

BYLAWS OF THE LIBERTY HIGH SCHOOL LION BACKERS, INCORPORATED

D.B.A. LIBERTY HIGH SCHOOL ATHLETIC BOOSTERS

(Revised – December 2006)

Article I

Name and Office

Name: The name of the organization is Liberty High School Lion Backers, Incorporated, dba Liberty High School Athletic Boosters. The organization shall be referred to as the Liberty High School Athletic Boosters throughout this document and publicly.

Office: The principal office of the Corporation shall be at Liberty High School, Carroll County, Maryland.

The designation of the city or county of the Corporation's principal office may be changed by the Board of Directors. The Board of Directors may, with a majority vote, change the principal office from one location to another by noting the changed address and effective date below, and such changes of address shall not be deemed, nor require, an amendment of these Bylaws.

_____ Dated: _____

_____ Dated: _____

_____ Dated: _____

Article II

PURPOSE

Section I. General Purpose

The Liberty High School Athletic Boosters seek to promote and support all athletic programs of Liberty High School. It will lend support to such athletic programs without dictating school policy.

Section II. Special Purpose

A special purpose of the Boosters is to raise and disseminate funds in support of LHS interscholastic sports programs in a fashion deemed advisable by the Boosters and acceptable to the LHS Administration and Carroll County Public Schools.

Article III

Nonprofit Purposes

Section I. IRC Section 501(c)(3) Purposes

This entity is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code.

Section II. Specific Objectives and Purposes

The purpose of the Liberty High School Athletic Boosters shall be to encourage, maintain, and further the participation of parents, teachers, and other adults of the community in support of athletic department programs and student athletes of Liberty High School, an educational institution.

Article IV

Directors

Section 1. Number, Election, Tenure and Qualifications

The initial number of directors shall be determined by the membership at the regularly scheduled meeting of the membership which includes the consideration of these Bylaws. Thereafter, the number of directors may be changed by the membership at its annual meeting, provided that the number shall not be less than three. The Annual membership meeting shall be held in April or as determined by the Board of Directors. Each director shall hold office until replaced by a duly elected/appointed director selected at the next annual meeting of members for a term to commence as of the ensuing fiscal year (July 1-June 30). Directors must be voting members of the organization and collectively they shall be known as the Board of Directors. Unless otherwise determined by the membership at its annual meeting, the Board of Directors shall consist of the officers and standing committee chairs of the Liberty High School Athletic Boosters as specified in Article V, Section 1 and Article VI Section 2; and one At-Large Director who shall be the Athletic Director of Liberty High School.

Section 2. Powers

Subject to the provisions of the laws of the State of Maryland and any limitations in the Articles of Incorporation and these Bylaws. The activities and affairs of the Liberty High School Athletic Boosters shall be conducted and all other powers shall be exercised by or under the direction of the Board of Directors, its officers and duly appointed committee leaders. The Board of Directors shall have the right to authorized deeds, mortgages, bonds, contracts, checks or other instruments not previously approved by the membership in amounts not to exceed \$2,500 in the interim between membership meetings.

Section 3. Duties

It shall be the duty of the Directors to:

- (a) Perform any and all duties imposed on them collectively or individually by law, the Articles of Incorporation, or these Bylaws;

- (b) Appoint and remove, employ and discharge, and, except as otherwise provided in these Bylaws, prescribe the duties of all officers, agents and employees, if any, of the organization;
- (c) Supervise all officers, agents, committees and employees, if any, of the organization to assure that their duties are performed properly;
- (d) Meet at such times and places as required by these Bylaws.
- (e) Set a budget; implement and monitor the budget.
- (f) And to otherwise perform the business and purpose of the organization.

Section 4. Vacancies

Any vacancy occurring on the Board of Directors and any directorship to be filled by reason of any increase in the number of directors shall be filled by the Board of Directors. Directors elected to fill a vacancy shall hold office until the expiration of the fiscal year after the next annual meeting of the members, or until replaced.

