



# APEX BOOSTER CLUB BY-LAWS

## Article I

### Name and Purpose

#### Section 1: Name

The name of the booster organization shall be called the Apex Booster Club ("the Organization").

#### Section 2: Purpose of this Organization

1. The purpose of this organization will be to oversee fundraising, spirit, and promotional activities directed toward the support of the competitive programs at Apex Cheer and Athletics ("Apex").
2. In the performance of these duties the Organization will have sole responsibility for the administration of all the funds generated through Apex-sponsored fundraising activities.
3. The term administration includes the establishment of fundraising guidelines, recordkeeping requirements over specific fundraising activities, receiving and distributing funds in accordance with established requirements, and maintaining and reporting financial records associated with funds raised.
4. The Organization will provide recordkeeping support to Apex as it relates to the Organization's members who raised funds as part of Apex-sponsored events, including the receipt and distribution of those funds.
5. There shall be no discrimination in the services of the Organization on the basis of race, color, gender, age, religion, national origin, or sexual orientation.
6. The members of the Organization will assist in raising funds to support Apex athletes.

#### Section 3: Mission Statement

The mission of the Apex Booster Club is to promote team spirit and comradery, foster a spirit of giving back to the community, provide fundraising opportunities, and enhance the overall experience of Apex Cheer and Athletics athletes and their parents/guardians in everything we do. In doing so, we aim to:

- Create more interest in Apex Cheer and Athletics activities;
- Support fundraising opportunities that benefit the athletes and the gym;
- Build good sportsmanship;
- Create a sense of a unified and strong Apex Cheer family; and
- Inspire and nurture our athletes' to give back.

## **Article II**

### **Basic Policies**

1. The Organization shall be noncommercial, nonsectarian, and nonpartisan.
2. The name of the Organization or the names of its members in their official capacities shall not be used to endorse or promote a commercial concern, or in connection with any partisan interest, or for any purpose not appropriately related to promotion of the purpose of the Organization.
3. The Organization shall not - directly or indirectly - participate or intervene (in any way, including the publishing, distribution, or statements) in any political campaign on behalf of, or in opposition to, any candidate for public office, or devote more than any insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise.
4. No part of the net earnings of the Organization shall inure to the benefit of, or be distributable to its members, directors, trustees, Executive Board or other private persons except that the Organization shall use funds for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article I. However upon the dissolution of the Organization, after paying or adequately providing for the debts and obligations of the Organization, remaining non-cash or physical assets shall be distributed equally to all current Apex Booster Club members and non-cash assets shall be provided to Apex for athlete sponsorship.
5. Notwithstanding any other provision of these articles, the Organization shall not carry on any other activities not permitted to be carried on (I) by an Organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (II) by an Organization, contribution to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
6. The Organization shall conduct its business in compliance with Robert's Rules of Order.
7. Executive Board Voting:
  - a. A quorum for Executive Board meetings is considered when the majority of the Board members are present – either in person or by phone.
  - b. All Executive Board members have the right and may vote 'in favor of', 'against', or 'abstain' from voting on a particular matter.
  - c. If an Executive Board member chooses not to vote, their abstention will be considered a vote 'in favor' unless the individual recuses themselves from voting.
  - d. In the event of a split decision by the Executive Board, the Apex owner who participates in the Booster Club Board meetings will cast the deciding vote.
8. Voting:
  - a. A quorum for voting will be decided by a two-thirds vote.
  - b. If a member chooses to not vote at all, their abstention will be considered a vote 'in favor.'
  - c. All members in good standing have the right and may vote 'in favor of' or 'against' a particular matter; however, an absence of voting will be considered 'in favor.'
  - d. Members may choose to abstain from voting, but that option must be selected on the ballot in order for the vote to be counted as an abstention vote.

9. All expenditures from the general fund must receive Executive Board approval.

10. Executive Board meetings will be held at least monthly during the cheer season. Additional meetings can be held on an as needed basis.

