

# CONSTITUTION / BYLAWS

*Flower Mound High School Football Booster Club*  
*TIN – 75-2817984*

Last Revision: 03/07/2023

## **Article I – Name**

This organization is established as a non-profit association and is known as the Flower Mound High School Football Booster Club, hereinafter referred to as FMHS FBC, with the address of P. O. Box 270831, Flower Mound, TX 75027-0831.

## **Article II – Articles of Organization**

The articles of organization of this organization include (a) the bylaws of such organization and (b) the certificate of incorporation or articles of incorporation of such organization (in cases in which the organization is a corporation) or the articles of association by whatever name (in cases in which the organization exists as an unincorporated association).

## **Article III – Purpose & Objectives**

Section 1. The association is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of section 501 ( c ) (3) of the Internal Revenue Code.

- a. To fundraise for the Flower Mound High School Football Program, (“FMHS Football”) and the school’s shared services supported by the program.
- b. To promote a relationship between the community, the school, and the FMHS Football which encourages camaraderie and school spirit.
- c. To support and assist projects presented by the FMHS FBC, FMHS Football coaches, and school administrators which encourage excellence in academics and sportsmanship.



Section 2. The mission of our booster club is to provide financial assistance and support through fundraising and community donation programs. This financial support subsidizes player provisions, athletic training resources, facility maintenance & equipment, capital improvements and other items not covered by Lewisville Independent School District (“LISD”) funds, as permitted by district administration and the University Interscholastic League (“UIL”).

**Article Revision Submitted 1/10/2022**

**Article Revision Approved 2/16/2022**

### **Article IV – Basic Policies**

The following are basic policies of the FMHS FBC:

Section 1. The FMHS FBC shall remain a noncommercial, nonsectarian, and nonpartisan organization.

- a. FMHS FBC shall not participate in the direction of the school athletic program(s).
- b. FMHS FBC shall not directly or indirectly participate or intervene in any way, including the publishing or distribution of statements in any political campaign on behalf of, or in opposition to, any candidate for public office.

Section 2. The name of FMHS FBC or the name of its affiliated school shall not be used to endorse or promote a commercial concern or in connection with any partisan interest or for any purpose not appropriately related to promotion of the purposes of the organization.

Section 3. FMHS FBC shall not use any EIN tax number other than its own. The EIN for the LISD is not to be used by any booster club for any purpose whatsoever.

Section 4. FMHS FBC shall secure a sales tax permit from the Texas Comptroller’s Office and shall display the permit in accordance with applicable law.

Section 5. No part of the net earnings of FMHS FBC shall inure to the benefit of, or be distributable to, its organizational sponsor, members, directors, trustees, FMHS Board Officers (hereinafter referred to as “Board Officers” or “Officers”), or other private persons except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.



Section 6. Voting Procedures

- a. FMHS FBC shall prohibit voting by proxy.
- b. FMHS FBC shall allow digital/email voting when deemed necessary by the Board President, when a vote is needed before the next scheduled meeting.
- c. The majority vote by membership present at any meeting or submitting digital responses will constitute a quorum.

Section 7. No part of the membership roster of FMHS FBC shall be sold to any entity or exchanged for services or products without the approval of general membership majority.

Section 8. FMHS FBC shall evaluate expenditures and budgeting in accordance with provisions detailed in Article XIII Prudent Reserve and Article XIV Fundraising Efficacy Calculation.

Section 9. FMHS FBC shall keep such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts, and disbursements of the organization. Such books of account and records shall at all reasonable times be open to the inspection by its members.

Section 10. In accordance with Article XI Section 1f and Section 2d, all Board Officers will comply with regular attendance to executive meetings, general membership meetings, and FMHS FBC events.

**Article Revision Submitted 1/10/2022**

**Article Revision Approved 2/16/2022**

**Article V - Fiscal Year & Audit**

Section 1. The fiscal year will then run from Feb 1 to Jan 30 thereafter.

Section 2. An audit committee consisting of not less than three members, who are not Board Officers and not authorized signers of the banking institution, shall be nominated by the Board Officers at least 30 days before the end of the fiscal year

Section 3. The audit committee report shall be adopted by the organization and submitted to LISD leadership by April of each fiscal year.

