

West Perry Athletic Booster Club (WPABC)

BY-LAWS as of June 2016

Article I Name

A) The name of this organization shall be the West Perry Athletic Booster Club herein referred to as the “WPABC”.

Article II Purpose

A) The West Perry Athletic Booster Club exists to supplement, in any appropriate manner, the efforts of the school administration and faculty, to provide quality athletic programs and facilities for the students of West Perry High School.

Article III Membership

A) Eligibility

1. General membership is for all interested persons; parents, guardians, and family members of students; faculty, staff, and graduates of WPHS; and any other individual or organization willing to uphold the purpose and policies of the WPABC and abide by its by-laws.
2. Membership shall be made available without regard to race, color, creed, sexual orientation, or national origin.
3. Each varsity sport team shall be represented on the board by the head coach or his/her designee who is expected to attend all regularly scheduled WPABC meetings.

B) Membership

1. The WPABC will solicit membership throughout the school year. Individuals may join the “WPABC” at any time during the calendar year.
2. An official member is one who has completed the membership application, which is obtained through the WPABC Secretary or Membership Chair.
3. Benefits of being an official member are as follows:
 - a. Eligible to receive WPABC correspondence and updates
 - b. Eligible to vote in annual election of officers
 - c. Eligible to run for any officer’s position for the WPABC during the normal election procedures.
 - d. Is made aware of all WPABC meeting through electronic (e-mail) means
 - e. Eligible to add agenda items to any regularly scheduled WPABC meeting.
4. Membership renewal is not required once an official application is received by the WPABC Secretary or Membership Chair; however, changes of address or email address are the responsibility of the member. Members must notify the WPABC Secretary. It is not the responsibility of the WPABC to know when changes occur.

C) Ex Officio Membership

1. The Principal or his designee, the Athletic Director, and the Maintenance Supervisor shall be ex officio members of the Athletic Booster Executive Board without vote. They may choose to join as regular members and will then be entitled to all privileges of regular membership.

D) Any change in membership rules or procedures must be approved by a majority vote of the Executive Board at a regular membership meeting.

Article IV Executive Officers

- A) The Executive Board shall consist of seven (7) elected members and three (3) ex-officio members, who are non-voting members.
 - a. The Executive Officers positions will be: President; Girls' Vice-President; Boys' Vice President; Secretary; Treasurer; (2) members at large but must be a parent or community member but not a head coach within the West Perry School District. The three Ex-officio members are the WPHS Principal or designee; WPSD Athletic Director & WPSD Maintenance Supervisor.
 - b. The Executive Officers shall be the basic leadership group charged with the responsibility to transact business, enforce and introduce new policies, and direct the activities and fund raising events of the WPABC.
- B) Five (5) voting Executive Board members will constitute a quorum & must include either the President and four other voting members OR both Vice-Presidents and three other voting officers.
- C) Each executive board member would have one (1) vote. The president votes only to break ties.
- D) Approval of all business transactions and activities of the WPABC shall be by a simple majority vote of the voting members.
- E) Executive Officers shall be entitled to no compensation for their service rendered to this club.
- F) The Executive board may create such special committees as deemed necessary.

Article V Executive Officers and Selection Procedures

A) Elections

- 1. Elections will be held at a regularly scheduled May meeting. Nominations must be submitted to the Athletic Director one week prior to the May meeting.
- 2. In order to vote and /or be nominated for an officer position, a person must be an official member of the WPABC for at least 90 days prior to the election.

B) Voting

- 1. All members present receive one (1) vote.

C) Terms

- 1. The term for all elected Executive Officers shall be for two (2) years.
- 2. Executive Officer positions may be extended at one-year intervals if the nominating committee is unable to provide an opposing candidate for a particular position.
- 3. The transfer of responsibilities will occur at the June WPABC meeting.

