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**BYLAWS**

**OF**

**JAMES MADISON FFA BOOSTERS,  
A NON-PROFIT CORPORATION**

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**Article I**  
**The Organization**

Section 1.1 The name of this organization is the JAMES MADISON FFA BOOSTERS, INC., which may hereinafter be referred to as “Boosters” or “this organization” for the sake of brevity.

Section 1.2 The JAMES MADISON FFA BOOSTERS is a non-profit corporation duly organized pursuant to the provisions of the Texas Business Organizations Code by a Certificate of Formation filed with the Office of the Secretary of State of Texas on December 22, 2009.

**Article II**  
**Purpose**

Section 2.1 This Corporation is organized:

- (a) for charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (the Code), and the Texas Tax Code, Section 11.18; and
- (b) to promote agricultural science and technology education through its support of the James Madison FFA Chapter, and the Northeast Independent School District Agriscience Magnet Program at Madison High School, which may be hereinafter referred to as “AMP.”

Section 2.2 This organization will accomplish these goals through volunteer members of this organization who will organize and conduct fundraising activities to provide financial support to the James Madison FFA Chapter and the Northeast Independent School District Agriscience Magnet Program at Madison High School in order to enhance the educational and agricultural experience of the members of the James Madison FFA Chapter and students of the Northeast Independent School District Agriscience Magnet Program at James Madison High School.

## **Article III General Policy**

Section 3.1 These bylaws are established to govern the conduct of this organization.

Section 3.2 The Officers of this organization shall conduct their work with the approval of the AMP Director and Ag teachers while providing leadership and service to the James Madison FFA Chapter and the Agriscience Magnet Program, and shall cooperate with, support and uphold the decisions of the AMP Director and the James Madison High School Administration.

Section 3.3 This organization is a non-profit corporation, and as such shall conduct its business as a charitable corporation consistent with the provision and requirement of Sections 501(c) (3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of future tax laws. Notwithstanding any other provisions of these bylaws, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

Section 3.4 This organization does not discriminate on the basis of race, color, national or ethnic origin in the administration of its policies or in its membership.

Section 3.5 This organization shall be non-commercial, non-sectarian, and non-partisan. This organization shall not, directly or indirectly, participate in any manner in any political campaign on behalf of or in opposition for any candidate for public office, nor shall it, directly or indirectly, contribute to any political campaign on behalf of or in opposition to any candidate for public office.

Section 3.6 No part of the net earnings of this organization shall benefit or be distributed to any of its members, directors, officers or other private person except that this organization shall be empowered to reimburse persons who have made authorized expenditures of their monies on behalf of this booster club. This organization may also pay any person for services rendered in furtherance of the purposes set forth in Article II above yet any conflict of interest must be avoided in the hiring of any person or persons who render the services on behalf of this organization.

Section 3.7 This organization shall conduct all business in accordance with the Northeast Independent School District (NEISD) Booster Club Guidelines.

Section 3.8 ***Conflict of Interest Policy.*** Whenever a director, officer, or committee chair or committee member has a financial or personal interest in any matter coming before the Board of Director, the affected person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested directors determine that it is in the best interests of this organization to do so. The minutes of the meeting at which such votes are taken shall record such disclosure, abstention and rationale for approval if action is approved despite the conflict of interest.

Section 3.9 ***Whistleblower Protection Policy.*** This organization has adopted and shall adhere to the following whistleblower policy:

- (a) It is the policy of this organization that all of its directors, officers, committee chairs and members, and general membership and volunteers observe high standards of business and personal ethics and shall act with honesty and integrity in the conduct of their duties and responsibilities when acting on behalf of this organization.
- (b) This organization adopts this Whistleblower policy to encourage and enable any person to raise any concerns regarding violations of this organizations policies or practices, and policies of the NEISD which control the policies and practices of this organization or violations of state or federal criminal laws.
- (c) In this regards, it is the express obligation or all board members and officers and committee chairs and members and general members and volunteers to report concerns about violations of this organizations code of ethics or violations of district policy that govern this organization's operations to the organization's President, James Madison Agriscience Program Director and/ or school administration.
- (d) It is contrary to the values of this organization for anyone to retaliate against any board member, officer, committee chair or member, general member of this organization or volunteer who in good faith reports an ethics violation, or suspected violations of law or NEISD policy, and any person or persons who retaliate against someone who has reported a violation in good faith is subject to discipline up to and including removal from any elected board or office position and possible termination as a voting member of this organization even if the person continues to have a student in the James Madison Agriscience Magnet Program.
- (e) Any person who makes a complaint concerning a violation of policy of this organizations or NEISD policy must do so acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation of policy or law; and any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense which may subject the person shown to have acted in bad faith to removal from any elected board or office position and termination as a voting member of this organization even if the person continues to have a student in the James Madison Agriscience Magnet Program.
- (f) Violations or suspected violations may be submitted on a confidential basis by the complainant and reports or violations or suspected

violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation by this organization, or school or district administration and balanced with the need to protect the safety of any student affected by the violation or suspected violation. Furthermore, any violation or suspected violation which is a violation of state criminal law or alleges abuse involving a student will be reported immediately to the appropriate law enforcement or child protective authorities in accordance with Texas law.

- (g) All reports will be promptly investigated and appropriate corrective action will be taken by either this organization's governing board and officers, the James Madison High School administration and/or by NEISD district administration if warranted by the investigation.

Section 3.10 ***Document Retention Policy.*** The document retention policy of this organization is as follows:

- (a) All organizational documents of this organization such as its articles of incorporations, bylaws, minutes of all meetings, IRS determination letters, Form 990's shall be retained permanently by this organization; and
- (b) All other financial records of this organization such as bank account records, checks, ledgers, etc. shall be retained by the organization for a period of at least 10 years for audit purposes.
- (c) All records created for or on behalf of this organization are the property of this organization and shall be turned over by outgoing officers to incoming officers upon leaving office.

#### **Article IV Membership**

Section 4.1 Parents and guardians of students currently enrolled in and attending the Agriscience Magnet Program at James Madison High School are voting members of this organization and constitute the "General Membership" of this organization. Each eligible parent or guardian shall be entitled to one vote each at General Membership meetings.

Section 4.2 Voting members may vote, participate in all corporation activities, general membership meetings and become officers or committee chairs or members. In the case of parents or guardians of a student who is a graduating Senior, such parents or guardians are ineligible to be elected to any office of this organization or be a committee chair or member for the school year following their child's graduation unless such parents or guardians will have another student or incoming student to James Madison High School who intends to enroll in classes and be a part of the James Madison Agriscience Magnet Program the following year. Parents or guardians of students who are graduating Seniors, however, shall be entitled to serve

on an committee up to the time of their child's graduation, including but not limited to the Nominating Committee.

Sections 4.3 Parents or guardians cease to be voting members of this organization once their child graduates from James Madison High School, or ceases to be enrolled in its Agriscience Magnet Program.

## **Article V Meetings**

Section 5.1 In all instances not provided by these bylaws, the rules of order and parliamentary procedure contained Robert's Rules of Order shall govern the conduct of all meetings of this organization. The President shall appoint, with the approval of the Board of Directors, a Parliamentarian who shall advise on parliamentary procedure. The Parliamentarian does not have a vote on the Board, nor on motions.

Section 5.2 Three members of the Board, plus the Director of the Agriscience Magnet Program, or his designee, shall constitute a quorum for the conduct of business at any Board meeting. A quorum for any General Membership meeting of this organization shall consist of 15 voting members in attendance, including Board Members in attendance, plus the AMP Director, or his/her designee. A simple majority of the members of any committee shall constitute a quorum to conduct a meeting of any committee of this organization.

Section 5.3 General Membership meetings shall be scheduled by the Board of Directors as needed during the school term, yet at a minimum there shall be at least one General Membership meeting in September after the beginning of the school term and one in the Spring where elections are held. All General Membership meetings shall be held on the AMP campus at James Madison High School.

Section 5.4 Notice of the date, time and place of all Board meetings, all Committee Meetings and all General Membership meetings shall be given at least *72 hours* prior to the meeting, not including weekends and holidays, by email to all registered members or by posting of a notice in conspicuous places around at the AMP facilities at Madison High School, or combination of email, posting and website.

