

**POINT LOMA HIGH SCHOOL BASEBALL BOOSTER CLUB  
CONSTITUTION AND BYLAWS**

**ARTICLE I – NAME**

**Section I. Name**

- A. The name of this non-profit organization is The Point Loma Baseball Booster Club (Boosters).

**ARTICLE II – PURPOSE**

**Section I. Purpose**

- A. The mission of the Point Loma High School Baseball Booster Club is to promote team awareness in the community, increase pride and morale among the coaches, players, parents and friends of the PLHS Baseball program, and to provide support for our mission through volunteer and fundraising activities.

**ARTICLE III – MEMBERSHIP**

**Section I. Membership**

- A. Membership is open to parents and guardians of current Freshman-AAU, JV, and Varsity Baseball teams, PLHS Alumni, and community members supporting the PLHS Baseball program.
- B. Members are classified as either General Members or Community Members.
- C. General Membership is automatically granted to parents and guardians of current Freshman-AAU, JV, and Varsity team members.
- D. Community Membership is granted to Alumni and interested community members who have notified the Boosters President in writing of their desire to participate.

**Section II. Membership Dues**

- A. There are no membership dues.

**Section III. Membership Term**

- A. The term of Membership is the administrative year of the organization, from July 1st to June 30th.

**Section IV. Membership Rights**

- A. Member voting is conducted to elect or remove officers, and to change or amend the Bylaws; in accordance with Article V, Section VI of these Bylaws.
- B. Member voting rights are given to both General Members and Community Members.
- C. General Members and Community Members are eligible to volunteer and act as Committee Members, Committee Chairs, Board Members, and Officers, subject to the rules governing those positions.

**ARTICLE IV – OFFICERS**

**Section I. Officer Election**

- A. The President, Vice-President, Secretary, and Treasurer will be elected by nomination and majority vote of the members present at the Annual Election Meeting.

- B. A call for Officer Candidates will go out at the December Membership Meeting. The Secretary will distribute Statement of Intent forms to interested parties. Statement of Intent forms will also be available on the Booster web site ([www.plhsbaseball.org](http://www.plhsbaseball.org)).
- C. Not less than 14 days prior to the Annual Election Meeting, Committee Members interested in running for elected office will submit their completed Statement of Intent for distribution at the January meeting and publication on the web site.
- D. Incoming Officers will assume their duties and responsibilities immediately upon election.
- E. The JV and Varsity Team Head Coaches will serve as Ex Officio Officers of the Boosters.

## **Section II. Officer Duties**

- A. Duties of the Officers are detailed in the PLHS Baseball Booster Club Procedural Rules.
- B. The President will preside at all meetings, will act as a Booster Club representative and liaison to the PLHS Foundation and Alumni Association (PLHS FAA), will serve as advisor to committee chairs, will act as Chairman of the Board of Directors, and will fulfill other duties as prescribed by the Procedural Rules and the Board of Directors.
- C. The Vice President will assume all responsibilities of the President when the President is unable to perform them, will assist the President as an advisor to committee chairs, will review the Booster Club Bylaws annually, will form a Special Bylaw Amendment Committee if extensive changes are required, and will fulfill other duties as prescribed by the Procedural Rules and the Board of Directors.
- D. The Secretary will take minutes of all meetings, will submit minutes for approval, will maintain all files and records of the Boosters, will accept volunteer applications for Board Membership and Statement of Intent forms for Officer Candidacy, and will fulfill other duties as prescribed by the Procedural Rules and the Board of Directors.
- E. The Treasurer will maintain financial records of all Booster transactions, will work with PLHS FAA personnel to track and validate all income and authorized payments, will assist with audit procedures, and will fulfill other duties as prescribed by the Procedural Rules and the Board of Directors.

## **Section III. Officer's Term of Office**

- A. The term of office is from the Annual Election Meeting until the Annual Election Meeting of the following year; generally from February to February, but subject to change based on the timing of the **Annual Election Meeting as described in Article V, Section III, Item A (Annual Election Meeting)**.
- B. Officers who are elected at any time later than the Annual Election Meeting will end their term of office on the date of the following years Annual Election Meeting, even though their total term may be less than one year.

## **Section IV. Officer Vacancies**

- A. If an Officer position is vacated during an administrative year, nominations will be taken from among the remaining volunteer Board Members and volunteer Committee Members to fill the open position.
- B. Upon notification of the Membership not less than fourteen (14) days in advance of the scheduled meeting date, the open position will be filled upon a majority vote of the Members in attendance at the next meeting, after discussion and consideration of the interested volunteer Board Members.

