

BYLAWS
For
Palatine High School (PHS) Pirate Booster Club
An Illinois Not-For-Profit Organization

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PHS Pirate Booster Club
An Illinois Not-For-Profit Organization

ARTICLE I: NAME, PURPOSE AND MEMBERSHIP

Section 1: Name

The name of this not-for-profit organization is PHS Pirate Booster Club (hereinafter referred to as The Club) of Palatine, IL (EIN # 36-3550502) of High School District 211. The Club is incorporated under the laws of the State of Illinois and chartered under all the laws governing not-for-profit organizations.

Section 2: Purpose/Objective

The purpose of The Club is to bring parents, faculty, students and the local community together for the following objectives:

- A. To support all student organizations and activities at Palatine High School in ways consistent with school policy;
- B. To encourage participation in all school activities in order to enrich the students' physical, social and cultural experiences during their high school years;
- C. To promote good school citizenship among the students and good sportsmanship on the part of the participants and spectators at all school-sponsored events and activities;
- D. To support and be an extension of school activities approved by the staff of Palatine High School in a manner agreeable to them, but in no way interfering with school policy or the liability insurance of this organization; and
- E. To raise funds in support of the Objectives of the Club.

Section 3: Membership & Dues

- A. Membership in The Club shall be open to any person who subscribes to the Objectives of the Club.
- B. The membership year of The Club shall begin on July 1 and end on June 30.
- C. Persons joining during the membership year must pay dues for that year. Membership dues are established by the Board.
- D. Only members that have paid dues for the current membership year are eligible to participate in the business of The Club.
- E. Only a dues paying member of The Club may be eligible for election or appointment to office or chairmanship in The Club.

Section 4: Termination of Membership

- A. Any member may be removed from membership by a majority vote of the Board for conduct deemed prejudicial to this organization, provided that such member shall first have been served with written notice of the accusations against them and shall have been given an opportunity to be heard at the meeting at which such vote is taken.

Section 5: Voting

Each adult who has established membership in The Club for 30 days and is present at a general membership meeting shall have one vote.

ARTICLE II: THE EXECUTIVE COMMITTEE, NOMINATING COMMITTEE AND VACANCIES

Section 1: Executive Committee

- A. The Executive Committee shall consist of the elected officers: president, vice president, treasurer, and secretary.
- B. Meetings shall be held at the call of the president and/or co-presidents or the majority of the Executive Committee. A majority of voting board members shall constitute a quorum.
- C. The Executive Committee shall meet as soon as the officers have been duly elected for the purpose of formulating tentative plans for their term of office.
- D. The Executive Committee may transact business of the organization in an emergency; however, no action shall be in conflict with that taken by the voting body of this organization or that of the Board.
- E. Members of the Executive Committee are required to have a child enrolled in the school during their term of office.
- F. Officers shall be elected annually at a duly called general membership meeting.
- G. Officers shall assume their official duties at the beginning of the new fiscal year and shall serve for a term of one (1) year.
- H. A person shall not be eligible to serve more than two (2) consecutive terms in the same office. In the instance where no other individuals step forward to fill the (soon to be vacant) officer role(s) additional terms will be allowed based on a unanimous vote of the nominating committee.

Section 2: Election of Officers

- A. At a regular winter meeting of the Board, the president shall ask for candidates to serve on the nominating committee for the officers of The Club. The nominating committee shall consist of (5) members, three (3) of whom shall be appointed by the Board from its body, and two (2) shall be appointed from the general membership. There should be one (1) alternate from the board and one (1) from the general membership. The Principal shall serve as a non-voting advisory member of the nominating committee.
- B. The committee shall choose its own chairman from its members.
- C. The nominating committee shall select one (1) nominee for each office to be filled. If co-officers are allowed for a position, two (2) candidates can be selected for that position.
- D. The nominating committee shall select one (1) nominee for each standing committee chairperson role specified in the standing rules. The standing committee Chairs will be approved by the board.
- E. The nominating committee shall report their slate of officer nominees at least twenty eight (28) days prior to the election meeting.
- F. The officers of the Board shall be elected by the general membership at a duly called general membership meeting; an opportunity shall be given for nominations of qualified candidates from the floor. The members present at the general membership meeting shall then elect the officers for the forthcoming term. If there is more than one nominee for a position the Australian ballot (secret ballot) form of election shall be used.
- G. Only those who have consented to serve if elected shall be eligible for nomination either by the nominating committee or from the floor.
- H. Newly elected officers of the Board shall be seated at the next and subsequent board meetings in a nonvoting capacity until their term of office begins on July 1.

