

**Bylaws
Of
Buffalo Football Boosters**

ARTICLE I - NAME AND PURPOSE

Section 1 - Name: the name of the organization shall be Buffalo Football Boosters. It shall be a non profit organization under the laws of the State of Minnesota.

Section 2 - Purpose: The Boosters is organized exclusively from charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distribution to organizations that qualify as exempt organization under the Section 501c(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Within the framework and limitations of the foregoing, the Boosters is organized and shall be operated to engage in, advance, support, promote, and administer programs to benefit and support football programs within the City of Buffalo, Minnesota, its immediately surrounding communities and the football programs of the Buffalo Hanover Montrose Schools ("BHMS"). Accordingly, the Boosters will strive:

- A. To stimulate and sustain an enthusiastic interest among parents, football players, the Buffalo-Hanover-Montrose Schools student body, and members of the community in the Buffalo High School football program.
- B. To lend all possible support, financial and nonfinancial, to the activities of the BHS football program within the guidelines specified by the Buffalo Hanover Montrose Independent School District, The BHM administration, and BHS football coaching staff.
- C. To participate in activities designed or conducted to promote the BHS football program.

ARTICLE II-MEMBERSHIP

Section 1 - Membership: Any person is qualified to be a member of the organization who attends at least one regular or special meeting during the football season. Any person who donates money or donates valuable services to the organization during a current football season is also qualified to be a member.

Section 2 – Voting rights: members shall have no voting rights.

ARTICLE III – BOARD OF DIRECTORS

Section 1 – Board role, size, and compensation: The Board is responsible for overall policy and direction of the Boosters, and delegates responsibility of day-to-day operations to the coordinators and committees. The Board shall have up to 20, but not fewer than four members. The Board receives no compensation other than the reasonable expenses. The Board members shall consist of the officers designated in Article IV, plus such coordinators/members at large as the Board may from time to time designate.

Section 2 – Terms: All Board members shall serve one two-year term or until their successors have been duly elected or appointed.

Section 3 – Term limit: a. No officer shall serve in the same position for no more than four consecutive terms.

Section 4 – Meetings: Meetings of the Board may be held at any time upon request of the President or any board members of the Boosters. The request shall specify the purpose or purposes of the meeting. The secretary of the Boosters, or in his or her absence any person whom the chairman shall appoint, shall act as secretary of the meeting.

Section 5 – Board elections: New Board Members shall be elected for a term of two years by the existing board. This election shall take place during a regular meeting of the Board Members called in accordance with the provisions of these bylaws.

Section 6 – Election procedures: New Board Members shall be elected by the majority of Board Members present at such a meeting, provided there is a majority present.

Section 7 – Majority: The Majority of current Board Members would be more than 50% present. A majority of Board Members must be present for business transactions to take place and motions to pass. Except where otherwise required by statute or provided in these Bylaws, the affirmative vote of a majority of the Board Members present at a meeting at which there is a majority is sufficient for any action.

Section 8 – Vacancies: When a vacancy on the Board exists mid-term, the secretary may receive nominations for new members from present Board members. These nominations shall be communicated to Board members with the regular Board meeting announcement, to be voted upon at the next Board meeting. These vacancies will be filled only to the end of the particular Board member's term. The Board may elect, at its option, not to fill a vacancy and may, subject to the restrictions of Section 1 of this Article III, reduce or enlarge the number of Directors.

Section 9 – Resignation, termination, and absences: Resignation from the Board must be in writing and received by the secretary. A Board member may be removed, with or without cause, by the affirmative vote of three-fourths of the Board Members present at a meeting at which there is a quorum and for which notice stating the purpose of the meeting has been given.

Section 10 – Special meetings: Special meetings of the Board shall be called upon the request of the President, or one-third of the Board.

Section 11 – Notices: Written notice of each meeting of the Board, stating the time, day and place of the meeting, shall be sent to each of the Board Members at least three days in advance.

ARTICLE IV – ELECTED OFFICERS

Section 1 – Officers and Duties: There shall be designated officers of the Board, including the following: President, Vice-President, Secretary, Treasurer, and Volunteer Coordinator. Each officer shall serve until his/her successor has been duly elected or appointed. Officers shall serve without compensation.

Section 2 – President: The president shall convene regularly scheduled Board meetings, shall preside at all meetings or arrange for other members of the Executive Committee to preside at each meeting in the following order: Vice-President, Secretary, and then Treasurer. The President may call special meetings of the Boosters at his/her discretion. The President, along with the Treasurer, shall have the power jointly

to enter into and sign contracts and obligations approved previously by the Board. Appoint and/or dissolve all other committees as required. He/she shall serve as primary spokesperson for the Boosters, except as otherwise specified. He/she shall direct goals and budget performance.

Section 3 – Vice-President: The Vice-President shall chair committees on special subjects as designated by the Board and shall, in the absence of the President, discharge the duties of the President. He/she shall be responsible for reviewing and updating the By-Laws, recommending revisions as deemed appropriate.

Section 4 – Secretary: The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all Board meetings, communicating meeting announcements, distributing copies of minutes and the agenda to each Board member, and assuring that corporate records are maintained. He/she shall post meeting minutes to booster website once approved.

Section 5 – Treasurer: The Treasurer shall receive all funds of the Club, depositing the same in the name of the Boosters in the bank designated by the Board, subject to withdrawal by checks signed by the Treasurer. The Treasurer shall keep in a book owned by the Boosters correct and complete records, accounts, and files of all receipts and disbursements and other transactions in connection with that office. The Treasurer shall make a report at each Board meeting. The Treasurer shall chair the finance committee, assist in preparation of the budget, help develop fundraising plans, and make financial information available to Board members and public.