**Article Revision Submitted 1/10/2022**

**Article Revision Approved 2/16/2022**



## Article VI – Membership, Sponsorship and Dues

Section 1. Any person or organization interested in the general welfare of FMHS Football and not in conflict with the provisions of UIL or the provisions of Article IV shall be eligible for membership or sponsoring, without regard to race, color, creed, or national origin.

Section 2. Board Officers will determine annual membership levels and related dues annually. Payment of the membership fee by eligible person shall make the same a member.

Section 3. FMHS FBC may offer business sponsorships at levels to be determined annually by Board Officers.

Section 4. The types of memberships shall be as follows:

- a. FAMILY – defined as an individual with active student(s) in the FMHS Football program.
- b. ALUMNI – defined as an individual with no active student(s) in the FMHS Football program

Section 5. The types of sponsorship are variable and reviewable by Board Officers each year. Sponsors or other corporate entities may not participate in the governance or business of FMHS FBC and do not have purview over the program.

Section 6. Each designated membership shall be entitled to one vote as permitted by Article IV Section 6.

Section 7. A person's paid membership dues are non-refundable and allow membership in the organization from June 1<sup>st</sup> of the current calendar year through May 31<sup>st</sup> the following calendar year.

Section 8. An organization's sponsorship dues are non-refundable and provide sponsorship benefits through the season, to include signage from August of the current calendar year through July of the subsequent calendar year, pending receipt of funds, requirements, and eligibility.



## Section 9. Rights and Responsibilities of Membership:

- a. The right to vote in the election of Board Officers.
- b. The right to amend and approve minutes of general meetings.
- c. The right to attend meetings and functions.
- d. The responsibility to uphold and support the principles and purposes of the Booster Club.
- e. The responsibility to promote a positive image of the FMHS Football program and the FMHS FBC in our community.

Section 10. All members and sponsors are subject to FMHS FBC, UIL and LISD regulations and shall conduct themselves accordingly. Violation of the regulations will result in apropos disciplinary action. This includes, but is not limited to, termination of eligibility and all agreements between FMHS FBC and the individual or entity.

**Article Revision Submitted 1/10/2022**

**Article Revision Approved 2/16/2022**

## **Article VII – Board Officers and Their Election**

Section 1. Board Officers shall be elected by plurality and occur in January of the current fiscal year.

Section 2. Each Board Officer must be a member of this organization and must become a member before taking office.

Section 3. No Board Officer shall be married to--or an immediate family member of--another Officer. No Officer shall be a signer for any checks that are payable to any family members.

Section 4. Elected Board Officers shall be as follows:

- a. President
- b. Treasurer
- c. Vice President Operations
- d. Vice President Fundraising
- e. Vice President Hospitality



- f. Vice President Media
- g. Secretary

Section 5. Newly elected Board Officers shall be fully transitioned by exiting Officers and assume their official duties by the close of February in the current fiscal year. All shall serve a term of 1 year or until the successors are elected.

Section 6. No Board Officer shall serve in the same office for more than two consecutive terms unless approved by a majority vote of the current Board Officers. One who has served more than one-half of a term shall be credited with having served that term.

#### Section 7. Nominating Committee

- a. A nominating committee will be comprised of members and elected by plurality by Board Officers at least 60 days prior to the general election of officers is conducted.
- b. No member shall automatically serve on this committee because of her/his office in the organization or position in LISD.
- c. The nominating committee shall consist of 3 to 5 members and one alternate, in the event a member is unable to serve.
- d. The nominating committee shall select its own chairperson immediately upon a consensus to serve is reached by the group.
- e. The nominating committee shall subsequently nominate an eligible person for each Board Officer position to be filled and VERIFY each nominee's consent to serve before reporting at the next general membership meeting.
- f. The nominating committee report must be publicized at least 7 days prior to the general membership meeting.
- g. Nominees who have signified their consent to serve will be presented at the meeting. Additional nominations can be made from the floor at this time.