D) Election of Executive Officers

- 1. The President & Treasurer will be elected in even numbered years beginning in 2012.
- 2. The Boys' Vice-President, Girls' Vice-President & Secretary will be elected in odd numbered years beginning in 2013.
- 3. The two member at large positions will be voted on in even numbered years beginning in 2012. For the first year (Nov 2012) the positions, since new, will be voted on in Nov. and will run through Nov of 2014. The offset from the president and treasurers elected position will ensure a quorum is in place at all times.

E) Duties/Responsibilities of Executive Board Members

1. President

- a. The President presides at all regular meetings and special meeting of the Board of Directors as well as Executive Board meetings.

- b. The President shall provide leadership, organization and direction to the club and be responsible for the effective operation of the WPABC.
 - c. Shall be the tie breaking vote.
 - d. Be an ex-officio member of all committees.
 - e. Shall sign all documents and instruments which require the signature of the President and shall have such other powers and duties as may be assigned by the membership.
 - f. The President shall be the liaison with the Athletic Director and Administration for all official booster club matters.
2. Vice President(s)
- a. The Vice President(s) shall be a member of the Executive Board.
 - b. Perform all duties and powers of the President in his/her absence or inability to perform the duties of the office.
 - c. Shall be the parliamentarian of the Executive Officers and shall have such other powers and duties as may be assigned to him/her by the Executive Officers.
 - d. A Vice President will assume the duties of the President in the event of death or incapacity (to be determined by a majority of the entire Executive Board) and shall assume the duties for the balance of the term.
 - e. The VP for Boys and Girls will be responsible to review the WPABC By-Laws annually and will take the following actions:
 - i. Have a copy present for all meetings
 - ii. Ensure no policy or procedural changes is official until it is updated in the By-laws
 - iii. Monitor meetings for potential needed changes and subsequently record changes as needed; however, must present changes or recommendation at a regularly schedule WPABC meeting before the change become official in the by-laws
 - iv. Presentation of proposed changes must be in writing
3. Treasurer
- a. The Treasurer shall be a member of the executive board and shall chair the budget committee.
 - b. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the WPABC.
 - c. The Treasurer shall balance and maintain financial statements for all Booster Club activities and concessions; pay bills, set up and maintain banking functions.
 - d. The Treasurer shall insure that the money handling guidelines, established by the Executive committee, will be followed.
 - e. The Treasurer shall present a budget report and monthly transaction report of the club monies at the monthly meeting.
 - f. The Treasurer will form and head a budget committee and will prepare a **Title IX compliant** budget for the upcoming year to be presented at the regularly scheduled April meeting.
 - g. Shall present a financial report to the WPABC Board for approval at the close of each calendar year.
 - h. The treasurer is to provide a calendar-year accounting of accounts receivable and payable for tax preparation purposes.
4. Secretary
- a. The secretary shall be a member of the Executive Board.
 - b. Shall keep a correct record of the minutes for all meetings of the WPABC.

- c. Maintain a file of all correspondence, records, and reports pertaining to the activities of the “WPABC”.
 - d. Keep a register of the mailing address and email address of each member.
 - e. Shall record the minutes of each “WPABC” meeting.
 - f. Shall distribute the minutes of each WPABC meeting to the “WPABC” board.
 - g. Obtain/make copies of agendas, minutes and cover letters for mailing to the Executive Board.
 - h. The Secretary will present the minutes of the previous meeting at the current meeting for acceptance. The Secretary performs all duties incident to the Office of Secretary, subject to the approval of the Executive Board.
5. Two (2) Members at large (Parent or Community member but not a coach within the West Perry School District)
- a. Shall be advisors and voting members of the Executive Board
 - b. Shall explore and bring forward suggestions, ideas, and thoughts from within the community for improvement of the WPABC.
 - c. Will assist in all decision-making processes.
 - d. Will attend all scheduled meetings as part of the quorum.

Article VII Vacancies

- A) A vacancy by an Executive Officer occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the board. No extension is permitted.
- B) Any Executive Officer not performing his/her duties as defined by these By Laws shall be removed from said Executive Office by a two-thirds (2/3) vote of the voting members (Executive Officers) then existing. Said member will be granted a hearing at a regular or special WPABC meeting.
- C) Any member of the WPABC Board may resign at any time and should file a written resignation with the Secretary.

