

Upper St. Clair Robotics Boosters Bylaws

Article I – Name

Section 1. The name of this organization as incorporated in January 2025 is the Upper St. Clair Robotics Boosters; hereinafter referred to as the Boosters.

Section 2. The registered office of the Boosters shall be located at:

To The Attention of USC Robotics Boosters

Upper St. Clair High School
1825 McLaughlin Run Road
Pittsburgh, PA 15241.

Section 3. The Boosters may establish offices at such other place(s) as appointed by the Executive Board for the business of the Boosters and has an established a mailing address of: USC Robotics Boosters

P.O. Box 12524
Pittsburgh PA 15241.

Article II – Purpose

The Upper St. Clair Robotics Boosters is formed exclusively for charitable, scientific and educational purposes all within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as the same may be amended or modified or replaced by a future United States internal revenue law (the “Code”).

The primary purpose of the Upper St. Clair Robotics Boosters shall be the advancement of education in the area of robotics within the Upper St. Clair School District (USCSD), generating interest and providing financial, administrative and volunteer support for all robotics activities in USCSD, fostering student, parent, educator, and community involvement in local, state and national robotics competitions, educational and outreach programs, while lessening the burden of USCSD. Use of the term “Robotics” herein refers to all student groups and school district-sponsored robotics activities at Upper St. Clair School District, unless specific groups or school programs are noted.

Article III – Basic Policies

Section 1. The program of the Robotics Boosters shall abide by the educational and administrative policies of Upper St. Clair School District.

Section 2. The Robotics Boosters shall be non-commercial, non-sectarian, and non-partisan.

Section 3. The name of the Robotics Boosters, or the names of any members in their official capacities,

shall not be used in any connection with a commercial concern, nor with any political interest, nor for any purpose not appropriately related to promoting the objectives of the Robotics Boosters as defined in Article II.

Section 4. The Robotics Boosters shall not discriminate on the basis of race, color, religion, disability, national origin, age, sex, or marital status in its activities or membership status.

Section 5. No part of net earnings of the Robotics Boosters shall accrue to the benefit of, or be distributed to, its members, directors, officers, or other private persons except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purpose set forth in Article II hereof.

Section 6. Notwithstanding any other provisions of these articles, the Robotics Boosters shall not carry on any activities prohibited to an organization exempt from Federal Income tax under Section 501(c)(3) of the Internal Revenue Code, or by an organization to which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code.

Section 7. Fundraising undertaken by the Boosters shall be used to support all organization activities according to the approved Fundraising Policy and Annual Budget including ongoing operating and educational opportunity expenses in furtherance of any or all of the objectives of its business, and to secure the same by fundraising, pledges, and any other means the Boosters may deem appropriate to raise funds for the goals set forth in Article II above. Fundraising activities shall be subject to the approval of the USCHS Building Principal.

Section 8. The Boosters are empowered to buy, own, assign, mortgage, or lease any interest in real estate and personal property and to construct, maintain, and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth in Article II above. Any real estate or personal property purchased by the Boosters becomes property of the USCSD.

Section 9. Any and all gifts or purchases to be donated to the USC Robotics Boosters must be made with the advice and approval of the USC K-12 Robotics Coordinator and USCHS Building Principal and in accordance with District policy. Donations of any equipment that requires installation, storage or maintenance as such would become property of the District.

Article IV – Membership and Dues

Section 1. Any person interested in furthering the objectives of the Robotics Boosters shall become a member upon payment of annual dues for the period from July 1 through June 30. There is no prorating of dues.

Section 2. The Robotics Boosters shall offer two types of membership: Active Membership and Associate Membership.

- a. Active Membership is defined as parents/guardians of USCSD students participating in the robotics programs in the current fiscal year. Only Active members will have voting rights and be eligible to serve as an Executive Officer or Competitive Team Coach. Payment of Active Member dues grants voting privileges, with each household having one vote.
- b. Active Membership is required for student participation on a middle school FLL (Fall or Spring) or high school FTC team. It is optional for elementary robotics program families, non-competitive

middle school or high school robotics program families, alumni, and parents of alumni of the robotics programs. Any concerns regarding financial hardship should go through the Program Coordinator.

