

Bylaws  
Of  
South Paulding Spartans Cheer Club, Inc.

Created and Approved: December 4, 2010

Revised: September 4, 2018

## **Article I. NAME**

- (a) The name of the organization is: SOUTH PAULDING SPARTANS CHEER CLUB, INC.
- (b) The South Paulding Spartans Cheer Club, Inc., may be referred to hereafter as "SPSCC", "The Cheer Club" or "The Cheerleading Booster Club".

## **Article II. PURPOSE**

Section 2.01: The purpose of this association is to provide educational, financial, social and other support for the South Paulding Spartans Cheer Club, Inc. and their activities through and lawful and ethical means including, but not limited to the following:

- (a) The South Paulding Spartans Cheer Club, Inc. (SPSCC) and the cheerleaders will organize, support and operate various fundraising activities approved in accordance with these by-laws and the Paulding County School District Athletic Handbook
- (b) Receive direct payments by parents and students into the designated accounts for operating purposes.
- (c) Solicit and collect contributions from parents, SPSCC Members and other interested parties, made payable to SPSCC, to be used for the benefit of the SPSCC, the members and the SPHS, Junior and Youth Spartans Cheerleading Programs.
- (d) To support and provide interface with and between the students, their officers, the head coaches and the Paulding County Public School System.
- (e) To encourage membership and involvement of all associated constituents of present and past cheerleaders in the SPSCC.
- (f) To encourage associate, non-voting membership and involvement of any interested individuals whose desire is to benefit the SPHS, Youth and Junior Spartans Cheerleading Programs.
- (g) To conduct the SPSCC in a manner that will present a positive public image of our students and SPSCC while supporting the cheerleading and athletic program and encouraging all students to participate in the cheerleading program.
- (h) To conduct all our activities in a manner that will minimize the cost to students and their families.
- (i) To conduct all our financial activities in a manner in accordance with these by laws and the budget as adopted and amended by the voting membership including the establishment and operation of the SPSCC as a tax-exempt entity under the Internal Revenue Code.

## **Article III. ORGANIZATION AND STRUCTURE:**

Section 3.01: Business Address-A post office box shall be maintained at the United States Post Office by the current Board of Directors in the name of the SPSCC. This post office box address shall be the business address of the SPSCC. If the Board of Directors acts to change the business address, the Board of Directors shall immediately notify all SPSCC Members. Mail shall be received at the post office box on a regular schedule by the President or Secretary of the SPSCC or a Board of Directors member designated by the President.

### Section 3.02 Meetings

- (a) Regular Meetings-Meetings of the General Membership shall be held at a time and place designated by the current Board of Directors with such notice published to the membership of

record at least 14 days in advance. No less than four regular meetings shall take place during the SPSCC fiscal year, including the Annual April meeting.

- (b) Annual Meeting- The Annual Meeting of the SPSCC shall be held each April at the time and place designated by the current Board of Directors with such notice published to the membership of record. This will be the closest feasible date chosen after Spring Cheerleading Try Outs, but no more than 30 days after the posting of new Cheerleading Squads.
- (c) Meeting of the Board of Directors- Meetings of the Board of Directors may be held prior to regular meetings as necessary at a time and place designated by the President with such notice published to the Board of Directors.
- (d) Special Meetings- Special meetings of the Membership or Directors may be called by or at the request of the President or any three Directors. The person or persons authorized to call special meetings of the Directors may fix the time and place for holding any special meeting of the Membership or Directors called by them.
- (e) Notice of Special Meetings- Notice of any special meeting shall be given at least three (3) days prior thereto by written notice delivered personally, faxed, emailed or mailed to each Director or Member at his or her address. If faxed or emailed, notice is deemed to be delivered when sent. If mailed, such notice must be postmarked at least five (5) days before the meeting and is deemed to be delivered when deposited in the United States Mail so addressed with adequate postage thereon paid.
- (f) Quorum- A quorum for the Annual Meetings is required and shall be counted as twenty members of record. In case a quorum is unavailable at the point of conducting votes, a recess of 60 minutes may be called. In the event no quorum is counted, the Annual Meeting can be rescheduled to occur no sooner than one week from the original date. In the event that no quorum exists at the rescheduled meeting, the Board of Directors is free to reschedule the meeting at will to best obtain a quorum.

