

Sandy Creek End Zone Club, Inc.

By-Laws

Article I

Name and Purpose

Section 1.01. Name. The name of this organization shall be Sandy Creek End Zone Club, Inc. and is a 501(c)3 organization under Parent Booster U.S.A., Inc. (82-1010041)

Section 1.02. Purpose. The Sandy Creek End Zone Club, Inc. exists as an organization of parents (current and alumni), guardians, and alumni players and community members, dedicated to the following mission and goals:

A. Mission Statement: *Provide financial, moral and civic support with honesty and integrity to the Sandy Creek High School Football Program, while enriching the quality of the student athletic experience via our partnership with the school administration and athletic department.*

B. The Club will promote fundraising projects to improve facilities and equipment necessary to provide an adequate football program.

C. The Club will support the rules of the Georgia High School Association and will promote these principles in support of the School District and Athletic Association.

Article II

Membership

Section 2.01. Qualification. All parents/guardians with a child currently playing football at Sandy Creek High School, alumni players, parents, guardians and community members who pay a minimum fee of \$250 shall be considered members of the Club. The Principal and Athletic Director shall be non-voting, advisory members of the Club.

Section 2.02. Rights and Responsibilities. The members shall have the right and responsibility to attend meetings and events sponsored by the Club and serve on committees. Members shall have the right to vote for the officers, review and approve the annual budget and approve amendments to these bylaws.

Section 2.03. Voting Rights. All active members in good financial standing, defined as members who have paid, at least the minimum required membership fee.

Section 2.04. Meetings. Monthly membership meetings will be held on the first (1st) Tuesday of each month. There shall be at least two general membership meetings held per regular football season, and post season at which time membership fees may be paid. Additional business or special meetings may be held as is determined by the Executive Board or at the request of 40% of the membership, with notice to the Executive Board. Members must receive at least three (3) days with notice of special meetings or changes in meetings.

Section 2.04A. Monthly membership meetings are held when the membership reaches 10 members in good standing.

Section 2.05. Quorum. The members present at any membership meeting of the Club provided at least 5% of board members are present, shall constitute a quorum for the transaction of business. In the absence of a quorum the membership may not take any new action.

Section 2.06 Membership Dues. Membership Fees are due February of each year to be seated on the Executive Board.

Section 2.06A. Executive Board Fees. Executive Board member fees are as follows:

- a. Minimum membership fees (\$250) are required the first year prior to being seated.
- b. Minimum membership fees are waived the second consecutive year prior to being seated.
- c. Minimum membership fees are required all subsequent years prior to being seated.

Section 2.07 Refund Policy. Member fees are nonrefundable. You may receive a 501.3c Donor Form upon request.

Section 2.08 Grievance Policy. All grievances relating to the Club shall be submitted in writing and given to any member of the Board. The Board Secretary must give confirmation within five(5) days, in writing as to the receipt of the grievance. If the grievance cannot be resolved informally, a meeting will be held with the Party and the Executive Board to resolve. Football related issues/grievances must be addressed to the Head Football Coach.

Article III

Board of Directors

Section 3.01. Membership. The Executive Board shall consist of 11 (eleven) elected or appointed officers. The executive board officers are: President, Vice President, Secretary, Treasurer, and Assistant Treasurer.

Note: Executive Board members are elected when more than one person is seeking to hold the position. These positions are appointed when either one or no person seeks the position.

Section 3.01A. The President appoints the Parliamentarian.

Section 3.01B The following: Committee Chairpersons are appointed by the Executive Board, and must consist of Board Members: Fundraising, By-Laws, Banquet, Communications, Audit, and Grade Level Representatives.

Section 3.02. Executive Board positions shall be restricted to one family member.

Section 3.03 Board Election. The Board shall be voted on by the general membership of those who have consented to serve and are in good financial standing are eligible for nomination. Officers shall be elected at the February general meeting by the members present (quorum). Officers shall assume their official duties on the first day of March following their election. In the absence of a general membership (see Section 2.04A), the Executive Board is appointed by Board members, see Note under Section 3.01.

Section 3.04. Committee Chairperson. Committee Chairs are appointed by the Executive Board on an annual basis. Each Committee shall consist of the Chairperson and as many volunteers as deemed appropriate for the success of the committee goals.

