Bylaws
of
Neah Bay Booster Club
(A Non-Profit Corporation)

Article One
Name and Location

Section 1. The name of the organization shall be Neah Bay Booster Club.

Section 2. All club meetings may be held at such public places within the Makah Indian Reservation, as determined by club officers.

Article Two
Purposes and Structure

Section 1. Purposes. This corporation is organized exclusively for charitable, literary, and educational purposes as defined in Section 501(c)(3) of the Internal Revenue Code. The purposes of the Corporation include raising funds and purchasing personal property and services to be used by students and faculty at Neah Bay Schools providing volunteers for educational and / extracurricular activities that will contribute to the public education of the community; engaging in other charitable, civic, or educational activities that will contribute to the public education of the community; and exercising other powers conferred by the laws of Washington on nonprofit corporations.

This Corporation shall be self-governing, self-supporting, non-commercial, non-sectarian, nonprofit and nonpartisan, and shall seek neither to direct the administrative activities of the Neah Bay Schools nor to control its policies.

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 (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, officer or and private individual shall be entitled to share in the distribution of any of the corporate assets on the dissolution of the Corporation. 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 (including the publication of statements) any political campaign on behalf of any candidate for public office.

The Corporation shall not conduct or carry on any activities not permitted to be Conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue code and Regulations as they now exists or as they may be amended.
The Corporation shall observe the following regulations: Cape Flattery School District School Board’s Booster Club policy, and all local, state and federal laws which apply to nonprofit organizations.

Upon dissolution of the Corporation or the winding up if its affairs, the assets of the Corporation shall be distributed exclusively to charitable organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended.

The Corporation is organized pursuant to the Washington Nonprofit Corporation Act and does not contemplate pecuniary gain or profit and is organized for nonprofit purposes which are consistent with the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended.

Article Three
Membership

Section 1. Membership. Membership in this organization is open to any person who is a graduate, alumni, community member, parent, guardian, or adult relative of a student of Neah Bay Schools, who has attained the age of 18, or other such sports interested and acceptable persons who desire membership and who will uphold the policies of this organization and agree to its Bylaws.

Section 2. Qualification. Eligible persons shall become members by paying the prescribed annual membership dues. Upon payment of such dues, a member shall be considered in good standing and be entitled to any and all rights and privileges of membership.

Section 3. Membership Drive. An annual membership drive shall be conducted as early in the calendar year as possible, with additional members accepted at any time.

Section 4. Dues. Annual dues shall be assessed in such amounts as determined by a majority of the members present at the organizational meeting for the upcoming year. Dues shall be payable at the beginning of each fiscal year.

Section 5. Ex-Officio. Corporate Sponsors, a representative of the Makah Tribal Council, along with all active coaches, the Athletic Director, the Associated Student Body Advisor, the Principal or designee, and the School District Liaison shall automatically be considered ex-officio members of the Corporation.

Article Four
Directors

Section 1. Qualification. Any member in good standing is eligible to serve on the Board of Directors.
Section 2. **Powers.** The Board shall be the governing body of the organization and shall manage, control, and direct the affairs and property of the organization.

Section 3. **Compensation.** No Director shall receive compensation for any service he or she may render to the organization. Board members may be reimbursed for actual expenses incurred in the performance of their duties.

Section 4. **Officers.** Officers shall be elected at the last general business meeting at the end of each year and will take office immediately. The nominating committee will name a slate of officers and the floor will also be open for nominations. Additional nominations for all positions may be made from the floor by any current corporation member at said meeting. The officers will be elected by simple majority of the membership present. Vacancies of offices of unexpired terms shall be filled by appointment by a majority of the remaining officers. The officers and their respective duties are as follows:

a. **The President shall:**
   - Regularly meet with the designated district representative regarding booster activities;
   - Preside at all meetings of the organization;
   - Resolve problems in the membership;
   - Regularly meet with the treasurer of the organization to review the organization’s financial position;
   - Schedule annual audit of records or request an audit if the need should arise during the year;
   - Perform any other specific duties as outlined in the bylaws of the organization.

