

**Tuscarora High School  
Tuscarora Theatre Booster Club (TTBC)  
May 2018**

**Constitution and By-Laws**

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# **Constitution and By-Laws**

## **Article I - Name**

The name of the corporation is the Tuscarora Theatre Booster Club (hereinafter referred to as the Corporation, TTBC, Theatre Boosters or Boosters) a charitable, nonprofit corporation incorporated in the State of Virginia.

## **Article II - Principle Office**

The principle office of the Corporation is Tuscarora High School, 801 North King Street, Leesburg, VA 20176.

## **Article III - Purposes**

### **Section 1**

**Nonprofit Purpose.** The Corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, with the specific purpose of making distributions to and on behalf of organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, the sole recipient and beneficiary of said distributions being the Tuscarora High School (THS) and its affiliated activities.

### **Section 2**

**Specific Purpose.** The TTBC is organized to enhance and enrich the educational environment of the THS Theatre Department by supporting all endeavors, social, extracurricular, and academic of the theatre students and staff to the best of its ability. The Boosters principle function will be to raise funds. Such funds will be used to advertise theatre productions and acquire and maintain equipment and supplies deemed necessary by the Executive Council. Funds may also be used for such other activities as are agreed upon and approved, and which fall within the scope and parameters of the Tuscarora Theatre Booster Club's Constitution and By-laws.

## **Article IV - Status**

### **Section 1**

The Boosters shall be a nonprofit organization, operated exclusively for the purposes specified in the Constitution and By-Laws. The Boosters shall use its funds only to accomplish the purposes specified in Article III, Sections 1 & 2 above.

**Section 2**

Officers, Executive Council Members, and elected or appointed officials of the Boosters shall not receive any compensation for their services. However, these personnel may be authorized reimbursement of authorized expenses incurred in the performance of their duties.

**Article V - Membership**

**Section 1**

Any person residing in the Tuscarora High School attendance area, any member of the staff of Tuscarora High School, any corporation or business entity, and any other parties interested in developing and promoting theatre and educational opportunities for students at Tuscarora High School, is eligible for membership in the Boosters.

**Section 2**

All members of the Boosters are considered to be annual members. Annual members are those persons who have paid the Booster’s dues prescribed for membership in accordance with Article X, Section 1 of this Constitution and By-Laws.

**Section 3**

Businesses may be assessed higher dues, as set by the Executive Council, than those for individual members. In addition, the Boosters may award Life or Honorary memberships for those instances of significant support rendered to the Boosters and its purposes, as the Executive Council may deem appropriate from time to time.

**Article VI - The Executive Council**

**Section 1**

Except as otherwise provided by law or in the Boosters’ Constitution and By-Laws, the Theatre Boosters and its funds and affairs shall be governed by an Executive Council, with the overriding consideration of the welfare of the students, the membership, and the best interests of Tuscarora High School and the Boosters.

**Section 2**

The Executive Council shall be comprised of the following elected members: President, Past President, Vice-President of Membership and Member Communication, Vice-President of Events, Vice President of Fundraising, Secretary, Treasurer of Expenses, Treasurer of Receipts and Member At Large. The Executive Council will also include the Tuscarora High School Theatre Director, and a Tuscarora High School Administrator.

### Section 3

It shall be the responsibility of the Executive Council to approve the overall program of activities for the school year for the TTBC. Nine officers will be elected to include a President, Past President, Vice-President of Membership and Member Communication, Vice-President of Events, Vice President of Fundraising, Secretary, Treasurer of Expenses, Treasurer of Receipts and Member At Large to serve for a one-year term.

The President, with the express concurrence of the Executive Council member governing the designated group, shall appoint a Cappies Chairperson (VP of Events), a Student Activities Chairperson (VP of Events), an Acquisitions Chairperson (VP of Fundraising), a Merchandise Chairperson (VP of Fundraising), a Theatre Concessions Chairperson (VP of Fundraising), an Athletic Concession Chairperson (VP of Fundraising), a Recognition Chairperson (Secretary) and a Theatre Ambassador Chairperson (Theatre Director). Chairpersons positions are to be filled at the discretion of the Executive Council member governing the designated group, and may remain open any given year, leaving their responsibilities to that Executive Council member.

