

# **Articles of Association**

**&**

## **Bylaws**

**of the**

# **CG Touchdown Club**

**A California Nonprofit Unincorporated Association**

## PREAMBLE

The undersigned, constituting all the members of this organization this 1<sup>st</sup> day of May 2019, do hereby agree and consent to form this organization for the purposes stated in Article II below.

## ARTICLE I – NAME

The name of this organization is the CG Touchdown Club, a California nonprofit unincorporated association (the “**Association**”).

## ARTICLE II – PURPOSE AND DECLARATIONS

Section 1. The purpose of the Association is to support the Central Unified School District (“**CUSD**”) football programs, which includes all elementary, intermediate and secondary schools within the CUSD. The Association shall lessen the burdens of government by serving as a booster club for the football programs at the CUSD by promoting and supporting the CUSD football programs and by developing and promoting sportsmanship.

Section 2. The Association is organized for nonprofit charitable purposes and the individual members will not derive a profit therefrom. In particular the Association is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law. Notwithstanding any other provisions of these Articles of Association & Bylaws, this Association shall not carry on any other activities not permitted to be carried on (a) by an association exempt from federal income tax under Section 501(c)(3) of the Internal Revenue law, or (b) by an entity, contributions to which are deductible, under Section 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding provision of any future Internal Revenue law.

Section 3. Political Limitation: No substantial part of the activities of this Association shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Association shall not participate or intervene in any political campaign (including the publishing or distribution of statement(s) on behalf of any candidate for public office.

Section 4. Dedication: The property of this Association is irrevocably dedicated to charitable purposes and no part of the net income or assets of this Association shall ever inure to the benefit of any officer or member thereof or to the benefit of any private persons.

Section 5. Dissolution: Upon the dissolution or winding up of the Association, all assets remaining after payment or provisions for payment, of all debts and liabilities of this Association shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

### ARTICLE III – MEMBERSHIP

Section 1. All CUSD parents, teachers and staff are eligible for voting membership. Voting membership shall be attained by attending four (4) consecutive meetings and requesting membership. Honorary membership maybe bestowed on other interested community residents.

Section 2. There will be no dues for membership.

Section 3. A list of all current members' names and contact information shall be kept current and maintained by the Secretary of the Association, a copy of which shall be attached hereto to these completed Articles of Association & Bylaws.

### ARTICLE IV – OFFICERS

Section 1. The Executive Board of this Association shall consist of the following officers: President, Vice President, Secretary, and Treasurer. Each officer of the Association shall be a member of this Association. In accordance with CUSD policy, not teacher, coach, school advisor, or school employee at CUSD maybe an officer of the Association.

Section 2. No-elected officer shall be eligible to hold the same officer for more than four consecutive terms.

Section 3. The undersigned, constituting the initial members of the Association shall, by unanimous written consent in lieu of meeting, appoint the initial officers of the Association to serve until their term expires. Thereafter, all subsequent appointments shall be performed in accordance with Section 4 of Article IV below.

Section 4. Nomination and Election of Executive Board Officers

- A. Nominations for officers shall be made by a nominating committee consisting of no less than three (3) members. The nominating committee shall be appointed by President and ratified by the Executive Board no later than February.
- B. Nominations for elected positions shall be put forward at least one month prior to the election of officers.
- C. Consent of all candidates shall be obtained before their names are placed in nomination.
- D. Nominations may be made from the floor at the election meeting. Physical presence and verbal acceptance are required.
- E. Elections shall take place at a general meeting during the second semester of the school year. Notice of such elections shall be given to the members at least two weeks prior to such elections, either at a regularly scheduled general meeting or vial email.
- F. In the event that there are two or more candidates for an office, voting shall be by written ballot. A majority of those members present constituting a quorum shall elect. There shall be no proxy voting allowed.
- G. Should an officer resign, the vacancy shall be filled by the Executive Board.

## **ARTICLE V – SPECIAL MEMBERS, COMMITTEES**

Section 1. At its discretion, the Executive Board shall appoint members of the Association to serve as Special Members. Special Members shall be given appropriate titles and shall be given duties and responsibilities as deemed appropriate by the Executive Board. Such Special Members may include, but are not limited to, a High School Representative, a Junior High Representative and an Elementary Representative.

