**Milton Volleyball Booster Club Bylaws**

**Article I – Name and Purpose**

Section 1.01. Name. The name of this organization shall be Milton Volleyball Booster Club, Inc., hereinafter referred to as the MVBC.

Section 1.02. Purpose. The purpose of the Club is to provide fundraising initiatives and volunteer support for the Milton High School Volleyball Program. The MVBC will foster other activities that build enthusiasm, confidence, and spirit. All of these efforts will be conducted in an atmosphere that is consistent with the educational philosophy of the school community.

**Article II – Membership**

Section 2.01. Membership is open to all who are willing to assist in achieving the objective of the MVBC. Annual dues (player fees), which shall be established by the Board of Directors each year, shall be a requirement of membership. Each member or Officer, in fulfilling his or her responsibility to the Club, shall act in good faith with respect to his or her fiduciary responsibility to the Club, shall disclose any interest, financial or otherwise, which might be adverse to his or her responsibility or his relationship and shall not influence, participate, be present, or vote on any matter which may be in conflict with his responsibility or relationship. An officer or member shall not accept any gift or gratuity from any third party, including a vendor or competitor, which raises a concern as to the individual’s fulfilling this responsibility or relationship.

Section 2.02. Rights and Responsibilities. The members shall have the right and responsibility to attend meetings and events sponsored by the organization, serve on committees and be nominated and elected to office. Voting 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. Quorum. The members present at any membership meeting of the organization, provided at least ten (10) members are present, shall consist of a quorum for the transaction of business. In the absence of a quorum the membership may not take action. In that event, any matter brought before the membership at a meeting at which a quorum is not present shall be discussed and decided by the Executive Board.

Section 2.04. Meetings. There shall be at least one general annual meeting of the membership during the year at which the officers are elected or appointed. The timing could change from year to year based on try-out dates.

**Article III – Executive Board**

Section 3.01. Membership. The Executive Board shall consist of the elected or appointed officers of the organization.

Section 3.02. Authority. The affairs, activities and operation of the organization shall be managed by the Executive Board. The Executive Board shall transact necessary business during the intervals between the meetings of the membership and such other business as may be referred to it by the membership or these bylaws. It may create Standing and Special Committees, approve the plans and work of standing and special committees, prepare and submit a budget to the membership for approval, and in general, conduct the business and activities of the organization.

Section 3.03. Meetings. The Executive Board shall meet periodically to conduct the affairs of the organization. All board members will be notified in writing prior to a scheduled meeting.

Section 3.04. Quorum. A quorum of the Executive Board for the conduct of business shall consist of at least three (3) officers in attendance.

Section 3.05. Action Without a Meeting. Any action required or permitted to be taken at a meeting of the Board of Directors (including amendment of these bylaws) or of any committee may be taken without a meeting if all the members of the Board or committee consent in writing to taking the action without a meeting and to approving the specific action. Such consents shall have the same force and effect as a unanimous vote of the Board or of the committee as the case may be.

Section 3.06. Participation in Meeting by Conference Telephone. Members of the Board may participate in a meeting through use of conference telephone or similar communications equipment, so long as members participating in such meeting can hear one another.

Section 3.07. Reimbursement. Executive Board members shall serve without compensation with the exception that expenses incurred in the furtherance of the organization’s business are allowed to be reimbursed with documentation in accordance with the organization’s financial policies, and prior approval.

**Article IV – Officers and Their Elections/Appointments**

Section 4.01. Officers. The officers of this organization shall include the office of President, the office of Secretary, the office of Treasurer and a representative from each Volleyball Team (Ex: Varsity, Junior Varsity, and Freshman). Additional officer(s) as may be elected or appointed by the Executive Board from time to time.

Section 4.02. Election. Officers shall be elected/appointed at the first board meeting of the organization’s season by the members present.

Section 4.03. Term. Officers shall serve a minimum of a one-year term. Officers may be elected for up to two consecutive terms in the same office.

Section 4.04. Vacancies. A vacancy occurring in any office shall be filled for the unexpired term by a person elected/appointed by a majority vote of the remaining members of the Executive Board.

**Article V – Duties of Officers**

Section 5.01. President. The President shall be the principle 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 be a member of the Executive Board and, when present, 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 Standing and Special Committees and shall be an ex-officio member of all committees of the organization.

Section 5.02. 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 me be assigned by the President or the Executive Board.

Section 5.03. Treasurer. The Treasurer shall be a member of the Executive Board. The Treasurer is the authorized custodian to have oversight of all funds of the organization in accordance with the organization’s financial policies. The Treasurer will organize, document, and record all financial activities. The Treasurer will be diligent and conscientious in ensuring all funds of the organization 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:

* Prepare an annual budget for review and approval by the members.
* Ensure that numbered receipts are provided for cash received by the organization.
* Ensure that all funds are timely deposited in the organization’s authorized bank account(s).
* 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 General Membership Meeting of the membership 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, tax exemption status under 501(c)(3)] and turn all over to the new treasurer.

