

# FALCON ATHLETIC BOOSTERS CLUB, INC. BY-LAWS

## ARTICLE I: General

### Section 1.00 NAME

This organization is incorporated as a non-profit, non-stock, corporation under the laws of the State of Maryland as: "Falcon Athletic Boosters Club, Inc.," "the Club."

### Section 1.01 STATUS

The Club is exempt from Federal Income Taxes under Section 501 C (3) of the Internal Revenue Code.

### Section 1.10 PURPOSE

The purpose of the Club is to promote, support and further the interests of the Severna Park High School athletic programs. Funds raised will be distributed to every athletic sport at Severna Park High School as a supplement to any funds received from the Anne Arundel County Board of Education. The Club shall be operated solely for these purposes and not for the benefit or profit of any individual member. The Club is not a forum for the discussion of the successes or failures of any individual sports program or coach.

### Section 1.20 FUNCTION

The Club has adopted a formula for the expenses per athlete per sport based on general uniform and equipment expenses and a rotating uniform cycle. Generally, funds will be distributed according to that formula. If a special need is found by a sport that is not budgeted for Club funds during a particular school year, the Athletic Director, Assistant Athletic Director and the Executive Committee of the Club may elect to supply that sport with supplemental funds from the Club as long as the amount is available in the unrestricted funds category.

The funds distributed by the Club shall be used at the discretion of the coach or coaches of each sport.

### Section 1.21 GENDER EQUITY

The Club adheres to a policy of gender equity. All efforts will be made to provide for gender equity where applicable and within a framework of common sense and fairness to all sports.

### Section 1.30 PRINCIPAL OFFICE

The principal office and place of business of the Club is 60 Robinson Road, Severna Park, MD 21146.

### Section 1.31 ADDITIONAL OFFICES

The Club may have additional offices at such places as the Board of Directors may from time to time determine or the business of the Club may require.

### Section 1.40 SEAL

The seal of the Club shall be circular, inscribed: "Falcon Athletic Boosters Club, Inc., Maryland, 1962." The Board of Directors may authorize one or more duplicate seals and provide for the custody thereof. Whenever the Club is required to place its corporate seal to a document, it shall be sufficient to meet the requirements of any law, rule or regulation relating to a corporate seal to place the word "seal" adjacent to the signature of the person authorized to execute the document on behalf of the Club.

## **ARTICLE II: Membership**

### **Section 2.00 CLASS OF MEMBERS**

The membership of the Club shall consist of the following classes:

Class A – Parents & Families of current SPHS students

Class B - Faculty and Coaches

Class C – Alumni

Class D – Community

Class E - Life members

Class F - Special members

### **Section 2.01 CLASS A – PARENTS AND FAMILIES OF CURRENT SPHS STUDENTS**

The members of this class shall be composed of parents and or guardians of current SPHS student athletes participating in a sports program at Severna Park High School.

### **Section 2.02 CLASS B - FACULTY AND COACHES**

The members of this class shall be composed of members of the faculty and or coaches at Severna Park High School.

### **Section 2.03 CLASS C – ALUMNI**

The members of this class shall be composed of alumni of Severna Park High School and/or their spouses.

### **Section 2.04 CLASS D – COMMUNITY**

The members of this class shall be composed of members of the Community.

### **Section 2.05 CLASS E - LIFE MEMBERS**

The members of this class shall be composed of members who have met the requirements as established from time to time by the Board of Directors.

### **Section 2.06 CLASS F - SPECIAL MEMBERS**

The members of this class shall be composed of members meeting the requirements established by the Board of Directors from time to time, who do not meet the requirements of any other Class of membership.

### **Section 2.10 APPLICATION**

The membership shall be open to all those who fit one of the membership categories herein, complete an application, and pay the applicable membership fees. The application shall only require the name, address, e-mail address and telephone number of the applicant. There will be no restrictions otherwise placed on membership. The Club is open to all regardless of Race, Color or Creed.

### **Section 2.20 MEMBERSHIP FEES**

The membership fees for the various classes shall be established by the Board of Directors annually, at the final meeting of each academic year.

