

# **Lake Highlands Highlandettes Parents Association Bylaws**

## **Article I – Name**

- Sec. 1** The name of the organization being formed hereby is Lake Highlands Highlandettes Parents Association, an unincorporated association formed under the laws of Dallas County, also known as Lake Highlands Highlandette Booster Club ('Highlandette Booster Club' or 'Booster Club').

## **Article II – Purpose**

- Sec. 1** The Highlandette Booster Club is organized and is to operate exclusively for one or more exempt purposes (charitable, educational, religious, scientific, literary, fostering national or international sports competition, preventing cruelty to children or animals, and testing for public safety) within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), including, without limitation, the making of contributions or distributions that qualify as exempt organizations described in Section 501(c)(3). The Organization shall not engage in any activities or exercise any powers that are not in furtherance of the forgoing purposes of the Organization.
- Sec. 2** No part of the net earnings of the Organization shall inure to the benefit of any Director of the Organization, Officer of the Organization, or any private individual, and no Director or Officer of the Organization, or any private individual shall be entitled to share in the distribution of any of the organization's assets on dissolution of the Organization. No substantial part of the activities of the Organization shall be carrying on of propaganda, or otherwise attempting, to influence legislation and the Organization shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
- Sec. 3** Notwithstanding any other provision of these Bylaws, the Organization shall not carry on, conduct, engage, participate, or intervene in any activity or transaction not permitted to be conducted or carried out by an organization exempt from taxation under Section 501(c)(3) of the code and its regulations as they now exist or as they may hereafter be amended or by any organization, contributions to which are deductible under Section 170(c)(2) of the Code and regulations as they now exist or as they may hereafter be amended, or in any activity or transaction which would result in the loss by the Organization of its status as an Exempt Organization under the provisions of Section 501(c)(3) and Section 501(a) of the Code or corresponding provisions hereafter in effect; and the use, directly or indirectly, of any part of the Organization's assets in any of these activities or transactions is hereby expressly prohibited.

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## **Article III – Mission**

- Sec. 1** The mission of the Highlandette Booster Club shall be to successfully conduct activities that promote leadership and development opportunities for students by facilitating the Lake Highlands High School (LHHS) drill team in the accomplishment of its objectives, which include enhancing individual team members' technical dance training; concentrating on discipline, fitness and performance precision, as well as personal development, including good character, leadership, accountability and self-reliance. The Highlandette Booster Club also aims to provide opportunities and the venue for the LHHS drill team to compete in dance competitions and to represent LHHS in performances throughout the community, nationally, and internationally. Services and activities of the Highlandette Booster Club include, but are not limited to, the raising of funds, the issuing of funds raised for expenses incurred, assisting the LHHS Drill Team Director in her duties and in the promotion of the Lake Highlands High School Highlandette Drill Team.

## **Article IV – Duration and Fiscal Year**

- Sec. 1** The duration of this Organization shall be perpetual, as long as there is a Highlandettes drill team at Lake Highlands High School or until disbanded by two-thirds majority vote of the current members of the Organization.
- Sec. 2** The fiscal year shall begin May 1 and end April 30.
- Sec. 3** Upon the dissolution of the Organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **Article V – Membership**

- Sec. 1** The membership of the Organization shall consist of parents of current Highlandettes, with one vote per family.
- Sec. 2** Monthly dues are required for membership in this Organization. The amount of such dues shall be determined annually, by resolution approved by a majority of the Board of Directors.

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## Article VI – Meetings

- Sec. 1** There shall be five general meetings of the Booster Club held during the fiscal year. There shall be one meeting during each of the following months: May, August, October, January and April, or months of meetings to be determined by event schedule of activities.
- Sec. 2** Special meetings of the Organization may be called by the President.
- Sec. 3** The membership shall be notified in person, in the newsletter, by telephone or by email of all general meetings.

