

MANSON TROJAN BOOSTER CLUB  
AMENDED AND RESTATED BYLAWS

ARTICLE I  
NAME AND PURPOSE

SECTION 1: NAME

This organization is incorporated as the Trojan Booster Club and shall be known as the Manson Booster Club, (hereinafter "MBC".)

SECTION 2: PURPOSE

The purpose of MBC shall be the advancement of education and extra-curricular activities and the enhancement of school spirit to help its students succeed. MBC will support and raise money for Manson Schools activities and its affiliates; including academics, scholarships, clubs, arts and athletics.

MBC shall operate in full support of the school administration, athletic department, and those involved in extra-curricular activities at Manson Schools. At no time should the MBC make recommendations or become involved with the day-to-day operations of the school programs. The MBC shall not take positions where disputes or controversies exist among the administration or departments, including affiliates.

ARTICLE II  
EXECUTIVE BOARD AND OFFICERS

SECTION 1: EXECUTIVE BOARD

The affairs of the MBC shall be managed by an executive board (referred to as just "the board"). The board shall consist of five elected voting officers. Open board positions will be voted on at the general membership meeting in July. Open positions will be filled by the candidate receiving the most votes.

The five positions shall have staggered terms. Position one shall initially serve from July, 2024 through June, 2025. Positions two and three shall serve from July, 2024 through June, 2026. Positions four and five shall serve from July 2024 through June, 2027. Thereafter all elected board members shall serve three-year terms.

Notwithstanding the above, the following persons shall fill the board positions pending a vote of the membership to occur in July of 2024: Fred Miller, Carl Peterson, Jarred Teague, Nancy Morfin and Hilary Richmond.

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The full board shall include various non-voting committee chairs as required to carry out the purposes of the MBC (referred to as the "full board") and as designated by the board.

## SECTION 2: OFFICERS

The board officers shall include a President, Vice President, Secretary and Treasurer.

## SECTION 3: DUTIES OF OFFICERS AND AUTHORITY

President: Preside over meetings, represent the club and provide leadership.

Vice President: Assist the President and assume responsibilities in their absence.

Secretary: Keep accurate records of meetings, membership and club activities and give required notice of all meetings to the members. Carry out all orders, votes and resolutions not otherwise committed; and notify members of their election of appointments.

Treasurer: Manage the financial affairs of the club, maintain accurate financial records, and present financial reports at meetings. All checks or other forms of payment shall be written or arranged by the Treasurer.

The board shall have the authority to adopt policies and procedures not inconsistent with these bylaws for the purpose of carrying out the purposes of the MBC. The board shall further have the authority to conduct all business necessary for the fulfillment of the mission of the MBC. The board shall approve all expenditures and approve all payments made on behalf of the MBC. The President or, in the absence of the President, the Treasurer, may sign checks or authorize expenditures after approval by the board.

## SECTION 4: ATTENDANCE AT MEETINGS AND VOTING

All board members are required to attend all duly notified Board meetings. Members may only be excused from attendance by the President or, in his/her absences, the Vice President. Two consecutive unexcused absences during the year, or four unexcused absences in a year, may result in removal from the board.

All board members shall be entitled to vote. In the event a board member has a conflict of interest, he/she shall recuse themselves from discussion and from voting on the issue before the board. Board members may participate in discussion and voting on matters where there is an appearance of conflict, but no actual conflict, with full disclosure to the board at a meeting open to the public.

Action may be taken on any matter coming before the board at a meeting with a quorum, provided that no action may be approved unless there is a majority of the voting members of the board voting in favor of the action. Matters requiring board approval shall include entering

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into contracts or agreements on behalf of the MBC, incurring any indebtedness, payment of any bills and any other matters specifically reserved for approval by the board.

#### SECTION 5: VACANCIES

In the event that a position becomes vacant during the year the board can appoint an interim board member until the next election of board members.

### ARTICLE III MEMBERSHIP

#### SECTION 1: ELIGIBILITY

Membership in MBC is open to families, guardians, alumni and community members who support the objectives of MBC.

