



Shadow Ridge High School Booster Club Bylaws

Shadow Ridge High School

2016-2017 School Year

Reviewed July 25, 2016

Contents

Article I: Name	3
Article II: Objectives	3
Article III: Basic Policies.....	3
Article IV: Membership and Dues	3
Article V: Officers and Their Election	4
Article VI: Duties of Officers.....	4
Article VII: Executive Board.....	6
Article VIII: Executive Board Meetings.....	7
Article IX: General Meetings	7
Article X: Fund Raising.....	8
Article XI: Concessions	8
Article XII: Committees	8
Article XIII: IRC 501(c) (3) Tax Exemption Provisions	8
Article XIV: Conflict of Interest Policy	9
Article XV: Fiscal Year	12
Article XVI: Amendments	13
Article XVII: Distribution of Resources	13
Article XVIII: Miscellaneous Provisions	13
Article XIX: Sub-Booster Club Rules and Regulations	13

Shadow Ridge High School Booster Club By-Laws

Article I: Name

The name of this SRBC is the Shadow Ridge High School Booster Club, Inc (SRBC).

Article II: Objectives

1. The objectives of the Shadow Ridge Booster Club are developed through committees, projects, and programs, and are governed and qualified by the basic policies set forth in Article III.
2. The objectives of the Shadow Ridge Booster Club are to:
 - a. Provide school functions for the purpose of promoting fellowship among parents, students, and teachers.
 - b. Provide funds for extra materials and programs in addition to what is provided by the district, as determined by the SRBC.
3. Assist in the SRBC of a volunteer program as deemed beneficial to the students.
4. This SRBC is created exclusively for the charitable, scientific, literary, or educational purposes within the meaning of Section 501(c) (3) of the Revenue Code or corresponding Section of any future federal tax code.

Article III: Basic Policies

The following are basic policies of the Shadow Ridge BC:

1. This SRBC shall be non-commercial, non-sectarian, and nonpartisan.
2. This SRBC shall work with the school and administration to help provide quality education for all students, recognizing that the legal responsibility to make decisions has been delegated by the people to the Dysart Governing Board, a.k.a., School Board.
3. This SRBC shall work with the school administration, faculty, and students in an effort to:
 - a. Provide quality experiences and activities for all members of the Shadow Ridge Booster Club.
 - b. Promote the welfare of the children attending Shadow Ridge High School in home, school, and community.
 - c. Maintain a well-informed membership regarding issues directly related to the school and community.
 - d. Bring a closer relationship between home and school so that parents and teachers may cooperate in the education of the students.
4. This SRBC shall not, directly or indirectly, participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office (including publishing or disturbing statements).
5. This SRBC may cooperate with other SRBCs and agencies concerning child welfare, but persons representing the SRBC in such matters shall make no commitments that will bind the SRBC.
6. The records of this SRBC are open for public review at www.srhsboosterclub.org:
 - a. The original bylaws, revised bylaws, and amendments to bylaws.
 - b. Minutes of all meetings.
 - c. SRBC monthly financial reports.

Article IV: Membership and Dues

Membership in the Shadow Ridge Booster Club shall be made available with the following terms:

1. Any individual of Shadow Ridge High School, willing to uphold the policies and subscribe to these bylaws, shall be known as an enrolled member of this SRBC upon:

- a. Parents and/or guardians of Shadow Ridge High School students as of January 1st: the payment or waiver of dues (\$0 per annum) as determined by the Executive Board.
 - b. SRHS Sub-booster Clubs of Shadow Ridge High School: the payment or waiver of dues (\$150 per annum) as determined by the Executive Board. SRHS Sub-booster Clubs must agree to and sign the "SRHSBC Sub-Booster Membership Guidelines Agreement".
 - c. Any person that has registered as a member via the SRBC website by agreeing to the Membership Agreement statement and submitting their name, address, e-email address and telephone number.
2. Membership in this SRBC shall be made available without regard to race, color, creed, gender, or national origin.
 3. This SRBC shall conduct an annual enrollment of members but may admit persons to membership at any time. The membership year shall be July 1st through June 30th. The annual membership fees should be paid by August 1st.
 4. Members of this SRBC shall pay annual dues as established by the incoming Executive Board. Payment of dues shall be non-refundable.
 5. Members must be enrolled at least 30 days prior to the election of officers in order to vote in the election.
 6. Information regarding these bylaws and the procedure for joining the SRBC is available online at www.srhsboosterclub.org.
 7. Only enrolled adult members of this SRBC shall be eligible to vote in the business meetings, election of officers, or to serve in any of its Executive Board or Committee position.

