

CRYSTAL LAKE SOUTH HIGH SCHOOL BOOSTER CLUB BYLAWS

(AS AMENDED AND RESTATED EFFECTIVE _____, 2023)

ARTICLE I

NAME AND PURPOSE

Section 1: Name

The name of this not-for-profit corporation is the Crystal Lake South High School Booster Club, herein referred to as the "Boosters" and shall be governed by the Illinois General Not for Profit Corporation Act ("the "Act").

Section 2: Purpose

The Boosters is a volunteer organization dedicated to enhancing the student experience at Crystal Lake South High School, herein referred to as "CLS";

- (a) To support and enhance academic, athletic, music, drama, activities, clubs and programs for the students of CLS through service, fundraising activities and allocation of collected funds to selected programs.
- (b) To promote parental involvement in Boosters-supported activities.
- (c) To create a public awareness of the academic, athletic, music, drama, activities, clubs and programs of CLS.
- (d) To promote and encourage good character and sportsmanship on the part of the participants as well as the spectators of all activities.
- (e) To support any extension of school activities approved by the staff of CLS in a manner agreeable to staff and consistent with current school policy.
- (f) To boost the attendance and participation in all activities of CLS, and to give due recognition to participants, as members of the Boosters see fit, while adhering to I.H.S.A policy.

Section 3: Operation as a Tax Exempt Organization; Exempt Activities

- (a) The Boosters will operate as an organization within the meaning of Section 501(c)(3) of the Internal Revenue Code ("the Code").
- (b) The Boosters will neither have nor exercise any power, nor will it engage directly or indirectly in any activity, that would invalidate its status as a tax-exempt organization within the meaning of Section 501(c)(3) of the Code.
- (c) Notwithstanding any other provision of these Bylaws, no Director, officer, employee, or agent of the Boosters is permitted to take any action or carry on any activity by or on behalf of the Boosters, which is not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) of the Code.

- (d) No part of the net earnings of the Boosters may inure to the benefit of, or be distributable to, any director, officer, employee, or agent of the Boosters.
- (e) Upon dissolution of the Boosters, the Board shall, after paying or making provision for the payment of all of the liabilities of the Boosters, dispose of all of the assets of the Boosters exclusively for the purposes of the Boosters in such manner, or to such organization or organizations organized and operated exclusively for charitable or educational purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board shall determine. Any such assets not so disposed of shall be disposed of by the appropriate court of law of the county in which the principal office of the Boosters is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for exempt purposes.. No Director, officer, employee, or agent of the Boosters, nor any private individual, will be entitled to any distribution or division of the remaining property or proceeds of the Boosters.

ARTICLE II

MEMBERS

Section 1: Membership

- (a) General membership is open to any individual who is interested in supporting the activities of CLS and the Boosters, and submits an application on a form approved by the Board (as hereinafter defined) in its sole discretion (each a "Member").
- (b) To be eligible to have voting rights which allow for a Member to vote (a "Voting Member"), he or she must have been approved and accepted for membership in the Boosters by the Board in its sole discretion.

Section 2: Right and Duties of Membership

- (a) Each Member may attend any General Meeting of the Boosters and may submit items to the Board for its consideration.
- (b) Whenever possible, each Member when called on is expected to assist in Booster activities.
- (c) Voting Members may vote only matters designated and submitted by the Board for a vote of the members. No other members of the Boosters shall have any voting rights.
- (d) Rights, duties, privileges and responsibilities of membership shall be determined by the Board in its sole discretion in accordance with the current Bylaws. Any Member deemed unfit for membership in the Boosters may have his or her membership revoked by a 2/3 vote of the Board.
- (e) Membership, including Directors and Officers, in the Boosters carries with it no right to any of the Boosters' property or funds.

Section 3. Resignation of Members.

Any Member may resign at any time by notifying the Secretary of the Boosters.

Section 4. Transfer of Membership.

