

**SAN CLEMENTE HIGH SCHOOL**

**BYLAWS OF THE TRITON BOOSTER CLUB, INC.**

**AS OF JUNE 13, 2005**

**SAN CLEMENTE, CALIFORNIA**

**ARTICLE I. NAME**

The name of this organization shall be the Triton Booster Club, Inc., hereinafter known as TBC. The following bylaws are placed in effect.

**ARTICLE II. PURPOSE**

SECTION 1. This association is organized exclusively for the charitable, scientific, literary or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or Corresponding Section of any future Federal tax code.

SECTION 2. The purposes of this organization are to provide:

- a. Communication - TBC shall coordinate activities, promote communications between the ancillary clubs, be the liaison to the San Clemente High School administration and be a point of contact between ancillary clubs and the TBC processor.
- b. Accounting - TBC shall maintain and supervise all tax related and not-for-profit status issues including but not limited to documents and reports and file the TBC taxes with the Internal Revenue Service.
- c. Insurance - TBC shall maintain appropriate insurance policies including but not limited to General Liability and Directors and Officers coverages in the minimum amounts of \$1,000,000 each.

**ARTICLE III. MEMBERSHIP**

SECTION 1. The two classes of TBC membership are:

- a. Ancillary Club. An Ancillary Club is any parent, guardian or other who stands *in loco parentis* (hereinafter collectively referred to as "Parent[s]") or group of Parents of any SCHS student participating in various CUSD approved activities, that is approved by the SCHS Principal and that is approved for membership by the TBC Board of Directors (hereinafter known as the "Board").
- b. General Member. A General Member is any Parent(s) of any SCHS student who has paid the TBC annual dues.

SECTION 2. Dues

- a. Dues will be established for the upcoming fiscal school year (July 1<sup>st</sup> - June 30<sup>th</sup>) by the Board at a TBC meeting following the Annual Meeting and prior to the end of the current fiscal year.
- b. Membership Dues are valid only for the fiscal year in which they are paid.
- c. Dues are payable one time per student at or before registration.
- d. The TBC in conjunction with SCHS will collect the booster fees from each student.
- e. Once paid, dues are not refundable.

SECTION 3. Benefits of Membership

- a. Ancillary Clubs in good standing receive the following benefits, including but not limited to:
  1. Attendance at TBC General & Board meetings
  2. One vote at TBC Board Meetings
  3. Non-Profit Tax ID Status
  4. IRS Tax Return preparation
  5. Financial Processing
  6. Insurance Coverage
  7. Use of Post Office Box
  8. Fundraising Clearinghouse
  9. Resale Number
  10. Bulk Mailing Permit
  11. Dispute Resolution
- b. General Members in good standing receive the following benefits, including but not limited to:
  1. Attendance at TBC General & Board meetings
  2. Voting rights at TBC General Meetings
  3. Make motions and speak in debate
  4. Nominate Officers
  5. Hold Office

No other group shall have the benefits of TBC membership.

SECTION 4. Requirements of Membership

In order to remain:

- a. An Ancillary Club in good standing the club shall adhere to the following:
  1. Membership Dues - Insure that all Ancillary Club members are fully paid General Members of TBC within 30 days of the onset of their program.
  2. Meeting Attendance- An Elected Officer of the Ancillary Club shall attend all meetings of the TBC.
  3. Bylaw Acceptance- An Officer of each Ancillary Club is required to read the TBC Bylaws and enforce them in their Ancillary Club.

4. An Ancillary Club shall provide to TBC the following: an annual budget, student roster, Club Summary Sheet and all Policies and Procedures. A new Ancillary Club shall submit all club documentation within 30 days of commencement. Current Ancillary Clubs shall submit documentation as follows:
  - (i) Club Summary Sheet and all Ancillary Club Policies and Procedures by July 1<sup>st</sup> of each year.
  - (ii) Approved Annual Budget by commencement of Activity.
  - (iii) Student Roster within 30 days of commencement of Activity.

