

Hendrickson High School FFA Booster Club

Approved: 06/08/2009

ARTICLE I. NAME

- Section 1. The name of this organization shall be the Hendrickson High School FFA Booster Club. The booster club rolls up to the Hawk Foundation for Hendrickson High School, and is under the umbrella of the Foundation with full rights to the Hawk Foundation's 501(c)(3) status. The Hendrickson High School FFA Booster Club will be referred to as "Corporation" or "HHS FFA Booster Club" within this document.

ARTICLE II. OFFICES

Section 1: Principal Office

The principal office of the Corporation in the State of Texas shall be located in Pflugerville, Travis County, Texas. The Corporation may have other offices, either within or without the State of Texas, as the Members may determine or as the affairs of the Corporation may require from time to time.

ARTICLE III. OBJECTIVES and PURPOSE

- Section 1. The Corporation shall be a nonprofit organization for the purpose of aiding and assisting students through encouragement of feed scholarships, program participation at the State and National conventions, supplies and material expenses not covered by PISD, in addition to guidance and direction.

Section 2. The Specific Purposes and Objectives of the Corporation

The specific purposes and objectives of the Corporation shall be:

- (a) To aid, assist, and encourage students through feed scholarships.
- (b) To aid, assist, and promote/fund either in whole or partially, expenses related to State and National Conventions.
- (c) To aid, assist, with expenses not covered by PISD for items such as transportation to judging contests where applicable, medications for livestock health management, material needs to support the FFA chapter as a whole for program costs across the board at the discretion of the members of this Corporation.
- (d) To enable the parents to become better acquainted with the aims, purposes and benefits of Agricultural Sciences, and the FFA Organization.

- (e) The Corporation is organized exclusively for charitable and educational purposes within the meaning of 501(c)(3) of the Internal Revenue Code.
- (f) No part of the net earnings of the Corporation shall inure to the benefit of any Director of the Corporation, Officer of the Corporation, or any private individual [a private individual is a person having a personal and private interest in the activities of the Corporation] (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no director or officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the Corporation's assets upon dissolution of the Corporation.
- (g) No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in any political campaign on behalf of any candidate for public office including but not limited to the publication or distribution of statements.

ARTICLE IV: MEMBERSHIP

- Section 1. Pursuant to 22.202 of the Texas Non-Profit Corporation Act, the Hendrickson High School FFA Booster Club has vested the management of the affairs of the Corporation in its members.
- Section 2. Membership in this organization shall be open to all adults, age 21 years or older, interested in working with the Hendrickson Agricultural Sciences Program, and the Hendrickson FFA Organization.
- Section 3. The fiscal year and membership year shall be July 1st through June 30th.
- Section 4. Members will be required to sign in at each meeting and may not sign for other members not present.
- Section 5. Regular Meetings of the Membership. Meetings shall be held the second Monday of each month at 7:00 p.m. The September and January meetings will be held the third Monday due to the Labor Day and New Years Day holidays. The Executive Committee shall set the agenda prior to each meeting. The date, time and location of the regular meetings will be determined by the President or Secretary of the Corporation. Notification shall be written notice via United States mail, electronic message or via facsimile. Monthly meetings may be adjusted due to certain circumstances.
- Section 6. Special Meetings of the Membership. Special meetings may be called by (a) members having not less than one-fourth of the votes entitled to be cast at the meeting; or the Executive Committee. Notification of a special meeting will be given at least ten (10) days in advance but no more than sixty (60) days in advance. Notification of the date, time and location of the special meeting, as well as the purpose or purposes for which the special meeting is being called,

shall be given by written notice via United States mail, electronic message or via facsimile.

- Section 7. **Quorum**
The attendance in person of members holding no less than one-fourth (1/4th) of the votes entitled to be cast, shall constitute a quorum at any regular or special meeting.
- Section 8. **No Voting by Proxy.**
Members are not allowed to vote by proxy. Special provision for voting by ballot in the election of officers may be allowed in accordance with procedures to be determined by the President.