- c. Associate Membership is available to any individual in the community interested in the purpose of the Robotics Boosters, including families of students participating in elementary robotics program, non-competitive middle school or high school robotics program, Sea Perch, Drone Soccer, VRC academic course students, alumni, and parents of alumni of the robotics programs. Associate Members may not hold leadership positions in the Robotics Boosters, may not act as Robotics Boosters chaperones, and do not have voting rights; however, Associate Members may participate as a Robotics Boosters committee chair or committee member and assist at any Robotics Boosters event or fundraisers.
- d. Member information, including student and family contact information, will be solicited during program registration and maintained by the Membership Chair, and provided to the Executive Board, Committee Chairs, and other Robotics Boosters volunteers as-needed.

Section 3. Boosters members with Active Membership are asked to support the organization by means of participation in Robotics Boosters committees, events and fundraisers.

- a. Each Booster family shall attend General Membership meetings.
- b. Each Booster family shall participate at a “fair share” level in each fundraiser of the organization as defined by the Volunteer Obligation Policy Standing Rule.

Section 4. The following are ex-officio members of the Robotics Boosters with no voting power and no eligibility for membership during their tenure:

- The instructional staff of the Upper St. Clair School District Robotics Programs
- The USC Robotics Coordinators may act as Advisors to the organization.

Section 5. The annual dues for both Active and Associate Membership in the Robotics Boosters shall be set by the Executive Board while drafting the proposed budget for the next fiscal year. Said dues shall be considered a household membership as described in Article IV, Section 2.

- a. New members joining the Robotics Boosters will be accepted at any time during the operating year, upon payment of the annual dues.
- b. Dues must be paid and current prior to participation in any Robotics Boosters activity or team competition.
- c. Membership is required to provide coverage to any member participating in Robotics Boosters activities under any applicable liability or other insurance policies that are in effect.

Section 6. A good faith effort will be made by the Executive Board to invite all new USC Robotics families to attend a Boosters General Membership Meeting in advance of the official beginning of the USC Robotics Season.

Article V – The Executive Board

Section 1. The Executive Board shall consist of the following voting members: Advisor, President, Vice President, Secretary, Treasurer, Assistant Treasurer, Membership Chair, Fundraising Chair, FTC Chair, FLL Chair and one At-Large-Members, which should ideally be a representative of the Elementary Robotics programs. Good faith effort will be made to ensure that the Robotics Boosters Executive Board

shall include in its members a parent representative of each of the USC Robotics FTC competitive teams and also the high school and middle schools respectively.

The USC Robotics Coordinators are non-voting members of the Executive Board.

Section 2. The Executive Board may exercise all powers of the Boosters to do all lawful acts and things that are not expressly prescribed by the articles of incorporation or herein for the purposes of the organization as stated in Article II above.

- a. Transact necessary business in the intervals between Robotics Boosters meetings, and regularly report to general membership the business and finances of the organization.
- b. Select, annually, an auditor or auditing committee, not including any of the current Officers, to audit/review the Robotics Boosters' financial records as maintained by the Treasurer and Assistant Treasurer.
- c. Present the complete Annual Report of the previous year to the General Membership at a general meeting within the first four months of the new year, typically before the end of October.
- d. Present the proposed budget for the next fiscal year to the membership at the May regular meeting for review and approval.
- e. Create Special Committees (as described in Article VIII, Section 6) as needed.

Section 3. The Executive Board will initiate, maintain, and communicate to the General Membership a set of Standing Rules, which:

- a. Serve as motions of an ongoing nature that supplement the bylaws.
- b. Cover situations without the formal procedure of amending the bylaws.
- c. May be adopted without previous notice by majority vote at an Executive Board meeting
- d. Continue in force until temporarily suspended, amended, or rescinded by the Executive Board. e.
Must be reviewed at least once a year and updated as necessary.
- f. May not conflict with the bylaws of the Robotics Boosters.
- g. Changes to the Standing Rules shall be posted to the Membership by the next General Membership Meeting

Section 4. Meetings of the Executive Board shall be called by the President or by a majority of the Executive Board. A majority of the Executive Board members shall constitute a quorum for an Executive Board meeting.

