

PRAIRIE RIDGE HIGH SCHOOL BOOSTER CLUB BYLAWS

ARTICLE I – NAME, PURPOSE, AND NONPROFIT STATUS

Section 1.01 – Name

The name of this organization is the Prairie Ridge High School Booster Club (“Boosters” or “Booster Club”).

Section 1.02 – Purpose

The Boosters is organized exclusively for charitable and educational purposes under Section 501(c)(3) of the Internal Revenue Code. The mission of the Boosters is to support student activities and athletics by raising funds for needs not fully covered by Prairie Ridge High School (“PR”).

Section 1.03 – Nonprofit Status

The Prairie Ridge High School Booster Club is recognized by the Internal Revenue Service as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code and follows IRS rules for 501(c)(3) charities; this includes avoiding political activity, keeping proper financial records, and using funds only for charitable purposes. This means:

1. All money belongs to the Booster Club, not individuals.

We cannot give money or benefits to Board members, volunteers, or families. All funds must support PR students and school programs.

2. All spending must support our mission.

Money must be used for activities, equipment, programs, or events that benefit students or school groups. Personal use of funds or property is not allowed.

3. We must handle money responsibly and transparently.

We keep accurate records, follow budgets, approve spending properly, and use checks and balances to stay accountable.

4. Board members and volunteers are not paid.

They may only be reimbursed for legitimate Booster expenses with receipts.

5. Prohibited Political and Legislative Activity

The Booster Club shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office. No substantial part of the activities of the Booster Club shall consist of carrying on propaganda or otherwise attempting to influence legislation, except as permitted under Section 501(c)(3) of the Internal Revenue Code.

Section 1.04 – Nondiscrimination

The Boosters does not discriminate on the basis of race, color, religion, sex, gender identity, age, national origin, disability, sexual orientation, or any legally protected status.

Section 1.05 – Authority Boundaries

The Booster Club operates independently of Prairie Ridge High School and Community High School District 155 and does not direct, control, or oversee school staff, programs, or student participation, nor is it directed or controlled by the school or district.

Section 1.06 – Dissolution

Upon dissolution, all remaining assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, preferably to organizations supporting Prairie Ridge High School, or to a public school district, as determined by the Board.

ARTICLE II – DEFINITIONS

1. “Board” means the Board of Directors & Officers of the Booster Club.
2. “Director” means an elected voting member of the Board as described in Article V.
3. “Officer” means an elected voting individual holding an office described in Article V.
4. “Member” means any individual meeting the requirements of Article III.
5. “Quorum” means the minimum number of individuals required to conduct business.
6. “Club Meeting” means all members, Directors, and Officers meet.
7. “Board Meeting” means all Directors, Officers, school liaison, and advisory board members (if any) meet.
8. “Executive Session” means a closed portion of a Board meeting limited to Board members and invited participants, used to discuss confidential matters.
9. “Special Meeting” means any meeting called outside of board, executive, or club meeting as described in Article IV
10. “Electronic Meeting” means a synchronous communication meeting.
11. “Conflict of Interest” means any interest that may influence decision-making.
12. “Authorized Signer” means a board member approved person to sign checks, who must be on the financial account.
13. “Fiscal Year” means July 1 through June 30.

ARTICLE III – MEMBERSHIP

Section 3.01 – Eligibility

Membership is open to all parents/guardians of current PR students, alumni, and parents/guardians of PR alumni, who wish to support PR.

Section 3.02 – Rights and Participation of Members

Members are encouraged to support the mission of the Booster Club and participate in its activities.

Members may:

- Attend Club Meetings;
- Participate in discussions at Club Meetings as permitted by the presiding officer;
- Vote in the election of Board members at the Annual Club Meeting;
- Nominate candidates for Board positions in accordance with these bylaws; and
- Serve on committees in an advisory or support capacity.
- Membership does not convey any ownership interest in the Booster Club’s property, funds, or assets.

Section 3.03 – Limitations on Member Authority

The Booster Club is governed by its Board of Directors. Except as expressly provided in these bylaws, members do not have governance or fiduciary authority.

Members shall not have the authority to:

- Remove Directors or Officers;
- Approve, modify, or reject the annual budget or specific expenditures;
- Amend, repeal, or adopt these bylaws;
- Direct or restrict the use of Booster Club funds or assets;
- Bind the Booster Club to contracts, financial obligations, or commitments; or
- Override decisions made by the Board of Directors.

