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# FRANCIS HOWELL WRESTLING BOOSTER CLUB BY-LAWS

By-laws for Francis Howell Wrestling Booster Club

## **ARTICLE I: NAME**

This organization will be known as Francis Howell Wrestling Club located in St. Charles, Missouri.

## **ARTICLE II: LOCATION**

The initial principal office of the corporation shall be 7001 Highway 94 South, St. Charles, Missouri. 63304, or such other location as determined by the Board of Directors.

## **ARTICLE III: PURPOSE AND RESPONSIBILITY**

### **SECTION 1 PURPOSE**

The purpose of this organization is to provide an opportunity for young people to learn the sport of wrestling and compete in organized tournaments. .

### **SECTION 2 RESPONSIBILITY**

It will be the responsibility of the organization to:

- foster good sportsmanship
- give instruction in strong fundamental competitive wrestling skills
- promote and develop a good competitive spirit
- develop a cohesive team unit
- promote friendship and respect for others among wrestlers and members

## **ARTICLE IV: MEMBERSHIP AND MEMBERS**

### **SECTION 1: ELIGIBILITY**

(A) Francis Howell Wrestling Club, Inc. membership will be open to any persons without legal regard to non-merit factors such as age, race, religion, disability, color, sex, national origin or other basis protected by law.

(B) Any coach or parent of a wrestler of Francis Howell Wrestling is automatically a member. Supporting membership can be granted to others by the Board of Directors.

## **SECTION 2: CLASSIFICATION OF MEMBERS**

(A) Parents of wrestlers are people whose child is officially enrolled into the program.

(B) Coaches are the people who will provide leadership and training to wrestlers on a continuous basis throughout the wrestling season.

(C) Supporting members are adults, who because of time or money commitments made to Francis Howell Wrestling Club, Inc., have been granted membership by the Board of Directors.

## **SECTION 3: VOTING RIGHTS OF MEMBERS**

(A) Members shall have no voting rights on any matter except as specifically set forth herein.

(B) Any voting rights specified herein shall be exercised only by a designated Board of Directors member.

## **ARTICLE V: MEETINGS**

### **SECTION 1: ANNUAL MEETINGS**

(A) An annual meeting of the members shall be held during the month of September each year. Failure to hold the annual meeting shall not authorize the dissolution of the club. The Board of Directors shall provide a written report for distribution to the members present at the meeting.

(B) An end of the season meeting shall be held to finalize the Awards Ceremony, rap up any unfinished Club business and to vote on any new board members that will start their terms at the next Annual Meeting in September.

(C) Two-thirds (2/3) of the Board of Directors must be present at any Annual Meeting in order to vote on club policies or affairs.

### **SECTION 2: SPECIAL MEETINGS**

(A) Special meetings of the members may be called by the President, Vice President or any standing member of the Board of Directors.

(B) Two-thirds (2/3) of the Board of Directors must be present at any Special Meeting in order to vote on any club affair.

### **SECTION 3: PLACE OF MEETINGS**

Meetings of the members may be held at the principal office of the Club or at any other place deemed by the President, Vice President or Board Officer.

### **SECTION 4: NOTICES**

(A) Notice of any meeting of the members of the club, in each case specifying the place, date and hour of the meeting and, in the case of a special meeting, the purpose or purposes for which it is called, shall be given to each member by delivering notice, by mail or email, not more than 30 days but at least two days before the time set for such meeting.

(B) If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, with postage prepaid and addressed to the member at such address as appears of the records of the Corporation.

(C) If sent by e-mail, such notice shall be deemed to be delivered upon execution of such message by the Club's secretary or any designated member to the address listed for the member in the records of the Club.

(D) Notice may be waived in writing by any member attending a meeting; and the waiver shall appear in the minutes of the meeting.

### **SECTION 5: QUORUM; ACTIONS**

(A) Two-thirds (2/3) of the number of Board of Directors members shall constitute a quorum for the transaction of business.

(B) Every action taken by a majority of the members present at a duly held meeting at which a quorum is present shall be the action of the members, unless the law or these By-laws requires a greater proportion.

## **ARTICLE VI: TERMINATION; EXPULSION**

A member may be expelled by an affirmative vote of two-thirds of the Board of Directors.

## **ARTICLE VII: MEMBER OBLIGATIONS**

Members are required to work at events hosted by the club, participate as an officer, director or on a committee formed by the President on the Board of Directors. Participation in fund raising activities is mandatory unless excused. Any member not meeting such member obligations is subject to termination as stated herein.

## **ARTICLE VIII: ANNUAL DUES AND WRESTLER FEES**

Annual dues for wrestlers can be assessed each year by Francis Howell Wrestling Booster Club's Board of Directors. The purpose of the annual dues is to show a sincere interest in being an active participant in the program. It will also help in deferring some of the operating costs of the wrestling program.

## **ARTICLE IX: ORGANIZATIONAL AND FISCAL YEAR**

The organizational and fiscal year will run from September 1 to August 31.

## **ARTICLE X: BOARD OF DIRECTORS**

### **SECTION 1: DUTIES**

The principal duties of the Board of Directors will include the following:

- Authorize expenditures, within limits, fixed by the organization
- Act on behalf organization on all ordinary matters between meetings
- Supervise the work of the officers, coaches, committees, and those appointed to specific duties
- Be responsible for the operations of the Francis Howell Booster Club.
- Approve memberships each season
- Organize fund raising activities

### **SECTION 2: STRUCTURE OF THE BOARD THE BOARD OF DIRECTORS SHALL CONSIST OF:**

(A) Four (4) elected officers: President, Vice President, Secretary and Treasurer

(B) (2) at Large Board Members appointed by the presiding Elected Board Officers.