The nine elected Executive Council members are the official voting members of all TTBC business that requires an official vote. The Theatre Director and a Tuscarora High School administrator shall serve as Ex-Officio members of the Executive Council with full voting rights. The Executive Council shall be vested with the authority to administer the day-to-day business and activities of the Boosters.

The duties of the Boosters Executive Council are provided in specific provisions set forth in the following sections of this article.

### Section 4

The **President** shall serve as the Chief Executive Officer of the Boosters. He/she shall preside at all meetings of the Executive Council as Chairperson. He/she shall be responsible for coordination of the Boosters' activities and programs with those of Tuscarora High School. He/she may sign on behalf of the Boosters, any contracts or other instruments which the Executive Council has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Executive Council, or by the Constitution and By-Laws to some other officer or agent of the Boosters, or shall be required by law to be otherwise signed or executed. In general, He/she shall perform all duties incident to the office of the President, and such other duties as may be prescribed by the Executive Council from time to time. The President shall appoint, subject to approval of the Executive Council, chairpersons of all committees. The President shall also serve as Ex-Officio member for all committees.

### Section 5

The **Past President** shall act as an advisor to the President and Executive Council and shall perform other duties as assigned by the President or Executive Council. The Past President position may be filled by any past Executive Council member that served during the previous term, upon being voted upon. He/she shall not take on any task that another TTBC Member wants to lead, as determined by the President. The Past President will participate in and support fundraising efforts of the Club. He/she will submit a brief written activity report via e-mail to the President and Secretary and any action items for

Board discussion five (5) business days prior to each monthly meeting. He/she will attend and participate in monthly Board meetings and reach out to new members to help integrate them into the Club.

## **Section 6**

The **Vice-President of Membership and Member Communication** shall assist the President in the coordination of the Boosters' activities, specifically soliciting new members, maintaining records of the membership rolls, holding a Member event (like, an Ice Cream Social), sharing a member contact list with other board members, reaching out to rising 9<sup>th</sup> grade potential member families, communicating with members via newsletters, emails, website updates and other methods, and shall perform other duties as assigned by the President or Executive Council. The Vice-President of Membership and Member Communication will participate in and support fundraising efforts of the Club. In absence of the President, the Vice-President of Membership and Member Communication shall assume the responsibilities of that office; when so acting, he/she shall have all of the powers of, and be subject to all the restrictions upon, the President. He/she will submit a brief written activity report via e-mail to the President and Secretary and any action items for Board discussion five (5) business days prior to each monthly meeting. He/she will attend and participate in monthly Board meetings and reach out to new members to help integrate them into the Club.

## **Section 7**

The **Vice-President of Events** shall assist the President in the coordination of the Boosters' activities, specifically the management of volunteers, including communicating appreciation. He/she will work with Events Chairpersons regarding the organization of the Cappies function, coordination of student activities and events, including Play In A Day, Outreach, Competition Hosting, Cast Parties, and Special Events and shall perform other duties as assigned by the President or Executive Council. The Vice-President of Events will also participate in and support fundraising efforts of the Club. The Chairpersons of Student Activities and Cappies will serve in this area. He/she will submit a brief written activity report via e-mail to the President and Secretary and any action items for Board discussion five (5) business days prior to each monthly meeting. He/she will attend and participate in monthly Board meetings and reach out to new members to help integrate them into the Club.

## **Section 8**

The **Vice-President of Fundraising** shall be responsible for managing the fundraising activities of the TTBC, including but not limited to Acquisitions, Theatre Concessions, Athletics Concessions, Merchandise, Hug-O-Grams, Show Time Fundraisers, SpiritNights, Discount Card Sales and others. He/she will work in conjunction with the Vice President of Events in securing volunteers for fundraising events, and shall perform other duties as assigned by the President or Executive Council. The Vice-President of Fundraising will participate in and support all fundraising efforts of the Club. If the VP of Fundraising so desires, Chairpersons of Acquisitions, Theatre Concessions, Athletic Concessions and Merchandise can be appointed to serve in this area. He/she will submit a brief written activity report via e-mail to the President and Secretary and any action items for Board discussion five (5) business days prior to each monthly meeting. He/she will attend and participate in monthly Board meetings and reach out to new members to help integrate them into the Club.

