

# WILDCAT BOOSTER CLUB BYLAWS

## Adopted 10/7/2013

### Article I NAME

The name of this organization shall be the Wildcat Booster Club. It shall be a public charity under the IRS section 501c3. It is incorporated under the laws of the state of Illinois as a not-for-profit corporation. Its address shall be P.O. Box 154 – West Chicago, Illinois 60186. The fiscal year shall begin on July 1<sup>st</sup> and end June 30<sup>th</sup>. The membership year and fiscal year are the same.

### Article II PURPOSE

This corporation is formed exclusively for charitable and educational purposes, as specified in section 501(c)(3) of the Internal Revenue Code, and exists to promote unity, camaraderie, sportsmanship, and encourage school and community spirit for Community High School District 94 extracurricular activities, and shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3).

### Article III EXECUTIVE BOARD OF DIRECTORS

- A. The executive board of directors shall consist of the elected executive officers of the organization and the immediate past president. The executive officers shall consist of a president, vice-president, secretary and treasurer. All officers must be dues paying members.
- B. Any office may be shared by more than one individual with the duties and responsibilities set forth in these bylaws allocated between such individuals as they deem appropriate; however, the number of directors may never be less than three or more than seven. Each officer is entitled to one vote with the exception of President (Per "Executive Officer Responsibilities below, the President shall vote only in cases of a tie. In the case of "co-Presidents," both co-officers must come to an agreement to cast the tie breaking vote.)
- C. 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.
- D. The Executive Board shall meet as needed to prepare for general membership meetings and to conduct the affairs of the organization. A quorum of the Executive Board for the conduct of business shall consist of at least 2/3 of the directors present in person, written proxy submitted to the President, or by telecommunication.
- E. If an executive officer other than the president resigns for any reason, the remaining board of directors shall appoint a replacement. If the president resigns, the vice-president shall replace the president for the remainder of the president's term, and an appointment will be made to fulfill the vice president's duties for the remainder of the term.
- F. Executive Board members shall serve without compensation with the exception that expenses incurred in the furtherance of the organization's business are allowed to be reimbursed with documentation in accordance with the organization's financial policies and prior approval.

#### Article IV MEMBERSHIP

- A. All parents, faculty and staff of District 94, and other community members that reside within the school District 94 boundaries served by this organization who are over 18 years of age are eligible to register as members at large.
- B. Members at large 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.
- C. Voting Members that pay the annual dues so designated for the current fiscal year and that have attended at least 2 of the previous monthly meetings of this organization during the preceding 12 months are entitled to vote for officers and to vote for any matters brought to membership vote at the organization's monthly meetings including but not limited to annual budgets and grant requests.
- D. A membership can be listed as an individual, family or members of the same household; however, there is only one vote per paid membership.
- E. Dues and membership levels will be determined annually at the May or June regular meeting for the following fiscal year.

#### Article V MEETINGS

- A. Regular meetings of the membership will be held monthly from August through the following June. Notice of regular meetings is satisfied by listing the location, date, and time on the school calendar at least 5 days prior to the meeting.
- B. Special meetings can be called by at least two officers provided that notice of the purpose, date, time and location is given to all members in writing, by telephone, by email, in person or at a regular monthly meeting of the membership at least 5 days prior to the special meeting. In the case of a removal of one or more directors, a merger, consolidation, dissolution or sale, lease or exchange of assets notice must not be less than 20 days.
- C. The members present at any membership meeting of the organization, provided at least 2/3 of the Executive Board is present, shall constitute a quorum for the transaction of business.
- D. The May or June regular membership meeting shall also constitute the Annual Meeting for purposes of officer elections and determining the membership dues for the following fiscal year.

