

## **BYLAWS FOR THE KAMIAKIN BOOSTER CLUB**

### **ARTICLE I. ORGANIZATION**

This organization shall be a non-profit, unincorporated association, unless State laws dictate differently.

The name of this organization shall be: KAMIAKIN BOOSTER CLUB

The principal office of the Kamiakin Booster Club (herein "Booster Club") shall be in the City of Kennewick, Benton County, State of Washington.

### **ARTICLE II. PURPOSE**

The Booster Club shall exist for the purpose of broadening the involvement of students, student families and the school through support for all student activities of the inter-school athletic programs. The Booster Club works to achieve this through active participation of as many parents as possible in Booster Club programs and in concentrated support for individual sports, working closely with the coaches, athletic director and principals of the school as follows:

- A. Support, promote and maintain a high standard of integrity and good sportsmanship in all athletic activities.
- B. Foster and promote goodwill and fraternal spirit.
- C. Promote and encourage all students to be involved in athletics either as an active participant or as a volunteer assistant.
- D. Promote and encourage better attendance at all sporting activities by parents and friends, students and faculty of the high school.
- E. Raise funds to assist athletic programs.
- F. Assist in holding down expenses to athletic department by volunteer services.
- G. Organize the sports banquets for fall, winter and spring awards.

### **ARTICLE III. MEMBERSHIP**

#### **Section 1**

Membership in the Booster Club shall consist of parents, alumni, and friends of all Kamiakin High School students and other sports enthusiasts interested in promoting student athletics.

#### **Section 2**

There will be yearly membership dues of \$10.00 per family. Dues shall be payable at the beginning of each school year, or upon joining the Booster Club. Dues may be increased or decreased by the Executive Board at regular meetings.

### Section 3

A special sustaining membership, GOLD CLUB, has been established for persons or businesses. This special membership is comprised of athletic boosters, who by their contribution, to be determined each year will receive the following:

- A. Name recognition in Kamiakin High School athletic programs.
- B. Two (2) season tickets to all at home regular season sporting events.
- C. Two (2) memberships in the Kamiakin Booster Club

## **ARTICLE IV. OFFICER ELECTIONS**

### Section 1

The Officers shall consist of President, Vice President, Treasurer and Secretary. There shall be additional committee chairpersons and other officials as appointed by the President.

### Section 2

A nomination committee will be appointed by the President to select a slate of candidates. Election of Officers shall take place at the May Booster Club meeting.

### Section 3

Officers shall serve for not more than two years consecutively in any one position, unless approved.

### Section 4

Officers shall not be entitled to receive compensation for services as an officer. Officers shall be entitled to receive reimbursement for reasonable costs and expenses incurred on behalf of the Booster Club, as authorized by the Executive Board.

### Section 5

Only members in good standing shall hold office or vote in elections.

### Section 6

Installation of Officers shall be at the final meeting of the school year, at which time the new officers shall take over their duties in all matters affecting the Booster Club for the new school year. The retiring officers shall transfer all books and papers in their possession belonging to the Booster Club to the new administration and otherwise advise the new administration as the status of affairs of the Booster Club.

## **ARTICLE V. DUTIES OF OFFICERS**

### **Section 1**

The duties of the President shall be to preside over all regular meetings and special meetings and all Board meetings. The President shall appoint all committees and committee chairpersons and shall be an ex-officio member of all committees.

### **Section 2**

The Vice President shall act as President in the event of the absence, death or incapacity and shall assume his duties for the balance of the term unless replaced by the Board. The Vice President shall be the Chairman of the Membership Committee.

### **Section 3**

The Secretary shall be responsible to keep a record of all regular and special meetings.

### **Section 4**

The duties of the Treasurer are to receive all monies due to the Booster Club and deposit same in a place approved by the Booster Club. The Treasurer shall disburse normal operating expenses not to exceed five hundred dollars (\$500), for the purposes approved by the Booster Club. Disbursements exceeding that amount shall require two (2) officer's signatures. The Treasurer shall present a statement of account at all regular meetings and at other times when requested to do so by the President and shall make a full report at the annual meeting. The accounts of the Treasurer may be audited by a committee approved by the President.