Section 5.04 Team Representatives. There shall be a team representative from both the Junior Varsity and the Freshman teams on the board. They shall perform all communications to their respective teams. They shall encourage team parents to volunteer where they can to ensure participation from each team throughout the season. Team representatives shall coordinate team meals with parents for all games and tournaments, and shall be responsible for collecting money from the team if asked by the treasurer.

**Article VI – Finances**

Section 6.01. Budget. The Executive Board shall present to the membership at the first regular meeting of the membership after the officers have been elected, or as soon thereafter as practicable, 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 substantial deviation from the budget must be approved in advance by the membership.

Section 6.02. Obligations. The office of President, Secretary or Treasurer may authorize any officer or officers to enter into contracts or agreements for the purchase of materials or services on behalf of the organization.

Section 6.03. Loans. No loans shall be made by the organization to its officers or members.

Section 6.04. Checks. All checks, drafts, or other orders for the payment of money on the behalf of the organization shall be signed by the Treasurer and another authorized Board Member.

Section 6.05. Banking. The Treasurer shall ensure that all funds of the organization are timely deposited to the credit of the organization in such banks or other depositories as determined by the Executive Board. All deposits and disbursements shall be documented by a receipt, an invoice, or other written documentation. Sequentially numbered receipts shall be provided, with a copy kept, whenever cash is turned over or collected. All Deposits and/or disbursements shall be made as soon as practicable upon receipt of the funds, normally daily, immediately after received and counted.

If debit or credit cards are established in the name of the organization, a policy approved by the Executive Board 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.

Section 6.06. 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 membership by way of approval of an annual budget, or amendments thereto, or be approved by separate resolution of the Executive Board;
* All checks should be signed by two officers of the Executive Board, and checks of the corporation shall include above the signature line a notice to this requirement;
* An office or other person without check signing authority designated by the Executive Board shall review and reconcile all bank statements on a monthly basis; and,
* A committee of at least two (2) persons without check signing authority shall annually audit all corporate finances, or hire and supervise an outside accountant or auditing firm to conduct a review of corporate financial records.

Section 6.07. Financial Report. The Treasurer shall present a financial report at each membership meeting of the organization 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 two or more Board or voting members of the organization who are not involved in the routine handling of the organization’s finances, including not having signature authority pm 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. A full audit shall be conducted by an external CPA when annual gross receipts equal or exceed $250,000.

Section 6.08. Fiscal Year. The fiscal year of the organization shall be from June 1 to May 31 but may be changed by resolution of the Executive Board.

Section 6.09. 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 TYPE: Year-end Treasurer’s financial report/statement, annual Internal Financial Review Reports, IRS Form 990s

STORAGE: Store in corporate record book, binder, or cloud-based software.

PERIOD OF TIME: At least seven (7) years. Consider keeping permanently.

RECORD TYPE: Bank statements, canceled checks, check registers, invoices, receipts, cash tally sheets, investment statements, and related documents. Compile and file records on a yearly basis.

STORAGE: Store in binder or cloud-based software.

PERIOD OF TIME: Seven (7) Years. Store with financial records. Destroy after seven (7) years.

RECORD TYPE: Treasurer’s Reports (monthly). Compile and file records on a yearly basis.

STORAGE: Store in binder or cloud-based software.

PERIOD OF TIME: Seven (7) years. Store with financial records. Destroy after seven (7) years.

**Article VII – Conflicts of Interest**

Section 7.01. Existence of Conflict, Disclosure. Directors, officers, employees and contractors of Corporation 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 Corporation. A conflict of interest may exist when the direct, personal, financial or other interest(s) of any director, officer, staff member or contractor competes or appears to compete with the interests of the Corporation. If any such conflict of interest arises the interested person shall call it to the attention of the Board of Directors 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 Board of Directors, excluding the person who is the subject of the possible conflict.

Section 7.02. Non-participation 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 any and all relevant information.

Section 7.03. 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 7.04. Annual Review. A copy of this conflict of interest statement shall be furnished to each director or officer, employee and/or contractor who is presently serving the Corporation, or who hereafter becomes associated with the Corporation. This policy shall be reviewed annually for information and guidance of directors and officers, staff members and contractors, and new officer and directors, staff members and contractors shall be advised of the policy upon undertaking the duties of their offices.

**Article VIII – Indemnification**

Every member of the Executive Board, officer or employee of the Corporation may be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board, officer or employee 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, officer, or employee of the Corporation, or any settlement thereof, unless adjusted 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 Corporation. The foregoing right of indemnification shall be in addition and exclusive of all other rights which such member of the Board, officer or employee is entitled.

**Article IX – Amendments**

These Bylaws may be amended at any regular or special meeting of the membership by a majority vote of the members present, provided that at least thirty (30) days’ notice of the proposed amendments has been made to the membership, or alternatively the membership waives the required notice.

Revised: May 20, 2017 by Charmie Sandefur, Luann Hay, Elke Monahan and Nichole Reed