

BOYS

# LAKER BOOSTER CLUB

GIRLS

FALL

FOOTBALL  
CROSS COUNTRYCROSS COUNTRY  
VOLLEYBALL  
SWIMMING  
TENNIS

FALL

WINTER

BASKETBALL  
HOCKEY  
SWIMMINGBASKETBALL  
GYMNASTICS

WINTER

SPRING

BASEBALL  
TRACK  
TENNIS  
GOLFTRACK  
GOLF

SPRING

## LAKER BOOSTER CLUB

### A. PURPOSE

To provide unified community support for all athletic programs at DLHS. This support will be consistent with the philosophy and policy of ISD #22.

### B. BOARD OF DIRECTORS

The Board of Directors shall consist of no more than 14 concerned members of the community. Each Board Member will represent at least one varsity athletic program, and act as a liaison between the Board and coaching staff. Each Board Member shall serve a three year term. Selection of new Board Members will be the responsibility of the current Board Members, with the recommendation of the outgoing Board Members.

The responsibilities of the Board will be to:

- 1.) Recruit club members
- 2.) Decide on financial contributions to individual programs
- 3.) Assist in promoting activities

### C. OFFICERS

Board Officers shall consist of a President, Vice President, Secretary/Treasurer. Selection of officers will be the responsibility of the Board Members. Normal progression will dictate that the current year's Vice President to serve as the Club's President the following year.

BY-LAWS  
OF  
LAKER BOOSTER CLUB, INC.

ARTICLE ONE  
OFFICE

The registered office of the corporation shall be located at 1301 Roosevelt Avenue, Detroit Lakes, Minnesota, 56501. The corporation may have such other offices, either within or without the State of Minnesota, as the board of directors may determine from time to time.

- I. **CHARITABLE AND TAX-EXEMPT STATUS.** This Corporation is organized and shall be operated exclusively to provide a unified community support for all athletic programs at Detroit Lakes High School, Detroit Lakes, Minnesota, consistent with the philosophy and policies of Independent School District Number 22 and shall operate consistent with Section 501(c)(3) of the Internal Revenue Code of 1986 as now enacted or hereafter amended or replaced. This Corporation shall take all steps necessary to preserve its status as a tax-exempt corporation.
- II. **NON-PROFIT STATUS.** This Corporation is organized as a non-profit Corporation under Chapter 317A of the laws of the State of Minnesota, as now enacted or as hereafter amended or replaced.

ARTICLE TWO  
MEMBERS

Section 1. Members. This corporation shall have one class of members. Membership is open to any person, group, organization or other entity interested in promoting the purpose, program and activities of the Laker Booster Club, Inc. Membership fees shall be set by the board of directors. All members shall renew their membership annually on a calendar year basis. Members failing to renew shall be deleted from the membership roll. Governance of the corporation shall be vested in its Board of Directors elected by the members present at the annual meeting of members.

Section 2. Admission of Members. Any person, group, organization or other entity interested in becoming a member shall submit a written application to the secretary of the corporation. The form shall designate a membership status as noted above.

Section 3. Voting Rights. Each member in good standing shall be entitled to one vote on each matter submitted to a vote of the members. Only members present at a meeting may vote. A quorum shall consist of a minimum of two members.

### ARTICLE THREE

#### MEETINGS OF MEMBERS

Section 1. Annual Meeting. An annual meeting of the members shall be held in the month of **May** each year at a date, time and place specified by the board of directors, for the purpose of electing directors and for the transaction of such other business as may come before the meeting.

Section 2. Special Meetings. Special meetings of the members may be called by the President, Vice President, Secretary, Treasurer, or any Director. Special meetings of the members may also be called by 50% of the enrolled members by signing a written petition delivered to the corporation at the registered office of the corporation in the State of Minnesota.

Section 3. Notice of Meetings. Written or printed notice stating the schedule of regular meetings of the members including the place, day, and hour of the regular meeting of members shall be made available to each enrolled member in **September** of each year. In case of a special meeting of members, the purpose of purposes for which the meeting is called shall be stated in a notice posted

or circulated at the immediately preceding regular meeting of members.

Section 4. Proxies. Vote by proxy is not permitted. Only members present at a meeting of members are entitled to vote.

#### ARTICLE FOUR

##### BOARD OF DIRECTORS

Section 1. General Powers. The affairs of the corporation shall be managed by its board of directors. Specifically, but without limitation, the board of directors shall be responsible to:

- 1) Recruit club members
- 2) Decide on financial contributions to individual athletic programs.
- 3) Assist in promoting activities and fund raisers of the corporation.

