

**Saint Dominic Academy
All Saints Booster Club
Constitution
April 1, 2018**

**Article 1
Name**

The name of this organization shall be "All Saints Booster Club", hereinafter referred to as the "Club".

**Article II
Mission, Purpose and Objectives**

The Mission of the Club is to create an environment that inspires all students, athletes, alumni, parents and the community to collectively ensure a positive and spirited atmosphere for all extracurricular and athletic programs.

We strive to build strong moral character and academic excellence in the students, while seeking to raise funds for Saint Dominic Academy, thereby enhancing all Saint Dominic Academy programs whether athletic or extracurricular.

The purposes and objectives of this Club shall be to promote and assist in the education of students attending Saint Dominic Academy, Lewiston and Auburn Maine, including:

- a. To sponsor extracurricular and athletic programs at Saint Dominic Academy.
- b. To cooperate with Saint Dominic Academy in handing down the moral values of respect for persons, good sportsmanship and fair play among the athletes of Saint Dominic Academy in their competitive, intramural and/or organized school-affiliated sporting and extracurricular activities.
- c. To create a spirit of interest, understanding and enthusiasm in this region in favor of Saint Dominic Academy athletic programs and raise funds toward developing, advancing and encouraging the said programs that will produce fine all-around personalities in which morals and morale will be found at their best.

**Article III
Membership**

Section A. Subject to section B hereinafter, any person with an active and unselfish interest in the athletic and extracurricular activities of Saint Dominic Academy may be granted membership in this Club.

Section B. Membership in this Club shall be as follows:

Active: A member entitled to all rights and privileges and subject to all obligations which membership in this Club confers and implies. Without limiting such rights and obligations, such rights shall include eligibility to seek any office of this Club and the right to vote on all matters requiring a vote of the membership. All members must be present at one annual meeting and must complete ten hours of volunteering to maintain membership in the Club.

Honorary: An honorary member shall be one who has rendered distinguished service to this Club or Saint Dominic Academy, and shall be elected an honorary member only by the unanimous vote of the Board at any regular meeting. A non-member so elected shall not be required to be present at the annual meeting or volunteer.

Article IV Indemnification/ Insurance

Each person who acts as an Officer, Board member, general member, honorary member, or volunteer under the direction of a Board member shall be indemnified by the Club for expenses actually and necessarily incurred on behalf of the Club and in the defense of any action, suit or proceeding in which he or she may be made a party solely by reason of his or her having been and Officer, Board member, general member, honorary member, or volunteer of the Club, except to the extent that such involvement is a result of the negligence or willful misconduct of such individual or the individual was acting outside of the scope of his or her responsibilities. In support of the indemnification, the Saint Dominic Academy general liability insurance policy covers the above individuals that are serving as an Officer, Board member, general member, honorary member, or volunteer as described above.

Article V Resignations

Any member may resign from this Club and said resignation shall become effective upon acceptance thereof by the Board. The Board may withhold acceptance, however, until all Club funds and property have been returned.

Article VI Officers

Section A. The Officers of the Board of Directors, herein the "Board" of this Club shall be President, Vice-President, Secretary and Treasurer.

Section B. No person shall be eligible to hold office in this Club unless said person is an active member in good standing.

Section C. No Officer shall receive any compensation for any services rendered to this Club in his official capacity as an Officer.

Section D. No Officer has the authority to commit the Club to any financial obligations outside of the budget, except upon prior approval and vote of the Board.

Section E. Two offices may be held by the same person, except for the offices of President and Treasurer.

Section F. Officers shall be elected bi-annually by the general membership and shall hold office for two years or until their successors have been selected and qualified.

Section G. An Officer or Board member may be removed at any time for good cause. "Good Cause" for removal of an Officer or Board member includes, but is not limited to,

- a. the unexcused absences from three consecutive meetings;
- b. willful neglect of his or her duties;
- c. fraud;
- d. misconduct;
- e. misuse of Club funds;
- f. accepting compensation or other things of value based upon their Officer or Board member position;
- g. conflicts of interest not approved by the Board; or
- h. other appearances of impropriety that are determined by the Board to reflect negatively on the Club or Saint Dominic Academy.

If this circumstance were to arise, the Officers or a majority of the Board may call an emergency meeting of the Board to discuss the removal of the Officer or Board member. The meeting notice shall state the removal of the Officer or Board member is on the agenda, and the Officer or Board member subject to removal may attend to explain why he or she should not be removed. At the meeting, the Board shall consider all possible arrangements for resolving the issue that are of mutual interest to the Board and the Officer or Board member subject to removal. If the matter is not resolved in this manner, the Officers may remove the Officer or Board member subject to confirmation of the removal by the affirmative vote of the Board. If confirmed, the Officer or Board member shall no longer be considered a Board member of the Club.

Section H. The duties of the Officers shall be as follows:

President: The President shall be the Chief Executive Officer of the Club:

- a. Preside at all meetings of the Board and the Club;
- b. Issue the call for regular and special meetings of the Board;
- c. Appoint standing committees and special committees and cooperate with chairpersons thereof to effect functioning and reporting of such committees;
- d. See that regular elections are duly called, noticed and held.

Vice-President: If the President is unable to perform the duties of office for any reason, the Vice-President shall occupy the President's position and perform the President's duties with the same authority as the President. The Vice-President shall, under the direction of the President, oversee the functioning of such committees of this Club as the President shall designate.

Secretary: The Secretary shall be under the supervision and direction of the Board. The secretary shall:

- a. Submit regular reports to the Board;
- b. Have custody and keep and maintain general records of this Club, including records of minutes of Club and/or Board meetings, attendance, committee appointments, elections and roster of active members.

