

PINE-RICHLAND UNIFIED BOOSTER ORGANIZATION BYLAWS

ARTICLE I - ORGANIZATION

Section 1 - Name

The name of the organization shall be Pine-Richland Unified Booster Organization (PRUBO)

Section 2 – Purpose

Pine-Richland Unified Booster Organization is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. This volunteer organization shall be non-commercial, non-sectarian and non-partisan.

No part of the net earnings of this organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or private persons, except that the organization 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 purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization exempt from federal income tax under section 501 (c)(3) of the internal Revenue Code or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

More specifically, the Purpose of this organization shall be to advocate for, support, promote, and advance activities and athletic and related activities for the benefit of student in Pine-Richland School District (PRSD) in Gibsonia, PA.

To achieve this purpose, PRUBO shall:

1. Assist, support, and work cooperatively with the high school principal, athletic director, coaches, and associated personnel of the Pine-Richland School District.
2. Assist, support, and work cooperatively with the respective Member Booster Clubs (“PRUBO”) supporting activities and interscholastic Sports at Pine-Richland School District.
3. Develop and maintain active, interested involvement and support for the activities and athletic programs among the parents/guardians, alumni and other residents of the community.
4. Qualify for and vigorously protect PRUBO’s status as a not-for-profit concern under the laws and regulations of the State of PA and the Unified States government, providing the benefits of this status to the Member Booster Clubs.
5. Consistently strive to ensure that Pine-Richland activities and athletics embody, both in image and in fact, the best in personal growth, competition, integrity, and sportsmanship.

6. Fund PRUBO's activities and initiatives.

Under **NO** circumstances shall the PRUBO:

1. Seek to influence or direct technical activities or policies of the school administration or the school officials who are charged with the responsibility of conducting the extracurricular activities and athletic programs of the district.
2. Engage in any activity that compromises player PIAA or NCAA eligibility.

Section 3 – Legal Entity

PRUBO shall become and remain a corporation under the not-for-profit provisions of the State of Pennsylvania. PRUBO shall obtain and retain recognition as a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954. No part of the net earnings of PRUBO shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that PRUBO 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 I, Section 2 - Purpose hereof.

No substantial part of the activities of PRUBO shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and PRUBO shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, PRUBO 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or by a not-for-profit organization as recognized by the State of Pennsylvania.

Section 4 – Dissolution

Upon the dissolution of PRUBO, assets shall be distributed 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 distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed by a court competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine which are operated exclusively for such purposes.

Section 5 – Fiscal Year

The annual accounting period and fiscal year shall begin on July 1st and end June 30th.

ARTICLE II – GOVERNANCE

Section 1 – Overall Structure

PRUBO shall be composed of Members as defined in Article II, Section 2. Each Full Member shall also be a member of each Member Booster Club (“PRUBO”) that supports an Activity or Sport in which their child participates. (By way of clarification, the PR Band Booster would be one PRUBO Member, the Pine-Richland Touchdown Club another, etc.) Each PRUBO shall have one Representative to serve on the Booster Council, which shall direct PRUBO affairs. The Booster Council shall elect Officers who shall comprise the Executive Board (“Board”), which shall manage PRUBO’s day-to-day operations. The Pine-Richland High School Athletic Director and Pine-Richland High School principal or their designee shall be non-voting participants in the Booster Council and Board and will serve as the liaison between PRUBO and Pine-Richland High School on all matters.

Section 2 - Member Booster Group

Role – Each PRUBO Booster group shall retain authority to elect their club’s officers, conduct their own affairs, charge fees, conduct fundraisers, secure sponsors, and establish rules of conduct within their club, provided that their actions do not violate the letter or spirit of PRUBO Bylaws, Policies, or Procedures. Each PRUBO shall assume full responsibility for all financial obligations it incurs. The Booster Council shall adopt such policies and procedures as needed to clarify the distribution of authority and responsibilities between the Booster Council and the PRUBOs.