ARTICLE V: OFFICERS AND ELECTIONS

- Section 1. The elected officers of Corporation shall be President, First Vice President, Second Vice President, Secretary and Treasurer.
- Section 2. Officers shall be elected annually at the May meeting of the membership. Officers must have been a member of Corporation during the previous year. Officers shall serve for a term of one year beginning in July and shall not be eligible for the same office for more than two consecutive years. In order to be eligible to hold an office, the candidate must be able to attend the monthly general membership meetings. Immediate family members cannot serve during the same fiscal year.
- Section 3. The elected officers of Corporation shall constitute the Executive Committee.
- Section 4. In the event that an officer position becomes vacant, the Executive Committee shall appoint a successor to fill the remaining term.
- Section 5. The President, with the approval of the Executive Committee, may appoint members to official leadership roles as the need arises. (Such as appointing heads of special committees)

ARTICLE VI: DUTIES OF THE OFFICERS

- Section 1. **Duties of the President:**
- (a) To preside at all meetings of Hendrickson High School FFA Booster Club, enforce the by-laws and supervise the affairs of the Club.
 - (b) To be one signatory of the Corporation checking account, along with the Treasurer, and to sign all checks.
 - (c) To appoint standing and special committees as required.
 - (d) To serve as delegate of Corporation as required at special functions.

- Section 2. Duties of the First Vice President:
- (a) To assist the President.
 - (b) To perform the duties of the President in the absence of the President.
 - (c) Assist Second Vice President as needed with the Fundraising Committee.
 - (d) To be one signatory of the Corporation checking account, along with Treasurer, to sign checks in the absence of the President. Vice President has authorization to approve expense reports as approved by members of the Corporation.
- Section 3. Duties of the Second Vice President:
- (a) To assist the President;
 - (b) To perform the duties of the President in the absence of both the President and the First Vice President.
 - (c) To chair the Fundraising Committee.
 - (d) Serve as a delegate to the Hawk Foundation representing the Corporation with voting privileges
- Section 4. Duties of the Secretary:
- (a) To keep a full and correct record of all proceedings of Corporation.
 - (b) To have charge of Corporation correspondence.
 - (c) To keep an attendance record at all meetings/fundraising events and to present the minutes at each meeting.
 - (d) To provide a membership list to all officers and committee members as requested.
- Section 5. Duties of the Treasurer:
- (a) To help prepare a budget for approval by Corporation.
 - (b) To receive, hold and pay out all monies of Corporation as designated by the adopted budget. Any expenditure not included in the budget must be approved by the Executive Committee.
 - (c) To keep an accurate itemized record of the receipts and expenditures of all funds.
 - (d) To present a financial statement to the Executive Committee prior to meeting and present financial statement at each meeting.
 - (e) An audit will be conducted after each fundraiser. Financial records must be complete and available for annual audit on August 1st of each year.
 - (f) To be the second signatory on the Club checking account.
 - (g) Maintain Quicken File for all expense/deposits to be provided to the Hawk Foundation President/Treasurer by 6/30. Copy of reconciled Bank Statement to accompany copy of file for tax reporting.
 - (h) Maintain records for quarterly sales tax expenses to report to the Hawk Foundation as requested.
- Section 6. Duties of the Agricultural Science Teachers and Past President:
- (a) To serve as advisors to the Executive Committee.
- Section 7. Removal of Officer.

Any Officer may be removed for cause by two-thirds (2/3rds) of the members present and voting at a special meeting to remove such Officer.

Section 8. Cause for Removal.

Causes for purposes of removal include any act, omission, failure to act, and/or violation of the bi-laws of the Corporation. Causes shall also include, but not be limited to, conduct in the community that in any way, in the opinion of the members, reflects negatively on the Corporation, creates liability or potential liability for the Corporation, jeopardizes the tax status of the Corporation or damages and/or impedes the purposes and/or missions of the Corporation.

ARTICLE VII: COMMITTEES AND DUTIES

Section 1. The standing committees of the Club shall be:

- (a) Membership
- (b) Fundraising
- (c) Audit
- (d) Nominating – (Election of Officers.)

Unless otherwise provided, these committees shall be formed at the August meeting. The Executive Committee may appoint members to the committees if necessary. Committee members will select a chairperson to report to the Executive Committee and members as needed.

Section 2. Duties of members of the standing committees:

- (a) All committee members will serve for a term of one year unless otherwise stipulated in the committee guidelines.
- (b) Committee members must be able to attend the monthly general meetings.

Section 3. Membership Committee:

- (a) Membership Committee shall consist of two or more members.
- (b) Membership Committee shall solicit membership by sending out flyers to Middle Schools of incoming students to the Ag program.
- (c) The Committee shall represent Corporation as needed at Open House functions, freshman orientation, or represent the Corporation at other meetings as needed such as the PTO, or other Booster Clubs in the PISD Schools for incoming students.

Section 4. Fundraising Committee:

- (a) Fundraising Committee shall consist of two or more members, including the Second Vice President.
- (b) The Fundraising Committee will lead the fundraising campaign for the Corporation.
- (c) The Committee shall suggest new fundraisers for the Club.
- (d) The Committee shall document, and work with the Audit Committee

to disclose financial records, and document the Fundraiser for the Corporation. Records to be kept on file by the Secretary of the Corporation once final audit is complete.

