

BYLAWS  
HIGHLINE HIGH SCHOOL BOOSTER CLUB

Article 1. ORGANIZATION

The name of this organization shall be "the Highline High School Booster Club" and shall be referred to in following articles as "the Booster Club"

This organization is a non-profit organization organized under Section 170 (c) 2 of the Internal Revenue Service, and as such is exempt from state franchise or income tax.

This organization 501 (c) 3 status with the State of Washington and its tax ID # is

Article 2. PURPOSE

The purpose of the Booster Club shall be to raise funds to support student and teacher needs at Highline High School. Areas of support include but are not limited to: athletics, clubs, activities, scholarships, and staff appreciation.

The Booster Club shall solicit and receive all donations and gifts to provide for the above purpose.

Article 3. OFFICE

The principal office of the corporation shall be located at its principal place of business or such other place as the Board of Directors ("Board") may designate.

ARTICLE 4. MEMBERS

Any person over the age of 18 years is eligible for membership in this corporation. Upon payment of the specified membership fee, the member will be considered to be a member in good standing and will be eligible to vote at general meetings.

ARTICLE 5. BOARD OF DIRECTORS

General Powers and Number

The affairs of the corporation shall be managed by a Board of Directors.

There shall be up to ten Board of Directors composed of the following four officers:

President, Vice-President, Secretary and Treasurer. A member of the Board of Directors shall be appointed from Highline High School staff by the high school principal and the Board of Directors may also include up to five Members at Large

Qualifications

Directors shall have such qualifications as the Board may prescribe by resolution or amendment to these Bylaws. A Director must be a member in good standing of the Booster Club.

Election of Directors

Directors shall be elected at the General Meeting in May of each year. A nominating committee shall be appointed by the Board prior to the April meeting of the corporation and shall select and submit the names of one or more members for nomination to each of

the Director positions. The election of Directors shall be by a simple majority of members present and by secret ballot.

#### Initial Directors

The initial Directors named in the Articles of Incorporation shall serve until the first annual meeting of the Board.

#### Successor Directors

Successor Directors shall be elected at the annual meeting of the Board

#### Terms of Office

Unless a Director dies, resigns or is removed, he or she shall hold office for a term of one year or until his or her successor is elected, whichever is later.

#### Annual Meeting

The annual meeting of the Board shall be held in May in each year for the purposes of electing directors and officers and transacting such business as may properly come before the meeting.-

#### Regular Meetings

The Board will meet at least five times per school year on specific dates determined by the group. Target meeting months will be August, October, January, March and May.

#### Special Meetings

Special meetings of the Board or any committee designated and appointed by the Board may be called by either seven calendar days' notice by telephone and/or email, or announcement at any regular meeting.

#### Meetings by Telephone

Members of the Board or any committee designated by the Board may participate in a meeting of such Board or committee by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time.

#### Place of Meetings

All meetings shall be held at the principal office of the corporation or at such other place within or without the State of Washington designated by the Board, by any persons entitled to call a meeting or by a waiver of notice signed by all Directors.

#### Waiver of Notice

Whenever any notice is required to be given to any Director, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

#### Quorum

Three of the number of Directors in office shall constitute a quorum for the transaction of business at any Board meeting. If a quorum is not present at a meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

### Action by Board Without a Meeting

Any action which could be taken at a meeting of the Board may be taken without a meeting if a written consent setting forth the action so taken is signed by each of the Directors. Such written consents may be signed in two or more counterparts, each of which shall be deemed an original and all of which, taken together, shall constitute one and the same document. Any such written consent shall be inserted in the minute book as if it were the minutes of a Board meeting.

### Resignation

Any Director may resign at any time by delivering written notice to the President or the Secretary at the registered office of the corporation, or by giving oral or written notice at any meeting of the Directors. Any such resignation shall take effect at the time specified therein, or if the time is not specified, upon delivery thereof and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

### Removal

At a meeting of the Board called expressly for that purpose, one or more Directors may be removed from office, with or without cause, by two-thirds of the votes cast by Directors then in office.

### Vacancies

A vacancy in the position of Director may be filled by the affirmative vote of a majority of the remaining Directors though less than a quorum of the Board. A Director who fills a vacancy shall serve for the unexpired term of his or her predecessor in office.

### Board Committees

Board committees can be appointed by the Board of Directors when necessary and appropriate.

### Compensation

The Directors shall receive no compensation for their service as Directors and no income shall inure to the benefit of any member, but a Director may receive reimbursement for expenditures incurred on behalf of the corporation. No committee or member of this corporation shall directly or indirectly obligate the corporation for any corporation expenditure without authorization by vote of the members or by the Board, and then only for such funds that are available in the treasury.

## ARTICLE 5 DIRECTOR RESPONSIBILITIES

### President

The President shall preside over meetings of the Board. The President shall perform all duties incident to the office of President and such other duties as are assigned to him or her by the Board from time to time.

### Vice President

The Vice President shall perform the duties of the President, except as may be limited by resolution of the Board, with all the powers of and subject to all the restrictions upon the President. Vice President shall perform such other duties as from time to time may be assigned by the President or the Board.

## Secretary

The Secretary shall: (a) keep the minutes of meetings of the Board and committees, (b) see that all notices are duly given in accordance with the Bylaws or as required by law; (c) be custodian of the corporate records of the corporation; (d) in general perform all duties as from time to time may be assigned to him or her by the President or the Board.

## Treasurer

The Treasurer shall be the custodian of all funds of the corporation except such funds that are specifically designated otherwise. If requested by the Board, the Treasurer shall give a bond for the faithful discharge of his or her duties in such amount as the Board may determine. The Treasurer shall deposit all such moneys in the name of the corporation in a depository bank as designated by the Board. All expenditures over \$100 from the general fund shall be approved by the Board before payment with expenditures less than \$100.00 to be paid at the discretion of the treasurer and brought before the Board at the next regular meeting. The Treasurer shall file with the Secretary at each regular Board meeting an itemized statement of receipts and expenditures for the preceding month.

## ARTICLE 6. ADMINISTRATIVE PROVISIONS

### Books and Records

The corporation shall keep at its principal or registered office copies of its current Articles of Incorporation and Bylaws; correct and adequate records of accounts and finances; minutes of the proceedings of the Board, and any minutes which may be maintained by committees of the Board; records of the name and address of each Director, and each officer; and such other records as may be necessary or advisable.

### Fiscal Year

The fiscal year of the corporation shall be July 1 through June 30.

### Rules of Procedure

The rules of procedure at meetings of the Board and committees of the Board shall be rules contained in Roberts' Rules of Order on Parliamentary Procedure when not inconsistent with these Bylaws, the Articles of Incorporation or any resolution of the Board.

## ARTICLE 7. FUNDRAISING PROCEDURES

### Purpose

All fundraising activities will be to support and promote the purpose of the Booster Club. The corporation will give fair and equitable consideration to all requests and needs.

### Accounting

All fundraising activities and projects must be approved by the Board as well as comply with the guidelines and procedures established by the general membership. The Board shall establish a separate account for each group or entity that undergoes its own fundraising activities, and shall provide a written report of each account upon request.

### Allocation of Funds

The Board will accept requests for funds in support of any are of support outlined in its purpose. Requests for funds must be submitted in writing to a Director or the Board, which will then be read by the President or presiding officer at the first regular meeting after the request is received. A representative of the organization submitting the request must be available to attend the next regular Board meeting to provide additional information as required. The Board may put into place any guidelines or procedures to help them make responsible funding decisions.

ARTICLE 8.           AMENDMENTS

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by the vote of a majority of the number of Directors in office.

Secretary,

Gina Rowlee