### **Section 2.21 WAIVER OF MEMBERSHIP FEES**

The coach of any sport at Severna Park High School may request that a family of a student athlete be granted a waiver of the required fees. Such request shall be approved by the Athletic Director. Upon such approval, the books and records of the Club shall be maintained in such a manner as if such family had paid the applicable dues.

### **Section 2.30 VOTING RIGHTS**

Each Club member in good standing shall be entitled to one vote at the Annual Meeting and any special meetings of the Members. To be in "Good standing" a member must have paid the annual membership fee applicable to their membership class and not otherwise owe any monies to the Club.

Note: Common club practice has been that only the Team Representatives vote at monthly meetings – one vote per team. I believe this was intended to mean one vote per member when voting for elected officers; however, this should be stated explicitly.

### **Section 2.40 PROXIES**

At any meeting of members, a member entitled to vote may vote either in person or by proxy executed in writing by the member. A proxy shall be valid for only one meeting and must be given to another member in good standing to vote.

**Section 2.50 TRANSFERABILITY**

No membership of any class shall be transferable and the privilege afforded by any class of membership shall cease upon such members death or resignation and shall not pass to the heirs or successors in interest except that a membership shall pass automatically to the surviving spouse.

**Section 2.60 DISSOLUTION**

In the event of dissolution of Falcon Athletic Boosters Club, Inc. all assets after payment of all liabilities shall be distributed among the sports programs in a manner established by the Board of Directors.

**ARTICLE III: Meetings of Members**

**Section 3.00 ANNUAL MEETING**

The Annual meeting of the members for the purpose of electing officers, and for the transaction of such other business as may come before the meeting, shall be held during the month of May in each year on a date and hour specified by the Board of Directors, or such other date as the members may from time to time set.

**Section 3.01 SPECIAL MEETINGS**

Special meetings of the members may be called either by the President and one other officer or by a group of members entitled to vote and representing not less than one-fifth of the membership vote. All members must be notified of the meeting as provided in Section 3.03.

**Section 3.02 PLACE OF MEETING**

The Club may designate any place, either within or without Severna Park, Maryland, as the place of meeting for any annual meeting, regular meeting or for any special meeting which may be called. If no designation is made, the place of meeting shall be Severna Park High School.

**Section 3.03 NOTICE OF MEETING**

Notice of the date and time of any meeting shall be given by any of the following means: personally, by telephone or other electronic transmission (by telecopy, electronic mail, telegraph or similar means) or mailed to each member at their residence address as it appears on the records of the Club. Personally delivered, telephonic or electronically transmitted notices shall be given at least seven days prior to the meeting and a record of the means of delivery of such notice shall be entered into the minutes of the meeting. Notice by mail shall be given at least seven days prior to the meeting. If mailed, such notice shall be deemed to be given when deposited in the United States mail with postage thereon prepaid. If given by electronic means, such notice shall be deemed to be given when transmitted.

Neither the business to be transacted nor the purpose of any special meeting (or any annual or regular meeting if a separate notice is given) need be stated in the notice, unless specifically required by statute or these Bylaws. No notice of any meeting need be given to any member who attends, or to any member who, in writing executed and filed with the records of the meeting either before or after the holding of the meeting, waives such notice.

Notice of the Annual Meeting or any special meeting will be considered given to all members if published in the Severna Park High School Principal's Newsletter, a similar newsletter published by the School or the Club, or on the Severna Park High School or Club webpage so long as the notice has been publicly viewable for not less than 48 hours prior to the beginning of the meeting..

**Section 3.10 QUORUM**

Ten members of the Club shall constitute a quorum for a meeting of the members. If quorum is not present at any meeting of the members, a majority of the members present shall adjourn the meeting, without further notice, to such later date as they may designate.

**Section 3.20 ORDER OF BUSINESS**

The order of business at meetings of the members shall be as follows:

1. Call to order
2. Proof of Notice of meeting or Waiver of Notice
3. Reading of Minutes
4. Report of Officers

5. Report of Committees
6. Old Business
7. Election of Officers
8. New Business
9. Adjournment

**Section 3.21 RULES OF ORDER**

The Robert's Rules Of Order, when not inconsistent with these By-Laws, shall govern the meetings of the Club.