Any votes conducted at Club Meetings, other than the election of Board members, are advisory only and are not binding on the Board of Directors.

Section 3.04 – Responsibilities

Members shall support the mission of the Boosters and conduct themselves respectfully.

Section 3.05 – Termination

Membership may be suspended or revoked by majority Board vote for behavior that harms the Booster Club or violates school policies. Before removal, the individual will be notified in writing of the concerns and given an opportunity to respond in writing within 10 calendar days. The Board may discuss the matter in Executive Session.

ARTICLE IV – BOARD MEMBERS

Section 4.01 – Authority

The Board governs the activities, assets, and expenditures of the Boosters.

Section 4.02 – Composition

The Board consists of minimum five (5) up to seven (7) members, from: President, Vice President, Secretary, Treasurer, Fundraising Director, Concessions Director, Spiritwear Director.

Advisory (non-voting) Board Members:

- PR Principal, Vice Principal, or designee
- PR Athletic Director
- Past Booster Presidents
- Individuals appointed for special projects

Section 4.03 – Eligibility

Except for school representatives, Board members must be parents of current PR students. If a position has no eligible candidate, the role may be appointed by majority vote of board to be filled by a parent of a PR alumnus/alumna, PR alumni or a parent of a current, incoming, registered student for the term. All candidates for officer positions must disclose to the Board any circumstances that could reasonably affect their ability to fulfill the duties of the office, including financial, legal, or insurance-related restrictions. Disclosures shall be treated confidentially and used only for eligibility determinations.

Section 4.04 – Election

Slate nominations may be made by members and are elected at the Annual Meeting in May. If there is more than one member nominated for a position who accepts the nomination, the election will be by secret ballot.

Section 4.05 – Term

Board members serve one-year terms from July 1 to June 30 in accordance with the fiscal year.

Section 4.06 – Qualifications

Nominees must have attended at least two meetings as a member in the current fiscal year. Only one person per household may serve on the Board.

Section 4.07 – Fiduciary Duties

Board members must uphold:

- (a) Duty of Care - Board members must act responsibly, attentively, and with informed judgment.
- (b) Duty of Loyalty - Board members must put the Boosters' interests above personal or financial interests, disclose conflicts, and recuse themselves when necessary.
- (c) Duty of Obedience - Board members must ensure compliance with laws, these bylaws, and the Boosters' mission.

Section 4.08 – Attendance

Board members missing three meetings without cause and without prior notice to the President or Secretary may be removed.

Section 4.09 – Vacancies

A. Creation of Vacancy

A vacancy on the Board shall exist upon the death, resignation, removal, disqualification, or inability of a Board member to serve.

B. Resignation

A Board member may resign at any time by submitting written notice to the President or the Secretary. Such resignation shall be effective upon delivery of the notice unless a later effective date is specified therein.

C. Failure to Submit Written Resignation

If a Board member fails or refuses to submit a written resignation after indicating an intent to resign or after ceasing to perform the duties of office, the Board shall make reasonable good-faith efforts to obtain written confirmation. If such efforts are unsuccessful, the Board members may, by majority vote, declare the position vacant. The Board's action and the effective date of the vacancy shall be entered into the minutes.

D. Removal

Removal shall require the affirmative vote specified in section 4.10 of these bylaws. Upon removal, the position shall be deemed vacant immediately.

E. Filling Vacancies

Any vacancy on the Board may be filled by a majority vote of the remaining Board members, even if less than a quorum. A Board member elected or appointed to fill a vacancy shall serve for the unexpired portion of the term.

F. Records and Authority

All actions relating to resignations, removals, declarations of vacancy, and the filling of vacancies shall be recorded in the minutes of the Board member meeting. Upon the occurrence of a vacancy, the organization shall promptly (within two weeks) update its corporate records and revoke the departing Board member's authority, including but not limited to financial accounts, electronic access, and representation of the organization.

Section 4.10 – Removal

The Board may remove a Director or Officer when necessary to protect the Booster Club. Removal is used only in serious situations, such as misconduct, violation of policies, or failure to perform responsibilities. A Board member may be removed from office for cause, including but not limited to failure to attend meetings, failure to perform the duties of a Board member, or failure to communicate with the Board, in accordance with these bylaws and applicable Illinois law.

1. Removal of a Director or Officer

A Director or Officer may be removed from the Board by a majority vote of the Board for failure to perform duties, misuse of authority, or conduct inconsistent with Booster responsibilities.

