

## BYLAWS

### EAST HELENA HIGH SCHOOL BOOSTER CLUB

#### Article I Name and Purpose

**Section 1.01. Name.** The name of this organization shall be “East Helena High School Booster Club”, also to be known as “EHHS Booster Club”.

**Section 1.02. Purpose.** The purpose of East Helena High School Booster Club is to promote and support East Helena High School student teams, clubs, organizations, and activities. East Helena High School Booster Club instills school and community pride; assists in funding improvements to athletic and school facilities; helps with uniforms, equipment, supplies, and materials; assists with expenses; and promotes the greatest experiences possible for our students.

#### Article II Membership

**Section 2.01. Membership Categories.** There shall be five (5) categories of membership: Individual, Family, Alumni, Supporter, and Advisor.

- A) An Individual membership is available to a single individual and shall have one (1) vote.
- B) A Family membership is available to the qualified members of a single household and shall have two (2) votes regardless of the number of qualified individuals. A single person can cast only one (1) vote.
- C) An Alumni membership is available to graduates of East Helena High School. Alumni members do not need to meet requirement 2.02.A. An Alumni member shall have one (1) vote.
- D) A Supporter membership is available to individuals, families, businesses, organizations, and others. There may be multiple levels of Supporter membership with elevated membership fees. Each level shall be defined by the Executive Board. Each level may be provided recognition and/or benefits per the definition provided by the Executive Board. A Supporter membership shall pay an annual membership fee and shall have up to two (2) votes.
- E) An Advisor membership is available to the East Helena High School Principal, Assistant Principal(s), Athletic Director, and Representatives of recognized teams, activities, organizations, clubs, and other individuals who advise the organization on various matters. Advisory members are encouraged to attend and participate in meetings and discussions of this organization, and to provide advice, perspective, and professional opinion. An Advisor membership shall have no vote and the qualifications of Section 2.02 do not need to be met.

**Section 2.02. Qualification.** Members of this organization must:

- A) be at least 21 years of age, and,
- B) pay an annual membership fee.

The Executive Board may make exceptions to the membership qualification on a case-by-case basis.

**Section 2.03. Membership Term.** All memberships shall be annual beginning July 1, and expire on June 30th, coinciding with fiscal year of the organization and of East Helena Public Schools.

The Executive Board shall determine membership fees.

Membership terms and fees shall not be prorated.

**Section 2.04. Rights and Responsibilities.** All members shall have the right and responsibility to attend meetings and events sponsored by the organization; and serve on committees of the organization.

Each member shall have the responsibility to support events and activities of the organization including volunteering their participation in these events and activities.

**Section 2.05. Voting Privileges.** All members with voting privileges shall have the right and responsibility to vote on matters referred for the vote of the membership; be nominated to office; be elected to office; vote for the officers; review and approve the annual budget; and approve amendments to these bylaws.

Votes may only be counted when the member attends the meeting in which the vote occurs and casts their own individual vote in person. Proxy votes shall not be accepted. An individual may cast only one vote. All votes are equal.

**Section 2.06. Meetings.**

- A) There shall be at least one (1) general membership meeting each month.
- B) The regularly scheduled general membership meeting for May shall include the annual election of officers.
- C) Each Executive Board shall develop a schedule of the general membership meetings for the duration of their term. It is preferred meetings are scheduled with consistency of day, time, and location.
- D) Changes to the monthly general membership meeting schedule must be announced at the preceding monthly general membership meeting or appropriately communicated to the full membership in advance.
- E) Additional meetings may be held as is determined by the Executive Board or at the request of ten percent (10%) or more of the membership, in writing to the Executive Board Secretary.
- F) Committees may meet at the direction of the Executive Board. Committees shall provide a verbal report at each membership meeting.

**Section 2.07. Quorum.** A quorum for the transaction of business is established when at least five (5) voting members, not to include members of the Executive Board, are present at any meeting.

In the absence of a quorum the membership may not act.

In that event any matter brought before the membership shall be discussed and decided by the Executive Board, provided a quorum of the Executive Board is present. If a quorum of the Executive Board is not present the Executive Board may not act. In that event any matter brought before the membership shall be added to the agenda of the next monthly general meeting.

**Article III  
Executive Board**

**Section 3.01. Membership.** The Executive Board shall consist of the elected officers of the organization.

**Section 3.02. Authority.** The affairs, activities and operation of the organization shall be managed by the Executive Board in cooperation with East Helena Public Schools. The Executive Board may create Standing Committees and Special Committees, approve the plans and work of committees, prepare, and submit a budget to the membership for approval, and, in general, conduct the business and activities of the organization.

**Section 3.03. Meetings.** The Executive Board may meet to prepare for general monthly membership meetings and to conduct the affairs of the organization. The Executive Board shall transact necessary

business during intervals between meetings of the membership and such other business as may be referred to it by the membership or by these bylaws.

**Section 3.04. Quorum.** A quorum of the Executive Board for the conduct of business shall consist of at least three (3) officers in attendance.

**Section 3.05. Action Without a Meeting.** Any action required or permitted to be taken at a meeting of the Executive Board (including amendment of these bylaws), may be taken without a meeting if a quorum of the Executive Board consent in writing to taking the action without a meeting and to approving the specific action. Such consents shall have the same force and effect as a unanimous vote of the Executive Board.

**Section 3.06. Participation in Meeting by Alternate Format.** Members of the Executive Board may participate in a meeting through alternate formats (i.e., conference telephone, video or audio streaming, or similar formats), so long as attendees can interact with one another.

**Section 3.07. Reimbursement.** 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 with prior approval from the Executive Board.

**Section 3.08. Report of Actions.** When the Executive Board acts outside of a monthly general membership meeting the Executive Board shall report those actions at the next monthly general membership meeting.

#### **Article IV Officers**

**Section 4.01. Officers.** The officers of this organization shall include one President, one or more Vice President(s), one Secretary, and one Treasurer, and such additional officer(s) as may be elected or appointed by the Executive Board from time to time.

**Section 4.02. Election.** A nominating committee composed of the current President and at least one additional officer shall begin seeking nominees in March and develop a slate of candidates. The candidates shall be announced to the membership as soon as possible.

Additional nominees may be solicited from the floor on the day of the election. Only those who have consented to serve shall be eligible for nomination, either by the committee or from the floor.

Officers shall be elected at the May general membership meeting by the members present with voting privileges.

Officers shall assume their official duties on July 1, following their election.

**Section 4.03. Term.** All Executive Board position terms shall be one (1) year, coinciding with the fiscal year. An Executive Board member may be re-elected to serve in a single position for a second consecutive term, however, not a third. After a one (1) term absence from any Executive Board position an individual may again be elected to that position. This does not prohibit an individual from being elected to a different Executive Board position for up to two (2) consecutive terms.

**Section 4.04. Removal of an Officer.** An officer of the organization may be removed from their position.

Any member may make a formal written request to remove an officer. This request must be signed by, or accompanied by the written signed support of, at least five percent (5%) of the membership. This request shall be presented to any Executive Board member.

The receiving Executive Board member shall contact the remaining Executive Board members, excluding the subject of the request if they are an Executive Board member, as soon as possible, and a meeting of the balance of the Executive Board shall occur as soon as possible. At this meeting the Executive Board may dismiss the request through reasonable explanation or direct the request to further action. If the request is dismissed the Executive Board shall inform the requestor(s). If further action is directed the Executive Board shall hold a meeting including the subject of the request where the request is presented, and the subject officer provides their response. The Executive Board shall then deliberate and vote for or against removal of the officer.

If their vote is to remove the officer, the officer is immediately removed from office. If their vote is to not remove the officer, the officer and requestor(s) shall be informed as soon as possible.

**Section 4.05. Vacancies.** A vacancy occurring in any office shall be filled for the unexpired term by a member elected by a majority vote of the remaining members of the Executive Board.

If the unexpired term is 6-month or greater it shall count as a term for Section 4.03.

If a vacancy is anticipated due to the lack of nominee for an election, the position shall be filled by a member, with their consent, upon a majority vote of the members of the current Executive Board. This appointed member shall serve in the position until a nominee is identified, and a Special Election occurs. The appointed member may be an existing officer in which case the rules of Section 4.03 are modified to permit a third consecutive term if applicable.

## **Article V Duties of Officers**

**Section 5.01. 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 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. A Financial Review committee shall be appointed (See Section 6.07).

**Section 5.02. Vice-President(s).** 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.

**Section 5.03. Secretary.** The Secretary shall be a member of the Executive Board.

The Secretary shall:

- keep the minutes of the proceedings of the general membership and the Executive Board meetings.
- see that all notices are duly given in accordance with these Bylaws.
- be responsible for the publishing of meeting minutes.
- maintain a roster of all memberships.
- verify the voting privileges of members present for any matter called to vote.
- manage and keep an accurate tally of the volunteer records.

- 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.

**Section 5.04. Treasurer.** The Treasurer shall be a member of the Executive Board.

The Treasurer is the authorized custodian to have oversight of all funds of the organization in accordance with the organization’s financial policies.

The Treasurer will organize, document, and record all financial activities.

The Treasurer will be diligent and conscientious in ensuring all funds are received and spent in accordance with the organization’s tax-exempt purpose, bylaws, and budget.

The financial records belong to the organization and must be available to the other officers and members upon request.

The Treasurer shall:

- prepare an annual budget for review and approval by the members.
- ensure that receipts are provided for cash received by the organization upon request.
- ensure that all funds are timely deposited in the organization’s authorized bank account(s).
- ensure that payments and disbursements are authorized by the approved budget, or an approved amendment to the budget.
- present a written financial report (including income and expenditures and comparing budgeted amounts to actual year-to-date amounts), at each general membership meeting and as requested by the Executive Board.
- see that an annual financial review or audit, as appropriate based on budget size, is conducted and presented to the Executive Board and general membership.
- maintain financial records (including financial reports, checkbook, bank statements, deposit slips, cash tally sheets, documentation regarding transactions, IRS Form 990 documents, etc.) and turn all over to the new treasurer.

## **Article VI Fundraising & Grants**

**Section 7.01. Fundraising.** Funds raised by this organization may be through membership dues, sponsorships, donations, sales of merchandise, raffles, special events, and other means approved by the Executive Board and East Helena Public Schools. Fundraising must be compliant with the organization’s tax-exempt status, all laws and statutes, the policies, and directives of Montana High School Association (MHSA), and general good taste.

**Section 7.02. Grants.** Funds may be disbursed by this organization as grants to promote and support East Helena High School student teams, clubs, organizations, and activities per the organization’s Purpose (Section 1 .02), as approved by the Executive Board and East Helena Public Schools. Grants must be compliant with the organization ’s tax-exempt status, all laws and statutes, the policies and directives of Montana High School Association (MHSA), and general good taste.

**Section 7.03. Advisors.** Individuals with Advisor membership shall provide advice, guidance and professional opinion of fundraising and grant activities of the organization.

## **Article VII Finances**

**Section 7.01. Fiscal Year.** The fiscal year of the organization shall be from July 1 to June 30.

**Section 7.02. Budget.** The Executive Board shall present to the membership at the July general membership meeting 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.

**Section 7.03. Obligations.** The Executive Board may authorize any officer or designee(s) to enter into contracts or agreements for the purchase of materials or services on behalf of the organization in cooperation with East Helena Public Schools.

**Section 7.04. Loans.** No loans shall be made by the organization.

**Section 7.05. Disbursements.** 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.

**Section 7.06. Banking.**

- A) The Treasurer shall ensure that all funds of the organization are timely deposited to the credit of the organization in such banks or other depositories as determined by the Executive Board.
- B) All deposits and disbursements shall be documented by a receipt, an invoice, or other written documentation.
- C) Receipts shall be received, with a copy kept, whenever funds are deposited.
- D) All deposits and/or disbursements shall be made as soon as practicable upon receipt of the funds, after received and counted.
- E) If a bank card is established in the name of the organization, a policy approved by the Executive Board shall be developed and used that includes a list of the authorized users, daily/monthly/annual spending limits, and review and oversight provisions. No personal charging on the card by the authorized users shall be allowed.
- F) All activities will be considered an extension of EHHS Booster Club and will comply with the rules of generally accepted accounting principles.

**Section 7.07. Financial Controls.** The organization shall adopt appropriate financial controls to ensure the integrity of its funds. Specifically, without limitation, the organization shall maintain separation of financial controls so that, minimally:

- All expenses must be approved by the membership by way of approval of an annual budget, or amendments thereto, or be approved by separate resolution of the Executive Board.
- A committee of at least two (2) persons without check signing authority, shall be designated by the Executive Board. One (1) member of this committee shall review and reconcile all bank statements monthly. The following month, a different member of this committee shall perform this duty. Annually, this committee shall audit all organization finances.

**Section 7.08. Financial Report.** The Treasurer shall present a financial report at each general membership meeting and prepare a final report at the close of the year in accordance with the organization's financial policies. The Executive Board shall have the report and the accounts examined annually with the East Helena Public Schools district audit.

**Section 7.09. Financial Record Retention.** All records of the organization shall be maintained and destroyed in accordance with law, and standard record retention guidelines. Financial records shall be maintained as follows:

RECORD	HOW TO STORE	PERIOD OF TIME
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Year-end Treasurer's financial report/statement. Annual Internal Financial Review Reports. IRS Form 990s.	Store in organization's record book, binder, or cloud-based software.	At least seven (7) years. (Consider keeping permanently.)
Bank statements. Canceled checks. Check registers. Invoices. Receipts. Cash tally sheets. Investment statement and related documents. Treasurer's reports (monthly).	Compile and file records on a yearly basis. Store in binder or cloud-based software.	Seven (7) years. Store with financial records. Destroy after seven (7) years.
Executive Board meeting minutes.	Store in organization's record book, binder, or cloud-based software.	Permanent.

**ARTICLE VIII  
Conflicts of Interest**

**Section 8.01. Existence of Conflict, Disclosure.** Officers and contractors of the organization should refrain from any actions or activities that impair, or appear to impair, their objectivity in the performance of their duties on behalf of the organization.

A conflict of interest may exist when the direct, personal, financial, or other interest(s) of any officer or contractor competes or appears to compete with the interests of the organization. If any such conflict of interest arises the interested person shall call it to the attention of the Executive Board for resolution.

If the conflict relates to a matter requiring Executive Board action, such person shall not vote on the matter.

When there is a doubt as to whether any conflict of interest exists, the matter shall be resolved by a vote of the Executive Board, excluding the person who is the subject of the possible conflict.

**Section 8.02. Nonparticipation in Vote.** The person having a conflict shall not participate in the final deliberation or decision regarding the matter under consideration and shall retire from the meeting in which the Executive Board is meeting.

However, the person may be permitted to provide the Executive Board with all relevant information.

**Section 8.03. Minutes of Meeting.** The minutes of the meeting of the Executive Board shall reflect that the conflict was disclosed, and the interested person was not present during the final discussion or vote and did not vote on the matter.

**Section 8.04. Annual Review.** A copy of this conflict-of-interest statement shall be furnished to each officer and contractor who is presently serving the organization, or who hereafter becomes associated with the organization. This policy shall be reviewed annually for information and guidance of officers and contractors, and new officers and contractors shall be advised of the policy upon undertaking the duties of their offices.

**ARTICLE IX  
Indemnification**

Every member of the Executive Board of the organization may be indemnified by the organization against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Executive Board in connection with any threatened, pending, or completed action, suit, or proceeding to which she/he may become involved by reason of her/his being or having been

a member of the Executive Board of the organization, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of her/his duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Executive Board approves such settlement and reimbursement as being in the best interest of the organization.

The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such member of the Executive Board is entitled.

#### **ARTICLE X 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 at least thirty (30) days' notice of the proposed amendments has been made to the membership, or alternatively the membership waives the required notice.