

American Leadership Academy QCH Athletics Boosters

Charter / By-Laws

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Article I Name

1. The name of this organization shall be the American Leadership Academy QCH Athletic Boosters.
2. The American Leadership Academy QCH Athletic Boosters (ALA QCH Athletic Boosters) shall operate within the American Leadership Academy School District in the town of Queen Creek, in the County of Maricopa, in the state of Arizona.

Article II Objectives-Mission

1. To promote the welfare and enrichment of youth in home, school and community.
2. To bring closer the relationship of home and school so that parents and teachers may cooperate intelligently in the education of the child.
3. To enhance the educational/athletic facilities and opportunities for the students of American Leadership Academy High School which are not otherwise provided for in the school budget.
4. This organization shall neither seek to direct the administrative activities of the school nor control its policies.
5. This organization may make suggestions to the administration concerning activities of the school, if such suggestion is made toward the betterment of conditions for all concerned (i.e. students, teachers, administrators and parents).
6. The ALA QCH Athletics Boosters is organized for educational purposes such as those that qualify as exempt under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
7. The ALA QCH Athletics Boosters shall not participate in nor fund propaganda, nor otherwise attempt to influence legislation. The ALA QCH Athletics Boosters shall not participate in, nor intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. At all booster meetings, issues directly related to the educational experience of the children of American Leadership Academy may be discussed, however, the ALA QCH Athletics Boosters shall not take any official position nor encourage any specific action on the part of its members.
8. Notwithstanding any other provision of this Charter, the American Leadership Academy QCH Athletics Boosters shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this organization.

Article III Membership

1. Membership is open to all adult members of the community whose child/children attend American Leadership Academy.
2. Membership is open to any employed person working at American Leadership Academy.
3. Any member shall have the privilege of making motions and chair committees.

4. American Leadership Academy shall provide an advisor and/or consultant to the American Leadership Academy QCH Athletic Boosters.

5. No board member or volunteer will give themselves any type of discount or take items for free, unless it is approved by the executive board in advance of the event.

6. Any items, prizes, candy, food, etc. remaining after any ALA QCH Athletic Booster event will be the property of ALA QCH Athletic Boosters. Remaining perishable items may be disbursed by present board members as deemed appropriate. The ALA QCH Athletic Booster board will decide how any remaining non-perishable, tangible items will be dispersed after each event.

7. Revocation of membership may occur by a majority vote of the Executive Board for corruption or any act that brings dishonor to the organization or negates the objectives of the organization. Removal shall take place after the Board has met in an effort to discuss the problem and all attempts have been made to resolve the problem. Removal shall be done by a majority vote of the Executive Board. No Board member has the right to change any decision the Executive Board members have made. If a Board member intentionally does not follow through with the decision of the Executive Board, it will result in removal from the Board.

Article IV Duties of Officers

1. The President shall preside at all meetings of the organization. The President shall be designated as the primary contact for the advisor, director and/or the administration; shall be ex-officio member of all committees; shall perform such other duties as may be prescribed in these bylaws or assigned to her/him by the executive board; and shall coordinate the work of the officers and committees, in order that the objectives mission may be promoted. The President shall have no voting authority. The President shall be allowed to cast a vote only if it is needed to break a tie.

2. The Vice President shall act as aide to the President and in their designated order perform the duties of the President in the absence or inability to serve.

3. Secretary shall record the minutes of all meetings of the organization and of the executive board committee, and place the copies of the general meeting minutes at the school. She/He shall be in charge of membership records and booster volunteers contact information.

4. The Treasurer shall receive all monies of the organization; shall keep an accurate record of receipts and expenditures; and shall pay out funds in concurrence with the approved budget. She/He shall present a financial statement at every meeting and at other times when requested by the executive board; and shall make a full financial report at the end of the current school year.