## **Article III**

### **Membership and Dues**

#### **Section 1: Membership**

1. The voting membership of this Organization shall consist of the dues-paid parent and/or legal guardians of athletes participating on an Apex competitive team during the current competition season.
2. The Organization shall conduct an annual enrollment of members. This annual enrollment period will be used to determine the quantity for competition gifts that will be ordered for that season. New members may be admitted at any time, but membership fees will not be prorated.
3. If new members sign up at the Premium or Sibling levels after the annual enrollment period is closed, athletes will not receive the competition gifts since order deadlines will have passed.
4. The term of Apex Booster Club membership shall coincide with Apex competition season(s). The membership year shall commence at the same time as the annual registration of Apex Cheer and Athletics.
5. Membership is necessary to cast a vote at a general meeting, cast an electronic vote, and to hold office. Non-membership does not preclude participation in Apex Booster Club sponsored activities; however it does prevent non-members from being able to fundraise.
6. Membership is by athlete. When voting occurs, family members who are responsible for the custodial and financial support of the athlete (e.g. parent, step-parent, legal guardian, etc.) are eligible to cast a vote; however, only one vote per family is permitted.

#### **Section 2: Dues**

1. Each member of the Organization shall pay annual dues to the Apex Booster Club as prescribed by the Organization.
2. The Executive Board will set annual membership dues.
3. All current Organization by-laws will be available for member examination on the Apex Cheer & Athletics website.
4. Membership dues cannot be refunded to Booster Club members that withdraw from Apex Cheer for any reason. Once dues are paid, there are no refunds. Furthermore, an Apex Booster Club athlete's membership ends when they withdraw from the Apex Cheer & Athletics program..
5. If an athlete leaves the Apex Cheer Program and has a balance with Apex Booster Club, all monies raised, if not already transferred to Apex Cheer and/or not needed to pay off an outstanding Apex Cheer balance, will be used at the discretion of the Apex Booster Club Board. If there is a sibling continuing at Apex Cheer, the funds may be transferred to the sibling. If monies have already been transferred to Apex Cheer, its use will fall under existing Apex Cheer guidelines.

## **Article IV**

### **Executive Board of Directors**

#### **Section 1: Executive Board**

1. Each officer must be a current registered member of the Apex Booster Club and be in good financial standing with Apex Cheer & Athletics.
2. Each officer must have an athlete on one of Apex Cheer & Athletics teams.
3. The Executive Board of the Apex Booster Club shall consist of a President, Vice President, Memberships & Fundraising, Secretary, Treasurer, and Parliamentarian.
4. Term of office will coincide with the Apex Cheer & Athletics competitive season. For consistency and to ensure smooth transitions, the role of the President and Treasurer are two-year terms. All other roles are for a single term.
5. An Executive Board member may be removed by the Executive Board by a simple majority vote of the Executive Board, for failure to perform duties, for conduct unbecoming (e.g. theft, violation of by-laws, mismanagement of funds, signing unauthorized documents), or failure to attend a majority of the Apex Booster Club Executive Board meetings and activities.
6. All Executive Board members are volunteers and none are paid any compensation for services performed. As such, no officer shall incur any personal liability as a result of serving as an officer unless the liability was created due to conduct unbecoming by the Executive Board member.
7. In the event that any Executive Board member fulfills a second Board seat that has been vacated or has not filled, a simple checks and balances system will be put in place resulting in additional oversight/support by a fellow Board member.

#### **Section 2: Committee Chairmen**

1. Committees may be created or dissolved by the President and the Executive Board as required to ensure effective and efficient operation of the Apex Booster Club and its activities.
2. The President shall appoint Committee Chairpersons, with the approval of the Executive Board.
3. All Committees are responsible for delivering activities and/or events on behalf of the Apex Booster Club Membership and report directly to the President and Executive Board. Examples of such Committees include (but are not limited to):
  - End of the Year Awards Banquet
  - Community Service / Apex Gives Back
  - Competition Gifts distribution
  - Fundraising
4. A Committee member may be removed by the Executive Board by a simple majority vote of the Executive Board for failure to perform duties, for conduct unbecoming, or failure to attend Apex Booster Club meetings and activities as requested.

