

**BY-LAWS  
OF THE ALTOONA HIGH SCHOOL ATHLETIC  
BOOSTER CLUB**

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# BY-LAWS OF THE ALTOONA HIGH SCHOOL ATHLETIC BOOSTER CLUB

## ARTICLE I – Name, Purpose and Objectives

**Section 1.01 Name.** The name of this organization shall be the Altoona High School Athletic Booster Club, commonly known as Altoona Booster Club, hereafter referred to as the “Club.”

**Section 1.02 Purpose.** The purpose of the Club is to promote athletics at Altoona High School in an atmosphere that is consistent with the educational philosophy of the school community.

**Section 1.03 Objectives.** The objectives of the Club are as follows:

- (a) Develop an organization with an active and involved membership that is concerned with the total athletic program and all of its participants regardless of gender, race, socio-economic status or chosen sports activity.
- (b) Promote school spirit and sportsmanship and encourage attendance at all Altoona athletic events.
- (c) Encourage and support the academic endeavors of Altoona’s student athletes.
- (d) Provide supplementary financial support for the various athletic activities at Altoona.
- (e) Provide supplementary financial support for the future of the various athletic activities at Altoona in the form of a Scholarship Award.
- (f) Aid the staff in organizing and staging special fundraising events and projects to support the Club.
- (g) Aid and support the High School in the areas of sports promotion, publicity, and program development.

**Section 1.04 Non-Profit Status.** Notwithstanding any other provisions of these By-Laws, the Club shall carry out activities permitted by an organization 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 by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue code of 1954 or the corresponding provisions of any future United States Internal Revenue Law.

## ARTICLE II – Membership and Fees

**Section 2.01 Membership.** There shall be one class of membership in the Club; the adult members of any household who have paid a current membership fee or have a lifetime membership.

**Section 2.02 Membership Fee.** A membership fee, established by the Executive Board, shall accompany each application for membership and shall become the property of the Club.

**Section 2.03 Members Right to Privacy.** Any personal information gathered or requested by the Club is for the sole use of the Club and will not be made available to any other organization.

## **ARTICLE III – Officers**

**Section 3.01 Officers.** The officers shall consist of the President, Vice-President, Secretary, and Treasurer. There shall also be elected at-large members whose responsibilities are described in Article V, and one chairperson of each Standing Committee.

- (a) Election. The officers and the at-large members shall be elected by a majority of the voting membership present at the final General Membership Meeting. All elected officers, at-large and standing committee chairs must be current members of the Club.
- (b) Nominations. The President, with concurrence of the Executive Board, shall present a slate of nominees (who have agreed to serve) for positions of officers and at large members with reasonable notice prior to the Annual Business Meeting. Additional candidates may be nominated from the floor at the Annual Business Meeting.
- (c) Terms of office. A term is one fiscal year, July 1 through June 30. An individual may not serve in the same elective capacity four consecutive terms, with the exception of Treasurer, which is for no more than six consecutive terms.
- (d) Vacancy. The President, with the approval of the Executive board, shall appoint any officer vacancy, other than the Presidency. A vacancy in the office of the President shall be filled by a majority vote of the Executive Board at their first meeting after the vacancy occurs.

### **Section 3.02 Duties of Officers.**

- (a) President. The President shall:
  - 1) Preside at all meetings;
  - 2) Appoint standing committee chairpersons with the concurrence of the Executive board;
  - 3) Appoint and/or dissolve all other committees as required;
  - 4) Serve as ex-officio member of all committees;
  - 5) Serve as primary spokesperson for the Club, except as otherwise specified;
  - 6) Direct goals and budget performance;
  - 7) Have an official signature card on file with the bank utilized to manage the funds of the Club and have electronic access to said accounts.
- (b) Vice President. The Vice President shall perform all the duties of the President in his/her absence and shall be responsible for an annual review of the By-Laws, recommending revisions as deemed appropriate.
- (c) Secretary. The Secretary shall keep a record of all the proceedings of the General Membership Meetings of the Club. All minutes shall be kept in a regular bound Secretary's Book. A record of the decisions of the executive Board shall be kept in a separate bound Secretary's Book. A summary of the decisions made in these Meetings should go out to the general membership each month.
- (d) Treasurer. The Treasurer shall:
  - 1) Maintain a complete set of books of account in accordance with generally accepted accounting principles and practices;
  - 2) Make disbursements from the general fund, and shall pay expenses approved by the Executive Board and shall secure proper vouchers thereof;
  - 3) Report the amount of money available in the general fund and encumbered funds at each monthly General Membership Meeting. The monthly financial reports shall include an accurate representation of Club funds;
  - 4) Have an official signature card on file with the bank utilized to manage the funds of the Club and have electronic access to said accounts.