**Section 3.22 MINUTES**

The Club shall keep minutes of each of its proceedings and a full account of all of its transactions.

**Section 3.30 INFORMAL ACTION BY MEMBERS**

Any action to be taken at a meeting of the members of the Club, or any other action which may be taken at a meeting of members, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by a majority of the members entitled to vote with respect to the subject matter thereof.

**Section 3.40 MANNER OF ACTING**

The Act of a majority of the members present either in person or by proxy at a meeting at which a quorum is present, shall be the act of the Club, except where otherwise provided by law or by these By-Laws.

**ARTICLE IV: Board of Directors**

**Section 4.00 GENERAL**

The control, business and management of the Club and its affairs and property, shall be entrusted to a Board of Directors (The Board) who shall serve until their successors are elected and qualified. In addition to the powers expressly conferred upon them by these Bylaws, the Board of Directors may exercise all of the powers of the Club.

**Section 4.10 QUALIFICATIONS FOR THE BOARD OF DIRECTORS**

Any member in good standing with athletes participating on one of the Severna Park High School sports teams during the current school year may be a Director of the Club.

**Section 4.20 COMPOSITION OF THE BOARD OF DIRECTORS**

The Board of Directors shall be composed of the elected officers of the Club, the Chairpersons of the Membership and Concessions committee, and the representatives from each sports program. No person shall vote more than one office or position on the Board of Directors.

**Section 4.21 APPOINTMENT OF DIRECTORS FROM THE SPORTS PROGRAMS**

During the month of May, after the election of the Officers, the current Directors of each of the sports programs listed herein shall nominate team representatives to serve as Directors for the full term of the next school year. The head coach of the sports program that the new Director is to represent shall approve or reject the new Director representing that particular team within 10 school days. If the nomination is not approved, the head coach will have 5 school days to appoint a new Director to represent the sports program. If neither the head coach nor the Athletic Director notifies the Secretary of the appointment of a Director within this 5-day period, a majority of the newly elected officers will appoint the Director.

The new Directors shall serve a term, beginning on July 1 and ending when they have been replaced. The Directors shall be responsible for specific tasks and duties as required by the Booster Club.

Each varsity sports program listed shall be represented by one voting Director. A sports program may have more than one Director, at the head coach's discretion; however, only one shall be permitted to vote on behalf of that sports program at any meeting. The principle of one vote per team shall apply.

- Baseball
- Basketball Boys
- Basketball Girls

Cheerleading  
Cross Country  
Field Hockey  
Football  
Golf  
Gymnastics  
Indoor Track  
Lacrosse Boys  
Lacrosse Girls  
Soccer Boys  
Soccer Girls  
Softball  
Swimming  
Tennis  
Track and Field (outdoor)  
Volleyball  
Wrestling

**Section 4.22 REMOVAL OF DIRECTORS**

The directors may, at any time, remove any director by a majority vote of the entire Board of Directors, and may elect a successor to fill any resulting vacancy for the balance of the term of the removed director. Any director whose removal is being considered shall be given an opportunity to be heard at this meeting; however, such director will not be deemed a director for purposes of determining the existence of a quorum at the removal proceedings.

**Section 4.30 VOTING RIGHTS**

Each director is entitled to one vote and may vote either in person or by proxy executed in writing by the Director. A proxy shall be valid for only one meeting and must be given to another member in good standing in order to vote.

**Section 4.40 MEETINGS**

The Board of Directors shall hold regular monthly meetings during the months of September through May.

**Section 4.41 SPECIAL MEETINGS**

Special meetings of the Directors may be called either by any two officers or by a group of Directors representing not less than one-fifth of the total number of directors. All Directors must be notified of the meeting as provided in Section 4.43.

**Section 4.42 PLACE OF MEETING**

The Club may designate any place, either within or without Severna Park, Maryland, as the place of meeting for any regular meeting or for any special meeting. If no designation is made, the place of meeting shall be Severna Park High School.

