

**Bylaws**  
of  
**Jordan HS Science Olympiad Booster Club**  
(A Non-Profit Corporation)

**Article I**  
**Name and Location**

1.01 The name of the organization shall be **Jordan HS Science Olympiad Booster Club (“Booster Club”)**.

**Article II**  
**Purpose and Structure**

2.01 Purpose. The purpose of the Booster Club includes raising funds and purchasing personal property and services to be used by students and faculty of Jordan HS Science Olympiad Team (“SciOly Team”), providing volunteers for tournaments (in and out of state) that will contribute to the success of the team; and exercising other powers conferred by the laws of Texas on nonprofit corporations.

This Booster Club shall be self-governing, self-supporting, non-commercial, nonsectarian, nonprofit, and nonpartisan, and shall seek neither to direct the administrative activities of the Katy Independent School District nor to control its policies. No part of the net earnings of the Booster Club shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that reasonable compensation may be paid for services rendered to or for the organization affecting one or more of its purposes. No member, officer, or private individual shall be entitled to share in the distribution of any of the corporate assets on the dissolution of the Booster Club. No substantial part of the activities of the Booster Club shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Booster Club shall not participate in, or intervene in (including the publication of statements) any political campaign on behalf of any candidate for public office.

The Booster Club is organized pursuant to the Texas Nonprofit Corporation Act and does not contemplate pecuniary gain or profit and is organized for nonprofit purposes which are consistent with the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended.

The Booster Club shall observe the following regulations: Katy Independent School District Booster Club Guidelines as outlined in the KISD Financial Management Handbook for Parent/Booster Organizations, University Interscholastic League Booster Club Guidelines and all local, state, and federal laws which apply to nonprofit organizations.

Upon dissolution of this organization, assets shall be distributed exclusively to Jordan High School Science Olympiad activity account, and in case the SciOly Team no longer exists or is inactive, the assets shall be distributed to other charitable organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended.

## **Article III Membership**

3.01 Membership. Members will uphold the policies of this organization and agree to its Bylaws. A maximum of one membership shall be granted to each family unit. The list of all members is reviewed and may be amended at the annual meeting.

There are two (2) types of membership:

- a. **General Member:** General Members in this organization are open to any person who is a parent/guardian of a child or children who participate in the SciOly Team. General Members shall include Board members and other non-honorary members. General Members have voting privileges and pay dues.
- b. **Honorary Member:** Honorary members may be elected by the Executive Board of the Booster Club (“Board”). This membership is generally reserved for alumni, past members, and those who have made a significant contribution to the SciOly Team and/or Booster Club activities, but do not have a child in the SciOly Team. Honorary Members do not have voting privileges and do not pay dues.

3.02 Rights and Responsibilities. All members shall have the right and responsibility to attend meetings and events sponsored by the Booster Club and serve on committees. General Members may be nominated and elected to the Board. General Members shall have the right to vote for the officers, review and approve the annual budget and approve amendments to these Bylaws.

3.03 Quorum. General Members present at any membership meeting of the Booster Club, provided at least 50% of the members are present, shall constitute a quorum for the transaction of business. In the absence of a quorum, the members may not take action. In that event, any matter brought before the membership, at the meeting at which a quorum is not present, shall be discussed and decided by the Board.

3.04 Meetings. There shall be at least one general annual meeting of the membership in March at which the officers are elected. The Board will aim to have two additional general meetings during the year. Such additional business or special meetings may be held alone or in conjunction with an event sponsored by the Booster Club as is determined by the Board or at the request of ten (10) or more members in writing to the Board.

3.05 Voting. In accordance with 3.01, each General member shall have the right to cast one vote at any matter at any particular meeting. The decision of a majority of the General Members present at a meeting at which a quorum is established will be binding on the organization, unless provisions of these Bylaws require greater vote.

3.06 Proxy. No voting by proxy will be allowed.

## **Article IV Executive Board**

4.01 Qualification. The Board shall consist of the elected officers of the organization. Any General Member in good standing with the Booster Club is eligible to serve on the Board.

4.02 Authority. The affairs, activities, and operation of the Booster Club shall be managed by the Board. The Executive Board shall transact necessary business during the intervals between the meetings of the membership and such other business as may be referred to it by the membership or these Bylaws. It may create standing and special committees, approve the plans and work of standing and special committees, prepare and submit a budget to the membership for approval, and, in general, conduct the business and activities of the Booster Club.

4.03 Compensation. No officer shall receive compensation for any service he or she may render to the organization. Board members may be reimbursed for actual expenses incurred in the performance of their duties.