Membership in the Boosters is neither transferable nor assignable.

Section 5. Termination of Membership.

The membership of each Member of the Boosters shall terminate upon that member's death, resignation, suspension or expulsion.

Section 6. Suspension and Expulsion.

Any member of the Boosters may be suspended or expelled from membership, with or without cause as determined by the Board in its sole discretion.

ARTICLE III

BOARD OF DIRECTORS

Section 1: General Powers

The affairs of the Boosters will be managed by or under the direction of its Board of Directors (the "Board"). The Board may not establish compensation for the Directors and officers for their services to the Boosters, except that directors and officers may be reimbursed for expenses incurred in the performance of their duties to the Boosters, in reasonable amounts as approved by an affirmative vote of a majority of the Directors then in office. The Board may establish compensation in reasonable amounts for agents and employees for services rendered, such amount to be fixed by the Board or, if the Board delegates power to any officer or officers, then by such officer or officers.

Section 2: Number; Election; Term; Qualifications; Restrictions

- (a) **Number:** The number of Directors of the Boosters shall be not less than five (5) nor more than nine (9) shall consist of the President, Vice President, Secretary and Treasurer. The number of Directors may be fixed or changed from time to time by the directors without further amendment to the Bylaws. Unless otherwise required by law, a Director need not be a resident of the State of Illinois.
- (b) **Election:**
 - 1. Directors will be elected at the Annual Meeting by the Voting Members of the Boosters.
 - 2. At the regular meeting of the Board in March of each year, the President shall select an Election Committee of not less than five (5) members of the Boosters, at least one of whom shall be a Director, who shall nominate a slate of Directors and Officers to be voted on at the Annual Meeting in May. Nominations may be made from the floor at the election (with the consent of the nominee) and candidates receiving the plurality of votes cast shall be elected to positions for which they were nominated. Voting shall be done by secret ballot with space provided for write- in votes.
 - 3. No less than two members of the Election Committee shall be responsible for tallying the vote. In the event of a dispute of the election results, any nominee may elect to recount the votes under the supervision of the Election Committee.
- (c) **Term:** Directors will hold office for one year, starting on July 1 following the date of the Annual Meeting at which they are elected and ending on June 30 of the following year, and until their successors have been elected

and qualified, or until their earlier death, resignation or removal.

(d) **Qualifications:** Any nominee to be a Director must have attended a minimum of two meetings in the then current fiscal year (July 1 through June 30). For the purpose of counting meeting attendance the current meeting being attended will count as one of the eligible meetings.

(e) **Non-Voting, Advisory Directors:**

1. Crystal Lake South High School Principal or their appointed representative;
2. Crystal Lake South High School Faculty and Staff appointed by the President and approved by the Board;
3. Past Booster President(s);
4. Certain individuals appointed by the Board as deemed necessary for special projects.

(f) **Restrictions:**

1. No more than two immediate family members may hold directorships concurrently. An immediate family member shall be defined as any of the following:
 - i. A legal spouse;
 - ii. Parents or parent in-laws;
 - iii. Grandparents;
 - iv. Children and/or step-children, including In-laws;
 - v. Grandchildren;
 - vi. Siblings, including in-laws;

Section 3: Resignations

- (a) Any Director may resign at any time by giving written notice to the Board, the President, or the Secretary of the Boosters.
- (b) **Effective Date:** A Director's resignation will take effect when the notice is delivered unless the notice specifies a future date. Unless it is otherwise specified in the notice, the acceptance of such resignation will not be necessary to make it effective.
- (c) **Filling the Pending Vacancy:** The pending vacancy that arises due to a Director's resignation may be filled prior to the effective date, but the successor cannot take office until the effective date.

Section 4: Vacancies

Any vacancy occurring in the Board, or any directorship to be filled by reason of an increase in the number of Directors, resignation, or removal may be filled by a majority vote of the Board at any regular meeting or at a special meeting of the Board called for that purpose. Each Director elected to fill a vacancy will hold office for the duration of the unexpired term of his or her predecessor in office.