## **ARTICLE VI. BUDGET COMMITTEE**

### **Section 1**

The Budget Committee shall be comprised of the Treasurer and four (4) other members appointed by the President. It is the President's duty to attain as broad a representation from each sport as possible on this committee. The Athletic Director shall be an ex-officio member of the Budget Committee.

### **Section 2**

The duties of the Budget Committee shall be to review and recommend requests for monies to the Executive Board. Meeting shall be held as deemed necessary to act upon a request.

## **ARTICLE VII. EXECUTIVE BOARD**

### **Section 1**

The Executive Board shall consist of the current Officers of the Booster Club and the Past President. The members of the Executive Board shall serve until the election and qualification of their successors. The Athletic Director and the Principal shall be ex-officio members.

### **Section 2**

The duties of the Executive Board shall include but not be limited to the following:

- A. To transact necessary business in the intervals between regular meetings and such business as may be referred to it by the Booster Club
- B. To approve the plans of the standing committees
- C. Present a report at the regular meetings of the activities of the standing committees.

### **Section 3**

Meetings of the Executive Board shall be held as deemed necessary to act on the outstanding business. A majority of the Executive Board shall constitute a quorum. Special meetings of the Board may also be called by the President or by a majority of the members of the Board.

### **Section 4**

Resignation from the board must be in writing and received by the secretary. A board member may be terminated from the board due to excessive (unexcused) absences or 3 or more in a year. A board member may also be removed for other reasons by a majority of the board vote. Any board member proposed for removal shall be entitled to advance written notice of at least five (5) days prior to such meeting to appear before to be heard at such meeting.

## **ARTICLE VIII. MEETINGS**

### **Section 1**

Regular meetings of the Booster Club shall be held monthly during the school year.

### **Section 2**

Special meetings may be called by the Executive Board, seven (7) days notice must be given.

### **Section 3**

The annual meeting shall be held as close to the end of the school year as possible.

#### Section 4

A quorum shall consist of not less than three (3) members of the Executive Board and not less than five (5) members of the general committee.

#### Section 5

Any Board action required or action permitted by the Board, may be taken without a full meeting if all members of the Board shall individually or collectively consent in writing or via electronic means, including electronic mail, to such action. Such consent shall have the same effect as a standard action of the Board and shall be filed in the record of the proceedings of the Board.

#### Section 6

Every Board member shall have the absolute right at any reasonable time to inspect and copy any and all books, records, and documents of every kind of the Booster Club and to inspect the physical properties of the Booster Club as applicable.

### **ARTICLE IX. SPECIAL COMMITTEES**

#### Section 1

The Executive Board may create such committee as it may deem necessary to promote the work of the Booster Club. The term of each chairperson shall be for one (1) year and/or until the selection of a qualified successor.

#### Section 2

The power to form special committees and appoint their members rests with the Executive Board and the President. The President shall be an ex-officio member of all committees.

### **ARTICLE X. PROPERTY RIGHTS**

Membership in the Booster Club shall not title or vest any of the members with any property rights or rights having monetary value of any kind whatsoever including, but not limited to property rights or monetary rights in the school or in the Booster Club.

### **ARTICLE XI. AMENDMENT**

These by-laws shall be approved by a meeting of the regularly called general membership, by a majority vote of those members eligible to vote or actually casting their vote at said meeting. The by-laws may be amended by a two-thirds vote of the members present at any regularly called meeting. Such amendments may only be recommended by the Executive Board, and shall be presented in writing and read at the regular meeting prior to the time of voting.

## ARTICLE XII. RELATIONSHIP WITH SCHOOL PRINCIPAL AND ATHLETIC DIRECTOR

The Booster Club shall operate in full support of the School Principal, Athletic Director and coaches. At no time shall the Booster Club make recommendations or become involved in the day to day operations of the school athletic program. The Booster Club serves only to support school athletic programs and has no say or direction in policy established by the school Principal or Athletic Director.