## **ARTICLE IV – Conflict of Interest**

**Section 4.01** Whenever a director or officer has a financial or personal interest in any matter coming before the board of directors, the affected person shall:

- (a) fully disclose the nature of the interest and:
- (b) withdraw from discussion, lobbying, and voting on the matter. Any transaction of vote involving a potential conflict of interest shall be approved only when a majority of disinterested directors determine that it is in the best interest of the corporation to do so. The minutes of meetings, which such votes are taken, shall record such disclosure, abstention and rationale for approval.

## **ARTICLE V – Executive Board**

**Section 5.01** The Board shall be responsible to act on behalf of the Club in the management of the business affairs of the organization, except for matters decided by a vote in the General Membership Meetings. The Executive Board shall consist of:

- (a) President
- (b) Vice-President
- (c) Secretary
- (d) Treasurer
- (e) Elected At-large Members
- (f) Athletic Director of Altoona High School
- (g) One Chairperson of each Standing Committee as defined in Article VII.

**Section 5.02** The Executive Board shall:

- (a) Approve the expenditure of all general funds up to \$1000 per request. Any expenditure of general funds above \$1000 shall require an advance approval vote by the Executive Board and then be presented at a General Membership Meeting for approval.
- (b) Approve the President's creation and dissolution of all necessary Committees and Chairpersons.
- (c) Set the time and date of General Membership Meetings and give members timely notification;
- (d) Approve goals and budget targets annually; and
- (e) Review the annual budget, monthly financial reports, and monthly financial statements issued by the bank utilized to manage the funds of the Club (including other official bank records for team accounts utilizing the 501(c)(3) status of the Club) at a minimum, every three months. Bank issued financial statements shall be provided to all Executive Board Members at said meetings by the Treasurer.

**Section 5.03** If action on behalf of the Club is necessary before it is reasonable to convene the General Membership Meeting, the President shall take such action based on the majority vote of the Executive Board, comprised of the five officers, the at large members, one chairperson of each Standing Committee, and the Athletic Director. A report of the action taken shall be made at the next General Membership Meeting.

## **ARTICLE VI – Indemnification**

### **Section 6.01 Mandatory Indemnification.**

- (a) To the fullest extent permitted by Chapter 181 of the Wisconsin Statutes, as the same presently exists or may hereafter be amended, a volunteer officer of the Altoona High School Booster Club shall not be personally liable to the Altoona High School Booster Club for monetary damages for breach of the officer's fiduciary duty. However, this provision does not eliminate or limit the liability of an officer for any of the following:
- 1) A breach of the officer's duty of loyalty to the Altoona High School Booster Club;
  - 2) Acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of the law;
  - 3) A violation of state laws governing transactions. Namely,;
  - 4) A transaction from which the officer derived an improper personal benefit;
  - 5) An act or omission occurring before the date that this Article becomes effective in accordance with the pertinent provisions of Wisconsin State Law;
  - 6) An act or omission that is grossly negligent. Any volunteer officer of the Altoona High School Booster Club shall only be personally liable for monetary damages for a breach of fiduciary duty as an officer to the Altoona High School Booster Club to the extent set forth in this Section A.
- (b) To the fullest extent permitted under Wisconsin State Law, as the same presently exists or may hereafter be amended, the Altoona High School Booster Club assumes all liability to any person other than the Altoona High School Booster Club, for all acts or omissions of a volunteer officer occurring on or after the date this article becomes effective in accordance with the pertinent provisions of Wisconsin State Law, incurred in the good faith performance of the volunteer officer's duties as such. A claim for monetary damages for a breach of a volunteer officer's duty to any person other than the Altoona High School Booster Club, shall not be brought or maintained against a volunteer officer; but such a claim shall be brought or maintained instead against the Altoona High School Booster Club, which shall be liable for the breach of the volunteer officer's duty. The term "volunteer officer" shall have the same definition as the term "volunteer director" set forth in Wisconsin Stat Law, as the same presently exists or may hereafter be amended.
- (c) Any repeal, amendment or other modification of this Article shall not adversely affect any right of protection of an officer of the Altoona High School Booster Club existing at the time of such repeal, amendment, or other modification. If amended, after this Article becomes effective, then the liability of officers shall be eliminated or limited to the fullest extent permitted by as so amended.

## **ARTICLE VII – Standing Committees**

**Section 7.01 Standing Committees.** Standing Committees are those required to function throughout the year. Chairpersons shall be appointed by the President, subject to the approval of the Executive Board. Standing Committees and their primary functions follow. Note: No individual has the authority to use or remove any funds from any Club checking or saving account for investment purposes or otherwise, unless directed and approved by the Executive Board majority.

**Section 7.02 Membership Committee.** The Membership Committee shall maintain a complete and current list of all annual and lifetime members, collect dues, and produce the team fund report following each sport's season. The report will be shared with the Club's General Membership and the Club Treasurer who will distribute the funds. Further, the Membership Committee shall conduct ongoing efforts to recruit new members.