Section 5. Removal of Directors

Upon reasonable written notice, any director may be removed from office for cause by a two thirds or greater majority vote of the Board of Directors subject to approval by a majority of the membership at its next regularly scheduled meeting.

Section 6. Regular Meetings

A regular annual meeting of the Board of Directors shall be held during the fiscal year without other notice than these Bylaws, of the annual meeting of the members. The Board of Directors may provide by resolution the time and place or method for the holding of the regular meeting of the Board without other notice than such resolution. Notice shall be given by the President or his/her designee via any lawful means.

Additional meetings may be held as determined by the Board of Directors, the date and location of said meeting shall be set by the President or his/her designee with fourteen (14) calendar days notice via any lawful means including written, telephone or electronic.

Section 7. Special Meetings

Special meetings of the Board of Directors may be called by or at the request of the President, or a majority of the directors. The person(s) authorized to call special meetings of the Board may designate the place and/or method for holding the meeting. Notice for a special meeting shall be reasonable under the circumstances.

Section 8. Quorum

The majority of the Board of Directors then in office (but not less than five directors) shall constitute a quorum for the transaction of business at any meeting of the Board. Once a quorum is established, it shall remain for the duration of the meeting.

Section 9. Manner of Acting

An act of the majority of the directors present at a meeting at which a quorum is present shall be an act of the Board of Directors unless otherwise provided by law or these Bylaws.

Section 10. Informal Action

Any action required to be taken at a meeting of the Board of Directors may be taken without a meeting if a consent in writing setting forth the action shall be circulated to all directors, signed by all of the directors and approved by a majority of the directors, prior to action taken.

Section 11. Conflict of Interest

Each Board of Directors members is required to act in the best interest of the organization. If a Board member cannot do so and has a direct financial interest in any organization business, he/she shall disclose such interest. Further, he/she shall not comment or vote on any such matter.

Any duality of interest or possible conflict of interest on the part of any director shall be disclosed to the other directors and made a matter of record. Any director having such duality or possible conflict of interest shall not vote or use his/her neither influence on such matter in question, nor be counted in determining a quorum for the meeting. The minutes of the meeting shall reflect such disclosure, abstention from vote, and the Directors comprising the quorum.

Section 12. Non-liability of Directors

To the fullest extent permitted by law, the directors shall not be personally liable for the debts, liabilities, or other obligations of the organization.

Section 13. Indemnification by the organization of Directors and Officers

The directors and officers of the organization shall be indemnified by the organization to the fullest extent permissible under the laws of the state of Maryland, except for crimes of moral turpitude or misappropriation of funds.

Article V

Officers

Section 1. Number and Title

The officers of the Liberty High School Athletic Boosters shall be a President, one or more Vice Presidents, the number thereof of to be determined by the members, a Secretary, a Treasurer and such other officers as may be elected in accordance with the provisions of these Bylaws.

Section 2. Election and term of office

The officers shall be elected annually by the members for a one year term; not to exceed three (3) consecutive terms. Officers shall hold office until their successors shall be duly elected or the office duly abolished.

Section 3. Vacancies

Vacancies may be filled, or new offices created and filled by a majority vote of the directors, at any meeting of the Board of Directors, subject to subsequent approval by a majority vote of the members at the next regularly scheduled membership meeting.

Section 4. Removal

Upon reasonable written notice, any officer may be removed from office for cause by a two thirds or greater majority vote of the Board of Directors, subject to approval by a majority of the membership at its next regularly scheduled meeting.

Section 5. Duties of President

The President shall perform all duties incident to his/her office and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws, or which may be prescribed from time to time by the Board of Directors. Unless another person is specifically appointed by a majority of the directors as Chairperson of the Board of Directors, the President shall function as Chairperson and preside at all meetings of the Board of Directors and at all meetings of the members. Except as otherwise expressly provided by law, by the Articles of Incorporation or by these Bylaws, he/she shall, in the name of the organization, execute such deeds, mortgages, bonds, contracts, checks, or other instruments which may from time to time be authorized by the Board of Directors or by the membership.