Section 5. Expenditures over the budget amount as previously approved by the General Membership must be presented to the Executive Board for approval. Any variance over \$1000 from the approved budget must be voted on by the General Membership.

Section 6. The President or Treasurer of the Executive Board, acting solely or jointly, are authorized to seek, open and/or close business accounts with financial institutions and corporations on behalf of the Robotics Boosters in support of the purpose and activities specified in Article II. All accounts shall be held in the name of the USC Robotics Boosters.

Section 7. By a two-thirds vote of the Executive Board, an Officer or Committee Chair may be removed from office for failure to perform duties.

Article VI – Officers

Section 1. The duties of the Officers shall be:

- a. The President shall preside at all meetings of the Robotics Boosters; shall coordinate the work of the Officers and committees of the Robotics Boosters in order that the purposes be promoted; shall act as ex-officio member of all committees; shall serve as co-chair of the nominating committee with the Advisor; shall coordinate communication and reporting to the general membership; shall assume the leadership role in all contact with school district and community; shall attend the Annual USCHS Boosters Meeting hosted by the Athletic Director; shall submit to the USCHS Building Principal, before the end of the school year, the Annual Report from the current year, the approved budget for the upcoming year, as well as the list of newly elected Executive Board Officers; shall present, in conjunction with the Treasurer, an Annual Report to the membership at the beginning of each year; and shall organize a special committee to review the Bylaws in accordance with Article XII section 2.
- b. The Vice President shall assume the above duties in the absence of the President; shall serve as President-elect; shall become familiar with all aspects of the Robotics Boosters; shall recruit chairpersons for Standing and Special Committees; shall manage all insurance waivers the Boosters are required to sign; shall be a member of the nominating committee; shall act as interim Officer if there is a vacancy on the Executive Board until such time as the vacancy is filled; shall perform in various roles acting at the request of the President of the Robotics Boosters.
- c. The Secretary shall give notice of all Robotics Boosters meetings; shall record and keep minutes of said meetings; shall, within a reasonable timeframe, post minutes; and shall handle all general communication and correspondence with membership; shall maintain and update any Boosters website; shall ensure USCRB fulfills all federal IRS 501(c)3 requirements and regulations for posted materials, policies and documentation.
- d. The Treasurer shall be charged with the collection and custody of funds of the Robotics Boosters and the disbursement of these funds under the direction of the Executive Board in accordance with the budget adopted by the Robotics Boosters; shall keep written accounts of receipts and expenditures; shall present a monthly financial statement and bill list at each meeting of the Robotics Boosters for review and approval of the general membership; shall be prepared to open books at all times to the inspection of any member of the Executive Board; shall submit for audit/review at the end of each fiscal year to an auditor or auditing committee designated by the Executive Board; shall create at the close of the year an Annual Report to be provided to the President and submitted to the PA Department of State; shall present, in conjunction with the President, the Annual Report to the membership at the beginning of each year; shall maintain ledger records for competitive robotics teams as necessary; shall contract for any liability insurance required by the Robotics Boosters with the approval of the Executive Board; must secure the signature of the President or Vice President as a second signature on all Robotics Boosters checks; ensure completion of and arrange documentation of all tax returns and other filings required by the Internal Revenue Service, the Commonwealth of Pennsylvania or other appropriate authorities by the dates specified by these authorities, including an Annual Report.
- e. The Assistant Treasurer shall be charged with supporting the Treasurer in all financial functions of the Robotics Boosters; shall primarily work with the Treasurer and Membership Chair to collect and track Booster Membership Dues, Shall perform a bank reconciliation each month with the Treasurer; shall serve as Treasurer-elect assuming the above duties in the absence of a Treasurer.
- f. The Membership Chair shall manage collection of annual dues and maintain records of all Boosters membership and student enrollment; shall coordinate with the USC Robotics Coordinators on Student Registration; shall work directly with the Treasurer, Assistant Treasurer, Secretary and Committee Chairs as related to membership payments, records and Booster participation; shall work to promote official membership and payment for USCRB; shall manage and track membership

volunteer opportunity obligation policy, participation, and payments..

