

**CONSTITUTION OF THE
SPRING WOODS HIGH SCHOOL ATHLETIC BOOSTER CLUB**
(updated June 1st, 2020 by John Todd, Elizabeth Flores, Cyndi Hall, Tammy Essing, Brent Favor, Jacob Lipp, and Keith Cripps)

ARTICLE I: *NAME*

The name of this organization shall be the Spring Woods High School Athletic Booster Club.

ARTICLE II: *PURPOSE AND FUNCTION*

The Association is organized pursuant to the Texas Business Organizations Code. The purposes for which the Association is organized are exclusively charitable within the meaning of the Internal Revenue Service Code, Section 501(c)(3), and the Texas Tax Code, Section 11.18, and include sponsoring and supporting all Texas UIL sanctioned sports at Spring Woods High School; encourage and support the Spring Woods High School athletic philosophy as well as all sport and support groups as determined by Texas UIL rules and regulations and promoting athletic development of young students generally.

ARTICLE III: *BOARD OF DIRECTORS*

Section I The affairs of the club shall be managed by a five (5) member Board of Directors who shall comply with the Constitution and By-Laws of the Spring Woods High School Athletic Booster Club.

Section II Board of Directors shall serve two (2) year terms. Directors may serve any number of consecutive years, including the fulfillment of an un-expired term of a previous board member.

ARTICLE IV: *OFFICERS*

The officers of the club shall be adult members and shall consist of the President, a Vice-President, Secretary, Treasurer and Athletic Director.

ARTICLE V: *MEMBERSHIP*

Membership shall be open to any person who subscribes to the purpose and function of the Spring Woods High School Athletic Booster Club. Members do not have to have students currently enrolled at Spring Woods High School to join.

ARTICLE VI: *AMENDMENTS*

These Articles of the Constitution may be amended at a meeting of the membership by a two-thirds (2/3) affirmative vote of the voting adult members present, provided due notice of the proposed amendment(s) has been given in writing to all members at least three (3) days previous via email or Facebook.

**BY-LAWS OF THE
SPRING WOODS HIGH SCHOOL ATHLETIC BOOSTER CLUB
A TEXAS NON-PROFIT ASSOCIATION**

ARTICLE I:

These bylaws constitute the code of rules adopted by the Spring Woods High School Athletic Booster Club for the regulation and management of affairs.

ARTICLE II: *PURPOSE*

The Association is organized pursuant to the Texas Business Organizations Code. The purposes for which the Association is organized are exclusively charitable within the meaning of the Internal Revenue Service Code, Section 501(c)(3), and the Texas Tax Code, Section 11.18, and include sponsoring and supporting all Texas UIL sanctioned sports at Spring Woods High School; encourage and support the Spring Woods High School athletic philosophy as well as all sport and support groups as determined by Texas UIL rules and regulations and promoting athletic development of young students generally.

ARTICLE III: *BOARD OF DIRECTORS*

Section I: Powers

The Board of Directors of this club is vested with the management of the business and affairs of this Corporation, subject to the Texas Business Organizations Code, the Certificate of Formation and these Bylaws.

Section II: Qualifications

To be eligible to serve as a Director of the club, a person must be duly elected officer of Spring Woods High School Athletic Booster Club. Directorship shall not be denied to any person on the basis of race, creed, sex, religion or national origin.

Section III: Number of Directors

The business and operation of the organization shall be managed and controlled by a board of five (5) directors who shall be elected by a plurality vote of the members at the annual meeting during the Spring Sports Banquet.

Section IV: Term of Office

Board of Directors shall serve two (2) year terms. Directors may serve any number of consecutive years, including the fulfillment of an un-expired term of a previous board member.

Section V: Election of Directors

Elections for Directors filling expired terms shall be held at the Annual Meeting of the club. Any directorship needing to be filled shall be filled at the next regular monthly meeting or at a special meeting called by the Board of Directors for that purpose. When a re-appointment or replacement is made, the re-

appointment or replacement shall be considered effective on the date that the prior term expired (i.e., the new term does not begin on the date of the election). Board members whose terms have expired may continue serving until they are either re-appointed or until their successors are chosen.

Section VI: Resignation

Any Director may resign at any time by delivering written notice to the Secretary or President of the Board of Directors. Such resignation shall take effect upon receipt or, if later, at the time specified in the notice.