Section 5: Annual Meeting

The Annual Meeting of the Board will be held at the place and time determined by the Board.

Section 6: Regular Meetings

The Board will hold regular meetings monthly prior to or after the General Meeting of the Members at the times and places designated by the Board.

Section 7: Special Meetings

Special meetings of the Board may be held at any time and place but only if they are properly noticed pursuant to Article III, Section 8 of these Bylaws. The meetings may be called by the President or by a written request from any two Directors.

Section 8: Notice of Meetings

- (a) **Timing:** Notice of each meeting must be delivered by or at the direction of the Secretary to each Director at least five days, but not more than sixty days, before the day on which the meeting is to be held according to the provisions of Article X, Section 4 of these Bylaws.
- (b) **Waiver:** Notice may be waived in writing by a Director, either before or after the meeting. Attendance of a Director at any meeting shall constitute a waiver of notice of such meeting except where the Director attends the meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.
- (c) **Description of Meeting in the Notice:** Neither the business to be transacted at, nor the purpose of any regular or special meeting of the Board, need be specified in the notice or waiver of notice of such meeting, except as provided in Article III, Section 12 of these Bylaws.

Section 9: Quorum; Voting; Proxies

- (a) **Quorum:** A majority of Directors, then in office, will constitute a quorum for the transaction of business at any meeting of the Board.
- (b) **Voting:** If a quorum is present, the act of the majority of the Directors present is equivalent to the act of the entire Board unless the act of a greater number is required by law, the Articles of Incorporation of the Boosters, or these Bylaws.
- (c) **Proxies:** No Director may vote by proxy on any matter of the Boosters.

Section 10: Electronic Participation at Meetings

- (a) Directors may participate in and act at any meeting of the Board through the use of a conference telephone or other communications equipment so long as all persons participating in the meeting can communicate with each other concurrently.
- (b) Telephonic or electronic participation in a meeting will constitute attendance and presence at the meeting.

Section 11: Informal Action; Written Consent

- (a) **Informal Action:** Any action required to, or which may, be taken at a meeting of the Board may be taken without a meeting if it is consented to in writing by all of the Directors.
- (b) **Written Consent:** The written consent must be evidenced by one or more written approvals from the

Directors; each approval must set forth the action to be taken and provide a written record of approval. The approvals must be delivered to the Secretary of the Boosters and filed in the corporate records.

- (c) **Effective Date:** Any action taken by the Board pursuant to this Section will be effective when all of the Directors have approved the written consent unless the consent specifies a different effective date.

Section 12: Removal

- (a) One or more of the Directors may be removed, with or without cause, by the affirmative vote of 2/3 of the Directors then in office, present, and voting at a meeting of the Board at which a quorum is present.
- (b) If the vote for the removal of one or more directors is to take place at a special meeting called pursuant to Article III, Section 7 of these Bylaws, written notice of the proposed removal must be prepared and delivered to all Directors pursuant to Article III, Section 8, no fewer than twenty (20) days prior to the special meeting. Such notice must both include the purpose of the meeting (i.e., Removal of Directors) and list the Director or Directors sought to be removed.

Section 13: Presumption of Assent

If a Director is present at a meeting of the Board, he or she will be conclusively presumed to have assented to any corporate action taken at the meeting unless any of the following conditions is satisfied:

- (a) His or her dissent was entered in the minutes of the meeting;
- (b) He or she filed a written dissent to the action with the person acting as the secretary of the meeting before adjournment; or
- (c) He or she forwarded such dissent by registered or certified mail to the Secretary of the Boosters immediately after the meeting adjourned (however, this right to dissent will not apply to a Director who voted in favor of an action).