Updates, changes or amendments to any of the above shall be submitted within 30 days.

- b. A General Member in good standing, dues must be paid in accordance with Article III, Section 2, above.

**SECTION 5.** Disciplinary Action

- a. Any Ancillary Club in non-compliance of these Bylaws shall have all TBC Benefits suspended, including voting rights at the Board meetings, and all monies shall be frozen until compliance is achieved.
- b. The Ancillary Club will be given a written notice of non-compliance and given 30 days to comply.
- c. In the event of continued non-compliance, the Board will call and conduct a closed hearing within a minimum of 10 working days of the date of the notice of hearing. The Parliamentarian shall chair the disciplinary hearing. Neither side shall have the right to counsel. The decision of the Board shall be final.
- d. In the event that the disciplinary committee rules that disbandment of the Ancillary Club and/or forfeiture of funds is appropriate, the Board will form a subcommittee consisting of three Board members appointed by the TBC President and the SCHS Principal as *ex officio*. The committee shall be responsible for the disbursement and use of the funds in support of the activity for which they were raised.

**ARTICLE IV. OFFICERS**

**SECTION 1.** The Officers of TBC shall be:

- a. Elected Officers: One President, one Executive Vice President, other Vice Presidents as determined by the Nominating Committee, one Secretary, one Treasurer and one Auditor.
- b. Appointed Officers. The following Officers shall be appointed by the President subject to ratification by the Board: Parliamentarian, Publicity Chair, PTSA Liaison, Membership Chair, Insurance Liaison

**SECTION 2.** Duties:

- a. President: The President will preside at meetings, serve as chair of the Board, rule on procedures and jurisdiction, summarize voting measures and decisions, appoint all committee members, authorize payment of all bills (with the approval of the officers) and prepare the agenda for each meeting.

- b. Executive Vice President: The Executive Vice President will preside in the absence of the President and monitor the progress and reporting of all committees.
- c. Secretary: The Secretary will record and publish the Minutes of the meetings within seven (7) business days, will maintain a complete and current Minutes book, keep a current copy of the Bylaws and Polices and Procedures. In the absence of both the President and Executive Vice President, the Secretary will conduct the business meeting of the organization. The Secretary will notify officers and Board members of meetings and shall handle all correspondence with the exception of those communications specifically required for the Publicity chair.
- d. Treasurer: The Treasurer will maintain current fiscal records and securities of the TBC, accept periodic financial reports of each Ancillary Club from the TBC Processor and coordinate with the TBC Processor for account deposits and payments. The Treasurer shall train and serve as a backup/reserve processor for the TBC. The Treasurer shall maintain all federal, State and local operating requirements. In the absence of the President, Executive Vice President and Secretary, the Treasurer will conduct the business meetings of the organization.
- e. Auditor: The Auditor shall audit the books of TBC and coordinate with the TBC processor the preparation of financial records for presentation to the CPA in order to complete appropriate taxes.
- f. Parliamentarian: The Parliamentarian shall attend all meetings of the TBC and Board and give necessary advice in parliamentary procedure when requested. The Parliamentarian shall call the first meeting of the nominating committee, conduct election of chairman, give instruction in procedure and may be contacted for information, if needed. The Parliamentarian shall chair the Bylaws Committee and review Bylaws and Polices and Procedures annually.

SECTION 3. Nominations and Elections:

- a. Nominations for officers shall be made by a Nominating Committee, which shall be appointed by the President.
- b. The Nominating Committee shall be appointed at least two months prior to the Annual Meeting. The committee shall serve until the Annual Meeting.
- c. The Nominating Committee shall be composed of a minimum of three General Members of TBC, appointed by the President. The president shall not be appointed to or serve as *ex officio* to the Nominating Committee.
- d. No member shall serve on the Nominating Committee for more than two (2) consecutive years.
- e. Immediately upon its appointment, the Nominating Committee shall set the date of its first meeting.
- f. The report of the Nominating Committee shall be submitted to the Board at least (30) days prior to the Annual Meeting. At the Annual Meeting additional nominations must be called for from the floor.
- g. Only those persons who are eligible and who have signified their consent to serve if elected shall be nominated for or elected to office.
- h. Nominees for the offices of President, Treasurer and Auditor shall not be related by blood or marriage or reside in the same household. The privilege of holding office shall be limited to General Members in good standing and who have been members of TBC for at least thirty (30) days prior to nomination.

