

Pope Cross Country & Track Booster Club, Inc. By-Laws
Adopted October 2009

Article I – Name

The name of this organization is the “Pope Cross Country & Track Booster Club, Inc. (PXCTBC) and is commonly referred to in these By-Laws as PXCTBC.

Article II – Purpose

Section 1: The purpose of the PXCTBC is to promote the sports of cross country and track and field to elevate the level of play at Pope High School, to implement fundraising activities that would enable students to defray the cost of participation in this activity, and augment funds required for the existence of this program. The PXCTBC serve in an advisory and support capacity to the coaches, the administration and to the student athletes.

Section 2: This association shall adhere to and enforce the policies of the Cobb County School District.

Section 3: It is formed as a service group without thought of financial gain or profit. It is the full intent of the PXCTBC to be of non-profit status and to file for appropriate permits annually. The PXCTBC shall be organized, operated and governed as a non-profit corporation pursuant to the laws of the State of Georgia and these by-laws.

Article III – Operating Authority

Section 1: PXCTBC and its members shall operate under the authority extended to it by the Principal of Alan C. Pope High School and shall adhere to all policies and guidelines of the Principal, who will act as final authority and decision maker on administrative issues, athlete, or event related issues.

Section 2: Final authority and decision maker regarding any questions on athletes, meets or event related issues reside with the head coach and athletic director of Alan C. Pope High School

Article IV – Membership and Dues

Section 1: The membership shall consist of parents and guardians of all cross country and track and field athletes who are in good standing. Good standing is defined as required dues and fees paid in full.

Section 2: Membership dues are non-refundable after the first meet of the season.

Section 3: Dues for membership in PXCTBC shall be recommended by the board after review of the budget for the coming season and approved by a majority vote of the Board. Dues are to be paid in full at the first General Membership Meeting at the beginning of each current season.

Article V – Voting

Section 1: Each member in good standing and is present at a general membership meeting or a special call meeting shall have one vote.

Section 2: An affirmative vote of a majority of those present shall be necessary for the passage of any resolution.

Section 3: A quorum for transaction of any official business at a regular board meeting shall be 2/3 of the chairs/officers then in office. Voting may be done by proxy, and a member represented by a written or electronic proxy shall be counted in achieving a quorum provided an audit trail is kept.

Section 4: A quorum at executive board meetings shall consist of a simple majority of voting members at Executive Board meetings.

Article VI– Officers and Board Composition

Section 1: Officers to be elected from the general membership to form the Executive Board are:

- President
- Vice-President(s)
- Secretary
- Treasurer

Section 2: The Board of Directors shall consist of the Executive board and the Chairpersons of the operating committees. Each member of the Board of Directors has equal voting rights.

Section 3: The officers retain the same voting privileges as other members of PXCTBC.

Section 4: The Nominating Committee. Annually the Executive board shall elect a Nominating Committee consisting of at least two members from the Executive Board or Committee chairpersons. Prior to XC and Track seasons the Nominating Committee shall be responsible for preparing a slate of directors for election and present to the Board of Directors. Once approved the slate is presented at the General Membership meeting. The slate must receive a majority vote of the members present to be elected to office.

Section 5: The Board of Directors shall fill any mid-term vacancy in an office from the general membership by appointment.

Section 6: No Executive Board member shall hold any one position for more than three consecutive years.

Article VII – Officers

Section 1: Duties of President. The President shall be the chief executive officer of the Corporation and shall have general charge and control of all its business affairs and properties. The President may sign and execute all authorized bonds, contracts or other obligations in the name of the Corporation. He shall have the general powers and duties of supervision and management usually vested in the office of president of a corporation. The President shall be ex-officio a member of all standing committees. He shall do and perform such other duties as may, from time to time, be assigned to him by the Board of Directors.

Section 2: Powers and Duties of the Vice President. The Board of Directors may appoint a Vice President or more than one Vice President. Any Vice President (unless otherwise provided by resolution of the Board of Directors) may sign and execute all authorized bonds, contracts, or other obligations in the name of the Corporation only in the absence of the President. Absence shall be defined as due to death, resignation, disqualification, removal or other cause that is in excess of 10 days. Each Vice President shall have such other powers and shall perform such other duties as may be assigned to him by the Board of Directors or by the President. In case of the absence or disability of the President, the duties of that office shall be performed by any Vice President, and the taking of any action by any such Vice President in place of the President shall be conclusive evidence of the absence or disability of the President.

Section 3: Duties of the Secretary. The Secretary shall give, or cause to be given, notice of all meetings of directors and all other notices required by law or by these Bylaws, and in case of his absence or refusal or neglect to do so, any such notice may be given by any person thereunto directed by the President, or by the directors upon whose written request the meeting is called as provided in these Bylaws. The Secretary shall record all the proceedings of the meetings of directors in books provided for that purpose, and he shall perform such other duties as may be assigned to him by the directors or the President. In general, the Secretary shall perform all the duties generally incident to the office of secretary of a corporation, subject to the direction and control of the Board of Directors and the President.

Section 4: Duties of the Treasurer. The Treasurer shall have custody of all the funds and securities of the Corporation, and he shall keep full and accurate account of receipts and disbursements in books belonging to the Corporation. He shall deposit all moneys and other valuables in the name and to the credit of the Corporation in such depository or depositories as may be designated by the Board of Directors.

The Treasurer shall disburse the funds of the Corporation as may be ordered by the Board of Directors, taking proper vouchers for such disbursements. Any disbursements that exceed \$500.00 will require the additional signature of the President. The Treasurer shall render to the President and the Board of Directors, whenever either of them so requests, an account of all his transactions as Treasurer and of the financial condition of the Corporation. The Treasurer shall give the Corporation a bond, if required by the Board of Directors, in a sum, and with one or more sureties, satisfactory to the Board of Directors, for the faithful performance of the duties of his office and for the restoration to the Corporation in case of his death, resignation, retirement, or removal from office of all books, papers, vouchers, moneys, and other properties of whatever kind in his possession or under his control belonging to the Corporation. The Treasurer shall perform all the duties generally incident to the office of the treasurer of a corporation, subject to the direction and control of the Executive Board.

Section 5: Duties of the Chairpersons. Committee chairpersons shall perform all the duties generally incident to the office of the corporation, subject to the direction and control of the Executive Board.

Article VIII – Meetings

Section 1: Board meetings will be held annually. Additional meetings will be scheduled by the President as required to conduct the business of PXCTBC.

Section 2: General membership meetings will be scheduled at the beginning and/or the end of each season.

Section 3: A special meeting of the general membership may be called by, the President, a majority of the executive board members or by 25% of the members in good standing by petition to the board. Membership must be given seven (7) days notice of any special meeting.

Section 4: All regular Board Meetings shall include a review of the minutes from the previous meeting, presentation of a current financial report, reports from active committees, old and new business.

Article X – Fiscal Year and Audits

Section 1: Fiscal year runs from July 1st to June 30th.

Section 2: An audit may be made of the treasurer's books at any time if requested by 2/3 vote of the Executive Board. An independent auditor or an auditing committee made up 3 members will be selected by the board of directors and in place by the end of year banquet.

Article XI. Amendments

Section 1: The Board of Directors shall have the power and authority, by majority vote of the entire Board of Directors, to amend, alter, or repeal these By-Laws or any provision thereof, and may from time to time adopt additional by-laws

Article XII. Parliamentary Authority

The rules contained in the current edition of Roberts Rules of Order shall govern the PXCTBC and in all cases in which they are applicable and in which they are not in conflict with these By-laws.