b. **The Vice President shall:**
   - Preside at meetings in the absence or inability of the president to serve;
   - Perform administrative functions delegated by the president;
   - Perform other specific duties as outlined in the bylaws of the organization.

c. **The Secretary shall:**
   - Report on any recommendations made by the executive board of the booster organization if such a governing board is defined by the bylaws;
   - Maintain the records of the minutes, approved bylaws and any standing committee rules, current membership and committee listing;
   - Record all business transacted at each meeting of the association as well as meetings of any executive board meetings in a prescribed format;
   - Maintain records of attendance of each member;
   - Conduct and report on all correspondence on behalf of the organization;
   - Act as Registered Agent in accepting official government documents;
   - Other specific duties as outlined in the bylaws of the organization.
d. **The Treasurer shall:**

- Serve as chairperson of the Budget Committee if prescribed within the bylaws of the organization;
- Issue a receipt for all monies received and deposit said amounts on a weekly basis;
- Present a current financial report to the executive committee and general membership within thirty days of the previous month end;
- Maintain an accurate and detailed account of all monies received and disbursed;
- Reconcile all bank statements as received and resolve any discrepancies with the bank immediately;
- File sales tax reports as required by the comptroller’s office (monthly, quarterly, or annually);
- File annual IRS form 990 in a timely manner;
- Submit records to audit committee appointed by the organization upon request or at the end of the year;
- Other specific duties as outlined in the bylaws of the organization.

Section 5. **Term.** Each elected officer shall serve a term of one (1) year or until a successor has been duly elected or appointed.

Section 6. **Meetings.** The Board of Directors shall provide for by resolution the time and place for the holding of at least one annual meeting of the Board, and of the additional regular meetings of the Board, without other notice than such resolution.

Section 7. **Notice.** Notice of any special meeting of the Board of Directors shall be given at least two days previously thereto by oral or written notice delivered personally or sent by mail or facsimile to each Director at his or her business address. Any Director may waive notice of any meeting, and the attendance of a Director at any meeting shall constitute a waiver or notice of such meeting.

Section 8. **Quorum.** A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a quorum of the Directors is present at said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

Section 9. **Voting.** Each qualified Member, as described in Article Three, Section 2 of these Bylaws, shall have the right to cast one vote at any matter at any particular meeting. The decision of a majority of the voting members present at a meeting at which a quorum is established will be binding on the organization, unless provisions of these Bylaws require greater vote.

Section 10. **Proxy/Absentee.** No voting by proxy or absentee will be allowed.
Section 11. Format. The President shall be responsible for the printed agenda for all general membership and board of directors meetings in the following format:

(a) Call to order  (f) Unfinished business  
(b) Reading of minutes  (g) New business  
(c) Reading of communications  (b) Comments  
(d) Treasurer's Report  (i) Adjournment  
(e) Committee Reports

Article Five
General Provisions

Section 1. Fiscal Year. The fiscal year of this organization shall be January 1 to December 31 of the same calendar year.

Section 2. Operating Funds. Operating funds shall be maintained in a general fund, and an accounting of such funds shall be presented at all meetings.

Section 3. Fiscal Responsibility. All directors having fiscal responsibility shall be bonded.

Section 4. Annual Statement. The directors shall present at each annual meeting, or when called by vote of the members at any meeting, a full and clear statement of the condition of the organization.

Section 5. Group Exemption. This nonprofit organization will qualify as a tax-exempt organization under the provisions of Section 501(c)(3) of the Internal Revenue code and its Regulations as they now exist.

Section 6. Finances. Financial obligations and written contracts of the corporation, except such as are necessary to the routine budgeted activities, shall be incurred only by authority of the Board of Directors and shall be signed by the president or vice president in the president's absence. The monies on deposit to the credit of the corporation shall be expended with written, authorization the treasurer with a counter signature by one other elected member of the corporation.