- i. Election shall be held by ballot at the Annual Meeting in May. If there is but one nominee for any office, the ballot for that office may be dispensed with and elections held by voice vote.
- j. Officers shall serve for a term of one year or until their successors are elected. No officer shall be eligible for the same office for more than two consecutive terms or hold more than one elected office at the same time unless serving as Secretary and Treasurer. Officers shall assume their duties on July 1<sup>st</sup> of each year.
- k. If an office remains unfilled after election, it shall be considered a vacant office to be filled by the Board-elect. A vacancy occurring in any office shall be filled for the remainder of the term by a person elected by the Board. An Election to fill a vacancy shall require a majority vote of the Board, with at least 10 days prior notice to the Board.

## **ARTICLE V. PARLIAMENTARY AUTHORITY, MEETINGS, QUORUM AND VOTING**

### SECTION 1. Parliamentary Authority

The rules contained in the current edition of **ROBERT'S RULES OF ORDER NEWLY REVISED** shall govern TBC in all cases in which they are applicable.

### SECTION 2. Meetings

Board Meetings of the TBC will be held no less than quarterly. Additional meetings may be held as deemed necessary by the President. The election shall be held at the Annual Meeting in May. At least thirty (30) days prior notice of the Annual Meeting must be given to all General Members. Additional General Meetings may be called by the President with at least thirty (30) days prior notice given to all General Members. The President may fix a time limit on speakers and debates on motions.

### SECTION 3. Quorum

- a. A Quorum for a General Meeting shall be a minimum of 20 members.
- b. A Quorum for a Board Meeting shall be a minimum of 5 members, at least 3 of whom must be Officers.
- c. A Quorum for an Ancillary Club meeting shall be a minimum of 3 members, at least 2 of whom must be Officers. If the Ancillary Club has only 2 members, the quorum shall be 2 members.

### SECTION 4. Voting

- a. All voting members in good standing shall be entitled to vote at General Meetings of members. Only Board Members may vote at Board meetings.

- b. Any TBC members shall abstain from voting on any motion relating to financial gain to themselves, to anyone related by blood or marriage, to anyone residing in the same household or toward any business to which such a person is affiliated.
- c. Voting by proxy is PROHIBITED.
- d. In the event an urgent situation arises between regular Board meetings, the Board shall have the authority to take action via either e-mail or telephonic communications. In such case, voting shall be unanimous, with the Secretary keeping Minutes of the proceedings. At the next Board meeting, the matter will be brought up for full discussion and the Board shall execute a Resolution outlining the matter voted upon as well as obtaining the signatures of all Board members.
- e. All General Member and Board Member votes shall count only as one whole vote each.
- f. Except as otherwise noted, motions/elections/votes will be decided by a simple majority (50% plus 1) of members in good standing and eligible to vote.
- g. The President shall cast the one deciding vote in case of a tie.

## **ARTICLE VI. BOARD OF DIRECTORS**

### SECTION 1.                      Composition

Starting July 1, 2003, the TBC Board shall be comprised of an Officer of each Ancillary Club in good standing who will be known as the TBC Liaison. The Elected Officers of the Board will be elected per Article IV, above, and the Appointed Officers will be appointed and ratified at the first Board meeting of the year.

