

Alpharetta High School Lady Raider Basketball - Bylaws

Article I. Name

The name of this organization shall be the "Alpharetta High School Lady Raiders Booster Club, Inc." hereafter referred to as BOOSTERS.

Article II. PURPOSE

Section 2.01 The purpose of this association is to provide educational, financial, social, and other support for the Alpharetta High School basketball program, and their activities through any lawful and ethical means including, but not limited to, the following:

- (a) To promote strong advocacy among parents, students, coaches and community attendance at games and basketball related functions.
- (b) To assist the coaches and Athletic Director in obtaining and maintaining facilities, equipment, voluntary staffing, and various fund raising activities for the girls basketball program approved in accordance with these by-laws.
- (c) To ensure recognition for the basketball program and its athletes and coaches.
- (d) To solicit and collect contributions and fees from parents, BOOSTERS members and other interested parties.
- (e) To encourage associate, non-voting membership and involvement of any interested individuals whose desire is to benefit the Alpharetta High School (AHS) basketball program and the BOOSTERS.
- (f) To conduct the BOOSTERS in a manner that will present a positive public image of our students and AHS while supporting the athletic program.
- (g) To conduct all activities in a manner that will minimize the cost to students and their families including providing those services, facilities and equipment which are not currently provided by the school.
- (h) To support the Lady Raider Basketball programs of Alpharetta High School in all matters pertinent thereto, subject to the policy of the Fulton County Public Schools, rules applying to tax exempt organizations, and the ethics standards established by the State of Georgia regarding booster organizations, in accordance with these bylaws and budget as adopted and amended by the voting membership.

Article III. ORGANIZATION AND STRUCTURE

Section 3.02 Meetings

(a) Regular Meetings - Meetings of the General Membership shall be generally held twice during the school year in May and September. All Meetings shall be generally held at Alpharetta High School. Meetings shall be held at such a place and time as designated by the current Board of Directors with such notice published to the membership of record. It is the responsibility of the members to ensure that Boosters have their current contact information. Any member not providing current contact information shall not be entitled to any other form of notice, other than notice posted on the Lady Raider Basketball website.

1. Robert's Rules of Order shall govern all meetings of the BOOSTERS.
2. The Secretary shall serve as parliamentarian.

(b) Annual Meeting - The Annual Meeting of the BOOSTERS shall be held each November at a time and place designated by the current Board of Directors with such notice published to the membership of record. The purpose of the annual meeting will be to review team rules, budget, and other pertinent information for the basketball program.

(c) Meetings of the BOOSTERS Board of Directors - Meetings of the Board of Directors shall be held prior to regular meetings as designated by the President with advanced notice provided to the Board of Directors.

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(d) Special Meetings - Special meetings of the Membership or Directors may be called by or at the request of the President or any two Directors.

(e) Notice of Special Meetings - Notice of any special meeting shall be given at least three (3) days prior thereto by posting to the Lady Raider Basketball website, confirmed written notice delivered personally, faxed, e-mailed, or mailed to each Director or Member at his or her address or by other currently accepted means of communication.

(f) Quorum – The Board of Directors quorum shall consist of at least 60% of the Officers identified in Section 3.04 below. A quorum at any regularly scheduled meeting of the general membership shall consist of the Members present at such meeting (but in no event less than 25% of the general voting membership as defined in Article 3.03). At a special called meeting of the General Membership, a quorum shall require at least 10% of the Members general voting membership.

(g) Majority - A majority vote shall be as follows:

(i) For the conductance of business at meetings of the General Membership including but not limited to elections, financial issues, fund-raisers, events, etc., a simple majority, which shall be defined as fifty percent plus one of those voting members present shall constitute a majority vote.

(ii) A two-thirds majority of the voting members present is required for the removal of a member or officer.

(iii) A majority at a meeting of the Board of Directors shall be a simple majority of those directors present.

(h) Method of Voting - The method of voting shall be determined by the President. However, a motion may be entered from the floor by any voting member prior to any vote for that vote to be conducted by secret ballot.

Section 3.03 Definition and Qualifications of Membership

(a) Membership is open to all adults who qualify in one of the following membership categories:

(i) General Membership will be open to all adults, with one vote per family, interested in the purposes of BOOSTERS as outlined in Article Two. A General Member is defined as an adult parent or guardian of a present AHS basketball player, has provided to the BOOSTERS other documents as required by the Board of Directors. With the exception of members eligible for a waiver of fees as defined below, a General Member is further defined as being current on all dues and assessments as approved by the Board of Directors per these by-laws.