## **Article V**

### **Election of Executive Board**

#### **Section 1: Elections**

1. The Executive Board shall be elected by ballot vote at the end of the current year's competitive season. If there is but one nominee for an office, election for that office shall be by voice vote, raised hand, or electronic vote.
2. The Executive Board shall serve their terms based on the term limits listed in Article IV, Section 1: Executive Board and shall remain in office until their successors are elected and transitioned into their respective positions. However, the Treasurer will oversee the financials until the yearly audit is performed, within 30 days of fiscal year close.

#### **Section 2: Nominations**

1. A Nominating Committee of four members shall be appointed.
2. This Nominating Committee shall consist of two members of the Executive Board and two members from the membership at large.
3. The Nominating Committee will ask for persons wishing to be considered for an Executive Board position prior to the election. A date and time of when the nomination window will close will be published, as further nominations will not be added to the slate after this time.
4. All nominees must be Apex Booster Club members in good standing with Apex Cheer & Athletics.

## **Article VI**

### **Duties of Executive Board**

#### **Section 1: President**

The office of the President will:

1. Ensure all the by-laws are adhered to by the Apex Booster Club Executive Board and its members, and taking corrective action(s) where appropriate.
2. Ensure the by-laws remain up to date and any warranted modifications are made following Apex Booster Club Executive Board approval.
3. Coordinate the work of the Executive Board and overseeing the functions of all Booster Club Committees to maintain focus with the purpose of this Organization including, but not limited to, fundraising, spirit, marketing & communications, and promotional committees.
4. Work collaboratively and maintaining a good working relationship with the appropriate Apex Cheer & Athletics owner to coordinate and communicate appropriate material on the Apex Cheer & Athletics website (e.g. by-laws). Also serves as the primary point of contact with gym ownership to ensure alignment and obtain approvals for projects/programs where necessary.
5. Be the second signatory authorized to sign on the Apex Booster Club bank account and signing contracts involving the Apex Booster Club (e.g. End of the Year Awards Banquet, fundraising entity contracts).
6. Appoint Committee Chairpersons to fill vacancies and/or appoint people for vacant Executive Board positions, as needed. Oversee the functions of all Committees designated by the Executive Board to include, but not be limited to, fundraising, spirit and promotional committees.
7. Schedule and preside at all Apex Booster Club Executive Board and General Membership meetings as needed.
8. Serve on Apex Booster Club committees, but will only chair the Executive Board.
9. Ensures the Apex Booster Club Secretary prepares the meeting agenda, distributes the agenda approximately 3 calendar days in advance of the called meeting, and distributes the meeting minutes from the prior meeting within a week of the meeting being held.
10. Work in close coordination with the Fundraising and Memberships Board member.
11. Manages the distribution of the Nationals season competition gifts with the assistance of the Team Mom coordinator.

#### **Section 2: Vice President**

The office of the Vice President will:

1. Create the sense of family at Apex, fostering Apex team/gym spirit, and encouraging good sportsmanship among our athletes while at competitions. Committees can be used to help deliver

this goal. Prior to implementing, the Vice President must present ideas to the Board for review and approval regarding how the activities will be implemented.

2. Spearheads the Apex Cheer Spirit Stick program, including recognition gifts for winning teams.
3. Work in close coordination with the Apex Booster Club Memberships and Fundraising Board member and committees to successfully deliver fundraising activities. In this capacity, the Vice President is responsible for ensuring fundraising guidelines are being adhered to.
4. Work in close coordination with the Apex Booster Club Memberships and Fundraising Board member in validating memberships are captured correctly in the membership spreadsheet.
5. Coordinates the End of the Year Awards banquet. This includes but is not limited to identifying a venue, theme, activities, fundraising opportunities, program, etc. It is important to note that this event requires coordination with Apex owners to ensure alignment regarding the program flow and expectations.
6. Presents banquet ideas to the Apex Booster Club Board prior to taking the next step. NOTE: All contracts are to be signed by the Apex Booster Club Treasurer following the successful receipt of Board approval).
7. Serve on Apex Booster Club committees, but will only chair the Spirit Committee.
8. Attend Apex Booster Club Executive Board and General Membership meetings.