Section 2. Number, Tenure and Qualifications. The number of directors shall be no less than twelve (12) and no more than fourteen (14). Each Board Member shall represent at least one varsity athletic program, and act as a liaison between the Board of Directors and the coaching staff for that athletic program. Directors shall be elected at the annual meeting of members by a majority vote of members present at the annual meeting of members. The term of office of each director shall be three (3) years. Upon resignation of a director, removal of a director pursuant to Minn. Stat. 317A.223 or other vacancy occurring on the board of directors, the remaining board members shall elect a successor to serve for the remainder of the year until the next annual meeting of members.

Section 3. Annual Meetings. The annual meeting of the board of directors shall be held at the principal office of the corporation, or such other place as may be designated by the board of directors, without notice other than that stated herein, in the month of **May** each year at a date, time and place specified by the board of directors, beginning with the year 2005, for the purpose of electing officers and for the transaction of such other business as may come before the meeting. The board of directors may provide, by resolution, the time and place for holding additional regular meetings of the board of directors without other notice than such resolution. Additional regular meeting shall be held at the principal office of the corporation in the absence of any designation in the resolution.

Section 4. Special Meetings. Special meeting of the board of directors may be called by or at the request of the President or any other director, and shall be held at the principal office of the corporation or at such other place as the directors may determine.

Section 5. Notice. Notice of any regular or special meeting of the board of directors shall be given at least five days previously thereto by written notice delivered personally or sent by mail to each director at his or her address as shown by the records of the corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. Any director may waive notice of any meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such

meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted at the meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these bylaws.

Section 6. Quorum. A majority of the board of directors shall constitute a quorum for the transaction of business at any meeting of the board; but if less than a majority of the directors are present at any meeting a majority of the directors present may adjourn the meeting from time to time without further notice.

Section 7. Board Decisions. The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the board of directors, unless the act of a greater number is required by law or by these bylaws.

Section 8. Compensation. The directors shall not be compensated.

## ARTICLE FIVE

### OFFICERS

Section 1. The officers of the corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as may be elected by the board of directors in accordance with the provisions of this article. The board of directors may elect or appoint such other officers, including one or more assistant secretaries and one or more assistant treasurers, as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the board of

directors. Any two or more offices may be held by the same person. All officers of the corporation shall be current Directors of the corporation.

The principal duties of the President shall be to preside at all meetings of the board of directors and to have general supervision of the affairs of the corporation.

The principal duties of the Vice President shall be to fulfill the duties of the President in his or her absence.

The principal duties of the Secretary shall be to countersign all deeds, leases, agreements and conveyances executed by the corporation, and to keep a record of the proceedings of the board of directors, and to safely and systematically keep all books, papers, records and documents belonging to the corporation, or in any way pertaining to the business thereof, except the books and records incidental to the duties of the Treasurer.

The principal duties of the Treasurer shall be to keep an account of all monies, credits, and property of any and every nature of the corporation, and to keep an accurate account of all monies received and disbursed and of proper vouchers for monies disbursed, and to render such accounts, statements, and inventories of monies received and disbursed and of money and property on hand, and generally of all matters pertaining to the office, as shall be required by the board of directors.

Section 2. Election and Term of Office. The officers of the corporation shall be elected annually by the board of directors, from and out of the ranks of current Directors at the regular annual meeting of the board of directors, for one year terms. If

the election of officers is not held at such meeting, such election shall be held as soon thereafter as is convenient. New offices may be created and filled at any meeting of the board of directors. Each officer shall hold office until his successor has been duly elected and qualifies. All officers shall be chosen from and shall remain Directors of the corporation. Normal succession will encourage the current year's Vice President to serve as the corporation's President the following year, unless determined otherwise by the board of directors.

Section 3. Removal. Any officer elected or appointed by the board of directors may be removed by the board of directors whenever in its judgment the best interests of the corporation would be served thereby.

Section 4. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the board of directors for the unexpired portion of the term, from the current Directors.

## ARTICLE SIX

### CONTRACTS, CHECKS, DEPOSITS AND GIFTS

Section 1. Checks, Drafts or Orders. All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation, shall be signed by any one of the corporate officers. All contracts, agreements, conveyances, mortgages, notes, documents of sale or encumbrances of any type shall be executed by the President and one other officer.

Section 2. Deposits. All funds of the corporation shall be deposited from time to time to the credit of the corporation in

such banks, trust companies, or other depositaries as the board of directors may select.

Section 3. Gifts. The board of directors may accept on behalf of the corporation any contribution, gift, bequest, or devise for any purpose of the corporation.

Section 4. Corporate seal. A corporate seal will not be used by this Corporation.

## ARTICLE SEVEN

### BOOKS AND RECORDS

The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its board of directors. All books and records of the corporation may be inspected by any director for any proper purpose at any reasonable time.

