

**Ann Arbor Pioneer Football Booster Club
Ann Arbor, Michigan**

Charter
Adopted: May 8, 2006
Amended: February 8, 2010
Amended: October 14, 2013

ARTICLE I: NAME

The name of this organization shall be the "Ann Arbor Pioneer Football Booster Club", herein after referred to as "Club"

ARTICLE II: PURPOSES

It shall be the purpose of this organization to support and enrich the continued growth and development of the Football Program at Pioneer High School. To that end, the mission of the Club is to:

- 2.1 Support athletic and academic excellence in all football student-athletes.
- 2.2 Promote active and involved parent and community leadership.
- 2.3 Promote sportsmanship and provide supplementary financial support to all football teams within the football program.
- 2.4 *Maintain the history and tradition of excellence, which exemplifies our athletes, coaches, athletic trainers, and teams.*
- 2.5 Perform fundraising activities to generate funds to provide necessities not able to be funded by the Pioneer High School Athletic Department

ARTICLE III: MEMBERSHIP

Membership to the Club shall be acquired upon completion of an annual registration with the Registrar of the Club. Registration shall be held at a designated time and location as the majority of members of the Executive Board may establish. Membership shall run from date of registration through January 31.

- 3.1 REGULAR MEMBERSHIP shall be open to all current (registered players) football parents and/or guardians. Each family with a player shall be entitled to one vote at all Open Club meetings.
- 3.2 ASSOCIATE MEMBERSHIP shall be open to all Pioneer Alumni, former or future football players, their parents and/or guardians, and any community members interested in furthering the tradition of quality in the football program. Associate members do not have club voting privileges.

ARTICLE IV: DUES

Although payment of dues to the Club is not required for membership in the Club, all AAPS registration requirements must be met. Each new Executive Board shall retain the right to set out a dues schedule. Imposition of a dues schedule shall be made by motion of the Executive Board, and voted on by simple majority vote of the Regular Membership at the next scheduled meeting, normally March where the Club Budget is voted on for approval.

ARTICLE V. GOVERNMENT: EXECUTIVE BOARD

- 5.1 The Club shall be managed and controlled by an Executive Board made up of six (6) officers, three (3) Committee Chairs (team parents) elected by the General Membership, and one (1) Advisory Position.
- 5.1.1 The six (6) Officers are the President, Vice President, Secretary, Treasurer, Marketing Director, and Registrar.
- 5.1.2 Nine of the ten Board positions shall be voting, and one shall be non-voting.
- 5.1.3 The Voting Positions shall be: President, Vice President, Secretary, Treasurer, Registrar, Marketing Director, Varsity Committee Chairperson (Team Parent), JV Committee Chairperson (Team Parent), and Freshman Committee Chairperson (Team Parent).
- 5.1.4 The Advisory (non-voting) Position shall be the Varsity Head Football Coach.
- 5.1.5 Any of the Officers or Team Committee positions may be held jointly as "Co-Chairs" but there shall be only one vote for each position.
- 5.2 Powers of the Executive Board. The Board shall be responsible for the conduct and operation of the Club, within the specification of the Charter as set forth by the membership of the Club. Said powers shall include, but not be limited to,
- 5.2.1 Setting Club policies,
- 5.2.2 Conducting Club business,
- 5.2.3 Delegating Club powers to an agent of the Board, and
- 5.2.4 Creating and/or dissolving Committees.
- 5.3 Term. All terms shall be for one (1) year, and shall run from the February Club meeting to the following year February meeting. To hold an officer position one must have a current membership status in good standing and must receive a simple majority vote of the membership present at the meeting where the election is taking place. There shall be no absentee or proxy voting for elections of the Executive Board.
- 5.4 Election Procedure.
- 5.4.1 Nominations: Officers. Nominations for the six (6) elected officer positions (President, Vice-President, Secretary, Registrar, Treasurer, and Marketing Director) shall be placed from the floor by the General Membership during the month of November.
- 5.4.2 Date, Place, & Time of Officer Elections. All Officer Positions shall be elected at the December meeting and new officers will assume duties on February 1st.
- 5.4.3 The Outgoing Executive Board shall appoint three (3) Regular Members to act as Judges at the Annual Election. They shall conduct the election in accordance with this Charter. The outgoing Secretary shall announce and record the results of the election prior to the adjournment of the Annual Meeting.
- 5.4.4 Nomination and election of the Incoming Freshman Team Chair shall take place at the February Annual Meeting or as soon as possible thereafter, but no later than August 15 of each year.
- 5.5 Vacancies. In the event of a vacancy on the Executive Board, the remaining members of the Board shall fill the vacancy, by electing a Board Member at the next scheduled meeting. The replacement member's term is for the remainder of the resigning member only. Any Board Member may resign at any time by sending a written notice of resignation to the Secretary. The submitted resignation shall take effect upon receipt by the Secretary.