Article V: Officers and Their Election

1. Officers of this SRBC will consist of elected officers of President, Vice-President, Secretary, Treasurer and Administrator.
2. Elective officers shall be elected by ballot at a regular meeting of the Shadow Ridge Booster Club in May. Officers shall assume their official duties July 1 and serve for a term of one year or until their successors are elected. In the event there is only one candidate for an office, the ballot for that office maybe dispensed with and the election may be held by voice vote.
3. There shall be a nominating committee composed of an uneven number, no less than three members, of which one member must be from the Executive Board. The Executive Board shall appoint the nominating committee two months prior to elections. The nominating committee shall ensure that:
 - a. Those nominated are enrolled members prior to election.
 - b. Only those members consenting to serve, if elected, shall be nominated.
 - c. A nominating report shall be submitted to the Executive Board, at least thirty (30) days before the elections.
 - d. Following their report, nominations may be submitted from the floor with the consent of the nominee.
 - e. Information on all of the candidates is distributed without bias and/or endorsement (campaigning is not appropriate).
 - f. A member must appear in person to cast a vote. The Executive Board will determine the voting arrangement.
4. If a vacancy occurs in the office of President, the Vice President shall assume the office of the President. If a vacancy occurs in any other office, Administrator may fill the position; otherwise a person elected by a majority vote of the Executive Board shall fill it for the unexpired term.

Article VI: Duties of Officers

1. The President shall:
 - a. Preside at all meetings of the SRBC and the Executive Board.

- b. Create a formal agenda for the monthly general meetings. Agenda will be reviewed at the Executive meeting held before the general meetings.
 - c. Appoint the chairperson of standing and special committees.
 - d. Be versed and communicate the bylaws to committee chairperson and the Executive Board.
 - e. Coordinate the work of officers and committees of the SRBC so that the objectives and policies may be promoted.
 - f. Be a member ex-officio of all committees, with the exception of the nominating committee.
 - g. One of the Board members authorized to sign the checks for the SRBC.
 - h. Maintain, respond, and oversee the SRBC's e-mail account at srhsbc@gmail.com.
 - i. Perform such other duties as may be assigned by the SRBC.
2. The Vice President shall:
- a. Act as an assistant to the President and perform the duties of the President in the absence or inability of that officer to act.
 - b. Commit to the duties of President in the event the President vacates office for any reason.
 - c. Attend all meetings of the SRBC and the Executive Board.
 - d. Gather monthly reports from the standing committees.
 - e. One of the Board members authorized to sign checks for the SRBC.
 - f. Maintain, respond, and oversee the SRBC's Vice President e-mail account at srhsbcvp@gmail.com.
 - g. Perform other delegated duties as assigned.
 - h. Have the option of serving as a committee chairperson.
3. The Secretary shall:
- a. Attend all meetings of the SRBC and the Executive Board.
 - b. Keep an accurate record of the proceedings of all the meetings of the SRBC.
 - c. Distribute official minutes to each Executive Board member and others determined by the Executive Board.
 - d. Be prepared to refer to minutes of previous meetings.
 - e. Maintain the Shadow Ridge Booster Club Book of Record.
 - f. Maintain and oversee the SRBC's membership list.
 - g. Prepare necessary correspondence for the SRBC in cooperation with the Executive Board.
 - h. Review, approve, and sign monthly financial reports with SRBC Treasurer.
 - i. Maintain, respond, and oversee the SRBC's Secretary e-mail account at srhsbcs@gmail.com.
 - j. Perform other delegated duties as assigned.
 - k. Have the option of serving on a committee.
4. The Treasurer shall:
- a. Attend all meetings of the SRBC and the Executive Board.
 - b. Establish and /or maintain a checking account and other accounts as determined by the Executive Board.
 - c. Have custody of all financial records and funds of the SRBC.
 - d. One of the Board members authorized to sign checks for the SRBC.
 - e. Verify and be responsible for, along with the event chairperson, all monies received, as counted by two committee members. Each shall keep an accurate account of all monies from the event.
 - f. Keep a full and accurate account of receipts and disbursements as authorized by the President or Executive Board as in accordance with the budget adopted by the SRBC. Additional disbursements may be approved by the Executive Board.
 - g. Ensure that the SRBC's monies are not commingled with any other committee, group, or SRBC.

