

BYLAWS  
OF  
SERRA FOOTBALL BOOSTERS, INC.  
81-1206983

Adopted January 18, 2016

## ARTICLE I -NAME

SECTION 1. NAME. The name of the organization is: Parent Booster USA, Inc. dba Serra Football Boosters, Inc., with Tax ID #81-1206983. The term “Boosters” where used shall mean Serra Football Boosters, Inc.

SECTION 2. PRINCIPLE OFFICE. The principle office for the transaction of business of the corporation is fixed and located at P.O. BOX 421233 San Diego, San Diego County, California 92142. The Boosters may any time or from time to time to change the location of the principal office from one location to another in the San Diego County.

## ARTICLE II – MISSION STATEMENT

The mission of the Boosters is to support Serra High School football program by involving the school, community and families of all football players in our various activities, with the common goal of funding and/or providing services and support in order to enhance the overall experience for our players, coaches, and fans.

## ARTICLE III – MEMBERSHIP

SECTION 1. ONE CLASS OF MEMBER. The Boosters shall have only one class of members known as “General Members.” The voting membership of the Boosters shall consist of the families of Serra Football Players wishing to provide support to the Boosters.

SECTION 2. DUES. Dues amount will be set by the Boosters annually. Upon payment of dues, membership is valid for the then current Fiscal Year. Members may be admitted at any time throughout the year. Membership dues are non-refundable. Persons under financial hardship can confidentially appeal to the Membership Officer for a waiver of the membership fee.

SECTION 3. VOTING RIGHTS. Membership shall entitle the member to one (1) vote on each matter submitted to a vote of the General Members.

SECTION 4. TERMINATION OF MEMBERSHIP. The Boosters, by affirmative vote of two-thirds of Executive Officers, may, after an open and appropriate hearing, terminate the membership of any member of the Boosters for any act of misconduct deemed by the Executive Officers to be detrimental to the purpose, mission, non-profit status, membership requirements as defined by these bylaws, or the best interest of the Boosters.

## ARTICLE IV –MEETINGS

SECTION 1. REGULAR MEETINGS. Monthly meetings are to be held monthly during the months of December-July (the “Off-Season”), and semi-monthly during the months of August-November (the “Season”). There shall be no less than five (5) working days’ notice of all Boosters meetings. Such notice shall state the location, date, hour and agenda items to be discussed.

SECTION 2. SPECIAL MEETINGS. The President or any two (2) of the Executive Officers may call special meetings as needed.

SECTION 3. VOTING. Voting at Regular and Special meetings shall be in person and there shall be no proxies. All General Members shall be entitled to one (1) vote on matters submitted before the Boosters.

SECTION 4. QUORUM. Two-thirds of the Executive Officers shall constitute a quorum for the transaction of business and passage of motions.

SECTION 5. MEETING MINUTES. All meeting minutes, including special meetings, shall be made available upon review and approval of the Boosters.

SECTION 6. GENERAL. Executive Officers, Committee Chairpersons, Team Representatives and the Head Coach shall be given a copy of the bylaws that the beginning of each term of office. Bylaws voted on and approved shall be sent to the financial office at Serra High School.

#### ARTICLE VI – EXECUTIVE OFFICERS

SECTION 1. GENERAL POWERS. The affairs of the Boosters shall be managed by its Executive Officers.

SECTION 3. EXECUTIVE OFFICERS. The Executive Officers shall consist of the President, Vice President, Secretary, Treasurer and Membership Officer.

SECTION 1. PRESIDENT. The President shall preside at all meetings of the Boosters and shall be an ex-official member of all committees with the exception of the nomination committee. The President shall generally, supervise, direct and control the business of the Boosters. The President shall perform all other duties usually pertaining to the office. (S)he shall be the custodian of the PO Box. At the conclusion of the Season, the President shall archive files of the Boosters, containing a compilation of the years' work in electronic format or hard copy. Similarly, at the end of the Season, the President shall collect all records from the Secretary and Treasurer, and store all items in a location made known to the General Membership.

SECTION 2. VICE PRESIDENT. In the absence of the President or in the event of the President's inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restriction upon the President. The Vice President shall assist the president in the fulfillment of his/her obligations to the Boosters and perform all other duties usually pertaining to the office.

SECTION 3. SECRETARY. The Secretary shall maintain an accurate record of the proceedings of all meetings, in one or more books provided for the purpose, which shall include: hard copies of the agendas, signed copies of the Minutes, along with any reference documents. The Secretary shall be the custodian of the Boosters records, with the exception of financial records, and perform all other duties usually pertaining to the office.