- g. The FTC Chair shall serve as a liaison between the FTC teams and the Boosters Executive Board; shall track FTC Team fundraising efforts including a donor solicitation list, team fundraising events and any grants; shall work with competitive robotics teams to track all community and corporate donors including logos, contact information and donation amounts; shall collect a Team budget from each FTC team and coordinate student presentations of those budgets to the Board; shall shepherd all grant opportunities interest from FTC teams through the Board approval process; shall generally serve as a point of contact for parents and coaches of FTC students with questions or concerns.
- h. The FLL Chair shall serve as a liaison between the FLL teams and the Boosters Executive Board; shall generally maintain knowledge and coordination of FLL events and teams by working with the FLL Coordinator and FLL related booster committees (T-Shirts, FLL Celebrations Committee, FLL Marketing, Recognition, etc.) and to assist as needed; shall serve as a point of contact for parents and coaches of FLL students with questions or concerns.
- i. The Fundraising Chair shall oversee the plans and committee chair for all Fundraising Committees at the K-12 levels; shall compile a list of all Robotics Boosters Fundraisers for the USCHS Building Principal as needed for approval; shall coordinate communication and reporting of all Booster fundraising to the Executive Board and general membership as appropriate throughout the year.
- i. There will be no more or less than 1 voting Member-At-Large, to be an Elementary School robotics student's parents ideally. The Member-At-Large may be officially approved by the general membership at the first meeting of the new fiscal year. The duties of the Member At-Large are to attend Executive Board and general membership meetings and serve as liaisons and Booster Parent to the robotics programs and staff in their respective buildings/grade-levels,, and may also serve in roles as Boosters committee chairs and in a supporting capacity for other Executive Officers as needed.
- k. The Advisor is the most recent past President of the Robotics Boosters. The Advisor will serve in a consultant role to the Officers of the Robotics Boosters and is required to be an Active Member of the Robotics Boosters. The Advisor shall appoint a Nominating Committee (as described in Article VII, Section 1).

Section 3. All Officers shall:

- a. Perform the duties outlined in these bylaws as well as those duties that become necessary from time to time.
- b. Deliver to their successors all official material in a timely manner. The Treasurer must turn over all materials to the new Treasurer as soon as possible after the end of the fiscal year, but not later than the end of July. Any inquiries from the audit/review will be the responsibility of the outgoing Treasurer. A copy of the end-of-year fiscal report shall be submitted to the President.
- c. Hold a single vote per person regardless of the number of Executive Board or other positions held, in accordance with the "one person, one vote" principle of parliamentary law, as adopted by *Robert's Rules of Order, Revised*.
- d. Attend monthly Executive Board and Membership meetings.
- e. Be aware of and adhere to the Upper St. Clair School Board policies regarding Booster/Support Groups in the Policy Book section 900 Community Code 915 or subsequent similar policies.

Article VII – Election of Officers

Section 1. Each year, nominations for Officers shall be made by a Nominating Committee consisting of the Advisor, President and Vice President, with at least one additional member not on the Executive Board. The Executive Board will notify the General Membership of the upcoming selection of the Nominating Committee. Any member of the Robotics Boosters may indicate interest for appointment to this committee by contacting any member of the Executive Board.

Section 2. The Nominating Committee shall compile a list of nominees for each Officer position. The Nominating Committee shall publicize the full list of nominees to the General Membership at the April General Membership meeting, for vote at the May General Membership meeting. The duties of the Nominating Committee shall cease with the election of new Executive Board members.

Section 3. Officers must be elected by a majority vote of the general membership casting a vote. The election of Executive Board members shall take place annually on or before the May General Membership meeting by in-person or electronic vote, or a combination of the two. If there is no nominee for an office by the May General Membership meeting, the election of that office shall take place at the next General Membership meeting after which a nominee is found.