- h. Two authorized signatures shall be required on each check. Authorized signers shall be the President, Vice President, and Treasurer. Checks will not be issued without an invoice or receipt.
 - i. Prepare monthly financial statements. The SRBC Treasurer will bring the monthly financial statement to the Executive Board Meeting for review. After review and approval, the SRBC Treasurer and SRBC Secretary will sign off approving. After signed, the SRBC Administrator will post the monthly signed financial statement, along with the monthly minutes, to the SRBC website.
 - j. Arrange an end-of-year audit with an auditing committee consisting of not fewer than three members who shall be appointed by the Executive Board.
 - k. Make sure that at least \$500.00 is left in the treasury for the next school year.
 - l. Ensure that the annual reporting to the IRS is completed prior to the government's required report date.
 - m. Maintain, respond, and oversee the SRBC's Treasurer e-mail account at srhstres@gmail.com.
 - n. Shall have the option of serving on a committee.
 - o. In May after the Executive Board election, the SRBC Treasurer will submit the Annual Report to the Arizona Corporate Commission with next years elected officers.
5. The Administrator shall:
- a. Attend all meetings of the SRBC and the Executive Board.
 - b. Can fill vacant Executive Board positions other than the President.
 - c. Maintain and update the Shadow Ridge Booster Club website at www.srhsboosterclub.org.
 - d. Maintain and post to the Shadow Ridge Booster Club social media sites.
 - e. Perform other delegated duties as assigned.
 - f. Have the option of serving on a committee.
6. Member(s) at Large:
- a. Any SRBC registered sub-booster club member.
 - b. Any StuCo Club member.
 - c. Any StuCo member.
 - d. Any member of any club not previously mentioned.
 - e. Any member who has signed up via the website.
7. Members at Large shall:
- a. Attend all meetings of the SRBC.
 - b. Act as an aid to the SRBC by coordinating volunteers and donations.
 - c. Shall act as liaison between their particular booster club and the SRBC ensuring that the SRBC is aware of, and requested approval for, all club activities.
 - d. Perform other delegated duties as assigned.
 - e. Shall have the option of serving on a committee.
8. No two members of the same family may preside on the signature card for the Shadow Ridge Booster Club bank account.
9. All officers and members at large shall perform the duties outlined in these bylaws and those assigned from time to time.
10. Officers of the Corporation shall not receive any compensation for their services, except that each officer is entitled to receive from the Corporation reimbursement of expenses incurred by the officer in the furtherance of the Corporation's business.

Article VII: Executive Board

1. The Executive Board will consist of:
- a. The elected officers of the SRBC.
 - b. The Principal and/or Assistant Principal of the school.

- c. Two faculty representatives serving as non-voting members.
2. The duties of the Executive Board shall be to:
 - a. Transact necessary business in the interval between SRBC meetings and such other business as may be referred to it by the SRBC.
 - b. Create special and standing committees.
 - c. Approve the plans of the standing committee.
 - d. Present a report at the regular meetings of the SRBC.
 - e. Select an auditor committee to audit the Treasurer's accounts.
 - f. Prepare and approve a budget for the year.
3. The duties of the Principal and/or Assistant Principal are to:
 - a. Provide council to the Executive Board regarding school or district policy.
 - b. Raise issues affecting Shadow Ridge High School faculty and students.
 - c. Appoint two or more faulty representatives to serve as liaisons for the Shadow Ridge Booster Club.
4. The duties of a faculty representative are to:
 - a. Inform the staff and faculty of events and activities.
 - b. Poll staff and faculty as requested by the Executive Board and advise the Board according to the results.
 - c. Act as a liaison between Shadow Ridge Booster Club and the Shadow Ridge High School staff and faculty.