## ARTICLE EIGHT

### FISCAL YEAR

The fiscal year of the corporation shall be July 1 to June 30 each year.

## ARTICLE NINE

### WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the articles of incorporation or the bylaws of the corporation, 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.

ARTICLE TEN

AMENDMENT OF BYLAWS

These bylaws may be altered, amended or repealed, and new bylaws may be adopted by a majority of the directors present at any regular meeting or at any special meeting, if at least 15 days written notice is given of intention to alter, amend, or repeal or to adopt new bylaws at such meeting.

Dated: 4-21-05

Nancy Henke

By: Nancy Henke

Its: President

NP-OR



**ARTICLES OF INCORPORATION  
OF  
LAKER BOOSTER CLUB, INC.**

I, the undersigned resident of the State of Minnesota, being 21 years or more of age, for the purpose of forming a nonprofit corporation under the statutes of the State of Minnesota, Chapter 317A, do hereby form a body corporate and adopt the following Articles of Incorporation.

**ARTICLE ONE**

**NAME AND LOCATION**

The name of the corporation shall be Laker Booster Club, Inc., and its registered office shall be 1301 Roosevelt Avenue, Detroit Lakes, MN, 56501.

**ARTICLE TWO**

**DURATION**

The period of duration of this nonprofit corporation shall be perpetual.

**ARTICLE THREE**

**PURPOSE**

This corporation is organized and shall be operated to provide a unified community support for all athletic programs at Detroit Lakes High School, Detroit Lakes, Minnesota, consistent with the philosophy and policies of Independent School District Number 22. This corporation may receive and disburse funds or other property incident to or necessary for the accomplishment of the aforesaid purpose and do any and all acts incidental to the attainment of the purpose stated above.

This corporation shall have only such powers as are required by and are consistent with the foregoing purpose. In furtherance of that purpose, this corporation may acquire and receive funds and property by purchase, conveyance, agreement, lease, gift, donation, grant, bequest, legacy, and devise. This corporation may enter into operating agreements with entities of similar purpose for the day to day operations incident to the accomplishment of its purpose, provided such agreements do not result in income to the

corporation in excess of the corporation's actual operating expenses. This corporation may own, hold, expend, make gifts of, convey, transfer, lease, mortgage, encumber, use and dispose of funds and property and the income therefrom only for the furtherance of its purpose consistent with the Minnesota Nonprofit Corporation Act, Chapter 317A, as now enacted or as hereafter amended.

All powers of this corporation shall be exercised only so that this corporation's operations are exclusively within the contemplation of Section 501(c)(3) of the United States Internal Revenue Code of 1986. All references in these Articles of Incorporation to sections of the Internal Revenue Code of 1986 include any provisions thereof adopted by future amendments thereto and any cognate provisions in future Internal Revenue Codes to the extent such provisions are applicable to this corporation. This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

#### **ARTICLE FOUR**

##### **NONSTOCK CORPORATION**

This corporation shall have no capital stock. /

#### **ARTICLE FIVE**

##### **MEMBERS**

This corporation shall have one class of members. Membership is open to any person, group, organization or other entity interested in promoting the purpose, program and activities of the Laker Booster Club, Inc. Membership fees shall be set by the board of directors. All members shall renew their membership annually on a calendar year basis. Members failing to renew shall be deleted from the membership roll. Governance of the corporation shall be vested in its Board of Directors elected by the members present at the annual meeting of members.

## ARTICLE SIX

### DIRECTORS

The management and direction of the business of this corporation is vested in its Board of Directors. The number, term of office, powers and duties of the directors as are not inconsistent with these Articles of Incorporation shall be as specified in the Bylaws of this corporation. Directors shall be adult natural persons. The number of directors constituting the initial board of directors of the corporation is twelve (12), and the names of the persons who are to serve as initial directors are as follows:

#### Initial Directors:

Nancy Henke  
Dave Hutchinson  
Mark Hagedorn  
Kimberly Fuhs  
Rick Manke  
Colleen Tietz  
Matt Hedstrom  
Steve Baukol  
Charles Lindberg  
Joel Swanson  
Al Boehne  
Betty Schroeder

The initial Board of Directors shall serve until replaced. The manner in which the directors are to be replaced and new directors elected shall be as provided in the Bylaws. The number of directors may be expanded by action of the majority of the board of directors.

No dividends or pecuniary gains or profits, incidentally or otherwise, shall be declared or paid to the directors or officers. No part of the net income of this corporation shall inure to the benefit of any director or officer. This corporation shall not lend any of its assets to any officer or director of the corporation or guarantee to any person the payment of any loan made to any officer or director. Nothing herein shall be construed to prohibit the payment of reasonable compensation to employees, officers or directors of the corporation for services actually rendered by them to the corporation, so long as the same does not

disqualify the corporation as a tax exempt corporation under the Internal Revenue Code of 1986. Nothing herein shall prevent or prohibit reimbursement by the corporation for monies actually expended by a member, director or officer on behalf of the corporation, provided such reimbursement is authorized by the board of directors.