**Section 4.43 NOTICE OF MEETING**

Notice of the date and time of any meeting shall be given by any of the following means: personally, by telephone or other electronic transmission or mailed to each director at the director's business or residence address as it appears on the records of the Club. Electronic transmission includes, but is not limited to, telecopy, electronic mail (email), telegraph, facsimile (FAX), or by posting on the Club's website. Personally delivered, telephonic or electronically transmitted notices shall be given at least two days prior to the meeting and a record of the means of delivery of such notice shall be entered into the minutes of the meeting. If given by electronic means, such notice shall be deemed to be given when transmitted. Notice by mail shall be given at least five days prior to the meeting. If mailed, such notice shall be deemed to be given when deposited in the United States mail with postage thereon prepaid.

Neither the business to be transacted nor the purpose of any special meeting (or any annual or regular meeting if a separate notice is given) of the Board of Directors need be stated in the notice, unless specifically required by statute or these Bylaws. No notice of any meeting of the Board of Directors need be given to any director who attends, or to any director who, in writing executed and filed with the records of the meeting either before or after the holding of the meeting, waives such notice.

The date, place and time of regular monthly meetings may be set at the first monthly meeting of the academic year, which will generally be held in September. If the date, place and time of regular monthly meetings are set at the first meeting, no additional notice of these meetings need be given.

**Section 4.44 TELEPHONE MEETINGS**

Members of the Board of Directors may participate in a meeting by means of a conference telephone or similar communications equipment if all persons participating in the meeting can hear each other at the same time. Participation in a meeting by these means shall constitute presence in person at the meeting.

**Section 4.50 QUORUM**

The presence of ten Directors, in either person or by proxy, shall constitute a quorum for a meeting of the Board of Directors. If quorum is not present at any meeting, a majority of the Directors present shall adjourn the meeting, without further notice, to such later date as they may designate.

**Section 4.60 ORDER OF BUSINESS**

The order of business at meetings of the members shall be as follows:

1. Call to order
2. Proof of Notice of meeting or Waiver of Notice
3. Reading of Minutes
4. Report of Officers
5. Report of Committees
6. Old Business
7. New Business
8. Adjournment

**Section 4.61 RULES OF ORDER**

The Robert's Order, when not inconsistent with these By-Laws, shall govern the meeting of the Board of Directors.

**Section 4.62 MINUTES**

The Board of Directors shall keep minutes of each of its proceedings and a full account of all of its transactions.

**Section 4.70 INFORMAL ACTION BY DIRECTORS**

Any action to be taken at a meeting of the Board of Directors may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by a majority of the Directors entitled to vote with respect to the subject matter thereof.

**Section 4.80 MANNER OF ACTING**

The Act of a majority of the Directors present either in person or by proxy at a meeting at which a quorum is present, shall be the act of the Club, except where otherwise provided by law or by these By-Laws.

## ARTICLE V: Officers

### Section 5.00 OFFICERS

The officers shall be a President, a Vice President, a Treasurer, and a Secretary. Officers shall be members in good standing and shall have a student enrolled in and playing a sport at Severna Park High School during that school year.

### Section 5.01 PRESIDENT

The President shall have general oversight of all of the affairs of the Club. The President shall be the principal executive officer of the Club and shall be the Chairman of the Board of Directors. The President shall preside at all meetings of the Board of Directors and shall be an *ex officio* member of all committees that may, from time to time, be constituted by the Board of Directors. The President shall in general, supervise and administer all of the business of the Club. He or she shall secure the approval of budgets; sign contracts together with the Treasurer or Secretary after approval by the Board of Directors; review the bookkeeping and collection procedures of the Treasurer; and cosign any and all checks drawn on the accounts of the Club; jointly with either Secretary, the Treasurer or the Vice President as the members of the Club shall, from time to time, approve. In general, he or she shall perform all duties incident to the office of President and such other duties as may from time to time be prescribed by the Club.

### Section 5.02 VICE PRESIDENT

The Vice President shall be the liaison between the Board of Directors and the Chairpersons of all fund raising committees that are from time to time established or approved by the Board of Directors; and, in addition, shall perform such other duties as from time to time may be assigned to him or her by the President. In the absence of the President or in the event of the President's inability to act, the Vice President shall perform the duties of the President; and, when so acting, shall have all the powers of and be subject to all the restrictions upon the President.