SECTION 4. TREASURER. The Treasurer shall maintain a complete set of books of account in accordance with generally accepted accounting principles and practices. Receive all monies of the Boosters, keep accurate receipts and records of all expenditures and income. Present a Treasurer's report at every regularly scheduled meeting. Present all financial records for audit upon request as required by guidelines set forth herein and/or by San Diego Unified School District and Serra High School in conjunction with state and federal law. No General Member shall assume financial obligation on behalf of Boosters without prior written approval. All approved receipts for reimbursement by the Boosters shall be turned over to the Treasurer. The Treasurer shall be the custodian of the Boosters financial records and perform all other duties usually pertaining to the office.

SECTION 5. MEMBERSHIP OFFICER. The Membership Officer shall maintain an accurate record of the General Membership of the Boosters. The roster of active members shall be made available upon request; however, all personal information, including, but not limited to, contact information and financial hardship

requests, shall remain confidential and only made available to the Executive Officers as required. (S)he also shall oversee the approval process of all financial hardship waivers. Present a report of all updates to the general membership at meetings as necessary. Any dues collected by the Membership Officer shall be turned over to the Treasurer for deposit. Membership Officer shall also work to identify potential candidates for office and present a slate of proposed new officers at the November Booster meeting, or as necessary to fill a vacancy. The Membership Officer shall be the custodian of the membership records, active and historical, and shall perform all other duties usually pertaining to the office.

#### ARTICLE V – ELECTION

SECTION 1. NOMINEES. Any and all General Members of the Boosters who have demonstrated a sincere interest in perpetuating the mission of the Boosters may be nominated as an Executive Officer; provided that (i) the candidate has a football player whom expects to play during the term for which they are nominated (i.e. in the subsequent football season), (ii) is generally in good standing with the Booster Club and (ii) the consent of such candidate has been obtained. Nominations from the floor may be made at the time of elections. Nominees for the office of President shall be required to have served as an Executive Officer for one (1) year prior to such any nomination.

SECTION 2. BALLOTING AND VOTING. Election of the Executive Officers shall be by majority vote of the General Membership present at the November meeting. Individuals must Elections shall be by ballot, unless there is only one candidate for an office, in which case the ballot may be dispensed with and the election for each office may be conducted by voice vote. The President shall count the votes, in the presence of all attending members.

SECTION 3. RECORD DATE. In order to make a determination of General Members entitled to notice of election, or to be eligible to vote in such election, the Boosters may fix in advance a date, but not more than seventy days in advance, as a record date for such determination. If the Boosters do not fix a record date, such Record Date shall be one (1) week prior to such election.

SECTION 3. TERM LIMITS. A term shall be defined as a single Fiscal Year. No Executive Officer shall be eligible for the same office for more than two (2) consecutive full year terms.

Upon the expiration of their terms of office, or in case of resignation, all Executive Officers shall turn over to their successor or to the Boosters, without delay all records, books, funds and other material pertaining to that office.

SECTION 4. RESIGNATION AND VACANCY. Executive Officers (s) may resign at any time by giving written notice to any two (2) of the remaining Executive Officers. Such resignation shall take effect without formal acceptance on the day specified therein. A vacancy in any elected office shall be filled for the remainder of the term by a two-thirds vote of the General Membership present at such meeting as the vacancy is to be filled.

#### ARTICLE VIII –OTHER REPRESENTATIVES

SECTION 1. CLASS REPRESENTATIVES. There will be one (1) Class Representative from each class Freshman, Sophomores, Juniors, and Seniors. Class Representatives shall be present all Booster meetings and communicate information to all the members in their class. Each class is responsible to contribute to projects and fundraising activities as called upon.

SECTION 2. HEAD FOOTBALL COACH. The Head Football Coach will hold the position of advisor as long as he/she is employed by Serra High School as the Head Football Coach. The Head Football Coach shall review, prepare and submit a list of prioritized needs and wants to the Boosters for the upcoming

football season in January of each year. This prioritized list, once submitted, shall be subject to the sole discretion of the Boosters on how to proceed to meet the needs, if at all.

**SECTION 3. ASSISTANT COACHES AND OTHER STAFF.** All assistant coaches, and other football staff members, will hold the position of advisors as long as he/she is employed by Serra High School as such.

**SECTION 4. INTERNAL AUDITOR.** An Internal Auditor shall be appointed by the Executive Officers annually. The Internal Auditor shall audit the Treasurer's books biannually, in February & July of each year and shall present a written report to the Boosters as soon as it is available. An audit of such books may also be performed upon request of one (1) or more of the Executive Officers. Upon such request, the Treasurer shall provide the Internal Auditor the Treasurer books within five (5) calendar days, and the Internal Auditor shall perform said audit within fifteen (15) working days. Reports of such audit shall be made available in the same manner as listed above. Additionally, the Internal Auditor shall review and reconcile all bank accounts held monthly and shall provide results of such reconciliation to the General Membership for review.