Section 3.05. Term. The Executive Board members shall not serve in the same position for more than two (2) consecutive years.

Section 3.06. Responsibilities. The affairs, activities and operation of the Club are managed by the Executive Board. The Executive Board shall transact necessary business during the intervals between scheduled meetings, and other business as may be required. It may create appoint Standing and Special Committees, approve the plans and work of such committees, prepare and submit a budget to the general membership for approval, conduct other business and activities related to the Club. All board members must sign a Confidentiality Agreement and Conflict of Interest Agreement that will remain in effect up to a year after leaving office.

Section 3.06A. Executive Board members are required to volunteer time excluding

those hours related to their board position duties and responsibilities; a minimum of 5 hours per season.

Section 3.07. Meetings. The Executive Board shall meet on the third (3rd) Tuesday of each month to prepare for general membership meetings and to conduct the affairs of the Club. Board Members who miss three (3) regularly scheduled board meetings are removed from the Board via written letter, unless otherwise determined by the Executive Board that extenuating circumstances exist. Special or emergency meetings require at least 24 hours written notice to Board Members. The first fifteen (15) minutes of each board meeting may be open to the general membership to address any concerns.

Section 3.08. Quorum. A quorum of the Executive Board shall consist of a majority of the board members, 50% plus one (1), present for the transaction of business. All resolutions adopted and all business transactions by the board shall require the affirmative vote of a majority of the Executive Board members present at the meeting. In the absence of a quorum the board may not take new action.

Section 3.09. Participation in Meeting by Telephone Conference Call. Members of the Executive Board may participate in a meeting through the use of conference telephone or similar communication equipment, so long as members participating in such meeting can hear one another.

Section 3.10. Compensation. Executive Board members shall serve without any form of compensation.

Section 3.11. Vacancies. A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the remaining members of the Executive Board. Nominee will serve from the date of appointment until the next election. The general membership is notified immediately, but no later than the next scheduled membership meeting, of vacancies occurring in any authorized position during the current year. Nominees are sort to submit their name to the Board Secretary no later than five (5) days after Board notification. Vacant positions are filled, by a majority vote of the Executive Board members present during a Special Meeting called or the next scheduled Executive Board Meeting after the vacancy occurred. Newly seated members will serve from the date of appointment until the next general election.

Article IV

Duties of Officers

Section 4.01. President. The President shall be the principal executive officer of the organization, and subject to the control of the Executive Board, shall in general supervise and control all of the activities of the organization. The President shall preside at all meetings of the Executive Board and all meetings of the membership. The President shall vote only in the case of a tie in a vote of the Executive Board or the membership. The President shall select and appoint the chairpersons of all Special Committees and the Parliamentarian and shall be an ex-officio member of all committees of the organization. The President shall make no financial decisions without board approval.

Section 4.02. Vice-President. The Vice-President shall be a member of the Executive Board and, in the absence of the President, shall perform the duties of the President. The Vice- President shall perform such other duties as are assigned by the President or the Executive Board.

Section 4.03. Secretary. The Secretary shall be a member of the Executive Board. The Secretary shall keep the minutes of the proceedings of the membership and the Executive Board, shall see that all notices are duly given in accordance with these Bylaws, shall be responsible for the publishing of meeting minutes, shall manage and keep an accurate tally of the volunteer records and, in general, perform all duties incident to the office of Secretary and such other duties as may be assigned by the President or the Executive Board. Meeting minutes shall be distributed seven (7) days prior to the next club meeting.

Section 4.04. Parliamentarian. The Parliamentarian shall be appointed by the President and will serve as a member of the Executive Board. The Parliamentarian assists the presiding officer in interpreting governing documents and advises the presiding officer on proper use of parliamentary procedures as governed by Robert's Rule of Order.

Section 4.05. Treasurer. The Treasurer shall be a member of the Executive Board. The Treasurer is the authorized custodian to have oversight of all disbursed funds of the organization in accordance with the organization's financial policies (Article V). The Treasurer will organize, document, and record all financial activities. The Treasurer will be diligent and conscientious in ensuring all funds are received and spent in accordance with the organization's tax-exempt purpose, bylaws and budget. The financial records belong to the organization and must be available to the other officers and members upon request.