## Article VII–Board of Directors

- Sec. 1** The Board of Directors shall consist of the Booster Club Officers, a parent representing each LHHS Drill Team Officer and the LHHS Drill Team’s Social Committee President’s parent. The LHHS Drill Team Director shall serve as an ex-officio member of the Board.
- Sec. 2** The duties of the Board of Directors shall be to transact necessary business of the Organization, to prepare the annual budget, which will be voted on at the May general meeting, to present a report at regular meetings of the Organization and to transact business between meetings.
- Sec. 3** The President shall call all regular meetings of the Board of Directors.
- Sec. 4** Special Meetings of the Board of Directors may be called at the direction of the President or by a majority of the voting Directors then in office, to be held at such time, day and place as shall be designated.
- Sec. 5** A majority of the Directors then in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.
- Sec. 6** Parents of the Drill Team Officers shall serve on the Board of Directors as representatives for their rank members. Their duties shall include communications, uniforms, costumes, props and gifts.
- Sec. 7** Except as otherwise expressly required by law or these Bylaws, the affirmative vote of a majority of the Directors present at any meeting at which a quorum is present shall be the act of the Board of Directors. Each Director shall have one vote. Voting by proxy shall not be permitted.
- Sec. 8** The Board may take action without a meeting if written consent to the action is signed by all of the Directors so that Unanimous Written Consent is achieved in lieu of a Meeting.

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- Sec. 9 Any one or more Directors may participate in a meeting of the Board of Directors by means of a conference telephone or similar telecommunications device, which allows all persons participating in the meeting to hear each other. Participation by telephone shall be equivalent to presence in person at the meeting for purposes of determining if a quorum is present.
- Sec. 10 In the event any Director has a conflict of interest that might properly limit such Director's fair and impartial participation in Board deliberations or decisions, such Director shall inform the Board as to the circumstances of such conflict. If those circumstances require the nonparticipation of the affected Director, the Board may nonetheless request from the Director any appropriate non-confidential information which might inform its decisions. "Conflict of interest," as referred to herein, shall include but shall not be limited to, any transaction by or with the Organization in which a Director has a direct or indirect personal or financial interest, or any transaction in which a Director is unable to exercise impartial judgment or otherwise act in the best interests of the Organization.
- Sec. 11 No Director shall receive compensation for his or her services as a member of the Organization's Board of Directors or as a member of a standing or special committee of the Board. Nothing herein contained shall be construed to preclude any Director from receiving reimbursement for expenses incurred on behalf of the Organization or in attending meetings of the Board of Directors or from serving the Organization in any other capacity and receiving compensation therefor.

### **Article VIII – Officers**

- Sec. 1 The elected officers of the Organization shall be parents of LHHS Drill Team members, nominated by a nominating committee, and approved by majority vote of all members of the Organization. The elected officers of the Organization shall consist of the following:
1. President
  2. First Vice President (who is President-elect)
  3. Second Vice President (in charge of fundraising)
  4. Treasurer, *and*
  5. Secretary

The nominating committee shall consist of seven members; the President, the outgoing LHHS Drill Team Captain' parent, the incoming LHHS Drill Team Captain' Parent and the incoming LHHS Drill Team First Lieutenant' Parent and three members of the Organization to be elected at the January meeting. The three elected members shall each represent one of the current classes of Highlandettes (i.e. one member whose daughter is a 1<sup>st</sup> year Highlandette, one member whose daughter is a 2<sup>nd</sup> year Highlandette, and one member whose daughter is a 3<sup>rd</sup> year Highlandette). The LHHS Drill Team Director shall serve as an ex-officio member of the nominating committee. Membership shall be notified of the proposed slate of the Organization's officers seven days prior to the April Meeting.

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- Sec. 2 No person shall serve more than two consecutive years as an elected officer.
- Sec. 3 The slate of nominees shall be presented at the April meeting, at which time additional nominations may be made from the floor with the consent of the nominee. Officers shall be elected at this time by a majority vote.
- Sec. 4 A vacancy shall be filled by a majority vote of the Board of Directors.