Composition – Twenty-six (26) Booster clubs will become PRUBO Member Booster Groups upon approval of these Bylaws if they meet the qualifications within 10 days of said approval. Listing of approved booster group is located in Attachment A.

Qualifications –To become a PRUBO Member Booster Group a candidate shall:

1. Support an Activity or Sport as defined in these Bylaws
2. Agree to comply with the spirit and letter of PRUBO’s Policies, Procedures, and Bylaws
3. Apply in writing confirming that the club:
 - a. Is and will remain a separate organization that desires to be affiliated with PRUBO
 - b. Qualifies to be exempt under IRC 501(c)(3), and an officer
 - i. Provides a detailed description the club’s purposes and activities.
 - ii. Provides a written authorization to PRUBO to be included in its application for a group exemption under Section 501 (c) (3) as a subordinate organization.
 - c. Yearly complies with PRSD Booster Policy 915 by the July 31st deadline and submits a copy of the cover sheet to the PRUBO Secretary.
 - d. Completes and submits Yearly Informational Tax Return Form 990 to the IRS for their Booster Group and provides a copy to the PRUBO Treasurer.

New Booster Group Admittance – A booster club shall be admitted as a PRUBO Member Booster Club by three-fifths (3/5) vote of the Representatives in attendance of any PRUBO meeting at which there is a quorum. If any Representative objects to admitting the booster club, the President shall open the floor for discussion preceding the vote. The Representative(s) shall be given the opportunity to present their case for rejecting the new member. The booster club seeking admission shall be given the opportunity to present its case for granting membership. The discussion does not have to occur in the same meeting as the vote.

Fees

At PRUBO's July meeting, the Booster Council shall set the amount for Members' fees for the year. Member fees are due by the first Friday in September. Each PRUBO Member Booster Group will submit the fees by providing a check from their Booster Group Checking Account.

Member Booster Club Termination - A booster club may be terminated as a Member Booster Club through voluntary resignation; clubs notifies PRUBO 30 days prior to termination or for just cause. If any Member Booster Club engages in activities detrimental to PRUBO or fails to comply with the spirit and the letter of PRUBO Bylaws and Policies, it may be terminated as a Member Booster Club by vote of the Board. The Board will notify in writing the Member Booster Club 7 days prior to the vote for a hearing. Member Booster Club that resigns or is terminated during the fiscal year; membership fees will not be reimbursed by the PRUBO.

Section 3 - Booster Council

Role - PRUBO shall be governed by a Booster Council, which directs PRUBO affairs. The Booster Council has the responsibility to authorize programs, initiatives and strategies, approve policies, procedures and exceptions thereto, approve job requirements and exceptions thereto, approve PRUBO and project budgets, elect Officers, amend Bylaws, and act of other matters properly brought to the Booster Council by the Board.

Composition - The Booster Council shall be comprised of one Representative from each member booster group of the PRUBO. From the Booster Council will be selection of the Executive Board. Each Representative has one vote on the Booster Council, but must be present to cast it. In order to retain their vote in the instance when the Representative cannot attend a PRUBO meeting, at least 1 day prior to the meeting, the president of the PRUBO shall notify the PRUBO Secretary in writing (or email), designating the individual who will be the PRUBO's designated Representative for that meeting only. In the event that a PRUBO does not meet the notification requirement for a designated Representative, the Board may, at its sole discretion, determine that the PRUBO otherwise has met its notification obligation and reinstate the PRUBO's vote for that meeting. It is the PRUBO's responsibility to ensure that its Representative is knowledgeable of the PRUBO's viewpoints and is prepared to discuss and/or vote on all issues on the agenda at each PRUBO meeting. The members of the Executive Board are non-voting members of the Booster Council.

Representative Election - Each PRUBO Member Booster group shall elect or appoint one Representative from their membership to representative their group on the Booster Council. The PRUBO Booster group shall deliver the nomination to the PRUBO President no later than June 30. The Representative shall serve for a term of (1) year to run beginning July 1st through June 30th. No parent/guardian may serve as a representative for more than one Member Booster group.