- h. The Organization Sponsor shall not be a member of the nominating committee or appoint any member of the nominating committee, in accordance with Article VIII.
- i. The President shall not be a member of the nominating committee or appoint any member of the nominating committee.

#### Section 8. Vacancies

- a. Vacancy in the office of the President shall be assumed by the Vice President of Operations until a new Board is transitioned in the subsequent fiscal year.
- b. A vacancy occurring in any elected office (except the President) shall be filled for the unexpired term by a person elected by a majority vote of the Board Officers, notice of such election having been given.

#### Section 9. Reason to Remove

- a. By two-thirds (2/3) vote of the Board Officers, an Officer, Committee Chair, Member shall be removed from office/membership for failure to perform duties, criminal misconduct, or unethical behavior in the organization's business.

**Article Revision Submitted 1/10/2022**

**Article Revision Approved 2/16/2022**

### **Article VIII – Duties of Board Officers**

#### Section 1. The duties of the Board Officers shall be to:

- a. Transact necessary business in the intervals between organization meetings and such other business as may be referred to it by the organization.
- b. Present a report at the regular meetings of the organization. ]
- c. Appoint an audit committee consisting of not less than three members, who are not authorized signers, at least 30 days before the annual meeting, to audit the treasurer's accounts.
- d. Fill vacancies of Board Officers and Committee Chairmen.





- e. Submit a budget for the upcoming fiscal year to the organization for adoption.
- f. Ensure that the organization, through its practices and policies, does not violate such rules and regulations that govern UIL.

Section 2. **The President** shall preside at all meetings of the FMHS FBC and Officers and shall perform all duties that pertain to their office. The President, subject to approval of the Board Officers, shall appoint all Committee Chairmen and shall be an ex-officio member of all committees. With the consensus of fellow Board Officers, scope may increase to meet the needs of the program. Minimum requirement for nomination is one-year prior membership and current membership in the FMHS FBC. For business continuity, the desired commitment for the position is 2-years.

Section 3. **The Vice President Operations**, in the absence of the President, shall assume the duties of the President. In the event of a vacancy in the office of the President, they shall assume the duties of that office. This position oversees Community Outreach, Membership, Game Day Operations, Team Liaisons, and Special Events. With the consensus of fellow Board Officers, scope may change to meet current needs of the program. Minimum requirement is current membership in the FMHS FBC.

Section 4. **The Treasurer** shall receive and disburse funds of the FMHS FBC and shall keep all monies deposited in the bank account. The Treasurer shall be a member of all fundraising committees and ensure that all transactions are recorded. This position will also be responsible for establishing due diligence in accounting for monies from concessions and all fundraising activities, preparation of tax documentation for 1099s to be issued to independent contractors, preparation of year-end donation/sponsorship receipts, State Franchise Tax reporting, and meeting with designated CPA for year-end Federal Taxes. The Treasurer shall give a Treasurer's Report at each FMHS FBC general meeting and is responsible for managing the LISD-required Audit process. With the consensus of fellow Board Officers, scope may change to meet current needs of the program. Minimum requirement is current membership in the FMHS FBC.





Section 5. **The Vice President Fundraising** oversees all fundraising activities relative to selling and supporting Corporate Sponsorships, Program Ad Sales, Corporate and Family Donations, Jag Card Sales, and Spirit Wear Sales. With the consensus of fellow Board Officers, scope may change to meet current needs of the program. Minimum requirement is current membership in the FMHS FBC

Section 6. **The Vice President of Hospitality** oversees operations for stadium concession stands (Concession Committee), facilitation of all meals (Gameday Team Meals, Saturday Film Sessions, Coaches Meals, Appreciation Days, Hosted Varsity “Family” Meals), and ensures foodservice on LISD property (concession stands, field house, meeting rooms) is compliant with the LISD food services contracts (i.e. Dr. Pepper). With the consensus of fellow Board Officers, scope may change to meet current needs of the program. Minimum requirement is current membership in the FMHS FBC.