#### ARTICLE IX – STANDING COMMITTEES

**SECTION 1. STANDING COMMITTEES.** Standing Committees are those required to function throughout the year. Standing Committees and their primary functions are set forth below. No individual has the authority to use or remove any funds from any Booster checking or saving account for investment purposes or otherwise, without the explicit approval by the Boosters. The President and Executive Officers may establish or dissolve committees as needed. The Standing Committees shall be Varsity Feed, Merchandise, Concession Sales, Publications & Programs, Sponsorship, Photography and Fundraising.

**SECTION 2. VARSITY FEED.** This committee shall be responsible for the organization and implementation of the Varsity pre-game feeds. This includes organization of volunteers, solicitation of food donations, setting up, take down and any other duties necessary to carry out such feeds. The Chairman shall generally, supervise, direct and oversee the committee and will be responsible to provide a status reports as needed to the Boosters.

**SECTION 3. MERCHANDISE.** Serra Football Merchandise shall include t-shirts, sweatshirts, caps, clothing, accessories and any other merchandise bearing the Serra Football Logo and/or the Serra Wear Logo, and shall conform to all Serra High School requirements. This committee conducts sales of all merchandise during all home Varsity, JV and Freshman games and at all other events as deemed appropriate by the Boosters. The committee is responsible for having an additional volunteers and setting up any needed tables for sales. The Chairman shall generally, supervise, direct and oversee the committee and will be responsible to provide profit and loss reports of sales to the Treasurer and the Boosters at the next regularly scheduled meeting. Any funds shall be collected by the Chairman and turned over to the Treasurer within twenty-four (24) hours of collection for deposit. All sales shall be staffed by volunteers. Students assisting may request volunteer hours request forms to be signed off by an adult on duty.

**SECTION 4. CONCESSIONS.** This committee conducts sales of snack items and drinks during events which are deemed appropriate by the Boosters. The committee is responsible for having an additional volunteers and setting up any needed tables for sales. The Chairman shall generally, supervise, direct and oversee the committee and will be responsible to provide profit and loss reports of sales to the Treasurer and the Boosters at the next regularly scheduled meeting. Any funds shall be collected by the Chairman and turned over to the Treasurer within twenty-four (24) hours of collection for deposit. All sales shall be staffed by volunteers. Students assisting may request volunteer hours request forms to be signed off by an adult on duty.

SECTION 5. PUBLICATIONS & PROGRAMS. This committee shall be responsible for the annual football program all publications, forms, and flyers, as needed by the Boosters. The committee shall coordinate with the Sponsorship Committee and other committees, as needed, to obtain up to date sponsorship information for inclusion into the football program and other publications, such as Tierratimes as needed. The Chairman shall be responsible for receiving proper approval of published works by the Athletic Director as needed. The football program shall be produced and sold at home games as deemed appropriate by the Boosters. The Chairman shall generally, supervise, direct and oversee the committee and will be responsible to provide profit and loss reports of sales to the Treasurer and the Boosters at the next regularly scheduled meeting. Any funds shall be collected by the Chairman and turned over to the Treasurer within twenty-four (24) hours of collection for deposit.

SECTION 6. SPONSORSHIP. This committee shall be responsible for (i) identifying potential sponsors; (2) obtaining sponsorship money in accordance with the guidelines and budget as set by the Boosters; (3) annually submit guidelines for sponsorship to the Boosters for approval. The Chairman shall generally, supervise, direct and oversee the committee and will be responsible to provide a report of all sponsorship efforts to the Boosters. Sponsorship money, donations, or funds collected will be turned over to the Treasurer within twenty-four (24) hours of collection for deposit. The Chairman shall coordinate with the Publicans and Programs Committee and other committees, as needed, for timely inclusion of Sponsors in the football program, home game announcements and other publications as deemed appropriate by the Boosters.

SECTION 7. PHOTOGRAPHY. The Photographer shall take digital pictures of football games and various football events as requested by the Head Coach or the Boosters. All images will be the property of the Boosters and the Serra Football Program and are solely intended for such use. The Photographer shall provide the images to Serra High School personnel and the Boosters for use in Serra Football social media, various publications, or in any other way as the Boosters have deemed appropriate. In most cases, a personal camera will be used for the purpose of taking photos. The Boosters shall provide a memory card, appropriate for the camera to be used, to the Photographer to store photos of the team and players as needed. Any camera, camera equipment, memory card or other equipment provided by the Boosters shall be for the sole use of Serra Football Boosters, coaches and players in their capacity as such.