## ARTICLE XIII. GENERAL PROVISIONS

### Section 1

The Board may appoint such agents and representatives of the Booster Club with the powers to perform such acts or duties on behalf of the Foundation as the Board shall see fit, so far as may be consistent with these by-laws and to the extent authorized by applicable statute.

### Section 2

The Executive Board may authorize any officer or agent to enter into any contract or execute and deliver any instrument in the name of or on the behalf of, the Booster Club. In no event, may any officer enter into an agreement on behalf of the Booster Club when said agreement involves the club's expenditure or receipt in an amount in excess of \$2500 without the express authorization of the Executive Board.

### Section 3

The fiscal year of the Booster Club shall run parallel to the school district with a July 1 start and June 30<sup>th</sup> end date each year.

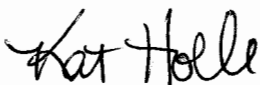
### Section 4

The Booster Club may indemnify and defend any officer or other person who served at the request of the Board to the fullest extent permitted by law.

### Section 5


Upon the dissolution of the Booster Club, any and all assets are to be turned over to the ASB (under each sport's team account) and Athletic Departments at Kamiakin High School.

This is to certify that the Executive Board and the general membership duly adopted the foregoing by-laws as the by-laws of the Kamiakin Booster Club by resolution signed by more than two-thirds (2/3) of the now current Executive Board and club members, heretofore adopted on the 5th day of March, 2014.



Kat Holle, President

ATTEST

  
Jody Beauchene, Secretary

**ATTACHMENT TO ARTICLES OF INCORPORATION OF  
THE KAMIAKIN BOOSTER CLUB**

The corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code. This Corporation shall be a nonprofit corporation. The specific purposes for which this corporation is organized are to broaden the involvement of students, student families and the school through support for all student activities of the inter-school athletic programs. This nonprofit is NOT part of the Kennewick School District nor any city, county government branch, or their affiliates. Any and all members of the board of this foundation are EXEMPT from ANY type of liabilities that should arise as a result of the Board's actions. This organization is acting in the best interest in helping to fund athletic activities and programs at Kamiakin High School.

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 the Section 501 (c) (3) of the Internal Revenue Code or shall be distributed to the federal or state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations as said court shall determine which are organized and operated exclusively for such purposes.

No substantial part of the activities of this corporation shall consist of carrying on 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 behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this articles.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other 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 the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of any future federal tax code.

The Kamiakin Booster Club

EIN:

Form 1023 Attachments

#### **Part IV- Narrative Description of Activities**

The Kamiakin Booster Club shall exist for the purpose of broadening the involvement of students, student families and the school through support for all student activities of the inter-school athletic programs. The Booster Club works to achieve this through active participation of as many parents as possible in Booster Club programs and in concentrated support for individual sports, working closely with the coaches, athletic director and principals of the school.

#### **Part V 1a- List of the Additional names, titles and mailing addresses of the officers, directors and trustees**

<u>Name</u>	<u>Title</u>	<u>Mailing Address</u>	<u>Compensation</u>
Kat Holle	President	600 N. Arthur Street, Kennewick, WA 99336	none
Tony Searls	V. P.	600 N. Arthur Street, Kennewick, WA 99336	none
Barb Stapleton	Treasurer	600 N. Arthur Street, Kennewick, WA 99336	none
Jody Beauchene	Secretary	600 N. Arthur Street, Kennewick, WA 99336	none

#### **Part V -5(a) Conflicts of Interest Policy**

See the attached Conflicts of Interest Policy adopted by the Board of Directors.

#### **Part VI- Recipients of our Benefits**

**(1)**

In carrying out our exempt purpose we may provide goods and services to individuals. We may provide funds to student athletes, coaches and general students to foster and support goodwill and good sportsmanship, support athletic competitions, assist in student and coach training or other activities as deemed appropriate by the board and/or athletic director and principal.

**(2)**

Some of our programs are limited to a certain specific class of people –student athletes at Kamiakin High School. To qualify for some support, students and coaches must be actively participating in Kamiakin High School athletic programs. No distinctions shall be made however on the basis of race, ethnicity, gender, sexual orientation, religion or age.