- C. In the event that the vacated position is that of President, the Vice-President will succeed the President.

#### **Section V. Removal of Officers**

- A. Issues or concerns with officers' performance of their duties should be first addressed with the specific officer involved.
- B. If there is no resolution, those with concerns should contact the PLHS FAA Executive Director or PLHS FAA Booster Director to express their concerns and explain the resolution action already taken. If warranted the PLHS FAA will discuss the concerns with the officer in question.
- C. If the PLHS FAA determines that removal may be warranted, a Membership meeting of the Boosters to discuss and vote on removal of that officer will be scheduled. The right to a trial will be afforded to any officers or Director who has been accused of misconduct.
- D. Members must be notified not less than fourteen (14) days in advance of a meeting to vote on removal of an officer.
- E. If, by a majority vote of the Membership, the officer is removed, the PLHS FAA will instruct the officer in writing to step down and immediately transfer all materials relative to their office to the office of the PLHS FAA.
- F. The vacant officer's position will be filled using the guidelines detailed in **Section IV. Officer Vacancies**.

### **ARTICLE V – MEETINGS**

#### **Section I. Membership Meetings**

- A. Booster Membership Meetings are held on the last Monday of each month.
- B. Should a scheduled meeting date fall during a school vacation period, or on a date when school has been canceled, the meeting will be postponed until the following Monday.
- C. When necessary, the President will adjust the date, time, and place of individual meetings.
- D. The Publicity Committee Chairperson will advise the Membership of meeting date and time changes not less than seven (7) days prior to the new meeting date.
- E. The Publicity Committee Chairperson will publish Meeting times and dates on the Boosters web site ([www.plhsbaseball.org](http://www.plhsbaseball.org)), changes to the meeting schedule will be published not less than seven (7) days prior to the new meeting date.
- F. Membership Meetings that call for Member voting on changes to the Bylaws, election, or removal of officers will be announced and published on the Booster web site ([www.plhsbaseball.org](http://www.plhsbaseball.org)) not less than fourteen (14) days prior to the new meeting date.

#### **Section II. Member Voting Meetings**

- A. Member Voting Meetings will be called to elect officers (The Annual Election Meeting), to remove or replace Officers (The Special Election Meeting), and to amend the Bylaws (The Bylaws Voting Meeting).
- B. Proxy and absentee voting are expressly prohibited in connection with any Member Voting Meeting.

- C. All Member Voting Meetings will be announced and published on the Booster web site ([www.plhsbaseball.org](http://www.plhsbaseball.org)) not less than fourteen (14) days prior to the scheduled meeting date.

### **Section III. Annual Election Meeting**

- A. The Annual Election Meeting will be held in February, in conjunction with the regular Membership meeting. If final team roster selection is delayed, the Annual Election Meeting may be postponed, but must be rescheduled to a date not later than fifteen (15) days after the posting of final team rosters.
- B. The scheduled date, and any change to the date of any Election Meeting will be announced and published on the Booster web site ([www.plhsbaseball.org](http://www.plhsbaseball.org)) not less than fourteen (14) days prior to the new meeting date.

### **Section IV. Special Election Meeting**

- A. A Special Election Meeting may be called if Vacated Officer Positions must be filled, or if the number of Volunteer Board Applicants exceeds the number of open Board seats in any given month.
- B. The Secretary will notify the Membership when a Special Election Vote is required to select Board Members from the excess candidates.
- C. Special Election Meetings will be announced and published on the Booster web site ([www.plhsbaseball.org](http://www.plhsbaseball.org)) not less than fourteen (14) days prior to the scheduled meeting date.

### **Section V. The Bylaws Voting Meeting**

- A. A Bylaws Voting Meeting will be called if changes to the Bylaws are submitted by the Board of Directors for approval by the Membership, in accordance with Article IX of these Bylaws.
- B. The scheduled date of any Bylaws Voting Meeting, and the proposed changes, will be announced and published on the Booster web site ([www.plhsbaseball.org](http://www.plhsbaseball.org)) not less than fourteen (14) days prior to the new meeting date.