The Treasurer shall:

- Work with Executive Board to prepare an annual budget for review and approval by the members.
- Ensure that all funds are timely deposited in the organization's authorized bank account(s) within two (2) business days of receipt from the Assistant Treasurer.
- Ensure that payments and disbursements are authorized by approved budget, or an

amendment to the budget.

- Present a written financial report (including income and expenditures and comparing budgeted amounts to actual year-to-date amounts), at each Executive Board Meeting and General Membership Meeting and at other times as requested by the Executive Board.
- See that an annual financial review or audit, as appropriate based on budget size, is conducted and presented to the Executive Board, General Membership, and other stakeholders.
- Maintain financial records (including financial reports, checkbook, bank statements, deposit slips, cash tally sheets, documentation regarding transactions, IRS Form 990 documents, etc.) and turn all over to the new treasurer.

Section 4.06. Assistant Treasurer. The Assistant Treasurer shall be a member of the Executive Board and shall receive all funds. The Assistant Treasurer shall:

- Maintain an alphabetical list of all members and all financial members.
- Collect all incoming funds from members, fundraisers, and donations.
- Record and maintain detailed records of all incoming funds and donated goods.
- Transfer money to the Treasurer within two (2) business days of receipt of funds.
- Provide a written report of all incoming funds and donated goods at each board and membership meetings.

Article V Finances

Section 5.01. Budget. The Executive Board shall present to the stakeholders by the second regular meeting after the officers have been elected, a budget of anticipated revenue and expenses for the year. This budget shall be used to guide the activities of the organization during the year, including serving as approval for anticipated expenditures. Any deviation from the budget must be approved in advance by the stakeholders.

Section 5.02. Obligations. Any debt secured on behalf of the Sandy Creek End Zone Club, Inc. will be with the approval of the stakeholders and with the signature of at least one designated signer from the Executive Board on the signature line. The organization is responsible for the full payment of said debt.

Section 5.03. Loans/Lines of Credit. No loans shall be made by the organization to its officers, members or stakeholders. No loans or lines of credit shall be taken out in the name of Sandy Creek End Zone Club, Inc.

Section 5.04. Checks. There shall be no less than three (3) authorized signers of checks on all

bank accounts. The Treasurer and Assistant Treasurer must be the primary signers on all bank accounts. The Vice President and President may be eligible to be signers on all bank accounts. All checks, drafts, or other orders for the payment of money on behalf of the organization shall be signed by the Treasurer or Assistant Treasurer. If either is unavailable checks may be signed by the other designated bank account signers for amounts that do not exceed \$1000. All checks tendered over \$1000 must be signed by the Treasurer or Assistant Treasurer.

Section 5.05. Banking. The Treasurer shall ensure that all funds of the organization are timely deposited into the bank accounts. All deposits and disbursements shall be documented by a receipt, an invoice, or other written documentation. All deposits shall be made within four (4) business days upon receipt of the funds.

If a debit card is established in the name of the organization, a policy approved by the stakeholders shall be developed and used that includes a list of the authorized users, daily/monthly/annual spending limits, and review and oversight provisions. No personal charging on the card by the authorized users shall be allowed. No more than two (2) debit cards will be in use at any time and will only be assigned to the Treasurer, Assistant Treasurer, President or Vice President.

Section 5.06. Financial Controls. The organization shall adopt appropriate financial controls to ensure the integrity of its funds. Specifically, without limitation, the organization shall maintain separation of financial controls so that, minimally:

- All expenses must be approved by the stakeholders by way of approval of an annual budget, or amendments thereto;
- Checks must be endorsed by at least one of the authorized officers of the Executive Board;
- All names on bank accounts must be removed within 10 days of relinquished officer's duties upon his/her resignation or removal; All names on bank accounts for the newly installed officers must be updated to reflect the changes within 30 days along with all required documentation by the financial institution; If the required documentation is not submitted to the financial institution signer authority will be revoked; All debit card and bank related items must be turned over the Treasurer at the time of resignation or removal. In the event the Treasurer is the resigning or removed member items should be turned over to the President or Assistant Treasurer.
- Executive Board shall be provided a monthly reconciliation statement of all bank accounts;
- The Audit Committee shall annually hire and supervise an outside accountant or auditing firm to conduct a review of all financial records if the organization grosses > \$100, 000.

