

# **CONSTITUTION & BYLAWS OF THE CLAREMONT HIGH SCHOOL DUGOUT CLUB**

**An Affiliate Organization of the Claremont Parent Faculty Association (CPFA)**

## **ARTICLE I: NAME and AFFILIATION**

The Claremont High School Dugout Club is an affiliate of the Claremont High School PFA, which is, in turn, an affiliate of the Claremont Parent-Faculty Association, a California non-profit public benefit corporation, hereby known as CPFA. The Claremont High School Dugout Club does not have a separate legal existence, but is legally part of the CPFA. Within this affiliation, the CHS Dugout Club organization shall operate independently, subject to limitations contained in these bylaws or in the bylaws of the Claremont High PFA or the bylaws of the CPFA.

## **ARTICLE II: PRINCIPAL OFFICE**

The principal executive office of this organization for transaction of business is located at Claremont High School, 1601 N. Indian Hill Blvd., Claremont, CA 91711. The Board of Directors has full power and authority to change the principal office of this organization from one location to another in the geographical area served by Claremont High School.

## **ARTICLE III: PURPOSE**

The specific and primary purpose of the Claremont High School Dugout Club is to induce and stimulate parent and student participation to the extra-curricular activities of the sport of baseball, and to establish a fund from which the aforesaid activities may be provided with equipment, materials, supplies and financial support which are not available through school funds.

Specific purposes of the Claremont High School Dugout Club are as follows:

1. To promote the well being of participating students in the school, baseball program, home and community.
2. To promote communication between the school and participating students' families through a spirit of cooperation between parents, coaches and the Claremont High School Dugout Club.
3. To unify and coordinate the efforts and activities of the baseball program to benefit all participating students and families.
4. To facilitate a mutually beneficial relationship among the booster groups within the school and Claremont High PFA.
5. To establish and encourage activities and projects to raise funds for the benefit of the CHS Dugout Club and its participating students.
6. To solicit, collect, manage and disperse funds, and to generally engage in fundraising activities for the benefit of the activities of CHS Dugout Club and the school.
7. To account for funds raised and dispersed and actions taken to the CHS PFA and the CPFA, as they may require.

## **ARTICLE IV: MEMBERSHIP**

The membership of the Claremont High School Baseball Booster Club shall consist of all parents and/or guardians of current, incoming and/or existing players in the Claremont High School baseball program. The membership of the organization shall be composed of a General Assembly of all members of the organization and an Executive Board of Directors elected by the General Assembly. There shall be an annual meeting of the membership in April at which time the members of the Claremont High School Dugout Club shall vote and install the Board of Directors to guide the organization for the coming year. The members shall adhere to Claremont High School PFA and CPFA rules and regulations governing Booster Clubs, which serve as a binding part of the Constitution and bylaws of the Claremont High School Dugout Club.

## **ARTICLE V: GENERAL ASSEMBLY**

### **Powers of the General Assembly:**

The powers of the Claremont High School Dugout Club shall be to conduct fundraising and provide support and promotion of the freshman, junior varsity and varsity baseball teams, as well as to open checking and savings accounts for the organization on behalf of the organization. Such checking and savings accounts shall require two signatures on all checks by the president, vice president and/or the treasurer.

No member of the General Assembly shall have any right or interest in any of the property or assets of the Claremont High School Dugout Club.

### **Meetings of the General Assembly:**

Regular meetings of the Claremont High School Dugout Club shall be held during the first week of each month from October through June at a location agreed upon by the Board of Directors. Meeting dates may be changed or canceled, because of a lack of business, or a holiday or other schedule conflict, by a majority vote of the Board of Directors.

The meetings of the General Assembly of the Claremont High School Dugout Club shall be conducted under the Rules of Order established by the meeting agenda, which shall be prepared by the President.

### **Election of Board of Directors:**

A nominating committee composed of three to five members of the Claremont High School Dugout Club shall be appointed by the General Assembly at or before the March General Assembly meeting, and they shall meet prior to the April General Assembly meeting and present a slate of officers at that meeting. Nominations may be made from the floor at the April General Assembly meeting. If no additional nominations are made, the slate of officers submitted by the nominating committee shall be unanimously accepted by the members of the Claremont High School Dugout Club. If additional nominations are made from the floor, ballots for only those officers shall be distributed by the secretary and the vote will be by secret ballot. No election shall be held for the remaining unopposed slate of officers, and they shall be unanimously accepted by the members of the Claremont High School Dugout Club.

Following the election, written notification of the new Officers shall be sent to the Claremont High PFA prior to the CPFA April Booster Officers meeting.

