

BYLAWS
OF
HASTINGS VOLLEYBALL BOOSTERS, INC.

ARTICLE 1 - PURPOSE

Hastings Volleyball Boosters, Inc. is a non-profit corporation formed for the purpose of helping support the efforts of youth Volleyball activities within the boundary area of Independent School District 200 in a manner that supports good sportsmanship, teaches youth, through participation, the fundamentals and principles of Volleyball, and that serves as a developmental feeder program to Hastings High School Volleyball teams.

ARTICLE 2 – MEMBERSHIP

2.01 Members.

Any person eighteen (18) years of age or older is a member of the corporation if the person: (1) is a parent or legal guardian of a player registered to participate in the Hastings High School Girls Volleyball during a program year; or (2) is interested in the function of the corporation and during a program year, contributes to the purpose of the corporation through volunteer service or other forms of donation.

2.02 Rights of Members.

Each member of the corporation shall be entitled to one vote on each matter submitted to a vote at a meeting of the members, except to the extent that the voting rights are limited or denied by these Bylaws or the Articles of Incorporation. No member shall be entitled to any dividend or any part of the income of the corporation or to share in the distribution of the corporate assets upon dissolution.

Voting rights are limited to the electing members to the Board.

2.03 How the Membership Can Legally Act.

The membership may act only at a properly called meeting of the membership where a quorum is present. As such a meeting, a majority of the members in attendance shall be an act of the membership.

2.04 Annual Membership Meetings.

The annual meeting of the membership shall be held once a year during the month of October, or as soon thereafter as practical, at a time and place designated by the Board

of Directors for the purpose of electing directors and transacting any other business as may properly come before the meeting.

2.05 Special Membership Meetings.

Special meetings of the members may be called at any time by the President or by the Board of Directors, or on written request of at least five members of the members who are entitled to vote and thereby approved by the Board as the appropriate form for resolution.

2.06 Quorum.

A quorum of the membership shall consist of those members present at a duly constituted meeting.

ARTICLE 3 – BOARD OF DIRECTORS

3.01 Who May Serve.

Board Members must reside within the boundaries of Independent School District 200 or have a child attending a school located within the boundary area of Independent School District 200. The ex officio directors set forth in Article 3.03 below are exempt from this residency requirement.

3.02 Board Membership.

The Board of Directors will consist of twelve (12) to seventeen (17) members constituted as follows:

- *President
 - *Vice President
 - *Secretary
 - *Treasurer
 - *Immediate Past President of the corporation
 - Concessions Director
 - Volunteer/Events Director
 - Communications Director/Web administrator
- * Executive Committee

3.03 Ex Officio Directors.

The Hastings Varsity Volleyball Head Coach (Amy Johnson) shall serve as ex officio member of the Board of Directors and shall serve as long as she holds the position of head coach of the respective varsity program.

3.04 Term.

Each director shall serve for a one year term and/or until his or her successor shall have been duly elected and qualified, or until the earlier death, resignation, removal, or disqualification of such director. Any of the director positions or functions of those positions may be held by the same person.

3.05 Authority of Board of Directors.

The Board of Directors shall manage the property, affairs, and business of the corporation. Only the Board of Directors have voting privileges regarding policy, budget and fee structure, contracts, donations and activity funding, equipment orders, filling of officer and director vacancies, alteration of bylaws, the sanctioning of fundraisers, and revisions to director position descriptions.

3.06 Removal.

A director may be removed by a majority of the other directors of the corporation. Removal shall be effective upon notification to the director who is removed.

3.07 Risk Disclosure Statement.

Members of the Board of Directors shall be required to complete a Risk Disclosure Statement. It is the intent of the Board of Directors to deny any person who has been convicted of a crime of violence, a crime against a person, a crime of moral turpitude, or crimes involving the possession, sale, or furnishing of illegal substances to adults or minors from serving on the Board of Directors. The disclosure statement must be updated each year or upon conviction of any qualifying offense, whichever occurs first.