Section 5.07. Financial Report. The Treasurer or Assistant Treasurer shall present a financial report to the stakeholders and prepare a final report at the close of the year in accordance with the organization's financial policies. The Executive Board shall have the report and the accounts examined annually. If the organization grosses less than \$100,000 per year, the financial practices and accounts may be reviewed by an internal audit committee. The audit committee shall consist of one or more voting members and one non-stakeholder none of which are not involved in the routine handling of the organization's finances, including not having signature authority on bank accounts or approval authority over disbursements. If the organization grosses over \$100,000 in receipts, an external professional, such as a certified public accountant (CPA), shall be hired by the audit committee to perform a financial review or compilation.

Section 5.08. Fiscal Year. The fiscal year of the organization shall be from March 1 to February 28 but may be changed by resolution of the Executive Board.

Section 5.09. Financial Record Retention. All records of the organization shall be maintained and destroyed in accordance with law, and standard record retention guidelines.

Financial records shall be maintained as follows:

RECORD	HOW TO STORE	PERIOD OF TIME
Year-end Treasurer’s financial report/statement, annual Internal Financial Review Reports, IRS Form 990s	Store in corporate record book, binder, or cloud-based software. Paper documents shall be stored in a locked file cabinet located in the coaches’ office or other designated secure location.	Consider keeping permanently.
Bank statements, canceled checks, check registers, invoices, receipts, cash tally sheets, investment statements, and related documents Minutes for Board & Membership Meetings	Compile & file records on a yearly basis. Store in binder or cloud-based software. Paper documents shall be stored in a locked file cabinet located in the coaches’ office or other designated secure location.	Seven (7) Years Store w/financial records. Destroy after seven years.
Treasurer’s reports (monthly) Compile & file records on yearly	Compile & file records on a yearly basis. Store in binder or cloud-based software. Paper documents shall be stored in a locked file cabinet located in the coaches’ office or other designated secure location.	Seven (3) Years Store w/ financial records. Destroy after three years.

**ARTICLE VI
Conflicts of Interest**

Section 6.01. Existence of Conflict, Disclosure. Directors and officers, of the organization should refrain from any actions or activities that impair, or appear to impair, their objectivity in the performance of their duties on behalf of the organization. A conflict of interest may exist when the direct, personal, financial or other interest(s) of any director or officer appears to compete with the interests of the organization. If any such conflict of interest arises the interested person shall call it to the attention of the Executive Board for resolution. If the conflict relates to a matter requiring board action, such person shall not vote on the matter. When there is a doubt as to whether any conflict of interest exists, the matter shall be resolved by a vote of the Executive Board, excluding the person who is the subject of the possible

conflict.

Section 6.02. Nonparticipation in Vote. The person having a conflict shall not participate in the final deliberation or decision regarding the matter under consideration and shall retire from the room in which the Board is meeting. However, the person may be permitted to provide the Board with all relevant information.

Section 6.03. Minutes of Meeting. The minutes of the meeting of the Board shall reflect that the conflict was disclosed, and the interested person was not present during the final discussion or vote and did not vote on the matter.

Section 6.04. Annual Review. Each executive board member or officer serving the organization must sign a conflict of interest statement. This policy shall be reviewed annually for information and guidance of current board members and officers, and all new board members and officers shall be advised of the policy upon undertaking the duties of their offices.

ARTICLE VII Indemnification

Every member of the Executive Board, may be indemnified by the organization against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board or officers in connection with any threatened, pending, or completed action, suit or proceeding to which she/he may become involved by reason of her/his being or having been a member of the Board or officer of the organization, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of her/his duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Board approves such settlement and reimbursement as being in the best interest of the organization. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such member of the Board is entitled.

ARTICLE VIII Amendments

These Bylaws may be amended annually upon recommendations from the Bylaws Committee. The Bylaws Committee shall convene in November of each year to review current bylaws and to make recommendations to the Executive Board. The Executive Board will vote to accept recommendations and the final adoption of proposed amendments is by majority vote of the stakeholders, provided that at least thirty (30) days' notice of the proposed amendments has been submitted for comment and review.. The vote shall take place at the first meeting after the 30 days with notice of proposed amendments.

ARTICLE IX Proceedings

The proceedings of this organization shall be governed by "Robert's Rules of Order".

ARTICLE X
Adoption of By Laws and Constitution

The above Bylaws and Constitution were voted on, adopted, and approved.