

CONSTITUTION/BY-LAWS AUBREY BASEBALL BOOSTER CLUB

Article I – Name

This organization is established as a non-profit organization and is known as the Aubrey Baseball Booster Club (the Club), with the address of ~~P.O. Box 602~~, Aubrey, Texas, 76227. *510 Spring Hill*

Article II – Purpose

The Club is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

Article III – Objectives

- A. To support, assist, encourage and promote all levels of the Aubrey baseball program.
- B. To create a relationship between the community, the school district, and the sporting teams that encourages spirit.
- C. To aid and assist projects presented by the Club, coaches, and school administrators.
- D. Operate in a manner that is consistent with AISD and the University of Interscholastic League (UIL) Policies.

Article IV – Limitation of the Club

The Club shall be a non-political organization and shall take no part in the control or direction of the school athletic programs.

Article V – Membership

- A. Any person interested in the general welfare of the Aubrey baseball program, regardless of performance of the respective teams, and supports the Club's objectives as described in Article IV, shall be eligible for membership.
- B. Membership fee, if any, shall be determined by the Board of Directors. Payment of membership fee by eligible person shall make same a member. If fees are not assessed, membership will be determined based upon other criteria established by the Board of Directors, such as but not limited to, volunteer hours, presence at meetings, etc.
- C. Each member shall be entitled to one vote.

- D. The membership year shall be from August 1 through the following July 31.
- E. All members shall be subject to the University Interscholastic League Booster Club Guidelines and shall conduct themselves accordingly.

Article VI – Executive Officers

The Board of Directors shall be made up of the following Executive Officers: President; Vice President, Secretary; and Treasurer.

Article VII – Election of the Board of Directors

- A. Board of Directors will nominate Executive Officers as well as accept nominations from the floor at the meeting in which the election of officers is held. Executive Officers must be the legal guardian of a baseball player within the AISD. Election of Executive Officers will be held annually in the spring preceding the year in which the Executive Officer will serve.
- B. Vacancies occurring in any office, except the President, shall be filled for the unexpired term by a majority vote of the remaining Executive Officers. If a vacancy occurs in the office of the President, the Vice President will assume the duties of the President.
- C. Two offices may be held by the same person, except for the President and Treasurer positions. Two members may share an office except for the President and Treasurer positions.
- D. Each term for the Executive Officers is one year that coincides with the membership year. Executive Officers may serve multiple terms if elected in the normal course.

Article VIII – Meetings

- A. The first general meeting of the Club will be held preceding baseball season. A general membership meeting will be held a minimum of three times per year.
- B. A majority of the members present at any meeting will constitute a quorum.

Article IX – Duties of Officers

- A. The President shall preside at all meetings of the Club. The President shall communicate any fund raising and spending restrictions instituted by AISD to the Board of Directors. The President shall obtain administrative approval from the Athletic Director or AISD administration for all projects that require approval. The President will ensure UIL compliance for Club activities.
- B. Officers shall perform all duties that pertain to his/her office.

- C. The Vice President, in the absence of the President, shall assume the duties of the President. In the event of a vacancy in the office of the President, the Vice President shall assume the duties of that office.
- D. The Secretary shall maintain the official records of the Club. The Secretary shall maintain an accurate written record of proceedings during all meetings. The Secretary shall present minutes from the Clubs general meetings for approval at the next general meeting. The Secretary shall provide an official copy of the approved minutes of the meeting to the AISD administration. The Secretary shall be responsible for all Club correspondence, including publicizing meeting dates. Notice of meeting dates may be made electronically through email, text message, or posting on social media or any combination thereof.
- E. The Treasurer shall receive and disburse funds of the Club and shall keep all monies deposited in the bank account. The Treasurer shall give a Treasurer's Report at each general meeting and provide a financial report to AISD administration at least once annually to be maintained on file by AISD. The Treasurer is responsible for filing or coordination of filing any applicable tax returns or required forms and remitting sales tax to the State of Texas for any taxable sales.
- F. The immediate past president shall provide guidance and direction; shall assist transition; shall assist in continuity between boards; shall provide general communication between past and present board. He/she will not have a board vote.
- G. The Treasurer and the Board President shall be signers on any bank accounts and only one signature shall be required on each disbursement. The Vice President and/or Secretary may be added as signers to the bank accounts if unanimous consent is obtained from the Board of Directors.
- H. All Executive Officers are required to attend all scheduled meetings. Failure to repeatedly attend meetings could be considered a failure to execute the duties of an Executive Officer.

Article X – Removal of Officers

Any Executive Officer may be removed for good cause, at any time, by a majority vote of the Board of Directors. "Good cause" shall be defined as, but not limited to, breach of fiduciary responsibility with respect to Club funds, failure to execute the duties of the office, conflicts of interests not approved by the Board of Directors, conduct that violates AISD or UIL rules or policies, or conduct that reflects negatively on AISD or the Club.

Article XI – Indemnification of Officers

To the extent permitted by law, any person made or threatened to be made a party to any action, suit, or proceedings by reason of the fact that he/she is or was an Executive Officer of the Club, shall be indemnified by the Club against any and all liability and the reasonable expenses, including attorney's fees and disbursements in connection with the defense or settlement of such action, suit, or proceedings, or in connection with any appearance therein. Notwithstanding the above, the Club, will indemnify a person only if he/she acted in good faith and reasonably believed that his/her conduct was in the Club's best interest. In the case of a criminal proceeding, the person may be indemnified only if he/she had no reasonable cause to believe his/her conduct was unlawful.

Article XII– Coordinators

Coordinator positions are dictated by the needs of the Club and include but are not limited to: Concessions Coordinator, Spirit Wear Coordinator, Program and Sign Coordinator, and Special Event Coordinators. Coordinators will be appointed by the Board of Directors.

Article XIII – Duties of Coordinators

Each Coordinator will attend the booster club meetings regularly. While they may be asked to attend Board Meetings, none will be a voting member of the Board of Directors. They may also be asked to present the status of the initiatives for which they coordinate at the booster club meetings.

- A. Concession Coordinator oversees all operations of the concessions stands.
- B. Spirit Item Coordinator oversees the purchase and sale of spirit items and coordinating volunteers to sell spirit items. The budget to purchase Spirit Items
- C. Program and Sign Coordinator oversees the production and printing of the program as well as soliciting ads for the program and signs displayed at the AISD athletic stadium.
- D. Special Event Coordinators oversee the planning and execution of various events such as home coming, senior night, banquet(s), season kick-off events and any other event approved by the Board of Directors.

Article XIV – Dissolution Clause

Upon the dissolution of the Club, the Club shall, after paying or making provisions for the payment of all the liabilities of the Club, dispose of all the assets of the Club exclusively for the purposes of the Club in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code. (or the corresponding provision of any future United States Internal Revenue Law). Distribution of the assets of the Club shall be at the discretion of the Board of Directors. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Club is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article XV – Amendments

The Club By-Laws may be amended by a majority of the Board of Directors and 10% of the members present at the meeting in which the amendments are reviewed. The proposed amendment(s) must be made available to the members 7 days prior to the meeting in which the voting is to occur.