2. Fair Process

Before removal, the individual will be notified in writing of the concerns and given an opportunity to respond in writing within 10 calendar days. The Board may discuss the matter in Executive Session.

3. Vacancies

Any position vacated through removal will be filled according to the vacancy rules in these bylaws.

ARTICLE V – OFFICERS

Section 5.01 – Officers & Directors

Officers included President, Vice President, Secretary, Treasurer. Directors include Fundraising Director, Concessions Director, Spiritwear Director.

Section 5.02 – President

The President shall preside over meetings, liaise with school administration, oversee Booster operations, present the annual financial report with the Treasurer, execute contracts, enforce Board directives, establish committees, serve as ex-officio committee member, and assist with other officer or committee responsibilities as needed, provided appropriate oversight and internal controls are maintained.

Section 5.03 – Vice President

The Vice President shall assist the President in the performance of the President's duties and shall assume the duties of the President in the President's absence, incapacity, or resignation. The Vice President shall perform such other duties as may be assigned by the President or the Board members, and oversee the work of standing and special committees.

Section 5.04 – Secretary

The Secretary shall issue notices, record minutes, maintain records, serve as Club Historian, and ensure that the Club's records required for 501(c)(3) compliance - including filings, annual reports, and other official documents - are kept current and available for inspection in accordance with Illinois law and the Booster Club's policies.

Section 5.05 – Treasurer

The Treasurer shall maintain financial accounts, deposit funds, give monthly financial reports, prepare annual financial statements and budgets, be bonded if required, and perform Board-assigned duties. The Treasurer shall establish and administer procedures for the submission and documentation of expenses and receipts, subject to Board approval.

Section 5.06 – Fundraising Director

Oversees fundraising programs, raffles, fundraising committees and other Board-assigned activities.

Section 5.07 – Concessions Director

Oversees concessions operations including inventory, purchasing, volunteers, and budgeting. It is preferred that the Concessions Director maintain a current Food Service Sanitation Manager Certificate (FSSMC) from a McHenry County approved ANSI-accredited certification program; however, the required certification may be held by any current board member. Certification costs incurred shall be reimbursed by the Booster Club in accordance with the organization's Reimbursement Policy.

Section 5.08 – Spiritwear Director

Oversees spiritwear ordering, budgeting, sales, and inventory management.

ARTICLE VI – COMMITTEES

Standing Committees & Special Committees (or adhoc) Chairs are appointed by the President and approved by the Board. Committees are advisory unless expressly authorized. No committee may obligate funds or enter contracts unless expressly authorized by the Board. Standing Committees:

- Audit/Financial Review Committee
- Communications
- Concessions
- Event Committee(s)

ARTICLE VII - MEETINGS & VOTING

Section 7.01 – Annual Club Meeting

Held in May.

Section 7.02 – Club Meetings

Held approximately monthly during the school year (September-May), holding no less than 8 club meetings, except as otherwise determined by the Executive Board.

Section 7.03 – Club Meeting Quorum

10 members which includes at least two Directors. Robert's Rules governs procedures.

Section 7.04 – Notice of Meetings

Notice must be provided at least 10 days in advance unless waived. An example of a waived notice would be an emergency meeting of the Board members called on shortened or immediate notice when urgent circumstances require prompt action to protect the organization's assets, legal standing, safety, or ability to operate, and when waiting for a regular or special meeting would cause material harm.

Section 7.05 – Board Quorum

A majority of serving Board members constitutes a quorum.

Section 7.06 – Proxy Voting

Proxy voting by Board members is not permitted. Board members may participate and vote through electronic attendance as provided in Section 7.09, or the Board may act by unanimous written consent as provided in Section 7.11.

Section 7.07 – Presumption of Assent

Board members present are presumed to assent unless their dissent is recorded.

Section 7.08 – Closed Session

The Board may enter Closed Session by majority vote.

Section 7.09 – Electronic Meetings

Board members may participate in synchronous electronic meeting platforms (e.g. Google Meet, Zoom, Teams).

No business shall be discussed via text message. The purpose of rapid contact communication (ie; text thread) shall be limited to matters such as meeting notice, opening concessions, quick planning/confirmation of details or logistics.

Section 7.10 – Special Meetings

Special meetings of the Board may be called by the President or by any two (2) Board members. Notice of a special meeting shall be given to each Board member at least five (5) days in advance and shall state the date, time, place, and purpose of the meeting. No business other than that stated in the notice shall be transacted at a special meeting.