Section 14: Director Conflict of Interest

- (a) If a transaction is fair to the Boosters at the time it is authorized, approved, or ratified, the fact that any Director is directly or indirectly a party to the transaction is not grounds for invalidating the transaction.
- (b) In a proceeding contesting the validity of a transaction on the grounds that it is unfair to the Boosters due to a conflict of interest, the person asserting validity has the burden of proving fairness unless the material facts of the transaction and the Director's interest or relationship were disclosed or known to the Board or a committee consisting entirely of Directors, and the Board or committee authorized, approved, or ratified the transaction by the affirmative votes of a majority of disinterested Directors, even though the disinterested Directors did not constitute a quorum.
- (c) **Quorum, Voting:** The presence of the Director who is directly or indirectly a party to the transaction described in Part (b) of this Section, or a Director who is otherwise not disinterested, may be counted in determining whether a quorum is present but may not be counted when the Board or a committee of the Board takes action on the transaction.
- (d) **Indirect Interest:** A Director is "indirectly" a party to a transaction if he or she either:

1. Has a material financial interest in the entity with which the transaction is occurring; or
 2. Is an officer, director, or general party with the entity with which the transaction is occurring.
- (e) **Grant Exception:** If a Director is also an officer or director of both parties to a transaction involving a grant or contribution, without consideration, from one entity to the other, that Director is not "indirectly" a party to the transaction so long as the Director does not have a material financial interest in the entity that receives the grant or contribution.

ARTICLE IV

OFFICERS

Section 1: Designation; Election; Term; Restrictions

- (a) **Designation:** The Officers of the Boosters will include a President, a Vice President, a Secretary, and a Treasurer.
- (b) **Election:** The Officers will be elected at the Annual Meeting by Voting Members of the Boosters and any Directors shall be eligible to be elected.
- (c) **Term:** Officers will hold office for one year, starting on July 1 following the date of the Annual Meeting at which they are elected and ending on June 30 of the following year, and until their successors have been elected and qualified, or until their earlier death, resignation or removal.
- (d) **Restrictions:**
 1. **Multiple Offices:** The same person may not hold more than one office concurrently.
 2. **Monetary Authority:** In the event that two immediate family members, as defined in Article III, Section 2(e), are officers, under no circumstance shall they be allowed to co-sign Booster checks or be co-counters of cash.

Section 2: President

- (a) The President shall preside at all Board, general membership and special meetings.
- (b) The President shall be chief contact with the school administration.
- (c) The President will be Chief Executive Officer of the Boosters and, subject to the direction and control of the Board, will have general and active management of the affairs of the Boosters.
- (d) The President will ensure that all orders, resolutions, and directives of the Board are carried into effect unless the Board assigns that responsibility to another Officer.
- (e) The President will execute all Board approved contracts or other instruments for the Boosters.
- (f) The President will from time to time report to the Board on all matters within his or her knowledge, which the interests of the Boosters may require to be brought to their notice.

- (g) The President will perform other such duties as may be assigned from time to time by the Board.
- (h) The President shall be responsible for establishing committees, defining the committee purpose, and naming the initial chairperson(s) with approval by the Board.
- (i) The President shall be an ex-officio member of any committee.
- (j) The President shall be prepared to speak about Boosters' activities at awards nights and special events. The President, along with the Treasurer, shall present a year end annual financial report, including actual revenues and expenditures from the preceding fiscal year and the budget for the upcoming fiscal year, to the Board in the month of July.

Section 3: Vice President(s)

- (a) The Vice President will have all the powers and perform all the duties of the President in the absence or incapacity of the President.
- (b) The Vice President shall review checking account activity at least monthly. Unusual activity will be brought to the attention of the Board.
- (c) The Vice President will perform such other duties as may be assigned from time to time by the Board.