### Section 5.03 TREASURER

The Treasurer shall have general oversight of all of the financial affairs of the Club and shall be responsible for all funds of the Club. The Treasurer shall control the membership fee collection procedure; may assist, coordinate and cooperate with the President in securing the approval of budgets; may cosign with the President, Vice President, or the Secretary, checks drawn on the accounts of the Club, as the Board of Directors shall from time to time approve; and, work with the auditors with respect to the preparation of financial statements. The Treasurer shall be responsible for filing all the necessary tax returns of the Club. In general, he or she shall perform all duties incident to the Office of Treasurer and such duties as from time to time may be assigned to him or her by the President.

### Section 5.04 SECRETARY

The Secretary shall:

1. Keep the minutes of the meetings and proceedings of the Board of Directors and committees of the board;
2. See that all notices are duly given in accordance with the provisions of these By-Laws or as required by law;
3. Be the custodian of the corporate records and of the Seal of the Club;
4. Be responsible for the Publicity function of the Club;
5. Be responsible for content of the Club's website; and
6. In general, perform such other duties as from time to time may be assigned by the President or by the Board of Directors.

NOTE: The style used to the duties of each of the Club's officers should be consistent.

### Section 5.10 REMOVAL

Any officer of the Club may be removed by the Board of Directors, at a meeting called for such purpose, if in the Board's judgment the best interests of the Club would be served thereby. Such removal shall be without prejudice to the contract rights, if any, of the person so removed. Any officer whose removal is being considered shall be given an opportunity to be heard at this meeting, however such officer will not be deemed a director for purposes of determining the existence of a quorum at the removal proceedings.

### Section 5.20 VACANCIES

A vacancy in any office may be filled for the balance of the term by the Board of Directors at any meeting.

**Section 5.30 ELECTION AND TERM OF OFFICE**

All officers of the Club shall be elected annually by the members, with notification at the April meeting of the slate compiled by the nominating committee, and elections at the annual meeting in May. Each officer shall hold office for one year or until his or her successor has duly taken office. Officers may be elected to succeed themselves so long as they meet the provisions of paragraph 5.00.

**Section 5.31 NOMINATING COMMITTEE**

At the March meeting of the Board of Directors, the Board shall appoint a nominating committee, consisting of 3 members of any class of membership, one of whom shall be an existing officer. The committee shall report its nominations for offices to be filled, to the Secretary at the April meeting.

**Section 5.32 ADDITIONAL NOMINATIONS**

Additional nominations may only be made by placing the names of the nominees, over the signatures of at least fifteen members, and delivering a copy to the Secretary, no less than 10 days prior to the annual meeting. Upon expiration of time for the nominations, the Secretary shall prepare one ballot containing, in alphabetical order, the names of all nominees, listed by the office to which they are seeking election.

**Section 5.40 INDEMNIFICATION OF OFFICERS**

Any officer who was or is involved or is threatened to be involved, as a party or otherwise, in any threatened, pending or completed action, suit or proceeding, including any appeal relating thereto, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Club) by reason of the fact that he or she is or was an officer of the Club, shall in accordance with this Article V, be indemnified by the Club against expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding or the defense thereof, if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Club, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea to nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interest of the Club, and with respect to any criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful.

The Board of Directors will obtain insurance and bonding for the officers to assist/protect them in the event that any litigation is threatened or initiated.

Within a reasonable time after the institution of an action, suit or proceeding, the person seeking indemnity shall give the Board of Directors written notice thereof together with a copy of any complaint or declaration filed therein.

Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Board of Directors in advance of the final disposition of such action, suit or proceeding as authorized by the Board of Directors in the specific case upon receipt of the officer's undertaking to repay such amount unless it shall ultimately be determined that he or she is entitled to be indemnified by the Board of Directors as authorized in this Article V.

**Section 5.50 COMPENSATION**

Officers shall not receive any stated salaries for their services in such capacity, but may receive reimbursement for expenses incurred in carrying out the duties and responsibilities of his or her office.



## ARTICLE VI: Committees

### Section 6.00 COMMITTEES

The Club shall have both permanent committees and ad hoc committees as may from time to time be approved by the Board of Directors. The permanent committees are Concessions, Membership, Community Outreach, Facilities Management, By-Laws, and Audit.