SECTION 8. FUNDRAISING. This committee shall be responsible for: (i) identifying potential fundraising opportunities; (ii) present such opportunities to the Boosters for approval; (iii) submit proper documentation to the Serra High School administration as required for approval; and (iv) file proper forms to the California State Attorney General as appropriate (i.e. for raffles); and (v) provide a profit and loss statement for all fundraising events. The Chairman shall generally, supervise, direct and oversee the committee and will be responsible to provide a report of all fundraising efforts to the Boosters. Fundraising money, donations, or funds collected will be turned over to the Treasurer within twenty-four (24) hours of collection for deposit.

## ARTICLE X - CONTRACTS, CHECKS, DEPOSITS AND FUNDS

SECTION 1. CONTRACTS. The Boosters may authorize any Executive Officer, General Member, agent or agents of the Boosters, in addition to be individuals so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and behalf the Boosters, and such authority may be general or confined to specific instance.

SECTION 2. CHECKS, DRAFTS, ETC. All checks, drafts, or order for payment of money, notes or other evidence of indebtedness, issued in the name of the Boosters, must be signed by an authorized signatory.

All instructions over the amount of two thousand dollars (\$2,000) shall be signed by two (2) authorized signatories. At a minimum, a combination of two (2) Executive Officers shall be signatories. All signatories must be approved by the Boosters by a majority vote.

SECTION 3. DEPOSITS. All funds of the Boosters shall be deposited within three (3) banking days to the credit of the Boosters in such bank, trust companies, or other depositories as the Boosters may select. For all cash funds collected a verification form, in addition to the funds, will be turned over to the Treasurer within twenty-four (24) hours of collection for deposit. Such verification form shall be signed and verified by two (2) individuals, one (1) of which shall be an Executive Officer.

SECTION 4. GIFTS AND DONATIONS. Executive Officers may accept on the behalf of the Boosters, any contribution, gift, bequest, donation or advise for general purpose or for any special purpose of the Boosters. These gifts are not for personal use and or gain on the behalf of the person or persons accepting the gifts on behalf of the Boosters.

SECTION 5. ANNUAL BUDGET. The budget shall be approved by majority vote of the General Membership in attendance at such meeting, on an annual basis, and shall be made available for review at any time.

#### ARTICLE XI – BOOKS AND RECORDS

The Boosters shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its members, representatives, Directors and Executive Officers, having the authority of the Boosters, and shall keep a record giving the names and address of the members entitled to vote. All books and records of the Boosters may be inspected by any member, or their agent or attorney for any proper purpose at any reasonable time.

#### ARTICLE XII FISCAL YEAR

The Fiscal Year of the Boosters shall begin on the first day of January and end on the last day of December in each year.

#### ARTICLE XIII – ASSETS

The Boosters own a limited number of physical assets utilized in fundraising, other events and activities. These assets are stored in the Booster storage room in a location made known to the membership. The keys to this storage area, and all assets held by the Boosters shall be held by an Executive Officer of the Boosters and the Head Coach, as appropriate.

#### ARTICLE XIV – LIMITATIONS OF ACTIVITIES

The Boosters are not organized for political purposes and as such, no part of the Boosters activities shall consist of carrying on propaganda, raising funds for political or propaganda purposes, or otherwise attempting to influence legislation. The Boosters shall not participate or intervene in any political campaign (including publishing or distribution of states) on behalf of any candidate for public office. This is in no way intended to preclude on campus ASB election activities, or other similar activities, by the player(s) of the Boosters.

#### ARTICLE XV –GENERAL

SECTION 1. AMENDMENTS. These bylaws may be altered, amended, repealed and/or replaced by new bylaws, provided these changes are adopted by a two-thirds vote of the general membership in attendance at any regular meeting or at any special meeting. A minimum of at least ten (10) working days written notice shall be given of intention to alter, amend, or repeal or to adopt new bylaws at such meeting.

SECTION 2. DISPOSITION OR DISSOLUTION. Upon the dissolution of the Boosters, any and all assets remaining after payment, or provision for payment of all debts and liabilities of the Boosters, shall be distributed to the Serra High School Foundation or another federally recognized entity which maintains the same objectives as set forth herein and is under the supervision of Serra High School, San Diego, California and the San Diego Unified School District shall be the beneficiary of any such assets. Such beneficiary shall be determined by the Executive Officers upon dissolution.