

**Booster Club By-Laws**  
**BYLAWS**  
  
**OF**  
  
**EP BASEBALL BOOSTER, INC.**  
**A NOT-FOR-PROFIT CORPORATION**

**Revised – August 2023**

**ARTICLE 1**  
**ORGANIZATION**

1. The name of the organization shall be EP Baseball Booster, Inc.
2. The organization will have principal offices located in Paulding County, State of Georgia.
3. The organization may at its pleasure by a vote of the membership body change its name.
4. The fiscal year for the organization shall be August 1 to July 31 – in line with the Paulding County School Year.
5. The designation of the county of state of the corporation's principal office may be changed by amendment of these Bylaws. The organization may change the principal office from one location to another within the named county by noting the changed address and effective date below and such changes of address shall not be deemed, nor require, an amendment of these Bylaws.

## **ARTICLE 2 PURPOSES**

The following are the purposes for which this organization has been organized.

### **SECTION 1. IRC SECTION 501(c)(3) PURPOSES**

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code.

### **SECTION 2. SPECIFIC OBJECTIVES AND PURPOSES**

The specific purpose for which this corporation is organized is to raise funds for the East Paulding High School Baseball league to improve the playing fields, uniforms, equipment, and facilities.

## **ARTICLE 3 MEMBERSHIP**

### **SECTION 1. MEMBERSHIP ELIGIBILITY**

Membership in this organization shall be open to all who choose to pay the membership dues set forth by the organization.

### **SECTION 2. MEETINGS**

Member Meetings of this organization shall be held monthly except if such day be a legal holiday, then and in that event, by vote of the members of the organization, a future day shall be determined.

### **SECTION 3. NOTICE OF MEETINGS**

The Secretary shall cause to notify every member in good standing at his email address as it appears in the membership roll book in this organization telling the time and place of each meeting.

#### **SECTION 4. LOCATION OF MEETINGS**

Member meetings of this organization shall be held at East Paulding High School in Paulding County.

#### **SECTION 3. QUORUM**

The presence of not less than fifty percent (50%) of the members shall constitute a quorum and shall be necessary to conduct the business of this organization; but a lesser percentage may adjourn the meeting for a period of not more than two weeks from the date scheduled by these bylaws and the secretary shall cause a notice of this scheduled meeting to be sent to all those members who were not present at the meeting originally called. A quorum as herein before set forth shall be required at any adjourned meeting.

#### **SECTION 4. SPECIAL MEETINGS**

Special meetings of this organization may be called by the President when he deems it for the best interest of the organization. Notices of such meeting shall be sent to all members at their email address as it appears in the membership roll book at least ten (10) days before the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting and by whom it was called. At the request of fifty percent (50%) of the members of the organization, the President shall cause a special meeting to be called but such request must be made in writing at least ten (10) days before the requested scheduled date.

No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

**ARTICLE 5  
VOTING**

**SECTION 1. PROCEDURES**

At all meetings, except for the election of officers and directors, all votes can be by voice or via email addresses as it appears in the membership roll book. For elections of officers, ballots shall be provided and there shall not appear any place on such ballot that might tend to indicate the person who cast such ballot.

At any regular or special meeting, if a majority so requires, any question may be voted upon in the manner and style provided for election of officers and directors.

**SECTION 2. VOTING COMMITTEE**

At all votes by ballot the chairman of such meeting shall, prior to the commencement of balloting, appoint a committee of three who shall act as "Inspectors of Election" and who shall, at the conclusion of such balloting, certify in writing to the Chairman the results and the certified copy shall be physically affixed to the minute book to the minutes of that meeting.

No inspector of election shall be a candidate for office or shall be personally interested in the question voted upon.

**ARTICLE 6  
ORDER OF BUSINESS**

1. Roll Call
2. Reading of the Minutes of the preceding meeting.
3. Reports of Committees.
4. Reports of Officers.
5. Old and Unfinished Business
6. New Business
7. Adjournments.

**ARTICLE 7  
BOARD OFFICERS**

**SECTION 1. NUMBER**

The business of this organization shall be managed by a Board Officers consisting of two (2) members, together with the officers of this organization. At least one of the board officers elected shall be a resident of Paulding County.