### **Section 3: Secretary**

The office or the Secretary will:

1. Draft the meeting agenda in coordination with the Board President and distributing it to the Board within 3 days of the meeting's occurrence.
2. Record the minutes of all meetings of the Organization, including meeting content, motions made, vote outcomes of all motions noting all members in favor or against and abstentions. Meeting minutes must also include all follow up actions designating who, will do what, and by when. Additionally, board members present and absence should be recorded noting whether quorum requirements have been met.
3. Distribute the meeting minutes to the Board for review within one week of the meeting's occurrence.
4. Present meeting minutes from previous meeting at the immediate next general or Executive Board meeting for final review and vote of adoption.
5. When edits are made to Apex Booster Club Executive Board documentation, the Secretary will finalize the document and distribute the final version to the Board for their records.
6. Keep a current copy and complete set of all records, including agendas and minutes.



7. Complete and distribute the necessary Organization correspondence.
8. Maintain a current copy of Organization by-laws.
9. Monitor the Apex Booster Club email inbox and Facebook page, as well as post new content as appropriate.
10. Attend Apex Booster Club Executive Board and General Membership meetings.

#### **Section 4: Treasurer**

The office of the Treasurer will:

1. Serve as the custodian of all Organization funds.
2. Maintain accurate records of all bank accounts and documenting all funds received, cash receipts and disbursements.
3. Establish policies and procedures to ensure safe, efficient and accurate management of funds received, cash receipts and disbursements.
4. Disburse funds as authorized by the President, Executive Board, or Organization in accordance with the budget and fundraising guidelines.
5. Serve as the primary signatory on the Apex Booster Club bank account.
6. Present current financial statements at all general meetings, Executive Board meetings, and at other times when requested by the Organization.
7. Construct a full report of the year's activities at the end of the fiscal year.
8. Maintain the Apex Booster Club books of account and records, including financial statements, budgets, bank statements, receipts, invoices, cancelled checks, and tax returns for 7 years.
9. Submit Apex Booster Club financial books to the Auditing Committee as requested.
10. Work in collaboration with the Executive Board in establishing an annual budget.
11. Ensure Texas sales taxes are collected and submitted to the state comptroller, by January 20th.
12. Ensure that Federal Form 990 is filed by the 15<sup>th</sup> day of the 5<sup>th</sup> month after our fiscal year.
13. Attend Apex Booster Club Executive Board and General Membership meetings.
14. Maintain working knowledge of what it takes to protect the Apex Booster Club's 501c3 non-profit status.
15. Activate and close the Apex Booster Club credit card processing system.

16. Educate fundraising chairs on the rules of maintaining a list of the athletes who are approved to fundraise through the Booster Club, collecting fundraising money, distribution of funds, etc.

### **Section 5: Parliamentarian**

The office the Parliamentarian will:

1. Advise the presiding officers on questions of parliamentary procedure according to Robert's Rules of Order.
2. Determine quorums and tabulating votes at all Executive Board, General, Election, and Special Meetings.
3. Maintain order at all Executive Board meetings.
4. Keep a physical copy of the Organization's by-laws and amendments in a designated book.
5. Act as the chairperson of the Nominating Committee. In this role, it is imperative that all nominees are confirmed as being members in good standing with Apex Cheer & Athletics.
6. Validate that each new board member is an active Apex Booster Club member.
7. Identify opportunities that support a culture of "Apex Gives Back" by coordinating activities like Christmas toy drives and packing lunches at Lunches of Love.
8. Perform any other duties assigned by the President or the Executive Board.
9. Attend Apex Booster Club Executive Board and General Membership meetings.

