

NEENAH SOCCER BOOSTERS, INC.

BYLAWS

ARTICLE I - MEMBERSHIP

- (a) Anyone interested in advancing the soccer program of the Neenah Joint School District with moral, physical or financial assistance is eligible to be a member of the Neenah Soccer Boosters, Inc. (Club).
- (b) All members shall pay annual dues. The amount of the annual dues will be determined by the membership.
- (c) Members who have paid their annual dues for that school year will have the following rights:
 - a. To attend and participate in all membership meetings and functions;
 - b. To vote on recommendations presented at membership meetings;
 - c. To elect the Officers and Directors; and
 - d. To vote on amendments to Articles of Incorporation and these Bylaws.
- (d) General membership meetings will be held on a monthly basis throughout the school year.
- (e) Five members will constitute a quorum at any membership meeting unless otherwise required by law, in the Articles of Incorporation or these Bylaws. A majority of members present at a meeting at which a quorum is present will be an act of the Club, unless otherwise required by law, in the Articles of Incorporation or by these Bylaws.
- (f) Membership meetings may be conducted through the use of any means of communication by which all participating members may simultaneously hear each other during the meeting or by which all communication is immediately transmitted to each participating member and each participating member is able to immediately send messages to all other participating members. Prior to beginning such meeting, all members will be informed that a meeting is being conducted at which official business may be transacted. A member participating in such meeting is deemed to be present in person at the meeting.

ARTICLE II – BOARD OF DIRECTORS

- (a) The Board of Directors (Board) will supervise the affairs of the Club and promote the growth, communications and purposes of the Club. The Board will transact the business of the Club between membership meetings and the report back to the membership at the next membership meeting.
- (b) In order to be eligible for election or appointment to the Board, individuals must be an adult member in good standing of the Club or a Neenah High School soccer team coach or representative.
- (c) The Board of Directors shall be made up of six directors and consist of individuals in the following positions:
 - a. President;
 - b. Vice President;
 - c. Secretary;
 - d. Treasurer;
 - e. Neenah High School Boys Soccer Coach or representative; and

- f. Neenah High School Girls Soccer Coach or representative.
- (d) The Board will meet at least annually. The Board will designate the time and place of all meetings. Special meetings may be called by the President or upon the request of not less than two members of the Board. Notice of any regular or special meeting will be sent to each Director by electronic means, be delivered personally or by telephone not later than five days before the day on which the meeting is to be held.
- (e) A majority will constitute a quorum at any meeting of the Board unless otherwise required by law, in the Articles of Incorporation or these Bylaws. A vote of the majority of Directors present at a meeting at which a quorum is present will be an act of the Board, unless otherwise required by law, in the Articles of Incorporation or by these Bylaws.
- (f) Meetings of the Board may be conducted through the use of any means of communication by which all participating Directors may simultaneously hear each other during the meeting or by which all communication is immediately transmitted to each participating Director and each participating Director is able to immediately send messages to all other participating Directors. Prior to beginning such meeting, all Directors will be informed that a meeting is being conducted at which official business may be transacted. A Director participating in such meeting is deemed to be present in person at the meeting.
- (g) Any action required or permitted to be taken at a Board meeting may be taken by written action or electronic action signed by two-thirds of the Directors eligible to vote on such action. Consent under this provision has the same force and effect as a vote of the Board taken at a meeting.

