

## **ARTICLE I**

### **NAME**

The name of this organization shall be Jaguar Booster Club (the "Corporation"), JBC.

## **ARTICLE II**

### **PURPOSE**

#### **2.01 Purpose**

Jaguar Booster Club is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. Jaguar Booster Club plays an important role as an advisory group in the programs, activities, policies, and functions of all North Creek High School athletics, clubs, and activities. The Jaguar Booster Club will actively raise funds to help supplement important activities of the North Creek High School program.

#### **2.02 Specific Purpose**

1. The Jaguar Booster Club will assist in the establishment of direct lines of communication between the school and the community.
2. The Jaguar Booster Club will develop, under its sponsorship those activities and/or classes that enhance the curriculum and the academic performance of the students.
3. The Jaguar Booster Club will, along with the student body and the school staff, work at the development of meaningful, diverse, and interesting programs and activities for the families in all of the North Creek High School programs.
4. The Jaguar Booster Club will initiate and promote those activities, which enhance a sense of "community" within all programs and the North Creek High School Community.
5. The Jaguar Booster Club will provide outlets for individual community members to express ideas, talents and concerns.

6. The Jaguar Booster Club will fund itself through Booster club sponsored activities individual, corporate and community donations.

### **Article III**

#### **MEMBERSHIP**

Members shall be conveyed to any one (1) family member of an enrolled student at North Creek High School by vote of the Board of Director and shall extend for a period to be established by the Board. Members may have such other qualifications as the Board may prescribe by amendment to these Bylaws.

### **Article IV**

#### **BOARD OF DIRECTORS**

##### **4.01 Board**

The affairs of the Corporation shall be governed by a Board of Directors (“The Board”). The responsibilities of the Board include, but are not limited to:

1. Manage and administer the affairs of the Corporation;
2. Approve the budget of the income and expenditure of fund to support the Corporation's programs;
3. Enter into such agreements as in its judgment will further and be consistent with the mission of the Corporation;
4. Otherwise have and exercise all powers necessary and convenient to affect the purposes of the Corporation not inconsistent with the Article of Incorporation, these Bylaws, and Federal and State laws and regulations.

The Board is comprised of three groups:

1. Officers of the Corporation (“Officers”), members of which are the Corporation’s:
  - a. President(s),
  - b. Chief Financial Officer (“CFO”),
  - c. Secretary,

- d. Treasurer
2. Committee Chairmen of the Corporation, (“Chairmen”), example members of which can be, but are not limited to, the chairmen of the following perennial committees:
  - a. Chairman of Fundraising and Volunteers
  - b. Chairman of Sports
  - c. Chairman of Arts and Academics
  - d. Public Relations
3. Parent Group Representatives (“Representatives”), members of which have an enrolled student at North Creek High School and are the elected or appointed directors for the various Parent Groups.

The Executive Board of Directors (“Executive Board”) is comprised of Officers and Chairman, as previously defined.

#### **4.02 Terms of Office**

Elected Officers shall serve for a term of two (2) years, limit of two(2) consecutive terms or until a successor is elected. Nominations for elected offices may be submitted by a nominating committee appointed by the President(s), or from the floor at the Jaguar Booster Club meeting. Elections for such Board positions will be held at the April meeting and elected officers shall take office effective September thereafter.

The Jaguar Booster Club Officers which consist of; President(s), Treasurer, CFO, and Secretary may not concurrently hold the position of Director, Communicator, or Bookkeeper of any Parent Booster Groups.

#### **4.03 Vacancies**

Except as otherwise stated in these Bylaws, any vacancy occurring among the elected members of the Executive Board of Directors shall be filled by a majority vote of the remaining Executive Directors then in office.. An Officer elected to fill a vacancy shall be elected for the unexpired term of the predecessor.

#### **4.04 Resignations**

Resignations from the Executive Board shall be in writing and submitted the President(s).

#### **4.05 Compensation**

No Director shall receive, directly or indirectly, any compensation for his or her services on the Board. The Board may authorize reimbursement of reasonable expenses incurred by Board members.

#### **4.06 Removal**

Removal of an Executive Board member shall require a majority vote of the full Board. Removal shall be considered upon recommendation of at least two Board member for failure to fulfill responsibilities as defined by these Bylaws or any Board expectations agreement into which may have been entered.

#### **4.07 Quorum**

The presence, in person of a majority of current members of the Board of Directors shall be necessary at any meeting to constitute a quorum to transact business, but a lesser number shall have power to adjourn to a specified later date without notice. The act of a majority of the members of the Board of Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these bylaws.