Section 3: Vacancies

In the event of a vacancy in the office of President, the vice president shall serve and a replacement VP will be appointed at the next regular or special meeting of the Board from among the voting members of the current board as specified in ARTICLE IV, Section 4.

ARTICLE III: DUTIES OF OFFICERS

Section 1: President(s)

The President(s) shall:

- A. Serve as the Chief Executive Officer of The Club;
- B. Preside at all meetings of this organization, the Board and the executive committee. Since there can only be one individual designated as the presider of a meeting, in the case of co-presidents, it should be decided before each meeting which co-president will be presiding;
- C. Be a member ex-officio of all committees except the nominating committee and if authorized to sign checks, the audit committee;
- D. Sign all legal documents, including contracts. If co-presidents, only one should be the designated signer of legal documents, contracts and checks;
- E. Be responsible for other duties as may be assigned to them by the organization, the Board or the executive committee;
- F. Have the general powers and duties of supervision and management usually vested in the office of president of an organization;
- G. Be responsible to verify that federal and state not-for-profit tax returns have been submitted annually by the federally mandated due date; and
- H. In lieu of a Vice President, duties outlined in Article III, Section 3 will be assumed by the President(s).

Section 2: Vice President

The Vice President shall:

- A. Act as aide to the president(s), and shall perform the duties of the president(s) in the absence or inability of that officer(s) to serve;
- B. Assist in the coordination of any projects or events deemed necessary by the Board to support the various activities of The Club; and
- C. Assist in the organization of the By-Laws Committee, Nominating Committee, Audit Committee and any other committee that the President and Board deem necessary to carry on the business of the Board.

Section 3: Secretary

The secretary shall:

- A. Attend all meetings of the general membership and the Board of the Club, and shall preserve in books the true minutes of the proceedings of all such meetings;
- B. Determine a quorum prior to any voting at every meeting;
- C. Receive and maintain copies of all correspondence pertaining to The Club, and shall collect and maintain copies of the documented procedures;
- D. Give all notices required by statute, law or resolution;
- E. Perform such other duties as may be delegated by the Board; and
- F. Prepare and publish all minutes from Board meetings to the members of the Board within 10 days of the meeting.

Section 4: Treasurer

The Treasurer shall:

- A. Have custody of all bonds and securities and shall keep in books, belonging to The Club, full and accurate accounts of all receipts and disbursements;
- B. Deposit all monies, securities and other valuable effects in the name of The Club in such depositories as may be designated for that purpose by the Board within seven business days of receipt of monies;
- C. Disburse the funds of The Club within a reasonable time frame from receipt of a written request for such disbursement with proper support attached, as may be ordered by the Board;
- D. Tender to the President(s) and Board at the regular meetings of the Board, and whenever requested by them, an account of all transactions and the financial condition of The Club;
- E. Be responsible for filing the appropriate tax return documents to the Internal Revenue Service annually by the federally mandated due date. Additionally, the Treasurer is responsible for obtaining W-9's from parties receiving payment from The Club and submitting the appropriate 1099's to those parties and the Internal Revenue Service by the federally mandated due date to maintain non-profit status;
- F. Annually obtain bond insurance for the board.
- G. Assist in the organization of a Budget Committee and provide access to all documents needed for the annual audit as defined in ARTICLE VI, Section 1, B.

ARTICLE IV: BOARD

Section 1: Establishment of a Board

- A. The Board shall consist of the Executive Committee, the chairman of the standing committees, and in a nonvoting advisory capacity, the Principal, the Activity Director, and the Athletic Director of the High School.
- B. Each voting position on the Board shall be entitled to one vote. However, if an individual holds more than one position on the Board he/she will only have one vote.

Section 2: Duties of the Board

The Board shall:

- A. Be required to become dues paying members in good standing of The Club;
- B. Approve allocations and expenditures and must remain within the confines of the approved budget;
- C. Be responsible for reviewing and accepting the audit report and for reviewing, approving and amending the budget;
- D. Amend the standing rules per ARTICLE IV, Section 5;
- E. Prepare a plan of work and budget request as outlined in ARTICLE VI, Section 1, C;
- F. In performance of their authorized duties be indemnified and held harmless by said organization from any personal liability arising out of any cause or source of whatever nature, including legal fees;
- G. Be bonded by an insurance company, with the policy being paid for by The Club;
- H. Transact necessary business in the intervals between general membership meetings and such other business as may be referred to it by this organization;
- I. Serve without pay.