Section 4. Officers shall assume their official duties immediately following the close of the May General Membership meeting. A Changeover Meeting date, to be held prior to the last day of the school year, may be set by the new President after the election of Officers for the purpose of passing institutional knowledge and materials to the next Executive Board.

Section 5. Terms and term limits for officers are as follows:

- a. Officers shall serve a term of one year or until their successors are elected. No officer shall be eligible to serve more than two consecutive terms in the same office, with one exception: If no candidate can be found for an open Officer position, the current Officer may run for the position again. Upon approval by a majority of the Executive Board and an affirmative vote by the General Membership, the current officer may serve another term.
- b. Any person who serves two consecutive terms in an Executive Board Office may return to hold the same office provided such person takes a one-year break from holding any Executive Board Office. After a one-year break, such person is eligible for election to the former office, or any Executive Board office, for up to another two consecutive terms, provided he or she is an Active Member of the Robotics Boosters.
- c. An officer who has served more than one-half term shall be credited with having served that term.

Section 6. Only Active Members whose membership dues are current and fully paid to the Robotics Boosters shall be eligible to hold office. Only parents/guardians of students active in USC Robotics may serve as officers, with the exception of the Advisor. The President should have at least two year's membership in the Robotics Boosters and preferably have served as a committee chair or officer. The Vice President should have at least one year's membership in the Boosters and preferably have served as a committee chair or officer.

Section 7. Any vacancy of office shall be filled by appointment of the Executive Board. Should the office of President become vacant, it shall be filled by the Vice President for the remaining term. The office of Vice President shall be declared vacant and filled by the Executive Board. Only those who fulfill the requirements of the vacant office may be considered for appointment. Any officer appointed to fill a vacancy shall serve the unexpired term of the predecessor's office.

Section 8. The officers of the Boosters shall not be salaried and shall not receive any compensation.

Article VIII – Committees

Section 1. The Robotics Boosters shall create Standing Committees as may be required to promote the objectives and the interests of the Robotics Boosters. Standing Committee Chairs shall serve a one-year term or until their successors are selected. Standing Committees will be either:

- a. Supporting Committees which focus on efforts that support the students, their activities, competitions, hospitality, recognition, community involvement, and spirit. These committees will report to the President.
- b. Fundraising Committees which focus on raising funds to support the general business of the organization as well as offset student educational opportunity expenses. These committee chairs will report to the Fundraising Chair.

Section 2. Chairs and Co-Chairs of all committees must be at least an Associate Member as verified by the Membership Chair.

Section 3. Fundraising activities shall be organized, managed, and tracked by Committee Chairs for the purpose of supporting operational and educational or competition related functions of the organization, as authorized by the Executive Board.

- a. Fundraising committee chairs report directly to the Fundraising Chair for planning, execution and reporting on all fundraising activities and outcomes.
- b. All fundraisers are subject to a yearly evaluation and review by the Executive Board.

Section 4. All members are encouraged to have all requisite volunteer clearances approved by the school district on file with the Boosters and the USC Robotics K-12 Coordinator. Clearances are required for any adult that will be in the same facility as a student at an occasion that is not open to the public, including all adults present at any off-site USCRB event, FTC or FLL meeting or event, as well as any adult within the USC Robotics facilities. If students are present, then clearances are required.

Section 5. All FLL & FTC Coaches shall be Active Members of the Boosters in good standing and shall provide regular updates on Team activity and status to the Executive Board; shall review District Policy 806 Child Abuse prior to start of each new year and shall maintain all requisite volunteer clearances on file with the district; shall maintain team participation and meeting schedules, team donor relations, and team expense tracking in accordance with the USC Robotics Coaching Guidebook.

Section 6. The Executive Board may appoint Special Committees when such committees are deemed necessary by the Executive Board. Special Committees created and appointed for a specific purpose automatically cease to exist when its work is done and its final report is accepted by the Executive Board.

Article IX – Meetings

Section 1. Regular monthly meetings of the General Membership shall be held during the year with

the exception of June and July. A general membership meeting may take place in August as deemed necessary by the Executive Board. The day and time of these meetings will be fixed by the Executive Board and updated in the Standing Rules.