#### **4.08 Numbers**

The Board shall consist of not less than four (4) nor more than nine (9) Executive Board Members. The number of Executive Board Members may be changed from time to time by amendment to these Bylaws, provided that no decrease in number shall have the effect of shortening the term of any incumbent Executive Board Member.

#### **4.09 Election of Directors**

The Initial Officers that are named in the Articles of Incorporation shall serve the first term. Thereafter, must be elected at the annual meeting and have a student enrolled at North Creek High School

### **Article V**

#### **OFFICERS**

#### **5.01 Duties of the Officers**

- 1. President** - The President shall be the chief executive officer of the club. It shall be his or her duty to preside at all meetings; to have general and active management of the business of the booster club; to see that all orders and resolutions are carried into effect; to executed all contracts, agreements, and other obligations and instruments in the name of the booster club. He or she shall have the general supervision and direction of the officers of the booster club and shall see that their duties are properly performed. He or she shall be ex-officio a member of all standing committees and shall have the general duties and powers of supervision and management.
- 2. CFO** - In the absence of the President(s), the CFO shall perform the duties of the President(s). The CFO shall have such other duties as may be assigned by the Executive Board. The CFO shall also be the Club Liaison and CFO overseeing/auditing the financial records of the individual sport/art/academic groups on a monthly basis. In addition, the CFO shall collect the data to be submitted to a Certified Public Accountant for preparation of appropriate tax filings, including tax returns, and for the oversight of the tax preparation process
  - a. File sales tax reports as required by the comptroller's office (monthly, quarterly, or annually);
  - b. File annual IRS forms in a timely manner;

c. Submit records to audit committee appointed by the organization upon request or at the end of the year;

**3. Treasurer** - The treasurer shall have custody of the funds and securities of the booster club and shall keep full and accurate accounts of receipts and disbursements in books belonging to the booster club and shall deposit all moneys and valuable effects in the name and to the credit of the booster club in such depositories as may be designated by the executive board. He or she shall disburse the funds of the booster club in such depositories as may be ordered by the executive board, executive committee or directors, taking proper vouchers for such disbursements, and shall render to the directors, whenever they may require it, an account of all his or her transactions as treasurer and the financial condition of the booster club at the regular meeting. He or she shall perform such other duties as the executive board may from time to time prescribe or require. The major duties include, but are not limited to, the following:

- a. Issue a receipt for all monies received and deposit said amounts on a weekly basis.
- b. Present a current financial report to the executive committee and general membership within fifteen (15) days of the previous month end
- c. File current financial reports with the campus principal on a monthly basis;
- d. Maintain an accurate and detailed account of all monies received and disbursed
- e. Reconcile all bank statements as received and resolve any discrepancies with the bank immediately
- f. Other specific duties as outlined in the bylaws of the organization.

**4. Secretary** - The secretary shall attend all meetings of the booster club and the executive committee, if any. He or she shall act as clerk thereof and shall record all of the proceedings of such meetings in a book kept for that purpose. He or she shall

give proper notice of meetings and shall perform such other duties as the executive board may from time to time prescribe or require. The major duties include, but are not limited to, the following:

- a. Report on any recommendations made by the executive board of the booster organization if such a governing board is defined by the bylaws;
- b. Maintain the records of the minutes, approved bylaws and any standing committee rules, current membership and committee listing
- c. Record all business transacted at each meeting of the association as well as meetings of any executive board meetings in a prescribed format;
- d. Maintain records of attendance of each member;
- e. Conduct and report on all correspondence on behalf of the organization;
- f. Other specific duties as outlined in the bylaws of the organization.

## **5.02 Committee Chairs**

Such Committee chairs shall serve their terms beginning September and continue for (1) one year thereafter, or until a successor has been elected or appointed.

1. **Chairman** - The Chairman(s) act as the president's representative in his/her absence. They must remain familiar with the organization. The major duties include, but are not limited to, the following:
  - a. Preside at meetings in the absence or inability of the president to serve;
  - b. Perform administrative functions delegated by the president;
  - c. Perform other specific duties as outlined in the bylaws of the organization.
    - i. **Chairman of Sports** - The Chairman of Sports is the main liaison between the Directors of each individual sport group and is responsible for the overall organization and

communication for all sport groups in the Jaguar Booster Club. The Chairman reviews all fundraising efforts, ensures that all fundraising plans are communicated to the Chairman of Art and Activities and coordinates cohesion of fundraising when/if needed or desired with the Chairman of Arts and Activities. Communicates with the Chairman of Public Relations and Fundraising and Volunteers to assist and with public relations and/or volunteer needs of the fundraising event.

