

BYLAWS OF THE
Magnolia High School Swim & Dive Booster Club, Inc.
Magnolia, Texas

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BYLAWS For: MAGNOLIA HIGH SCHOOL SWIM & DIVE BOOSTER CLUB, INC.

ARTICLE I: NAME, ADDRESS AND PURPOSE OF ORGANIZATION

Section 1: Magnolia High School Swim & Dive Booster Club, Inc. (MHSSDBC)
PO BOX 1681 Magnolia, Texas 77353

Section 1.01b Mailing address: The Internal Revenue Service (IRS) recommends that each Booster Club obtain its own post office address to be used for official Booster Club mail. The address should not be an officer's home address, as officers change yearly. If the mailing address for the Booster Club changes, the club immediately needs to notify the school district, Texas Secretary of State, Texas State Comptroller's office, and the IRS. Understand the importance of maintaining a consistent mailing address for the Booster Club avoids losing tax-exempt status, face fines and penalties.

Section 1.02 Purpose: The Magnolia High School Swim & Dive Booster Club (MHSSDBC) is organized and operated for the charitable and educational purposes of promoting and supporting Magnolia High school Swim and Dive program in the Magnolia Independent School District (MISD), Magnolia, Texas. Acting under the guidelines of Parent Booster USA, the University Interscholastic League (UIL), the MHSSDBC will follow all policies of MISD and its athletic department.

ARTICLE II: MEMBERSHIP

Section 2.01: Qualification. All parents, guardians or other persons with a child (or children) enrolled in Magnolia High School's Swim & Dive program who pays the yearly athlete participation fee for that child (or children). In cases of a family with multiple participating children, only one membership vote is granted for the family.

Section 2.02: Right and responsibilities. The members shall have the right and responsibility to attend meetings and events sponsored by the organization, serve on committees and be nominated and elected to office. Voting members shall have the right to vote for the officers, review and approve the annual budget and approve amendments to these bylaws.

Section 2.03: Quorum. Three (3) members must be present at any meeting to constitute a quorum for the transaction of business. In the absence of a quorum, the membership may not take action. In the event that any matter brought before the membership at a meeting at which a quorum is not present shall be discussed and decided by the Executive Board.

Section 2.04 Meetings. There shall be at least one general annual meeting of the membership in month of May at which 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 is determined by the Executive Board or at the request of twenty (20) or more members in writing to the Executive Board.

Regular meetings shall be held on a monthly base from September to August. Board may dispense right of meetings during the month of July.

ARTICLE III Executive Board

Section 3.01 Membership. The Executive Board shall consist of the elected officers of the organization.

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 it 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 to the membership for approval, and in general, conduct the business and activities of the organization.

Section 3.03 Meetings. The Executive Board shall meet monthly to prepare for general membership meetings and to conduct the affairs of the organization.

Section 3.04 Quorum: A quorum of the Executive Board for the conduct of business shall consist of at least three (3) officers in attendance.

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

Section 3.06 Participation in Meeting by Conference Telephone. Members of the Board may participate in a meeting through use of conference telephone or similar communications equipment, so long as all participating members in such a meeting can hear 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 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 and a Treasurer and such additional officers as may be elected by the Executive Board from time to time. Each officer must have a student enrolled in Magnolia High School and part of the current Swim & Dive team class program. Each officer will have voting powers. No current MISD school staff members can hold an elected position on the Executive Board.

Section 4.02 Election. A nomination committee composed of the current President and at least one additional Officer 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 floor. Officers shall be elected at the May meeting of the organization by the members present. Officers shall assume their official duties on June 1 following the election.

Section 4.03 TERM. Officers shall serve a one -year term. Term starts June 1 ends May 31 of following year. Officers may be elected up to four (4) consecutive terms max in the same office. But may be an Officer in multi positions up to 8 years.

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. If the President position becomes vacant, the Vice President will automatically be voted into as President and Vice President position will then become vacant and up for vote (see section 5.02-vice president).

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 at all meetings of the Executive Board and all meetings of the membership. The President has no voting powers except in the event of a tie. The President shall select and appoint the chairpersons of all Standing and Special committees and shall be an ex-officer member of all committees of the organization.

Section 5.02. Vice President(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. If Presidency becomes vacant, the Vice President will assume Presidency. The Vice President shall perform such other duties as are assigned by the President or Executive Board.