(i) A quorum for a regular or special meeting of the Board of Directors shall be fifty percent of the members of the Board of Directors.

(g) Majority- A majority vote shall be as follows:

(i) For the conductance of business at meetings of the General Membership including but not limited to elections, financial issues, fund-raisers, events, etc.- a simple majority of the fifty percent plus one of those voting members shall constitute a majority vote.

(ii) A two-thirds majority of the voting members present is required for the removal of a member or officer.

(iii) A majority at a meeting of the Board of Directors shall be a simple majority of those Director's present.

(h) Method of Voting- The method of voting shall be determined by the President. However, a motion may be entered from the floor by any voting member prior to any vote for that vote to be conducted by secret ballot.

(i) Record Date- The record date is used to determine the members entitled to notice of the Annual or any other formally notified members meetings to demand a special meeting to vote or take other action shall be 14 days prior to such vote, meeting or action.

### Section 3.03 Definition and Qualifications of Membership

(a) Membership is open to all adults who qualify in one of the following membership categories:

(i) General Membership will open to all adults with a maximum of one vote per family (split families included), interested in the purposes of SPSCC as outlined in Article One. A General Member is defined as an adult parent or guardian of a present student member of the cheerleading program who has signed a current registration, has provided to the SPSCC other documents as required by the Board of Directors and is current on all dues and assessments as approved by the Board of Directors per these by-laws.

(ii) Associate Membership will be open to all adults interested in the purpose of SPSCC of outlined in Article One. The purpose of Associate Membership is to provide additional financial support for the cheerleading program. An Associate member is defined as any other adult, business or organization whose purpose is to aid and support the cheerleading program, who has signed a current registration, has provided the SPSCC other documents as may be required by the Board of Directors and is current on all associate membership dues as approved by the Board of Directors per these by-laws. Associate membership is subject to approval by the Board of Directors and is a non-voting membership.

(iii) Honorary Membership may be granted to individuals or organizations determined by the Board of Directors to be meritorious of this honor.

(iv) The Principal/designee and Coaches of the SPHS Cheerleading Programs including Youth and Junior Spartans Directors shall be non-paying members of the SPSCC.

(b) Terms of Annual Membership for General and Associate Members is beginning when Annual Dues are paid immediately prior to the first Cheer Club Meeting after Spring Try-outs (also referred to as the Annual Meeting). Renewal shall be made on an annual basis by registration and qualifications set forth herein. Honorary Membership shall be perpetual unless a written notice of termination is given by the Member or by the Board of Directors.

(c) Right to Vote: Only General Members as defined in section 2.03 (a)(i) can vote on issues and candidates at Annual Meetings. General Membership and Special Membership meetings. Each General Member as defined in section 2.03 (a)(i) shall be entitled to one vote. General Members must be in attendance at the time of a vote in order to exercise their right to vote, no voting by proxy shall be allowed.

(d) Revocation of Termination of Membership: Membership may be suspended or terminated by the Board of Directors for any member convicted of any felony or any conviction for an offense where moral turpitude or financial misconduct are involved that appear detrimental to the good name, reputation and purposes of the SPSCC. Membership may be terminated if the Board of Directors determines that the member has political or other purposes than providing financial support for the cheerleading program. For hearing all such cases the following procedures will be followed:

(i) A Special Board of Directors Meeting will be held to hear the complaint.

(ii) Minimum 10 day written notice will be provided to the member with the specific complaint detailed.

(iii) The Member's right to appear and speak is guaranteed.

(iv) After deliberation and upon a two-thirds majority vote of The Board of Directors to terminate the member, the member is suspended or terminated. Termination or suspension shall be effective at such a time and for a duration as directed by the Board of Directors.

(v) While the Board of Directors will attempt to judge these matters in a fair and temperate manner, there is no representation of a judicial proceeding with binding rules of evidence nor any suggestion of civil or criminal wrongdoing (other than public record) for any member is suspended or terminated.