## **ARTICLE VI: BOARD OF DIRECTORS**

### **Section 1: Number of Directors**

The Board of Directors of the Claremont High School Dugout Club shall consist of no more than eight directors: the President, Vice President, Secretary, Treasurer, up to three Directors at Large and the Immediate Past President. The Board of Directors shall be elected by the General Assembly, with the exception of the Immediate Past President, who will remain on the board from the previous year.

### **Section 2: Duties of the Board of Directors**

The general duties of the Board of Directors shall be to manage the activities and business of the Claremont High School Dugout Club consistent with the policies of Claremont PFA and the CPFA. No member of the Board of Directors shall have any right or interest in any of the property or assets of the Claremont High School Dugout Club. The Board of Directors shall control all disbursements of funds it raises including, but not limited to, directly purchasing equipment, materials, and supplies required by the baseball program and approved in the annual budget or by vote of the General Assembly. The Board of Directors can authorize any individual expenditure(s) up to \$1,000 without getting the voting consent of the General Assembly. All checks written by the Board of Directors shall require two signatures by the President, Vice President, and/or the Treasurer. Individual expenditures over \$1,000 will be brought to a vote before the General Assembly. At the conclusion of the final General Assembly meeting of the school year (May or June), the Board of Directors will have an audit performed by an individual who is not currently a member of the Board of Directors. The Board of Directors of the Claremont High School Dugout Club shall serve without compensation.

### **Section 3: Term of Office**

The Board of Directors shall serve for a term of one year or until their successors are elected by the General Assembly.

### **Section 4: Vacancies**

A vacancy in any elected Director's position because of removal, resignation, or death shall be filled by a person selected and appointed by the Board of Directors and that replacement shall serve for the remaining term of office. When a Director fails to attend regular meetings of the Board of Directors or General Assembly, or fails to perform his/her duties without adequate reason, the Board of Directors may remove the Director and declare the position vacant.

### **Section 5: Voting**

Each member of the Board of Directors shall have one vote. All votes must be cast during a meeting of the Board, and there shall be no proxy voting permitted for the transaction of any of the business conducted by the Claremont High School Dugout Club. All matters shall be presented to the General Assembly for discussion and be voted upon by the Board of Directors.

### **Section 6: Meetings**

The meetings of the Board of Directors shall be conducted under the Rules of Order established by the meeting agenda, which shall be prepared by the President. The Board of Directors may meet before or after the General Assembly meeting to conduct club business and to vote on actionable items, if necessary. No proxy votes will be accepted. Special meetings of the Board may be called by the President or upon the request of two members of the Board. The Board of Directors may conduct regular meetings more than once a month for the purpose of conducting club business and to vote on actionable items, if necessary.

A majority of the Board of Directors shall constitute a quorum for the transaction of business and/or voting at every meeting. Every act or decision, done or made by a majority of the Directors present at a meeting at which a quorum is present, shall be regarded as the act of the Board of Directors.

## **ARTICLE VII: DUTIES OF OFFICERS**

### **Section 1: President**

The President shall be elected by the general membership of the CHS Dugout Club and his or her duties shall include:

- A. Preside at all meetings of the CHS Dugout Club.
- B. Appoint, with the approval of the board, committee chairpersons, and be an ex-officio member of all committees, excluding the nominating committee.
- C. Along with the Treasurer, serve as co-signor on the CHS Dugout Club's bank account.
- D. Be responsible for the safeguarding and maintenance of records and documents binder(s) during his or her term of office and transfer them to his or her successor in office.
- E. Attend meetings of CPFA-wide booster officers, or assign a representative to attend such meetings.
- F. Ensure that the reporting requirements set out in these bylaws are met.
- G. Perform other duties as outlined by the organization's Board of Directors and/or general membership.

### **Section 2: Vice-President**

The Vice President shall be elected by the general membership of the CHS Dugout Club and his or her duties shall include:

- A. Shall in the absence of the President, perform the duties of the President and attend events on behalf of the President.
- B. Assist the President in the overall leadership and management of the organization.
- C. Perform other duties as outlined by the organization's Board of Directors and/or general membership.
- D. Oversee all sub-committees' coordination of activities, and chair assigned committees.