- ii. **Chairman of Arts and Academics** - The Chairman of Arts and Activities is the main liaison between the Directors of each individual art and activity group and is responsible for the overall organization and communication for all art and activity groups in the Jaguar Booster Club. The Chairman reviews all fundraising efforts, ensures that all fundraising plans are communicated to the Chairman of Sports and coordinates cohesion of fundraising when/if needed or desired with the Chairman of Sports. Communicates with the Chairmen of Public Relations and Fundraising and Volunteers to assist and with public relations and/or volunteer needs of the fundraising event.
- iii. **Chairman of Public Relations** - The Chairman of Public Relations is responsible for all media exposure and is a liaison between the Chairman of Sports and Chairman of Arts and Activities and the individual sport/art/activity groups. Responsible for providing exposure and awareness of school functions (i.e. games, rally's, special events, competitions). In charge of placing and securing various media advertisements. Develops and implements campaign to contact media reporters and staff to increase event attendance. Brings overall



awareness to all individual sports/arts/activity events including fundraisers, achievements and special announcements via the Jaguar Booster Club Newsletter.

- iv. **Chairman of Fundraising and Volunteers** - Develops annual schedule of events, oversees all fundraising activities to insure they fall within the schools guidelines and that no two groups are in conflict or competition. Works to develop an alliance with local businesses to help fund annual events. Communicates with Chairman of Sports, Arts and Activities, and Public Relations when needed and required to ensure all fundraising effort needs are met. Also, responsible for ensuring that all parent volunteers have submitted all proper documentation for participating in school activities.

### **5.03 Removal**

Any Chairman elected or appointed by the Board may be removed from office by the Board whenever in its judgment the best interests of the Corporation would be served thereby.

### **5.04 Vacancies**

Except as otherwise stated in these Bylaws, any vacancy occurring among the elected Chairmen shall be filled by a majority vote of the The Board. An Chairmen elected to fill a vacancy shall be elected for the unexpired term of the predecessor.

## **ARTICLE VI**

### **Parent Group**

#### **6.01 Parent Group**

A Parent Group is defined as being a group of parents, which is organized, and seeks to support a specific activity, whether sports, the arts, academic or otherwise and whose purpose does not conflict with the the Jaguar Booster Club.

Except as otherwise stated in these Bylaws, any Parent Group shall be required to send their Director and Communicator to the Jaguar Booster Club monthly meetings. The Representative must have a child enrolled at North Creek High School. The Parent Group will not have voting rights with the exception of the annual meeting to vote the new Executive Board.

### **6.02 Parent Group Director**

Each individual sport/art/activity under the Jaguar Booster Club shall have lead parent known as a Director. Directors are the main liaison between the Chairman of Sports and Chairman of Arts and Academics. The Director will work closely with the Chairmen and communicate all fundraising efforts before any event plan begins. The Director is responsible for all communication to the Chairman of Public Relations with all fundraisers news, achievements and special announcements. The Director is also responsible for keeping track of all funds raised and coming into the group and to ensure all funds raised are given to the Jaguar Booster Club Treasurer for deposit into the JBC bank account.

If any individual group is larger than 25 participants, each group shall have a Director, Director of Communication and a book keeper.

1. The responsibilities of the Director of Communications is to assist the Director with communication to the Board, Chairman's, and the parent volunteers in the group.
2. The responsibility of the Director and or bookkeeper of clubs over 25 is to handle and record all funds coming into with receipt and to ensure that all raised funds are given to the Executive Treasurer within three (3) business days

### **6.03 Procedures**

Each Parent Group must follow the Procedures for Parent Booster Groups as defined by the Executive Board of Directors and shall provide monthly financial data to Jaguar Booster Club as is necessary to complete the tax return, which shall include the consolidated efforts

of Jaguar Booster Club. Annual Parent Group budgets and any modifications must be submitted in accordance with the Operational Handbook.

#### **6.04 Removal**

Any Director elected or appointed by the Board may be removed from office by the Board whenever in its judgment the best interests of the Associations would be served thereby.

#### **6.05 Vacancies**

Except as otherwise stated in these Bylaws, any vacancy occurring among the Parent Group Director shall be filled by a majority vote of the Executive Directors. An elected Director is to fill a vacancy for the unexpired term of the predecessor.

### **Article VII**

#### **Committees**

Except as otherwise stated in these Bylaws, the Officers shall appoint Committee members or seek volunteers for Committee activities. The Executive President(s) and/ or designee shall be an ex officio member of each committee.

