

BYLAWS OF SOUTH HIGH BOOSTER CLUB CORPORATION

ARTICLE I - NAME OF ORGANIZATION

The name of the corporation shall be:

Sheboygan South High Booster Club Corporation
South High School
3128 South 12th Street
Sheboygan, WI 53081

ARTICLE II - PURPOSE

The Corporation is an non-profit corporation organized under the laws of the State of Wisconsin. Its "Articles of Organization" consist of the certificate of incorporation and their by-laws as from time to time amended. In the event of any conflict between the certificate of incorporation and these by-laws, the club shall take prompt action to amend the certificate of incorporation to conform to the provision of these by-laws. The corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of Section (501) (C) (3).

South High Booster Club Mission Statement is: "The South High School Booster Club is a group of caring adults whose mission is to inspire and enrich students by developing leadership through providing financial support to the Sheboygan South High School community."

ARTICLE III - REGISTERED AGENT

The corporation shall maintain in the State of Wisconsin a registered agent whose name and address shall be filed with the Secretary of State.

ARTICLE IV - BASIC POLICIES

The following are the basic policies of this corporation:

- A. The corporation shall be noncommercial, nonsectarian, and nonpartisan.
- B. The name of the corporation or the names of any members in their official capacities shall not be used in connection with any commercial or partisan interest or for any purposes not appropriately related to the promotion of the objectives of the corporation.

C. The corporation shall cooperate with Sheboygan South High School to support the involvement of all extracurricular activities in ways that will not interfere with the administration of the school and shall not seek to control school policies.

D. The corporation may cooperate with other organizations, but persons representing this corporation shall make no binding commitments upon the corporation.

E. Upon the dissolution of the corporation, the Executive Board Members, shall, after paying or making provisions for the payments of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Executive Board Members shall determine. Any Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

F. No substantial part of the activities of the corporation shall be carrying on the propaganda or otherwise attempting to influence legislation and the corporation shall not participate in or intervene (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

G. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) or by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V - MEMBERSHIP

A. Membership in this corporation shall be made available to any adult individual who subscribes to the purposes and basic policies of this corporation without regard to sex, race, color, creed, or national origin.

B. Members are eligible to participate in the general Booster Club meetings and to serve in its elective and appointive positions.

C. Members shall pay yearly membership dues of \$5.00 per person or \$10.00 per family to remain in good standing. Dues may be increased or decreased by a majority vote of both the Executive Board and of the general membership.

D. Each paid member shall be entitled to one vote on each matter submitted to a vote of the members. Voting privileges for **new members** is subject to a **30 day wait period**.

E. As an active member your child will be eligible for the South High booster Club Scholarship. (Active is defined as attending meetings and working events)

ARTICLE VI - MEMBERSHIP MEETINGS

A. At least seven (7) of the regular membership meetings shall be held during the school year, including an annual election meeting and an annual election meeting.

B. Dates of the membership meetings shall be determined by the Executive Board Members.

C. Special meetings may be called by the President or by a majority of the Executive Board Members.

D. An annual membership meeting for the purpose of electing officers shall be held the 2nd Monday in April.

E. An annual membership meeting for the purpose of installing officers shall be held after the election meeting and before the last day of school. At said meeting, newly elected officers shall take over their duties in all matters affecting the next subsequent school year. All annual reports shall be received. The outgoing and the incoming executive committee shall also meet in joint session, at which retiring officers shall transfer all books and papers in their possession and belonging to the corporation to the new officers and advise the new officers as to the status of the affairs of the Association.

F. Ten (10) members in good standing shall constitute a quorum for the transaction of business at any membership meeting.

G. Membership meetings will be held at South High School unless the Executive Board, at its sole discretion, designates another location.

H. Notice of the first regular meeting of the year, the annual meeting, and any special meeting shall be published on the school calendar with appropriate notice. The dates of the remaining meetings shall be announced at the first regular meeting of the year. Any change of date shall require appropriate notice in the same manner as for the first regular meeting of the year.

I. The voting body of the corporation shall consist of the principal and/or assistant principal of Sheboygan South High School and all members in good standing in this corporation, each person entitled to vote on each matter submitted to a vote. Voting by proxy is not permitted.

ARTICLE VII- OFFICERS

A. In General: The officers of the corporation shall consist of a President, Vice-President I, Vice President II, Treasurer, Secretary, and the Principal of Sheboygan South High or his/her designee.

B. Executive Board: The officers of the corporation constitute the Executive Board of the corporation.

C. Elections and Terms: The officers shall be elected at the annual election. Nominations shall be made at the membership meeting immediately prior to the annual election meeting. The executive board may eliminate a nominee for good cause, including but not limited to, non-membership, failure to pay dues, failure to abide by the corporations' policies, or unfitness to serve. The full remaining slate of nominations shall be presented to the membership for vote at the annual election meeting. Officers shall be elected by secret ballot; however, if there is but one nominee for any office, election for that office may be by voice vote. Officers shall assume their official duties at the first meeting in May following their election and shall serve a term of two (2) years or until their successors are elected. A person shall not be eligible to serve more than two (2) consecutive terms in the same office.