3.08 Resignation.

Any director may resign at any time by giving written notice to the Secretary, or to any other officer in the event the office of Secretary is vacant. Such resignation shall take effect without acceptance upon receipt of the notice, unless a later date is specified in the notice.

3.09 Vacancies.

Vacancies in the Board of Directors may be filled by the remaining directors, even though less than a quorum. A person so elected to fill a vacancy shall serve as a director for the remainder of the term whose vacancy has been filled, and until his or her successor has been elected and qualified.

3.10 Meetings.

The Board of Directors may hold meetings as it may from time to time. Meetings of the Board of Directors may be called by a majority of the Board of Directors, the President, or the Secretary.

Meetings shall be held at any location designated by the President. Notice of meetings shall be communicated as determined by the President. All meetings shall be open to the public. Robert's Rules of Order may govern. The President will entertain questions and suggestions from the floor on their merit.

3.11 Quorum.

A quorum shall consist of the majority of the directors. If a quorum is present when a duly called or held meeting is convened, the directors present may continue to transact business until adjournment, even though the withdrawal of directors originally present leaves less than the proportion or number otherwise required for a quorum

3.12 Compensation.

Directors and officers shall receive no compensation for their services, but may be reimbursed for reasonable expenses as shall be determined from time to time by resolution of the Board of Directors. Nothing herein shall be construed to preclude any director or officer from serving this corporation in any other capacity and receiving proper compensation..

3.13 Avoidance of Conflicts of Interest.

On matters in which a vote is required by the Board of Directors, any director or officer who has a conflict of interest in the matter shall abstain from voting on said matter.

ARTICLE 4 – OFFICERS

4.01 Number.

The officers of the corporation shall be a President, Vice-President, Secretary, Treasurer, and Immediate Past President, which persons shall also serve as Directors of the corporation. Any of the offices or functions of those offices may be held by the same person.

4.02 Election, Term, and Removal.

At the annual meeting of the corporation, the Board shall elect officers, who shall hold office until the next election of officers and/or until their successors shall have been duly elected and qualified, or until the earlier death, resignation, removal, or disqualification of such officer; provided however, that any officer may be removed with or without cause by the affirmative vote of a majority of the directors present at any duly held meeting of the Board.

The office of Immediate Past President does not stand for election since it is assumed by the departing President. If the departing President is not available to serve, the office shall pass to the next most recent person to serve as President who can serve as Immediate Past President.

4.03 Resignation.

Any officer may resign at any time by giving written notice to the corporation. The resignation is effective without acceptance when notice is given to the corporation, unless a later date is specified in the notice.

4.04 Vacancies.

Any vacancy in any office of the corporation for any reason shall be filled by the Board of Directors for the unexpired portion of the term.

4.05 President.

Unless provided otherwise by a resolution adopted by the Board of Directors, the President shall (a) be the chief executive officer of the corporation, and have general active management of the business of the corporation; (b) preside at all meetings of the Board and membership; (c) see that all orders and resolutions of the Board are carried into effect; (d) sign and deliver in the name of the corporation any instruments pertaining to the business of the corporation, except in cases in which the authority to sign and deliver is required by law to be exercised by another person or is expressly delegated by the Articles, these Bylaws or the Board to some other officer or agent of the corporation; (e) maintain records of and certify proceedings of the Board; (f) appoint committees as needed; (g) serve as ex-official member of all committees; and (g) perform such other duties as may from time to time be prescribed by the Board.

4.06 Vice President.

Unless provided otherwise by resolution adopted by the Board of Directors, the Vice President shall perform the duties of the President in the event of the inability of the President to act and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall also perform other duties as may be assigned by the President or the Board of Directors.