Section 7. **The Vice President Media** oversees all media and public relations activity relative to FMHS FBC and participating Sponsors. This individual will also oversee the website / social media platforms and broadcast mass communications. With the consensus of fellow Board Officers, scope may change to meet current needs of the program. Minimum requirement is current membership in the FMHS FBC.

Section 8. **The Secretary** shall maintain an accurate written record of proceedings during all meetings. The Secretary shall present minutes from the FMHS FBC general meetings for approval at the next general meeting. The Secretary shall be responsible for all FMHS FBC correspondence. With the consensus of fellow Board Officers, scope may change to meet current needs of the program. Minimum requirement is current membership in the FMHS FBC.

Section 9. **The Immediate Past President** shall provide guidance and direction; shall assist transition; shall assist in continuity between boards; shall provide general communication between past and present board. They will not have a board vote.

Section 10. The Treasurer and the Board President shall be signers on any bank accounts and **TWO** signatures shall be required on each disbursement. A monthly review shall be done by a board officer.



Section 11. All Board Officers are required to attend scheduled executive meetings, general membership meetings, and to participate in fundraising events. Officers must ANNUALLY review UIL athlete guidelines, State/Federal Non-Profit Regulations and comply with LISD guidelines and training at beginning of fiscal year.

- a. Failure to attend and comply will be viewed as a failure to perform duties of the position
- b. Any officer missing more than **2 executive meetings** or **4 general membership** of meetings or non-compliant will result in the review of the Officer's commitment to their position and the FMHS FBC, as defined in Article XI Section 1f and Section 2d.

**Article Revision Submitted 03/07/2023**

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### **Article IX – Duties of Organization Sponsor**

The Organization Sponsor (Head Coach; LISD Leadership) of FMHS FBC shall not be a member or have voting privileges on the executive board.

- a. They MAY NOT be given account access to FMHS FBC's banking institution and MAY NOT be listed as an authorized signer.
- b. They WILL have visibility to high-level financial reporting and work closely with FMHS FBC to facilitate planning and communication for the program.

### **Article X – Standing Ad Hoc Committees**

Section 1. Only members of the organization shall be eligible to serve as chair/co-chair or members of committees.

Section 2. The Board Officers may create such standing and ad hoc committees as it may deem necessary to carry on the work of the organization. The term of each chairman shall be one year or until selection of a successor.

Section 3. Current Standing Committees include but are not limited to:

- a. Team Representatives
- b. Membership
- c. Community Outreach
- d. Concessions
- e. Spirit Wear
- f. Tailgate
- g. Jag Head Tunnel Crew



- h. Game Day Meals
- i. Hosted Team Meals
- j. Special Events
- k. Audit
- l. Nomination

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## **Article XI – Meetings**

Section 1. FMHS FBC shall hold a minimum of **8 general membership** meetings a year, including but not limited to meetings with special guests or coaching updates.

- a. General membership meetings are defined as those which accommodate FMHS FBC financial updates and business within the agenda.
- b. General membership meeting dates will be established by Board Officers. Time and dates will be announced at its **first meeting** of the fiscal year and communicated on all social platforms.
- c. The annual kick-off meeting held in February shall be for the purposes of receiving year-end financial reporting and accept incoming Board Officers.
- d. A majority of Board Officers shall constitute a quorum at general membership meetings.
- e. Best practices for canceling or modifying any general membership meeting is **14 days’ notice** unless extenuating circumstances circumvent operations.
- f. Any Board Officer missing more than **4 general membership** meetings may compromise duties of the office and is subject to a review of circumstances and vote by Board Officers for dismissal. Advanced notice of a minimum of **14 days** is required for absences to general meetings (i.e., scheduling conflicts associated with work, travel, kid’s games/events, etc.). Extenuating circumstances (i.e., illness, bereavement, accident, etc.) will always be accommodated.

Section 2. The Board Officers shall meet independent of general membership for executive meetings a minimum of **6 meetings a year**. FMHS FBC funds may be used for rental, food and beverage costs EXCEPT travel, accommodation and alcohol expenses. Board must exercise good faith in cost savings in this regard and establish accounting methods for public disclosure to membership.