### SECTION 2.                      Duties

The Elected Officers of the Board:

- a. Shall transact necessary business between meetings of the TBC Board and such other business as may be referred to the TBC.
- b. May authorize the payment of TBC bills within limits of the budget adopted by the TBC. Such action shall be ratified at the next TBC meeting and must be recorded in the meeting Minutes.
- c. May authorize the payment of other unbudgeted TBC bills not to exceed a cumulative total of Five Hundred Dollars (\$500) between meetings of the Board. Ratification of payment of these bills shall occur at the next Board meeting and shall be recorded in the Minutes.
- d. Shall create committees as are deemed necessary to promote the purposes and to carry on the work of the TBC.
- e. Shall fill all vacancies in office, including that of President. (Refer to Article IV, Section 4, Item K.)
- f. Shall open and maintain a checking account for TBC at a federally insured bank. The authorized signers on the account shall be the President, the Secretary and the Treasurer, with 2 signatures required on all checks.
- g. Shall direct the TBC Processor regarding the use of any bookkeeping and check writing system or software.

## **ARTICLE VII. ANCILLARY CLUBS**

### SECTION 1.                      Definition

An Ancillary Club is any parent, guardian or other who stands *in loco parentis* (hereinafter collectively referred to as “Parent[s]”) or group of Parents of any SCHS student participating in various CUSD approved activities, that is approved by the SCHS Principal and that is approved for membership by the TBC Board. The purpose of an Ancillary Club is to fundraise and support the above referenced activity in accordance with Article III, Section 4.

### SECTION 2.                      Bylaws and Polices and Procedures

All Ancillary Clubs are bound by these TBC Bylaws and any Polices and Procedures that may be developed by the TBC. No Ancillary Club shall have separate Bylaws. Ancillary Clubs may develop polices to conduct Club business. Those policies, however, shall not be in conflict with or supercede the TBC Bylaws and Polices and Procedures.

### SECTION 3.                      Officers

- a. All Ancillary Clubs shall elect four officers consisting of: One President, one Vice-President, one Secretary and one Treasurer.
- b. An Ancillary Club may function with less than four officers upon approval of the TBC Board. The minimum requirement for officers shall be: One President and one Secretary/Treasurer.
- c. In the event that an Ancillary Club has only 2 officers and no other members, any tie vote shall be referred to the TBC Board’s Dispute Resolution Committee.
- d. The term of office shall be one year or until successors have been elected. In no event shall an officer serve for more than two consecutive terms or hold more than one elected office at the same time unless serving as Secretary and Treasurer. Officers shall assume their duties on July 1<sup>st</sup> of each year.

### SECTION 4.                      Nominations and Elections

- a. Nominations for new officers of each Ancillary Club shall be made by a Nominating Committee, which shall be appointed by the President. The Nominating Committee shall be composed of a minimum of three Ancillary Club members. The President shall not be appointed to or serve as *ex officio* to the Nominating Committee.
  1. The Nominating Committee shall be appointed at least 2 months prior to the expected termination of the Ancillary Club activity.
  2. No member shall serve on the Nominating Committee for no more than two (2) consecutive years.

3. Immediately upon its appointment the Nominating Committee shall set the date of its first meeting.
4. The report of the Nominating Committee shall be submitted to the Ancillary Club's membership at least (30) days prior to the expected termination of the Ancillary Club activity and 5 days prior to the club's Annual Meeting.
5. Only those persons who are eligible and who have signified their consent to serve if elected shall be nominated for or elected to office.
6. Nominees for the offices of President and Treasurer shall not be related by blood or marriage or reside in the same household or be related by blood or marriage or reside in the same household as the appointed Auditor.
7. Election shall be held by ballot at the final meeting of the Ancillary Club each year. If there is but one nominee for any office, the ballot for that office may be dispensed with and elections held by voice vote. At the final meeting additional nominations must be called for from the floor.

**SECTION 5.** Quorum

A Quorum for an Ancillary Club meeting shall be a minimum of 3 members, at least 2 of whom must be Officers. If the Ancillary Club has only 2 members, the quorum shall be 2 members.

**SECTION 6.** In the event of an irresolvable dispute, the Ancillary Club President shall bring the issue to the TBC Dispute Resolution Committee.