(A) Waiver of all dues and assessments approved by the Board of Directors is available in the following two cases:

a. A "Value In Kind" fee waiver is available to any General Member that has donated goods, approved in advance by the BOOSTERS Board of Directors, with a value in excess of \$1,000.00 to BOOSTERS or AHS basketball program.

b. A "Financial Need" fee waiver is available to any General Member defined as having financial need. Definition of financial need shall be determined by eligibility for government assisted school lunch program or as approved by a majority of the Board of Directors

(ii) Associate Membership will be open to all adults interested in the purposes of BOOSTERS as outlined in Article Two. The purpose of Associate Membership is to provide additional financial support for the basketball program. An Associate Member is defined as any other adult, business, or organization whose purpose is to aid and support the basketball program, who has a current membership, has provided to the BOOSTERS other documents as may be required by the Board of Directors, and is current on all associate membership dues as approved by the Board of Directors per these by-laws. Associate membership is subject to approval by the Board of Directors and is a non-voting membership.

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(b) Term of Membership for General and Associate Members is for one calendar year beginning with the Fulton County School system's basketball season and running for one year. Renewal shall be made on an annual basis by registration and qualifications set forth herein.

(c) Right to Vote: Only General Members as defined above can vote on issues and candidates at Annual Meetings, General Membership, and Special Membership meetings. Each General Member as defined above shall be entitled to one vote. General Members must be in attendance at the time of a vote in order to exercise their right to vote. No voting by proxy shall be allowed.

(d) Revocation or Termination of Membership: Membership may be suspended or terminated by the Board of Directors for any member convicted of any felony or any conviction for an offense where moral turpitude or financial misconduct are involved that appear detrimental to the good name, reputation, and purposes of the BOOSTERS. Membership may be terminated if the Board of Directors determines that the member has political or other purposes than providing financial support for the basketball program. For hearing all such cases the following procedures will be followed:

(i) A Special Board of Directors Meeting will be held to hear the complaint.

(ii) Minimum 10 day written notice will be provided to the member with the specific complaints detailed.

(iii) The Member's right to appear and speak before the board is guaranteed, and shall be an express prerequisite prior to any contemplated suspension, termination, or other such punitive action.

(iv) After deliberation and upon a two-thirds majority vote of the Board of Directors to terminate the member, the member is suspended or terminated. Termination or suspension shall be effective at such a time and for such duration as directed by the Board of Directors.

(v) While the Board of Directors will attempt to judge these matters in a fair and temperate manner, there is no representation of a judicial proceeding with binding rules of evidence nor any suggestion of civil or criminal wrongdoing (other than any public record) for any member who is suspended or terminated.

Section 3.04 Board of Directors

(a) Description - Board of Directors - The legislative body of the BOOSTERS is the Board of Directors each of whom must be Members of the organization per 3.03

(a) BOOSTERS Board of Directors agree to cooperatively conduct the business of the association together with the General Membership.

(b) BOOSTERS Directors Number, Tenure, and Qualifications - The Board of Directors shall consist of seven directors elected from the General Membership who will serve one year or until their successors have been duly elected and qualified. There is no term limit. The number of Directors may be adjusted by the recommendation of the present Board of Directors and approval by a majority of the General Membership at the Annual Meeting or at a Special Meeting for this purpose. Any net decrease in the number of Directors shall not deprive current directors of their seats until the next election cycle.

(c) Configuration of the BOOSTERS Board of Directors - The following positions will comprise the Alpharetta High School Lady Raider Basketball Board of Directors:

(i) President

(ii) Vice President

(iii) Secretary

(iv) Treasurer

(v) Girls Head Varsity Coach

(vi) Board Member (at Large) – Concessions Chairperson

(vii) Board Member (at Large) – Fundraiser Chairperson

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(d) Executives of BOOSTERS - The following executive positions must be filled by election from the General Membership to run the day-to-day affairs of BOOSTERS.

(i) President - The President is the chief executive officer of the BOOSTERS who should execute the daily business of BOOSTERS and preside at all Board of Directors', Annual, Special, and General Meetings. The President must be a Member (per 3.03 a) before serving the current term, except in the year of BOOSTERS formation. The major duties of this office are supervision and control of all the business and affairs of BOOSTERS subject to the oversight of the Board of Directors. The President may sign (with the Secretary or any other officer authorized by the Board of Directors) checks, contracts, or other instruments obligating BOOSTERS within the confines of the Board of Director's approved current budget and these bylaws and amendments unless that function has been expressly delegated to other BOOSTERS members by the Board of Directors or is required by law to be someone other than the President. The President will serve as the BOOSTERS representative to other AHS organizations. Otherwise, the President shall perform any and all duties incident to the office and other such duties prescribed by the Board of Directors, from time to time.