Section 6- Volunteer Coordinator: The Volunteer Coordinator shall be responsible for updating and maintaining volunteering on the www.bisonhsfootball.com website under the DIBS tab.

Section 7 – Removal: Any officer elected by the Board may be removed, with or without cause, by the affirmative vote of a majority of the Board Members present at a meeting at which there is a majority present.

ARTICLE V - MISCELLANEOUS

Section 1-Amendments: Amendments to the Bylaws are to be submitted in writing to the Secretary and will then be reviewed at a regular Booster meeting. If changes to the said Bylaw is voted on and approved by a majority of the Executive Board, notice of the amendments shall be noted in the meeting minutes and posted on the Booster website.

Section 2-Fiscal Year: The fiscal year of the Boosters shall be the calendar year. The fiscal year of the Boosters shall only be changed by resolution of the Board.

Section 3-Seal: This Club shall have no corporate seal.

Section 4-Dissolution: Should the Buffalo Bison Football Boosters cease to operate as a legal entity, all of the Booster assets and cash will be distributed to the Buffalo High School / Middle School football programs or any successor organization or program.

The following supplements to the above Bylaws are held in regard with the Buffalo Football Boosters however are not bound by law and are subject to change.

***APPOINTED COORDINATORS/ MEMBERS AT LARGE**

Members at Large: A member at large shall: be responsible for assisting the Board Members in the performance of said duties. The members at large will not be included in the voting process.

Banquet Coordinator: The Banquet Coordinator shall: oversee all aspects of the varsity football banquet including: (i) identifying locations for the banquet and soliciting bids from vendors to be used for the banquets, (ii) provide a recommendation to the Executive Committees for the approval of the banquet location and ticket pricing, (iii) prepare a budget for the banquet and submitting the budget to the Executive Committee for approval and , with support from the Board Members, coordinate (with involvement/approval by the Head Football Coach) banquet activities such as invitations, programs, senior and coaches gifts, coordinating with photographer, and other activities as appropriate.

Spirit Sales Coordinator: The Spirit Sales Coordinator shall: put together an overall strategy for spirit wear for the upcoming year, including product to be offered, planned selling locations, and pricing considerations; with support from the Board members discusses spirit wear strategy with Head Football Coach; secure vendors and pricing for all apparel and non-apparel spirit items, including yard signs, and submits recommendation to the Board for selection; once approved, orders products from vendors and follows up with vendors as necessary to ensure timely delivery and quality assurance of all items received; organizes the sale of all spirit war; maintains and ongoing account of descriptions, quantities, and cost of all items ordered; upon receipt of spirit wear items from vendors, checks quality and quantity of items received and provides approval to the Treasurer to pay invoice for such product; promptly delivers all monies received to the Treasurer for deposit into the Association bank account; coordinate online ordering, if applicable, of spirit item with Webmaster and Treasurer; and upon completion of the football season, secures all remaining products compiles a listing of all unsold spirit war product and provides a recommendation to the Executive Board for retaining/disposing of such items.

Game Night Coordinator: The Game Night Coordinator shall: be responsible for the overall coordination of the Booster activities that occur the day (night) of the football games.

Meals Coordinator: the Meals Coordinator shall be responsible for the overall coordination of meals provided to coaches and players, including pregame meals and varsity team dinners.

Game Day Program and Production Coordinator: The Game Day Program Sales and Production Coordinator shall: be responsible for the overall Game Day Program , including advertising sales, design, layout and printing; be responsible for solicitation advertising from businesses and individuals in the Game Day Program; be responsible for invoicing and collecting advertising funds from all advertisers in coordination with and supported by the Treasurer; maintenance of an ongoing record of advertisers, amounts invoiced, a amounts collected, and accounts receivable in coordination with and supported by the Treasurer; coordinates the delivery of ads in acceptable format to the design/ layout and/or printing company(s); solicits bids from program design, layout and printing companies for the production of the Game Day Program; provides recommendation of design, layout and printing company(s) to the

Executive Board for Approval; and coordinates business relationship with the design, layout and printing company(s) for the production and delivery of the Game Day Programs.

***COMMITTEES**

Committee formation: the Board may create committees as needed, such as fundraising, Game Day Program Sales, Spirit Sales, Team Meals, etc. The Board along with the Communications Director appoints all committee chairs.

Executive Committee: The President, Vice President, Secretary, and Treasurer, shall serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation and Bylaws, The Executive Committee shall have all the powers and authority. The executive Committee shall moderate and arbitrate matters of conflict between various parties of the organization, should such matters arise.

Finance Committee: The Treasurer is the Chair of the Finance Committee. The Finance Committee is responsible for developing and reviewing fiscal procedures, fundraising plan, and annual budget. Annual reports are required to be submitted to the Board showing income, expenditures, and pending income. The financial records of the organization are public information and shall be made available to Board members and the public.

The Undersigned certifies that these Amended Bylaws were adopted by the Board of the Buffalo Bison Football Boosters, a Minnesota Non-Profit Corporation, effective as of the date hereof.



Dated: 1/15/2018
President,
Andrew Karels
Buffalo Football Boosters



Vice President
Jen Russell
Buffalo Football Boosters



Treasurer
Bekki Martyn
Buffalo Football Boosters



Secretary
Erica Karels
Buffalo Football Boosters



Volunteer Coordinator
Chad Hastings
Buffalo Football Boosters

Coach Todd Bouman

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