**SECTION 7.** Liaison

- a. Either the President, the Vice-President, the Secretary or the Treasurer shall act as Liaison to the TBC and as such shall attend meetings of the TBC Board where they will serve as a voting member, represent their club and report back to their Ancillary Club.
- b. In the event that the designated Liaison is unable to attend a Board meeting, one of the other officers designated above shall be sent as a substitute.

**ARTICLE VIII. TBC COMMITTEES**

**SECTION 1.** There shall be such committees created by the TBC Board as may be required to carry on the work of TBC. The quorum for a committee meeting shall be a majority of its members.

**SECTION 2.** Standing Committees shall consist of:

- a. Bylaws
- b. Budget
- c. Nominating
- d. Publicity
- e. Dispute Resolution

f. Membership

SECTION 3. Other Committees shall be formed as designated by the Board.

SECTION 4. Chairs and Members

The chair and members of committees, all of whom shall be members of the TBC, shall be appointed by the President subject to the ratification of the Board.

SECTION 5. Term

The term of office for a chair shall be one year or until a successor has been appointed.

SECTION 6. Committee Dissolution

Upon the expiration of the term of office or in case of resignation or termination, each chair shall turn over to the President without delay, all records, books and other material pertaining to the chairing of the committee.

## **ARTICLE X. AMENDMENT OF THE BYLAWS**

These Bylaws shall be amended at any General meeting of the membership by a two-thirds (2/3) vote of members present and qualified to vote, following 30 days notice of changes to be considered. These Bylaws shall be reviewed annually by the Bylaws Committee, which will be appointed by the President at the first meeting and chaired by the Parliamentarian.

## **ARTICLE XI. DISSOLUTION**

Upon the dissolution of the TBC, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to one or more nonprofit funds, foundations, or organizations that have established their tax-exempt status under Section 501 (c)(3) of the Internal Revenue Code and whose purpose is to serve students attending public high school in San Clemente.

## **POLICIES AND PROCEDURES**

### SECTION 1

#### General

- a. The TBC and its Ancillary Clubs shall be noncommercial, nonsectarian and nonpartisan.  
Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (i) by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (ii) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
- b. TBC and its Ancillary Clubs shall work with SCHS and the community to provide support for the Ancillary Clubs and SCHS as a whole, recognizing that the legal responsibility to make decisions has been delegated by the people to state education authorities, school district authorities and SCHS staff and administration.
- c. No part of the net earnings of TBC and its Ancillary Clubs shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons except that TBC and its Ancillary Clubs shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.
- d. TBC and Ancillary Club members in their official capacity shall not endorse a commercial entity or engage in activities not related to promoting the purposes of TBC or the Ancillary Club.
- e. A copy of the TBC Bylaws and Policies and Procedures shall be given to each Board member at the first Board meeting of the school year. Each Board member shall be responsible for making a thorough study of them. A copy shall be made available to any member of TBC upon request.
- f. At least five business days notice, in writing, must be given to the President in order to have an item of business or an announcement placed on the Board or General Meeting agenda.
- g. When a recommendation for an item of business or an announcement that has not had prior consideration by the Board is brought to a TBC meeting, it may be referred to a committee and/or the Board for study.
- h. Any non-TBC material to be distributed at a General Meeting must be approved by the Board and the SCHS Principal no less than 5 business days prior to the meeting.
- i. Each officer and chair shall be responsible for keeping up-to-date records and turning them over to the incoming officer or chair at the end of their term of office. In the absence of an incoming officer or chair, the records shall be turned over to the President.
- j. The membership list/directory of TBC shall be for the exclusive use of TBC and shall not be available for distribution or purchase by any other organization or commercial entity.
- k. All business transacted via U.S. mail shall be sent to:  
P.O. Box 3054