### **Section VI. Member Participation and Voting**

- A. The privilege of making motions, debating, and voting will be limited to Booster Members, Officers, and Board Members who are eligible to vote and are physically present to cast their vote.
- B. Proxy and absentee voting are expressly prohibited in connection with any Membership vote, in accordance with Article V, Section II of these Bylaws.
- C. A vote of the Members is required to elect or remove officers, and to change or amend the Bylaws. Members may choose to cast an "Opinion Vote" on any issue that is under the jurisdiction of the Board of Directors. The results of an "Opinion Vote" do not bind the Board Members to the same result.
- D. At the Annual Election Meetings, Members will vote by written ballot.
- E. Non-Election voting and "Opinion Votes" may be accomplished by either voice or written ballot. The President will determine the form of the vote.
- F. A quorum must be present in order for a vote of the Members to be effective, in accordance with Article V, Section VII of these Bylaws.
- G. A majority of the votes cast will be necessary to elect officers. A 2/3 majority vote is required to change or amend the Bylaws.

## **Section VII. Member Quorum Requirements for Member Voting Meetings**

- A. A quorum will be at least twelve (12) Members. Officers, Board Members, and Candidates will be counted toward the required quorum.

## **ARTICLE VI – BOARD OF DIRECTORS**

### **Section I. Determination of the Board of Directors**

- A. The Board is composed of the four Booster Club elected officers, the President, Vice-President, Secretary and Treasurer, and a group of volunteer Board Members drawn from Committee Member volunteers.
- B. The Board of Directors consists of a minimum of eight (8) and a maximum of fourteen (14) Members, this number includes the four elected officers.
- C. If Board Membership drops below eight (8) members, the President will notify current committee members that volunteer(s) are requested to fill the open Board seats.
- D. Ideally, the Board Members should represent a cross section of the Membership, meaning that the interests of all teams (Freshman-AAU, JV and Varsity) and all committees are represented.
- E. Committee Members who wish to serve as Board Members must submit an Application for Board Membership to the Secretary during the course of a regularly scheduled Membership Meeting.
- F. Once the Board Application is accepted, Board Membership is effective at the start of the next Board Meeting.
- G. A Board Application will not be deemed accepted if the total number of applications submitted during the same Membership Meeting exceeds the total number of open Board seats, or if the current Board is already composed of the maximum number of members.
- H. If the number of Applicants exceeds the number of available Board seats, a Special Election will be called to fill the available Board seats from the pool of Board Applicants. The notification rules for a Special Election Meeting must be followed, as detailed in Article V, Section IV.
- I. In the event that a Special Election is held, Board Applicants will be confirmed as Board Members based on popular vote of the membership. Each Member will vote by written ballot, casting a vote for each of the open Board seats by naming one choice for each available seat from the pool of Applicants. The total number of votes for each Applicant will be tabulated, and the candidates who have received the most votes will fill available Board seats.
- J. Board Members must continue to be active Committee Members throughout their term of office. If a Board Member steps down from his/her Committee position, he/she must also resign from his/her Board position.

### **Section II. Duties of the Directors**

- A. Booster affairs are overseen and managed by a Board of Directors.

### **Section III. Board of Directors Meetings**

- A. Board Meetings will be held at the conclusion of each Membership Meeting.

- B. Meetings will be open to the Membership. Once all reports have been presented and results of any Membership "Opinion Vote" have been disclosed, the floor will be open for discussion. All Members present will be entitled to discussion privileges. Motion and voting privileges will be restricted to members of the Board of Directors. There must be a quorum to pass any motion.
- C. Business submitted to the Board of Directors for approval will be passed by a majority vote of the Board Members present.
- D. Each Board Member, with the exception of the President, is entitled to a vote. However, in the event of a tied vote, the President casts the deciding vote.
- E. Board Members may vote by voice or written ballot as directed by the Chairman.
- F. A quorum must be present in order for a vote to be passed.
- G. On a case-by-case basis, the Board of Directors may elect to use PLHS FAA e-voting procedures. The election to e-vote must be approved by a majority vote of the Board. A quorum must be present to approve the election to e-vote. All Board Members must be notified of the date, time, and agenda for an upcoming e-vote at least fourteen (14) days in advance of the designated e-voting session. No changes to the agenda will be allowed once Board Members have been notified, unless a new e-voting date is designated and Board Members are given fourteen (14) days advance notice of the new meeting date. An e-vote will be passed by a majority of the Board Members participating in the e-voting session. A quorum must participate in order for an e-vote to be passed.

#### **Section IV. Quorum for Board of Directors Meetings**

- A. A quorum for Board of Directors Meetings will be at least 51% of the current Board. Officers and At-Large Board Members will be counted toward the required quorum.

#### **Section V. Board Members Term of Office**

- A. Officers who are Board Members by virtue of their office will serve their Board terms concurrently with their term of office, generally from February to February, in accordance with Article IV, Section III of these Bylaws.
- B. Volunteers who are Board Members by virtue of their committee membership will serve their Board terms over the administrative year of the organization, from July 1st to June 30th.
- C. Board Members who join the Board at any time after July 1st will end their term of Board Membership on June 30th, even though their total term may be less than one year.

#### **Section VI. Board Vacancies**

- A. Vacated Board positions will be refilled by qualified Board Applicants using the Board Application process detailed in Article VI, Section I. However, if the number of Board Members drops below the minimum allowed by the bylaws and no qualified Board Applicants are available, a volunteer will be called for from among the Membership.

### **ARTICLE VII – COMMITTEES**

#### **Section I. Standing Committee Chairperson and Member Duties and Rights**

- A. Committee Chair positions and Memberships are volunteer positions.

- B. Individuals who would like to serve on a committee or chair a committee should identify themselves to the President, who will assign the committee members at the beginning of the administrative year (July 1st), and throughout the year as necessary.
- C. Volunteer Committee Chairs will be determined by consensus of the individual prospective committee members. Two individuals may act as co-chairs. If more than two individuals would like to act as chair, and the committee members can reach no consensus, the Board of Directors will select the committee chair by majority vote at the next Board Meeting, choosing from the interested candidates.
- D. Incoming Chairpersons will assume their duties and responsibilities immediately upon determination.
- E. Each member of a standing committee is eligible to volunteer for a Board Member position.
- F. All committee members and committee chairs must be current members of the Boosters.

## **Section II. Committees**

- A. Duties of the committees are detailed in the PLHS Baseball Booster Club Procedural Rules.
- B. **Fundraising Committee:** Responsible for cultivating fundraising ideas and implementing them with the approval of the Boosters Board of Directors, ASB, and PLHS FAA; responsible for reporting Annual Fundraising Plan to the PLHS FAA, and will fulfill other duties as prescribed by the Procedural Rules and the Board of Directors.
- C. **Ways and Means Committee:** Responsible for drafting and submitting a budget for the upcoming administrative year to for approval at the September Board of Directors meeting, submits the approved budget to the PLHS FAA, coordinates and oversees financial audits with the Treasurer and the PLHS FAA, and will fulfill other duties as prescribed by the Procedural Rules and the Board of Directors.
- D. **Publicity Committee:** Will inform the Membership and the public of all special events, meetings, and game schedules via email, PLHSBaseball.org website, and will fulfill other duties as prescribed by the Procedural Rules and the Board of Directors.
- E. **Membership Committee:** Maintains a register of all members, organizes membership campaign, and will fulfill other duties as prescribed by the Procedural Rules and the Board of Directors.

## **Section III. Special Committees**

- A. The President may designate special committees when needed to carry out the goals of the organization.

## **Section IV. Committee Meetings**

- A. Committee chairpersons will schedule/arrange meetings for their committees and report the results at the next Board of Director's meeting.

## **Section V. Term of Committee Membership and Chairpersonship**

- A. The term of office is the administrative year of the organization, from July 1st to June 30th.
- B. Committee Members who join committees at any time after July 1st will end their term of committee membership on June 30th, even though their total term may be less than one year.

## **Section VI. Committee Vacancies**

- A. Vacated committee positions will be refilled by volunteers from among the Membership.

## **ARTICLE VIII – AUTHORITY**

### **Section I. Parliamentary Authority and Rules of Order**

- A. Robert's Rules of Order will govern proceedings of all meetings.

### **Section II. Governance**

- A. This organization will be governed by these bylaws, San Diego City Schools Nondistrict Organization Procedures, PLHS Foundation and Alumni Association (PLHS FAA) rules, and Federal and California law relating to non-profit 501(c)(3) organizations.

## **ARTICLE IX – CHANGES TO THE BYLAWS**

### **Section I. Changes**

- A. Proposed changes to these bylaws shall be presented to the Booster Board of Directors and submitted for approval by the Membership at the next Membership Meeting, subject to the rules governing advance notice for voting meetings.
- B. Changes shall be incorporated into the bylaws upon receiving 2/3 majority vote of the Membership present.