Representative Vacancies - Should a Representative be unable to complete their term, the PRUBO Booster Club shall select a replacement who, when approved by the Board, shall serve for the remainder of the term.

Compensation – Representatives shall receive no compensation for their services.

Section 4 – Executive Board

Role - The Executive Board (“Board”) shall be responsible for setting PRUBO’s direction, agenda, budgets, and fees managing day-to-day operations, scheduling, calling, and canceling meetings, deciding when to bring issues to the Booster Council, managing PRUBO funds and other assets, drafting policies, procedures, and job requirements as needed to further the purposes set forth in Article I, Section 2 hereof, drafting amendments to these Bylaws, monitoring and enforcing compliance with PRUBO policies and procedures including accepted financial practices and controls, proactively protecting PRUBO’s status as a not-for-profit tax exempt organization.

Additional responsibilities of the Board include:

1. The Board shall create or dissolve committees as needed in their judgment to forward the purposes set forth in Article I, Section 2. The Board shall prescribe each committee’s function and authority.
2. The Board shall make appointments to Committee Chairs. The Board shall remove any member of any committee whenever, in the judgment of the Board, it would be in the best interest of PRUBO.
3. The Board shall investigate charges of PRUBO member conduct that is not consistent with the Bylaws, Policies, or Procedures. The Board shall make decisions concerning the results of the investigation and act appropriately on their findings.
4. The Board may recommend individual deviations from Policies and Procedures if the Board deems it necessary for specific cases and bring these recommendations to the Booster Council for approval.
5. The Board may recommend such other activities that are consistent with the objectives of PRUBO as stated in Article I, Section 2 hereof, consistent with the direction provided by the Pine-Richland High School Athletic Director and Pine-Richland High School Principal.

Composition - The Board shall be comprised of 7 Officers: President, Vice-President, Secretary, Treasurer, Associate Treasurer, (2) Members at Large Representing (1) Activities and (1) Sports

and (2) not voting board members(Pine-Richland High School Athletic Director and Pine-Richland High School Principal or their designee. Each Officer shall have one vote on the Board

Officer Qualifications – To be eligible to be an Officer, an individual shall be a Representative for a Booster Group in good standing. Concurrent with their term on the Board, an Officer shall not hold two elected offices, serve in an Appointed Position, hold office in a PRUBO, be a member of the immediate family of another Officer, or be a member of the same PRUBO as another Officer. Unless unusual circumstances prevent the immediate past Vice-President from accepting the role as President, the President shall have just completed a term as Vice-President. Each Candidate for Vice-President shall agree to be President-elect for the subsequent year. Unless unusual circumstances prevent the immediate past Associate Treasurer from accepting the role as Treasurer, the Treasurer shall have just completed a term as Associate Treasurer. Each Candidate for Associate Treasurer shall agree to be Treasurer-elect for the subsequent year. The Booster Council can vote to grant an exception or exceptions to these qualifications for a specific candidate.

Officer Nomination – A Nominating Committee shall be responsible for soliciting nominees and for approving and recommending all nominees to be placed on the ballot. The Nominating Committee shall be comprised of Representatives appointed by the President. A minimum of one (1) candidate shall be nominated for each office. The Nominating Committee shall accept nominations via a formal letter of acceptance submitted by the nominee bearing the signatures of both the nominee and nominator. Any Member may make unsolicited nominations provided that the Nominating Committee receives the nomination letter no later than two (2) weeks prior to the Regular PRUBO meeting at which the Nominating Committee submits the list of candidates. The Nominating Committee shall report the list of qualified candidates at the Regular PRUBO meeting held nearest to but no later than July 15.

Officer Election – Officers shall be elected annually for a term of one year to run August 1st thru July 31st. Elections shall be held at the Regular meeting held nearest to but no later than July 25th. A plurality of the Representatives present at that meeting shall be required to elect each Officer. Each nominee shall be voted on individually, not as a member of a slate. Voting shall be by secret ballot.

Officer Vacancies – In the event a vacancy occurs as a result of death, resignation, disability or termination, the Board shall elect, by simple majority, a new Officer from the Members to fill the vacancy and to serve until the term expires. Candidates to fill Officer Vacancies need not be nominated by a Nominating Committee.