Treasurer: The Treasurer shall be under the supervision and direction of the President and Vice-President and the Saint Dominic Academy Business Office. The Board may require the Treasurer to deliver and keep in force, at the expense of this Club, a bond for the faithful discharge of his office in such sum and with such surety as determined by the Board. The Treasurer shall:

- a. Receive all monies and deposit the sum in The Booster Club account of the Diocese of Portland Savings and Loan account.
- b. Pay out all monies in payment of Club obligations only on authority given by the Board. All checks shall be signed by the Saint Dominic Academy Business Office. The Treasurer shall follow the procedure determined by the Saint Dominic Academy Business Office.
- c. Prepare and submit financial reports to the Board at its regular and/or special meetings or general membership meetings.

Section I. In the event of a vacancy in any office, the Board shall appoint a member to fill the unexpired term.

Article VII Board of Directors

Original Board members will be appointed by the Officers. Members of the Board shall be:

- a. President, Vice-President, Secretary, and Treasurer;
- b. Chairpersons of committees elected from the Club's active membership.
- c. An administrator or director of Saint Dominic Academy. The administrator or director shall serve as an ex-officio member of the Board and enjoy all voting rights and privileges of elected members of the Board.

Article VIII Meetings

Section A. This Club shall hold at least two (2) meetings annually during the academic year, at a time and place to be determined by the Board. Special meetings of this Club may be called as considered necessary by the Board.

Section B. An attendance of a majority of members in good standing shall be necessary for a quorum to transact any business of this Club.

Section C. Except as otherwise specifically provided, the act of a majority of the members present at meeting shall be the final decision of the entire Club.

Article IX Tax Exempt Status

Notwithstanding any other provision of these articles, this Club shall not carry on any other activities not permitted to be carried on by a Club exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Article X Dissolution

Upon the dissolution of this Club, the Board shall, after paying or making provision for the payment of all of the liabilities of this Club, dispose of all the assets of this Club exclusively for the purposes of this Club in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board shall determine. Any such assets not so disposed of shall be disposed of by the court of common place of the county in which the principal office of this Club is then located, exclusively for such purposes or to such organizations, as said court shall determine, which are organized and operated exclusively for such purpose.

Article XI Amendments

This constitution, except Article IX and X, may be amended at any or special meeting of this Club at which a quorum is present, by the affirmative vote of two thirds of the members present in person and voting, providing the Board has previously considered the merits of the amendments and prior notice has been given to the general membership, via the school communication methods.

**Saint Dominic Academy
Saints Booster Club
Bylaws
April 1, 2018**

No. 1

Except to further the progress of this Club, this Club, as a whole, shall not take part in any movement not in keeping with its purposes and objectives. It shall not interfere, in any manner, with educational and/or athletic policies of Saint Dominic Academy.

No. 2

Any suggestions or propositions made at any meeting of this Club calling for expenditures of money for anything other than regular obligations shall be referred to the Officers of the Board.

No. 3

Section A. The following committees shall be appointed by the Board during the course of his or her term:

Fundraising
Membership
Youth Sports
Arts
STEM
Nomination Committee

Section B. From time to time the President may appoint, with the approval of the Board, special committees as may be deemed necessary in his or her judgment or the judgment of the Board.

Section C. The President shall be an ex-officio member of all committees except the Nominations Committee.

Section D. All committees shall consist of a chairperson and as many members shall be deemed necessary by the President or chairperson.

Section E. Each committee, through its chairperson, shall report, either verbally or in writing, at each meeting of the Board.

Section F. All problems pertaining to either administrative or committee matters shall be referred to the corresponding committee for study and recommendations to the Board.

No. 4

The Membership Committee shall be responsible for:

- a. Soliciting of memberships;
- b. Issuance of membership cards;
- c. Remittance of all volunteer hours;
- d. Maintenance of up-dated lists of active members; and
- e. Submission of membership reports when requested by the Club President or the Board.

No. 5

The Youth Sports Committee shall be responsible for:

- a. Soliciting sponsors for all youth athletic teams, tournaments; and other youth sports activities;
- b. Obtaining the logos for the sponsors for use on team uniforms and sponsorship banners;
- c. Ordering and distributing team uniforms; and
- d. Organizing youth sports tournaments.

No. 6

These Bylaws may be altered, amended or repealed at any regular or special meeting of this Club at which a quorum is present, by the affirmative vote of two-thirds of the members present in person and voting, provided the Board has previously considered the proposed changes.

No. 7

Section A: Any Bylaw, except Bylaws One and Two, may be suspended at any meeting of this Club at which a quorum is present by the unanimous vote of all members present.

Section B. Meetings of the Board shall be held at such time and place as the Board shall determine.

Section C. A simple majority of the Board shall constitute a quorum at any meeting of the Board.

Section D. Duties and powers: In addition to those duties and powers, express and implicit, set forth elsewhere in this constitution and bylaws, the Board shall have the following duties and powers:

- a. It shall constitute the Board of this Club and be responsible for the execution, through the Club Officers, of the policies approved by the Club. All new business and policies of this Club shall be considered and implemented by the Board.
- b. It shall authorize all expenditures and shall not authorize disbursement of Club funds for purposes inconsistent with the business and policy authorized by this Club.
- c. It shall have the power to modify, override, alter, or rescind the action(s) of any Officer of this Club.
- d. It shall have the books, accounts and operations of this Club audited annually or, at its discretion, more frequently.

Section E. Officers and Board members shall so conduct themselves so as to reflect a favorable image of this Club and Saint Dominic Academy. Any Officer and/or Board member may be expelled from this Club for cause by a two-thirds vote of the entire Board.

I hereby certify the within to be a true and accurate copy of the Bylaws of Saints Booster Club of Saint Dominic Academy.

Dated: _____ Signature: _____

Notary: _____