(ii) Vice President - In the absence of the President or by Presidential delegation, or in the event of the President's incapacity, inability or refusal to act, the Vice President ("VP") shall assume the office of President with all Presidential powers described in section 3.04 d (i) hereinabove until such time as the President can resume in office or is replaced. Otherwise the VP will serve as an administrative assistant and delegate to the President and will manage the BOOSTERS Committees as assigned by the Board of Directors for the current year. The Vice-President must be a Member (per 3.03 a) before serving the current term.

(iii) Secretary - The Secretary shall keep the minutes of all pertinent Board of Directors, General Membership, and Annual Meetings in appropriate media, ensure that all required notices be duly given in accordance with these by-laws, be custodian of the association records, serve as parliamentarian and perform such further and necessary duties as are assigned from time to time by the President and the Board of Directors. The Secretary shall be responsible to disseminate relevant information in a timely manner and at the direction of the Board for the purposes of communicating to the membership, constituency, and general public. The Secretary shall keep a current alphabetical list of all members and other individuals entitled to notice of meetings and make same available for public examination by the membership beginning two business days after the notice is given of the meeting for which the list was prepared and continuing through the meeting. The Secretary shall make available for inspection all minutes for the current year's business at all General Membership, Special, and Annual Meetings.. The Secretary must be a Member (per 3.03 a) before serving the current term.

(iv) Treasurer - The Treasurer shall have charge and custody of and be responsible for all funds and securities of the BOOSTERS, receive monies due and payable to BOOSTERS from whatever source, writing checks, collect dues, issue receipts (when applicable), and deposit all monies in the name of BOOSTERS in appropriate BOOSTER's account.

The Treasurer shall keep a ledger, make a written report to the membership at each meeting, and make disbursements upon the approval of the Board or upon the vote of the general Membership of the BOOSTERS. The Treasurer shall coordinate and work with the Treasurer for the Boys Raider Basketball Program or other entities, to ensure appropriate accounting for fundraising proceeds and the transfer of such funds and/or receipts appropriately between the BOOSTERS. Additionally, the Treasurer shall provide a general financial statement which includes record of all cash flow and the check ledger at each General Membership and Annual Meeting.

It is the Treasurer's responsibility to assure that the books are audited prior to the end of the fiscal year. The fiscal year will begin August 1 and end July 31. An Audit Committee of at least two persons, (at least one of which does not serve as a member of the Board), shall be appointed by the Board. The Audit Committee at the August Board meeting shall present the audit report of the prior fiscal years activities to the membership.

The Treasurer will maintain separate operational and fund raising records, budgets, and accounts as

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necessary and directed by the Board. The Treasurer shall maintain all appropriate accounting records and file all required tax returns in order to comply with requirements of law and, if applicable, retain the exempt tax status of the Corporation.

The Board shall appoint at least one assistant Treasurer. The Treasurer must be a Member (per 3.03 a) before serving the current term.

(v) Member (at Large) – Concession Chair: has overall responsibility for purchasing supplies, taking inventory, and stocking the concession stand for home games, tournaments, and other events. The Concession Chair is in charge of ensuring that the stands are opened and closed, properly supplied, and staffed by volunteers for each event. The Chair should communicate instructions for food preparation/setup, operational procedures during the event, and clean-up. The Concessions Chair works closely with the Treasurer for the handling of money and coordinates with the boys teams regarding volunteers. The Fundraiser Chair will also serve as a “Member at Large” and therefore will attend board meetings as a voting member.

(vi) Member (at Large) – Fundraiser Chair: is responsible for organizing the Fundraising Committee and has overall responsibility for coordinating fundraising activities, goals, and communication. The chair will be responsible for the cash flow process for each fundraising event to ensure proper accounting for all income and expenses in coordination with the Treasurer. The Chair will keep an accurate record of all club volunteers at each fundraising event. The Fundraiser Chair will also serve as a “Member at Large” and therefore will attend board meetings as a voting member.

(vi) All of the above officers may serve in a joint role as co-officers following the nomination and election provisions of these by-laws provided that the membership is made generally aware prior to the election meeting of the intention to share the role. Co-officers shall share 1 vote on the Board of Directors.