## **Section 9**

The **Secretary** shall keep accurate minutes of the proceedings of the Executive Council and regular and special meetings. At each regular meeting, He/she shall read the minutes of the previous regular and/or special meeting. He/she shall make copies available as appropriate, and shall maintain on file a minimum of one copy of each set of minutes. The Secretary will provide meeting notes for website publication and will be responsible for the Playbill creation. He/she will summarize votes made via email to be included in the monthly meeting agendas. He/she shall serve as custodian of the Boosters' records, including the Bylaws and Insurance documentation, attend to all correspondence and business pertinent to the office, and perform such other duties as assigned by the President or by the Executive Council. He/she will work with Events Chairpersons regarding the organization of student and program recognition and the end of year banquet. The Secretary will participate in and support fundraising efforts of the Club. The Chairperson of Recognition will serve in this area. He/she will submit a brief written activity report via e-mail to the President and Secretary and any action items for Board discussion five (5) business days prior to each monthly meeting. He/she will attend and participate in monthly Board meetings and reach out to new members to help integrate them into the Club.

## **Section 10**

The **Treasurer of Expenses** shall have charge and custody of, and be responsible for, all outgoing funds of the Boosters. He/she shall provide payment for all expenses and reimbursement for approved expenses made on behalf of the club. He/she shall keep a record of all disbursements and properly categorize and record them. He/she is a signatory and credit card holder for the banking account. He/she shall be the Officer responsible for the submission of the financial statement and budgets to the membership and the Executive Council. He/she shall prepare such tax reports, information returns, and annual reports as Local, State, and Federal Laws may require. At each meeting of the TTBC, He/she shall submit a budgetary report. He/she will perform all of the duties incident to the office of Treasurer, and such other duties as may be assigned from time to time by the President or by the Executive Council. The Treasurer of Expenses will participate in and support fundraising efforts of the Club. He/she will submit a brief written activity report via e-mail to the President and Secretary and any action items for Board discussion five (5) business days prior to each monthly meeting. He/she will attend and participate in monthly Board meetings and reach out to new members to help integrate them into the Club.

## **Section 11**

The **Treasurer of Receipts** shall have charge and custody of, and be responsible for, all incoming funds of the Boosters. He/she shall receive and give receipts for monies due and payable to the Boosters from any source whatsoever, and deposit all such monies and other valuable effects in the name of the Boosters in such banks, trust companies, and other depositories as agreed upon by resolution of the Executive Council. He/she shall keep a record of all receipts, shall properly categorize them and will make requests for payment. He/she shall maintain custody of and provide cash box services to other board members. He/she shall work with the Treasurer of Expenses to submit the financial statement and budgets to the membership and the Executive Council and assist in the preparation of such tax reports, information returns, and annual reports as Local, State, and Federal Laws may require. He/she will provide information to be included in the budgetary report presented at each meeting. He/she will perform all of the duties incident to the office of Treasurer, and such other duties as may be assigned

from time to time by the President or by the Executive Council. The Treasurer of Receipts will participate in and support fundraising efforts of the Club. He/she will submit a brief written activity report via e-mail to the President and Secretary and any action items for Board discussion five (5) business days prior to each monthly meeting. He/she will attend and participate in monthly Board meetings and reach out to new members to help integrate them into the Club.

## **Section 12**

The **Member At Large** shall assist other board members and chairpersons, lead special projects, and other duties as assigned. He/she will cover Board members' extended absences where necessary and appropriate. The Member At Large will participate in and support fundraising efforts of the Club. He/she will submit a brief written activity report via e-mail to the President and Secretary and any action items for Board discussion five (5) business days prior to each monthly meeting. He/she will attend and participate in monthly Board meetings and reach out to new members to help integrate them into the Club. He/she will perform such other duties as may be prescribed from time to time by the President or by the Executive Council.