**SECTION 2. QAULIFICATIONS**

The officers to be chosen for the ensuing year shall be chosen at the monthly meeting of this organization and they shall serve for a term of one (1) year.

**SECTION 3. POWERS**

The Board Officers shall have control and management of the affairs and business of this organization. Such Board Officers shall only act in the name of the organization when it shall be regularly convened by its chairman after due notice to all the directors of such meeting.

#### **SECTION 4. QUORUM**

One Hundred Percent (100%) of the members of the Board Officers shall constitute a quorum and the meetings of the Board Officers shall be held regularly once per quarter.

#### **SECTION 5. VOTING PROCEDURES**

Each officer shall have one vote and such voting may not be done by proxy.

#### **SECTION 6. MEETINGS**

The Board Officers may make such rules and regulations covering its meeting as it may in its discretion determine necessary.

#### **SECTION 7. CHAIRPERSON**

The President of the organization by virtue of his office shall be Chairperson of the Board Officers.

#### **SECTION 8. SECRETARY**

The Board Officers shall select from one of their members a secretary.

#### **SECTION 9. VACANCIES**

An officer may be removed when sufficient cause exists for such removal. The Board officers may entertain charges against any officer. An officer may be represented by counsel upon any removal hearing. The Board Officers shall adopt such rules for this hearing as it may in its discretion be considered necessary for the best interests of the organization.

Any officer may resign effective upon giving written notice to the chairperson of the Board, the President, or the Secretary. Unless otherwise prohibited by the Articles of Incorporation, these Bylaws, or provisions of law, vacancies on the board may be filled by members of the organization. A person elected to fill a vacancy on the board shall hold office until the next election of the Board Officers or until his or her death, resignation, or removal from office.

## **ARTICLE 8 OFFICERS**

### **SECTION 1. DESIGNATION OF OFFICERS**

The officers of the corporation shall be a President, a Vice President, a Secretary, and a Treasurer. The corporation may also have one or more Vice Presidents, Assistant Secretaries, Assistant Treasurers, and other such officers with such titles as may be determined from time to time by the Board of Directors.

### **SECTION 2. QUALIFICATIONS**

Any person may serve as an officer of this corporation.

### **SECTION 3. ELECTION AND TERM OF OFFICE**

Officers shall be elected by the members of the organization, and each officer shall hold office for one year, or until he or she resigns or is removed or is otherwise disqualified to serve, or until his or her successor shall be elected and qualified, whichever occurs first.

### **SECTION 4. REMOVAL AND RESIGNATION**

Any officer may be removed, either with or without cause, by the Board of Directors, at any time. Any officer may resign at any time by giving written notice to the Board of Directors or to the President or Secretary of the corporation. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

### **SECTION 5. VACANCIES**

Any vacancy caused by the death, resignation, removal, disqualification, or otherwise, of any officer shall be filled by the members of the organization. In the event of a vacancy in any office other than that of President, such vacancy may be filled temporarily by appointment of the President until such time as the members vote to fill the vacancy.

## **SECTION 6. DUTIES OF PRESIDENT**

The President shall be the chief executive officer of the corporation and shall, supervise and control the affairs of the corporation and the activities of the officers. He or she shall perform all duties incident to his or her office and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws, or which may be prescribed from time to time by the board of Directors. Unless another person is specifically appointed as chairperson of the Board of Directors, the President shall preside as chairperson at all meetings of the Board of Directors and, if this corporation has members, at all meetings of the members. Except as otherwise expressly provided by law, by the Articles Incorporation, or by these Bylaws, he or she shall, in the name of the corporation, execute deeds, mortgages, bonds, contracts, checks, or other instruments. He shall appoint all committees, temporary or permanent. He shall see all books, reports and certificates required by law are properly kept or filed.

## **SECTION 7. DUTIES OF VICE PRESIDENT**

In the absence of the President, or in the event of his or her inability or refusal to act, the Vice President shall perform all the duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions on, the President. The Vice President shall have other powers and perform such other duties as may be prescribed by law, by the Articles of Incorporation, or by these bylaws, or as may be prescribed by the Board of Directors.

## **SECTION 8. DUTIES OF SECRETARY**

The Secretary shall:

Certify and keep at the principal office of the corporation the original, or a copy, of these Bylaws as amended or otherwise altered to date.