### **Section 3: Secretary**

The Secretary shall be elected by the general membership of the CHS Dugout Club and his or her duties shall include:

- A. Shall keep an accurate record of the proceedings of all meetings of the CHS Dugout Club. Copies of the minutes shall be made available to all members and shall be kept in a permanent file.
- B. Provide the President with a copy of the minutes of each meeting.
- C. Keep records, reports, documents and correspondence
- D. File agendas, minutes, Treasurer's reports and changes in the by-laws in a manner that makes them accessible to other officers and members of the CHS Dugout Club.
- E. File agendas, minutes, Treasurer's reports and changes in the by-laws with the appropriate officers or representatives of the CPFA.
- F. Shall carry on the official correspondence of the Dugout Club.
- G. Shall be responsible for notifying the membership of the meetings.
- H. Attend meetings of CPFA-wide booster officers.
- I. Perform other duties as outlined by the organization's Board of Directors and/or general membership.

#### **Section 4: Treasurer**

The Treasurer shall be elected by the general membership of the CHS Dugout Club and his or her duties shall include:

The Treasurer shall serve as the chief financial officer of the Claremont High School Dugout Club. In such capacity he or she shall adhere to all strict rules and regulations governing financial matters of Booster Clubs and shall:

- A. Be the custodian and disbursing officer of the funds of the CHS Dugout Club.
- B. Have charge and custody of, and be responsible for, all funds and investments of the CHS Dugout Club.
- C. Deposit all funds in the name of the CHS Dugout Club in the banks or other depositories selected by the club's Board of Directors.
- D. Disburse, or cause to be disbursed, the funds of the organization as may be directed by the Board, taking proper vouchers for those disbursements. Disbursements shall be by check, signed by two of the following: President, Treasurer, or Vice President. However, no two signatories can be of persons in the same household.
- E. Render a financial report at each meeting. The report shall include the current bank account balance, all activity since the last report, and year to date activity. A copy shall be sent to the appropriate person at the CPFA.
- F. Safeguard and respect all members' confidential financial information.
- G. Coordinate and supervise the preparation of the CHS Dugout Club's annual budget for the forthcoming year. Shall present this budget for approval by the CPFA and at a Booster Group meeting.
- H. Submit the Year-End Financial Report no later than July 31 to the CPFA Treasurer.
- I. Attend meetings of CPFA-wide Booster Officers.
- J. Perform other duties as outlined by the organization's Board of Directors and/or general membership.

#### **Section 5: Directors at Large**

At least one and no more than three Directors at Large shall be elected by the general membership of the CHS Dugout Club and shall:

- A. Be considered voting members of the Claremont High School Dugout Club Board of Directors.
- B. Attend all booster executive board and general assembly meetings, for the purpose of discussing, and approving significant issues relative to the organization, function, operation and finances of the Claremont High School Dugout Club.
- C. Be responsible for duties, which may be assigned or delegated by the President or Board of Directors, and oversee committees that are charged with activities including, but not limited to special events, ways and means, fundraising, merchandise sales, uniform distribution, spirit pack coordination, Web site, communications, publications and more.
- D. Support fundraising events by attending all events, working and helping with the organization, as assigned.
- E. Attend meetings of CPFA-wide Booster Officers.
- F. Perform other duties as outlined by the organization's Board of Directors and/or general membership.

### **Section 6: Immediate Past President**

The CHS Dugout Club president from the previous year may serve an additional year on the CHS Dugout Club Board of Directors, depending on the person's availability and connections with the school and the baseball program. This board position is not an elected position.

In the event the Immediate Past President's child graduated at the end of the President's term or is no longer involved with the baseball program, and the Immediate Past President has no interest in serving on the board, then the position will remain vacant.

Only an Immediate Past President whose term ended the previous year may serve. If a President is elected to a second term, and there is no new Immediate Past President, then the position will remain vacant.

The Immediate Past President shall:

- A. Be considered a voting member of the Claremont High School Dugout Club Board of Directors.
- B. Serve in an advisory capacity to the President and the Claremont High School Dugout Club Board of Directors.
- C. Attend all booster executive board and general assembly meetings, for the purpose of discussing, and approving significant issues relative to the organization, function, operation and finances of the Claremont High School Dugout Club.
- D. Be responsible for duties, which may be assigned or delegated by the President or Board of Directors.
- E. Support fundraising events by attending all events, working and helping with the organization, as assigned.

## **ARTICLE VIII: COMMITTEES**

1. Committees may be required to carry out the objectives of the CHS Dugout Club, and the CHS Dugout Club shall create such committees as needed to achieve its objectives and assist in the organization of its activities.
2. Each Committee shall have a Chairperson who shall be appointed by the President with the approval of the Board of Directors.
3. Each Chairperson shall keep documentation of the committee proceedings and provide reports to the CHS Dugout Club.
4. Chairpersons of committees that manage funds shall be responsible for following financial procedures, which shall be provided by the CHS Dugout Club's Treasurer.
5. Committees shall be outlined

## **ARTICLE IX: REPORTING REQUIREMENTS**

### **Section 1: Bylaws**

A copy of the CHS Dugout Club's current approved by-laws shall be submitted to the Claremont High School PFA and CPFA by the beginning of the school year, with notations of any changes made. Whenever the by-laws are amended or changed, they shall be submitted to the CHS PFA and CPFA for review and approval.