Ann Arbor Pioneer Football
Booster Club - **Charter**

- 5.6 **Removal.** Any elected Executive Board Member may be removed by a majority vote of the remaining Executive Board for cause or whenever it is determined by the Board that the best interests of the Club would be served thereby. Three (3) or more consecutive absences from regular meetings of the Board, unless excused by resolution of the Board, shall automatically constitute resignation, effective when the Board votes to accept such resignation. Board member vacancy shall be filled as required in section 5.5. A Request for Removal of any Executive Board Member may be made by written request to the Board of any one of the ten (10) regular members. Such Request shall fall under the procedures set forth for Special Meetings, in Article 9.5, below.
- 5.7 **Compensation.** Board members shall NOT be compensated for their services in any way except for the reimbursement of reasonable expenses. Reimbursement is to be authorized by majority vote of the Board at Open Meetings.

ARTICLE VI: OFFICERS: DUTIES & RESPONSIBILITIES

- 6.1 **President:** Duties shall include, but are not limited to:
- 6.1.1. Direct Club vision and goals;
 - 6.1.2. Supervise all business affairs of the Club;
 - 6.1.3. *Preside over all Open Meetings and meetings of the Executive Board;*
 - 6.1.4. Serve as a member of all standing Committees;
 - 6.1.5. Serve as designated spokesperson for the Club, except where otherwise directed;
 - 6.1.6. Serve as authorized co-signor for all Club checks, subject to provisions of Club Charter; may be authorized by Board to be a Co-signor for any Club contracts, purchase orders, or other written instruments which the Board has authorized to be executed.
- 6.2 **Vice-President:** Duties shall include, but are not limited to:
- 6.2.1. Perform all duties of the President in absence of the President;
 - 6.2.2. Represent the President upon request of the President;
- 6.3 **Secretary:** Duties shall include, but are not limited to:
- 6.3.1. *Record minutes of all meetings (or arrange for a substitute);*
 - 6.3.2. Publish meeting notices and minutes in a timely manner;
 - 6.3.3. Act as Custodian of all Club records;
 - 6.3.4. Provide written approval of all correspondence written on behalf of the Club;
 - 6.3.5. Serve as a member of the Communications Committee;
 - 6.3.6. *Serve as an authorized co-signor for all Club checks, subject to provisions of Club Charter; may be authorized by Board to be a Co-signor for any Club contracts, purchase orders, or other written instruments which the Board has authorized to be executed.*
- 6.4 **Treasurer:** Duties shall include, but are not limited to:
- 6.4.1. Charge and custody of all Club funds;
 - 6.4.2. *Transact and record all financial business on behalf of the Club;*
 - 6.4.3. Chairperson of Club Finance Committee;
 - 6.4.4. Make payments for all Club debts of the Club, subsequent to approval by majority vote of the Executive Board.

Ann Arbor Pioneer Football
Booster Club - **Charter**

- 6.4.5. With assistance of Finance Committee: shall prepare a written, monthly financial report for presentation at regular Monthly Meeting;
 - 6.4.6. Prepare an Annual Budget for approval by Executive Board;
 - 6.4.7. Maintain compliance with all accounting procedures as approved by Board;
 - 6.4.8. Prepare any IRS Tax Returns or other requirements on behalf of the Club;
 - 6.4.9. Receive and give receipts for monies due;
 - 6.4.10. Deposit all monies in the name of the Club in such depositories as directed by the Board;
 - 6.4.11. Oversee creation of the Club, as well as committee and sub-committee budgets;
 - 6.4.12. Serve as an authorized co-signor for all Club checks, subject to provisions of Club Charter; may be authorized by Board to be a Co-signor for any Club contracts, purchase orders, or other written instruments which the Board has authorized to be executed.
- 6.5 Registrar: Duties shall include, but are not limited to:
- 6.5.1. Oversee all aspects of the organizations registering of participants (e.g. camps)
 - 6.5.2. Assist treasurer in fee collections
 - 6.5.3. Obtain, maintain and distribute rosters to the necessary members,
 - 6.5.4. Certify proper completion and compliance with regards to all necessary participant paperwork (e.g. camps)
 - 6.5.5. Perform other duties as may be prescribed by the Board of Directors.
- 6.6 Marketing Director: Duties shall include, but are not limited to:
- 6.6.1. Develop and implement a marketing/sponsorship program including banners, printed game programs in order to raise Pioneer Football revenue and reduce expenses.
 - 6.6.2. Manage the Pioneer Football website and other duties as may be prescribed by the Board of Directors including but not limited to coordinating necessary advertising to raise awareness and increase participation.
 - 6.6.3. Work with Football Head Coach, President, Vice President, and Secretary to develop, create, and maintain accurate content for the Pioneer Football Website.
 - 6.6.4. coordinate and obtain relevant, timely, and accurate content from the necessary sources, including Head Coach, Board, community, and other.

