ARTICLE I
Name of Organization

The name of the organization shall be the Vista Ridge High School Navy JROTC Booster Club doing business as (d/b/a) Lone Star Company NJROTC Booster Club (hereinafter referred to as the Booster Club).

ARTICLE II
Purpose and Dissolution

Section 1. The purpose of the organization shall be to support the Naval Science Instructors (NSI) and Navy JROTC program at Vista Ridge High School by maintaining the non-profit status for all individual Vista Ridge High School Navy JROTC d/b/a Lone Star Company; filing required state: sales tax and annual income tax reports.

Section 2. The organization shall operate in accordance with established rules and policies of Vista Ridge High School, Leander Independent School District, the bylaws of the Booster Club and local, state, and federal laws applicable to nonprofit organizations.

Section 3: The Booster Club is established exclusively for charitable purposes, 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 of 1954, as amended. No part of the net earnings of the organization shall inure to the benefit of or be distributed to its members, directors, trustees, officers, or other private persons except that the organization shall be able and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Section 1 hereof. No substantial part of activities of the organization shall be the carrying on of propaganda or other attempts to influence legislation and the organization shall not take part in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office notwithstanding any other provision of these Bylaws. The organization shall not carry on any activities not permitted to be carried on: (a) by an organization exempt from federal income taxes under Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue law); or (b) by organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue law).
Section 4. Upon dissolution of the organization, the Executive Board shall, after paying or making provisions for payment of all liabilities, dispose of all of the assets of the organization in such manner or to such other organizations organized or operated exclusively for charitable purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c) (3) of The Internal Revenue Code of 1954, as amended, as a majority of the Executive Board shall determine.

ARTICLE III
Membership and Voting

Membership in the Booster Club shall be comprised of parent(s) or guardian(s) of a cadet or former cadet parent in the Vista Ridge High School Navy JROTC d/b/a Lone Star Company who will uphold the policies of this Booster Club and agree to its Bylaws. A maximum of one membership shall be granted to each family unit.

However, any nonparent or guardian wishing to participate must be approved by a vote of the Executive Board.

ARTICLE IV
Officers

The officers shall consist of President, Vice President, Secretary, Treasurer, Finance Administrator, Parliamentarian, Communications Coordinator, Fundraising Coordinator, and Volunteer Coordinator.

Duties of the officers shall include, but are not limited to, the following:

The President along with the Secretary shall have custody of the Booster Club Bylaws of the organization. The President will automatically be an ex officio member of any and all committees. The President is responsible for the Booster Club’s compliance of IRS rules.

The Vice President shall attend to any duty prescribed by the President as well as maintain a listing of members. In the event the President position is vacated during his or her term, the Vice President would assume the duties until such time a new President is nominated and elected.

The Secretary shall keep an accurate record of all regular and special meetings; take care of the correspondence; maintain custody of the Booster Club Bylaws; provide consolidated member lists at meetings for voting purposes.

The Treasurer shall receive all funds and disburse those funds as approved by the Executive Board; keep an accurate account of all funds received and disbursed and submit a financial report at all scheduled meetings as well as financial reports to the
Vista Ridge Senior NSI, Oversee the collection and deposition of all money by means of receipt; keep complete ledger accounts of the finances, including data logging and properly classifying expenditures; be responsible for disbursement of funds and be custodian of the books, vouchers, and financial records of the organization. The Treasurer is responsible for ensuring the Booster Club’s compliance to Section 501(c) (3) of the Internal Revenue Code of 1954 as amended.

The Treasurer, if deemed appropriate, has the right to place minimum accounting and other standards on the activity of the booster club in order for the VRHSNJROTC to retain its 501(c) (3) status. In addition,

The **Finance Administrator** shall manage all collection from lockbox on a minimum of a weekly basis, issue receipts, make deposits, complete receipts listing and tally and deposit summary forwarding originals to treasurer, and will report directly to the Treasurer.

The **Parliamentarian** shall advise Executive Board and General Booster club on parliamentary practice and procedures, following LISD Guidelines and Roberts Rules, thus ensuring the booster club conducts business within said guidelines.

The **Communications Coordinator** shall handle all social media communications; keep the Executive Board informed of all social media communications and direct member requests to appropriate staff members.

The **Volunteer Coordinator** shall maintain a listing of members and which members are qualified as Leander ISD volunteers; promote volunteering through the use of a volunteer coordinating website approved of by a majority of the Executive Board.

The **Fundraising Coordinator** shall identify and develop suitable fundraising opportunities, new projects and funds; present information to the Executive Board regarding potential income and net proceeds, along with any contracts, and receive approval from a majority of the Executive Board prior to initiating any fundraising.

All officers will sign at the beginning of each new term, acceptance and understanding of duties and will follow all applicable guidelines stated herein.

Each Officer position has the responsibility to report any potential violations with laws or regulations he/she becomes aware of including but not limited to LISD Guidelines at the individual booster club level to the Booster Club President and the Senior NSI. In the event either of those positions are compromised, officer will report to District Executive Board. Inability by any officer to perform may result in removal by a majority vote of the Executive Board. A direct violation civil or criminal will result in removal by a majority vote of the Executive Board if found guilty.
ARTICLE V
Executive Board

Section 1. The affairs of the organization shall be conducted by the Executive Board. The Executive Board shall consist of the Elected Officers of the Booster Club.

Section 2. A quorum of the Executive Board shall be defined as at least five (5) officers.

ARTICLE VI
Elections

Section 1. The Nominating Committee is formed from the organization’s membership each spring with oversight by the Executive Board. The Nominating Committee should be charged with soliciting recommendations for officer positions within the organization. The committee should then contact the potential candidate directly to ascertain their willingness and desire to serve. The Nominating Committee should report back to the membership on their results in the spring so the election may be held.

Section 2. Officers shall be eligible for re-election to the same position not to exceed two (2) consecutive terms. A term runs concurrent with the fiscal year for the organization. Should any position not be filled during the election, the current officer may serve until a successor is qualified and elected by general membership.

Section 3. Any vacancy in an office occurring during the term of office may be filled by appointment by a majority vote of the Executive Board or by special election by General Membership during any fiscal year or during any term.

Section 4. A candidate must be present when elected or have given previous consent to the Nominating Committee that they will accept the position if elected. A candidate must be the parent or guardian of a current or former cadet of the Vista Ridge High School Navy JROTC d/b/a Lone Star Company and an eligible member of the Booster Club per LISD Guidelines. All candidates must pass the LISD Volunteer Background Check for each year they hold office. Only one (1) family member may hold a position with access to financial resources.

ARTICLE VII
Fiscal Year and Meetings

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

Section 2. Meetings of the Booster Club shall be held monthly beginning in August and ending in May of each school year. Special meetings shall be held at the call of the President or at the call of any four (4) other officers with a 72-hour notice.
Section 3. All questions of parliamentary procedure not provided for in the forgoing Bylaws shall be decided by reference to Robert’s Rules of Order.

Section 4. A proposed agenda for all general meetings shall be sent to all members at least 72 hours in advance of each meeting.

ARTICLE VIII
Committees

Section 1. Committee chairs shall be appointed by a majority of the Executive Board. All committees shall be composed of a chairperson and a minimum of 2 other members. Committee chairs must present information to the Executive Board regarding budget requests, potential income and net proceeds, along with any contracts requiring signatures, and receive approval by a majority vote of the Executive Board prior to initiating any intake or disbursement of funds. Committee chairs that are not members of the Executive Board may only attend Executive Board meetings at the invitation of a majority of the Executive Board in order to make their presentations.

Section 2 Other committees, either standing or temporary may be established by a majority vote of the Executive Board.

ARTICLE IX
General Provisions/Finances

Section 1. Operating Funds. Operating funds shall be maintained in a local bank and an accounting of such funds shall be presented at all meetings.

Section 2. Annual Statement. The Executive Board shall present at each annual meeting, or when called by vote of the members at any meeting, a full and clear statement of the financial condition of the Booster Club.

Section 3. Group Exemption. This nonprofit organization will qualify as a tax-exempt organization under the provisions of Section 501(c) (3) of the Internal Revenue Code and its regulations as they now exist.

Section 4. Budget: The Executive Board shall present to the membership at the first regular meeting of the membership after the officers have been elected or as soon thereafter as practicable, a budget of anticipated revenue and expenses for the year. This budget shall be used to guide the activities of the Booster Club during the year, including serving as approval for anticipated expenditures. Any substantial deviation from the budget must be approved in advance by the membership.
Section 5. **Obligations**: A majority of the Executive Board must authorize an officer or officers to enter into contracts or agreements for the purchase of materials or services on behalf of the Booster Club.