ARTICLE III - OFFICERS

- (a) The Officers of the Club will be the President, Vice President, Secretary, and Treasurer. Each of the Officers will be standing voting members of the Board and will be counted in the number of total Board Directors under Article II(c).
- (b) The duties of the Officers will be to coordinate the activities of the Club.
- (c) **President** - The President will preside at all membership meetings of the Club and its Board of Directors and shall be the principal executive officer of the Club. The President shall supervise and control all the business and affairs of the Club, carry out the policies as set by the membership and shall perform any and all other duties customary or incidental to such office. The President will be authorized to sign checks in the amount of \$200.00 or less.
- (d) **Vice President** - In the absence of the President or in the event of his death, resignation, inability to act, or in the event for any reason it shall be impractical for the President to act personally, the Vice President shall exercise all functions and duties of the President and shall perform such other duties customary or incidental to the office of Vice President.
- (e) **Secretary** - The Secretary shall (1) keep the minutes of any membership and Board meetings; (2) notify the Board and membership of meetings and events of the Club; (3) be custodian of the Club record and books except those of the Treasurer; and (4) in general, perform all duties customary or incidental to the office of Secretary.
- (f) **Treasurer** - The Treasurer shall (1) have charge and custody of and be responsible for all funds and securities of the Club; (2) receive and give receipts for monies due and payable to the Club from any source whatsoever and deposit all such monies in the name of the Club in such banks, trust companies, or other depository as shall be selected; and (3) in general, perform all duties

customary or incidental to the officer of Treasurer. The Treasurer will be authorized to sign all checks.

ARTICLE IV – ANNUAL MEETING AND ELECTION OF OFFICERS AND DIRECTORS

- (a) The Annual Membership Meeting will be held in May of each year. All Directors and Officers for the next year will be elected at the Annual Membership Meeting.
- (b) Each eligible member will have one vote for each Officer/Director position. All voting must be in person. Cumulative voting is not permitted. Voting by proxy is not permitted.
- (c) All newly elected Officers and Directors and non-returning Officer and Directors terms will begin and end, respectively, on the first day of the year next following such election. Officers and Directors will be elected for a one year term and will hold office for the next year, unless an Officer /Director's death, resignation or inability to serve as an Officer or Director occurs before the end of such term. The Vice President may become President after the end of his/her term as Vice President. No person may hold more than one office at any one time. Officers and Directors may be elected for successive terms.
- (d) Should a vacancy occur in the office of the President prior to the end of his/her term, the Vice President will assume the duties of the President for the remainder of the term. A vacancy in any other office or Directorship will be filled by a majority vote of the membership.

ARTICLE V - EXPENDITURES

Authorized expenditures shall be executed by means of a check drawn on the official depository of the Club and signed by either the President or Treasurer. Any expenditure over \$500.00 which is either not authorized by the budget or not previously approved by the membership, becomes the sole financial responsibility of the individual incurring the debt until approved by the membership. A minimum yearend balance of \$100.00 shall be retained in the treasury to guarantee perpetuity of the Club and provide operating funds the succeeding Board.

ARTICLE VI – ENDORSEMENTS AND POLITICAL ACTIVITIES

The Board, Officers or membership shall not involve the Club in any political endorsements, political activities, or any other activity that may threaten the tax-exempt status of the Club.

ARTICLE VII – NON-DISCRIMINATION

The Club supports all students to the rights, privileges, programs and activities generally accorded or made available to students at Neenah High School. The Club does not discriminate on the basis of person's sex, race, religion, national origin, ancestry, creed, pregnancy, marital or parental status, sexual orientation, or physical, mental, emotional or learning disability in the administration of athletic and other programs.

ARTICLE VIII - DISSOLUTION

In the event of the dissolution, any Club assets remaining after paying all or adequately providing for the debts and obligations of the Club shall be distributed by the Board of Directors, or the person in charge of the liquidation, to the Neenah Join School District for use in support of soccer activities.

ARTICLE IX – FISCAL YEAR

The fiscal year will be from July 1 to June 30th.

ARTICLE X - SEVERABILITY

If any provision of these Bylaws or the application of such provision to any circumstances is determined to be invalid, the remainder of these Bylaws or the application of the provision to other circumstances will not be affected.

ARTICLE XI – BYLAW AMENDMENTS

The membership, by a majority vote at any membership meeting, may amend these Bylaws as it may deem necessary for the best interest of the Club.

Approved this 23rd day of May, 2011

Secretary