ARTICLE VII. TEAM COMMITTEE CHAIRPERSONS:

- 7.1 Varsity Committee Chair: Shall act as Varsity Team Rep (Team Parent) to Club. Create and oversee sub-committees responsible for: Pre-Game Team Meals for Away games, Post Game Team Meals (as needed) for Home/Away Games. Recruit, organize, and work with sub-committees on other special events: Homecoming, Senior Night, Picture Day, Team Picnic, etc. Shall work with Treasurer and Finance Committee to create annual budget.
- 7.2 JV Committee Chair: Shall act as JV Team Rep (Team Parent) to Club. Create and oversee sub-committees responsible for: Pre-Game Team Meals for Away games, Post Game Team Meals (as needed) for Home/ Away Games. Work with Freshman Chair/ Committee to coordinate operation of Concession Stand for Freshman/ JV Games. Coordinate all food and supplies necessary for operation of stand. Work with Treasurer for payment of food/ supplies, and cash reconciliation at events. Oversee recruitment, scheduling, and orientation/ training of Volunteer Concession Stand workers. Oversee recruitment, scheduling, and orientation/ training of Game Day Workers, including "Chain Gang",

scoreboard, statistician, PA Announcer, Team Photographers, and other Game Day workers, as needed. Direct and coordinate production of Game Day Printed Rosters. Shall work with Treasurer and Finance Committee to create annual budget.

- 7.3 Freshman Committee Chair: Shall act as Freshman Team Rep (Team Parent) to Club. Create and oversee sub-committees responsible for: Pre-Game Team Meals for Away games, Post Game Team Meals (as needed) for Home/ Away Games. Work with JV Chair/ Committee to coordinate operation of Concession Stand for Freshman/ JV Games. Coordinate all food and supplies necessary for operation of stand. Work with Treasurer for payment of food/ supplies, and cash reconciliation at events. Oversee recruitment, scheduling, and orientation/ training of Volunteer Concession Stand workers. Oversee recruitment, scheduling, and orientation/ training of Game Day Workers, including "Chain Gang", scoreboard, statistician, PA Announcer, Team Photographers, and other Game Day workers, as needed. Direct and coordinate production of Game Day Printed Rosters. Shall work with Treasurer and Finance Committee to create annual budget.

ARTICLE VIII: COMMITTEES

- 8.1 The Executive Board shall appoint and/ or dissolve Standing Committees as necessary.
- 8.2 The Executive Board may appoint additional Ad Hoc Committees as needed.
- 8.3 The Executive Board shall add and/or remove other non-Executive Board roles as required by the Club.

ARTICLE IX: MEETINGS

- 9.1 Place of Meeting. Members meetings shall be held at Pioneer High School in Ann Arbor, Michigan or at such other place as the majority of members of the Executive Board may establish.
- 9.2 Annual Meeting: The Annual Meeting of the Club shall be held anytime between Feb 1 and April 15 of each year at a place and time selected by the Board. If more than 16 months elapse between Annual Meetings, this Charter may be declared null and void by any subsequent Booster organization.
- 9.3 Notice of Annual Meeting. A notice setting out the date, time, and location of each annual meeting shall be Posted on the Team Website, and/ or e-mailed OR mailed, postage pre-paid, to each registered member of record, to his or her address which appears on the Club Registration records, at least (14) Days Prior to the Annual Meeting.
- 9.4 Regular Meetings. Open Meetings of the Membership and Executive Board shall take place the second Monday of each month at 7:00 PM at Pioneer High School, or at such other time and/ or place as the Executive Board shall select. Notice of Regular Meetings shall be by Posting Meeting information to Club Website. Agendas for Regular Meetings shall be made available upon request at least 5 days prior to the meeting. Minutes of Regular Meetings shall also be made available upon request within (7) days of the meeting.
- 9.5 Special Meetings. Any five (5) members of the Executive Board or the President may call a Special Meeting at any time. The Board members calling such Special Meeting shall e-mail, call, or otherwise contact all other Board members with at least seventy-two (72) hours notice of such Special Meeting. Notice of such meeting MUST be posted to Club website at least forty-eight (48) hours prior to such meeting. Agendas for such meeting MUST be made available at least forty-eight (48) hours prior to such meeting. No business shall be transacted at a special meeting other than as stated in the notice. Special Meetings may also be called by the Board upon written request of ten (10) Regular Members not on the Board. All other notice requirements for Special Meetings apply.

9.6 Quorum. Five (5) of nine (9) voting Executive Board members must be present to establish a quorum to vote on any measure before the Board. Votes of the Board, in accordance with this Charter, are binding on the Club.