## **Section 13**

The **Merchandise Chairperson** shall be responsible for managing all aspects of Tuscarora Theatre Spirit Wear and Hug O Grams. He/she will be responsible for keeping track of all merchandise inventory and ordering accordingly. He/she will be responsible for setting up and advertising/selling spirit wear and hug-o-grams during all shows, and will work in conjunction with the VP of Events to coordinate necessary volunteers. The Merchandise Chairperson will work under the direction of the VP of Fundraising. This position is to be filled at the discretion of the VP of Fundraising, and may remain open any given year, leaving these responsibilities to the VP of Fundraising. The Merchandise Chairperson will participate in and support fundraising efforts of the Club. He/she will submit a brief written activity report via e-mail to the President and Secretary and any action items for Board discussion five (5) business days prior to each monthly meeting. He/she will attend and participate in monthly Board meetings and reach out to new members to help integrate them into the Club. He/she will perform such other duties as may be prescribed from time to time by the President or by the Executive Council.

## **Section 14**

The **Acquisitions Chairperson** shall be responsible for managing the acquisition activities of the TTBC, including but not limited to Sponsorship Acquisition, Playbill Ad sales, Playbill Words of Encouragement sales, Silent Auction, and securing other donations, as needed. He/she will investigate grant writing possibilities and will provide sponsorship benefits to established sponsors. The Acquisitions Chairperson is responsible for sponsor and business advertisement acknowledgement and thank yous. This position is to be filled at the discretion of the VP of Fundraising, and may remain open any given year, leaving these responsibilities to the VP of Fundraising. He/she will work in conjunction with the Vice President of Events in securing volunteers for acquisition needs, and shall perform other duties as assigned by the President or Executive Council. The Acquisitions Chairperson will work under the direction of the VP of Fundraising. The Acquisitions Chairperson will participate in and support fundraising efforts of the Club. He/she will submit a brief written activity report via e-mail to the President and Secretary and any action items for Board discussion five (5) business days prior to each

monthly meeting. He/she will attend and participate in monthly Board meetings and reach out to new members to help integrate them into the Club. He/she will perform such other duties as may be prescribed from time to time by the President or by the Executive Council.

## **Section 15**

The **Theatre Concessions Chairperson** shall be responsible for the coordination of all theatre concessions activities including concession material purchases, concession material preparation (in compliance with local Health Department regulations), and the reporting of needs and concerns (surrounding the concession function) to the TTBC Executive Committee. This position is to be filled at the discretion of the VP of Fundraising, and may remain open any given year, leaving these responsibilities to the VP of Fundraising. This position is to be filled at the discretion of the VP of Fundraising, and may remain open any given year, leaving these responsibilities to the VP of Fundraising. He/she will work in conjunction with the VP of Events to coordinate necessary volunteers. The Theatre Concessions Chairperson will work under the direction of the VP of Fundraising. The Theatre Concession Chairperson will participate in and support fundraising efforts of the Club. He/she will submit a brief written activity report via e-mail to the President and Secretary and any action items for Board discussion five (5) business days prior to each monthly meeting. He/she will attend and participate in monthly Board meetings and reach out to new members to help integrate them into the Club. He/she will perform such other duties as may be prescribed from time to time by the President or by the Executive Council.

## **Section 16**

The **Athletic Concessions Chairperson** shall be responsible for the coordination of all athletic concessions activities including evaluating the schedules and acquiring appropriate work nights, filling volunteer spots, training volunteers, maintaining communications with the HABC Athletic Concessions Chairperson, keeping records of nights worked to reconcile payment from the HABC and the reporting of needs and concerns (surrounding the concession function) to the TTBC Executive Committee. This position is to be filled at the discretion of the VP of Fundraising, and may remain open any given year, leaving these responsibilities to the VP of Fundraising. He/she can work in conjunction with the VP of Events to coordinate necessary volunteers. The Athletic Concessions Chairperson will work under the direction of the VP of Fundraising. The Athletic Concession Chairperson will participate in and support fundraising efforts of the Club. He/she will submit a brief written activity report via e-mail to the President and Secretary and any action items for Board discussion five (5) business days prior to each monthly meeting. He/she will attend and participate in monthly Board meetings and reach out to new members to help integrate them into the Club. He/she will perform such other duties as may be prescribed from time to time by the President or by the Executive Council.