Article VIII: Executive Board Meetings

1. Executive Board meetings shall be on a monthly basis at a time and place designated by the Board at the beginning of its term. Only Executive Board members shall be entitled to vote at a Board meeting.
2. Additional meetings may be scheduled as needed by the President, Vice President, or Principal with proper notification to all Board members.
3. Board voting shall be by show of hands or a voice vote unless any Board member requests a written ballot on an issue.
4. A simple majority shall decide any issue voted upon. In the event of a tie vote, the President shall be entitled to cast the deciding vote, or he/she may refer the issue to a general meeting.
5. A quorum for the transaction of SRBC business shall be 60% of the then current number of Board Members.
6. Any executive Board member who has been absent from two consecutive Board meetings without prior notice to the President, shall be considered resigned.

Article VIII: Executive Board Transitions

1. Upon the expiration of the term of office, resignation, or failure of attendance or participation, each officer or member at large shall turn over to the President, without delay, all records, books, and other materials pertaining to the office and shall return to the Treasurer, without delay, all funds pertaining to the office.
2. *Article VIII in process of completion with items of transition*

Article IX: General Meetings

1. General meetings of the membership shall be held on the dates selected by the Executive Board. At least three (3) general membership meetings shall be held on days established by the Executive Board.
2. Meetings shall be open to the public. The meeting shall have a notice posted indicating the date, time, location, at least 24 hours in advance of the meeting.
3. Members present shall constitute a quorum. A majority vote of members present shall be deemed adequate and acceptable to conducting or transacting business.
4. The last meeting of the year in May shall be an annual meeting at which time reports shall be received and new officers shall be installed.

5. The first meeting of the next year will be in August.
6. Annual bylaw review meeting will be held in July.

Article X: Fund Raising

1. Any club or SRBC desiring to conduct fund raising shall prepare and submit a formal request to the Shadow Ridge Main Booster Club via the Fundraising Approval Form found online at www.srhsboosterclub.org.
2. All approved activities shall be subsequently listed on the Fundraising Events calendar.

Article XI: Concessions

1. Sub-booster Concession ownership eligibility:
 - a. Must be in good standing along with signing and agreement of the SRHSBC guidelines.
2. Each sub-booster maintains ownership of the concession and/or sales of items during their own sporting events, student activity events, etc.
 - a. A fundraising approval form must be submitted prior to the beginning of said sub-booster's concession season.
3. Should a sub-booster choose not to manage a concession stand and/or sell items, they shall turn responsibility over to the main booster to allocate on a rotation basis. The selection process will be shared with all groups.
4. In instances where a sporting or student event has multiple organizations that utilize the same venue at the same time, those said sub-booster for the shared venue must meet, prepare and submit a plan for fundraising delegation to the SRHSBC prior to the start of the season for said sport/event.
 - a. If an agreement cannot be reached between the two groups, the SRHSBC will provide mediation and guidance.
5. Non-SRHS organization event concessions held on campus are scheduled by SRSBC on a rotation basis. The selection process will be shared with all groups.
6. Each sub-booster must abide by the Dysart School District food handling policy.
5. Each sub-booster must abide by the Maricopa County Food Permitting Guidelines.
6. Each sub-booster club will be responsible for their own: concession products, stand set-up, clean up and tear down.

Article XII: Committees

1. Special committees shall be created as deemed necessary by the Executive Board.
2. The chairperson of each committee shall be totally responsible for planning and initiating all necessary requirements to fulfill the assigned purpose of the committee.
3. The chairperson shall report committee progress to the President and members of the SRBC.

Article XIII: IRC 501(c) (3) Tax Exemption Provisions

1. No substantial part of the activities of this corporation shall be for propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on or behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provisions of these Bylaws, this corporation shall not carry on any activities not permitted to be carried on
 - a. By a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or
 - b. By a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

2. No part of the net earnings of corporation shall inure to the benefit of, or be distributable to, its members, directors or trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this corporation.
3. Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of this state.
4. In any taxable year in which the corporation becomes a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation
5. Shall distribute its income for said period at such time and manner as not to subject to tax under Section 4942 of the Internal Revenue Code;
 - a. Shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code;
 - b. Shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code;
 - c. Shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code;
 - d. Shall not make any taxable expenditure as defined in Section 4945(d) of the Internal Revenue Code.