Specific duties of the President may be, but are not restricted to, the following:

- (a) Represent the organization at meetings with outside groups or individuals;
- (b) Approve operating expenditures not to exceed \$250 of unobligated organization funds between general meetings;
- (c) Serve on the Selection Committee for Grants and Scholarships, unless Article XIV (3) is applicable;
- (d) Prepare agendas for all meetings.
- (e) Set annual Board meeting.
- (f) Serve as Ex-Officio member of all committees.
- (g) Perform other duties as set by the Board of Directors.

Section 6. Duties of Vice President

In the absence of the President, or in the event of his/her inability or refusal to act, the Vice President shall perform all the duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions on, the President. The Vice President shall have other powers and perform such other duties as may be prescribed by law, by the Articles of Incorporation, or by these Bylaws, or as may be prescribed by the Board of Directors.

Specific duties of the Vice President may be, but are not restricted to the following:

- (a) Serve as an executive assistant to the President and carry out those duties assigned by the President;
- (b) Serve on the Selection Committee for Grants and Scholarships; unless Article XIV (3) is applicable.

Section 7. Duties of Secretary

The Secretary shall:

- (a) Certify and keep the original, or a copy, of these Bylaws as amended or otherwise revised to date. This power includes the power to issue conformed copies of the Bylaws on behalf of the organization;
- (b) Keep a book of minutes of all meetings of the Directors, and, if applicable, meetings of committees of Directors and of members, recording therein the time and place of holding, whether regular or special, how called, how notice thereof was given, the names of those present or represented at the meeting, whether a quorum was obtained, as well as the proceedings thereof and distribute as necessary;
- (c) See that all notices are duly given in accordance with the provisions of these Bylaws or as required by law;
- (d) Keep a membership book containing the name and address of each and any current members, adding new members and deleting any individuals who have not paid or renewed their dues;
- (e) Exhibit at all reasonable times to any Director, Officer or member of the organization, or to his/her agent or attorney, on request therefore, the Bylaws, the membership book, the minutes of the proceedings of the Directors of the organization; and any other applicable minutes kept pursuant to Article IV, Section 7 (b) of these Bylaws;
- (f) In general, perform all duties incident to the office of Secretary and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws, or which may be assigned to him/her from time to time by the Board of Directors.
- (g) Perform other duties as assigned by the President or by the Board of Directors.

Section 8. Duties of Treasurer

The Treasurer shall in accordance with the regulations set forth by the Carroll County Public School system regarding the handling of funds/monies:

- (a) Have charge and custody of, and be responsible for all funds and securities of the organization in such banks, trust companies, or other depositories as shall be selected by the Board of Directors; and protected by the FDIC;
- (b) Receive, and give receipt for, monies due and payable to the organization from any source whatsoever; and encourage all funds collected be via check, not cash;
- (c) Disburse, or cause to be disbursed, the funds of the organization as may be directed by the Board of Directors, taking proper vouchers for such disbursements;
- (d) Keep and maintain adequate and correct accounts of the organization's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains and losses;
- (e) Exhibit at all reasonable times the books of account and financial records to any Director, Officer or member of the organization, or to his/her agent or attorney, within five (5) business days of the documented request;
- (f) Render to the President and Directors, whenever requested, an account of any or all of his/her transactions as Treasurer and of the financial condition of the organization;
- (g) Prepare, or cause to be prepared, and certify, or cause to be certified, the financial statements to be included in any required reports;
- (h) Serve as Chairperson of the Budget Committee;
- (i) Tabulate the results for grants, scholarships and awards presented to the organization;
- (j) In general, perform all duties incident to the office of Treasurer and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws or which may be assigned to him/her from time to time by the Board of Directors.