## **Section 17**

The **Cappies Chairperson** shall be responsible for the coordination of the Cappies room for the Cappies performance activities including securing space, planning and executing meals, acquiring display materials, and the reporting of needs and concerns (surrounding the Cappies function) to the TTBC Executive Committee. The Cappies Chairperson will also support the Cappies student team by attending one show with them as the Mentor. He/she will be trained to help lead the discussions before, during, and after the performance as a part of the review process. The Cappies Chairperson will assist in

the coordination of Cappies critic recognition, including creating and submitting congratulatory ads for the critics to the Cappies Gala playbill and the Tuscarora show playbills. He/she will also assist in the coordination of the Cappies Gala, including event permission slips, payment collection, completing roster, paying for tickets, and picking up tickets and medallions. He/she will work in conjunction with the VP of Events to coordinate necessary volunteers. The Cappies Chairperson will work under the direction of the VP of Events. The Cappies Chairperson will participate in and support fundraising efforts of the Club. He/she will submit a brief written activity report via e-mail to the President and Secretary and any action items for Board discussion five (5) business days prior to each monthly meeting. He/she will attend and participate in monthly Board meetings and reach out to new members to help integrate them into the Club. He/she will perform such other duties as may be prescribed from time to time by the President or by the Executive Council.

### **Section 18**

The **Student Activities Chairperson** shall be responsible for the coordination of student activities and other events, including Play In A Day, Outreach (Veterans and other), Competitions, Cast Parties, Special Show Events (like Snack Time with Characters), and the reporting of needs and concerns (surrounding the Student Activities function) to the TTBC Executive Committee. He/she will work in conjunction with the VP of Events to coordinate necessary volunteers. The Student Activities Chairperson will work under the direction of the VP of Events. The Student Activities Chairperson will participate in and support fundraising efforts of the Club. He/she will submit a brief written activity report via e-mail to the President and Secretary and any action items for Board discussion five (5) business days prior to each monthly meeting. He/she will attend and participate in monthly Board meetings and reach out to new members to help integrate them into the Club. He/she will perform such other duties as may be prescribed from time to time by the President or by the Executive Council.

### **Section 19**

The **Recognition Chairperson** shall be responsible for the recognition of student achievement through promotion with displays, website updates and social media posts, promote all theatre offerings, including classroom, plan, organize and secure awards for the end of year banquet, and the reporting of needs and concerns (surrounding the Recognition function) to the TTBC Executive Committee. He/she will work in conjunction with the VP of Events to coordinate necessary volunteers. The Student Activities Chairperson will work under the direction of the Secretary. The Recognition Chairperson will participate in and support fundraising efforts of the Club. He/she will submit a brief written activity report via e-mail to the President and Secretary and any action items for Board discussion five (5) business days prior to each monthly meeting. He/she will attend and participate in monthly Board meetings and reach out to new members to help integrate them into the Club. He/she will perform such other duties as may be prescribed from time to time by the President or by the Executive Council.

### **Section 20**

The **Theatre Ambassador Chairperson** shall be responsible for supporting the mission of the TTBC through outreach (community and rising 9<sup>th</sup> graders), surveys, audience greeting and alumni network building and the reporting of needs and concerns (surrounding the Ambassador function) to the TTBC Executive Committee. He/she will work in conjunction with the VP of Events to coordinate necessary volunteers. The Student Activities Chairperson will work under the direction of the Theatre Director.

The Theatre Ambassador Chairperson will participate in and support fundraising efforts of the Club. He/she will submit a brief written activity report via e-mail to the President and Secretary and any action items for Board discussion five (5) business days prior to each monthly meeting. He/she will attend and participate in monthly Board meetings and reach out to new members to help integrate them into the Club. He/she will perform such other duties as may be prescribed from time to time by the President or by the Executive Council.

### **Section 21**

The **Theatre Director** shall serve as the liaison between the students, the school administration, and the Executive Council. He/she shall supervise the development, presentation, and implementation of the Boosters' program of activities for the year. He shall provide Board Members with current contact lists for each stage production. The Theatre Ambassador Chairperson will serve in this area.