Section 4: Secretary

- (a) The Secretary will give, or cause to be given, all notices in accordance with the provisions of these Bylaws, or as required by law.
- (b) The Secretary will supervise the custody of all records and reports and will be responsible for the keeping and reporting of adequate records of all Boosters meetings, excluding committee meetings.
- (c) The Secretary will perform such other duties as may be assigned from time to time by the Board.
- (d) The Secretary will have all the powers and perform all the duties of the President in the absence or incapacity of both the President and Vice President.
- (e) The Secretary shall maintain a current list of all Voting Members of the Boosters.

Section 5: Treasurer

- (a) The Treasurer will keep full and correct account of receipts and disbursements in the books belonging to the Boosters, and must deposit all moneys and other valuable effects in the name and to the credit of the Boosters, in the bank or banks designated by the Board.
- (b) The Treasurer will dispose of funds of the Boosters as may be ordered by the Board, taking proper vouchers for such disbursements, and must render to the President and the Board, whenever he or she may require it, an account of all his or her transactions as Treasurer and of the financial condition of the Boosters.
- (c) The Treasurer shall, at each regular meeting, provide a statement of financial status of the Boosters.
- (d) The Treasurer shall prepare a year end annual financial report, including actual revenues and expenditures from

the preceding fiscal year and the budget for the upcoming fiscal year to be delivered to the Board in the month of July.

- (e) The Treasurer will perform other such duties as may be assigned from time to time by the Board.
- (f) The Treasurer shall be bonded for a minimum of \$100,000 (or the average balance in the Boosters' bank accounts) if required by the Board.
- (g) The Treasurer will have all the powers and perform all the duties of the President in the absence or incapacity of the President, Vice President, and Secretary.
- (h) Checks in excess of \$500.00 drawn on all Boosters' bank accounts for the payment of Boosters' expenses shall be signed by the Treasurer and counter-signed by either the President, Vice President, or Secretary.

ARTICLE V

COMMITTEES

Section 1: Committees

- (a) The President shall be responsible for establishing committees, defining the committee purpose, and naming the initial chairperson(s) with approval by the Board.
- (b) The President shall be an ex-officio member of any committee.
- (c) Chairperson(s) will provide funding estimates for their committees to the Treasurer no later than July 1 of each year to facilitate the budget process.
- (d) Chairperson(s) will be responsible for the continuity of their committee function by developing their own replacement who must be approved by the Board.
- (e) Committees may be dissolved by a majority vote of the Board.

Section 2: Quorum; Voting

- (a) Unless the appointment by the Board requires a greater number, a majority of the entire committee will constitute a quorum for committee action at any meeting of the committee.
- (b) The act of a majority of committee members present and voting at a meeting at which a quorum is present will constitute the act of the committee.

Section 3: Participation at Meetings by Conference Telephone

- (a) Committee members may participate in and act at any committee meeting by telephone or other communications equipment so long as all persons participating in the meeting can communicate with each other concurrently.
- (b) Telephonic or electronic committee member participation in a meeting will constitute attendance and presence at the meeting.

Section 4: Meetings of Committees

Subject to action by the Board, each committee by majority vote of its members shall determine the time and place of meetings and the notice required therefor.

Section 5: Informal Action

- (a) **General:** Any action required to, or which may, be taken at a meeting of a committee may be taken without a meeting if it is consented to in writing by all of the committee members.
- (b) **Written Consent:** The written consent must be evidenced by one or more written approvals from the committee members; each approval must set forth the action to be taken and provide a written record of approval. The approvals must be delivered to the Secretary of the Boosters and filed in the corporate records.
- (c) **Effective Date:** Any action taken by a committee pursuant to this Section will be effective when all of the committee members have approved the written consent unless the consent specifies a different effective date.

Section 6: Term; Vacancies

- (a) **Term:** Each member of a committee will remain on that committee until the next Annual Meeting of the Boosters and until his or her successor is appointed, unless the committee is terminated or the member is removed from the committee by the Board.
- (b) **Vacancies:** Vacancies in the membership of any committee may be filled by appointments made in the manner provided for in Article V, Section 1.