4.04 Officers. Officers shall be elected at the last general annual meeting in March and take office on May 15. The Nominating Committee will name a slate of officers and the floor will also be open for nominations. The officers will be elected by a simple majority of the General Members present. Vacancies of offices of unexpired terms shall be filled by appointment by a majority of the remaining officers.

The officers and their respective duties are as follows:

**a. The President shall:**

- Regularly meet with the designated team sponsor (coach) and district representative(s) regarding Booster Club activities;
- Preside at all meetings of the Booster Club;
- Resolve problems in the membership;
- Regularly meet with the treasurer of the Booster Club to review the Booster Club's financial position;
- Schedule annual audit of records or request an audit if the need should arise during the year;
- Perform any other specific duties as outlined in the Bylaws of the Booster Club.

**b. The Vice President shall:**

- Preside at meetings in the absence or inability of the President to serve;
- Perform administrative functions delegated by the President;
- Perform other specific duties as outlined in the Bylaws of the Booster Club.

**c. The Secretary shall:**

- Report on any recommendations made by the Board of the Booster Club;
- Record, create, and maintain the records of the minutes, approved bylaws and any standing committee rules, current membership, and committee listing (records must be kept for seven years);
- Record all business transacted at each meeting of the Booster Club as well as any Board meetings in a prescribed format;
- Maintain records of attendance of each officer;
- Conduct and report on all correspondence on behalf of the Booster Club;
- Other specific duties as outlined in the Bylaws of the Booster Club.

**d. The Treasurer shall:**

- Serve as chairperson of the Budget and Finance Committee;
- Issue a receipt for all monies received and deposit said amounts within 5 business days;
- Present a current financial report to the Board and general membership within thirty days of the previous month end;
- Maintain an accurate and detailed account of all monies received and disbursed;
- Reconcile all bank statements as received and resolve any discrepancies with the bank immediately;

- File sales tax reports as required by the State Comptroller’s Office (monthly, quarterly, or annually);
- File annual IRS form 990 in a timely manner in accordance with district policy;
- Submit records to audit committee appointed by the Booster Club upon request or at the end of the fiscal year;
- Other specific duties as outlined in the Bylaws of the Booster Club.

4.05 Term. Each elected officer shall serve a term of one (1) year or until a successor has been duly elected or appointed. Officers may be elected for up to two consecutive terms in the same office. No one may hold dual offices. The first term will be defined as the term of inception to the subsequent annual meeting in March.

4.06 Meetings. The Board shall provide the time and place for at least one annual meeting of the Board and the time and place for additional regular Board meetings.

4.07 Meeting Participation and Meeting Conduct. Members of the Board may participate in a meeting through use of video or audio software/applications or similar communications equipment, so long as members participating in such meetings can hear one another. The Booster Club shall use ParliPro Basics for conducting all meetings.

4.08 Notice. Notice of any special meeting of the Board shall be given at least two days prior by written notice delivered personally or sent by mail, email, or facsimile to each officer per his or her contact information on file. It is the responsibility of each officer to notify the Board of any changes in his or her contact information. Any officer may waive notice of any meeting, and the attendance of an officer at any meeting shall constitute a waiver or notice of such meeting.

4.09 Quorum. A quorum of the Board for the conduct of business shall consist of at least three (3) officers in attendance; but if less than a quorum of the Board members is present at said meeting, a majority of the Board present may adjourn the meeting from time to time without further notice. The act of a majority of the Board present at a meeting at which a quorum is present shall be the act of the Board.

## **Article V Standing Committees**

5.01 Nominating Committee. Meet to receive nominations for the elected officers of the Booster Club and to prepare a slate of nominees and a ballot for the election of officers. The committee shall be made up of the President, the team sponsor (“SciOly Head Coach”) and one at-large person appointed by the President.

5.02 End-of-Year Celebration Committee. Responsible for organizing and coordinating the planning and implementation of all activities associated with the End-of-Year Celebration. The Vice President shall chair the committee and name its members as needed.

5.03 Fundraising Committee. Responsible for developing and managing fundraising projects. The President will chair the committee and name its members as needed.

5.04 Membership Committee. Distribute membership information and coordinate membership drive. The Vice President shall chair the committee and name its members as needed.

5.05 Tournament Committee. Responsible for planning and implementing out-of-state tournament travel in coordination with SciOly Team Coach. The Vice President shall chair the committee and name its members as needed.

## **Article VI General Provisions/Finances**

6.01 Operating Funds. Operating funds shall be maintained in a general fund, and an accounting of such funds shall be presented at all meetings.

6.02 Annual Statement. The Board shall present at each annual meeting, or when called by vote of the General Members at any meeting, a full and clear statement of the condition of the organization.