### **Article IX – Duties of Officers**

- Sec. 1 The President shall be the primary operating officer of the Organization and shall direct all called meetings.
- Sec. 2 The First Vice President shall assist the President, conduct special projects as the year may require, preside in the absence of the President and be a candidate for the position of President the following year.
- Sec. 3 The Second Vice President shall serve as an aide to the President, preside in the absence of the First Vice President and coordinate all fundraising activities of the Organization.
- Sec. 4 The Secretary shall keep the minutes of all meetings and is responsible for preparation of the directory and newsletters/website. The Board of Director representing the parent of the LHHS Drill Team Captain will supervise and approve all publicity and advertising for the Organization with the assistance and coordination from the Secretary, or committee, as delegated by the Board of Directors.
- Sec. 5 The Treasurer shall be responsible for all funds belonging to the Organization; shall pay out all funds and shall submit a financial report at each regular meeting of the organization. The Treasurer shall maintain a bank account. Checks shall be signed by the Treasurer, President, First Vice President or Second Vice President. The books of the Treasurer shall be reviewed by an audit committee appointed by the Board of Directors. At the end of each fiscal year, the Treasurer's books will be used by an accountant to prepare the required annual information return, Form 990, *Return of Organization Exempt from Income Tax*. The Board of Directors will review and approve the annual return prior to filing with the Internal Revenue Service.

### **Article X – Committees**

- Sec. 1 Executive Committee – Between meetings of the Board of Directors, on-going oversight of the affairs of the Organization may be conducted by an Executive Committee. The Executive Committee will consist of (1) the Booster Club President, (2) the Booster Club First Vice President, (3) Drill Team Officer Captain' Parent, (4) Drill Team Officer-1<sup>st</sup> Lieutenant' Parent, and (5) the Booster Club Treasurer. Unless restricted by the Board of

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Directors, the Executive Committee shall, between meetings of the Board, have all of the power and authority of the Board of Directors.

- Sec. 3 Other Committees and Task Forces – The Board of Directors may create and appoint members to such other committees and task forces as they shall deem appropriate, by resolution adopted by a majority of the directors in office. Such committees and task forces shall have the power and duties designated by the Board of Directors, and shall give advice and make non-binding recommendations to the Board.
- Sec.4 Terms of Office – Each member of a committee shall serve for one year until the next annual meeting of the Board of Directors and until a successor is appointed, unless the committee is sooner dissolved.
- Sec. 5 Vacancies in the membership of committees may be filled by the Executive Committee.

### **Article XI – Cash Receipts and Disbursements**

- Sec. 1 The Booster Club shall establish an account for the purpose of receiving and dispersing funds necessary for the support and maintenance of the drill team.
- Sec. 2 Receipts shall consist of members' dues, funds raised by the Organization either through specific fundraising activities such as garage sales, sale of ads or receipts of funds from the parents of drill team members which cover specific expenditures for the drill team such as camp, banquet, costumes or apparel.
- Sec. 3 Disbursements shall consist only of items which promote, assist and support the LHHS Highlandettes Drill Team and its objectives. Disbursements shall never be made in excess of the receipts in or available to the Organization, nor will they ever be provided to inure the benefit of an individual member or related family member.
- Sec. 4 Operational Expenses in excess of \$500 and not included in the operating budget shall require approval for the Board of Directors and a majority vote of the Booster Club. All checks shall require the signature of the Treasurer, President, 1<sup>st</sup> or 2<sup>nd</sup> Vice President of the Organization. Checks in excess of \$500 shall require two authorized signatures.
- Sec. 5 The Board of Directors shall disburse a minimum of \$3,000 to the Booster Club for the following year. Funds in excess of \$3,000 shall be disbursed with approval of the Executive Board and by a vote of the Booster Club at the April meeting. Any excess receipts over expenses will be used toward the following year's expenses and/or can be used to make investments of financial assets, as approved by the Board of Directors.

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### \*\*\*\*\*Article XII – Amendments

Sec. 1        The bylaws may be amended at any general meeting of the Booster Club by two-thirds vote of the membership present and voting. The amendments must have been presented at a prior meeting of the organization.

Adopted May 1, 1996

Amended 2005

Amended May 18, 2011

Amended November 8, 2012

Amended August 21, 2015