### **Section 6: Memberships and Fundraising**

The office of Memberships and Fundraising will:

1. Updates the Booster Club membership forms and submits any recommended changes including pricing, wording, etc. to the Board for review and approval before implementing.
2. Collects all membership forms and enters all information into the Apex Booster Club membership spreadsheet.
3. Works collaboratively with the Apex front office personnel to ensure team lists are up to date.
4. Serves as the primary focal point for all fundraising activities of the Organization, and will manage implementation of the activities after receiving Apex Booster Club board approval. In this role this individual is the primary focal point for all fundraisers, but does not need to be personally involved in each one. Committees may be formed to assist.

5. Each cheer season, a suite of ideas for fundraisers must be developed and presented with a written proposal with those ideas to the Apex Booster Club Board for evaluation and discussion. Ideas for fundraising should include the timetable for the fundraiser, how the fundraiser will operate, how much it will cost to run the fundraiser, the athlete's share, etc.
6. All fundraisers must be approved by the Apex Booster Club Board and Apex Cheer prior to implementing.
7. Ensures that all individuals participating in Apex-sponsored fundraisers are members of the Apex Booster Club.

### **Section 7: Duties of Chairpersons**

The role of Chairperson of any committee will:

1. Accomplish the goals and tasks as set out by the Organization for their committee to deliver.
2. Maintain good records of their activities and any pertinent financial documentation to pass on to the next Chairperson.
3. Attend Apex Booster Club general meetings and Executive Board meetings, where appropriate.

## **Article VIII**

### **Financial Policies**

#### **Section 1: Fiscal Year**

The fiscal year of the Organization shall begin each year on June 1st and conclude each year on May 31st.

#### **Section 2: Annual Audit**

1. An audit committee shall be appointed by the Executive Board at least 30 days before the end of the fiscal year.
2. The committee shall consist of not less than three (3) members who are not authorized signors on the bank account.
3. The audit committee shall perform an audit of the account and records within 30 days of the end of the fiscal year.
4. The checkbooks and records **may not** be turned over to a new Treasurer prior to the annual audit.

#### **Section 3: Budget**

1. No financial business of the Organization in the new fiscal year may be conducted until a budget has been adopted. Should financial transactions be determined to be necessary by the President and/or Treasurer, a unanimous vote of the Board must be received to proceed with such transaction. Each transaction must be discussed and approved individually. A budget must be developed, presented and approved before the first competition of each year.
2. The immediate past Treasurer and current Treasurer shall present a budget for the next fiscal year to the general membership, where appropriate.
3. The proposed budget shall be posted through normal communication channels no less than five (5) days prior to the voting occurring via meeting or email vote.

#### **Section 4: Check Signing**

1. Signors shall include the Treasurer and the President.
2. Other signors may be determined by the Treasurer, with the approval of the Executive Board.

#### **Section 5: Fundraising**

A portion of funds raised may be used for operating costs of Apex Booster Club where appropriate.

1. Apex Booster Club is a 501c3 organization and as such all money raised through fundraisers are tax deductible. Individuals and/or companies donating to a particular athlete or team can request a receipt for their contributions.