**Section 7.03 Concessions Committee.** The concessions Committee shall be responsible for the management of all concessions using the indoor, outdoor or off-site facilities. The Concessions Committee shall:

- (a) Recruit and schedule parent volunteers (representing the various sports teams) to manage the concession for specific events;
- (b) Acquire all provisions required for the concession stands;
- (c) Recommend to the Executive Board the allocation of profits in accordance with the participation of volunteer help.

**Section 7.04 Standing Committee Chairpersons** shall recruit as many members as necessary to accomplish the responsibility of the Committee. The Chairperson shall also keep a historical file of the year's proceedings, financial records, vendor contacts, etc., for turnover to his/her successor. At the end of each fiscal year, these committee records should be turned over to the Committee Chairperson successor.

## **ARTICLE VIII – Team Representatives**

**Section 8.01** Each team shall have the head coach and/or a team representative present at each General Membership Meeting.

**Section 8.02** Team Representatives shall review the monthly financial report issued by the Treasurer. Any points requiring clarification should be raised as soon as possible or within a reasonable timeframe with the Executive Board and/or the Team Coach/Parents.

**Section 8.03** Teams are responsible to contribute to projects and fundraising activities as called upon.

**Section 8.04** For voting purposes, on matters for which it is appropriate to ensure equal representation for each team sport, the following rules apply:

- (a) Only the team representative, alternate or team coach may vote.
- (b) Team representatives can represent no more than two teams and have no more than two votes.
- (c) No proxy votes will be accepted.

## **ARTICLE IX – Meetings**

**Section 9.01 Annual Business Meeting.** The Annual Business Meeting of the Club shall be held at the May General Membership Meeting unless otherwise specified by the Executive Board. Any change to the Annual Business meeting date, time or location shall be announced a minimum of two weeks in advance of the proposed change.

**Section 9.02 General Membership Meetings.** General Membership meetings shall be held monthly unless otherwise specified by the Executive Board and reasonable notice is provided to the General Membership. Meetings shall be open to all interested persons.

**Section 9.03 Executive Board Meetings.** Executive Board Meetings shall be held monthly unless otherwise specified by the Executive Board. A summary of the decisions reached and Executive Board members present at each meeting should be distributed to all Executive Board members and Team Representatives within a reasonable timeframe following the meeting and before the next General Meeting.

**Section 9.04 General Meeting Voting.** All members who have paid a membership fee may vote, except on matters for which it is appropriate to ensure equal representation for each sport team. In these cases, only Team Representatives for each sport may vote.

**Section 9.05 Quorum.** A quorum for the transaction of business at the Annual Business Meeting and at General Membership Meetings shall be five percent (5%) of the families with a current paid membership. A quorum for Executive Board Meetings shall be two-thirds (2/3) of the Board members. In all voting instances, majority rules for those present.

**Section 9.06 Robert's Rules of Order.** Robert's Rules of Order, the latest edition, shall be recognized as the authority governing the meetings of the Club, its Executive Board, and its Committees.

## **ARTICLE X – Finances**

**Section 10.01** All monies received by the Club for any purpose shall be deposited to the credit of the Club in a financial institution or institutions selected by resolution of the Executive Board.

**Section 10.02** Funds raised by the Club that have a specific advertised purpose, shall be deposited (and separately tracked) in the Club's general fund to ensure that it is disbursed for the advertised purpose and to safeguard the integrity of the Club and the School. No vote is required by the general membership unless the advertised purpose has been altered or changed since the project's inception. Funds raised by an organization outside of the Club, but whose funds are directed to the Club for financial record keeping, also require the same club procedures for disbursement.

**Section 10.03** Funds raised by any of the Club fundraising programs can only be directed to an approved Altoona athlete or team. All requests to direct money elsewhere must have prior approval of the Executive Board.

**Section 10.04** Any interest generated by the investment of the Club's general funds, in an approved financial institution, will be deposited into the Club's general fund.



## **ARTICLE XI – Amendment of these By-Laws**

**Section 11.01** Amendments to these By-Laws are to be submitted in writing at a regular Executive Board Meeting prior to the Annual Business meeting. Notice of the amendments shall be publicized by direct mail or e-mail to the membership at least two weeks prior to the Annual Business Meeting.

**Section 11.02** Amendments may be adopted at the Annual Business Meeting by a 2/3 majority of those Club members voting, a quorum being present.

## **ARTICLE XII – Dissolution of Club**

**Section 12.01** Dissolution of the Club entity: Should the Athletic Booster Club cease to operate as a legal entity, all of the Club assets and cash will be distributed equally to all active athletic teams and clubs. Distribution to the teams will be calculated in the following manner; the total sum of the Club's ending cash balance, including assets converted to cash, divided by the total of all Altoona athletes participating in the previous three sports seasons as determined by ending varsity, junior varsity and freshman rosters prior to the Club's dissolution. Example: \$50,000 available divided by 750 athletes participating in the three prior sports seasons equals \$66.66 given to each team based upon their athlete roster totals. Once distributed, the funds can be used at the discretion of the team's Head Coach and/or duly authorized designate.