### **Article VIII**

#### **Meetings**

##### **8.01 Notice**

A monthly meeting shall be held on such date as the Officers shall select. Notice of the meeting shall be given no less than seven (7) days prior to the meeting.

##### **8.02 Executive Board**

The Executive Board of Directors shall meet not less than four (4) times per year. Notice shall be given seven (7) days prior to the meeting

### **8.03 Meeting Agenda**

It shall be the duty of the President(s) to set an agenda for all meetings and provide a copy of the agenda to the secretary for distribution to the directors.

### **8.04 Meeting Minutes**

It shall be the duty of Secretary to maintain a record of the meetings of the Jaguar Booster Club. In absence of the Secretary the Treasurer shall maintain meeting minutes. In the absence of both persons the President(s) shall be responsible for meeting minutes.

### **8.05 Special Meeting**

Special Board meetings may be called by the President(s), any two Board members or by any persons whom have an enrolled child at North Creek High School. A notice stating time, place and purpose for which the meeting is called, shall be given in writing to The Board no less than seven (7) days prior to the date of the meeting. In the event of an emergency, a meeting may be called upon such notice and in such manner as is practical under the circumstances (including electronic means)

### **8.06 Quorum**

The presence, in person of a majority of current members of the Board of Directors shall be necessary at any meeting to constitute a quorum to transact business, but a lesser number shall have power to adjourn to a specified later date without notice. The act of a majority of the members of the Board of Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these bylaws.

A majority of the current Officers shall constitute a quorum for the transaction of business at any regular or special meeting.

### **8.07**

Each Officer is expected to attend all called meetings. Missing two (2) consecutive meetings without providing a report to the President(s), may result in removal from The Board.

### **8.08 Vote**

Each Officer and Chairman shall be entitled to one (1) vote on each matter submitted for vote. Unless otherwise stated in the Bylaws, any action of a majority of the Officers and Chairman present and voting shall constitute the action of The Board. Voting by proxy shall be allowed by approval of the board. On occasion, an electronic vote may be taken.

### **8.09 Annual Meeting**

The annual meeting of the members shall be held during the months of April of each year, on dated selected by the President(s), for the purpose of electing Officers and Chairmen and transacting such other business as may properly come before the meeting.

### **8.10 Confidentiality**

Officers and Chairmen shall not discuss or disclose information about the Corporation or its activities to any person or entity unless such information is already a matter of public knowledge, such person or entity has a need to know, or the disclosure of such information is in furtherance of the Corporation's' purposes, or can reasonably be expected to benefit the Corporation. Officers and Chairmen shall use discretion and good business judgement in discussing the affairs of the Corporation with third parties. Without limiting the foregoing, Officers and Chairman may discuss upcoming fundraisers and the purposes and function of the Corporation including but not limited to accounts on deposit in financial institutions.

Each Officer and Chairman shall execute a confidentiality agreement consistent herewith upon being voted onto and accepting appointment to the Board of Directors.

## **Article IX**

## **Fiscal Year**

The fiscal year of the Corporation shall commence on January 1 of each year and end on December 31 of the same year.

## **Article X**

### **Audit**

#### **10.01**

The Executive Board of Directors may vote to have the finances and accounts of the Corporation, including any parent group, audited. Any incurred expenses of this audit shall be the responsibility of said parent group.

#### **10.02 Access**

All books and records of the Corporation shall be open at any reasonable time to inspection by any member of three months standing.

#### **10.03 Distribution**

Electronic copies of the "Books" shall be distributed via email to Board members at the beginning of their term or if requested by the board member

#### **10.04 Update**

If the "Books" are changed or updated by the board, a new copy shall be distributed via email to the Board.

#### **10.05**

The board will determine a group of at least 3 non-check signing board members, general members or volunteers to audit the books on an annual basis.

**Article XI**  
**Expenditures**

**11.01**

The Executive Board shall have ultimate responsibility for the funds of Jaguar Booster Club.

**11.02**

All checks, drafts, bill of exchange, or other obligations for payment of money over \$1000 of any such group balance whom are requesting money shall be signed in the name of Jaguar Booster by both the Treasurer and President.

**11.03**

The President(s) shall have the authority to expend \$250.00 without Board approval, but must report such expenditures in detail at the next Board meeting. In the event that The Board feels the President(s) has improperly exercised such authority, The Board may revoke such authority for the remaining term of such President(s) by a majority vote of The Board.