Section 5.03. Secretary. The Secretary shall be a member of the Executive Board. The Secretary shall keep the minutes of the proceedings of the membership and the Executive Board, shall see that all notices are duly given in accordance with these BYLAWS, shall be responsible for the publishing of meeting minutes, shall manage and keep volunteer records and in general perform all duties incident to the office of Secretary and such other duties as many be assigned by the President or Executive Board.

Section 5.04. Treasurer. The Treasurer shall be a member of the Executive Board. The Treasurer is the authorized custodian to have oversight of all funds of the organization in accordance with the organization's financial policies. The Treasurer will organize, document, and record all financial activities. The Treasurer will be diligent and conscientious in ensuring all funds are received and spent in accordance with the organization's tax-exempt purpose, BYLAWS and budget. The financial records belong to the organization and must be available to all officers and MISD leadership (as requested).

The Treasurer shall:

- Prepare an annual budget for review and approval by the members.
- Ensure that numbered receipts are provided for cash received by the organization.
- Ensure that all funds are timely deposited in the organization's authorized bank account.
- Ensured that payments and disbursements are authorized by approved budget, or an amendment to the budget.
- Present a written financial report (including income and expenditures and comparing the budgeted amount to actual year to date amounts), at each Annual General Membership meeting of the membership and at other times as requested by the Executive Board.
- Annual financial review or audit, as appropriate based on budget size, is conducted and presented to the Executive Board, General Membership, and other stakeholders.
- Maintain financial records (including financial reports, checkbooks, bank statements, deposit slips, cash tally sheets, documentation regarding transactions, IRS form 990 documents etc. and turn all over to the new Treasurer.
- Pay yearly taxes, and all operational cost of organization on a timely manner.

Section 5.05 Coaches and Athletic directors: Under the University Interscholastic League (UIL) guidelines, the following duties are associated with the role of Coaches and Athletic Directors:

- Be sure your Booster club wish list has been approved by your supervisor before it goes to the Booster club.
- Work with your administration to determine what your club can provide for your team.
- Make sure your request to the club benefits as many students as possible.
- Attend the Booster Club meetings and know what the club is doing to support your team.

- Understand that your advisory role to the Booster Club is without a VOTE.
- Support other programs within you district.
- Meet with parents regularly and make them aware of relevant rules.
- Involve your staff with the Booster Club. Let the Booster Club know who your staff is and what duties they perform.

ARTICLE VI – FINANCES

Section 6.0 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 membership.

Section 6.01B Fundraising. All Fundraising checks or cash will be received/ acknowledged by two (2) Officers signatures. All fundraising checks or cash will be turned over to Treasurer immediately, which then the Treasurer will deposit directly into organization's bank account. The exact same amount received must be deposited. After money is deposited, it will be disbursed accordingly to the needs of the budget of organization. No fundraising money will be deposited directly into Magnolia Independent School District (MISD) accounts, and nor cash payout to individuals upon receiving such fundraising money before fundraising money is deposited into Booster club organizations bank account.

Any and all gift cards given to organization as a direct result of fundraising will be handed over to the Treasurer and immediately recorded as income. Treasurer will invoice it as income with two (2) Officers signature on receipt of transferring into Treasurer possession.

Section 6.01C – Funding for Varsity Swim Team Athletic Performance Program

The Booster Club authorizes funding for the Varsity Swim Team athletic performance training program provided by Performance Course.

This training is scheduled in the mornings and is available exclusively to Varsity team members due to school schedule constraints. The expenditure is considered a team-wide program expense intended to enhance the overall development, safety, and competitive readiness of the Varsity Swim Team.

Funds will not be directed to or used for the personal benefit of any individual athlete. All payments will be made directly to the approved service provider, and supporting documentation including invoices, receipts, and related correspondence will be maintained in the Booster Club's official financial records in accordance with UIL and district Booster Club guidelines.

Section 6.02 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.

Section 6.03 Loans. No Loans of any kind shall be made by this organization to it officers or members or school employees or school district. Or on behalf of the MHS Swim and Dive team. No evidences of indebtedness shall be issued in its name unless authorized by resolution of the Executive Board.

Section 6.04 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, except that checks of \$250 or more must have the signature of at least two (2) officers, such as the Treasurer and the President. Checks shall bear notice of this requirement above the signatures for checks in the amount of \$250 or more.

Section 6.05 Banking. The parent Booster Club Bank account shall be held in the name of this organization only with the organizations EIN only. No personal social security numbers or district EIN number should be used to set up a bank account under this organization's name and linked to no individual's banking account. Organization's bank account must have only the current President, Vice President and Treasurer as authorized signees on accountant. The Treasurer shall ensure that all funds of the organization are timely deposited to the credit of the organization in such banks or other depositories as determined by the Executive Board. All deposits and disbursements shall be documented by a receipt, an invoice or other written documentation. Sequentially numbered receipts shall be provided, with a copy kept, whenever cash is turned over or collected. All deposits and/or disbursements shall be made as soon as practicable upon receipt of the funds, normally daily, immediately after received and counted.

Section 6.05B DEBIT OR CREDIT CARDS. If debit or credit cards are established in the name of the organization, a policy approved by the Executive Board shall be developed and used that includes a list of the authorized users, daily/monthly/annual spending limits and review and oversight provisions. No personal charging on the card by the authorized users shall be allowed.

Section 6.06 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:

- All expenses must be approved by the membership by the way of approval of an annual budget, or amendments thereto, or be approved by separate resolution of the Executive Board;
- Checks exceeding \$250 must be endorsed by at least two officers authorized by resolution of the Executive Board, and MISD shall include above the signature line a notice to this equipment.

An Officer or other person without check signing authority designated by the Executive Board shall review and reconcile all bank accountants' statements on a monthly basis and a committee of at least two persons without check signing authority shall annually audit all organizations finances or hire and supervise an outside accountant or auditing firm to conduct a review of organization's financial records.

This organization is a Non-profit Pr501 (c) 3JRS codes. No member shall have any legal ownership in any of it funds/property. In event of dissolution of accessories, any funds, property remaining turned over to Magnolia Independent School District.

Section 6.07 Financial Report- The Treasurer shall present a financial at each membership meeting of the organization and prepare a final report at the close of each year in accordance with the organization's financial policies. The Executive Board shall have the report and the accountants 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 audit committee shall consist of two or more Board or voting members of the organization who are not involved in the routine handling of the organization's finances, including not having signatures authority on bank account, or approval authority over disbursements. If the organization grosses over \$100,000.00 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 gross receipts equal or exceeds \$250,000.00.

Section 6.08 FISCAL YEAR. THE FISCAL YEAR OF THE ORGANIZATION SHALL BE FROM JUNE 1 TO MAY 31 BUT MAY BE CHANGED BY RESOLUTION OF THE EXECUTIVE BOARD. FOR TAX PURPOSES, THE FISCAL YEAR-END ALIGNS WITH PARENT BOOSTER USA (I.E., FEBRUARY 1 TO JANUARY 31).

Section 6.09. Financial Record Retention. All records of the organization shall be maintained and destroyed in accordance with law, and standard record retention guidelines. Financial records shall be maintained as follows:

RECORD TYPE: Year-end Treasurer's financial report/statement, annual Internal Financial Review Reports, IRS Form 990s Storage: store in corporate record book, binder or cloud-based software. Period time: at least seven (7) years consider keeping permanently.

RECORD TYPE: **Bank statements, canceled checks, check registers, invoices, receipts, cash tally sheets**, investment statements, and related documents. Compile & file records on a yearly basis. Storage: store in binder or cloud-based software. Period of time: Seven (7) years with financial records. Destroy after seven years.

RECORD TYPE: **Treasurer's reports (monthly) compile & file records on yearly basis**. Storage: store in a binder or cloud-based software. Period time: Three (3) years with financial records. Destroy after three years.

ARTICLE VII- CONFLICT OF INTEREST

Section 7.01 Existence of Conflict, Disclosure. Officers or contractors of said organization 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 said organization. A conflict of interest may exist when the direct, personal, financial or other interest(s) of any officer or contractor or member competes or appears to compete with the interests of this organization. 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 possible conflict.

Section 7.02 NON-Participation 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 7.03 Minutes of Meeting. The minutes of the meeting of the Board shall reflect that the conflict was disclosed, the interested person was not present during the final discussion or vote and did not vote on the matter.

Section 7.04 Annual Review. A copy of this conflict of interest statement shall be furnished to each officer or contractor(s) who is presently serving the organization who hereafter becomes associated with the organization. This policy shall be reviewed annually for information and guidance of officers (current and newly appointed) and contractors shall be advised of the policy upon undertaking the duties of their office/ stated contract.

ARTICLE VIII- INDEMMIFICATION

Every member of the Executive Board 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 in connection with any threaten, pending or completed action, suit or proceedings to which she/he may become involved by reason or 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 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 members of the Executive Board is entitled.

ARTICLE IX- AMENDMENTS

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

Date signed into Law: _____

Executive Board:

President: _____

Treasurer: _____

V-President: _____

Secretary: _____