Section 5.5 The Board shall meet at least monthly during the school year with the first meeting being held in September prior to the first General Membership Meeting required in Section 5.3. Additional meetings of the Board may be called as deemed necessary by the President or by any two Board Members. In this case, each Board Member, as well as notice to the General Membership of said Board Meeting, shall be given at least *72 hours* notice prior to the meeting, not including weekends and holidays, of the time, date and place of the additional Board meeting.

Section 5.6 Special General Membership meetings may be called by the President or a majority of the Board, or upon written request of twenty (20) voting members of this organization. Notice of the purpose of and of the time, date and place of any Special General

Membership meeting shall be given at least *72 hours* prior to the meeting, not including weekends and holidays. Business transacted at a Special General Membership meeting shall be limited to the purpose(s) for which the meeting was called.

Section 5.7 Notice of all meetings, Board and General, shall be given to all members of this organization and all meetings, both Board and General Membership meetings, shall be open to all members, with the exception that the Board may schedule and hold such organizational meeting or meetings of the Board prior to the beginning of each school year to be attended only by Board Members of this organization and AMP Director, or his designee or designees, such as the Ag teachers, and such other persons invited by the Board to assist in organization or activities for the upcoming school year.

Section 5.8 The order of business at any General Membership meeting of this Booster Club shall include:

- (a) Call to order
- (b) Reading of the minutes
- (c) Report of the treasurer
- (d) Report of the committees
- (e) Report of Director of AMP
- (f) Old Business
- (g) New Business
- (h) Adjournment

Section 5.9 Voting by proxy is prohibited by this organization.

## **Article VI**

### **The Board of Directors and Duties**

Section 6.1 The Officers of the Board of Directors of this Booster Club shall consist of the following duly Elected Officers of this organization: President, Vice-President, Secretary, and Treasurer.

Section 6.2 *Ex-Officio* Board Members. The following persons shall be *ex-officio* Board Members of this corporation: (i) the Superintendent of the North East Independent School District (the "District"), or his/her designee, (ii) the Principal of James Madison High School, or his/her designee and (iii) the Director of the Agriscience Magnet Program at Madison High School, or his/her designee. This organization shall take no action of which any *ex-officio* member disapproves. The Ex-Officio Board, with valid cause, may remove any officer, board, or general booster member from this organization.

Section 6.3 The President shall be the Chairman of and preside at all meetings of the Board of Directors.

Section 6.4 The Board of this corporation shall:

- (a) Have the general supervision of the affairs of and act in the best interests of the James Madison FFA Boosters Club.
- (b) Formulate the policies of this organization after research, discussion, and adoption process. All questions of new policy shall first be referred to and considered by the Board.
- (c) Approve and recommend to the General Membership an annual budget to be presented to and voted upon by the General Membership at the first General Membership meeting in August of each year.
- (d) Have the responsibility for the designation of the use of funds or other assets delivered to the corporation. The Board may accept any gift, grant or conveyance to the corporation, unless such gift, grant or conveyance is conditional, and in such case such conditional gifts must be expressly approved by the Board at a duly noticed and quorumed Board meeting.
- (e) Approve by majority vote the Members and Chairs of Committees appointed by the President.

Section 6.5 The Board shall keep a record of its proceedings. In the event a General Meeting cannot be held, and the Board takes emergency action, a report of such action shall be distributed to the General Membership by email or posting on the Booster Club's website at the earliest opportunity. Also, a report of such emergency action shall be made to the General Membership at its next General Membership meeting.

Section 6.6 Any action required or permitted to be taken by the Board under these bylaws may be taken:

- (a) By the unanimous written consent of all non *ex-officio* Board Members of this corporation in lieu of a meeting of the Board:
  - i. In person; or
  - ii. By an email in which all the Board Members acknowledge consent to the action to be taken and a copy of each Board Member's email is made and included in the records of the Board.

Section 6.7 The Board may, with valid cause, remove by a 2/3<sup>rd</sup> vote of the remaining Board Members any Board Member that causes detriment to the James Madison FFA Boosters, the Agriscience Magnet Program at Madison High School, or James Madison High School. The Board Member whose removal is sought shall be notified in writing of such action and the reasons for such action and be given an opportunity to be heard by the Board prior to a vote on removal. If removed, such Board Member's position and the office said Board Member held shall be declared vacant and be filled as provided for in these bylaws.