Officer Term Limits- Each officer shall hold office for a term of two (2) years, commencing on the first day following his or her election, and may succeed himself or herself for one (1) additional term. An officer may be elected to a new officer position immediately following completion of two (2) terms in different officer position. A break of one (1) year is required, unless overridden by a majority vote of the Board, for an officer to hold the same officer position after completing two successive terms.

Compensation – Officers shall receive no compensation for their services.

ARTICLE IV – REPRESENTATIVE RESPONSIBILITIES

Section 1 – Representatives duties and responsibilities as Booster Council members include:

1. Serve as a liaison between PRUBO and their respective PRUBOs:
 - a. Apprise the PRUBO of PRUBO plans and activities impacting their Activity or Sport and/or PRUBO.
 - b. Apprise PRUBO of issues and concerns important to the Activity or Sport and/or PRUBO.
 - c. Present their Booster Group plans for fundraising activities to PRUBO.
 - d. Stimulate their PRUBO's involvement in PRUBO projects.
 - e. Apprise PRUBO of any deviations from PRUBO policies and procedures.
 - f. Communicate "best-practices" between their Booster Group and the rest of PRUBO.
2. Attend all PRUBO Regular and Special meetings or designate a substitute
 - a. Be knowledgeable and prepared to discuss and/or vote on issues each meeting's agenda.
 - b. Actively contribute to the discussion of PRUBO affairs.
 - c. Vote on matters brought to the Booster Council for action.
 - d. Elect Officers comprising the Executive Board.
3. If unable to attend a PRUBO Regular or Special meeting, ensure that a substitute is designated, PRUBO has been notified per these Bylaws, and that the designated replacement is prepared to discuss and/or vote on issues on the meeting agenda.
4. Chair and/or serve on committees.

Section 2 – Removal from office

By vote, the Board may remove a Representative for just cause, including:

1. Failure to fulfill their responsibilities as a Representative.
2. Failure to retain their qualifications as Representative.

ARTICLE V – OFFICERS' DUTIES & RESPONSIBILITIES

Section 1 – General Duties & Responsibilities of Officers as members of the Board include:

1. Attend Board meetings. Be knowledgeable and prepared to discuss and/or vote on all issues on the agenda of each meeting. If unable to attend, notify the President and Vice-President before the meeting.
2. Attend Regular and Special PRUBO meetings. Be knowledgeable and prepared to discuss issues on the agenda of each meeting. If unable to attend, notify the President and Vice-President before the meeting
3. Apprise the Board of deviations from PRUBO policies and procedures
4. Actively contribute to the discussion of PRUBO affairs
5. Comply with the spirit and the letter of PRUBO Bylaws and Policies.

Section 2 – Removal from office

By vote, the Board may remove an Officer for just cause, including:

1. Failure to fulfill their responsibilities as an Officer or a Board member.
2. Failure to retain their qualifications as an Office.

Section 3 – Office Specific Duties and Responsibilities

In addition to their general duties and responsibilities as members of the Board, the duties of the Officers shall be as follows:

President: Shall lead the Board, which has primary responsibility for the management and direction of PRUBO. The President shall preside over all meetings of Board and the Booster Council. The president is empowered and required to correct any action by any member of any committee that is not consistent with the Bylaws, Policies, or Procedures. The president is responsible for insuring that all elected and /or appointed position holders carry out their functions as outlined by the Bylaws, Policies, and Procedures. The President may sign, with the Secretary or any other Officer of PRUBO, any contracts, leases or other instruments, which the Booster Council has authorized to be executed. The president shall perform all duties incident to the office and such other duties, as may be prescribed by the Board. The president is responsible for recruiting of parent volunteers to sit on the yearly audit committee per Article IX-Records Section 3 –Audit.