ARTICLE VI MEMBERSHIP

MEETINGS

Section 1: General Meetings

The Boosters shall hold a General Meeting of the Members once a month during the school year.

Section 2: Annual Meeting

The General Meeting to be held in the month of May will also serve as the Annual Meeting of the Members.

Section 3: Quorum; Voting; Proxies

- (a) **Quorum:** At any General Meeting or Annual Meeting, ten (10) Voting Members shall constitute a quorum, provided at least two (2) Directors, one of whom must be an Officer, are present.
- (b) **Voting:** If a quorum is present, the act of the majority of the Voting Members present is equivalent to the act of the Voting Members unless the act of a greater number is required by the Act, the Articles of

Incorporation of the Boosters, or these Bylaws.

- (c) **Proxies:** No Voting Member may vote by proxy on any matter of the Boosters.

Section 4: Meeting Procedures

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern all meetings of this Boosters.

ARTICLE VII

PAYMENTS, EXPENDITURES AND ALLOCATIONS

Section 1: Payments

The Treasurer shall sign all checks drawn on the Boosters' bank accounts for the payment of Boosters' expenses less than \$500.00. Checks in excess of \$500.00 drawn on all Boosters' bank accounts for the payment of Boosters' expenses shall be signed by the Treasurer and counter-signed by either the President, Vice President, or Secretary. The Officers shall be the authorized signatories on all Boosters' bank accounts.

Section 2: Expenditures

Committee Chairpersons may make expenditures up to the amount of their committee budget. Any expenditure which exceeds their committee budget must be approved by the Board.

Section 3: Allocations

Surplus funds collected by the Boosters shall be allocated to support and enhance academic, athletic, music, drama, activities, clubs, and programs for the students of CLS at the sole discretion of the Board.

- (a) Allocations shall not be made for the sole benefit of any individual.
- (b) Allocations shall not be made for services, equipment, maintenance, and capital improvements that are the responsibility of School District 155 to provide as determined by the Booster Board.
- (c) Requests for allocations shall be made and supported by the activity asking to receive funding. An Allocation Request Form shall be completed and submitted for each request. A representative of the activity requesting funding shall present their request at a General Meeting of the membership. The Board shall review all Allocation Request Forms.
- (d) In conjunction with the review of requests for allocations, the Board shall consider the level of support that the activity requesting the allocation provides for the Booster's fundraising activities.
- (e) Allocation requests shall be submitted to and approved by the Board prior to the expenditure or commitment of funds.

ARTICLE VIII

INDEMNIFICATION

- (a) The Boosters may indemnify any person who was or is a party or is threatened to be made a party to any proceeding by reason of the fact that such person is or was a director, officer, employee, or agent of the Boosters against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by such person in connection with such proceeding if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Boosters.
- (b) To the extent that a present or former director, officer, employee, or agent of the Boosters has been successful, on the merits or otherwise, in the defense of any proceeding referred to in Section (a) of this Article, or in defense of any claim, issue, or matter therein, such person shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by such person in connection with such proceeding if that person acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Boosters.
- (c) Sections (a) and (b) of this Article will not apply in any proceeding in which the director, officer, employee, or agent is liable for negligence or misconduct in the performance of his or her duties.
- (d) Such rights of indemnification will not be exclusive of any other rights to which such director, officer, or employee may be entitled apart from this provision.
- (e) The Boosters shall have power to purchase and maintain, at the Boosters' expense, insurance on behalf of the Boosters and on behalf of any director, officer, employee, agent, or other person to the extent that power has been or may be granted by statute.
- (i) The Boosters shall have the power to give other indemnification to the extent permitted by law.