- a. Executive meetings are defined as those which are necessary for planning and execution of the FMHS FBC strategic plan, during the fiscal year. May include, but not limited to, strategy for fundraising, mobilization of volunteers, review and modification of bylaws, or execution of events.
- b. A majority of Board Officers must be present to constitute a quorum
- c. Best practices for scheduling all Board Officer executive meetings should occur at the **beginning of the fiscal** year with the incoming board's first transition meeting, with a minimum of **14 days** notice for ad hoc meetings, cancellations, or modifications.
- d. Any Board Officer missing more than **2 executive meetings** may compromise duties of the office and is subject to a review of circumstances and vote by Board Officers for dismissal. Advanced notice of a minimum of **14 days** is required for absences to executive meetings (i.e., scheduling conflicts associated with work, travel, kid's games/events, etc.). Extenuating circumstances (i.e., illness, bereavement, accident, etc.) will always be accommodated.

**Article Revision Submitted 03/07/2023**

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### **Article XII- Charity/Gifting Guidelines**

FMHS FBC throughout the year sends gifts or make contributions to individuals due to financial duress, illness, surgery, births and or deaths. The following guidelines are to maintain a fair and equitable process in lockstep with district and UIL regulations. These guidelines are dependent upon the Board Officers being notified by the coaches and/or the families when a gift giving and/or charitable circumstance arises.

- a. FMHS Football Player, LISD Staff/Administration, Booster Club officer who has surgery, injury, or illness: **Gift not to exceed \$50.**
- b. FMHS football staff that have a birth or adoption: **Gift not to exceed \$75.**



- c. Death within families of FMHS Players, FMHS Immediate Family Member, LISD Staff /Administration, Booster Club: **Gift not to exceed \$75.**
- d. Donations asked for by FMHS or LISD: The FMHS FBC is periodically asked to provide donations to different events such as Pink Out and LISD events. These requests for donation will be voted on by Board Officers.
- e. Financial need for football families. Any contributions to these circumstances must be approved by LISD administration to avoid UIL infringements.
- f. Gifts to booster club officers in recognition of service are **NOT** allowable from FMHS FBC funding.
- g. All exceptions to the above provisions must be approved by LISD administration and Program's Sponsor (Head Coach).

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### **Article XIII - Prudent Reserve**

A prudent reserve of club funds of at least \$30,000 shall be maintained and is only accessible by a vote of the general membership in the event of extenuating circumstances (losses due to acts of nature, unforeseen necessary expenditures for the program, etc.).

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### **Article XIV – Fundraising Efficacy Calculation**

Any fundraising event in which the cost-to-raise each dollar exceeds \$0.30, the purpose must be disclosed to general membership. Board Officers must agree--by a majority vote--that bypassing this metric is necessary to effectively serve the mission.

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**Article Revision Approved 2/16/2022**



## **Article XV - Amendments**

### Section 1.

- a. Bylaws may be amended at any meeting of the organization, provided a quorum is present, by two-thirds (2/3) vote of the members **present and voting**.
- b. Notice of the proposed amendment shall be provided to the membership through regular communication channels at the previous meeting or **14 days** prior to the meeting at which the amendment is voted upon.

### Section 2.

- a. A committee may be appointed to submit a revised set of bylaws as a substitute for the existing bylaws only by a majority vote at a meeting of the organization, OR by a majority vote of the Board Officers.
- b. The requirement for adoption of revised set of bylaws shall be the same as in the case of an amendment.
- c. After adoption by a two-thirds (2/3) vote at a meeting of the organization, by members present and voting, a copy of the bylaws (and standing rules) as amended or revised and dated shall be sent to the campus principal.

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**Article Revision Approved 2/16/2022**

## **Article XVI – Parliamentary Procedure**

In all matters of parliamentary procedure not specifically covered by these Bylaws, the most recent edition of Robert’s Rules of Order shall govern

## **Article XVII – Dissolution Clause**

Upon termination or dissolution of the FMHS FBC any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501 (c) (3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or



organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the FMHS FBC hereunder shall be selected by the discretion of a majority of the managing body of the FMHS FBC and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Texas.

In the event the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Texas to be added to the general fund.

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