#### **Part VIII- Specific Activities -4 (a) Descriptions of our fundraising programs**

Mail Solicitations: Mailings may be sent to various community members and businesses asking for charitable contributions to support our activities.



Email Solicitations: Email solicitations may be used in connection with future fundraising campaigns by addressing potential donors via email.

Personal Solicitations: Kamiakin Booster Club officers and members will invite friends, family, community members and businesses to donate to the booster club. All personal solicitations will be done on a one to one basis.

Accept Donations on your website: Although our website does not currently accept online donations, this may be possible sometime in the near future. If this occurs, it is anticipated that online donations would be accepted via credit card to a Pay Pal or other type of online payment account. A strict accounting will kept of all such funds received.

### **Part VIII Specific Activities (11) Certain Contributions**

We do not currently have policy in place, nor have we accepted contributions of any of the items listed in this section. However, we would explore accepting these types of contributions or donations if they were offered.

### **Part VIII –Specific Activities (13) Grants, Loans, and Distributions to Organizations**

#### **B-Furtherance of Exempt Purposes**

Our grants, loans or other distributions of organization funds further our exempt purposes because our charitable purpose is to raise funds for the purpose of broadening the involvement of student athletes, students, student families and the school through support of inter-school athletic programs. Students and programs of Kamiakin High School will be the recipients of charitable funds raised by the Booster Club.

#### **d-Identification of Recipient Organizations**

The main organizations the Booster Club will distribute funds to will be the sports programs, coaches and students of Kamiakin High School.

#### **e-Records Kept**

A written record will be kept with the books of the Booster Club accounting for all money spent on behalf of the athletics program of Kamiakin High School. Further any and all written submissions for request for funds which shall be submitted to the Booster Club Board of Directors shall be kept pursuant to accounting procedures.

#### **g-Oversight Procedures**

The Kamiakin Booster Club Board of Directors shall pay third parties directly to fund programs that benefit the athletic programs and students of Kamiakin High School. By paying third parties directly as much as possible, the Booster Club will be able to ensure that these funds are used for the club's exempt purposes. For programs and activities that require direct reimbursement funding, the coach, principal, athletic director, parent or other involved party will be required to submit original receipts in order to obtain reimbursement. An accounting of all funds dispersed will be included in the Treasurer report and recorded in the clubs minutes.

# **KAMIAKIN BOOSTER CLUB**

## **CONFLICT OF INTEREST POLICY**

### **Article I Purpose**

The purpose of the conflict of interest policy is to protect this tax-exempt organization's (Organization) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. 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.

### **Article II Definitions**

1. **Interested Person** –Any director, principal officer, or member of a committee with the governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
2. **Financial Interest**-A person has a financial interest if the person has, directly, or indirectly, through business, investment or family:
  - a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement.
  - b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
  - c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

### **Article III Procedures**

1. **Duty to Disclose**- In connection with an 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 the governing board delegated powers considering the proposed transaction or arrangement.

**2. Determining Whether a Conflict of Interest Exist** - After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board 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.

**3. Procedures for Addressing the Conflict of Interest**

- a. An interested person may make a presentation at the governing board 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.
- b. The chairperson of the governing board or committee may appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether the Organization 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.
- d. If a more advantageous transaction or arrangement is not reasonably possible under the circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors, whether the transaction or arrangement is in the Organization'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.

**4. Violations of the Conflicts of Interest Policy**

- a. If the governing board 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.
- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines that the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

#### **Article IV Records of Proceedings**

The minutes of the governing board and all committees with board delegated powers shall contain:

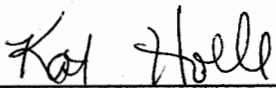
- a. The names of the person who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing Board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of 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.

#### **Article V Joinder Statements**

Upon appointment, each director, principal officer and member of a committee with governing board delegated received powers shall sign a joinder statement which affirms such person:

- a. Has 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 Organization 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.

This Policy was duly adopted by The Kamiakin Booster Club Board of Directors on the 5th day of March, 2014.



Kat Holle, President

ATTEST



Jody Beauchene, Secretary