ARTICLE IX BOOKS

AND RECORDS

Section 1: Corporate Records

The Boosters must maintain the following books and records which will be held by the President and Treasurer

- (a) Accurate and complete books and records of account;
- (b) The original copy of its Bylaws including all amendments and alterations and any other corporate documents;
- (c) The minutes of the proceedings of either the Board and General Meetings or any committees established by the Board;
- (d) All documents relating to the Boosters' tax status;
- (e) Recent annual reports;
- (f) Copies of the Boosters' recent newsletters, journals, or other publications;

- (g) Financial statements;

Section 2: Right of Inspection

- (a) **General Right of Inspection:** Any Director or Voting Member may examine and make copies of the books and records related to any of the proceedings of the Board provided that he or she has a proper purpose for doing so. This inspection must take place at a time and place mutually agreed upon between the requesting party and the Board.
- (b) **Inspection by Agents:** A Director's agent or attorney may be afforded the same right provided under Article IX, Section 2(a).

ARTICLE X

MISCELLANEOUS

Section 1: Principal Office

- (a) The principal office of the Boosters in the State of Illinois will be located within the boundary of Crystal Lake School District 155, State of Illinois.
- (b) The Boosters will continuously maintain in the State of Illinois a registered office and a registered agent whose business office is identical with such registered office and may have other offices within or without the state.

Section 2: Depositories

All funds of the Boosters not otherwise employed will be deposited from time to time to the credit of the Boosters in any banks, trust companies, or other depositories designated by the Board.

Section 3: Fiscal Year

The fiscal year of the Boosters will end on the last day of June of each year.

Section 4: Delivery of Notice

Any notices will be considered to be "delivered" when any of the following occurs:

- (a) Notice is transferred or presented to the proper party in person;
- (b) Notice is deposited in the United States mail with proper postage and is addressed to the proper party at his, her, or its address as it is listed in the records of the Boosters, or any other contact information appearing on the records of the Boosters; or
- (c) Notice is transmitted by electronic means such as e-mail or facsimile to the proper party at his, her, or its contact information appearing on the records of the Boosters.

Section 5: Execution of Documents

- (a) Every contract entered into, including any loans or other evidence of indebtedness, issued in the name of or on behalf of the Boosters must be authorized or approved by the Board.
- (b) Except as otherwise provided by law, all checks, drafts, promissory notes, and other evidence of indebtedness issued in the name of the Boosters and all contracts, and other instruments executed in the name of and on behalf of the Boosters must be executed and attested by such Officer or Officers, or agent or agents, of the Boosters and in such manner as shall periodically be determined by approval of the Board.

Section 6: Gifts

The Board may accept on behalf of the Boosters any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Boosters.

Section 7: Stock

The Boosters will not have or issue shares of stock.

Section 8: Compensation

- (a) No Director or Officer of the Boosters will receive, directly or indirectly, any income, profit, or other pecuniary benefit from the Boosters, except reimbursement from the Boosters' funds for reasonable expenses incurred that, in the opinion of the Board, were properly incurred in performance of their duties on behalf of the Boosters, upon submission of proper documentation to the Board.

Section 9: Loans to Management

The Boosters will make no loans to any of its Directors or Officers.

Section 10: Construction

If any portion of these Bylaws is found to be invalid or inoperative, then so far as is reasonable and possible:

- (a) The remainder of these Bylaws will be considered valid and operative; and
- (b) Effect will be given to the intent manifested by the portion held invalid or inoperative.

ARTICLE XI

AMENDMENTS

These Bylaws may be altered, amended or repealed, and new bylaws may be made and adopted at any Annual or General Meeting of the Members, or at any special meeting for which prior written notice of the purpose shall be given, by affirmative vote of a majority of the Voting Members present and voting at such meeting. The text of any alteration, amendment, repeal or new bylaw(s) must be published on the Boosters' website at least ten (10) days prior to the meeting at which such action is to be taken.

These Bylaws, having been approved and accepted by affirmative vote of the Voting Membership, shall supersede and replace any previous Bylaws of the Crystal Lake South High School Booster Club.

Signed and dated by the Secretary of the Board of Directors of the Crystal Lake South High School Booster Club on the ____ day of _____, 2023.

Signature

Secretary
Title