SECTION 2 Processor

- a. The Board shall maintain and support the TBC Processor as follows:
  1. Hire a person to the position of TBC Processor subject to approval of SCHS Administration.
  2. Evaluate the TBC Processor's performance in conjunction with SCHS Administration.
  3. Bond the Processor for a minimum of \$2,000,000.
- b. Processor shall:
  1. Input all approved budgets of TBC and its Ancillary Clubs.
  2. Process all approved Check Requests as directed by the Board within 3 business days including verifying that the requested funds are available within the approved budget.
  3. Post deposits to appropriate accounts.
  4. Reconcile monthly bank statements within 7 business days of receipt.
  5. Within 7 business days of receipt of bank statement, provide financial statements on a monthly basis as follows:
    - (i) The Board is to receive an updated financial statement of TBC and all Ancillary Clubs.
    - (ii) Each Ancillary Club is to receive an updated financial statement of its own activity.
  6. Work in conjunction with the TBC Auditor to prepare financial records for presentation to the CPA in order to complete appropriate taxes.
- c. The TBC Treasurer shall also train and serve as a backup/reserve processor for the TBC.

SECTION 3. Ancillary Clubs

- a. Budget

In conjunction with the Advisor/Coach/Director of the activity, each Ancillary Club shall create a budget showing projected revenues and expenses for the fiscal year. The budget categories are to correspond to the coding provided by the TBC Processor. All budgets shall be approved by SCHS Administration as directed by the SCHS Principal.
- b. Ancillary Club Documentation

An Ancillary Club shall provide to TBC the following: an annual budget, student roster, Club Summary Sheet and all Policies and Procedures. A new Ancillary Club shall submit all club documentation within 30 days of commencement. Current Ancillary Clubs shall submit documentation as follows:

  1. Club Summary Sheet and all Ancillary Club Policies and Procedures by July 1<sup>st</sup> of each year.
  2. Approved Annual Budget by commencement of Activity.
  3. Student Roster within 30 days of commencement of Activity.

Updates, changes or amendments to any of the above shall be submitted to the Board within 30 days. All revisions to an Annual Budget require approval of SCHS Administration as directed by the SCHS Principal.

c. Activities/Facilities Approval:

1. Fundraisers held **on campus** will be limited to one group per event, subject to approval of the SCHS Principal or Principal's designee. Ancillary Clubs will submit a Fundraising Request and Facilities Use form to SCHS Administration for all fundraisers/functions on SCHS School property. SCHS Administration will approve or deny requests and enter information onto the SCHS Marquee if approved.
2. Fundraisers held **off campus** will be open to more than one group per event, subject to approval of the SCHS Principal or Principal's designee. Ancillary Clubs will submit a Fundraising Request form to SCHS Administration for all fundraisers/functions. SCHS Administration will approve or deny requests and enter information onto the SCHS Marquee if approved.
3. Unsolicited fundraising information received by Administration or the TBC will be brought to the Board for distribution.

d. Money Handling Procedures:

1. Ancillary Clubs shall submit a Check Request Form for budget approved expenses only, providing the proper coding, authorizations and or receipt information. Check requests will be processed within 3 business days.
2. Cash Box Monies/Change Fund – hereinafter known as Change Fund.  
A Change Fund shall be obtained in advanced via a check request from the TBC processor. Change Fund opening balance monies may be held open for an event with a duration of no longer than 5 days except for Change Funds not exceeding \$200 which may be held open for the duration of the Activity's season. Change Fund cash shall be counted by 2 Ancillary Club members, one of whom shall hold responsibility for the change fund monies and re-counted with another member upon start up of the continuation of the event.
3. Deposits shall be made on a daily basis of all monies/profit above the Change Fund start up exceeding \$500 in cash or \$2500 in cash and checks with a Record of Deposit Report to the TBC Processor within 3 business days. All monies shall be counted by 2 members of the Ancillary Club for preparation of the deposit and the deposit shall have 2 signatures. All deposits shall have 2 individually calculated register tapes. At the end of the event the final deposit shall include the amount of the Change Fund.

Section 4. Amendment of Policies and Procedures.

These Polices and Procedures shall be amended at any Board Meeting by a simple majority vote of members present and qualified to vote, following 30 days notice of changes to be considered. These Polices and Procedures shall be reviewed annually in conjunction with the annual review of the Bylaws.