Article XIV: Conflict of Interest Policy

1. The purpose of this conflict of interest policy is to protect this tax-exempt corporation's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the corporation or any "disqualified person" as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations and which might result in a possible "excess benefit transaction" as defined in Section 4958(c)(1)(A) of the Internal Revenue Code and as amplified by Section 53.4958 of the IRS Regulations. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.
 - a. Interested Person. Any director, principal officer, member of a committee with Board of Directors delegated powers, or any other person who is a "disqualified person" as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations, who has a direct or indirect financial interest, as defined below, is an interested person.
 - b. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - i. An ownership or investment interest in any entity with which the corporation has a transaction or arrangement
 - ii. A compensation arrangement with the corporation or with any entity or individual with which the corporation has a transaction or arrangement, or
 - iii. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the corporation is negotiating a transaction or arrangement
 - c. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.
 - d. A financial interest is not necessarily a conflict of interest. Under Section 3, paragraph b, a person who has a financial interest may have a conflict of interest only if the appropriate Board of Directors or committee decides that a conflict of interest exists.

- e. Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with Board of Directors delegated powers considering the proposed transaction or arrangement.
 - f. Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the Board of Directors or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.
 - g. Procedures for Addressing the Conflict of Interest. An interested person may make a presentation at the Board of Directors or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
 - h. The chairperson of the Board of Directors or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement. After exercising due diligence, the Board of Directors or committee shall determine whether the corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
 - i. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board of Directors or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the corporation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.
 - j. Violations of the Conflicts of Interest Policy. If the Board of Directors or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
 - k. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board of Directors or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.
2. The minutes of meetings of the Board of Directors and all committees with board delegated powers shall contain:
 - a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board of Directors or committee's decision as to whether a conflict of interest in fact existed.
 - b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.
 3. A voting member of the Board of Directors who receives compensation, directly or indirectly, from the corporation for services is precluded from voting on matters pertaining to that member's compensation. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the corporation for services is precluded from voting on matters pertaining to that member's compensation. No voting member of the Board of Directors or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the corporation, either individually or collectively, is prohibited from providing information to any committee regarding compensation. When approving compensation for directors, officers and employees, contractors, and

any other compensation contract or arrangement, in addition to complying with the conflict of interest requirements and policies contained in the preceding and following sections of this article as well as the preceding paragraphs of this section of this article, the Board of Directors or a duly constituted compensation committee of the Board of Directors shall also comply with the following additional requirements and procedures:

- a. The terms of compensation shall be approved by the Board of Directors or compensation committee prior to the first payment of compensation.
- b. All members of the Board of Directors or compensation committee who approve compensation arrangements must not have a conflict of interest with respect to the compensation arrangement as specified in IRS Regulation Section 53.4958-6(c)(iii), which generally requires that each board member or committee member approving a compensation arrangement between this organization and a "disqualified person" (as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations):
 - i. Is not the person who is the subject of compensation arrangement, or a family member of such person;
 - ii. Is not in an employment relationship subject to the direction or control of the person who is the subject of compensation arrangement
 - iii. Does not receive compensation or other payments subject to approval by the person who is the subject of compensation arrangement
 - iv. Has no material financial interest affected by the compensation arrangement; and
 - v. Does not approve a transaction providing economic benefits to the person who is the subject of the compensation arrangement, who in turn has approved or will approve a transaction providing benefits to the board or committee member.
- c. The Board of Directors or compensation committee shall obtain and rely upon appropriate data as to comparability prior to approving the terms of compensation. Appropriate data may include the following:
 - i. Compensation levels paid by similarly situated organizations, both taxable and tax-exempt, for functionally comparable positions. "Similarly situated" organizations are those of a similar size and purpose and with similar resources
 - ii. The availability of similar services in the geographic area of this organization
 - iii. Current compensation surveys compiled by independent firms
 - iv. Actual written offers from similar institutions competing for the services of the person who is the subject of the compensation arrangement.
- d. As allowed by IRS Regulation 4958-6, if this organization has average annual gross receipts (including contributions) for its three prior tax years of less than \$1 million, the Board of Directors or compensation committee will have obtained and relied upon appropriate data as to comparability if it obtains and relies upon data on compensation paid by three comparable organizations in the same or similar communities for similar services.
- e. The terms of compensation and the basis for approving them shall be recorded in written minutes of the meeting of the Board of Directors or compensation committee that approved the compensation. Such documentation shall include:
 - i. The terms of the compensation arrangement and the date it was approved
 - ii. The members of the Board of Directors or compensation committee who were present during debate on the transaction, those who voted on it, and the votes cast by each board or committee member
 - iii. The comparability data obtained and relied upon and how the data was obtained.