#### Section 3.04 Board of Directors

(a) Description- Board of Directors-The legislative body of the SPSCC is the Board of Directors and is comprised of the Executive Officers and the Director's Position, each of whom must be members per 3.03(a)(i) and who agree to cooperatively conduct the business of the association together with the General Membership.

(b) Executive Officers and Directors Number, Tenure and Qualifications-The Board of Directors shall consist of nine Officers and Directors nominated from the General Membership who will serve one year or until the successors have been duly nominated, chosen and qualified. There is no term limit. The number of Directors may be adjusted by the recommendation of the present Board of Directors and approval by a majority of General Membership at the Annual Meeting of the corporation or at Special Meeting for this purpose. Any net decrease in the number of Directors shall not deprive current Directors of their seats until the next election cycle.

(c) Configuration of the Board of Directors-The following positions will populate the Board of Directors:

(i) President-Executive Officer

(ii) Vice President-Executive Officer

(iii) Secretary-Executive Officer

(iv) Treasurer-Executive Officer

(v) Director of Public/Media Relations

(vi) Director of Spirit Trailer and Fundraising

(vii) Varsity Trustee

(viii) Junior Varsity Trustee

(ix) Junior Spartan Director

(x) Youth Cheer Director

(xi) Football Liaison Trustee

(xii) Past President

(d) Executives of SPSCC-The following Executive Officers and Directors must be filled by election from the General Membership to run the day-to-day affairs of SPSCC.

(i) President- The President is the chief executive officer of the corporation who should execute the daily business of SPSCC and preside at all Board of Directors, Annual, Special and General Meetings. The President must be a member (per 3.03a) for at least one year before serving the current term, except in the first two years of SPSCC formation. The major duties of this office are

supervision and control of all the business and affairs of SPSCC subject to the oversight of the Board of Directors. The President may sign (with the Secretary or any other officer authorized by the Board of Directors) bonds, contracts or other instruments obligating SPSCC within the confines of the Board or Directors approved current budget and these bylaws and amendments unless that function has been expressly delegated to other SPSCC members by the Board of Directors or is required by law to be someone other than the President. The President will serve as the SPSCC Representative to other SPHS Organization. Otherwise, The President shall perform any and all duties incident to the office and other such duties prescribed by the Board of Directors, from time to time, Co-Presidents may serve in this role following the nomination and election provisions of these by laws provided that the membership is made generally aware prior to the election meeting of the intention to share the role.

(ii) Vice President-In the absence of the President or by the Presidential delegation or in the event of the President's incapacity or refusal to act, the VP shall assume the office of President with all Presidential powers described in section 3.04 d (i) until such time as the President can resume in office or is replaced. Otherwise the VP will serve as an Administrative Assistant to the President. The VP shall also perform other such duties as are assigned from time to time by the President and/or the Board of Directors. The Vice President must be a member (per 3.03a) before serving the current term.

(iii) Secretary- The Secretary shall keep the minutes of all pertinent Board of Director, General Membership and Annual Meetings in appropriate media, see that all required notices be duly given accordance with these by laws, be custodian of the association records and other such duties as are assigned from time to time by the President and the Board of Directors. The Secretary shall disseminate relevant information to the Director of Public/Media Relations in a timely manner and at the direction of the Board for the purposes of communicating to membership, constituency and the general public. The Secretary shall keep a current alphabetical list of all members and others entitled to notice of meetings and make same available for public examination by the membership beginning two business days after the notice is given of the meeting for which the list was prepared and continuing through the meeting. The Secretary shall make available for inspection all minutes for the current years business at al General Membership, Special and Annual Meetings. The Secretary must be a member (per 3.03a) before serving the current term. The Secretary shall commit all accounts and all other records for the succeeding Secretary.