Section 3.05 Standing Committees of the Board of Directors

(a) Committees may be formed and dissolved by majority vote of the Board of Directors and serve at the pleasure of the Board. Committee missions may be altered, modified, expanded, or contracted at the discretion of the Board. Special ad hoc committees with specific missions may be formed at the discretion of the President and must have a defined duration not to exceed 90 days without Board approval.

(b) Committee chairs and members must be members of BOOSTERS as defined in Section 3.03 a, except in the year of BOOSTERS formation.

Article IV. ELECTION OF OFFICERS AND DIRECTORS

Section 4.01 Election of Executive Officers - The President, Vice President, Secretary, Treasurer, and At Large Members (or co-officers in these positions) shall be elected from the Membership and must receive a majority of the votes cast at the General Meeting held in May. When there are more than two candidates for an office and after a vote by secret ballot, if a majority is not received by one candidate, then there shall be a runoff between the two leading candidates unless the second place candidate concedes.

Co-officer candidates shall be considered one candidate. The rules governing nominations and procedures shall be left to the Board of Directors. Methods of balloting (secret ballot, voice vote, acclamation, etc.) will be at the discretion of the Board. However, if any dispute arises over a result, the secret ballot is the default.

Section 4.02 Nominations and Elections

(a) Nominations for elected offices shall be organized by a nominating committee except in the case of the initial organization vote. The members of the nominating committee shall be appointed by the Board of Directors in March or April, shall number no fewer than three and no more than five members, shall include the head Varsity Coach and shall be announced immediately.

(b) The nominating committee shall receive requests for nominations during their term. Any and all

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nominations, upon qualification as a candidate as stated in these bylaws, and upon the nominee's consent, shall be included on the ballot. Additional nominations may be made from the floor.

- (c) In the event of a vacancy in the office of vice-president, secretary, member, treasurer, the nominating committee shall present one or more candidates for the vacancy at the first general meeting following the vacancy. Additional nominations may be made from the floor. The members present as such meeting shall vote on the person to fill such vacancy. The elected officer shall assume the duties of the office for the remainder of this term.

The President may not serve on the nominating committee.

(b) Ballots shall be counted by an elections committee unless voting through voice acclamation is motioned and seconded by the Membership. Otherwise, the elections committee shall consist of three persons nominated from the floor at the time of the elections. The votes shall be counted and verified by the committee members and the results announced at the meeting. The ballots and documentation of the counting of the votes shall be available for the scrutiny of the General Membership at the meeting and shall be kept on file by the Secretary until the following election.

(c) Committee chair positions will coincide with the terms beginning with the Fulton County School system's basketball season and running for the duration one year. Board members will have a term beginning with their election at the last membership meeting of the school year and running for one year.

Article V. OPERATIONS POLICIES

Section 5.01 Parliamentary Procedure - Orderly meetings are required such that the Robert's Rules of Order are the guide for conducting sound parliamentary business of the Membership, Board, Special Meetings and General Meetings.

Section 5.02 General Powers of the Board of Directors – The business and affairs of BOOSTERS shall be managed by the Board of Directors, in all cases acting as a unit, which may recommend to the General Membership such rules and regulations for the conduct of meetings and the management of the association, as they deem General Powers of the Board of Directors - The business and proper, consistent with these by-laws and the laws of the State of Georgia

Section 5.03 Filling Vacancies - Vacancies occurring in the Board of Directors for any reason shall be filled as per Section 4.02.

Section 5.04 Removal of Directors - Any request for removal of a Director must be presented in writing to the President. The President shall include the request in the agenda of the next Regular Meeting and allow the member to present his request to the General Membership. The Director shall be allowed time to present rebuttal to the request for removal. The request must be approved by a majority of the voting membership. Any and all of the Directors may be removed with or without cause.

Section 5.05 Resignation - A Director may resign at any time by giving written notice to the Board of Directors, the President or the Secretary of the association. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Board or such officer as specified above and the acceptance of the resignation shall not be necessary to make it effective.

Section 5.06 Compensation - No compensation shall be paid to any elected member of the Board of Directors, as such, for their services. Nothing herein contained shall be construed to preclude any Director from serving in any other capacity and receiving compensation therefore.

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Section 5.07 Presumption of Assent - A Director of the association who is present at a meeting of the Directors at which action on any association matter is taken, shall be presumed to have assented to the action taken unless his or her dissent shall be entered in the minutes of the meeting or unless he or she shall file a written dissent to such action with the person acting as the Secretary of the meeting before the adjournment thereto, or shall forward such dissent to the Secretary immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor to such action.