Section 3: Meetings of the Board

- A. The Board shall meet monthly during the school calendar year as scheduled by the Executive Committee with a minimum of 9 meetings per calendar year.
- B. A meeting agenda shall be prepared by the president(s) and distributed to all Board members prior to the meeting.
- C. Any member of The Club may observe a meeting. A general member may attend a Board meeting and present petitions, proposals, or statements provided that the general member has notified the president(s) at least seven (7) days in advance of the meeting. Also, the petition, proposal, or statement must be relevant to the objectives and/or activities of The Club.
- D. Special meetings of the Board may be called by the president(s) or by the majority of the Board members at any time. Notice shall be given by such means as the secretary deems sufficient, provided that a reasonable attempt has been made to inform every member of the Board. Such notice shall give the time, place and purpose thereof.

Section 4: Quorum for Board Meetings

Ten (10) voting members of the board shall constitute a quorum for the transactions of business at all board meetings provided a minimum of two (2) officers are present. If no quorum is determined, the presiding officer shall postpone voting business to the next regularly scheduled meeting.

Section 5: Vacancies

Vacancies on the Board shall be filled by appointment made by the president(s) and approved by the Executive Committee.

Section 6: Action by Consent

If and when the President(s) or Vice President proposes an action to be taken by The Club and a two-thirds majority (2/3) of the voting members of the Board present or voting (if electronic), separately or collectively, consent to such action either verbally, in writing, or via electronic communication, then such action shall be valid as though it had been authorized at a meeting of the Board. At the next Board meeting the action taken and the reason for taking the action shall be presented to the full Board.

Section 7: Removal of Board Members

Any Board Member failing to subscribe to the bylaws of The Club may, following the recommendation of the Board, be removed from office or committee by the vote of two-thirds (2/3) of the voting quorum..

ARTICLE V: GENERAL MEMBERSHIP MEETINGS

Section 1: Meetings

- A. General membership meetings are convened to amend the bylaws and elect the officers, the posting of the slate and publication of the amendments require twenty eight (28) days written notice
- B. Regularly scheduled meetings of this organization shall be held at least one (1) time during the school year. Dates of meetings shall be determined by the Board.

Section 2: Notice of General Membership Meetings

At least seven (7) days prior to the general membership meeting, the general membership shall be given written notice of date, time, location and purpose of such meeting. Notice shall be given by such means as the secretary deems sufficient.

Section 3: Order of Business at General Membership Meetings

The president(s) shall determine the order of business.

Section 4: Quorum of General Members

A quorum for the transaction of business at a general membership meeting shall consist of fifteen (15) members which shall include at least two (2) officers.

ARTICLE VI: SPECIAL COMMITTEES

Section 1: Special Committees

- A. Special or temporary committees may be established for such purposes and duration as the Board shall deem appropriate. These committees shall receive direction from the Board and shall report back to the Board. These committees shall be advisory in nature and voting rights shall not be granted to, or inferred by, such committees or the members thereof.
- B. The financial records of this organization must be audited annually within 90 days of the close of the fiscal year and presented at the October Board meeting. In addition an audit will be required upon change of treasurer during term of office. An audit committee shall be appointed by the president(s), and shall consist of two (2) members of the Board and one (1) member, not currently serving on the Board from the general membership. After the end of the fiscal year, the audit committee shall conduct a thorough review of the financial records of The Club, and shall present a formal written report of their findings to the Board. By decision of the Board a professional auditor may be used in lieu of an audit committee. Anyone authorized to sign checks is not eligible to audit the financial records.
- C. Annually a Budget Committee shall be established by the Vice President and Chaired by the Treasurer. The Chair of each revenue producing committee shall serve on the Budget Committee with up to three (3) additional board members. The High School Principal shall serve as a non-voting advisor. Each Committee Chairperson shall present a proposed budget (plan of work) estimating the expenses and revenues expected from the operation of that committee's activities for the following term. The plans of work/budgets will be consolidated and reviewed by the Budget Committee and may be adjusted, eliminated, or added to by the Board at that meeting or any subsequent meeting. Acceptance of budgets by the Board shall infer authorization to expend the funds of The Club. The budget must be approved by the Board no later than the second meeting of the school year.

Article VII: Authorization for Discretionary Funds, Disposition of Assets

Section 1: Authorization for Discretionary Funds

Expenditures in excess of 10% of the committee budget and that is not covered in the budget, shall require majority approval by the Board in advance of the commitment. When appropriate in order to accommodate the business of The Club, expenditures of fifty dollars or less may be authorized by the President(s) subject to the approval of the Board at the next Board meeting.

Section 2: Dissolution

In the event of dissolution, the assets of this organization shall be distributed as follows:

1. All liabilities and obligations of The Club shall be paid, satisfied and discharged, or adequate provision shall be made therefore;
2. All remaining assets shall be transferred to Palatine High School, High School District 211, Cook County, Illinois.

Article VIII: Amendment of Bylaws

Section 1: Amendments

These bylaws may be amended at any general membership meeting of this organization by a two-thirds (2/3) vote of the members present and voting provided that notice of the proposed amendment has been given to all members twenty eight (28) days in advance of the general membership meeting at which the amendment is to be considered, with a quorum being present.

Section 2: Revised Set of Bylaws

A committee may be appointed to submit a revised set of bylaws as a substitute for the existing bylaws by a majority vote at a meeting of the organization or by a two-thirds (2/3) vote of the Board members present. The requirements for adoption of a revised set of bylaws shall be the same as in the case of the amendment.

Article IX: Fiscal Year

This organization shall function on a fiscal year basis for reporting purposes. Said fiscal period shall run from July 1st to June 30th each year.

Article X: Parliamentary Authority

The Rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern The Club in all cases in which they are applicable and in which they are not in conflict with these bylaws.

ADOPTED _____
Date

President

Secretary

**PALATINE BOOSTERS
STANDING RULES**

- A. Board members are required to maintain and uphold the reputation of The Club through positive conduct. Members are required to be professional, respectful, courteous and polite at meetings and while representing The Club.
- B. Board members are required to sign a form acknowledging they have read and understand the bylaws of The Club.
- C. The Board shall create such standing committees as it may deem necessary to promote the Objects and carry on the work of this organization.

Current Standing Committees:

- 1. Alumni Chair
 - 2. Concessions
 - 3. Corporate Contributions
 - 4. Craft Fair
 - 5. Dinner Auction
 - 6. Facebook
 - 7. Graphic Artist
 - 8. Membership
 - 9. Music
 - 10. Newsletter
 - 11. Photographer
 - 12. Pirate Pact
 - 13. Post Prom
 - 14. Publicity
 - 15. Scholarship
 - 16. School Store
 - 17. Sports
 - 18. Support Activities
 - 19. Volunteer Coordinator
 - 20. Ways and Means
 - 21. Website
 - 22. Vice President
 - 23. Treasurer
 - 24. Secretary
 - 25. President in a NON VOTING ROLE
- D. The chairman of standing committees shall be selected by the Executive Committee for the term of one (1) year.
 - E. The chairman of each standing committee shall present a written plan of work complete with proposed budget estimating the expenses and revenues from the operation of that committee's activities for the following term.
 - F. The chairman of each standing committee is required to submit information to the publicity chair for all newsletters by the appropriate deadline.
 - G. The chairman of each standing committee is required to document the procedures used to fulfill the responsibilities of that position and shall maintain auxiliary records and data pertaining to the events and activities associated with that position. A copy of these documents shall be submitted annually to the secretary and the documents shall be given to the immediate successor in that Board position.
 - H. Board members are expected to attend all Board Meetings.
 - I. The candidate(s) for president(s) should have previous Board experience with The Club.
 - J. The Treasurer shall manage the Charlotte M. and Robert C. Donahue Millennium Scholarship investment funds to ensure the growth and liquidity of funds needed annually for the scholarship until such time that funds are expended;
 - K. Board members present reports and recommendations to the general membership of this organization.
 - L. Monies received must be counted by two attending people, and confirmed by the signing of a PHS Pirate

Booster Fund Receipt Form. All money will be given to the treasurer with supporting “Receipt of Funds Form” within 14 days of receipt.

- M. Requests for payment of funds should be provided to Treasurer within 14 days of receipt by The Club with a completed Check Request and supporting documentation.
- N. All Pirate Booster Club checks, drafts, online or electronic fund transfers, and orders for payment of the Club’s funds, shall be signed in the name of The Club and shall be co-signed by the Treasurer and one other authorized Officer of The Club. In the absence of the Treasurer, the President(s) and one other Officer may co-sign such instruments.
- O. Official contracts may be executed on behalf of The Club only by the President(s) or the President's designee as long as it is within the approved budget. Copies of all contracts must be submitted to the Treasurer(s) once executed.
- P. Contracts for certain services may need to be approved by D211, e.g. Post Prom Bus.