2. There are strict guidelines in place to ensure Apex Booster Club maintains its 501c3 organization status. As such, Apex-sponsored fundraising events are for the sole purpose of raising money for athletes on Apex Cheer & Athletics competitive teams. Parents and/or guardians are restricted. Additionally, athletes must be registered as members of the Apex Booster Club. There is a \$15 membership level that accommodates individuals who are joining for fundraising purposes only.
3. Parents are allowed to raise funds 100% on their own; however, parents are not allowed to brand it as an Apex-sponsored event. The use of the Apex logo and name is by approval only.
4. Money raised can be used for Apex-sponsored competitive events such as Worlds and the Summit and can be applied to the athlete's airfare, hotel, shuttle service, competition fees, etc. In addition, the funds can be applied to an athlete's annual expenses for registration, competition fees, uniforms, choreography fees and make-up, but cannot be applied to recurring monthly dues.
5. These rules apply to Apex athletes and Apex athletes serving as alternates, on competitive teams going to Worlds, the Summit or any competition/fundraising activity approved by Apex staff.
6. Donations by businesses may be accepted. Funds will be allocated based on the designation specified by the business. If the business does not specify an athlete, then the funds will be applied evenly among the members of the fundraising team.
7. Apex Cheer & Athletics must approve any Apex-sponsored fundraising activity.
8. Panhandling (i.e. standing at intersections, in front of businesses, etc.) asking for donations in the name of Apex or on behalf of its athletes is strictly prohibited.
9. Each team participating in team fundraising events must select a parent to serve as their lead fundraising coordinator. This individual will be responsible for:
  - Collecting all cash/checks from fundraising events and submitting to the Apex Booster Club
  - Providing the Apex Booster Club with the appropriate breakout of the money according to participation
  - Validating that the split of the money given to the Apex Booster Club ties to the cash/checks received and submitted.

### **Section 6: Managed Accounts**

1. The Organization will maintain all Apex Booster Club funds.
2. Individual athlete's managed funds will be collected and disbursed in accordance with the Organization's financial procedures.
3. Upon dissolution of the Organization, managed funds will be disbursed equally to all current Apex Booster Club athlete members after all debts and obligations of the Organization are met.

## **Article IX**

### **Amendments to By-Laws**

#### **Section 1: Amendments**

1. These by-laws may be amended at any regular meeting or by electronic vote of the Organization as needed.
2. Should a vote be by email or electronic means, the amendments will be posted on the Organization's website for viewing and downloading followed by an electronic vote.
3. A quorum vote for electronic voting will be decided by a two-thirds vote of the membership in accordance voting guidelines outlined in Article 1, Section 2.8.

#### **Section 2: Parliamentary Authority**

The rules contained in Robert's Rules of Order shall govern the Organization in all cases.

## **Article X**

### **General Provisions**

#### **Section 1: Indemnification of Directors and Executive Board**

1. The Executive Board shall authorize the Organization to pay or reimburse any present or former Director or Officer of the Organization any costs or expenses actually and necessarily incurred by him/her in any claim, action, suit, or proceeding to which he/she is made a party by reason of his/her holding such position.

2. He/she shall not receive such indemnification if he/she is adjudicated therein to be liable for negligence or misconduct in office, or if such indemnification would violate Texas law.

3. The indemnification herein provided shall also extend to good faith expenditures incurred in anticipation of, or preparation for, threatened or proposed litigation. The Executive Board may, in proper cases, extend the indemnification to cover the good faith settlement of any such action, suit, or proceeding, whether formally instituted or not.

#### **Section 2: Distribution of Net Earnings**

No part of the net earnings of the Organization shall inure to the benefit of or be distributed to any of its Executive Board, Directors, or other private persons, except that the Organization shall be authorized and empowered to pay reasonable compensation for services rendered. However upon the dissolution of the Organization, after paying or adequately providing for the debts and obligations of the Organization, remaining non-cash or physical assets shall be distributed equally to all current Apex Booster Club members and cash assets shall be provided to Apex for athlete sponsorship.

#### **Section 3: Loans to Directors and Executive Board**

No loan shall be made by the Organization to its Executive Board of Directors.

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The Bylaws were originally approved by a majority vote at the first Apex Booster Club Executive Board meeting on June 27, 2011.

***Amendments were made to the By-Laws on the following dates:***

*October 19, 2012*

*July 14, 2014*

*March 2, 2016*

*March 9, 2016 (edited fiscal year following Board approval on March 8, 2016)*

*May 3, 2016 (amended Federal Form 990 filing date in the Treasurer section #4, item #12 following Board approval)*

*February 13, 2017 (updated Board roles to include longer terms and additional responsibilities following Board approval)*

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