

**AMENDED BY-LAWS
Of
SPRAGUE BOOSTERS, INC
May 15, 2019**

ARTICLE I. NAME AND 501(c)(3)

- Section 1. The name of the organization shall be Sprague Boosters, Inc.
501(c)(3) Number # 93-0852734
- Section 2. Location of organization:
2373 Kuebler Dr. S
Salem, Oregon 97302

ARTICLE II. OBJECTIVES

- Section 1. The purpose of Sprague Boosters, Inc. is to encourage a healthily, well-rounded educational experience at Sprague High School. In so doing, Sprague Boosters, Inc. financially supports curricular and extra-curricular activities with a focus on OSAA sanctioned events and encouragement for other Sprague clubs & activities for the students at Sprague High School.

ARTICLE III. MISSION STATEMENT

- Section 1. To lead by great example with high integrity and maturity to inspire and challenge every parent, student and staff member to be the very best they can be and to shine brightly.

ARTICLE IV. VISION STATEMENT

- Section 1. To give members the freedom to support the Sprague High School students, staff and administration in any way ethically and morally possible.

ARTICLE V. OFFICERS AND THEIR ELECTION

- Section 1. The officers shall be President, Vice-President, Treasurer and Secretary.
- Section 2. The officers shall constitute the executive committee.
- Section 3. The officers shall be filled as follows:
- a. The Vice President shall automatically become President in the event the office of President is vacated.
 - b. A vacancy occurring in any other office shall be filled by a majority vote of the Board of Directors.
- Section 4. The election process.
- a. Individuals may request consideration or be nominated by a member of the Board of Directors at the February and March meetings, and from the public by way of announcements in the Torch, the Judson Newline and the Crossler Croc, and other media and social media outlets

- b. The Board of Directors will designate a Selection Committee, which will convene to select a slate of prospective candidates to serve on the board.
- c. Preference for Executive Committee positions (Officers) will be given to those who have previously served on the board.
- d. Election of Officers and Chairs is to be conducted every other April by majority vote of the Board of Directors present. Terms to commence at the May board meeting and serve for the following two school years and until new qualified members are elected.
- e. The Board of Directors are President, Vice President, Secretary, and Treasurer, Chairs, and up to 2 liaisons per sport or program.

Section 5. Vacancy Clause

- a. Officers that resign shall submit a letter of resignation to the Board of Directors and to the Sprague High School administration.
- b. Board of Directors are to fill any vacant officer position at the next board meeting.

ARTICLE VI. DUTIES OF THE ELECTED OFFICERS

Section 1. The duties of the President are:

- a. To preside at the regular and special meetings of the membership and the Board of Directors.
- b. The president shall appoint 3 persons to serve on an audit committee. The immediate outgoing president shall serve as chairperson of the committee. The audit committee function is to ensure that the books are balanced and records are in accordance with the by-laws. In case there is no immediate outgoing president the president shall chair the committee.
- c. To appoint any other such committees as deemed appropriate or as directed by the Board of Directors.
- d. To oversee the committees.
- e. To serve as the representative of the organization at any civic or school function to which the organization has been invited or in which the organization is expected to participate.
- f. To serve as Chairman of the Board of Directors.
- g. Participate in fundraising and recruiting efforts within school and community.

Section 2. The duties of the Vice-President are:

- a. To assume all duties of the president in the latter's absence of inability otherwise to serve the organization.
- b. To participate on various committees where necessary.
- c. Act as public relations contact with school administration, staff and students.

Section 3. The duties of the Treasurer are:

- a. To keep adequate financial records of the organization
- b. To pay all the accounts payable approved by the President or the Board of Directors.
- c. To prepare all financial reports.

Section 4. The duties of the Secretary are:

- a. To keep a record of minutes of any and all meetings of the Board of Directors.

- b. To maintain an up-to-date list of all members and contracts.
- c. To notify all directors of any meetings.
- d. Create, modify, and update Boosters documents
- e. Send out documents for review to the Board of Directors a week before the next board meeting.

ARTICLE VII. BOARD OF DIRECTORS

Section 1. All corporate powers, business, and affairs of the corporation shall be exercised and managed under the authority and direction of a Board of Directors made up of Officers, Committee ~~Chairs~~ and up to 2 Liaisons/Coordinators per OSAA sanctioned sport or program. The duties of the Board of Directors shall be as follows:

Handwritten notes and signatures:
 EW
 MWW
 MP
 JD
 JK
 MS

- a. To attend the regular meetings of the Board of Directors or meetings called by the President or any three (3) members of the Board of Directors. Attendance is crucial to the operation of the organization. (A member is permitted three (3) absences per year. Special circumstances will be considered.) A board member may resign from the board with either a written or oral request.
- b. To be in charge of and control all assets and all income.
- c. To receive and consider applications, requests or petitions for the use and disbursement of the funds of the Sprague Boosters, Inc. Preference may be given to OSAA activities.
- d. All Requests for funds shall be approved by a majority vote of the Board of Directors present unless the request exceeds \$1000.00, then such request must be approved by a two-thirds majority vote of the board members present.
- e. Requests for funds less than \$250 may be approved without a quorum or meeting. Routine concessions purchases within the budget do not need to be approved.
- f. A quorum must be present to consider any financial expenditure of more than \$500.00.
- g. Non-routine expenditures under \$500.00 must be approved by majority of officers.
- h. In the event approval is needed prior to the next meeting, text, email, or other form of documented approval may be permitted.

