1. Article I. Name and Offices

The name of this organization shall be the Cary High Speech and Debate Booster Club. The principal office and registered agent of the Booster Club shall be located in 638 Walnut Street, Cary, NC 27511. The Booster Club may have such other offices, within or outside the State of North Carolina as may be designated by the Board, or as shall be appropriate or necessary for the conduct of the affairs of the Booster Club.

1. Article II. Mission

The mission of the Cary High Speech and Debate Booster Club is to support the team and coaching staff through fundraising, counsel and advice regarding competition, hosting tournaments, recruiting, overall team policy, and the social dimensions of the team.

1. Article III. Purpose

The purposes for which the Booster Club is organized include but are not limited to the following:

* 1. To do any and all things necessary in order to realize the purposes herein set forth, which are exclusively charitable, scientific, or educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law, and, to the extent consistent with the preceding clause, to engage in any lawful activity or activities for which nonprofit corporations may be organized under Chapter 55A of the General Statutes of North Carolina.
	2. To engage in any other lawful charitable, scientific, or educational purpose, activity or activities for which nonprofit corporations may be organized and as allowed by Chapter 55A of the General Statutes of North Carolina, as long as said purposes and activities are consistent with section 501(c)(3) of the Internal Revenue Code of 1986.
1. Article IV. Booster Club Composition

All families of currently enrolled members of the Speech and Debate Team are members of the Booster Club.

1. Article V. Board and Officers
	1. Eligibility: Every member of the board must be a parent of a current and active member (consistently attending practices and tournaments) of the Cary High School Speech and Debate Team. Individuals may serve multiple one-year terms until their children are no longer current and active members of the team.
	2. Officers
		1. Chairperson: The head coach will chair board meetings but will not be a voting member. This arrangement will maximize efficiency, as the head coach is the person most likely to be aware of all the issues affecting the team and the board.
		2. Treasurer: The Treasurer will collect all monies, disburse all monies, keep accurate financial records, and make financial reports to the board at scheduled meetings and to the head coach upon request.
		3. Secretary: The Secretary will keep accurate minutes of board meetings and type a copy of the minutes to be approved at subsequent meetings.
		4. Members-at-Large: One, three, or five Members-at-Large will serve on the board. They will be full-voting members, along with the Treasurer and the Secretary. In addition to offering motions and advice on any business of the board, they may volunteer or be asked to serve on short-term or long-term projects regarding board business, such as (but not limited to) fundraisers, recruitment, community outreach, team social outings, etc.
	3. Elections
		1. Nominations: Any Booster Club member may nominate himself or herself or any other member. The head coach may also nominate Booster Club members to serve. Members will accept nominations by an established deadline.
		2. Timeframe: Each spring, a nomination and election timeline will be defined by the head coach and will be completed prior to the final board meeting of the year. The new board will be installed at the first meeting of the following season.
	4. Vacancies
		1. Insufficient Nominations: As a quorum requires a Treasurer and a Secretary and an odd-number of board members, one member-at-large is sufficient, should others not be available.
		2. Mid-Season Vacancies: Should a board member resign before the end of his or her term, no replacement will be sought if a quorum can still be met. In the case a quorum cannot be met, the head coach will appoint the replacement(s) to the vacancy(ies).
		3. Exceptions: If a board member’s child leaves the team midyear, the board member may finish out the term. If a person is elected to the board and his or her child decides not to participate in the team the following season, the elected member must vacate the position, to be appointed by the head coach.
	5. Transfer of Records

The outgoing Secretary and Treasurer should finalize their records by the end of the fiscal year at the end of their term. Copies should be given to the respective new officer and to the head coach.