D. Duties:

1. **President:** The president shall be the principal executive officer of the corporation and of the Executive Board. The president shall perform duties as may be prescribed in the by-laws, by policy, or assigned to him/her by the corporation or Executive Board. The President shall coordinate the work of the officers and committees of the corporation in order that the corporate objectives may be reached.

2. **Vice President I:** The Vice-President I shall act as an aide to the president, shall perform the duties of the president in the absence or disability of that officer, and shall oversee a committee to perform duties including: ordering and stocking inventory and merchandise for the Indoor Concession Stand, Sign-Up Genius for Booster led events.

3. **The Vice-President II** shall act as an aide to the Vice-President I, and shall oversee a committee(s) to perform duties including: Ordering and stocking inventory and merchandise for the Outdoor Concession Stands during Football, Soccer and Track Seasons and forming a scholarship committee each year and getting information out to parents and students regarding scholarship applications to seniors.

4. **Secretary:** The Secretary shall record the minutes of all membership and Executive Board Meetings, see that all notices are duly given, be custodian of the corporate records and perform other duties from time to time be delegated to him/her.

5. **Treasurer:** The Treasurer shall be the principal accounting and financial officer of the corporation. He/she shall keep an accurate and full account of receipts and expenditures, have charge and custody of all funds and securities of the corporation and be responsible to; make disbursements as authorized by the Executive Board or the corporation--such disbursement

checks to be signed by the Treasurer--and perform all other duties from time to time may be assigned to him/her to include: provide the Booster Club with a financial report on the 2nd Monday of each month at the Booster Club meetings, provide cash bags and keys to the Openers and receive cash bags and keys back from the Closers, file a quarterly sales and use tax ST-12 form with the state of Wisconsin, file a raffle report and renew the raffle license with the state of Wisconsin, to renew the state of Wisconsin seller's permit, and post the current permit in the concession stands, file an annual Wisconsin Nonstock Corporation Report and file an annual 990 report with the IRS. Executive Board to help Treasurer prepare a yearly budget at the last June meeting or prior to the beginning of the 1st meeting in August.

E. **Vacancies:** A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote by the Executive Board, appropriate notice of such election having been given.

ARTICLE VIII -EXECUTIVE BOARD MEETINGS

A. Regular meetings of the Executive Board shall be held during the year, the time to be fixed by the Board at its first meeting of the year. Special meetings of the Executive Board may be called by the President or by a majority of the members of the Executive Board. A majority of the Executive Board shall constitute a quorum at any such meeting. Only members in good standing shall hold office or vote in elections, unless this provision is waived by the Executive Board.

B. Special meetings may be called by the President or by a majority of the Executive Board Members.

ARTICLE IX - COMMITTEES

A. The Executive Board may create committees as it may deem necessary to carry on the work of the corporation. **The power to form committees and appoint their members rests with the Executive Board.**

B. The President can be a member of all committees except the nominating committee. Only members of the corporation shall be eligible to serve in any elective or appointive position.

C. One member of each committee shall be appointed chairman. The chairman of each committee shall present an outline of activities to the Executive Board for approval. No committee work shall be undertaken without the consent of the Executive Board. The term of each chairperson shall be two (2) years or until his/her successor is named.

D. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

ARTICLE X- MISCELLANEOUS

A. **Books and Records:** The corporation shall keep and complete books and records of account and shall keep the minutes of the proceedings and its members, Executive Board, and shall keep records giving the names and addresses of members entitled to vote. All books and records of a corporation may be inspected by any members or his/her attorney for any proper purpose at any reasonable time.

B. **Audit:** The financial accounts of the Booster Club (if needed) will be taken by an independent outside accredited party (a certified public accountant) in the same fiscal year.

C. **Fiscal Year:** The fiscal year of the corporation shall begin July 1.

D. **Dues:** The Executive Board may determine from time to time the membership dues, if any, and annual dues payable to the corporation by the members. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, Executive Board members, or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

ARTICLE XI - AMENDMENTS

A. The by-laws may be amended at any regular meeting of the corporation by a majority vote of the members present and voting, provided that notice of the proposed amendment shall have been given at the previous meeting.

B. A committee may be appointed to submit a revised set of by-laws only by a majority vote at a regular meeting of the corporation or by a majority vote of the Executive Board. The requirements for adoption of a revised set of by-laws shall be the same as in the case of an amendment.

Amended and revised February 9, 2015

PRESIDENT: Laura Champeau
VICE-PRESIDENT I: Tracy Weimann
VICE-PRESIDENT II: Julie Post
SECRETARY: Mary Vorphal
TREASURER: Lisa Priebe