Article VIII Meetings

- A) Regular Meetings: The WPABC shall hold at least six (6) regular meetings per year to carry out the business of the club. Meetings will be held on the second Thursday of every second month. Time and place TBA.
- B) Special Meetings: Special meetings of the WPABC may be called by the President. A seven (7) day notice shall be provided via e-mail or telephone.
- C) Quorum: A quorum meeting may be called by the President. A minimum of 24 hours notice will be provided by telephone or email. Quorum meetings will be held in executive session.
- D) Attendance: Officers or coaches who fail to attend three (3) consecutive regular meetings of the WPABC can be cause for dismissal. A District-paid coach or one of the team’s two designated representatives must be present at every General Membership meeting and must report to head coaches with tasks assigned during the meeting.
 - a. The first absence in the year will result in a 10% forfeit of current-year budget allotment, to be returned to the general fund.
 - b. The second absence will result in a 20% forfeit of remaining current-year allotment, to be returned to the general fund.

- c. A third absence will result in forfeit of remaining current-year budget allotment, to be returned to the general fund.
 - d. A team without a District-approved head coach will not be penalized, and the Booster club will seek out a lead parent to represent the team in the interim until a coach is hired. Only a conflicting competition of a West Perry team will excuse that team representative's absence from a meeting.”
- E) Rules of Order: When deemed necessary by the President or the Vice-President(s) Standard Rules of Order shall be used to conduct the decision-making process of the WPABC.
- F) June meeting of the WPABC
- 1. The Board shall submit a written report of its activities and of its various committees during the previous fiscal year.
 - 2. Form the appropriate committees for the preparation of the next school year to include at least the following:
 - a. Budget committee headed by the Treasurer
 - b. Fundraising committee
 - c. Concessions review headed by Concessions
 - d. Membership Renewal and Recruitment committee headed by Membership
 - e. All Sports Banquet

Article IX Committees

- A) Committees shall be created or dissolved by the Executive Board of Officers as needed to promote the activities and interest of the WPABC.
- 1. The chairperson of each committee shall be appointed by the President of the WPABC and shall serve a term of one (1) year.
- B) Committees shall meet periodically and should vary in size according to their needs.
- 1. Any member who is interested may serve on a committee.
- C) Functional relations between the Executive Officers and all Committees.
- 1. To ensure good communication between the committees and the “WPABC” Board.
 - 2. Call for accountability from committees on their goals and programs.
- D) Responsibilities of Committees
- 1. Fundraising Committee
 - a. Fundraising Committee shall be responsible for all fund-raising events of the WPABC, not including the concession operations.
 - b. Fundraising Chairperson (FC) is the liaison between the committee, the Executive Board, and High School administration. It is further added that all requests for fundraising will follow the following process:
 - i. A coach will complete the District Request for Fundraising Form in its entirety and forward this to the Fundraising Chair.
 - ii. The FC will record the information on the WPABC official schedule of events and then forward the request to the High School administration for approval or disapproval. At no time should the request be delayed more than one week unless unusual/unforeseen circumstances exist.
 - iii. The High school administration will notify the FC of the approval/disapproval of the request.