(iv) Treasurer-The Treasurer shall have charge and custody of and be responsible for all funds and securities of the SPSCC, receive monies due and payable to SPSCC from whatever source, issue student account statements, collect dues, issue receipts and deposit all monies in the name of SPSCC in appropriate institutions as directed by the Board of Directors and in general perform those duties as assigned by the President or the Board of Directors. The Treasurer will maintain separate operational and fundraising records, budget and accounts as necessary and directed by the Board of Directors. The Treasure shall be responsible for preparing and submitting all tax records to the CPA whose due dates, without regard for extensions shall fall during the Treasurer's term of office. An annual independent audit will be conducted by a third party as chosen by the Board of Directors just prior to the end of the fiscal year and presented to the Board of Directors at the completion of the audit. The Treasurer must be a member (per 3.03a) before serving the current term. The Treasurer shall commit all accounts and all other records to the succeeding Treasurer.

(v) Director of Public/Media Relations-This position is responsible for the coordinating the Spirit Trailer including spirit items, organizing members to work the Spirit Trailer and with Board approval, ordering and purchasing of all spirit items in the spirit wear trailer.

(vi) Director of Spirit Trailer and Fundraising-This position is responsible for coordinating the Spirit Trailer including spirit items, organizing members to work the Spirit Trailer. This person is responsible for ordering and purchasing of all spirit items in the spirit wear trailer with Board approval.

(vii) Varsity Trustee-The Varsity Trustee is responsible for coordinating and communication between the Varsity coaching staff, the Varsity squad, the Varsity parents the other Board of Directors.

(viii) Junior Varsity Trustee-The Junior Varsity Trustee is responsible for the coordinating and communication between the Junior Varsity coaching staff, the Junior Varsity squad, the Junior Varsity parents and the other Board of Directors.

(ix) Junior Spartan Director-The Junior Spartan Director is responsible for coordinating and communication between the Junior Spartan coaching staff, the Junior Spartans squad, the Junior Spartan parents and the other Board of Directors. They are responsible for the ordering and purchasing of cheer wear, miscellaneous items, scheduling camp and choreographing.

(x) Youth Cheerleading Director- The Youth Cheerleading Director is responsible for coordinating and communication between the Youth Cheerleading coaching staff, the Youth Cheerleading squads, the Youth Cheerleading parents and the other Board of Directors.

(xi) Football Liaison-This individual is charged with being a proactive liaison with the Touchdown Club Board and football parents/coaches. They should be able to keep the Cheer Club Board up to date on what is happening with the Football programs.

(xii) Past President- The Past President shall remain on the Board of Directors as a consultant and advisor as needed. The Past President shall be a non-voting member of the Board of Directors.

#### **Article IV. ELECTION OF OFFICERS AND DIRECTORS**

Section 4.01 Election of Executive Officers and Directors (aka Board of Directors)- The President, Vice President, Secretary, Treasurer, Director of Public/Media Relations, Director of Fundraising and Spirit Trailer, Varsity Trustee, Junior Varsity Trustee and the Junior Spartan Director shall be nominated from the Membership prior to the Annual Meeting in April. The methods of balloting (secret ballot, voice vote, acclamation, etc.) will be at the discretion of the current Board of Directors.

#### **Section 4.02 Nominations and Elections**

(a) Election of the Executive Officers and Directors shall be held at the Annual Meeting in April of each year. At least thirty (30) days prior to the meeting, the President shall appoint a nominating committee of five (5) members. The committee shall have the duty of placing in nomination the names of candidates for each of the various elected offices and positions. Additional nominations may be made by any member in good standing. The candidates for each office or position receiving the greatest number of votes for that office shall be declared elected.

(b) Officers and Board Members will have a term beginning with the Annual Meeting in April of each year and running up until the Annual Meeting the following year.

## **Article V. OPERATIONS POLICIES**

Section 5.01 Parliamentary Procedure-Orderly meetings are desirable such that the Robert's Rules of Order are the guide for conducting sound parliamentary business.

Section 5.02 General Powers of the Executive Officers and Directors- The business and affairs of SPSCC shall be managed by the Executive Officers and the Directors in all cases acting as a unit, which may recommend to the General Membership such rules and regulations for the conduct of meetings and the management of the association, as they deem proper, consistent with these by laws and the laws of the State of Georgia.