5. Staff Liaison/Advisor shall act as the representative for American Leadership Academy Jr/Sr High School.

Article V Executive Board

1. The executive board is a representative group of the organization and shall consist of the officers of the organization, American Leadership Academy QCH Athletic Boosters Advisor, Booster President, Treasurer, and Secretary.
2. The duties of the executive board committee shall be:
 - i. To transact necessary business in the intervals between regular meetings and such other business as may be referred to it by the organization or committees requiring or needing assistance.
 - ii. To create standing and temporary committees necessary to carry out the objectives and aims of this organization.
 - iii. To present a report of plans, projects, activities, etc., at the regular meetings.
 - iv. To approve routine bills.
 - v. To present a monthly committee report to an appointed ALA QCH Athletics Boosters officer when that committee is active.
3. Twenty four (24) hour notice should be given to the members of the executive board for executive board meetings

Article VI Meetings

1. The ALA QCH Athletics Boosters Executive Board will be held a minimum of two (2) times during the school year with the option to meet over the summer to organize for the upcoming school year. The board members will set the time by a majority decision with one (1) week minimum notice. The meetings can be held at American Leadership Academy Queen Creek High School campus or at any other location that the board is willing to meet at.
2. At the board meetings, the vote of the ALA QCH Athletics Boosters is always by the majority of the Board Members present. Votes by proxy shall not be allowed, however telephonic/electronic votes of executive board members shall be allowed.
3. All Executive Board meetings are closed in the interest of time and efficiency. Exceptions may be granted by the board to invited guests representing official board business.
4. The order of business at meetings shall be as follows to assure a prompt and productive meeting: Welcome, Approval of Previous Meeting's Minutes, Treasurer's Report, Business of the Board and New Business and Adjournment.

5. A majority of more than fifty (50) percent (%) of the appointed officers shall be present at any meeting to constitute a quorum necessary for the transaction of business of the organization.

6. The Director (or other individual directed by the Director) is invited to attend all ALA QCH Athletics Boosters meetings.

Article VII Funds

1. The financial institution used by the American Leadership Academy QCH Athletic Boosters shall be a Federal or State Chartered Bank or Credit Union approved by the Board.

2. Authorized signatures on ALA QCH Athletics Boosters checks shall include the ALA QCH Athletics Boosters President, the Vice-President/Co-Vice President, or the Treasurer. The signature on any check cannot be the payee.

3. To be reimbursed from the ALA QCH Athletics Boosters, a reimbursement form along with the receipt or invoice must be stapled to the reimbursement form and submitted to the Treasurer. The Treasurer will submit the invoice to the President(s) or Vice Presidents(s) to approve the funds for disbursement. The President(s) or the Vice President(s) shall sign the reimbursement form and the Treasurer will disperse the check. No reimbursement shall be approved without a receipt/invoice and an approved (signed) reimbursement form.

4. ALA QCH Athletics Boosters funds shall not be dispersed so as to bring the bank account balance below \$200.

5. At the end of the school year, there must be a carry forward balance of at least two thousand (\$2,000) dollars left in the bank account for the upcoming school year. The remaining balance of funds above \$2,000 will be allocated by majority vote of the ALA QCH Athletics Boosters Executive Board prior to the end of the current school year. Upon majority vote, and at their discretion, the ALA QCH Athletics Boosters Executive Board may choose to retain said funds in a prior year category to offset costs for the upcoming year, or for a planned large future purchase.

6. All ALA QCH Athletics Boosters financial and other pertinent records to include: bank account records, outstanding debt records, history of all transactions, receipts, and tax information. Other pertinent records include: date of contracted events, frequent contacts, volunteer information, sample forms/documents, ALA QCH Athletics Boosters inventory, etc. shall be kept in accordance with generally accepted accounting principles using cash accounting methods.

7. The Fiscal Year shall run from July 1 of one calendar year through June 30 of the next.

8. At the end of an event where monies have been collected, a deposit voucher will be filled out by two witnesses. Both members should count the money, sign, and date the slip. One copy goes to the Advisor/Coach and one copy is kept with the deposit slip by the athletic office.

9. ALA QCH Athletics Boosters funds should go directly from the school to the bank for deposit. If the bank is not open, monies will be deposited the next business day.

10. A letter will be written to the payee of all checks written to ALA QCH Athletic Boosters and returned for insufficient funds. The letter will contain a copy of the returned check, a request for the written amount and the fees charged to ALA QCH Athletics Boosters for the check. The check will be returned to the payee upon receipt of cash, money order, or certified check. There will be one written notice allowing five days from the date of the NSF notice for payee to make payment, including fees. If payment is not received then Maricopa County Attorney procedures will be followed.