#### Article VI ELECTIONS

- A. A Nominating Committee shall be appointed by the Executive Officers at the February regular meeting. This committee will return to the March and April regular meetings with their choice of candidates for each office.
- B. At the April regular meeting, the President shall take nominations from the Nominating Committee to create a ticket of executive officers to be voted upon at the May or June Annual Meeting. The ticket shall be published to the membership via email prior to the election. Further nominations may be made from the floor at the election; however, only those who have consented to serve to the nominating committee or to at least one officer shall be eligible for nomination.
- C. Candidates receiving a majority of votes cast shall be duly elected to the offices for which they were nominated. New officers will transition with the assistance of existing officers until June 30 at which time the new officers will take over their duties.
- D. Executive Officer term is for one fiscal year.
- E. No proxy voting allowed for the election of officers.

## Article VII EXECUTIVE OFFICER RESPONSIBILITIES

- A. 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 shall vote only in the case of a tie in a vote of the Executive Board or the membership. The President shall select and appoint the chairpersons of all Standing and Special Committees and shall be an ex-officio member of all committees of the organization. The President shall be in possession of the organization's permanent record files. The President is also responsible for ensuring that all required filings are made with the State of Illinois to keep the organization's not for profit corporate status in good standing and with the Internal Revenue Service to keep the organization's 501(c)(3) tax exempt public charity status in good standing.
- B. Vice President - 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. The Vice-President shall perform such other duties as are assigned by the President or the Executive Board. The Vice-President shall assist the board in obtaining Officers' and directors' liability insurance as the Board deems necessary. The Vice President is responsible for checking the post office box and the Wildcat Booster Club mailbox located in the District 94 administrative offices and distributing the mail accordingly. The Vice President is also responsible for maintaining a registered agent/office and filing the appropriate Form NFP 105.10 and for filing any amendments to the Articles of Incorporation on the appropriate Form NFP 110.30; the Vice President is also responsible for renewing the Illinois Sales Tax Exemption every 5 years or as requested by the State of Illinois.
- C. 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 manage and keep an accurate tally of the volunteer records and, in general, perform all duties incident to the office of Secretary and such other duties as may be assigned by the President or the Executive Board. The Secretary shall be in possession of all minutes of regular and board meetings as part of the organizations permanent records.
- D. Treasurer. The Treasurer shall be a member of the Executive Board. The Treasurer shall have charge of and be responsible for all funds of the organization in accordance with the organization's financial policies including ensuring that all cash receipt and disbursement policies are followed by members; making timely payments for properly approved expenses; making timely deposits of all cash receipts; properly closing the monthly financial system; preparing monthly bank reconciliations; and the preparation of monthly financial statements for reporting at the organization's monthly meetings. The treasurer shall also be responsible for filing the appropriate Illinois Form 990 annually with the Illinois Attorney General; the Domestic/Foreign Corporation Annual Report with the Illinois Secretary of State; and the appropriate Federal Form 990 with the Internal Revenue Service. If our organization pays an independent contractor \$600 or more in any calendar year, the treasurer is also responsible for issuing the appropriate Form 1099-Misc to the contractor and to the Internal Revenue Service.

#### Article VIII FINANCES

- A. The Executive Board shall present to the membership at the first regular meeting of the fiscal year 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.
- B. 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.
- C. No loans shall be made by the organization to its officers or members.
- D. All disbursements must be completed by check and checks will only be issued upon receipt of a vendor invoice or detailed receipts attached to the approved reimbursement form. 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 \$1,000 or more must be approved by the Executive Board prior to issuance.
- E. The Treasurer shall deposit all funds of the organization to the credit of the organization in such banks, trust companies or other depositories as the Executive Board may select and shall make such disbursements as authorized by the Executive Board in accordance with the budget adopted by the membership. All deposits and/or disbursements shall be made as soon as practicable upon receipt of the funds and/or orders of payment.
- F. An officer or other person without check signing authority designated by the Board shall review all bank statements at least quarterly.

#### 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 a quorum is present and provided that at least thirty (30) days notice of the proposed amendments has been made to the membership via electronic announcement and posting.

#### Article X DISSOLUTION

Upon dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of this organization 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.