Section 5.03 Filling Vacancies-Vacancies occurring in the Board of Directors for any reason may be filled by appointment by the President with majority approval of the Board of Directors. If an Officer or Director is not appointed and approved by the President and the Board within thirty (30) days after a vacancy, the vacancy may be filled by nomination and approval by a vote of the majority of the General Members at the next called meeting. An Officer or Director appointed or elected to fill a vacancy caused by resignation, death or removal shall hold office for the unexpired term of his or her predecessor.

Section 5.04 Removal of Officers or Directors-Any request for removal of an Officer or Director must be presented in writing to the President. The President shall include the request in the agenda of the next Regular meeting and allow the member to present his request to the General Membership. The Officer or Director shall be allowed two days to present rebuttal to the request for removal.

Section 5.05 Resignation-An Officer or Director may resign at any time by giving written notice to the Board of Directors, the President or the Secretary of the association. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Board or such Officer as specified above and the acceptance of the resignation shall not be necessary to make it effective.

Section 5.06 Compensation-No compensation shall be paid to any elected or appointed Officer or Director as such for their services. Nothing herein contained shall be construed to preclude any Officer or Director from serving in any other capacity and receiving compensation therefore.

Section 5.07 Presumption of Assent- An officer or Director of the association who is present at a meeting of the Board of Directors at which action on any association matter is taken, shall be presumed to have assented to the action taken unless his or her dissent shall be entered in the minutes of the meeting or unless he or she shall file a written dissent to such action with the person acting as the Secretary of the meeting before the adjournment thereto or shall forward such dissent by registered mail to the Secretary immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of such action.

Section 5.08 Ex-Office Members-The Board of Directors may elect and appoint any number of ex office members to the Board of Directors who shall service in an advisory capacity at the pleasure of the other Board of Director Member, but shall not have voting rights.

Section 5.09 Head Coach(es)-Per Paulding County School District Athletic Handbook Policy, Coaches or Sponsors of Booster clubs are to attend Booster Club Meetings.

#### **Article VI. FISCAL POLICIES**

Section 6.01 Fiscal Year-The fiscal year of the SPSCC shall begin on the date of the Annual Meeting of each year.

Section 6.02 Dues- Annual Membership dues shall be paid prior to the start of the Annual Meeting in April. This will determine the General membership that can elect a new Board of Directors that will be sworn in at Annual Meeting. The Annual Dues will be determined by recommendation of the Board of Directors and approved by the General Membership at the January Regular Meeting or the last regularly scheduled meeting prior to spring try outs. The amount shall be set prior to try outs for the upcoming school year.

Section 6.03 Budget-The Board of Directors with the assistance of the Head Coach (including JR and Youth Directors) shall draft a budget for the upcoming school year. The proposed budget will be distributed and adopted by the general membership at the March SPSCC Meeting.

Section 6.04 Contracts-The Directors may authorize any Officer or Officers, agent or agents to enter into any contract or execute and deliver any instrument in the name of and on behalf of the association within the constraints of these by laws, amendments and the approved budget. Such authority may be general or confined to specific instances.

- (a) All contracts for and purchases of supplies, materials, equipment and contractual services in the amount of \$500 or more shall be based when possible on at least three competitive bids. All purchases less than \$500 may be made in the open market, shall when possible be based on at least three competitive quotes or prices. All purchases made in the open market shall be consummated after careful pricing. The bidding process requires three bids from three different vendors and accepting the best bid. If for some reason the lowest bid is not accepted, written documentation must be filed with the invoice or purchase order

Section 6.05 Loans-No Loans shall be contracted on behalf of the association and no evidences of indebtedness shall be issued in the name unless approved by the General Membership and authorized by a resolution of the Directors. Such authority will be confined to specific instances.

Section 6.06 Checks, Draft, Etc.-All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the association, shall be signed by such Officer or Officers, agent or agents of the association in such manner as shall from time to time, be determined by resolution of the Directors. The Treasurer or President or Vice President's signatures shall be required on all checks paid out from the SPSCC account.

Section 6.07 Deposits-All funds of the association not otherwise employed shall be deposited from time to time to the credit of the association in such banks, trust companies or other depositories as the Directors may select.