Section VII: Removal

Any Director may be removed without cause, at any time, by majority of the entire Board of Directors, at a regular monthly meeting or Special Meeting called for that purpose. Any Director under consideration of removal must first be notified about the consideration by written notice at least five (5) days prior to the meeting at which the vote takes place.

Section VIII: Vacancies

Vacancies shall be filled by majority vote of the remaining members of the Board of Directors at any regular or special meeting, though less than a quorum, the Director filling the vacancy shall serve for the remainder of the term of the directorship that was vacated. Vacancies shall be filled as soon as practical. Any Director or member may make nominations to fill vacant directorships.

Section IX: Meetings

- A. Board of Director's meetings shall be held at a time and place called by the President.
- B. Regular Meetings: Regularly scheduled meetings shall be held monthly on the first Monday of each month. Exact dates will be determined in the previous month's meeting.
- C. Special Meetings: Other than the regular monthly meetings, special meetings will be conducted upon call of the President.
- D. Quorum: A Quorum of the Directors must be present at any meeting for any business to be voted upon.

Section X: Quorum

A majority of the directors present at a scheduled meeting shall constitute a quorum. There are five (5) directors so therefor, three (3) must be present.

Section XI: Compensation

Directors shall not receive any salaries or other compensation for their services, but, by resolution of the Board of Directors, may be reimbursed for any actual expenses incurred in the performance of their duties for the club, as long as a majority of disinterested Board of Directors or members of the club approve the reimbursement at a regular monthly meeting. The club shall not loan money or property to, or guarantee the obligation of, any Director.

ARTICLE IV: OFFICERS

Section I: Officers

The Board of Directors, from their number, shall elect for the ensuring year, a President, Vice-President, Secretary, Treasurer and appoint the Athletic Director. The Athletic Director is an employee from Spring Woods High School hired by Spring Branch Independent School District.

Section II: Duties

A. The President:

1. Shall preside at all meetings of the club and of the Board of Directors.
2. Shall personally represent the club or appoint a delegate as needed.
3. Shall appoint committees and committee chairpersons.
4. Shall be secondary signer on the bank accounts of the club.
5. Shall effect compliance with the rules, regulations, and policies of the Spring Branch ISD School Board and the Spring Woods High School Athletic Department.

B. The Vice-President:

1. Shall have such powers and perform such duties as delegated by the President.
2. In the absence or disability of the President, he/she shall perform the duties and exercise the powers on the President.
3. Shall keep all membership records of past and present members and update all rolls on a monthly basis.

C. The Secretary:

1. Shall keep all minutes of all Board of Directors and membership meetings.
2. Shall keep such other records as directed by the Board of Directors.
3. Shall sign with the President, or with the Vice-President, all contracts.
4. Shall perform all the duties usually incident to the office of Secretary, subject to the control of the Board of Directors.

D. The Treasurer:

1. Shall be in charge and custody of the financial records of the club, oversee the financial business of the club, and render reports and accountings to the Board of Directors at the monthly meetings.
2. Shall set up all checking, savings and investment accounts of the club in a bank approved by the Board of Directors. A debit card shall be issued to the Treasurer by the bank of the club.
3. May sign with the President, or with the Vice-President, all contracts.
4. Shall perform all the duties usually incident to the office of the Treasurer and such other duties as required by law, the certificate of Formation or by these bylaws or which may be assigned from time to time by the Board of Directors.
5. Shall file an annual tax return form with the IRS.

E. The Athletic Director

1. Shall advise the club of all Athletic activities and necessary actions needed.
2. Shall advise the club of all School activities and necessary actions needed.
3. Shall advise the club and coordinate with the Coaches to assemble parent meetings for each sport and fundraising efforts for the club.

4. Shall advise the club on membership commitments from the various sports.
5. These duties may be disseminated to other volunteers or committees as needed to relieve the Athletic Director to continue his/her job with Spring Woods High School.

ARTICLE V: MEMBERSHIP

Section I: Qualifications

- A. Membership is open to persons who subscribe to the purpose and function of the Spring Woods High School Athletic Booster Club.
- B. Annual dues, club levels and privileges for membership shall be as follows:
\$ 25.00 Basic Family Membership paid annually
\$ 100.00 Lifetime Family Membership paid once for life

Section II: Representation

- A. Each adult member is entitled to one (1) vote when personally in attendance at meetings of the club.
- B. Proxy voting is not permitted.

ARTICLE VI: BASIC POLICIES OF OPERATIONS

Section I: Parliamentary Authority

Robert's Rules of Order shall be the authority on all questions of procedure not specifically stated in the Constitution and By-Laws.