Section 6. **Loans**: No loans shall be made by the Booster Club to its officers or members.

Section 7. **Banking**: The Financial Administrator and One Board member shall deposit all funds of the Booster Club to the credit of the Booster Club in such banks, trust companies or other depositories as a majority of the Executive Board may select and shall make such disbursements as authorized by a majority of the Executive Board in accordance with the budget adopted by the membership. All deposits and/or disbursements shall be made as soon as practicable upon receipt of the funds and/or orders of payment.

Section 8. **Financial controls**: The Booster Club shall adopt appropriate financial controls to ensure the integrity of its funds. Specifically, without limitation, the Booster Club shall maintain separation of financial controls so that, minimally:

a) All expenses must be approved by the membership by way of approval of an annual budget, or amendments thereto, or be approved by separate resolution of a majority of the Executive Board;

b) All checks, drafts, or other orders for the payment of money on behalf of the Booster Club shall require one signature and be signed by any person as authorized by written approval of a majority of the Executive Board. Written approval may be in the form of verifiable email communication by the Executive Board. All disbursements of funds, even under an approved and adopted budget, require approval by at least two (2) Board of Directors Approval

c) An officer without check signing authority designated by a majority of the Executive Board shall review all bank statements; and,

d) A committee of at least two (2) persons without check signing authority designated by a majority of the Executive Board shall annually audit all of the Booster Club finances, or hire and supervise an outside accountant or auditing firm to conduct a review of the Booster Club’s financial records as outlined in section 10.

Section 9. **Financial Report**: The Treasurer shall present a financial report at each membership meeting of the Booster Club and shall prepare a final report at the close of the year in accordance with the Booster Club's financial policies. The Executive Board shall have the report and the accounts examined annually. If the Booster Club grosses less than $100,000 per year, the financial practices and accounts may be reviewed by an internal audit committee. The internal audit committee shall consist of two (2) or more board or voting members of the Booster Club who are not involved in the routine handling of the Booster Club’s finances, including not having signature authority on bank accounts or approval authority over disbursements. If the Booster Club grosses between $100,000- $200,000 in receipts, an external professional, such as a Certified Public Accountant (CPA), shall be hired by the audit committee to perform a financial
review or compilation. A full audit shall be conducted by an external CPA when annual gross receipts equal or exceed $200,000.

Section 10. Fiscal Year: The fiscal year of the Booster Club shall be from July 1 to June 30 but may be changed by resolution of a majority of the Executive Board.

Section 11. Record retention: All records of the Booster Club shall be maintained and destroyed in accordance with law and standard record retention guidelines. Financial records shall be maintained per LISD guidelines and standard legal requirements.

ARTICLE X
Indemnification

Every member of the Executive Board, officer or employee of the Booster Club may be indemnified by the Booster Club against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board, officer or employee in connection with any threatened, pending, or completed action, suit or proceeding to which she/he may become involved by reason of her/his being or having been a member of the Board, officer, or employee of the Booster Club, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of her/his duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Board approves such settlement and reimbursement as being in the best interest of the Booster Club. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights which such member of the Board, officer or employee is entitled. Limited to policy limits in force.

ARTICLE XI
Adoption & Amendments

Section 1. The original Constitution and Bylaws were duly adopted on October 2, 2010 by the Booster Club President and officers of the Booster Club.

Section 2. Proposed amendments to these Bylaws may be submitted by any booster club member to the Executive Board after submitting prior written request and only at the invitation of a majority of the Executive Board. If approved by a majority of the Executive Board, a Bylaws Committee shall be formed and the proposal shall be submitted to the Bylaws Committee by the Executive Board.

Section 3. Any proposed amendment submitted to the Executive Board and approved shall be presented for consideration at a regular, or called meeting of the Booster Club. Notice shall be provided to all booster club members in a timely manner prior to such meeting Final vote by General Membership with a 2/3 of attendance.
CERTIFICATE OF SECRETARY
I certify that I am the duly elected and acting secretary of the Vista Ridge High School Navy JROTC Booster Club doing business as Lone Star Company Booster Club and these Bylaws constitute the Booster Club’s Bylaws. The Bylaws were duly adopted at a meeting of the Executive Board held on Tuesday, December 04, 2018.

Dated: 12/04/2018

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Secretary of the Booster Club