11. As a volunteer organization, the American Leadership Academy QCH Athletics Boosters shall not pay or provide any remuneration to the Officers of the Executive Board or any member of the organization for their volunteer service to the organization.

12. There shall be no commingling of American Leadership Academy QCH Athletics Boosters funds with the personal, professional, or business accounts of any individuals, groups, or businesses.

Article VIII Amendments

1. Definition. An Amendment is any change, addition or subtraction to the wording of any section or subsection of this Charter.

2. Procedure. This Charter may be amended at any general meeting and only a general meeting of the organization by a majority of the members present.

Article IX Dissolution

1. The organization may only be dissolved following a majority vote of the members present at a meeting called and publicized for the purpose of dissolution.

2. The Treasurer shall be responsible for ensuring all outstanding debts are paid off and adequate time to clear has passed.

3. The Treasurer shall present an inventory of all remaining assets to the Executive Board.

4. The Executive Board shall determine how to distribute these assets for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or the

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.

Article X Rules of Order

The organization shall govern and conduct business in accordance with Robert's Rule of Order, most current edition.

Article XI Special Committee

1. The ALA QCH Athletics Boosters Executive Board may create Special Committees as it may deem to promote the objectives and carry on the work of the ALA QCH Athletics Booster Club.
2. Special Committees shall be created for a specific time and/or task and shall cease to exist when that time or task has been completed.
3. The ALA QCH Athletics Boosters shall appoint the chairperson of all the Special Committees.
4. The Chairperson of each standing or special committee shall present a plan of work to the Executive Board for approval. No committee work shall be undertaken without the consent of the Executive Board. Chairpersons are responsible for providing a detailed written report to the Treasurer, for all funds received or disbursed.

Article XII Conflict of Interest Policy

Purpose

The purpose of the conflict of interest policy is to protect *this tax-exempt organization's* interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

1. Interested Person

Any director, principal officer, or member of a committee with governing board delegated powers, who have a direct or indirect financial interest, as defined below, is an interested person.

2. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a.** An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b.** A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or **c.** A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Procedures

1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest

- a.** An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b.** The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c.** After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy

- a.** If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b.** If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

- a.** The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing boards or committee's decision as to whether a conflict of interest in fact existed.
- b.** The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Compensation

- a.** A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- b.** A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- c.** No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflicts of interest policy,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax exempt purposes.

Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in immurement, impermissible private benefit or in an excess benefit transaction.

Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

Article XIII Electronic Communications & Social Media

Electronic communications such as email, Facebook, Twitter, texting, community bulletin boards, branded websites and other social media are an important means of conducting business for ALA QCH Athletic Boosters. Information created or circulated should reflect the same standard of professionalism that is used in traditional forms of written communication such as letters and memos.

1. Member Responsibilities

Use good judgment. Members should that their actions always reflect the highest standards of business conduct and ethics. Remember, any information posted online is widely accessible, may remain on the internet indefinitely may be shared by others or may be disseminated automatically by social networking tool.

2. Protect Confidential Information

Restrict circulation of information that discusses confidential matters to those board members who have a need to know (that is, never disclose confidential, proprietary or fiscal information about the ALA QCH Athletic Boosters to those who do not have a need to know that information). Do not cite or reference customers, partners, affiliates or vendors without their approval. Use of any social media site for the purpose of posting or sharing internal information requires that the site be approved by the board.

3. Identification of Membership on the Board

Board members should indicate their board affiliation when writing about ALA QCH Athletics Boosters or Booster related matters.

4. Be Respectful

Board members should be respectful of the ALA QCH Athletics Boosters, fellow board members, coaches, partners, affiliates and vendors.

5. Avoid Inappropriate Postings

Board members should be thoughtful and show proper consideration of privacy. Avoid posting information or pictures that may be considered disruptive, false, misleading, defamatory, profane, objectionable, inflammatory, discriminatory, threatening, hateful, abusive, harassing or otherwise inappropriate about the ALA QCH Athletics Boosters, its board members, ALA Staff or general membership.

6. Consequences for Noncompliance

The Director, Advisor, President or Vice President can determine to bring a vote to the board to immediately terminate a board member for not adhering to the responsibilities outlined above.

Charter adopted by the American Leadership Academy Patriot Booster Board on

07/31/17

Date

Mandie Wallace

ALA Patriot Boosters