### Section 6.10 CONCESSIONS COMMITTEE

The Concessions Committee shall be responsible for the management and operation of the concession stands.

### Section 6.11 MEMBERSHIP COMMITTEE

The Membership Committee shall be responsible for the solicitation of members, including new members from the community, and for the collection of dues. It shall also be responsible for maintaining records of the members' name, address, telephone number, names of any children in an SPS sports program, email address, and such other information as the Board may from time to time proscribe.

### Section 6.12 COMMUNITY OUTREACH COMMITTEE

The Community Outreach Committee shall be responsible for the publicity functions of the Club. It shall assist the Secretary, as necessary, with maintenance of the Club's website. It shall also be responsible for obtaining donations from the community.

### Section 6.13 FACILITIES MANAGEMENT COMMITTEE

The Facilities Management Committee shall be responsible for coordinating the maintenance of school facilities where the initial funding or potential future funding was or might be provided by the Club. The Committee is expected to work with the School Administration to help assure that all possible Anne Arundel County Board of Education and other governmental funds are made available for the facilities prior to Club funds being used.

### Section 6.14 AUDIT COMMITTEE

The Audit Committee shall review, at least annually, all financial transactions of the Club, contracts for the procurement or provision of goods, services and employees, the financial affairs and general management of the Club and report its findings in writing to the Board of Directors. The audit Committee may retain such accountants, attorneys, consultants and advisors as it deems necessary to fulfill its obligations, subject to provisions for payment therefor in the Club's budget.

### Section 6.15 BY-LAWS COMMITTEE

The By-Laws Committee shall review, at least annually, the By-Laws of the Club to determine whether the By-Laws are appropriate and adequate to operate the Club.

### Section 6.20 OTHER COMMITTEES

From time to time the Board of Directors may by resolution provide for and appoint any other committee or committees to have such powers and perform such duties as may be assigned to it by the Board of Directors. The appointment of a committee of the Board of Directors and the delegation of authority to such committee shall not relieve the Board of Directors or any director of any responsibility imposed by law or by the Club's Articles of Incorporation.

### Section 6.30 MEETINGS OF COMMITTEES

Each committee created by these Bylaws or the Board of Directors shall fix its own rules of procedure, and shall meet as provided by those rules, or by resolution of the Board of Directors, or at the call of the chairman or any two members of the committee. One third of the members of each entire committee shall constitute a quorum; and, in every case, the affirmative vote of a majority of the entire committee shall be necessary to take any action. Members of a committee may participate in meetings by means of a conference call and may take informal written action in the same manner as permitted under these Bylaws. Participation in a meeting by these means constitutes presence in person at such meeting. In the event a member of a committee fails to attend any meeting of that committee, the other members of that committee present at the meeting, whether or not they constitute a quorum, may appoint a member of the Board of Directors to act in the place of such absent member. Vacancies in any committee shall be filled by the Board of Directors in such manner as the Board of Directors may designate. Each committee shall report its actions taken at any meeting and its activities in general to the annual meeting and to each regular meeting of the Board of Directors.

## **ARTICLE VII: Executive Committee**

### **Section 7.00 EXECUTIVE COMMITTEE**

The Executive Committee shall include the President, Vice President, Treasurer and Secretary along with the Chairpersons of the Concessions and Membership Committees.

### **Section 7.10 POWERS AND DUTIES**

During the intervals between the meetings of the Board of Directors, the Executive Committee shall have and may exercise all of the authority of the Board of Directors except to the extent, if any, that such authority shall be limited by law, by the articles of incorporation or by resolution of the Board of Directors.

### **Section 7.10 RATIFICATION**

All action taken by the Executive Committee shall be reported to the Board of Directors at its next meeting after such action, and shall be subject to revision and alteration by the Board of Directors, provided that no rights of third parties shall be affected by any such revision or alteration. Such delegation of authority to the Executive Committee shall not relieve the Board of Directors or any director of any responsibility imposed by law.

## **ARTICLE VIII: Contracts, Checks, Deposits and Gifts**

### **Section 8.10 CONTRACTS**

The Board of Directors may, from time to time, authorize any member to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Club and such authority may be general or confined to specific instances.