#### SECTION 2: DUES

Membership dues, if applicable, shall be determined by the board.

#### SECTION 3: SUSPENSION OR TERMINATION

Membership may be terminated by resignation, or action of the board at a regular or special meeting, and can only be accomplished by a two thirds vote of the voting members of the board. The board shall have the authority to discipline, suspend, or terminate the membership of any member when the conduct of such persons is considered detrimental to the best interests and purposes of the MBC. The member proposed to be disciplined, suspended or terminated shall be notified of such meeting, informed of the general nature of the reasons, and given the opportunity to appear at the meeting to present mitigating or exonerating information or evidence. The meeting shall be open to the public unless the member subject to the potential membership termination requests that the meeting be held in private, with only the member, the board members and any witnesses allowed to be present, The member and the board may agree to allow others to attend the meeting otherwise not open to the public.

### ARTICLE IV MEETINGS OF THE MEMBERS

#### SECTION 1: REGULAR MEETINGS

Regular meetings of the full board of the MBC shall be held monthly, with notice provided in advance. Meetings shall be open to the public, except on those topics that would allow for executive or closed sessions under the Washington Open Public Meetings Act or is otherwise provided through these bylaws or policies and procedures adopted by the board. A minimum of three board members must be present at each full board meeting in order for any action to be

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taken. Notice of each full board meeting shall be posted electronically at least seven days in advance of the meeting. Such notices shall include the place, date, time and agenda for the meeting. Action may be taken on any matter coming before the board, provided that no action may be approved unless approved by a majority of the voting members of the board.

## SECTION 2: SPECIAL MEETINGS

Special meetings may be called by the President, by two board members, or upon request of at least 20% of the members. Notice shall be given to the full board and to all members at least 7 days in advance. Notice can be by mail or by electronic communications.

## SECTION 3: ANNUAL MEETING OF THE MEMBERS

The annual meeting of the members shall be held at the June meeting each year for the purpose of electing the board, receiving reports, reviewing these By-Laws, and for the transaction of such business as may come before the meeting. The following shall occur at a minimum:

- (a) The Membership shall receive at the Annual Meeting a report by the President, or their designee, and the contents shall include:
  - a. The activities of the MBC over the past year.
  - b. A financial report including a general summary of the funds received and expended by the MBC, and where located.
  - c. A description of the real and personal property owned by the MBC, and where located.

(b) The Membership shall have the right to vote for each position to be filled by the board. If the board receives no applications for board membership, and no nominations, the current board will remain in place, and any unfilled positions may be filled by the board.

## ARTICLE V COMMITTEES

The board may establish committees as needed to address specific projects, events, or ongoing activities.

## ARTICLE VI FINANCES

### SECTION 1: AUTHORITY AND DISBURSEMENT

The board shall decide all matters pertaining to the distribution of funds and shall place all income in the MBC bank accounts, directing expenditures of funds in such a manner as needed. The board shall review all income and expenditures on a monthly basis, and shall approve all expenditures in advance, absent exceptional circumstances.

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SECTION 1: FISCAL YEAR

The fiscal year of the MBC shall begin on July 1 and end on June 30.

SECTION 2: BUDGET

The board shall prepare an annual budget for presentation to and the general membership. The annual budget shall be approved by the board.

ARTICLE VII  
AMMENDMENTS

These bylaws may be amended by a two-thirds vote of the members present at a regular or special meeting, provided that notice of the proposed amendment is given at least 7 days in advance.

ARTICLE VII  
DISSOLUTION

In the event of dissolution, any remaining assets shall be distributed for an exempt purpose within the meaning of Section 501(c)(3) of the Internal Revenue Code.


ARTICLE IX  
PARLIAMENTARY AUTHORITY

The rules contained in the latest edition of the Robert's Rules of Order Newly Revised shall govern the MBC in all cases to which they are applicable.

ARTICLE X  
ADOPTION

These bylaws have been adopted by a two-thirds vote of the members present at regular or special meeting of the members.

Date of Adoption: 2/21/24

Signature: 

President



Secretary

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