## **ARTICLE SEVEN**

### **CORPORATE OFFICERS AND THEIR FUNCTION**

The general officers of the corporation shall be President, Vice President, Secretary and Treasurer. All officers of the corporation shall be current Directors of the corporation.

The principal duties of the President shall be to preside at all meetings of the board of directors and to have general supervision of the affairs of the corporation.

The principal duties of the Vice President shall be to fulfill the duties of the President in his or her absence.

The principal duties of the Secretary shall be to countersign all deeds, leases, agreements and conveyances executed by the corporation, and to keep a record of the proceedings of the board of directors, and to safely and systematically keep all books, papers, records and documents belonging to the corporation, or in any way pertaining to the business thereof, except the books and records incidental to the duties of the Treasurer.

The principal duties of the Treasurer shall be to keep an account of all monies, credits, and property of any and every nature of the corporation, and to keep an accurate account of all monies received and disbursed and of proper vouchers for monies disbursed, and to render such accounts, statements, and inventories of monies received and disbursed and of money and property on hand, and generally of all matters pertaining to the office, as shall be required by the board of directors.

The board of directors may provide for the appointment of such additional officers out of the ranks of directors as they may deem for the best interest of the corporation. Whenever the board of directors may so order, any two offices, the duties of which do not conflict, may be held by one person. The officers shall perform

such additional or different duties as shall from time to time be imposed or required by the board of directors, or as may be prescribed from time to time by the bylaws.

#### **ARTICLE EIGHT**

##### **ELECTION OF OFFICERS**

The officers shall be elected by the directors pursuant to the procedure established in the Bylaws.

#### **ARTICLE NINE**

##### **MEETING REQUIREMENTS**

Notice of Meeting Requirements shall be as set forth in Minnesota Statutes 317A.231 and the Notice Period shall be as modified in the By-Laws. Each director shall have one vote and a quorum shall require a majority of the directors.

#### **ARTICLE TEN**

##### **AMENDMENTS**

These articles may be amended in the manner provided by statute at the time of amendment as set forth in Minnesota Statutes 317A.133. Subject to limitations contained Minnesota Statutes 317A.181 and the Bylaws of the corporation, the Bylaws of the corporation may be made, altered, rescinded, added to or new Bylaws adopted by resolution of the Board of Directors.

#### **ARTICLE ELEVEN**

##### **LIABILITIES**

The directors and officers of this corporation shall not be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the directors or officers be subject to any such obligation of the corporation.

#### **ARTICLE TWELVE**

##### **DISSOLUTION**

This corporation may be dissolved in accordance with the procedure set forth in the laws of the State of Minnesota. Upon dissolution, any surplus property remaining after the payment of its debts and obligations shall be disposed of by transfer to one or more corporations, trusts, associations, institutions, foundations or governmental units organized and operated for a

purpose consistent with the purpose of this corporation, and which operate as an organization exempt from federal taxation under Section 501(A) of the United States Internal Revenue Code as an organization described in Section 501(C)(3) of the Code, or to any governmental unit under Section 170(C) of the Internal Revenue Code of 1986, in such proportions as the Board of Directors of this corporation shall determine. No such surplus property shall inure to or be available to any private interest.

Notwithstanding any provision herein to the contrary, nothing herein shall be construed to affect the disposition of property and assets held by this corporation in trust or subject to any executory condition or special limitation, and such property, upon dissolution of this corporation, shall be transferred in accordance with the trust, condition or limitation imposed with respect to that property.

#### ARTICLE THIRTEEN

##### INCORPORATOR


The name and address of the person forming this corporation is as follows:

Kimberly Fuhs  
1100 Washington Avenue  
Detroit Lakes, MN 56501

STATE OF MINNESOTA  
DEPARTMENT OF STATE  
FILED

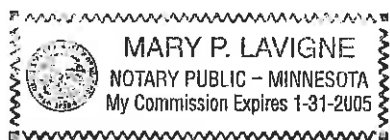
JAN 12 2005


Dated: 12/30/04

  
Kimberly Fuhs

STATE OF MINNESOTA )  
COUNTY OF BECKER ) :ss

On this 30<sup>th</sup> day of December, 2004, before me, a Notary Public, within and for said County and State, personally appeared Kimberly Fuhs, to me known to be the person named as incorporator, and who executed the foregoing Articles of Incorporation, and acknowledge that she executed the same as her free act and deed.



  
Notary Public, Becker Cty. MN,  
My commission expires: 1/31/05