**Article XII**  
**Amendments**

Articles of Amendments to these Bylaws may be made at any regular or special meeting of The Executive Board by a majority vote of those present, provided that notice of such alteration or amendment has been given to each Officer and Chairman at least seven(7) days prior to said meeting.

If any one part of these Bylaws is suspended or revoked by any method, the remainder of the Bylaws shall remain in effect.

All executive board votes to change rules or add new rules shall be made as Amendment to the Bylaws

## **Article XII**

### **Indemnity**

The corporation shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer, director, or chairman of the corporation against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the corporation; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of directors who are not at that time parties to the proceeding.

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any person may be entitled.

No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified person under this Article shall apply to such person with respect to those acts or omissions which occurred at any time prior to such amendment or repeal, unless such amendment or repeal was voted by or was made with the written consent of such indemnified person.



This Article constitutes a contract between the corporation and the indemnified officers, directors, and chairman. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified officer, director, or chairman under this Article shall apply to such officer, director, or employee with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.

### **Article XIII**

#### **Conflicting Provisions**

In the event of any conflict between these Bylaws and the provisions of the applicable laws of the state of Washington, or applicable Federal law, as from time to time amended, or with any applicable regulation issued hereunder, such applicable law and/or regulation shall control. In the event of any conflict between these Bylaws and the Articles of Incorporation of the Corporation, as from time to time amended, the provisions of the Articles shall control.

### **Article XIV**

#### **ACTION WITHOUT MEETING/CONSENT**

Any action required or permitted to be taken by the Board of Directors may be taken without a meeting if all member of The Board individually or collectively consent in writing

to such action. Such written consent shall be filed with the minutes of the the proceedings of The Board. Such action by written consent shall have the same force and effect as the unanimous vote of such Directors at a duly authorized meeting. Email shall be considered written.

## **Article XV**

### **General**

**16.01 Roberts Rules of Order** - (latest Edition) shall be the parliamentary authority for all matters of procedure not specifically covered by these Bylaws or by other specific rule of procedure or by others adopted by the Board

**16.02 Duality of Interest** - A Officer/Chairmen having conflict of interest, or conflict of responsibility, on any matter involving Jaguar Booster Club and any other business, entity or person, shall refrain from voting on such matter. Each Officer/Chairmen shall certify that he or she will not use Jaguar Booster Club, for political purposes or for his or her own political, personal or professional gain.

**16.03 Open Meeting** - Will have the opportunity to address the group during the monthly meeting as a walk-on item with time limit of five (5) minutes, if time permits.

Arrangements at least seven (7) days in advance of the monthly meeting by discussing the topic with an Officer and being placed on the agenda, if time permits.

**16.04 Insurance** - The Corporation shall carry general liability insurance in an amount with minimum limits of \$1,000,000.00. It shall be the responsibility of Corporation

Treasurer, in conjunction with the President(s), to make certain that such policies are renewed from year to year, remain in full force and effect, and copies of such policies are filed with North Creek High school.

**16.05 Execution of Jaguar Booster Club** - The Officers by majority vote may authorize any Officer and or Chairmen to enter into contract. Any contract that obligates the Jaguar Booster Club must be signed by an Officer of The Board.

**16.06 - Records** - The corporation shall keep correct and complete books of account and minutes of proceedings of meetings of the board of directors and all Parent Group meetings.

**16.07 Dissolution of the Association** - Upon formal dissolution, the net assets of the Corporation shall be distributed to Northshore School, North Creek High School or WIAA as deemed necessary.

**16.08 Gifts** -The board of directors may accept on behalf of the Corporation any contribution, gift, bequest or device for the general purposes or special purposes of the Corporation.

## **Article XVI**

### **Donations and Special Funds**

The Corporation shall have authority to receive donations from any source, including, but not limited to, the Northshore School District, in cash or other property acceptable to The Board. The Board may accept donations subject to restrictions as to the uses and purposes for which the same may be applied or which limit the time, manner, amount, or other terms

of such application, provided that said uses and purposes do not violate the Article of Incorporation of the Corporation, these Bylaws or any applicable statute or rule of law.

To facilitate the making and administration of restricted donation, the Officers may establish special trusts or funds, donations to which shall be held for specific uses and purposes, and/or term of applications, provided that such specific uses and purposes and term of application are within the uses and purposes of the corporation and do not violate the Articles of Incorporation, these Bylaws, or any applicable statute or rule of law.

The authority granted to the Corporation, the powers granted to The Board in this Article shall be deemed to be in addition to, and not in limitation of the authority and powers otherwise granted to each of them.