Section 2. At its discretion, the Executive Board shall create various committees consisting of members of the Association to help the Association achieve its purposes.

## **ARTICLE VI – MEETINGS**

Section 1. An annual general meeting shall be held at the time and place designated by the Executive Board. Subsequent general meetings shall be held at the discretion of the Executive Board.

Section 2. All members shall be appropriately notified of any scheduled meetings, which may consist of sending of emails to the Association parent email list or the regularly scheduling of monthly meetings.

## **ARTICLE VII – AMENDMENTS**

The Articles of Association & Bylaws of the Association may be amended by a two-thirds vote of the members at a meeting at which a quorum is present. Notice of the amendment shall be given by announcing the upcoming vote at the general meeting prior to voting upon the adoption of any amendments.

## **ARTICLE VIII – QUORUM**

A quorum shall consist of five (5) eligible voting members in attendance at a general meeting.

## **ARTICLE IX – EXPENDITURES AND FINANCE**

Section 1. The Association shall open and maintain a bank account or accounts with a banking institution.

Section 2. All monies received by the association shall immediately be turned over to the President or Treasurer to be deposited in the Association's account(s).

Section 3. There will be a minimum of two authorized signers on all Association accounts subject to annual review of the Executive Board and a minimum of two signature on Association Checks.

## **ARTICLE X – STANDING RULES AND POLICIES**

Standing Rules and Policies of the Association shall be adopted at the Executive Board's discretion. Such Standing Rules and Policies shall include a description of fundraising, events, and other items.

## **ARTICLE XI – AUDITING, BUDGET, AND FISCAL YEAR**

Section 1. The fiscal year is the school year (July 1 to June 30).

Section 2. There will be a written annual budget prepared by and approved annually by the Executive Board.

Section 3. Annually as required by the CUSD, and at any other time if requested by a member of the Association, there will be a financial review of all books and records by a person appointed by the CUASD who is not a member of the Executive Boards. This review should be completed within 60 days of said request. The review will include inspection of cash receipts and disbursements, bank statement, canceled checks, receipts and supporting documentation. It will be the responsibility of the review to determine that all recorded receipts and disbursements have been properly summarized and included in the Treasurer's report.

## **ARTICLE XII – ORDERS OF BUSINESS**

The order of business for each meeting shall include the following: call to order, reading of the minutes of the previous business meeting, Treasurer's report, report of the Executive Board meetings, old business, new business, business introduced from the floor, adjournment.

## **ARTICLE XIII – COUNTERPARTS**

This document may be executed in counterparts, including facsimile signatures, and all such counterparts shall constitute one document, binding upon all parties hereto.

**APPROVED & ADOPTED**

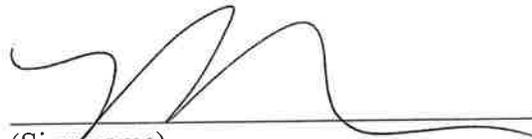
The above Articles of Association & Bylaws have been reviewed, approved and adopted on July 1, 2021, by the undersigned, constituting the initial members of the Association.

  
\_\_\_\_\_  
(Sign name)

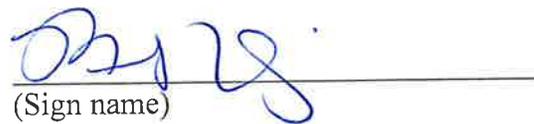
CEASAR DIAZ JR  
\_\_\_\_\_  
(Print name)

  
\_\_\_\_\_  
(Sign name)

WAYNE JONES  
\_\_\_\_\_  
(Print name)

  
\_\_\_\_\_  
(Sign name)

MARIA MUNOZ  
\_\_\_\_\_  
(Print name)

  
\_\_\_\_\_  
(Sign name)

REBECCA DIAZ  
\_\_\_\_\_  
(Print name)

**CERTIFICATE OF SECRETARY**

I certify that I am the duly elected and acting Secretary of CG Touchdown Club, a California Nonprofit Unincorporated Association; that these Bylaws, consisting of 6 pages, are the Bylaws of this Association as adopted by the Members; and that these Bylaws have not been amended or modified since that date.

Executed on July 1, 2021, at Fresno, California

By:  \_\_\_\_\_, Secretary