Vice-President: Shall perform the duties of the President in the absence or incapacity of the President and when so acting, shall have all the powers of the President and be subject to the same restrictions. The Vice-President shall assist the President in his/her duties as requested by the President. The Vice-President shall perform other duties as assigned by the Board. The Vice-President shall supervise all committees and act as ex-officio member of them. However, the Board can, at its discretion, relieve the Vice-President of that responsibility for any committee provided that the Board assigns another Board member to the committee to fulfill the Vice-President's role.

Secretary: Shall establish, maintain, and archive PRUBO's records; to include PRUBO membership, correspondence, and minutes. The secretary shall take and publish, in good form, the minutes of Executive Board and PRUBO meetings and shall conduct the correspondence of the organization. The Secretary shall publish meeting schedules, notifications, and minutes as specified in these Bylaws and in PRUBO Policies and Procedures.

Treasurer: Shall oversee PRUBO's finances and financial records. The Treasurer shall be responsible for receiving all payments to PRUBO and for paying all properly presented, authorized PRUBO expenses. The Treasurer shall maintain a record of such receipts and payments and shall render a detailed accounting to PRUBO at each Regular meeting. The Treasurer shall publish an annual report for the Booster Council and have PRUBO's financial records audited at the end of fiscal year. The treasurer shall establish proper accounting procedures for the handling of PRUBO Funds, and shall be responsible for keeping funds in banks, trust companies, and/or investments that are approved by the Board. The treasurer is

responsible for timely submission of financial information to external entities as required to retain PRUBO's status as a tax-exempt organization. The treasurer is responsible for providing all documents to the audit committee by July 30th for the committee to complete the yearly review of all financial records per Article IX-Records Section 3 –Audit.

Associate Treasurer: Shall work side-by-side with the Treasurer to oversee PRUBO's finances, controls, procedures, systems, and financial records. The Associate Treasurer shall have the visibility into accounts and check signing authority as does the Treasurer. A primary responsibility of the Associate Treasurer shall be to learn all aspects of the Treasurer's job and to absorb the concepts that drive an effective treasury function at the strategy and practical level enabling a seamless transition year to year. The Associate Treasurer shall assume the Treasurer's role in the event that the Treasurer cannot complete their term.

Member-at-Large (2): One representative from the PR Activities and one representative from the PR Sports from the Member Booster Council shall be selected as "Members at Large". The Member-at-Large has no duties other than to actively participate in Board deliberations and to vote on issues acted upon by the Board.

ARTICLE VI – MEETINGS

Section 1 – Meeting Types

The Booster Council shall conduct its business at Regular and Special meetings of PRUBO. The Executive Board shall conduct its business at Board meetings. Meetings shall be held at such time, place, and time as fixed by the Board.

Section 2 – Regular Meetings

Regular Meetings of PRUBO shall be held as needed, but not less than 2 times per year. All Members may attend Regular Meetings.

Notice – Meeting schedules and notices shall be distributed electronically and state the date, time, location, agenda, and type of meeting. The initial schedule for the year's meetings will be distributed to Representatives and the PRUBO presidents at or before the August Regular Meeting. Changes to the schedule shall be distributed to Representatives and the PRUBO presidents providing at least seven (7) days notice prior to any meeting that has been changed. The Pine-Richland High School Athletic Director and Pine-Richland High School Principal shall be copied on all meeting schedules and notifications. For the purposes of the Bylaws, the notice period begins on the date the notice is posted or sent.

Quorum – Four-sevenths (4/7) of the Officers plus two-thirds (2/3) of the Representatives shall constitute a quorum for the transaction of business at any Regular or Special meeting. If a quorum is not present, any lesser number of Board members and/or Representatives may adjourn the meeting at any time.

Routine Actions – On all matters except admitting new PR Booster Groups to the Booster Council and amending Bylaws, the election of officers, approval / amending Policies and Procedures, approval, assuming obligations (contractual or financial), and making disbursements, the act of a majority of the Representatives present at a Regular or Special meeting at which a quorum is present shall be the act of the Booster Council. Votes shall be cast by a show of hands, unless a Representative requests a secret ballot on a specific issue and that request is granted by the President, at her/his discretion.

Other Actions - New booster clubs shall be accepted as a PRUBO Member Booster Club as specified in Article III, Section 2 hereof. Officers shall be nominated and elected as specified in Article III, Section 4 hereof. Policies and Procedures shall be amended as specified in Article XII hereof. Bylaws shall be amended as specified in Article XIII hereof.

On matters regarding contractual or financial obligations or regarding disbursements the act of two-thirds (2/3) of the Representatives present at a Regular or Special meeting at which a quorum is present shall be the act of the Booster Council. The minutes shall contain a record of the vote by PRUBO.

Records - Full disclosure of the minutes of each Regular and Special meeting shall be made available to the entire PRUBO membership in a mode specified by the Booster Council. The mode shall provide a cost effective, efficient, timely method for Members to access the minutes. Unless these Bylaws specify otherwise for specific actions, the minutes shall include a summary accounting of votes on each matter.

Section 3 - Special Meetings

Special meetings may be called by or at the direction of the President, the Vice-President, or a majority of the Board with seven (7) days notice to the Booster Council. A Special Meeting can also be called by a vote of not less than two-fifths (2/5) of the Representatives. Except for the unique provisions in this section, the rules that govern the conduct of Regular Meetings also govern the conduct of Special Meetings.

Section 4 – Executive Board Meetings

The President may call Executive Board meetings with seven (7) days notice to the Officers, or sooner if agreed upon unanimously by the Executive Board. Booster Council representatives not serving on the Executive Board will only be allowed to attend these meetings by invitation.

Notice – Board meeting schedules and notices shall be distributed electronically and state the date, time, location, and type of meeting. The initial schedule for the year's meetings shall be distributed to the Officers at or before the July Regular Meeting. Changes to the schedule shall be distributed to Officers providing at least seven (7) days notice prior to any meeting that has been changed. For the purposes of the Bylaws, the notice period begins on the date the notice is posted or sent.

Quorum – Four-sevenths (4/7) of the Officers shall constitute a quorum for the transaction of business at Board meetings. If a quorum is not present, any lesser number may adjourn the meeting at any time. On routine matters which, in the opinion of the majority of the Board, can be handled via email, a quorum is constituted so long as the entire Board is involved in the entire email discussion, everyone votes, and Secretary retains a hard copy of the discussions and vote in PRUBO’s records.

Routine Actions – Except in matters of Member discipline, approving or replacing a Representative, and recommending a booster club as a new member of the Booster Council, the act of a majority of the Officers present at a Board meeting at which a quorum is present, shall be the act of the Board. An Officer’s vote shall be cast in person at Board Meetings except on routine actions that, in the opinion of the majority of the Board, can be handled via email. On such matters, act of a majority of all the Officers shall be the act of the Board and an Officer’s vote shall be cast by email.

Other Actions – At Board meetings, at which a quorum is present, the act of five sevenths (5/7) of the Officers present shall be required to discipline a Member, approve or replace a Representative, or recommend a booster club as a new member of the Booster Council. The vote shall be taken in a Board meeting, not by email.

Records - The minutes shall include a summary accounting of each vote cast.

ARTICLE VII – COMMITTEES

Section 1 – Authorization

The Board shall create and disband such committees, as it deems necessary to forward the purposes set forth in Article I, Section 2, except that Standing Committees shall persist. The Board shall prescribe the committee authority, responsibilities, and functions in the form of a written policy and designate a chairman. No committee shall act on behalf of the Board unless specifically authorized to do so.

Appointed Positions (Committee Chairs and Committee Members) – The Board shall appoint a Member who shall not be an Officer to oversee each committee as the Committee Chair (“Chair”). The Chair, a member of the committee, can nominate other Members to serve on the committee as needed to meet the Committee’s objectives. These Members shall be appointed to the committee upon approval by the Board. Any member of any committee may be removed by the Board when, in the judgment of the Board, it would be in the best interest of PRUBO.