Section 5.08 Head Varsity Girl's Coaches - The Alpharetta High School Head Varsity Coach is designated a Director of the association with full voting powers, but no veto power. If the Head Varsity Coach(s) no longer serves as such, he or she shall also cease to be a Director.

Section 5.09 Removal of Director due to Dereliction of Duty – Any director in dereliction of duty shall be summarily removed from the Board of Directors. Such removal does not require a membership vote as described in Section 5.04 above. Any director that misses three consecutive meetings (as defined in Article II – Section 3.02) shall be deemed in dereliction of duty.

Article VI. FISCAL POLICIES

Section 6.01 Fiscal Year - The fiscal year of the association shall begin on August 1 of each year.

Section 6.02 Contracts - The Board of Directors may authorize any Officer or Officers, agent or agents to enter into any contract or execute and deliver any instrument in the name of and on behalf of the association within the constraints of these bylaws, amendments, and the approved budget. Such authority may be general or confined to specific instances.

Section 6.03 Gifts – The Board of Directors may authorize specific payments to be issued by BOOSTERS for consideration, based on the financial budget report of Treasurer, for yearly bonus or payments to AHS Coaching staff based on vote by a majority of the Board present at a Special Meeting called as defined herein.

Section 6.03 Loans - No loans shall be contracted on behalf of the association and no evidences of indebtedness shall be issued in its name unless approved by the General Membership and authorized by a resolution of the Directors. Such authority will be confined to specific instances.

Section 6.04 Checks, Drafts, Etc. - All Checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the association, shall be signed by such Officer or Officers, agent or agents of the association and in such manner as shall, from time to time, be determined by resolution of the Directors.

Section 6.05 Deposits - All funds of the association shall be deposited, from time to time, to the credit of the association in such banks, trust companies or other depositories as selected by the BOOSTERS Club Board.

Section 6.06 Budget - The Board of Directors shall draft a budget for the up-coming school year. The proposed budget will be distributed and adopted by the general membership at the September BOOSTERS Meeting.

Section 6.07 Dues - Membership dues and fees will be assessed annually at times and in amounts determined by the Board and should be adequate to meet the operational financial requirements of the basketball program. At the option of the Board, dues and fees may be collected in installments.

Article VII. WAIVER OF NOTICE

Section 7.01 Attendance at or participation in a meeting waives any required notice to the time of the meeting unless such person at the beginning of the meeting, or promptly upon his arrival, objects to the holding of the meeting or transactions of business because the meeting is not lawfully convened and such person does not thereafter vote for or assent to action taken at the meeting.

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Article VIII. AMENDMENTS

Section 8.01 The President nor the Board of Directors shall not have the power to alter, amend or repeal these Bylaws or adopt any new Bylaws. Amendments to the bylaws may be made only in the following manner:

Proposed amendments must be presented in writing to the President. Copies of the proposed amendment must be posted on the Lady Raider Basketball web site and emailed to all Members whose email addresses are on file for at least three weeks prior to the regularly scheduled meeting at which the vote on such amendment shall be taken.

The proposed amendment shall become an amendment to the bylaws upon acceptance by a 2/3 majority vote of the members present.

In no way shall an amendment to the bylaws violate any rules subject to the policy of the Fulton County Public Schools and the laws established by the State of Georgia regarding booster organizations, in accordance with these bylaws and as adopted and amended by the voting membership.

Article IX. INDEMNITY

Section 9.01 The Corporation, d/b/a Alpharetta High School Lady Raider Booster Club, Inc., shall indemnify, to the fullest extent permitted by the Georgia Nonprofit Corporation Code and, if applicable, Section 4941 of the Internal Revenue Code of 1986, as amended, any individual made a party to a proceeding because such individual is or was a director or officer of the Corporation against liability incurred in the proceeding, if such individual conducted himself or herself in good faith, and (1) in the case of conduct in her or her official capacity, reasonably believed his or her conduct was in the best interests of the Corporation, (2) in all other cases, reasonably believed that his or her conduct was at least not opposed to the best interests of the Corporation, and (3) in the case of a criminal proceeding, had no reasonable cause to believe his or her conduct was unlawful.

Article X. BYLAW EFFECTIVE DATES

Section 10. 1 BOOSTERS Bylaws are effective immediately upon approval by the general membership.