

Berlin Athletics Booster Club

BERLIN ATHLETICS BOOSTER CLUB, INC.

By-laws

Established August 2017

By-Laws
Berlin Athletics Booster Club, Inc.

ARTICLE I. NAME AND OBJECT OF CORPORATION

Section 1. NAME. This corporation shall be known as the Berlin Athletics Booster Club, Inc., hereinafter called the "Booster Club".

Section 2. OBJECTS. The purpose of the corporation is to cultivate, promote, foster, sponsor, or otherwise provide assistance for the operation and maintenance of the athletic program and sports teams sponsored by the Berlin Athletics Booster Club.

Section 3. PURPOSE. "The organization is organized exclusively for charitable, religious, educational and scientific purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code."

Section 4. DISSOLUTION. "Upon the 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."

ARTICLE II. MEMBERS AT LARGE

Section 1. MEMBERS AT LARGE. Any individual who attends 4 consecutive meetings and maintains in good standing may be appointed a member at large by the executive board of the booster club.

ARTICLE III. GOVERNMENT

Section 1. BOARD OF DIRECTORS. The administration of the affairs of the Booster Club shall be vested in the Board of Directors (hereinafter referred to as the "Board") who shall be appointed as provided in Section __ of Article __ of these By-Laws. The number of directors of the Board shall not number less 5 nor more than 15.

Section 2. OFFICERS. The officers of the Booster Club shall consist of a President, a 1st Vice-President, a 2nd Vice-President, a Secretary and a Treasurer, all of whom shall be selected from the Board as provided in Section 1 of Article IV of these By-Laws.

Section 3. EXECUTIVE BOARD. The Executive Board shall consist of the President, 1st Vice-President, 2nd Vice-President, Secretary and Treasurer. The Executive Board may meet and take such steps as it may consider necessary to carry into effect the objects of the Booster Club.

Section 4. VOTE. Each executive board member or member at large shall have one vote only at a meeting of the Booster Club.

ARTICLE IV. ELECTION OF OFFICERS

Section 1. ELECTION OF OFFICERS. The officers of the Booster Club shall be elected at the annual meeting. Each member shall be entitled to one vote for each director to be elected and the candidate receiving the majority of the votes shall be declared elected.

Section 2. TERM. Executive Board shall assume office at the close of the annual business meeting at which their election is declared and shall serve for a minimum of one - two years (dependent upon position) and thereafter until their successor shall have been duly elected.

Section 3. DUTIES. The board shall manage the business of the Booster Club. The Board shall make a report at the annual meeting of the Booster Club in accordance with Section 519 of the Not-For-Profit Corporation Law of the State of New York.

Section 4. MEETINGS. Regular meetings of the Board of Directors may be held upon such notice and without notice as the Board of Directors shall from time to time determine.

Section 5. QUORUM. A majority of the members of the Board of Directors shall constitute a quorum at any meeting of the Board of Directors.

ARTICLE V. OFFICERS

Section 1. DUTIES OF THE PRESIDENT. The President shall preside at meetings of the Booster Club and of the Board of Directors; serve as Chairman of the Executive Board; be a member of all committees ex officio, except the nominating committee, and appoint all committees other than standing committees. The President shall also perform all other duties that pertain to said office.

Section 2. DUTIES OF THE 1st VICE PRESIDENT. The 1st Vice President shall perform all duties of President in the event that the President is not available and such other capacity as may be designated by the President.

Section 3. DUTIES OF THE 2nd VICE PRESIDENT. The 2nd Vice President shall perform all duties of 1st Vice President in the event that the 1st Vice President is not available and such other capacity as may be designated by the 1st Vice President.

Section 4. DUTIES OF THE SECRETARY. The Secretary shall keep the minutes of all meetings of the Booster Club, shall, if requested, review such minutes at the close of each meeting for approval, and shall email out all notices for meeting of the Booster Club or Board of Directors. Secretary is responsible for all correspondence and social media updates.

Section 5. DUTIES OF THE TREASURER. The Treasurer shall have charge of all receipts and monies of the Booster Club, deposit them in the name of the Booster Club in a

bank approved by the Board of Directors, disburse funds as ordered or authorized by the Board of Directors. He or she shall keep regular receipts of his or her receipts and disbursements, submit a record when requested, give an itemized statement of regular meetings of the Booster Club, sign checks and withdrawal slips on behalf of the Booster Club upon any and all bank accounts, and the same shall be honored on his or her signature alone. Any checks in the amount of \$500 or more, shall require two signatures.

Section 6. EXECUTION OF THE INSTRUMENTS. Any Executive Board member upon doing so by the board, may sign any instrument that may be required to be signed in writing.

ARTICLE VI. DUTIES AND POWERS OF EXECUTIVE BOARD

Section 1. DUTIES AND POWERS. The Executive Board shall have general charge and management of the affairs, funds, and property of the Booster Club. The Executive Board shall have full power and it shall be the Executive Board's duty to carry out the purposes of the Booster Club according to its articles of incorporation and by-laws.

ARTICLE VII. STANDING AND SPECIAL COMMITTEES

Section 1. STANDING COMMITTEE. The Executive Board shall have the power to appoint the Chairman to the following committees: The Board of Directors may create such committees as it may deem necessary to promote the purposes and carry on the work of the corporation. The term of each chairman shall be one year and until the appointment of his successor.

- A. Membership Committee
- B. Public Relations
- C. Grant writing committee
- D. Fundraising Committee
- E. Concession Committee

ARTICLE VIII. NOTICES

Section 1. NOTICES. All notices to members shall be emailed/mailed to their addresses as given the Booster Club and such mailing shall constitute presumptive evidence of service thereof.

ARTICLE IX. AMENDMENTS

Section 1. AMENDMENTS. These By-Laws may be amended, repealed, or altered in whole or in part by a majority vote at any regular or special meeting of the Executive Board of the Booster Club.

ARTICLE X. MEETINGS

Section 1. MONTHLY MEETING OF THE MEMBERS. The monthly meeting of the members of the Booster Club shall be held once monthly on the third Monday of the month. Notice of the time and place of holding the annual meeting shall be published.

Section 2. SPECIAL MEETINGS OF MEMBERS. Special meetings of members may be called by the President at any time at his or her own initiative or by the President or Secretary upon request of five members of the Board of Directors made in writing. Notice of the meeting shall be mailed to at least each member at least ten days previous to the meeting and at such special meeting there shall be only considered such business as is specified in the notice of the meeting.

Section 3. QUORUM FOR MEMBERS' MEETING. At all meetings of the booster Club, either regular or special, 50% or more shall constitute a quorum.

Section 4. LACK OF A QUORUM. If a quorum is not present, the presiding officer may adjourn the meeting.

Section 5. ORDER OF BUSINESS. At all meetings of the Booster Club, the order of business shall be as follows:

- a. Reading of minutes of immediate prior meeting for information and approval.
- b. Reports of officers
- c. Reports of Committees
- d. Election of directors
- e. Unfinished business
- f. New business
- g. Adjournment

Section 6. MEETINGS OF THE BOARD OF DIRECTORS. Meetings of the Board of Directors shall be called by the President on his or her own initiative when ever in his or her judgment it may be deemed necessary, or by the secretary upon request of any two members of the Board of Directors. Five days' notice of meetings of the Board shall be sent by mail to all directors and shall be deem sufficient notice of such meetings.

Section 7. QUORUM FOR BOARD MEETING. A majority of the Board of Directors shall constitute a quorum.

ARTICLE XI. VACANCIES

Section 1. BOARD OF DIRECTORS VACANCY. In case a vacancy shall occur on the Board of Directors or on the nominating committee, the vacancy shall be filled by the Board of Directors and the person chosen to fill such vacancy shall hold office until the next annual meeting at which the election of directors is in regular order of business.

Section 2. COMMITTEE VACANY. In case a vacancy shall occur on a standing or special committee the vacancy shall be filled by appointment of the President.