Section 5. Audit Committee:

- (a) The Audit Committee shall consist of two members and the treasurer.
- (b) An audit will be conducted after each fundraiser. Financial records must be complete and available for annual audit on August 1st of each year.
- (c) A copy of each audit report to be provided to Executive Committee.

Section 6. Nominating Committee:

- (a) The Nominating Committee shall consist of two or more members.
- (b) The Nominating Committee, along with the Agricultural Science Teacher(s), will receive recommendations from the membership no later than the April meeting and nominate officers to be elected to take office in June.
- (c) Members of the Nominating Committee may nominate themselves for office.
- (d) Before nominating an individual for an office, the Nominating Committee shall confirm with each individual that they are willing to serve as an officer.

ARTICLE VIII. BOOKS, RECORDS AND REPORTS

Section 1: The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Executive Committee and committees, and shall keep at the registered or principal office a record giving the names and addresses of the members entitled to vote. The records, books and annual reports of the Corporation's financial activities shall be kept for at least three (3) years after the close of the fiscal year.

Section 2: A Member of the Corporation, on written demand stating the purpose of the demand, is entitled to examine and copy, at the Member's expense, in person or by agent, accountant or attorney, at any reasonable time and for a proper purpose, the books and records of the Corporation relevant to that purpose.

Section 3: The Corporation shall maintain current and accurate financial records with complete entries as to each financial transaction of the Corporation, including income and expenditures, in accordance with generally accepted accounting principles.

Section 4: Based on the records maintained under Section 3, the Executive Committee shall annually prepare or approve a financial report for the Corporation for the preceding year. The report must conform to accounting standards as adopted by the American Institute of Certified Public Accountants and must include:

- (1) a statement of support, revenue, and expenses;
- (2) a statement of changes in fund balances;

- (3) a statement of functional expenses; and
- (4) a balance sheet for each fund.

Section 5: The Corporation shall make the financial records, books and reports pertaining to the financial affairs of the Corporation available to the public for inspection and copying at the Corporation's registered or principal office during regular business hours. The Corporation may charge a reasonable fee for preparing a copy of such record or report.

ARTICLE IX. FISCAL YEAR

The fiscal year of the Corporation shall begin on first day of July and end on the last day of June.

ARTICLE X: PROCEDURE

Section 1. Robert's Rules of Order, Revised, shall be the accepted authority in all matters pertaining to parliamentary procedure that are not specifically covered in Corporation By-Laws.

Section 2. The Order of Business for regular meetings is:

- (a) Call to order;
- (b) Reception of new members and recognition of guests;
- (c) Presentation and approval of minutes and treasurers report;
- (d) Reports from officers, committees, project groups, special activities, leaders;
- (e) Unfinished business;
- (f) New business; and
- (g) Adjournment.

ARTICLE XI: WINDING UP AND TERMINATION

Section 1: Corporation shall comply with Chapter 22, Subchapter G (Winding Up and Termination) of the Texas Business Organizations Code.

Section 2: After all liabilities and obligations of Corporation in the process of winding up are paid, satisfied and discharged in accordance with Section 11.053 of the Texas Business Organizations Code, the property of Corporation shall be applied and distributed as follows:

Under a plan of distribution adopted by the Corporation, all property of the Corporation, including money, equipment and land, shall be distributed only for tax exempt purposes to one or more organizations that are exempt under 501(c)(3), Internal Revenue Code, or described by Section 170(c)(1) or (2), Internal Revenue Code, including, but is not limited to:

- (1) A State, a possession of the United States, or any political subdivision of any of the foregoing, or the United States or the District of Columbia, but only if the contribution or gift is made for exclusively public purposes;
- (2) A corporation, trust, or community chest, fund, or foundation;
 - (A) created or organized in the United States or in any possession thereof, or under the law of the United States, any State, the District of Columbia, or any possession of the United States;
 - (B) organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involve the provision of athletic facilities or equipment), or for the prevention of cruelty to children or animals;
 - (C) no part of the net earnings of which inures to the benefit of any private shareholder or individual; and
 - (D) which is not disqualified for tax exemption under section 501 (c)(3) by reason of attempting to influence legislation, and which does not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE XI: AMENDMENTS

These by-laws may be amended at any regular meeting of Corporation by a quorum (1/4th of the members), provided that the proposed amendments have been presented to the Corporation in writing and filed with the Secretary at the previous meeting of the Corporation.

Executive Committee Signatures:
