

Plano West Senior High School Swim and Dive Booster Club

Amended & Restated Bylaws

April 5, 2018

Article I: Name and Principal Office

The name of the organization shall be the Plano West Senior High School Swim and Dive Booster Club (the ‘Organization’). The Organization is organized under the Texas Business Organizations Code, as amended (the ‘TBOC’). The Organization is a non-profit organization with all funds raised dedicated to the purpose stated in Article II. The principal office of the organization shall be located at 5601 West Parker Road, Plano, Texas 75093. The Executive Committee shall have full power and authority to change the principal office location. The Organization shall comply with the requirements of the TBOC and maintain a registered office and registered agent in Texas.

Article II: Purpose

The purpose of the Organization shall be to help maintain, improve, or expand the swim and dive program in order to further the goal of the Plano Independent School District to promote improved communications and a greater involvement between Plano West Senior High School and the community, as well as to provide an enhanced swim and dive experience for those students who participate in the school’s program. This will be accomplished by working with the Plano West Senior High School swim and dive coaching staff and other Plano Independent School District officials as necessary.

Article III: Membership

Membership in the Organization shall be open to all parents of students at Plano West Senior High School, Jasper High School, Shepton High School, to coaches, to other staff members of these

schools, and to any other interested persons. The Executive Committee shall set swimmer and diver activity fees annually at the Spring Meeting based upon good-faith estimates of expected expenses. Such fees shall serve as dues for parents or legal guardians of swimmers and divers. For all others wishing to join the Organization, an appropriate dues amount shall be set each year by the Executive Committee at the Spring Meeting. Dues are non-refundable upon receipt by the Organization.

Article IV: Executive Committee

The Executive Committee shall consist of the President, Vice President of Leadership, Secretary/Vice President of Communications, and Treasurer. Any Executive Committee member may be removed from the Executive Committee by a simple majority vote of the Organization's Officers. At-large members will not have a vote in removing an Executive Committee member. Should an Executive Committee member resign mid-term, the remainder of the Executive Committee will appoint a member in good-standing to fill the unexpired term.

Needed additional committees and chairpersons will be decided upon at the Spring Meeting by the Executive Committee. New committees may be formed by majority vote of the Executive Committee at any time throughout the year to meet the needs of the Organization and will be placed under an existing chairperson.

Article V: Leadership Board

Chairpersons needed for the various committees will be decided upon by the Executive Committee at the Spring Meeting and given to the Nominating Committee to nominate persons to fill needed slots. Co-chairs may be suggested by the Executive Committee in years when turnover in Officers is high or other needs necessitate. Together the Chairpersons and Executive Committee members form the Leadership Board.

Article VI: Officers

The Officers of this Organization shall be members of the Leadership Board. The term of each position is one year effective immediately at election at the Spring Meeting. Previous year's Treasurer and President shall have authority to resolve any outstanding tax reporting and financial commitments through the end of the school year working in conjunction with the new Officers.

Officers of the Organization will take such actions to support the coaches, team and the swim and dive program. Actions will be approved by majority vote of those present at a meeting of the Leadership Board. No proxy voting will be allowed in neither Leadership Board meetings nor general membership meetings.

In the event that an Officer has a conflict of interest that might properly limit such Officer's fair and impartial participation in Board deliberations and decisions, such Officer shall inform the Board and recuse themselves as appropriate from such discussion and decision. "Conflict of Interest," as referred to herein, shall include but not be limited to any interest or any transaction in which an Officer is unable to exercise impartial judgement or otherwise act in the best interest of Plano West Senior High Swim and Dive Booster Club.

No Officer shall cast a vote, nor take part in the final deliberation in any matter in which he or she, members of his or her immediate family, or any organization to which such officer has allegiance has a personal allegiance that may be seen as conflicting with best interest of the Organization. Any Officer who feels that he or she may have such an allegiance shall notify the board prior to deliberations on the matter in question, and the Board shall make the final determination to whether the Officer has a conflict of interest in any matter. The minutes of the meeting shall reflect disclosure of any conflict of interest and recusal of the interested Officer.

The Nominating Committee will present nominations for the Officer positions to the members of the Organization prior to the Spring Meeting. This shall take place 7 (seven) days prior to the meeting to the Booster Club membership. The Nominating Committee will consist of the current President, the head swim coach (the ‘Coach’), and three Organization members as appointed by the current year’s Executive Committee. Members may also nominate additional candidates at the Spring Meeting. The officers will be elected at the Spring Meeting by receiving the largest number of votes from voting members present at the meeting.

Voting members of the Organization will be those members who have paid their activity fees for the current year.

Article VII: Duties of Officers

President

The President shall preside over all Organization and Executive Committee meetings. He or she may sign on bank accounts, contracts or other instruments which the Executive Committee has authorized to be executed. Two signatures are required on all bank transactions. He

or she is responsible for communication with the head swim and dive coaches in order to identify projects the Organization should complete to support the program. The President is responsible for providing direction, assistance and support to the Officers in the performance of their duties. Finally, they are responsible for maintaining contact with Booster Club members, Plano West Senior High School officials, PTSA and the community at large. Whenever the President is not available, one of the then-serving Vice Presidents shall be chosen by the remaining Executive Committee to have the authority to fulfill all of the duties of the President as set forth herein.

The President shall review the By Laws, recommend updates as necessary on a yearly basis (as stated in UIL guidelines), which will then be reviewed by the Executive Committee and presented to the membership for a vote. Current and updated UIL rules shall also be provided to Booster membership prior to the start of the District season.

Secretary/Vice President of Communications

The Secretary shall attend each meeting to keep an accurate and permanent record of all transactions, resolutions, and minutes of all meetings of the Organization and the Executive Committee. In the absence of the Secretary, another officer can be voted to take minutes for an individual meeting. Minutes taken at a meeting will be available for review prior to the next meeting and such minutes, with noted corrections, will be approved at the next meeting.

The Secretary will also serve as the Vice President of Communications assisting with communication with parents as requested and directed by the coach.

The Secretary/Vice President of Communications shall also be authorized to sign on bank accounts and contracts. Two signatures are required for all bank transactions.

Treasurer

The Treasurer shall be responsible for receiving all dues and monies, for maintenance of the Organization's checking account, and for the payment of all expenses incurred to conduct the business of the Organization. The Treasurer will prepare a statement of cash receipts and disbursements regularly and present it to the Organization at each meeting. He or she shall also be responsible for overseeing the chairpersons and committees tasked with development and implementation of programs designed to raise funds, which programs are to be carried out by Organization members on a volunteer basis. Fundraising efforts are primarily designed to meet the coach's wish list of equipment and supporting programs not provided for by the school or Plano Independent School District, but such funds may also supplement the annual budget.

The Treasurer will be responsible for filing any required Federal and State Tax Returns. Each year the Executive Committee, with the Treasurer not voting, will determine if the Organization's records are to be reviewed. If the records are to be reviewed, the Executive Committee will determine if a committee will be appointed to perform the review or if an outside party will be contracted for the review. The Treasurer along with the Executive Committee shall set budgets for any and all committees, which have expenditures. Each committee shall be responsible for providing Reimbursement vouchers and Deposit forms to the Treasurer. The Treasurer shall be authorized to sign on bank accounts and contracts. Two signatures are required for all bank transactions.

Vice President of Leadership

The Vice President of Leadership shall provide guidance and support for chairpersons of the Leadership Board in charge of Celebrations and Spirit. Celebrations include all social activities designed for swimmers and parents. This shall include an annual banquet, senior recognition and other activities as planned.

Additional activities will be coordinated and may include such items as voluntary participation in other non-profit activities to show support for our community, participation in Plano West Senior High parades, and events as guided by the Executive Committee.

For years in which the President will be rolling off of the board in the following year, the Vice President of Leadership shall be the next year's President. As such, they will serve as back-up in all capacities to the President. Throughout the year of service, they should be exposed to all tasks of the President to ensure a smooth transition year. In years when the President is not in their last year of service, the Vice President of Leadership will serve as back-up with primary responsibilities being in the area of Celebrations and volunteer coordination.

Article VIII: Meetings

The Executive Committee will ordinarily meet monthly during the school year with the exception of December and will meet as necessary in the summer. These meetings will be held at times selected by the President and are open to all members in good standing of the Organization. The President and Coach will schedule general membership meetings twice yearly with additional meetings as needed. The Executive Committee or members having not less than 1/10th of votes entitled to be cast at the Spring Meeting shall also be able to call additional meetings. There will be a mandatory Spring Meeting in April/May of each year. The date of these membership meetings will be determined based upon availability of a meeting

place at Plano West Senior High School. Notice of the Spring Meeting shall be e-mailed out to all members not later than the 10th day and not earlier than the 60th day before the date of the Spring Meeting.

Article IX: Amendments

These Bylaws may be amended by a two-thirds (2/3) vote of the voting members present at a regularly scheduled meeting of the Organization. Written notice shall be e-mailed out to all members at least seven (7) days prior to the meeting stating that a vote to amend the Bylaws will be held at such meeting.

Article X: Scholarship

In coordination with PWSH school administration and within the guidelines of PWSH and applicable UIL rules and guidelines, the Organization intends to provide two scholarships to deserving graduating seniors (one male and one female) who complete the required application and who will be enrolling as a full time student in a college or university. The scholarships will be for \$250.00 apiece.

Article XI: General

The fiscal year of the Organization will be from July 1 through June 30 of the following year.

No part of the assets of the Organization shall be distributed to its members, officers, or any private persons (as used in Section 501(c)(3) to mean "insiders" of the Organization who have the opportunity to direct resources to themselves), except that the Organization shall be authorized and empowered to pay reimbursement for authorized expenses incurred on behalf of the Organization by such members, officers, and private persons.

In the event of the dissolution of the Organization, its assets shall be distributed to the Plano Independent School District, to be designated for one or more of the exempt purposes specified in Section 501(c) (3) of the Internal Revenue Code of 1986, as it now exists or as it may be amended in the future.

No substantial part of the acts of the Organization shall be the carrying out of propaganda or otherwise attempting to influence legislation or other activities not permitted to an Organization exempt from Federal Income Taxes under Section 501(c)(3) of the Internal Revenue Code of 1986.

Article XII: Indemnification

Unless otherwise prohibited by law, The Plano West Senior High Swim and Dive Booster Club shall indemnify the Coach, any officer or any former officer against any and all expenses and liabilities incurred by him or her in connection with any claim, suit, or proceeding of which he or she is made a party by reason of being an officer. However, there shall be no indemnification in relation to matters as to which he or she shall be judged guilty of a criminal offense or liable to the Plano West Senior High Swim and Dive Booster Club for damages arising out of his or her own gross negligence or willful misconduct in the performance of a duty of the Plano West Senior High Swim and Dive Booster Club.