(k) Perform other duties as assigned by the President or by the Board of Directors.

Section 9. Non-liability of Officers

To the fullest extent permitted by law, the Officers shall not be personally liable for the debts, liabilities, or other obligations of the organization.

Article VI

Committees

Section 1. Establishment

The Board of Directors shall establish as standing committees the following:

- (a) Ways and Means Committee for the purpose of devising and implementing ways and means of raising funds to carry out the goals of the organization;
- (b) Membership Committee for the purpose of devising and implanting methods for increasing membership in the organization. This committee shall promote attendance of members at meetings;
- (c) Concessions Committee for the purpose of devising and implementing methods of operation of concessions (i.e., workers, supplies, and clean up);
- (d) Spirit and Special Events Committee for the purpose of devising and implementing methods of operations for special events; and promoting spirit;
- (e) Publications Committee for the purpose of devising and implementing methods of operations for publications or website of the organization;
- (f) Such other committees as are necessary and appropriate. These committees may consist of persons who are not also members of the Board and shall act in an advisory capacity to the Board.

Section 2. Appointment

The Chairperson of each committee shall be appointed by the President with the advice and consent of the Board of Directors. The Chairperson of each committee shall serve as a member of the Board of Directors. Committee members shall be appointed by the Chairpersons each committee.

Section 3. Committees' Commissions

The duties, responsibilities, authority and composition of all committees shall be stated in writing and adopted by resolution of the Board of Directors.

Section 4. Term

All committee members shall serve until the expiration of the fiscal year after the first annual membership meeting following their appointment.

Section 5. Reports

Each committee shall submit written activity reports at each membership business meeting.

Article VII FUNDS

Section 1. Funds required for the purposes of the organization shall be raised by annual dues, donations, and such other fund-raising activities as the organization may undertake from time to time. The Board of Directors will establish methods of designation and distribution of said funds taking into account the stated preferences of members, donors, the requests of the Athletic Director, Coaches, and the Administration.

Article VIII Fundraising and Expenditure of Funds

Section 1. Fund-raising activities

Be consistent with county and school policy; Support the goals and objectives of the budget; be supported, as much as possible, by all athletic activities desiring financial support from the organization.

Section 2. Expenditure of funds

Be in accordance with the approved budget;
Be made to those activities which have submitted a written request for funding consideration. Such requests:

- (a) Should be dated and submitted through the Board of Directors with a copy sent to the Athletic Director
- (b) Should be submitted to the Board of Directors as early as possible, preferably in April, in order that they may become part of the budget proposal.
- (c) Should be brief, but address the need, the dollar amount and how the balance of funds, if appropriate, will be accommodated
- (d) If received after budget approval, will be considered by the Board of Directors providing the budget will allow for funding of such requests.

All written requests will be reviewed in regard to:

Appropriateness - should the organization fund the request:

Fairness - will other activities be slighted?

Need - is the request really needed or nice to have?

Realism - is the amount requested realistic?

Section 3. Organizations not providing a written request for funds may receive consideration at a scheduled meeting after budget approval providing:

The need was not known or able to have been anticipated at the time of budget proposal preparation in April, or two (2) months prior to the meeting.

A representative of the activity appears before the Board of Directors during a scheduled meeting and makes an oral presentation for funding.

The request is not more than five hundred dollars (\$500);

The budget will allow for funding.

Section 4. If an individual or activity outlays monies in anticipation of the organization's approval, the organization is in no way obligated to reimburse that individual or activity.

Section 5. Upon approval of a funding request, and the attainment of sufficient funds to honor such request(s), the Treasurer will issue a check as expeditiously as possible following notification by the activity that the outlay is necessary.

Article IX

Execution of instruments, deposits and funds

Section 1. Execution of Instruments

The Board of Directors, except as otherwise provided in these Bylaws, may by resolution authorize any officer or agent of the organization to enter into any contract or execute and deliver any instrument in the name of and on behalf of the organization, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent or employee shall have any power or authority to bind the organization by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount, and then only in accordance with the term of authorization.