* 1. Impeachment
		1. Removal: In the event a board member (excluding the chair—see section 5.6.3.) is deemed unfit to continue service, the board member may be removed by a two-thirds vote of the other board members and coaching staff.
		2. Replacement: When a vacancy is created due to impeachment the procedure to fill vacancies shall be followed.
		3. Head Coach/Board Chair: Action to remove and/or replace the head coach/board chair can only be taken by the principal of Cary High School.
1. Article VI. Meetings
	1. Governance
		1. Quorum: The Chair and an odd number of voting board members will constitute a quorum. The Treasurer and Secretary must be two of the voting members present.
		2. Student Liaison: The head coach may invite a student liaison from the team to represent the ideas and concerns of the students, whenever necessary. The liaison may change throughout the course of a season and may not always be invited to meetings, depending on the nature of the business to be discussed. The liaison also may not make motions or vote.
		3. Open Meetings: Any Booster Club member may attend meetings, but only board members can vote.
	2. Frequency and Content
		1. Frequency
			1. Regular Meetings: The board will meet at least four times each school year, once per school quarter. One meeting must occur before the IMPvitational, and another meeting must occur after the IMPvitational. Another meeting must occur before the end-of-the-season banquet, and another must occur sometime after the last regular season tournament and the banquet.
			2. Additional/Emergency Meetings: Additional or emergency meetings may be called by the head coach, should the need arise.
		2. Setting Dates and Agendas
			1. The First Meeting: The chairperson will be responsible for setting the date and agenda. He will email a proposed agenda for the first meeting. Any board member may propose additional items for the agenda before the meeting.
			2. The Remaining Meetings: At each meeting, board members will set the meeting time and agenda items for the following meeting. The chairperson will send out a reminder with a proposed agenda before the next meeting. Any board member may propose additional items for the agenda before the meeting.
		3. Compulsory Agenda Items: Meetings must begin with the reading and approval of minutes from the last meeting (with the exception of the first meeting of the year; the last meeting’s minutes must be approved within thirty days of the meeting by email responses from board members present at that meeting). The second item on the agenda must be the Treasurer’s report. The final item on the agenda must be the proposed date, time, location, and agenda items for the following meeting.
		4. Rules of Order
			1. Business During Meetings: All business must be recorded in the minutes. All motions will require a second and all decisions require a majority vote.
			2. Business Between Meetings: Issues that come up between meetings can be decided upon by email voting, requiring a quorum as defined in section 6.1.1. All motions will require a second and all decisions require a majority vote. The head coach will count the votes. The emails will be included in the Secretary’s records and will be considered part of the minutes of the previous meeting, subject to approval at the next meeting.
2. Article VII. Finances
	1. Fiscal Year: The fiscal year of the League shall begin on the first day of August of each year and shall end on the thirty-first day of July of the next year.
	2. Method of Funds Collection: The Treasurer is the only person with the consistent authority to receipt and deposit the funds. In the case that the Treasurer is unavailable and is not able to perform his or her duties, the head coach may appoint one of the Members-at-large to serve in this capacity on a temporary basis.
	3. Method of Funds Disbursement: The Treasurer and the head coach have the authority to disburse funds. All receipts should be given to and kept by the Treasurer in his or her records. All transactions should appear in the Treasurer’s report for accounting and accountability purposes. The head coach and Treasurer should keep each other informed by email of non-routine expenditures. These emails should be printed and be kept in the Treasurer’s records. The Treasurer has the authority to write checks to individuals as a form of reimbursement for expenses regarding the booster club and team as specified elsewhere in the By-Laws or as approved by the Board in its minutes.
	4. Compensation of Officers: No Officer may receive any compensation, except as reimbursement for actual disbursements expended on behalf of or in service to the Booster Club and according to policies authorized by the Board.
3. Article VIII. Other Provisions
	1. Indemnification: Every person who is or shall have been a Board member or Officer of the Booster Club and his or her personal representatives shall be indemnified by the Booster Club against all costs and expenses reasonably incurred by or imposed upon him or her in connection with or resulting from any action, suit, or proceeding to which he or she may be made a party by reason of his or her being or having been a Board member or Officer of the Booster Club or of any subsidiary or affiliate thereof, except in relation to such matters as to which he or she shall finally be adjudicated in such action, suit, or proceeding to have acted in bad faith and to have been liable by reason of willful misconduct in the performance of his or her duty as such Board member or Officer. “Costs and expenses” shall include, but without limiting the generality thereof, attorneys’ fees, damages, and reasonable amounts paid in settlement.
	2. Conflict of Interest: The Booster Club hereby adopts a conflict of interest policy consistent with Section 501(c)(3) of the Internal Revenue Code of 1986 and as allowed by Chapter 55A of the General Statutes of North Carolina.
4. Article IX. Amendments
	1. Proposing Amendments: Any member of the board or the head coach may propose amendments to these by-laws, which must be seconded to be voted upon.
	2. Voting: All board members must vote upon an amendment to the By-Laws. Votes can be conducted via email and should be cc’d to all board members for transparency in the results.
	3. Head Coach Approval: As the Booster Club exists to serve the mission of the team, it is crucial that the head coach supports any revisions to the By-Laws of the Club. The head coach retains the authority to veto an amendment. There is no provision for a veto to be over-ridden.
	4. Communication: When an amendment passes, the revisions shall be posted on the website when the minutes from the corresponding meeting are posted.
5. Article X. Dissolution and Distribution of Assets

No part of the net earnings of the Booster Club shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Booster Club shall be authorized and empowered to pay reasonable compensation for services rendered to the Booster Club and to make payments and distributions in furtherance of the purposes set forth herein. The Booster Club may be dissolved and its assets and liabilities liquidated in such manner as the Board shall resolve, provided that upon dissolution, after payment of all debts, no part of the remaining assets may be distributed to any trustee, member, or officer of the Booster Club but shall be distributed as the Articles of Incorporation direct in accordance with such laws and regulations as may be applicable thereto, provided, however, that the distribution must be to another organization exempt under Section 501(c)3 of the United States Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), or to the United States, state or local governments, for a public purpose.