- iv. The High school administration will use the network system of the school to inform the coach.
- v. The FC will record the information and ensure the WPABC schedule of activities is updated.
- c. In order to fundraise, a coach must hold a meeting and/or email communication with parents in order to communicate the details of the fundraiser's purpose, and expected fundraising opportunities. (This process seeks to ensure effective communication to parents and athletes as to the purpose of fundraising events.)"
- d. Fundraising Chairperson may appoint members to chair a sub-committee for specific fundraising events.
- e. Fundraising Committee shall present the plan for fund-raising to the Executive Board for approval during the August meeting.
- f. Every fundraising event under the WPABC will be a joint adventure. All fundraising profits will be shared between a boy and girl team, who participated in the event, equally.
 - i. *Example: Boys and Girls basketball work together and organize a basket bingo. The profits from the event will only be split between these two organizations.*
 - ii. No single team can conduct a fundraiser and collect the funds. No boys-only teams can work together to split funds. It must always be boy(s) and girl(s) working together to comply with Title IX requirements.
 - iii. Funds must be split equally no matter if one team sold more than the other.
 - iv. The Treasurer will be notified of the profit earned on each fundraiser and the profit will become part of the WPABC account. The Treasurer will make equal distribution to the participating boy(s) and girl(s) team account. It is noted that each team will, as funds are available, receive an initial allotment in the July of each year. This allotment schedule is listed as follows:

Sport	Money Allotted
Field Hockey	\$1000
Volleyball	\$910
Girls Basketball	\$730
Softball	\$820
Girls Soccer	\$1000
Football	\$1000
Boys Soccer	\$1000
Boys Basketball	\$820
Wrestling	\$910
Baseball	\$960
Cross Country	\$250
Track (Boys and Girls)	\$1000

- v. These figures are subject to change depending on the availability of funds and approval of the WPABC Officers; however, annually the teams can jointly raise more funds for their team accounts as outlined above.
- vi. No team will be allowed to carry over more than \$2,000.00 from one year to the next.

2. Concessions

- a. To coordinate concessions at events as required by the Executive Board.
- b. To put together a schedule of events with dates and times needed to recruit volunteers. Coordinate with team representative on the General Board for each sport to provide volunteers.
- c. Investigate potential vendors to provide such menu items for the highest profitability.
- d. To promote the WPABC concessions to outside groups.
- e. Maintain the concession area to meet health requirements.
- f. Provide training and supervision of volunteers.
- g. Open and close concessions at sporting events.
- h. It is the responsibility of the Treasure to support the Concession Chair with a cash box and a financial transaction log. The cash box is needed to conduct business during the concession event and the transaction log will work as follows:
 - i. Prior to any concession event the lead concession person (not necessarily the concession chair) will sign for the cash box verifying the amount of money received. It is required that this verification process is conducted using a two-person system.
 - ii. At the end of each event the cash/profit will be counted again and the total amount in the cash box will be recorded on the financial transaction log; again two-person accountability is required and both will sign the log.
 - iii. All signatures must be readable.

3. Membership Committee.

- a. Membership Committee's duties are to process all membership applications and work with the secretary to ensure membership is aware of up-coming events.
- b. Maintain membership rolls, current addresses and email information for each member.
- c. Promote membership drives and new campaign approaches.
- d. Encourage attendance at the monthly meetings.
- e. Ensure timely receipt of membership monies to treasurer.
- f. Ensure members are given their membership entitlements.

4. Finance Committee

- a. The Finance Committee, chaired by the Treasurer, will prepare a budget. It will be presented and voted on at the April meeting.
- b. The Treasurer will chair a committee of not less than three (3) and no more than (5) to establish prudent, written money –handling practices of the WPABC and review these practices each year. Each member that has responsibility for handling, collecting or depositing funds for the WPABC will be given a written copy of these policies, the Treasurer shall over see the adherence to these policies. Failure to do so could result in a request of resignation of the position held.
- c. The Treasurer shall prepare the Booster Club account/accounts at the end of the fiscal year for a review by the Executive Board.
- d. The Treasurer is to provide a calendar-year accounting of accounts receivable and payable for tax preparation purposes.

5. All Sports Banquet Committee

- a. All Sports Banquet Chairperson will be the West Perry Athletic Director.
- b. Shall organize end of season banquets to include one fall, winter & spring banquet.

