

**Code of Bylaws
Of
Milton Football Boosters, Inc.
(2016)**

Article 1

Identification

Section 1.1 Name: The name of this corporation is Milton Football Boosters Inc. It is a Wisconsin non-stock corporation.

Section 1.2 Location: The corporation shall be at Milton High School, 114 W. High Street, Milton, WI 53563.

Section 1.3 Fiscal Year: The fiscal year begins on Jan 1 of each year and ends on December 31 of the same calendar year.

Article 2

Mission Statement

The Corporation shall be organized exclusively as a nonprofit, tax-exempt organization under Section 501(c) of the United States Internal Revenue Code of 1986, as amended, and shall be operated exclusively for the exempt purposes stated in the Articles of Incorporation.

The Corporation shall be an organization of parents and community members dedicated to the support and fundraising efforts of the Milton Red Hawks football team. Additionally, we encourage and support the player teamwork, discipline, and respect for others that comes through participation in athletics.

The Milton Football Boosters will not seek to influence or direct the technical activities or policies of the school administration or officials responsible for conducting the football program of the School District of Milton.

Article 3

Board of Directors

Section 3.1 Number, Qualifications, and Election: The business and affairs of this corporation shall be managed by a volunteer board to include five (5) officers and an MHS football coach representative. The number of board members may be increased to any odd number or decreased to not less than three (3) by amendment of this

section at the close of the football season for the following year. No decrease shall have the effect of shortening the term of an incumbent director.

Section 3.2 Term: Each board member shall serve a term of one (1) year, to start after elections at the close of each football season, unless otherwise provided herein. There will be no limit as to the number of terms, consecutive or otherwise, that a member may serve.

Section 3.3 Vacancies: Any vacancy occurring in the Board of Directors will be filled by a majority vote of the remaining board members. An officer elected to fill a vacancy shall be elected for the remainder of his/her predecessor's term in office. Any position to be filled by reason of an increase in the number of directors will be filled by a majority vote of the board.

Section 3.4 Meetings: Shall be called by an officer and run as needed in accordance with Roberts Rules of Order. The Board of Directors shall meet annually for the purpose of electing officers and directors, as applicable.

Section 3.5 Quorum: A majority of the number of directors (51%) fixed by the Code of Bylaws shall constitute a quorum for the transaction of business. The vote of the majority of the directors present at a meeting at which a quorum is present shall be the vote of the Board of Directors.

Section 3.6 Executive Committee: The Board may from time to time create an executive committee of three (3) or more board members with duties and powers as prescribed by the full board of directors.

Section 3.7 Removal and Termination: A special meeting may be called by any individual director for the purpose of voting on the removal of any individual director from the board. A majority vote by all board directors is necessary for removal of an individual from the board. In the case a director is so removed, a new director may be elected at the same meeting for the unexpired term of his/her predecessor.

Section 3.8 Interest of Directors in Contracts: No contract or other transaction between the corporation and one or more of its directors or any other corporation, firm, association, or entity in which one or more of its directors are directors or officers or has a material financial interest, shall be void or voidable because of such relationship or interest or because such director(s) are present at the meeting of the Board of Directors or a committee thereof, which authorizes, approves, or ratifies such contract or transaction or because her/her votes are counted for such purpose, if (1) the fact of such relationship or interest is disclosed or known to the Board of Directors; or (2) the contract or transaction is fair and reasonable to the corporation. Common or interested directors may be counted in determining the presence of a quorum at a

meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction.

3.9 Compensation of Directors: The Board of Directors will receive no monetary benefit from serving on the board.

Article 4

The Officers

Section 4.1 Number: Except as otherwise provided herein, the officers of the Board of Directors shall consist of a President, Vice President, Secretary and two (2) Treasurers, all of whom shall be chosen by a majority vote of the Board of Directors.

Section 4.2 Other Board Members: The Board of Directors may elect or appoint such other officers, agents, or committees as it may deem necessary and prescribe their duties, not inconsistent with these bylaws. Examples of such appointees could be social media chairs, parent representatives, concession committee chairs, or members at large.

Section 4.3 Vacancies: Whenever any vacancy shall occur in any office, the same shall be filled by the Board of Directors, and the officer so elected shall hold office until his/her successor is chosen.

Section 4.4 President: The President shall preside at all meetings of the officers and all meetings of the Board of Directors. He or she will have active executive management of the operations of the corporation, subject to the control of the Board of Directors. The President will also:

- Work with the Football Coach representative and the Board of Directors to develop regular meeting agendas.
- Organize donors to, and distribution of, the Red Hawk football card, or any subsequent fundraiser which replaces it.
- Coordinate activities of representatives and other duties pertaining to the office of president.

Section 4.5 Vice President: The Vice President will assist the President and will perform duties of the President in his or her absence or inability to act. In the event the President cannot complete a designated term, the Vice President will complete the remainder of the term in the position of president. The Vice President will also:

- Assist in the formation and maintenance of board committees

- Complete background checks via Wisconsin Department of Justice <https://recordcheck.doj.wi.gov> of all members being considered for Board of Director positions.

Section 4.6 Secretary: The Secretary will keep minutes of the meetings of the Board of Directors and/or its officers and be a custodian of the records. He/she will also see that all notices are duly given in accordance with the provisions of these Bylaws and as required by law. The Secretary also will:

- Maintain an accurate record of contact information for families with players participating in the Milton High School football program
- Share meeting minutes with all families of football players
- Present minutes of all meetings on a regular basis for review and approval by the Board of Directors
- Maintain a current copy of the Bylaws, including any amendments made
- Organize the annual voting of the Board of Directors

Section 4.7 Co-Treasurers: The treasurers shall be the joint financial officers of the corporation. They shall have charge and custody of, and be responsible for, all funds of the corporation, and deposit all such funds in the name of the corporation in such banks or trusts as shall be determined by the Board of Directors. The Treasurers will also:

- Keep financial record of all revenue and expenditures
- Present a current report of all financial activity at meetings on a regular basis for review and approval by the Board of Directors.
- Write and co-sign checks as needed
- Maintain tax-exempt status and bond insurance
- File taxes and provide tax statements to donors

Article 5

Amendments to the Bylaws: Must be submitted to the President at least three (3) days prior to the next board meeting for discussion at that meeting. Amendments to the Bylaws may be made by a majority vote of the Board of Directors.

Article 6

Indemnification of Officers and Board of Directors: A director or officer of the Corporation shall be entitled to indemnification from the Corporation to the extent permitted under SS 181.0855, 181.0872, 181.0873 and any other applicable Section of Chapter 181, Wisconsin Statutes.