Section 7.11 – Informal Action

The Board may take action without holding a formal meeting if every Board member agrees in writing. This is called informal action or unanimous written consent.

To be valid:

1. **All Board members must approve the action in writing (every single Board member must agree).** If even one Board member does not agree, the Board must vote at a regular or special meeting instead. Written consent may be sent by email.
2. The written approvals must describe the action being taken.
(Example: "I approve spending \$750 on soccer uniforms.")
3. The decision takes effect once all Board members have sent written approval.
4. The Secretary must include the informal action in the minutes of the next Board meeting so that it becomes part of the official record.

Situation	Allowed as Informal Action?	Why
Approving a \$300 emergency purchase	Yes, if unanimous	All Board members must approve in writing.
Deciding to fund a large project	Yes, if unanimous	All Board members must approve in writing.
One Director doesn't answer the email	No	Must hold a meeting instead
Group chat discussion but no formal votes	No	Must explicitly state written approval
Verbal "yes" over the phone	No	Must be written

Section 7.12 – Minutes

Minutes must record vote totals, motions, seconds, and recusals. Minutes must be taken for any and all official Executive, Board, and Club meetings. During committee meetings that act on behalf of the Board, particularly if they approve expenditures or make decisions rather than just advise, minutes will be taken by a member of the committee and submitted to the secretary before the next Board meeting.

ARTICLE VIII – FINANCIAL MANAGEMENT

1. The Board shall prepare and approve an annual budget prior to the start of the fiscal year (July 1-June 30). The budget shall guide the Club's expenditures, fundraising, and activities.
2. The Board may amend the budget during the year as necessary.
3. Spending allowed within approved budgets.
4. Monthly reporting required.
5. Bank reconciliations performed monthly and reviewed.
6. Annual financial review conducted.
7. Authorized signers on the bank account shall include the President, Vice President, Concessions Director, and Treasurer. All authorized signers must be eligible for bonding, if required; approved by the organization's banking institution; and free of any current legal or financial circumstances that could reasonably impair their ability to serve in a fiduciary financial role. Such circumstances include, but are not limited to:
 - a. Active personal bankruptcy proceedings
 - b. Ongoing litigation related to financial obligations
 - c. Judgements, liens, or garnishments that could affect financial credibility

ARTICLE IX – CODE OF CONDUCT

Members, Officers and Directors shall act respectfully and avoid harassment, conflicts, and misuse of Booster property.

ARTICLE X – RECORDS

Records may be requested with reasonable notice.

1. Access to Records

The Booster Club's records, including minutes, financial statements, and other official documents, shall be available for inspection by members of the Club or other authorized parties upon reasonable written notice to the Secretary or designated officer. Reasonable notice generally means providing the Booster Club at least three (3) business days prior to the requested inspection.

2. Confidential records limited to lawful exceptions.

Certain records containing confidential or sensitive information shall be restricted from inspection, except as required or permitted by law. Examples of confidential records include, but are not limited to: Personnel or volunteer records, student information protected under FERPA, donor or sponsor information, privileged legal or financial documents

ARTICLE XI – CONFLICT OF INTEREST

Conflicts must be disclosed, and the conflicted individual must recuse themselves.

ARTICLE XII – INDEMNIFICATION

The Booster Club will protect and defend any Director, Officer, or volunteer from personal financial loss if they are involved in a legal claim because of their work for the organization, as long as they acted in good faith, followed the bylaws, and did not engage in misconduct, fraud, or illegal activity.

The organization will pay for legal defense costs and any allowable settlements.

This protection does not apply to personal wrongdoing or criminal acts.

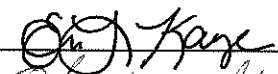
ARTICLE XIII – AMENDMENTS

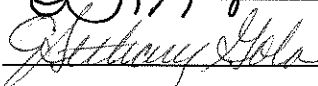
Amendments require 10 days' posting and majority vote of Board members.

ARTICLE XIV – EFFECTIVE DATE

These Bylaws of the Prairie Ridge High School Booster Club were adopted by the Board members on 4-13-2026 and shall become effective 4-13-2026

These Bylaws shall remain in effect until amended or repealed in accordance with the amendment procedures set forth herein. Any amendments shall specify the date of adoption and the date on which the amendment becomes effective.

Signature (President)  Date 4-13-26

(Secretary)  Date 4-13-26