Section II: Basic Policies

- A. The club shall be non-political and non-sectarian.
- B. The name of the club or the names of the members in their official capacities shall not be used in connection with a commercial concern or with any partisan interests.
- C. The club shall not directly or indirectly participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office. Political candidates may pay for advertisements in the Athletic Booster Club athletic program at the usual rate.

Section III: Execution of Documents

- A. Unless specifically authorized by the Board of Directors or as otherwise required by law, all final contracts, deeds, conveyances, leases, promissory notes, or legal written instruments executed in the name of and on behalf of the club shall be signed and executed by the President, pursuant to the general authorization of the Board.

- B. Persons representing the club shall make no commitments that bind the club, unless authorized by the Board of Directors.

Section IV: Committees

The Booster Club should have the following standing committees:

1. Audit Committee
2. Scholarship Committee
3. Banquet
4. Concessions
5. Flag Fundraising
6. Golf Tournament
7. Membership
8. Programs & Patron Page
9. Social Media & Email Blast
10. Spirit Items

Any additional committees can be created upon a 2/3 vote at any monthly meeting.

Section V: Records

The club will keep correct and complete records of account and will also keep minutes of the proceedings of the Board meetings and Committees. The club will keep at its principal place of business the original or copy of its bylaws, including amendments to date certified by the Secretary of the club.

Section VI: Inspection of Books and Records

Any Director may inspect all books and records of this club for any purpose at any reasonable time on written demand.

ARTICLE VII: FINANCES

Section I: Fiscal Year

The fiscal year of the Booster Club shall begin July first and end June thirtieth.

Section I: Non-Profit Organization

This club is organized as a non-profit organization per section 501(c)(3) of the Internal Revenue Code and no member shall have any legal or equitable ownership in any of its funds or property. In the event of the dissolution of the club, its assets shall be distributed to the Spring Woods High School Athletic Department and in accordance with current Internal Revenue Codes.

Section II: Procedures

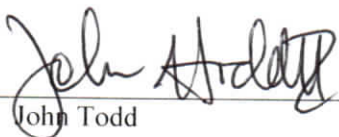
- A. The funds of this association shall be used to further the purpose expressed in Article II of the Constitution of the club.
- B. All funds collected by the officers or members of the Board of Directors shall be deposited in an account approved by the Board of Directors.

- C. Only the Spring Woods High School Treasurer or President, upon the approval of the Board of Directors, shall be authorized to disburse funds. The Treasurer shall be primary signer on the clubs bank account. In his/her absence, the President is the secondary signer. Only one signature is required on a check.
- D. The President, Vice-President or the Secretary of the association shall have the authority to authorize expenditures via email up to five hundred dollars (\$500.00) each month when it is not feasible to call a special meeting of the Board of Directors. A report of expenditures shall be given at the next meeting.
- E. Funds over five hundred dollars (\$500.00) may be authorized via email to the five (5) Board Members with at least two (2) Board Members approval when it is not feasible to call a special meeting of the Board of Directors. A report of expenditures shall be given at the next meeting.
- F. All projects that require financial obligation of the club as proposed by coaches will be presented to the Board of Directors on the approved forms. This will be done at monthly meetings in order for the Board of Directors to discuss and approve the expenditure.
- G. An annual audit of the financial records shall be required at the end of each Fiscal Year. The treasurer will submit all financial records to the Audit Committee within a month of closing the fiscal year. The Audit Committee will be required to submit a detailed report to the Board of Directors upon completion of the audit.

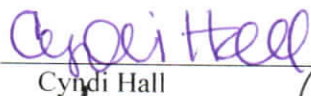
ARTICLE VIII: AMENDMENTS

These By-Laws may be amended at a meeting of the membership by a two-thirds (2/3) affirmative vote of the voting adult members present, provided due notice of the proposed amendment(s) has been given in writing to all members at least three (3) days previous via email or Facebook.

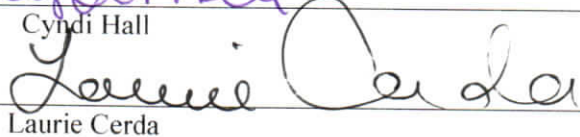
Revision approved and effective 7/13/2020

PRESIDENT 
John Todd

Date 7/13/2020

VICE PRESIDENT 
Cyndi Hall

Date 7/16/20

SECRETARY 
Laurie Cerda

Date 8/20/20

TREASURER 
Elizabeth Flores

Date 8/19/20