



By-Laws

Preble High School Baseball Booster Club

Green Bay, Wisconsin

Amended November 20, 2022

ARTICLE I: NAME

The organization shall be known as the Preble High School Baseball Booster Club. The term “Club,” when used hereinafter shall be defined to signify the Preble High School Baseball Club.

ARTICLE II: MISSION STATEMENT

The Preble High School Baseball Booster Club, also known as “the Club,” is composed of parents and community members who have an interest in broadening the involvement of the students and families through the support of the Preble High School baseball teams and coaching staff. The Club’s primary purpose is to financially and socially support and promote the Preble High School Baseball program by working cooperatively with the parents, students, alumni, coaches and the community.

ARTICLE III: OBJECTIVE

SECTION 1

The objective of the Club shall be to support, raise money and promote the Preble High School Baseball program.

SECTION 2

To achieve this objective, the Club will provide a program that encourages participation. All Directors, Officers and Members shall bear in mind that we support the Preble High School Baseball Program. In accordance with Section 501© of the Federal Internal Revenue Code, the Club shall operate exclusively as a non-profit organization. No part of the net earnings shall benefit any private shareholder or individual; no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation, and which does not participate in or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE IV: MEMBERSHIP

SECTION 1

Eligibility: Any person sincerely interested in active participation to further the objective of the Club may become a member.

SECTION 2

Members of the Club shall consist of parents and guardians of Preble High School and the Preble quadrant feeder school students and other interested members of the community. Every Parent or guardian is strongly encouraged to:

1. Attend all general membership meetings and participate in discussions
2. Participate in Club activities designed to support the Preble High School baseball teams
3. Provide a strong support group for all players, managers and coaches
4. Foster parent and community involvement in organizational and fundraising activities involving the Preble High School Baseball teams
5. Work in cooperation with Preble High School and the District to supplement the efforts of Preble High School and the District to provide the best possible experience for the students, coaches and parents involved in the program
6. Support the goal of Preble High School to promote academic excellence and sportsmanship in their baseball program
7. Coordinate and facilitate baseball related social activities, including but not limited to: game concessions, varsity spring trip activities and post season banquets
8. Each member of the club shall follow Roberts Rules of order to ensure the proper and successful operation of the Club
9. No members shall have any right or interest in the property of the Club

ARTICLE V: GENERAL MEMBERSHIP MEETINGS

SECTION 1

Meetings: Club meetings will be held monthly or as deemed necessary by the Board of Directors as defined by Article VI & VII below.

SECTION 2

Notice of Meetings: Meeting dates will be communicated to all members of the Club by the Board. Such notice shall be made at least seven days in advance of the meeting. The notice will include the place, date, time and purpose of the meeting. Any member may present a topic or express an opinion before the Club Board of Directors. Members are to inform the Board of Directors in advance of the next scheduled meeting of any subject matter that he or she wishes to present.

SECTION 3

Voting: Only the Board of Directors shall have the right to vote.

SECTION 4

Annual Meeting of the Members: The annual Meeting of the Members will be held each year during the month of September for the purpose of electing the Board of Directors, reviewing reports, and for the planning of projects and activities for the upcoming baseball season.

1. The Membership shall receive at the Annual Meeting a report by both the President and the Treasurer with the content to include:
 1. The condition of the Club

2. A general summary of funds received and expended by the Club for the previous year, the amount of funds currently in possession of the Club and the name of the financial institution in which such funds are maintained
2. The membership shall have the right to vote for each position to be filled on the Board of Directors
3. The Board of Directors shall assume the performance of its duties immediately following the elections
4. The Board's term of office shall continue until its successors are elected and qualified under this section

ARTICLE VI: BOARD OF DIRECTORS

SECTION 1

The Board of Directors shall be the governing body of the Club and shall be charged with the full responsibility for the conduct of all phases of the program and shall be empowered to take all action necessary to discharge this responsibility subject to the limitations contained in the Articles of Incorporation or By-Laws. Election of a parent member of the Board does not provide that a child of said parent is ensured a roster position on one of the PHS baseball teams. Selection to a baseball team will be determined by the coaches.

SECTION 2

Eligibility: Any member of the Club is eligible to be elected to the Board. Any current high school baseball coaches or spouses are not eligible for an elected position or voting position on the Board.

SECTION 3

Officers of the Board of Directors: The Board shall consist of four elected officers, three at-large positions and the Varsity head coach (who is non-voting member) of the Preble High School baseball team. The Officers of the Board shall include a President, Vice-President, Treasurer and Secretary. **SECTION 4**

Terms of Office: The voting members of the Board will be elected by the Members at the annual meeting for a term of two years. The election for President and Treasurer are voted for on even years – Vice President and Secretary are odd years. The three At-Large positions (At Large A, B & C) will be elected as such: At Large Member A voted in even years – At Large Members B & C will be voted for on odd years. The first election cycle will begin in 2018.

The President will seek and accept nominations for Board positions at this meeting. Any member of the Club may place his or her name or that of another active member in nomination for vacancies on the Board. The outgoing President will verify the willingness of each nominee to serve before submitting his or her name to the ballot. All Club members present at the annual meeting will be able to cast a vote for each of the open Board positions.

SECTION 5

Vacancies: In the event of a vacancy on the Board for any reason, the remaining Board members shall select a successor by majority vote from a list of nominees at the next regularly scheduled meeting.

SECTION 6

Special Board Meetings, Notice and Quorum: Special meetings of the Board shall be held at the discretion of the President or the Board and on such days shall be determined by the Board.