Appointed Positions shall be appointed for a term up to one (1) year, to commence on their appointment date and end midnight, June 30. Members holding Appointed Positions may hold more than one Appointed Position in a given year and may succeed themselves for two consecutive terms; a break of one (1) year is required, unless overridden by a majority vote of the Board. At the Board’s discretion, all Appointed Positions need not be filled in any given year.

Governance – Each committee may adopt rules for its own government that are consistent with the PRUBO Bylaws, Policies, Procedures, and the Committee’s mandate given by the Board. These rules shall be submitted to the Board for approval.

Records – Each committee shall maintain records of its activities and provide a written summary to the Secretary. This information shall be in sufficient detail to record major decisions, to guide further activity in subsequent years, and to record all financial transactions. In the event that the Board delegates to a Committee any authority specifically designated to the Board in these Bylaws, the Board shall require the Committee to record their proceedings.

Duties – Under the Vice-President’s or other Board member’s supervision, the Chair shall organize, plan, and direct committee activities in conformance with the authority and responsibilities delegated to the committee by the Board. The Chair shall coordinate committee activities with the activities of PRUBOs through their Representatives and of other committees through their Chairs as needed. Committee Chairs are expected to attend Regular and Special meetings.

Compensation – Committee Chairs and Committee Members shall receive no compensation for their services.

ARTICLE VIII – ASSET AND OBLIGATION MANAGEMENT

Section 1 – Definitions

For the purposes of these Bylaws PRUBO Funds are funds raised for the interest of all PRUBO Members as listed in Attachment A.

Section 2 – PRUBO Funds

The Board shall recommend one or more financial institutions for PRUBO financial assets; the Booster Council shall approve each institution before a PRUBO account can be opened therein. The Board shall recommend a checking account and may authorize savings accounts, savings certificates, and/or interest bearing instruments in the name of the PRUBO. The Booster Council shall pre-approve each. At least two Officer’s signatures shall be required to open accounts or to put PRUBO funds in an account or instrument not insured by FDIC, FSLIC, NCUA, or the US government.

Contractual Agreements – PRUBO shall not borrow or invest funds or enter into a contractual agreement without the recommendation of the Board and approval of the Booster Council. At least two Officers’ signatures shall be required to execute contracts that will obligate PRUBO.

Withdrawals & Transfers – All checks, drafts, or other orders for the payment of money, notes or other evidence of indebtedness, issued in the name of PRUBO, shall be signed by two Officers of PRUBO: Treasurer, and President or in his/her absence, the Vice- President. The President, Vice-President and Treasurer shall arrange with the bank for new signature authorizations within

two weeks of taking office. The Booster Council shall approve withdrawals from and transfers among PRUBO accounts. At the act of the Booster Council, this approval may take the form of a blanket approval for transactions below a threshold amount or of a particular type or the approval may be granted on a transaction-by-transaction basis. All expenditures, including expenditures of lesser amounts, shall be reported in detail to the Booster Council at every Regular Meeting.

Deposits – All funds of PRUBO shall be deposited in a timely manner to the credit of PRUBO in such banks, trust companies, or other depositories the Board may select.

Gifts – Any Officer may accept on behalf of PRUBO, any contribution, gift, bequest or device for general use or for any special purpose of PRUBO that is consistent with Article I, Section 2 hereof. The Officer shall notify the Board immediately upon receipt and turn the gift over for timely deposit in a Board approved depository.

ARTICLE IX – RECORDS

Section 1 – Financial Records

PRUBO shall keep detailed, accurate, and timely financial records for PRUBO Funds. The contents form, and processes shall accurately reflect the revenue, expenses, assets, and liabilities and be defined by written policy. These records and reports shall be prepared and maintained by the Treasurer for PRUBO Funds.

Section 2 – Archive

An archive of books, records, financial statements, and relevant documents will be maintained on by the Treasurer. The contents form, and processes of which shall be defined by written policy.

Section 3 – Audit

The president is responsible for recruiting members to participate on the audit committee. The treasurer will provide the committee with all financial records required for the audit committee to complete the review by July 30th. The Audit Committee shall be made up of 3 to 5 people chosen because of their independence from the financial processes of PRUBO Executive Board. This committee shall be responsible for the appointment of an independent auditor to perform the annual financial review of the PRUBO or to perform audit themselves per generally accepted standards.