Article Six
Standing Committees

By August 15th of each year, it shall be the duty of the elected officers to review the list of standing committees, to make any additions or deletions of said committees, and to submit a revision to the by-laws for vote at any general membership meeting. The president shall appoint the chairperson to each standing committee. The standing committees of this corporation shall be:

Nominating  Hospitality  Fund Raising  Audit/Finance  Membership  
Scholarship  Steering  Sports Camp  Communication  Budget

Section 1. Nominating Committee. Meet to receive nominations for the elected offices of the organization and to prepare a slate of nominees and a ballot for the election of
officers. The committee shall be made up of the President, the Steering Committee Chair, and one at-large person appointed by the President. The Nominating committee shall have the duty of selecting one or more candidates for each office from among the current membership. The Nominating committee shall present the names of the candidates for the election of officers at the last general membership meeting.

Section 2. Hospitality Committee. Responsible for organizing and coordinating the planning and implementation of all activities associated with any annual awards banquets, community or team dinners, and dances, as requested. The Vice President shall chair the committee and name its members as needed. The Hospitality committee shall support activities of the corporation as needed.

Section 3. Fundraising Committee. Responsible for developing and managing fundraising projects. The President will chair the committee, which shall be formed by current members at the last general membership meeting each year by a volunteer sign-up list, or appointed, as needed. The Fundraising committee shall develop fundraising activities to meet the needs of the corporation as needed.

Section 4. The Audit/Finance Committee. This committee shall be charged with the responsibility of conducting an annual audit of the books of the corporation during the month of March for presentation to the Board of Directors at their April meeting. During the Audit, the Treasurer and any other elected officer shall not be involved in Audit responsibilities. Should the committee not find the books to be in order, they may, at their discretion submit the books to a Certified Public Accountant for an independent audit.

Section 5. Membership Committee. Distribute membership information and coordinate annual membership drive. The Vice President shall chair the committee and name its members as needed. The Membership committee shall be charged with procuring members and shall make a presentation of membership dues to the Board of Directors at their last meeting. This committee shall be formed by current members of the corporation at the last general meeting each year by a volunteer sign-up list.

Section 6. Scholarship Committee. Responsible for coordinating the scholarship application and selection process. The Treasurer shall chair the committee.

Section 7. The Steering Committee will be chaired by the School District Liaison, and will consist of active coaching staff, and will have one representative for each sport and activity offered at Neah Bay Schools. The Steering committee will aid in communication between this corporation and Neah Bay Schools sports and activities. This committee shall be formed by current members at the last general meeting each year by a volunteer sign-up list.

Section 8. The Sports Camp Committee will consist of not less than three and not more than five members and shall be formed by current general members at the last general membership meeting. The committee shall be responsible for working with the coaches to develop a brochure for the camps, secure approved sites, distribute marketing brochures, advertise the camps, and work with the various coaches to secure on-site assistance to secure & organize the camp registrations, and assist with check in at the various camps. Camp proceeds will be systematically counted & allocated.
Section 9. The Communication committee shall be charged with providing the community and general membership overall information regarding the corporation soliciting members either through high school coaching staff, the media/social media, or direct parent contact at events, or other appropriate locations. The Secretary shall be the committee chair, and the committee shall consist of not less than three or more than five people and will be formed by current general members signing up at the last general membership meeting.

Section 10. The Budget Committee shall be charged with developments of rough draft budgets or financial procedures, as required. The Treasurer shall be the Chair, and the committee shall consist of not less than three and not more than five members and will be formed by current general members signing up at the last general membership meeting, or appointed by the President, if necessary.

Article Seven
Amendments

Section 1. Amendments to Bylaws. These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a majority of the Directors, provided that such alterations, amendments, or proposed substitute Bylaws have been read or distributed to all Directors present at the previous regular meeting or such action may be made at a special meeting held at least ten days after the regular meeting at which the reading or distribution was made.

Section 2. Amendments to the Articles of Incorporation. The Directors shall adopt a resolution setting forth any proposed amendment of the Articles of Incorporation, which, if approved by a majority of the Directors, shall be again submitted for a vote at the next regular meeting of the Directors.

CERTIFICATE OF SECRETARY

I certify that I am the duly elected and acting secretary of the Neah Bay Booster Club and these Bylaws constitute the corporation’s Bylaws. The Bylaws were duly adopted at a meeting of the board of directors held on February 8, 2012.

Dated: ____________________________

Faith Tyler, Secretary of the Corporation