Section 2. Checks and Notes

Except as otherwise specifically determined by resolution of the Board of Directors, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the organization shall be signed by the Treasurer and/or by the President of the organization.

Section 3. Deposits

Funds of the organization, other than investments, shall be deposited from time to time to the credit of the organization in such federally insured banks, trust companies, or other depositories as the Board of Directors may select.

Section 4. Investments

Investments, excluding deposits, shall be made exclusively in Government or government insured securities or accounts unless otherwise approved by the Board of Directors and membership.

Section 5. Gifts

The Board of Directors may accept on behalf of the organization any legally valid restricted or unrestricted contributions, gifts, bequests, or devises for the nonprofit purposes of this organization.

Article X

IRC 501(c)(3) Tax Exemption Provisions

Section 1. Limitations on activities

No substantial part of the activities of this organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this organization shall not participate in or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provisions on these Bylaws, this organization shall not carry on any activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

Section 2. Prohibition against private inurement

No part of the net earnings of this organization shall inure to the benefit of, or be distributable to, its members, directors or trustees, 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 purposes of this organization.

Section 3. Distribution of Assets

Upon the dissolution of this organization, its assets remaining after payment, or provision for payment, of all debts and liabilities of this organization shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provision of the laws of the state of Maryland.

Article XI

Amendment of Bylaws

Section 1. Amendment

Except as may otherwise be specified under provisions of law, these Bylaws may be altered, amended, or repealed and new Bylaws adopted by approval of a majority of the Board of Directors and subject to approval by a majority of the membership at the next regularly scheduled bi-annual membership meeting. The changes to the Bylaws shall be effective upon approval of the membership or upon such date as specified in that approval.

Article XII

Members

Section 1. Determination and rights of members

The organization shall have three types of membership:

- (a) Regular Membership – awarded upon payment of the membership dues. Individuals may hold a membership but there is only one vote per membership;
- (b) Family Membership - families of Liberty High School students – or other supporting families – may hold a membership but there is only one vote per family;
- (c) Honorary Membership – designated by a two thirds affirmative vote of all those present and voting at a regular scheduled meeting of the members. Honorary members of post high school age may not vote nor shall they hold an office of the organization.

Section 2. Dues

The dues shall be set each year by the Board of Directors.

The Board of Directors has the right to waive dues.

Section 3. Number of Members

There is no limit on the number of members the organization may admit.

Section 4. Membership Book

The organization shall keep a membership book containing the name, address and phone number of each member. Non-payment of dues or non-renewal of dues shall be cause for termination of membership.

Section 5. Non-Liability of Members

A member of this organization is not, as such, personally liable for the debts, or obligations of the organization.

Section 6. NonTransferability of Memberships

No member may transfer a membership or any right arising there from. All rights of membership cease upon the member's death.

Section 7. Termination of Membership

The membership of a member may be terminated immediately upon the occurrence of any of the following events:

- (a) Upon his/her notice of such termination delivered to the President or Secretary of the organization personally or by mail, such membership to terminate upon the date of delivery of the notice or date of deposit in the mail.
- (b) If this organization has provided for the payment of dues by members, upon a failure to renew his/her membership by paying dues on or before their due date.
- (c) For conduct which is seriously and materially prejudicial to the interests or purposes of the organization.

Article XIII

Meetings of Members

Section 1. Place of Meetings

The place of meetings of the Liberty High School Athletic Boosters shall be at the Liberty High School located at 5855 Bartholow Road, Eldersburg, MD 21784.

Section 2. Regular and Bi-Annual Meetings

Regular meetings shall be held on the first Wednesday of each month during the school year or on such other periodic basis as may be decided by the membership. The regular meeting day may be changed by the President as necessary.