- iv. If the Board of Directors or compensation committee determines that reasonable compensation for a specific position in this organization or for providing services under any other compensation arrangement with this organization is higher or lower than the range of comparability data obtained, the Board of Directors or committee shall record in the minutes of the meeting the basis for its determination.
 - v. If the Board of Directors or committee makes adjustments to comparability data due to geographic area or other specific conditions, these adjustments and the reasons for them shall be recorded in the minutes of the Board of Directors or committee meeting.
 - vi. Any actions taken with respect to determining if a board or committee member had a conflict of interest with respect to the compensation arrangement, and if so, actions taken to make sure the member with the conflict of interest did not affect or participate in the approval of the transaction (for example, a notation in the records that after a finding of conflict of interest by a member, the member with the conflict of interest was asked to, and did, leave the meeting prior to a discussion of the compensation arrangement and a taking of the votes to approve the arrangement).
 - vii. The minutes of the Board of Directors or committee meetings at which compensation arrangements are approved must be prepared before the later of the date of the next Board of Directors or committee meeting or 60 days after the final actions of the Board of Directors or committee are taken with respect to the approval of the compensation arrangements. The minutes must be reviewed and approved by the Board of Directors and committee as reasonable, accurate, and complete within a reasonable period thereafter, normally prior to or at the next Board of Directors or committee meeting following final action on the arrangement by the Board of Directors or committee.
4. Each director, principal officer, and member of a committee with Board of Directors delegated powers shall annually sign a statement which affirms such person:
 - a. Has received a copy of the conflicts of interest policy,
 - b. Has read and understands the policy,
 - c. Has agreed to comply with the policy, and
 - d. Understands the corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.
 5. To ensure the corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:
 - a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's-length bargaining.
 - b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or in an excess benefit transaction.
 6. When conducting the periodic reviews as provided for in Section 7, the corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Board of Directors of its responsibility for ensuring periodic reviews are conducted.

Article XV: Fiscal Year

1. The fiscal year of this association shall begin July 1st and end June 30th.

Article XVI: Amendments

1. Robert's Rules of Order, Newly Revised, shall govern the Shadow Ridge Booster Club in all cases in which they are applicable.
2. An amendment shall be proposed in writing to the President and shall be read at the first general meeting after the President receives the request.
3. These bylaws may be amended at any regular meeting of this SRBC by a majority vote, or by two-thirds vote of the Executive Board.
4. When a revision in the bylaws is being considered, a committee may be appointed to submit a revised set of bylaws as a substitute for the existing bylaws by a majority vote at a meeting of the Shadow Ridge Booster Club, or by two-thirds vote of the Executive Board. The requirements for adoption of a revised set of bylaws shall be the same as in the case of an amendment.
5. This committee must update these bylaws and submit them for review and approval by the Executive Board or at a general meeting at least every three (3) years.

Article XVII: Distribution of Resources

1. In the event of school attendance boundaries changes and the membership is divided; a fair and equitable amount of funds and resources may be divided among the schools. "Fair and Equitable" distribution will be determined by the Shadow Ridge Booster Club and should be based on the particular circumstances involved. Monies should be allocated by the end of the fiscal year.

Article XVIII: Miscellaneous Provisions

1. All members of the Shadow Ridge Booster Club, Governing Board, and its committees are for the discussion of Shadow Ridge Booster Club business and parent members shall not use any of these meetings as a means of discussing the problems or progress of their children with the members of the staff.

Article XIX: Sub-Booster Club Rules and Regulations

1. In order to be in good-standing and considered an active SRHSBC sub-booster club, all clubs shall consent to and abide by the established SRHSBC Sub-Booster Guidelines on an annual basis.

ADOPTION OF BYLAWS

We, the undersigned, are the directors of this corporation, and we consent to, and hereby do, adopt the foregoing bylaws, consisting of thirteen (13) preceding pages, as the bylaws of this corporation.

SRBC President

Julie McCrimmon

Date:

SRBC Vice President:

Jeri Metaclif

Date:

SRBC Secretary:

Kimberely Branche

Date:

SRBC Treasurer:

Russell Rosenthal

Date:

SRBC Administrator:

Stephanie Neveu

Date:

As the Principal of Shadow Ridge High School, I approve these bylaws for the Shadow Ridge High School Booster Club:

School Principal

Michael Hawkins

Date:
