



Bylaws

**John Marshall Boys Soccer Booster Club
Rochester, Minnesota**

April 13, 2023

ARTICLE 1 - NAME

The name of this corporation is John Marshall Boys Soccer Booster Club (Club).

ARTICLE 2 - REGISTERED OFFICE ADDRESS

The place in Minnesota where the principal office of the corporation is located at:

4820 55th Street NW, Rochester MN 55901

ARTICLE 3 - PURPOSE

This Club is a nonprofit corporation organized exclusively for charitable purposes under Minnesota Statutes, Chapter 317A and Section 501(c)(3) of the Internal Revenue Code as it exists or may be amended.

The purpose of this Club is to foster national or international amateur sports competition by:

- Raising money to benefit all players in the John Marshall High School Boys Soccer Program (Program):
- Purchasing goods and services to be used exclusively by the Program
- Organizing events to promote the physical, mental, social and emotional well-being of Program players
- Doing other lawful acts or things reasonably necessary or desirable for carrying out the Club's purposes and for protecting the lawful rights and interests of its members in connection therewith

ARTICLE 4 - EXEMPTION REQUIREMENTS

Limited Scope

This Club works closely with Program coaches to identify and prioritize needs for goods, services and events but it does not influence or direct coach policies/decisions regarding player communication, selection, assignment, education or participation in school-sanctioned practices, games and end-of-season banquets.

Compliance

This Club is self-governing, self-supporting, non-commercial, non-sectarian, non-profit and non-partisan. It only conducts activities allowed under Section 501(c)(3) of the Internal Revenue Code as it exists or may be amended.

This Club also complies with the policies and programs of the Rochester Public School District (RPS) and the Minnesota State High School League (MSHSL).

Earnings and Compensation

Members and officers do not receive or benefit from the Club's earnings unless they are reimbursed for pre-approved purchases of goods or services related to the Club's purpose.

ARTICLE 5 - MEMBERSHIP & MEETINGS

Participation is voluntary, unpaid and open to all parents/guardians of the Program. New members are recruited at the beginning of each Program season at an annual meeting in August.

Membership Dues

Members do not pay dues but they are expected to attend meetings and conduct themselves in a positive, productive, respectful and ethical manner.

Additional Responsibilities & Expectations

Members vote to elect a Board of Directors, approve amendments to Bylaws and prioritize Program needs in accordance with the Club's purpose. They also actively participate in Club committees and events.

Board of Directors

The Club has three voting members that serve as its Board of Directors (Board). The Board manages the affairs of the corporation but does not have any right, title or interest in or to any property of the corporation. The directors (Officers) serve one-year terms and are elected by a simple majority of Club members present at the annual meeting in November. New terms begin immediately after the Program's end-of-season banquet.

Quarterly Meetings

Quarterly meetings for all members are held at a time and place designated by the Board. All input and decisions are made by the simple majority present at the meetings. No voting by proxy is allowed. Smaller Board or committee meetings may be held more frequently to prepare for quarterly meetings.

Notice of Meetings

The Board sends quarterly meeting notices to members by email at least one week in advance.

ARTICLE 6 - TERMINATIONS & VACANCIES

Any member or Officer may be terminated, with or without cause, at any time by a simple majority vote of the Board. If an elected Officer cannot complete a term, the Board appoints someone to fill his/her vacancy for the remainder of the term.

ARTICLE 7 - OFFICER ROLES & RESPONSIBILITIES

The Board of Directors has three Officers:

President

The President is the Chief Executive Officer of the Club. The President supervises all Club members and activities, presides at Club and Board meetings and executes contracts on behalf of the Club. Duties include but are not limited to creating business plans, timelines, committees and advertising/promotion campaigns to achieve the Club's purpose.

Vice President

The Vice President performs the duties of the President whenever the President is absent or unable to act. The Vice President is responsible for ensuring the Club is in compliance with these Bylaws.

Secretary/Treasurer

The Secretary is responsible for recording and distributing Club meeting minutes as well as keeping the Club's past and current book of accounts, records and membership.

The Treasurer has custody of the Club's financial assets and manages them in accordance with good accounting practices. The Treasurer prepares periodic financial reports and completes all filings required by Minnesota Statutes, Chapter 317A, Section 501(c)(3) of the Internal Revenue Code as it exists or may be amended, and other entities as required.

ARTICLE 8 - FISCAL MATTERS

The fiscal year of the Club ends on December 31.

All meeting minutes, financial reports and bank statements are public information. The Treasurer provides copies to interested parties upon request.

The Board must report a summary of the Club's fundraising activities and expenditures at its annual meeting in November.

The Club maintains a bank account separate from the accounts of members, Officers and other organizations for the purpose of depositing Club funds and paying Club expenses. Withdrawals from the bank account are pre-approved by all three Officers. Checks are signed by the President or Treasurer only.

Goods and services purchased and donated to the Program become property of John Marshall High School in Rochester MN.

ARTICLE 9 - AMENDMENTS OF BYLAWS

These Bylaws may be amended by a majority vote of the membership present at a quarterly meeting. An amendment can be proposed by any member or Officer. The proposed amendment must be submitted in writing to the Board at least two weeks prior to the meeting at which it is to be considered.

ARTICLE 10 - PERSONAL LIABILITY

No member or Officer of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members or officers be subject to the payment of the debts or obligations of this corporation.

ARTICLE 11 - DURATION/DISSOLUTION

The duration of this corporation shall be perpetual until dissolution. Upon the dissolution of the corporation, assets of the corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code or shall be distributed to John Marshall High School in Rochester MN for a public purpose.

ARTICLE 12 - SEVERABILITY

If any provision of these bylaws is found to be invalid or unenforceable, the remainder shall not be impaired or affected in any manner.

CERTIFICATION

These Bylaws were approved at a meeting of the Board of Directors by a two-third majority vote on March 28, 2023:

Kelly Schoeberl, President

kelly@olivejuicestudios.com

Scott Robinson, Vice President

scott.robinson@charter.net

Chris Carter, Secretary/Treasurer

kartrudcdc@gmail.com