4.07 Secretary.

The Secretary shall perform all duties incident to the office of Secretary, subject to the control of the Board of Directors. The records to be established and maintained by the Secretary, include, but are not limited to, meeting minutes, agendas, job descriptions, program membership, board membership status, and record of measures voted upon. The Secretary shall provide agendas to all board members prior to a scheduled meeting. Minutes of the meetings will be recorded and copies maintained by the

Secretary. Copies of meeting minutes will be distributed to all Board members for approval and acceptance at the next regularly scheduled meeting. Upon completion of term of office, the Secretary shall deliver all books, papers, and reports as appropriate to the new incumbent.

4.08 Treasurer.

The Treasurer shall have charge and custody of and be responsible for all funds of the corporation, receive and give receipts for monies due and payable to the corporation from any source whatsoever, and deposit all such monies in the name of the corporation in a financial institution insured by the Federal Deposit Insurance Corporation. The Treasurer shall in general perform all duties incident to the office of Treasurer and other duties as may be assigned by the President. The Treasurer and/or President shall sign all checks for the corporation. The Treasurer shall provide a financial report at each regular meeting and at the annual meeting. The Treasurer shall be a member of the Finance/Donations Committee. Upon completion of term of office, the Treasurer shall deliver all documents, papers, and reports as appropriate to the new incumbent.

4.09 Immediate Past President.

The Immediate Past President shall perform those tasks assigned by the President and the Board of Directors.

4.10 Qualifications.

Must be an eligible member of the corporation.

ARTICLE 5 – STANDING COMMITTEES

The President or Board of Directors may establish such committees as it deems necessary for the operation and management of the corporation and may determine the rights, duties, and functions of such committees. Committee membership may include non-voting members of the corporation and non-members of the corporation.

ARTICLE 6 – SPECIAL COMMITTEES

6.01 Special Committees.

The President or Board of Directors may establish special committees as needed. Actions of special committees are subject to approval of the Board of Directors. Each special committee shall consist of at least three members and chaired by a member of the Board of Directors. A Director may head no more than two special committees. The President shall have final jurisdiction in any dispute.

ARTICLE 7 – OPERATIONS

7.01 Fiscal Year.

The fiscal year of the corporation shall be from January 1 to December 31. Tax year will be the calendar year.

7.02 Inspection of Books and Records.

All books and records of the corporation may be inspected by any Director for any purpose at a reasonable time on written demand. In the event the Treasurer resides in this position for more than two years, Inspection of Books and Records must be conducted by another Director as appointed by the President.

7.03 Execution of Documents.

Checks, drafts, and orders for the payment of money of this corporation shall be signed by the Treasurer, President or Vice President. Checks over an amount of \$500 requires an additional approval by the Board of Directors. Contracts, promissory notes, leases, or other instruments executed in the name of and on behalf of the corporation shall be signed by a person who has been authorized and directed to do so by the Board of Directors.

7.04 Program Year.

The program year for purposes of determining membership in the corporation under Article 2.01 will be defined as commencing January 1 and terminating on December 31.

ARTICLE 8 – ACTIVITY FUNDING AND DONATIONS

8.01 Activity Funding By Corporation.

The corporation shall expend funds, as feasible, for activities that are consistent with the overall mission of the corporation as stated in Article 1. Such activities include, but are not limited to:

- Tournament fees for teams
- Purchase of uniforms and equipment
- Equitable donations to the Hastings High School Girls Volleyball programs

ARTICLE 9 – BYLAW AMENDMENTS

9.01 Bylaw Amendments.

The Board of Directors shall have the authority to amend, repeal, or adopt new Bylaws by the affirmative vote of more than fifty percent (50%) of the directors; provided that all directors shall be notified of the proposed amendments at least five days before such action takes place.

The undersigned, Secretary of Hastings Volleyball Boosters, Inc., hereby certifies that the foregoing Bylaws were adopted as the complete Bylaws of the corporation by the Board of Directors of said corporation on _____, 2017.

ATTEST:

President

Secretary