Two bi-annual meetings will be held each year. The first to be held in September and the second to be held in April. Officers and Directors will encourage attendance from a representative of each LHS sporting team, the Athletic Director and a member of the LHS Administration at both of these meetings to ensure that all LHS athletic teams are represented in regard to specific and general needs. The first bi-annual meeting of members in September will provide for a review of the budget, goals and objectives, proposed amendments to by-laws, and the submission of any requests for funds by the Athletic Department, Coaches and/or Booster membership. At this time, requests will be either granted, denied or placed in a holding status until funds can be made available for consideration. The second annual meeting in April will provide for the purpose of electing directors and officers, presentation of expenditure requests that have been placed on hold from the September Meeting, the presentation of any new requests for expenditures, proposed amendments to by-laws and transacting other business as may come before the meeting. The candidates receiving the highest number of votes up to the number of Directors to be elected shall be elected. Each voting member shall cast one vote, with voting being by secret ballot only. The annual meeting of members for the purpose of electing Directors shall be deemed a regular meeting.

Article XIV

Scholarship

1. Type: A minimum of two scholar athlete scholarships (one male and one female) shall be offered each year in the minimum amount of five hundred dollars (\$500.00) each.
2. Selection: A point system devised by the Board of Directors and administered by a committee appointed by the Board of Directors shall determine the recipients with the final approval of the Principal of Liberty High School.
3. No parent of a scholarship candidate may serve on the Selection Committee.

Article XV

Miscellaneous Provisions

Section 1. Fiscal Year

The fiscal year of the organization shall begin on July 1 and end June 30 of each year.

Section 2. Books and Records

The organization shall keep correct and complete books and records of accounts and shall also keep minutes of the proceedings of its members' and Board of Directors' meetings.

Section 3. Annual Review/Audit

The Board of Directors shall set sound and prudent financial policies. The Board of Directors shall provide for an independent annual review of the financial books of record.

Section 4. Nondiscrimination

The Liberty High School Athletic Boosters organization shall make available its services without regard to race, color, religion, national origin, sex, age, disability or marital status.

Article XVI

Construction and Terms

If there is any conflict between the provisions of these Bylaws and the Articles of Incorporation of this organization, the provisions of the Articles of Incorporation shall govern.

Should any of the provisions or portions of these Bylaws be held unenforceable or invalid for any reason, the remaining provisions and portions of these Bylaws shall be unaffected by such holding.

All references in these Bylaws to the Articles of Incorporation shall be to the Articles of Incorporation or other founding document of this organization filed with an office of the state of Maryland and used to establish the legal existence of this organization.

All references in these Bylaws to a section or sections of the Internal Revenue Code shall be to such sections of the Internal Revenue Code as amended from time to time, or to corresponding provisions of any future federal tax code.

Article XVII

Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern this organization in all cases in which they are applicable and in which they are not in conflict with these Bylaws.

**LIBERTY ATHLETIC
BOOSTERS
PROPOSAL FOR EXPENDITURE***

DATE _____ SUBMITTED BY _____

PROJECT _____

TOAL COST OF PROJECT _____

FUNDS TO BE CONTRIBUTED BY REQUESTING ORGANIZATION _____

AMOUNT OF FUNDS REQUESTED OF BOOSTERS _____

DESCRIPTION OF PROJECT (Please include any price quotes, written proposals, etc)

WHO WILL BENEFIT FROM THIS PROJECT

FOR BOOSTER USE ONLY

DATE PRESENTED _____

APPROVAL GRANTED _____ DECLINED _____

NOTES _____

SIGNATURE, BOOSTER PRESIDENT

DATE

SIGNATURE, ATHLETIC DIRECTOR

DATE

*Any expenditure over \$1000 must be made through a purchase order obtained through the LHS Financial secretary to ensure accurate accounting of item for inventory and insurance purposes. Any item over \$15000 must go through the bidding process of Carroll County Public Schools Purchasing Department.

