltop Drive
Douglas, MA 01516

Dianne Miller, Director-Term expires August 2016
100 Williams Street
Uxbridge, MA 01569

7.03 Resident Agent

Laura Cordani, Resident Agent
Douglas High School
33 Davis Street
Douglas, MA 01516

7.04 Fiscal Year

The fiscal year of the Douglas Athletic Booster Club shall begin July 1st to June 30th of the following year.

Article VIII **Amendments**

8.01 Amendments

Proposed amendments of the Constitution and Bylaws of the Douglas Athletic Boosters Club shall be presented in writing to the Board of Directors, read at a General Meeting, and voted on at the following general meeting.

This document is a complete an accurate copy of the By-laws of the Douglas High School Athletic Booster Club.

Douglas Athletic Booster Club's Policies

Phone/email voting policy

1. Phone/Email voting may be done in the case of time sensitive deadlines or where a quorum of the Executive Board was not present at the meeting.
2. Phone/Email voting should be done by the President. Every means should be used to contact every Executive Board member.

Student Athlete Recognition

1. Douglas Athletic Booster Club will recognize senior athletes with a plaque at an annual awards event.
2. Douglas Athletic Booster Club will purchase flowers for senior basketball athletes.
3. No other gifts will be funded by the Douglas Athletic Booster Club.