Section 2. The athletic director or appointed school representative shall serve as a liaison between Sprague High School and the Booster Board, and has no voting rights.

Section 3. Voting rights for the organization shall be limited to the Board of Directors including Officers, Committee Chairs, and Liaisons/Coordinators. Other community members are welcome, but are not permitted to exercise voting rights.

Section 4. Members may be voted off with majority vote after establishing concrete basis for removal.

ARTICLE VIII. MEMBERSHIP

Section 1. Qualifications for membership in the organization are a willingness to support the purposes of the Sprague Boosters, Inc. and be elected or appointed to a position of the Board of Directors.

ARTICLE IX. MEETINGS

Section 1. The Board of Directors shall meet once a month during the school year. The President or three Officers of the board may call special meetings. A twenty-four (24) hour notice must be given to all board members. Any changes in the by-laws will require 2/3 of a vote of the attending members, once a quorum has been reached, at a regular scheduled meeting.

ARTICLE X. COMMITTEES AND CHAIRS/COORDINATORS

Section 1. **Governance Committee:** Consists of officers to set short term and long-term goals, annual budget, prepare goals of liaisons and sub-programs, and conduct period review of Bylaws, policies and procedures for the Sprague Boosters Inc. These goals will coincide with the school athletic program where necessary.

Section 2. **Audit Committee:** Consists of 3 members of the board, not to include the Treasurer. The audit committee function is to ensure that the books are balanced and records are in accordance with the by-laws.

Section 3. **Membership Chair:** Goals are to promote Sprague Boosters Inc., and gain new individual and business members.

Section 4. **Fundraising Chair:** Chair will solicit members for a sub-committee and coordinate 2-3 promotions and events to help raise funds to support the short term and long term goals of Sprague Booster's Inc.

Section 5. **Purchasing Chair:** Goal is to be responsible for the purchasing and maintenance of food and equipment.

Section 6. **Concession Staffing Chair:** Goals are to have the concession stands staffed and open at all games determined by the Sprague Boosters Inc. Chair is to promote all events and engage the community to volunteer.

Section 7. **Scholarship Chair:** Goals are to have the scholarship posted in the Torch and other relevant media by September, the scoring matrix in place by December, and a selection committee put together by February. Scholarship awards are to be reviewed and presented to the board for approval at the May meeting. Parents or relatives of applicants shall not be part of the selection committee.

Section 8. **Communications/Marketing Chair:** Goals are to promote upcoming Booster events, Booster sponsored events, needs via social media outlets, websites, and newsletters.

Section 9. **Cleaning Chair:** Goals are to plan and schedule routine cleaning and stocking of concessions stands.

Section 10. **Facilities Chair:** Responsible for coordinating and facilitating improvements around campus as well as installing/removing promotional items and equipment for the club.

Section 11. **Liaisons/Coordinators:** Commit to attend meetings and represent their respective sports/programs. Communicate the needs between the club and the programs. Help encourage parent involvement within each sport/program.

ARTICLE XI. AMENDMENTS

Section 1. The bylaws of this organization may be amended when presented in writing at a regular scheduled meeting. After proper approval, the amendment/s shall be tabled for the next regular scheduled meeting. At this meeting the amendment/s can be adopted with a 2/3-majority vote of the Board of Directors in attendance at a meeting, once a quorum has been met.

ARTICLE XII. QUORUM

Section 1. A quorum of the Board of Directors to conduct business shall be five (5) voting board members.

ARTICLE XIII. NON-DISCRIMINATION

Section 1. Sprague Boosters, Inc. is committed to equal volunteer opportunities without regard to age, ancestry, disability, national or ethnic origin, race, religious belief, sex, sexual orientation, gender identity, marital status, political belief, or veteran status.

ARTICLE XIV. INDEMNIFICATION

Section 1. The organization agrees to indemnify, defend and hold harmless the board members, its officers, and directors from and against all liability, loss, cost or expense (including attorney's fees) by reason of liability imposed upon the Client, arising out of or related to the organization's activities, unless caused by the sole negligence of the member or any other party indemnified herein. Costs to defend will be limited to available funds and approved by the board.

ARTICLE XV. DISSOLUTION

Section 1. In the event the Sprague Boosters, Inc. ceases to exist, all remaining assets and property of every nature and description whatsoever shall be paid over and transferred at the direction of the board to Sprague High School.

These amended Bylaws approved this 15th day of May 2019.

Sprague Booster, Inc. By Secretary [Signature] DAVID C. HANSEN
Name

APPROVED BY BOARD OF DIRECTORS:

Brian White
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[Signature]
Signature

5-15-19
Date

Jennifer Koenig
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[Signature]
Signature

5-15-19
Date

Jill Reece
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[Signature]
Signature

5/15/19
Date

Michelle M Allister- vanKemper
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Michelle M Allister- vanKemper
Signature

5-15-19
Date

Jan C Hansen
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Jan C Hansen
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Meghan Salinas
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~~Mike Patterson~~
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Jessica Dougherty
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