### **Section 22**

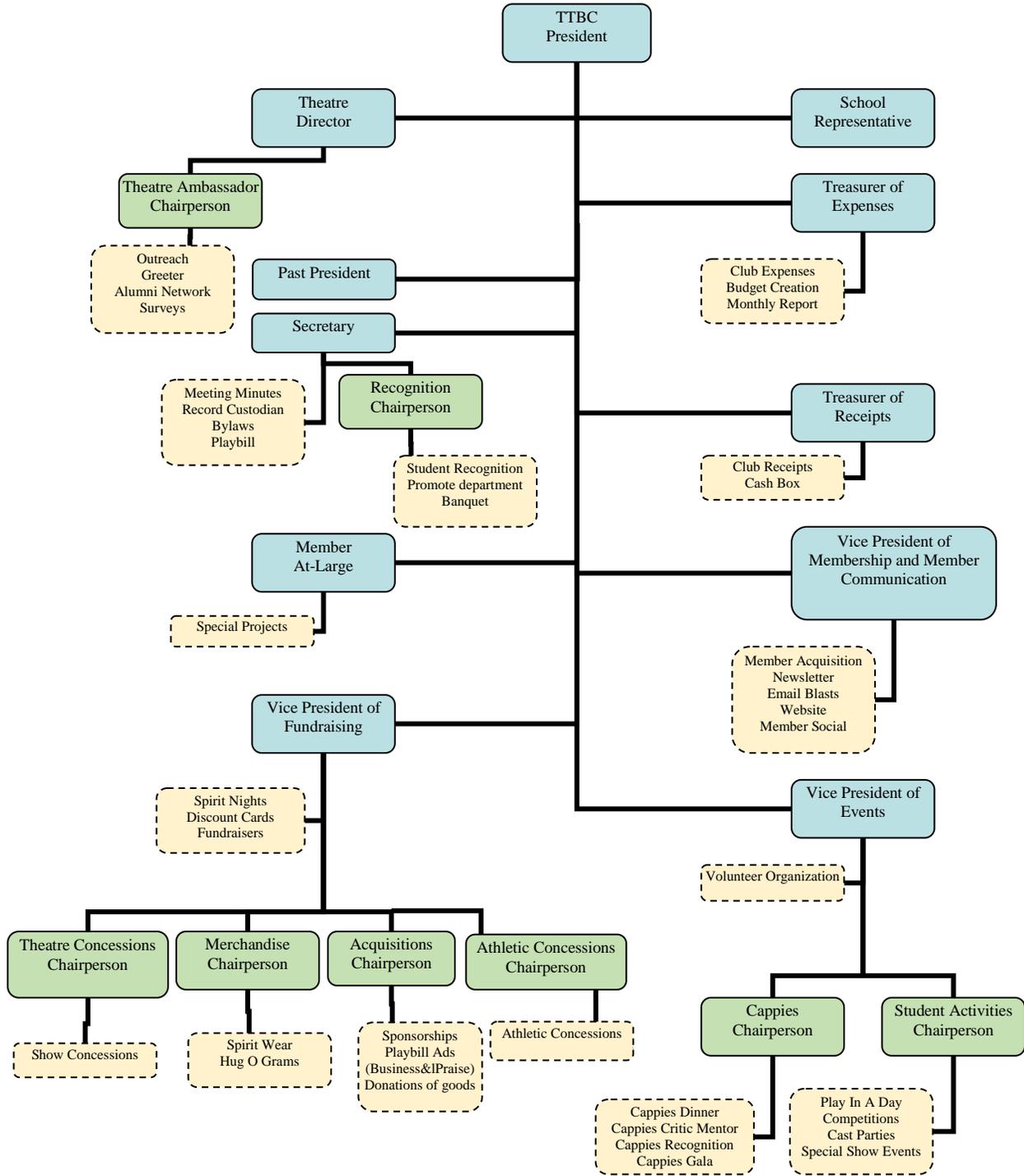
The President, with the approval of the majority of the Executive Council, may establish from time to time such committees as are appropriate to assist in the management of the affairs of the Boosters. The President shall nominate a Chairperson for each committee, who will be approved by the majority vote of the Executive Council. The Chairperson of each committee shall select committee members from among the Boosters membership, and advise the Executive Council of the selections. Volunteers for committee chairpersons, and for committee membership, shall be fostered and encouraged.

### **Section 23**

The Executive Council may receive, hold, and expend funds, and act generally for the Boosters, subject to the requirements and stipulations of the Constitution and By-Laws of the TTBC.

<continued>

Section 24



All Positions are responsible for fundraising, recording and reporting, and other duties as assigned. Positions in blue boxes have voting privileges.

## **Article VII - Elections**

### **Section 1**

Annually, the members of the Boosters shall elect a President, Past President, Vice President of Membership, Vice President of Events, Vice President of Fundraising, Secretary, Treasurer of Receipts, Treasurer of Expenses and an At Large Member. These elections shall take place not earlier than April and not later than June each year, at a general meeting of the Boosters' membership. Nominations will be taken from the floor; volunteers may also submit their names to the President, Recording Secretary, or Executive Council in advance of the meeting at which the elections are to be conducted. No nominee shall be voted on for office without prior consent and willingness to serve.

### **Section 2**

When it becomes necessary to fill any vacancies on the Executive Council, or officer positions, resignation, or inability to perform any of the offices, the remaining members of the Executive Council may, by affirmative vote of a majority thereof remaining, appoint a successor who shall serve until the next annual elections are conducted.

## **Section VIII - Meetings**

### **Section 1**

The Executive Council shall meet monthly to conduct regular business in the operation of the Boosters. The June meeting shall be designated as the Annual Meeting, during which the year's program shall be reviewed and appropriate action taken.

### **Section 2**

Special meetings of the Boosters may be called by the President or by written petition to the President by three members of the Executive Council, stating the purpose of said meeting. Special meetings shall be convened within 20 days of receipt of such requests. Notice of a special meeting shall state the purpose for which the meeting is being called.

### **Section 3**

Notice of all regular and special meetings shall be given not less than three (3) days in advance of the meeting, with information as to the date, time, and place of the meeting, and the subject or subjects to be considered.

### **Section 4**

Proper notice of a meeting having been given, a simple majority of the TTBC shall constitute a quorum. Each Executive Council member present shall be entitled to one (1) vote.

## **Section 5**

Unless otherwise decided to and agreed upon by a majority of those present and voting, all questions or issues coming before the membership shall be decided by a majority vote of the Executive Council. No Executive Member may exercise a vote by proxy.

## **Section 6**

Where not in conflict with the Constitution and By-Laws of the Boosters, Robert's Rules of Order shall govern the procedures, and form the parameters, of the conduct of Boosters meetings.

## **Section 7**

Any meeting where four or more Executive Council members are present must include the Theatre Director.

# **Article IX - Removal or Resignation**

## **Section 1**

For any other act inconsistent with the best interests of the Boosters, the Executive Council member who committed such act shall be removed from office upon a majority vote of the Executive Council members present in person at a regular meeting, or at a special meeting called for such purpose.

## **Section 2**

Any Executive Council member may resign at any time by giving written notice to the Executive Council, the President, or the Secretary. Unless otherwise specified in such written notice, such resignation shall take effect upon receipt thereof by the Executive Council or such officer, and the acceptance of such resignation shall not be necessary to make it effective. As stipulated in Article VII, Section 2 above, when an Executive Council Member resigns, the remaining members of the Executive Council may, by affirmative vote of a majority thereof remaining, appoint a successor who shall serve until the next annual elections are conducted.

## **Section 3**

Vacancies on the Executive Council due to removal shall be filled by appointment by the President, or acting President, with the approval of the majority of the remaining members of the Executive Council. This appointment shall remain in effect until the next annual elections are conducted

## **Article X - Finances**

### **Section 1**

The Boosters' fiscal year and membership year shall be July 1 - June 30. The Executive Council shall establish dues for membership. Members who are students shall not be required to pay membership dues.