9.7 Order of Business for Board and Membership Meetings:

The following order of business shall be observed at all meetings of the Board and Membership so far as is practicable:

- A) Call to Order
- B) Confirmation of Proper Meeting Notice
- C) Approval of Minutes of Previous Meeting
- D) Approval of Agenda
- E) Reports of Officers
- F) Reports of Committees
- G) Action Items
- H) New Business
- I) Joys and Concerns
- J) Adjournment

9.8 Rules of Order. The latest edition of Roberts Rules of Order shall be used for the conduct of business during all Booster Club meetings.

ARTICLE X: CONTRACTS & LOANS

No contracts or loans shall be entered into on behalf of the Club, and no evidence of indebtedness shall be issued in its name unless authorized by Resolution of the Executive Board, and confirmed and ratified by majority vote of the Regular Membership. The exception to this provision is written Purchase Orders, which is addressed in the next Article.

ARTICLE XI: CLUB FUNDS

All monies directed towards the Pioneer Football Program, and the Club shall be turned in to the Treasurer or a member of a special Finance Committee, and handled as follows:

11.1 Monies submitted for Team Camps, Skills Camps, and other Camps are to be collected, separated from other monies collected, and disbursed. Such monies are to be collected and deposited by the Treasurer. Disbursement requests are to be made in writing to the Treasurer of the Club, by the Varsity Head Coach, or his designee. Disbursements are to be for purchase of football related equipment, supplies, and other items necessary to operate the camps. To be authorized, disbursement requests must be signed by an authorized Officer of the Club. Any monies disbursed to individuals are to be reported in accordance with appropriate Laws and Rules.

11.2 All other monies collected on behalf of the Football Program and Club (including, but not limited to: Registration fees, Advertising Revenue, Concessions Annual Golf Outing, Spaghetti Dinner, Income, Donations, Spirit Pack, and other Fundraising income) shall be deposited in a single bank account as authorized by the Executive Board. Said account is created and managed as an "Operational" Account to be used by the Club to transact business before and during the Football Season. The Operational Account is intended to create an efficient manner of conducting the Club's business regarding purchasing of food during the season, concession supplies, Pioneer Merchandise for resale, Banquet expenses, etc. The Treasurer shall be directly responsible for such funds, and written approval from two (2) Officers, non related, shall be required on all disbursements (checks or withdrawals) made on behalf of the Club in excess of \$500.

Ann Arbor Pioneer Football
Booster Club - **Charter**

- 11.3 All requests for disbursements from the Operational Account shall be made, in writing, to the Treasurer. All requests must be presented as part of the Treasurer report at the first monthly meeting following the submission.

ARTICLE XII: AMENDMENTS

This Charter may be amended, altered, or repealed at any Regular Membership meeting by a vote of two-thirds (2/3) of the Regular Members present, providing that the proposed Amendment, alteration, or proposal to repeal has been submitted in writing at the previous regular meeting. As stated above, this Charter may be declared null and void if more than 16 calendar months elapse between Annual Meetings.

ARTICLE XIII: DISSOLUTION

This Club is created solely for non-profit purposes. Upon dissolution of the Club, after paying all liabilities, any remaining funds in any accounts are to be turned over to the Pioneer Big Booster Club, and used in accordance with their By-Laws in furtherance of other Pioneer Sports programs.

The Above and foregoing Charter supersedes any previous Organizational By-Laws, and is modified and adopted as the Charter of the Ann Arbor Pioneer Football Booster Club this fourteenth (14) day of October, 2013 .

Thad Stalmack
President

Rob Kunec
Vice-President

Attest: Leandra Helberg
Secretary

Pioneer Football Booster Club (PFBC)

Conflict of Interest Policy

1. Duty to Disclose

In connection with any actual or possible conflict of interest, any interested person must disclose the existence of a financial interest and be given the opportunity to disclose all material facts to the directors and/or officers of the Pioneer High School Football Booster Club (PFBC) for consideration of the proposed transaction or arrangement.

2. Determining Whether a Conflict Exists.

After disclosure of any financial interest and all material facts, and after any discussion with the interested person, he or she will leave the PFBC Board or committee meeting while determination of a conflict of interest is discussed and voted upon. The remaining board or committee members will decide if a conflict of interest exists and how to proceed pursuant to this policy.

3. Procedures for Addressing the Conflict of Interest

- a. An interested person may make a presentation at the board or committee meeting. Upon completion, the person will 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 committee or the President or leading officer of the PFBC Board will, if appropriate, appoint a *disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.*
- c. *After exercising due diligence, the PFBC board or committee will determine whether the PFBC 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.*
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the PFBC board or committee will determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the PFBC's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it will make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflict of Interest Policy

- a. If the PFBC board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it will 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 PFBC board or committee determines the member has failed to disclose an actual or possible conflict of interest, it will take appropriate disciplinary and corrective action such as, but not limited to, removal from board or removal from voting on certain actions before the board.