ARTICLE X – INFORMATION AND PRIVACY

All information created or collected by PRUBO becomes property of PRUBO. It is for the sole use of PRUBO in efforts to promote Activities and Sport programs at Pine-Richland High School. No Member may distribute any PRUBO documents to anyone other than a PRUBO Member for a bona fide PRUBO purpose without the expressed written consent of the Board.

ARTICLE XI – PARLIAMENTARY PROCEDURE

“Robert’s Rules of Order, Revised” shall govern the proceedings of this organization and all meetings thereof when not in conflict with these Bylaws.

ARTICLE XII – AMENDMENTS TO POLICIES & PROCEDURES

Section 1 – Procedure

Policies & Procedures shall be amended, or repealed, or new Policies & Procedures shall be adopted by three fourths (3/4) majority of the Representatives in attendance of any PRUBO meeting at which there is a quorum. Unless the Booster Council votes to amend this process for a specific Policy of Procedure, the process to change a Policy or Procedure shall follow 4 steps:

1. Board shall draft the proposed change.
2. The proposed change is read and discussed in a Regular or Special meeting.
3. The proposed change is read and discussed in a second Regular or Special meeting.
4. The Booster Council votes on the proposed change.

Section 2 –Records

When Policies and/of Procedures are created or amended, the Policy or Procedure as amended, shall be made available to each Officer, Representative, PRUBO President, PRUBO officer(s) responsible for implementing the Policy or Procedure, within fourteen (14) days in a mode that each party can peruse on-line or in hard copy as they desire.

ARTICLE XIII – AMENDMENTS TO BYLAWS

Section 1 – Procedure

These Bylaws shall be amended or repealed, or new Bylaws shall be adopted by four-fifths (4/5) majority of the Representatives at PRUBO Meeting. The process to change a Bylaw shall follow 4 steps:

1. Board shall draft the proposed change
2. Bylaws changes should be advertised to the Booster Council 10 days prior to the meeting the change will read and voted on.
3. The proposed change is read, discussed, and voted on in a Regular or Special meeting
4. The proposed change is read, discussed, and voted on in a second Regular or Special meeting
5. If the Booster Council approves the change at both readings, the proposed change is approved.

Section 2 – Records

When Bylaws are amended, the amendments, or the complete Bylaws as amended, shall be made available to each Officer, Representative, Pine-Richland High School Athletic Director and Pine-

Richland High School Principal within fourteen (14) days in a mode that each party can peruse on-line or in hard copy if they desire.

ARTICLE XIV – DISSOLUTION

A five-sevenths (5/7) vote of the Board shall be required to dissolve and end PRUBO. In that event, PRUBO's assets shall be distributed as required by Article I, Section 4.

ARTICLE XV – Conflict of Interest

No PRUBO member may vote upon a matter in which he or she has a direct financial interest or conflict of interest. No PRUBO member may vote upon a matter in which he or she has a business or family relationship not common to all members. Immediately upon becoming aware that such a conflict exists, a PRUBO member must disclose such, withdraw from further deliberation, and refrain from voting on the matter.

Bylaws approval Dates

Initial-September 10, 2014

Revised – October 20, 2015

Amendments to the Bylaws

Date	Bylaw Section Change	Description of Change
October 20, 2015	Article I Section 2: Purpose	Revised wording to reflect IRS 501(c)(3) as well as include a paragraph documented in IRS Letter 4713-(rev 1-2014
October 20, 2015	Article I Section 4: Dissolution	Revised wording to reflect IRS 501(c)(3) documented in IRS Letter 4713-(rev 1-2014
October 20, 2015	Article XIII: Bylaw Amendments Section 1: Procedure	Change advertisement of change in bylaw from 30 days to 10 days
October 20, 2015	Attachment A	Removal of the following groups per IRS 1312-PR Chorus, PR Girls Basketball, PR Girls Soccer, PR Girls Golf & PRHS AFJROTC