- a. The number of active members present at any regular meeting shall constitute a quorum.
- b. The date, time or place of any meetings shall be properly announced to the General Membership by the President and/or Secretary no less than 5 days in advance. Additionally, a good faith effort will be made to publish the agenda in advance of the meeting.
- c. Meetings can be held in-person, virtually, or as a combination of the two as determined by the Executive Board, so long as the format is announced in advance.

Section 2. Monthly meetings of the Executive Board, to be held prior to the general membership meeting, shall be called by the President or by a majority of the Executive Board.

- a. The presence of a majority of members of the Executive Board shall constitute a quorum
- b. Meetings can be held in-person, virtually, or as a combination of the two as determined by the Executive Board, so long as the format is announced in advance.

Article X - Educational Opportunity Travel Policy

Section 1. The USCSO Program Coordinator will ensure all FTC and FLL Team travel, as related to USC Robotics events, will comply with the Upper St. Clair School District Educational Opportunity Travel Policy.

Article XI – OPERATIONS

Section 1. The fiscal operating year of the Robotics Boosters shall begin on July 1st and end the following year on June 30th.

Section 2. The Boosters will operate on a non-profit, non-stock basis.

Section 3. Parliamentary procedure *Robert's Rules of Order, Revised*, shall govern these Robotics Boosters in all cases to which it is applicable and in which they are consistent with these bylaws.

Section 4. All checks of the Boosters shall be signed by two officer(s) of the Executive Board.

Article XII - Amendments and Revisions: Bylaws

Section 1. These bylaws may be amended at any General Membership meeting of the Robotics Boosters by a two-thirds vote of the members present and voting, provided notice of the proposed change has been made no less than 30 days prior to the meeting. Amendments to the bylaws shall become effective immediately following their approval by the general membership.

Section 2. These bylaws shall be subject to review no less frequently than every three years by a special committee, organized by the President as described in Article VI Section 1a, and as such the next review shall take place no later than the spring of 2029. The bylaw review committee must

consist of at least three (3) Active Members of the Robotics Boosters and include an Executive Board member with a minimum of one year's previous membership.

Section 3. No such alteration, amendment, or repeal shall be inconsistent with the provisions of the Articles of Incorporation of the Boosters.

Article XIII - Dissolution

In the event of dissolution of the Robotics Boosters, the Robotics Boosters' funds will be used for authorized payment of all outstanding debts. All remaining Robotics Boosters funds shall be donated to the Upper St. Clair High School Robotics Program. If the Upper St. Clair High School Robotics Program no longer exists, the funds shall be donated to any Upper St. Clair School District program at the discretion of a majority vote of the Robotics Boosters prior to dissolution. In the event that the Upper St. Clair Robotics Boosters and the Upper St. Clair School District no longer exist, any remaining funds must be turned over to another 501(c)(3) organization.

Article XIV - Indemnification

The Boosters shall indemnify each of its Executive Board members, Committee Chairs, and employees whether or not then in service as such (and his/her executor, administrator, and heirs) against all reasonable expenses actually and necessarily incurred by him or her in connection with the defense of any litigation to which the individual may have been a party because he or she is/was an Executive Board officer or employee of the Boosters. The individual shall have no right to reimbursement, however, in relation to matters as to which he/she has been adjudged liable to the Boosters for negligence or misconduct in the performance of his/her duties, or was derelict in the performance of his/her duty as director, officer, or employee by reason of willful misconduct, bad faith, gross negligence or reckless disregard of the duties of his/her office or employment. The right to indemnify for expenses shall also apply to the expenses of suits which are compromised or settled if the court having jurisdiction of the matter shall approve such settlement.

The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such director, officer or employee may be entitled.

V2 Reviewed and Approved February 13, 2025
Revised, V3 Reviewed and Approved March 11, 2025
Revised, V4 proposed April 7, 2025
V4 Approved and Adopted May 5, 2025
V5 Reviewed and Proposed April 23, 2026