### **Section 8.20 CHECKS, DRAFTS, ETC.**

All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Club shall be signed by a member of the Executive Committee.

### **Section 8.30 DEPOSITS**

All funds of the Club not otherwise employed shall be deposited from time to time to the credit of the Club in such banks, trust companies or other depositories as the Board of Directors may designate, provided such deposits shall be federally insured or collateralized with obligations of the United States of America. The moneys of the Club may also be deposited or invested in direct obligations of or obligations guaranteed by the full faith and credit of the United States of America or in such bonds, securities or investments as may be authorized by the Board of Directors. The income from any deposits or investments may be deposited, pending disposition, in such checking accounts as the Board of Directors may authorize from time to time. Disposition of the principal amount of such deposits or investments may be authorized only by the Board of Directors (which authorization shall include the adoption of a budget by the Board of Directors).

### **Section 8.40 GIFTS AND DONATIONS**

The Board of Directors may accept on behalf of all members, any contribution, gift, bequest or devise for general purposes or for any special purposes of the Club. The Club will provide the donor or gift giver with records required under the Internal Revenue Code of the United States.

## ARTICLE IX: Books, Records, Fiscal Year and Miscellaneous

### Section 9.00 BOOKS AND RECORDS

The Board of Directors shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members. All books and records of the Club may be inspected by any member in good standing for any purpose at any reasonable time.

### Section 9.01 MAINTENANCE OF RESTRICTED FUNDS

The books and records of the Club shall provide for "restricted funds." Any and all money maintained in these restricted funds shall be disbursed only at the direction of the Athletic Director and the Fund Controller, who in the case of the Sports Programs shall be the head coach of the Sport and in the case of other restricted funds shall be the Chairperson of the Committee that has raised the funds. Initially the Club shall set up a restricted fund for each recognized sport.

### Section 9.02 MAINTENANCE OF UNRESTRICTED FUNDS

All funds other than those specifically identified as restricted funds shall be "unrestricted funds," which may be used by the Club, under the authorities specified in these By-Laws, for any lawful purpose that will not jeopardize the Club's Federal Income Tax status.

### Section 9.10 FISCAL YEAR

The Fiscal year of the Club shall begin on the 1st day of July, of each year.

### Section 9.20 AUDITS

Sixty days following the close of each 12 month period, or more frequently as the Board of Directors sees fit, the Board of Directors shall authorize an audit of its books and records to be made either by an Audit Committee or outside auditor chosen by the members; provided, however, no officer of the Club, acting as such during the audited period, shall be chosen as a member of the Audit Committee. Such reports of audits are to be presented to the President, who will as soon as possible present it to the members of the Club at the next annual meeting, or a special meeting deemed necessary by the President.

### Section 9.30 ANNUAL REPORT

The President of the Club shall prepare or cause to be prepared annually a full and correct statement of the affairs of the Club, including a balance sheet and a statement of the results of operations for the preceding fiscal year, which shall be submitted at the annual meeting of the members and filed within 20 days thereafter at the principal office of the Club.

### Section 9.40 WAIVER OF NOTICE

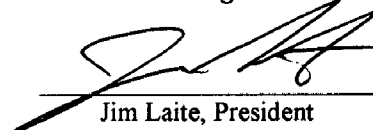
Whenever any notice is required to be given pursuant to the Club's Articles of Incorporation or Bylaws of the Club or pursuant to applicable law, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. Neither the business to be transacted nor the purpose of any meeting need be set forth in the waiver of notice, unless specifically required by statute. The attendance of any person at any meeting shall constitute a waiver of notice of such meeting, except where such person attends a meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

### Section 9.50 AMENDMENTS TO BY-LAWS

These By-Laws may be altered, amended or repealed and new By-Laws may be adopted by a two thirds vote of the members present at any annual meeting or at any special meeting at which a quorum is present, provided that at least seven (7) days written notice or electronic notice is given to all members of the intention to alter, amend or repeal or to adopt new By-Laws at such meeting.

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The foregoing are certified as the Bylaws of the Club adopted at the Annual meeting of the Members on Sep 09, 2009.

  
Jim Laite, President