6.03 Group Exemption. This Booster Club will qualify as a tax-exempt organization under the provisions of Section 501(c)(3) of the Internal Revenue code and its Regulations as they now exist.

6.04 Budget. The Board shall present to the membership at the first regular meeting of the membership after the officers have been elected or as soon thereafter as practicable, 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 General Members.

6.05 Obligations. The Board may authorize any officer or officers to enter into contracts or agreements for the purchase of materials or services on behalf of the Booster Club in accordance with KatyISD policy.

6.06 Loans. No loans shall be made by the Booster Club to its officers or members or taken out on behalf of the Booster Club.

6.07 Banking. The Treasurer shall deposit all funds of the organization to the credit of the Booster Club in the Booster Club's designated bank account as the Board may select and shall make such disbursements as authorized by the Board in accordance with the budget adopted by the membership. All deposits and/or disbursements shall be made within 5 business days of receipt of the funds and/or orders of payment.

6.09 Financial controls. Booster Club shall adopt appropriate financial controls to ensure the integrity of its funds. Specifically, without limitation, Booster Club shall maintain separation of financial controls so that, minimally:

- a) 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 Board;
- b) Checks, drafts, or other orders exceeding \$250 for the payment of money on behalf of the Booster Club shall require two signatures and be signed by the Treasurer and by any other person as authorized in writing by the Board. Checks shall bear notice of this requirement above the signature line as follows, "***Two signatures required for amounts over \$250.***"
- c) An officer or other person without check signing authority designated by the Board shall review all bank statements; and,
- d) A committee of at least two (2) persons without check signing authority shall annually audit all finances, or hire and supervise an outside accountant or auditing firm to conduct a review of financial records of the Booster Club in accordance with KatyISD policy.

6.10 Financial Report. The Treasurer shall present a financial report at each membership meeting of the organization and shall prepare a final report at the close of the year in accordance with the Booster Club's

financial policies. The Board shall have the final report and the accounts examined in accordance with KatyISD policy.

6.11 Fiscal Year. The fiscal year of the organization shall be from June 1 to May 31 but may be changed by resolution of the Executive Board.

6.12 Record retention. All records of the Booster Club shall be maintained and destroyed in accordance with law and standard record retention guidelines. Financial records shall be maintained as follows:

| <b>RECORD</b>  | <b>HOW TO STORE</b>                      | <b>PERIOD OF TIME</b>   |
|--|--|---|
| Year-end Treasurer's financial report/statement  | Store in corporate record book           | <b><u>Seven Years</u></b>   |
| Treasurer's reports, periodic  | Compile & file records on yearly basis   | <b><u>Three Years</u></b> . Store w/financial records. Destroy after three years. |
| Bank statements, canceled checks, check registers, invoices, receipts, cash tally sheets, investment statements, and related documents | Compile & file records on a yearly basis | <b><u>Seven Years</u></b> . Store w/financial records. Destroy after seven years. |

## **Article VII Conflicts of Interest**

7.01 Existence of Conflict, Disclosure. Officers, and members of Booster Club 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 Booster Club. A conflict of interest may exist when the direct, personal, financial, or other interest(s) of any officer or member competes or appears to compete with the interests of the Booster Club. If any such conflict of interest arises the interested person shall call it to the attention of the Board for resolution. If the conflict relates to a matter requiring 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 Board, excluding the person who is the subject of the possible conflict.

7.02 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 room in which the Board is meeting. However, the person may be permitted to provide the Board with any and all relevant information.

7.03 Minutes of Meeting. The minutes of the meeting of the 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.

7.04 Review. This Article VII shall be reviewed as needed for information and guidance of officers and members, and new officers and members shall be advised of the policy upon undertaking the duties of their offices or association with the Booster Club.

## **Article VIII Indemnification**

Every member of the Board, and all members of the Booster Club, may be indemnified by the Booster Club against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board, or members of the Booster Club 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 Board, or member of the Booster Club, 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 Board approves such settlement and reimbursement as being in the best interest of the Booster Club. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such member of the Board, or member of the Booster Club is entitled.

## **Article IX Amendments**

9.01 Amendments to Bylaws. These Bylaws may be altered, amended, or repealed, and new bylaws may be adopted by a majority of the Board, provided that such alterations, amendments, or proposed substitute bylaws have been read or distributed to all Board members present at the previous regular meeting or such action may be made at a special meeting held at least ten days after the regular meeting at which the reading or distribution was made.

9.02 Amendments to the Articles of Incorporation. The Executive Board shall adopt a resolution setting forth any proposed amendment of the Articles of Incorporation, which, if approved by an Executive Board majority, shall be again submitted for a vote at the next regular meeting of the Executive Board.