- (a) All fundraising Event Committee Chairperson's or designated member(s) shall be fully responsible for all monies collected from such events. These monies shall be verified by two committee members prior to being turned over to the Treasurer. The verified amounts will be

communicated (via email or US Mail) to the entire Board of Directors by the Committee Chair or the respective Board Member that is responsible for that event.

Section 6.08 Auditing-The Board of Directors shall be responsible to arrange an annual independent audit at the end of each fiscal year. The results shall be presented to the Board of Directors at the completion of the audit. The audit report will be presented to the General Membership the Annual Spring Meeting.

Section 6.09 End of Fiscal Year Account Balance-Each Board of Directors will leave a minimum of \$4000 in the SPSCC Checking account for the next years Board of Directors and the SPSCC membership as a starting balance.

Section 6.10 Scholarship-It is the desire for the Board of Directors to provide one or more \$500 Collegiate Scholarship to a graduating Senior(s) in good standing. This will be determined by an impartial 3<sup>rd</sup> party judge(s) panel and the criteria will be based on:

- (a) GPA
- (b) Community Service
- (c) A written essay on a subject determined by the Board of Directors
- (d) Fund and additional scholarship(s)

Section 6.11 Excess Funds- Any excess funds at the end of the Fiscal year shall be used:

- (a) To purchase cheerleading equipment to the donated to the school.
- (b) For a monetary donation to the next years SPSCC general fund
- (c) Fund and additional scholarship(s)

#### **Article VII. FUNDRAISING**

Section 7.01 Funds from all SPSCC fundraisers are considered group endeavors and all monies raised will be put in the SPSCC general fund. Some of these funds will go toward selected items to assist with reducing out of pocket expenses for each General Member family. No excess funds will be distributed to members as refunds.

#### **Article VIII. WAIVER OF NOTICE**

Section 8.01 Attendance at or participation in a meeting waives any required notice to the time of the meeting unless such person at the beginning of the meeting or promptly upon his arrival objects to the holding of the meeting or transactions of business because the meeting is not lawfully convened and such person does not thereafter vote for or assent to action taken at the meeting.

#### **Article IX. AMMENDMENTS**

Section 9.01 Amendments to the by laws may be made only in the following manner: Proposed amendments must be presented in writing to the President. An amendment may be presented by any voting member or officer of the SPSCC. Any amendments to the by laws adopted by the membership shall not be altered, amended or repealed by the Board of Directors. In no way shall an amendment to the by laws violate the definition of by laws as defined in the South Paulding Spartans Cheer Club.

#### **Article X. IDEMNITY**

Section 10.01 The Corporation, d/b/a South Paulding Spartans Cheer Club, Inc. shall indemnify to the fullest extent permitted by the Georgia Nonprofit Corporation Code and if applicable, Section 4941 of the Internal revenue Code of 1986 as amended any individual made a party to a proceeding because such individual is or was a Director or Officer of the Corporation against liability incurred in the proceeding if such individual conducted himself or herself in good faith and one (1) in the case of conduct in his or her official capacity reasonably believed his or her conducts was in the best interest of the corporation (2) in all other cases reasonably believed that his or her conduct was at least opposed to the best interest of the corporation and (3) in the case of a criminal proceeding had no reasonable cause to believe his or her conduct was unlawful.

#### **Article XI. INURNMENT**

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its officers or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for the services rendered and to make payments and distributions in the furtherance of the purposes of the corporation.

#### **Article XII.**

No substantial part of the activities of the corporation shall be the carrying on the propaganda or otherwise attempting to influence legislation and the corporation shall no participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office. Not withstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501 (C) 3 on the Internal revenue Code or the corresponding section of any future federal tax code.

#### **Article XIII. DISSOLUTION**

Under the dissolution of the corporation, its assets remaining after payment or provision for payment of all debts and liabilities of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) 3 of the Internal Revenue Code or shall be distributed to the federal government or to the state or local government for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of the State of Georgia.

#### **Article XIV. BYLAWS EFFECTIVE DATES**

SPSCC BY Laws are effective immediately upon approval by the Board of Directors acting on behalf of the General Membership of record.