Article X Expenditures

- A) For those teams whose members participate in a minimum of 80% of the WPABC functions, the WPABC will attempt to enhance their athletic experience by providing items such as (but not limited to) banquets, awards, scholarships, and team camps &/or trips.
- B) All non-budgeted proposals initiated from coaches must be submitted to the President in writing (utilizing the Coaches Request form if possible) in a timely manner.
- C) Reimbursements of previously purchased items will be reviewed by the executive board at the next regularly scheduled meeting. **Consideration should be given to the equity of expenditures on each gender in accordance with Title IX.**
- D) All non-budgeted requests of \$500.00 or more must be approved with a majority vote by the Executive Board.

Article XI Donations

- A) Donations may not be accepted by an individual sport until brought before the Executive Board.

Article XII Amendments

- A) These By-Laws may be altered, amended, or repealed and new By-Laws may be adopted by a two-thirds majority vote (4 of 7) of the Executive Board. Suggested changes in the By-Laws must be made in a prior meeting.
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The WPABC is organized exclusively for charitable & educational purposes within the meaning of section 501(c) (3) of the Internal Revenue Code.

Inurnment of Income: No part of the net earnings of the WPABC shall inure to the benefit of, or be distributed to, its members, trustees, officers, or other private persons except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered.

Legislative of Political Activities: No Substantial part of the activities of the WPABC shall be carrying of propaganda or otherwise attempting to influence legislation and the WPABC shall not participate in or intervene (including publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Operational Limitations: Notwithstanding any other provisions of these articles, the WPABC 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 Code of 1986(or the corresponding provision of Association contributions to which are deductible under section 190(c) (2) of the Internal Revenue Code of 1986(or corresponding provision of any future United State Internal Revenue Law).

Dissolution Clause: upon the dissolution of the WPABC, the WPABC shall after paying or making provisions for the payment of all the liabilities of the WPABC, dispose of all assets of the WPABC exclusively for the purposes of the WPABC in such a manner, or to such organization or organizations organized to operate exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

Signature of President

Date

Signature of Treasurer

Date

RESOLUTION:

CONFLICTS OF INTEREST

SECTION 1. Purpose. The purpose of the conflict of interest policy is to protect this taxexempt Organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest application to nonprofit and charitable organizations.

SECTION 2. Definitions.

2.1 Interested Person. Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2.2 Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family: (a) An ownership or investment interest in any entity with which the Organization has a transaction or arrangement, (b) A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or (b) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Section 3.2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

SECTION 3. Procedures.

3.1 Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

3.2 Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3.3 Procedures for Addressing the Conflict of Interest.

- (a) An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- (b) The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- (c) After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- (d) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

3.4 Violations of the Conflicts of Interest Policy.

- (a) If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- (b) If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

SECTION 4. Records of the Proceedings. The minutes of the governing board and all committees with board delegated powers shall contain: (a) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest is present, and the governing board's or committee's decision as to whether a conflict of interest in fact exists. (b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

SECTION 5. Compensation.

- 5.1 A voting member of the governing board who receives compensation, directly or indirectly, from the Organization is precluded from voting on matters pertaining to that member's compensation.

- 5.2 A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- 5.3 No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.
- 5.4 The majority of our Board of Directors will be non-salaried and will not be related to salaried personnel or to parties providing services. In addition, all compensation decisions will be made by the Board of Directors.
- 5.5 Further, all compensation paid will be reasonable and will be based on the following factors: (a) the type and amount and type of compensation received by others in similar positions, (b) the compensation levels paid in our particular geographic community, (c) the amount of time the individual is spending in their position, (d) the expertise and other pertinent background of the individual, (e) the size and complexity of our organization, and (f) the need of our organization for the services of the particular individual

SECTION 6. Annual Statements. Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person: (a) has received a copy of the conflicts of interest policy, (b) has read and understands the policy, has agreed to comply with the policy, and (d) understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

SECTION 7. Periodic Reviews. To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects: (a) Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining; and (b) Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

SECTION 8. Use of Outside Experts. When conducting the periodic reviews as provided for in Section 7, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

This Conflict of Interest Resolution was adopted by the board of directors or members of the organization on __, 20_.

Bradley Dittmer, Secretary

Date