Keep at the principal office of the corporation or at such other place as the board may determine, a book of minutes of all meetings of the directors, and, if applicable, meetings of committees of directors and of members, recording therein the time and place of holding, whether regular or special, how called, how notice thereof was given, the names of those present or represented at the meeting and the proceedings thereof.

See that all notices are duly given in accordance with the provisions of these Bylaws or as required by law.

Be custodian of the records and the seal of the corporation and affix the seal, as authorized by law or the provisions of these Bylaws, to duly executed documents of the corporation.

Keep at the principal office of the corporation a membership book containing the name and address of each and any members, and, in the case where any membership has been terminated, he or she shall record such fact in the membership book together with the date on which such membership ceased.

Exhibit at all reasonable times to any director of the corporation, or to his or her agent or attorney, on request therefore, the Bylaws, the membership book, and the minutes of the proceedings of the directors of the corporation.

In general, perform all duties incident to the office of the Secretary and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws, or which may be assigned to him or her from time to time by the Board of Directors.

## **SECTION 9. DUTIES OF TREASURER**

The Treasurer shall:

Have charge and custody of, and be responsible for, all funds and securities of the corporation, and deposit all such funds in the name of the corporation in such banks, trust companies, or other depositories as shall be selected by the Board of Directors.

Receive, and give receipt for, monies due and payable to the corporation from any source whatsoever.

Disburse, or cause to be disbursed, the funds of the corporation as may be directed by the board of Directors, taking proper vouchers for such disbursements.

Keep and maintain adequate and correct accounts of the corporation's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses.

Exhibit at all reasonable times the books of account and financial records to any director of the corporation, or to his or her agent or attorney, on request, therefore.

Render to the President and directors, whenever requested an account of any or all of his or her transactions as Treasurer and of the financial condition of the corporation.

Prepare, or cause to be prepared, and certify, or cause to be certified, the financial statements to be included in any required reports.

In general, perform all duties incident to the office of Treasurer and such other duties as may be required by law, by the Articles of Incorporation of the corporation, or by these Bylaws, or which may be assigned to him or her from time to time by the Board of Directors.

## **ARTICLE 9 SALARIES**

### **SECTION 1. EMPLOYEE OR CONTRACTOR COMPENSATION**

The Board of Directors shall hire and fix the compensation of any and all employees or contractors which they in their discretion may determine to be necessary for the conduct of the business of the organization.

### **SECTION 2. BOARD OF DIRECTOR AND OFFICER COMPENSATION**

No Board of Director member, or officer of this organization shall receive compensation for any duties performed for the organization as listed in these Bylaws.

## **ARTICLE 10 COMMITTEES**

### **SECTION 1. COMMITTEE APPOINTMENT**

All committees of this organization shall be appointed by the President and their term of office shall be for a period of one year or less if sooner terminated by the action of the President.

### **SECTION 2. PERMANENT COMMITTEES**

The permanent committees shall be:

Fundraising Committee

Concession Committee

Maintenance Committee

Community Relations Committee

**ARTICLE 10  
DUES**

The dues of this organization shall be \$25.00 per annum or \$40.00 per couple and shall be payable  
by October 1st.

**ARTICLE 11  
BYLAW AMENDMENT**

These bylaws may be altered, amended, repealed, or added to by an affirmative vote of the majority  
of the members.

**ARTICLE 12  
CONSTRUCTION AND TERMS**

If there is any conflict between the provisions of these Bylaws and the Articles of Incorporation of this  
corporation, the provisions of the Articles of Incorporation shall govern.

Should any of the provisions or portions of these Bylaws be held unenforceable or invalid for any  
reason, the remaining provisions and portions of these Bylaws shall be unaffected by such holding.

All references in these Bylaws to the Articles of Incorporation shall be to the Articles of Incorporation,  
Articles of Organization, Certificate of Incorporation, Organizational Charter, Corporate Charter, or  
other founding document of this corporation filed with an office of this state and used to establish the  
legal existence of this corporation.

All references in these Bylaws to a section or sections of the Internal Revenue Code shall be to such  
sections of the Internal Revenue Code of 1986 as amended from time to time, or to corresponding  
provisions of any future federal tax code.