### **Section 2**

The membership dues for the forthcoming membership year shall be set at the last regular meeting of the Boosters' fiscal year by the Executive Council. The amount so set shall be payable in the lump sum, and shall not be prorated over any part of the fiscal year. Membership fees may not be refunded.

### **Section 3**

Any member, who fails to pay his/her dues, shall thereupon forfeit all rights and privileges of membership. Any member who has been dropped for non-payment of dues may be reinstated upon re-application for membership and the payment of annual dues for the current year.

### **Section 4**

All funds for the Boosters shall be deposited only in National Banks, State Banks, of Federal Savings and Loan Associations or Trust Companies operating in an institution the deposits of which are insured by the FDIC.

### **Section 5**

No loans shall be contracted on behalf of the Boosters, and no evidence of indebtedness shall be issued in its name, unless authorized by a resolution of the Executive Council. Such authority may be general or confined to special instances.

### **Section 6**

All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Boosters, shall be signed by such officer or officers, agent or agents of the Boosters, and in such a manner, as shall from time to time be determined by resolution of the Executive Council.

### **Section 7**

An operating budget identifying fundraising projects and purposed for which the funds are being raised will be prepared and presented to the Executive Council for approval at an end-of-year meeting each year. Once the budget is adopted, no further Executive Board approval is necessary for purchases, with the exception of Director's Requests and Booster Funded Requests, unless they exceed the budgeted amount. Excess amounts for budgeted items, Director's Requests, Booster Funded Requests and all non-budgeted items require approval by the Executive Council. Purchases in excess of the approved budget

that are not presented for prior approval could result in non-reimbursement to the individual making the purchase. Initial expenses for approved fundraising are exempt from the approval process.

## **Article XI - Voting**

### **Section 1**

Members shall have a vote for the Executive Council at an end-of-year meeting each year. Member shall not have any other voting rights, except at the discretion of the Executive Council. Regular voting rights of the club are held solely by the elected officials of the Executive Council as described in Article VI Section 2. Voting may take place in meetings or via email. All Directors Requests and Booster Funded Requests, as described in the club budget, must be voted upon. Other previously budgeted items do not need an additional Executive Council vote. Unless otherwise decided to and agreed upon by a majority of those present and voting, all questions or issues coming before the membership shall be decided by a majority vote. No member may exercise a vote by proxy. Each Executive Council position shall be entitled to one and only one vote, even if the position is filled by more than one individual.

## **Article XII - Relationship with the School**

### **Section 1**

The Boosters will in good faith seek the counsel and advice of the school administration. The Boosters will act in the best interest of the students of Tuscarora High School, as solely determined by the Boosters, after consultation with the school administration.

## **Article XIII - Liability of Officers**

### **Section 1**

No action may be brought by any Boosters member or officer against any other Boosters member or officer, for breach of any fiduciary duty or other duty which might be created by the Constitution and By-Laws or by offices or duties accepted to be performed by such members or officers. However, nothing set forth herein is intended to limit the Boosters' rights and remedies with respect to the willful, wanton, or reckless acts or omissions of an officer or member which causes the Boosters to suffer loss or liability as a result.

### **Section 2**

The Executive council may approve, if it deems prudent, and expenditure for the purchase and maintenance of insurance or bond to cover the lawful acts of Executive Council members, or specifically-designated agents, against civil liabilities which may arise as a result of those acts.

## **Article XIV - Amendments**

### **Section 1**

The Constitution and By-Laws may be altered, amended, or repealed, and new By-Laws may be adopted, by a two-thirds vote of the Executive Council at any regular meeting of the Boosters, provided a written request has been made to the President and Executive Council at least seven (7) days prior to the next scheduled meeting, and provided that all members of the Executive Council have received written notice of said proposed action at least 48 hours prior to convening the meeting. The same will hold for any special meetings of the Boosters, if notice of such alteration, amendment, repeal, or adoption is contained in the notice of such special meeting.

## **Article XV - Dissolution**

### **Section 1**

Upon the dissolution of the Boosters, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, to one or more similarly exempt organizations within Tuscarora High School, or shall be distributed to the federal government, or to a state or local government, for a public purpose.