1. The President, or any three voting Board Members may issue a call for a Special Board Meeting. Notice shall be not less than forty-eight hours in advance of such Special Meeting. Notice shall include the purpose of the meeting. No other matters not so noticed may be acted upon at the meeting, and Robert's Rules will be followed.
- (2) Four Directors shall constitute a quorum at a Board meeting where business must be conducted. The act of the Directors who constitute a quorum at any meeting shall be the act of the Board.
- (3) Any Director (except the head baseball coach) may be removed from the Board at any time if members by a majority vote take action.

ARTICLE VII: DUTIES AND POWERS OF THE BOARD OF DIRECTORS

SECTION 1

Appointments: The President or the Board may appoint such other officers as he/she may deem necessary, and may prescribe the duties of each. The President or the Board shall have the power to appoint such committees as they deem necessary, and to delegate such powers to them as is advisable and proper under these By-Laws. The Board shall have the power, by two-thirds vote of those present at a duly constituted meeting, to discipline, suspend or remove any Director or Officer, or Committee member in accordance with the procedure set forth in Article VI, Section 6.

SECTION 2

President: The President shall look after the general welfare of the Club, set agendas for meetings and to preside at all meetings of the Club. The President appoints committees, and is the chairman of the Board. The President, along with the Vice-President, shall sign all written contracts for the Club.

Vice President: The Vice President shall assist the President in the discharge of the President's duties and to sign all written contracts along with the President for the Club. In the absence of the President, the Vice-President is to preside and perform the duties of the President.

Secretary: The Secretary shall keep an accurate record of the minutes of all meetings, take care of all correspondence to the members including newsletters and emails (excluding social media).

Treasurer: The Treasurer shall receive all funds of the Club, pay all bills as approved by the Club, keep an itemized account of all receipts and disbursements and file appropriate tax forms. The Treasurer will provide a written financial report at each regular monthly meeting. Treasurer will file approval for 501c3 status and complete the annual audit. All checks shall be signed by the Treasurer and/or the President. The Vice President will assume the responsibility of signing checks if the President or Treasurer is not able.

At Large Members: At Large Members shall assist and support the activities and duties of the Officers of the Club.

Varsity Baseball Coach: The Varsity Baseball Coach shall provide guidance to the Board regarding Club activities, and will provide input regarding any additional needs of the baseball program. The Coach will

always be consulted regarding policy issues, projects, and major expenditures of Club monies. The Varsity Coach is an important part of the Green Bay Preble Baseball Booster Club. The Coach is a non-voting member.

ARTICLE VIII: COMMITTEES

The Board, with input and advice from the coaches and Club members, will select activities and projects for each baseball season. The Board will appoint committee leaders that will work with the Board to coordinate these activities and projects. Committee leaders will be invited to Board meetings to report the status of their committees when necessary. The Board is ultimately responsible for ensuring that each committee operates appropriately and successfully. The Club will have the right to sell Board approved PHS Baseball apparel to the Club members and to the general community if desired.

ARTICLE IX: FINANCIAL AND ACCOUNTING

SECTION 1

Authority and Disbursement: The Board shall decide all matters pertaining to the distribution of funds other than fundraising expenses and shall place all income in the Club bank accounts, directing expenditure funds other than the fundraising expenses in such a manner as the Board agrees. All requests for major expenditures must be approved by a majority vote of the Board. The Treasurer or the President shall sign the checks. The Vice President will assume the responsibility of signing checks if the President or Treasurer is not able.

SECTION 2

Compensation (wages): No Officer or Member shall receive, directly or indirectly, wages from the Club. Coaches cannot be members of the Club, with the exception of the Varsity Head Coach.

SECTION 3

Fiscal Year: The fiscal year of the Club shall begin January 1st and end December 31.

SECTION 4

Budget: The Board shall adopt an annual budget of income and expenses under the direction of the Varsity Coach, President and the Treasurer. The Board shall make the budget available to all Members at the annual meeting.

SECTION 5

Expenditures: Only by a majority vote of the Board may an individual be authorized to spend money for fundraising expenses.

SECTION 6

Distribution of Property upon Dissolution: Upon dissolution of the Club and after all outstanding debts and claims have been satisfied, the Members shall direct the remaining property of the Club to another Federally Incorporated entity which maintains the same objectives as set forth in Article II of the By-Laws, which are, or may be entitled to exemption under Section 501-(c) (3) of the Internal Revenue Code or any future corresponding provision.

ARTICLE X: NON-DISCRIMINATION

It is the policy of the Club that all the parties involved in the operation of the Club will provide an operational environment that is free of all forms of discrimination.

ARTICLE XI: CONFLICT OF INTEREST

Members of the Board and Committee members shall not engage in any activity which gives rise to, or could give rise to, an appearance or claim of self-dealing loyalty or conflict of interest by reason of such person's position with the Club. In the event that such person has reason to believe his or her activities or anticipated activities could give rise to any such claim, he or she shall have a duty to disclose such activities or anticipated activities to the Board.

ARTICLE XII: INDEMNIFICATION

The club shall indemnify and hold harmless every Officer and Member of the Club to the fullest extent allowed by law at the time of indemnification.

ARTICLE XIII: AMENDMENTS

SECTION 1

These By-Laws may be amended, repealed or altered in whole or part by a majority vote at any duly constituted meeting of the Board, providing notice to the proposed changes is included in the notice of such meeting.

SECTION 2

The By-Laws of the Club will be reviewed at the annual Club meeting.

THESE BY-LAWS WERE APPROVED BY THE BOARD ON November 20, 2022

PRESIDENT'S PRINTED NAME: Nicole Hoffmann _____

PRESIDENT'S SIGNATURE 