Concession Coordinator

## Fund Raising Coordinator

(C) The Francis Howell High School Head Wrestling Coach

(D) (2) Coaches appointed by the Francis Howell High School Head Wrestling Coach

### **SECTION 3: GENERAL POWERS**

The affairs of the club shall be under the care of and be managed by the Board of Directors and the Board of Directors shall have all other powers conferred by law, including the power to establish reserves.

### **SECTION 4: NUMBER AND VACANCIES**

(A) The number of directors shall not be greater than Nine (9).

(B) The number may be increased or decreased at the discretion of the directors by the amendment of these By-laws.

(C) Any vacancy occurring in the Board of Directors, including a vacancy created by an increase in the number of Directors may be filled until the next succeeding annual election by the affirmative vote of a majority of the directors then in office, although this may be less than the required quorum.

### **SECTION 5: TERM OF OFFICE**

Members shall hold offices for a term of one year and until their respective successors are chosen.

### **SECTION 6: RESIGNATION**

Any director may resign his or her office at any time. Such resignation is to be made in writing, and it shall take effect from the time of its delivery to the Secretary, unless some other time is stated in the resignation.

### **SECTION 7: QUORUM**

A quorum at any meeting of the Board of Directors shall consist of two-thirds (2/3) of the directors then serving. A majority of such quorum shall decide any questions that may come before the meeting.

### **SECTION 8: ORDER OF BUSINESS**

The order of business at any regular or special meeting of the Board of Directors shall be:

- Reading and disposing of the minutes of preceding meeting

- Reports of officers
- Reports of committee
- Unfinished business
- New business
- Adjournment

## **SECTION 9: NUMBER OF MEETINGS**

The Board of Directors shall meet each month From July through March on the 2nd Thursday of every month at 7pm. Membership meetings shall meet as frequently as necessary with at least one meeting to be held after the wrestling season and one in September as the Annual meeting.

## **SECTION 10: VOTING**

Voting rights shall be granted to the following board members:

- (A) The four elected officers
- (B) Three coaches
- (C) The Directors: if the position is shared by two people, only one person may vote.

## **ARTICLE XI: OFFICERS**

### **SECTION 1: TERM OF OFFICE**

The Elected Board Positions are elected as follows:

- (A) Elected officers: Each elected officer shall be elected to a two-year term of office.

Elections shall be held on a rotating basis with odd years electing the President and Secretary and even years electing the Vice President and Treasurer.

- (B) The current officers may be re-elected to successive terms up to three (3) consecutive terms.

(C) The Francis Howell Wrestling Head Coach is not an elected position: The Francis Howell High School Head Coach Board Position is an automatically appointed position every year.

## **SECTION 2: ELECTION OF OFFICERS TO THE BOARD OF DIRECTORS**

Individuals from the general membership shall be eligible for the officer positions on the Board of Directors.

The Open Positions will be distributed to the General Club memberships prior to the end of the wrestling season and voted on at the End of the Season Meeting.

## **SECTION 3: DUTIES OF THE OFFICERS**

(A) President The president will be responsible to perform all duties common to such an office and assume any duties prescribed by the organization. The principal duties will include:

- call to order and preside at all meetings of the organization and the Board of Directors
- appoint committees, serve as the executive officer member of all committees and delegate committee responsibilities
- organize and preside at all meetings of the general membership
- supervise all fund raising activities and tournaments

(B) Vice President. The principal duties include:

- serve in the absence of the president or any other officer
- at the end of each season, survey coaches to determine their needs for the next season
- discuss concerns with parents of wrestlers concerning problems. If parents wish further action, have parents prepare a written complaint that will then be presented to the President for consideration by the Board of Directors.

(C) Treasurer. The principal duties include:

- prepare a yearly written budget to be presented to either the general membership or the Board of Directors
- pay all bills of the organization in a prompt and efficient manner
- prepare the records of an audit upon request from the Board of Directors

(D) Secretary. The principal duties include:

- keep a record of minutes of the Francis Howell Wrestling Club Inc. membership meetings and the meeting of the Board of Directors
- prepare any written communication required by members of the Board of Directors
- maintain all information on individual wrestlers and oversee the sign-up, medical waivers, release of liability information and distribution of all USA Wrestling information including USA Wrestling cards and sign-up information

Said officers, and any other officers duly elected by the Board of Directors, shall have such further powers and duties as may be specifically prescribed by the Board of Directors.

#### **SECTION 4: REMOVAL BY MEMBERS OR OFFICERS**

An officer may be removed from office upon a vote at a special meeting for such purpose which receives the support of two-thirds of the directors. Upon the vote to remove, such office shall become immediately vacant and subject to appointment by the Board of Directors.

### **ARTICLE XII: RESTRICTIVE ACTIVITIES AND DISSOLUTION**

#### **SECTION 1: RESTRICTIVE ACTIVITIES**

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the club shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in the Articles of Incorporation. No substantial part of the activities of the club shall be carrying on of propaganda or otherwise attempting to influence legislation, and the club shall not participate in or intervene in (including the publishing or distribution of statements) and political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these By-laws or the Articles of Incorporation, the club shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

#### **SECTION 2: DISSOLUTION**

Upon the dissolution of the club, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the club, dispose of all the assets of the club exclusively for the purposes of the club in such a manner, or to such organization or organizations organized and operated exclusively for charitable or educational purposes and shall at the time qualify as an exempt organization or organizations under section 501 (c )(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

### **ARTICLE XIII: AMENDMENTS**

The Board of Directors may from time to time by vote of a majority of the Board, adopt, amend, or repeal any and all of the By-laws of this club, except the Directors shall have no power to amend the Article V of these By-laws.