## **Section 2: Insurance Coverage**

To ensure that the CHS Dugout Club's activities are eligible for liability insurance coverage, the CHS Dugout Club shall submit, to the Claremont High School Parent Faculty Association and CPFA at the beginning of the school year, the following information:

- A. List of CHS Dugout Club officers' names, addresses, phone numbers, and e-mail addresses.
- B. List of planned activities of the CHS Dugout Club (submitted on the ASCIP-B form for the school year). The list shall include the frequency of the event and the approximate annual gross revenue.
- C. The CHS Dugout Club shall have a copy of the Certificate of Liability. This Certificate of Liability must be present at every CHS Dugout Club activity or event.

## **Section 3: Budget**

A copy of the annual budget approved by the CHS Dugout Club shall be submitted to the CHS PFA and the CPFA for approval before the school year in which the budget will take effect.

## **Section 4: List of Officers**

A list of Officers elected by the CHS Dugout Club shall be submitted to the CHS PFA and the CPFA for information and review. This list of Officers shall be submitted before the school year in which their terms will take effect.

## **Section 5: Year End Financial Report**

The Year- End Financial Report shall be submitted to the CPFA Treasurer no later than July 31 of each year. This report shall comply with the form required by the Treasurer (or the CPFA's accountant) and must cover all of the CHS Dugout Club's financial activity for the preceding fiscal year (July 1 through June 30).

## **ARTICLE X: WOLFPACK ALUMNI**

When a player of a member of the Claremont High School Dugout Club graduates from Claremont High School, and that member wishes to remain active in the activities of the club, that member may become a member of the Wolfpack Alumni. The Wolfpack Alumni shall also be open to all graduate baseball players of Claremont High School.

## **ARTICLE XI: FISCAL YEAR**

The fiscal year of the Claremont High School Dugout Club shall run from July 1 to June 30 of each year.

## **ARTICLE XII: DISBANDMENT OF THE CHS DUGOUT CLUB**

In the event the Claremont High School Dugout Club ceases to operate and disbands, then all funds shall be transferred to Claremont High School to be used solely by, and at the discretion of, the Athletic Director for the benefit of the baseball program. If the Claremont High School Dugout Club disbands, and prior to turning over the financial documents to Claremont High School, the Treasurer shall prepare the financial statements, balance sheets, and income/expense statements, which shall be presented to an outside accounting firm for an audit.

## **ARTICLE XIII: RULES OF ORDER**

In all matters not covered by these By-laws, the CHS PFA By-laws, or the CPFA By-laws, the Claremont High School Dugout Club shall be governed by Sturgis Rules of Order.

**ARTICLE XIV: GENERAL PROVISIONS**

1. Conflict of Interest.

In the exercise of voting rights by members of the CHS Dugout Club, no individual shall vote on any issue, motion, or resolution which directly or indirectly benefits that individual financially or otherwise. That individual may participate in the discussion of such an issue, motion or resolution if he or she first discloses the nature of his or her interest as required by the California Nonprofit Corporation Law.

2. Employee Restrictions.

- A. Employees of the Claremont Unified School District may serve as Officers, Chairpersons and volunteers of the CHS Dugout Club, provided that these duties are not considered a part of their paid job description.
- B. A coach does not have voting rights in matters brought before the CHS Dugout Club or approval of the budget, but he or she may participate in discussions, make recommendations, and provide feedback from the rest of the coaches.
- C. An individual who is both a coach and a parent of a participating student shall be considered a coach and shall comply with B, above.

**ARTICLE XV: AMENDMENTS**

- 1. These By-laws may be amended at any meeting by a two-thirds vote of the members of the CHS Dugout Club present, provided that the proposed amendment(s) have been presented at the previous meeting and notice of the vote is on the agenda of the meeting when the vote will take place.
- 2. Amendments, repeals, or adoptions of new By-laws by the CHS Dugout Club must be reviewed and approved by the CHS PFA and the CPFA and shall not take effect until such approvals have been made.
- 3. These By-laws shall be reviewed and submitted to the CHS PFA and the CPFA for review and approval every two (2) years.
- 4. These By-laws shall note month and date of revision.

Adopted on (date) \_\_\_\_\_, 2009

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(name), President

(name), Treasurer