Section 6.8 The Officers and members of the Board shall serve on a volunteer basis and receive no pay or other compensation for their services to this organization.

## **Article VII Officers and Their Election**

Section 7.1 Each Officer of this Booster Club shall be a current voting member of this organization.

Section 7.2 The elected officers of this organization are: President, Vice-President, Secretary, and Treasurer.

Section 7.3 No two offices may be held by members of the same immediate family, yet two parents or guardians may serve as co-chairs and while serving as co-chairs such position shall be entitled to only one vote. “*Immediate Family*” is defined in these bylaws to include a relationship of only one step away, *i.e.*: brother/sister, husband/wife, parent/child, mother or father-in-law/son or daughter-in-law, or brother-in-law/sister-in-law.

Section 7.4 The President shall select a Nominating Committee of three voting members at the February Board meeting, as provided in Article IX, Section 9.2 of these bylaws.

Section 7.5 Proposed Nominees shall be current voting members. All proposed nominees for elected Office, except the President, shall have been a voting member of this organization for at least one school year in the past; and a proposed nominee for President shall have been a voting member for at least two school years in the past.

Section 7.6 The election of Officers shall be by written ballot in the event there is more than one candidate for an office and take place at the May General Membership Meeting. At the May General Membership meeting, and just prior to the election of Officers by the General Membership, additional nominations may be made from the floor only with the prior approval of the proposed nominee; to be considered, these floor nominees shall meet the requirements of Article VII, Section 7.5.

Section 7.7 Nominees do not need to be present to be elected. If a nominee has been brought to the membership through the Nominating Committee, consent of the nominee is presumed to have been verified by the Nominating Committee. If a nomination comes from the floor and the nominee is not present to confirm consent to be a nominee, written consent from that nominee must be provided before such nominee may be added to the ballot.

Section 7.8 After all nominations are closed, the General Membership shall vote for each Officer. Each Officer shall be elected by a simple majority of voting members present at the Spring General Membership meeting

Section 7.9 The term of office for each Officer is one year or until a duly qualified successor assumes the office.



Section 7.10 Except for a vacancy in the office of the President, it is the duty of the President to recommend a member to be appointed to serve the remainder of the unexpired term of the vacant officer position, subject to the approval of a majority of the of the Board of Directors. Any vacancy should be filled no later than the date of the second Board meeting after the date upon which the vacancy occurred.

Section 7.11 In the case of a vacancy in the office of the President, the Vice-President shall assume the position of President and the Vice-President position shall be filled as provided in Section 7.10.

Section 7.12 The Officers elected for the following year shall be installed and assume their duties for the following year at the end of year James Madison FFA Awards Banquet, usually in held in Spring of each year, and each out-going officer shall turn over all records that belong to this organization to its successor by June 1<sup>st</sup> of each year.

### **Article VIII Officers and Their Duties**

Section 8.1 The *President* of this organization shall:

- (a) Preside and maintain order at all monthly and special meetings of the General Membership and Board, and vote only in the case of a tie;
- (b) Coordinate the activities of this organization as well as the work of the officers and committees in consultation with designated campus representatives regarding booster activities in order that the purpose of this organization may be promoted, and consistent with school district policies;
- (c) Confirm that a quorum is present before conducting any business at any meeting of this organization;
- (d) Appoint a Parliamentarian, and the Chairs of Committees with a majority approval of the Board;
- (e) Be an *ex-officio* member of all Committees, except the Nominating Committee;
- (f) Represent this organization when requested by the James Madison High School faculty or Administration;
- (g) Act as a liaison between school administrators and the Board of Directors and Committee Chairs of this organization;
- (h) Be an authorized signer on all bank accounts of this organization for the disbursement of authorized funds; and be authorized to approve the disbursement of any unbudgeted expenditure necessary and in the interest of

this organization not to exceed \$500.00 provided a disbursement voucher is completed which includes an explanation to justify the expenditure and which is presented to the Board for approval at its next meeting ;

- (i) Prepare, with the assistance of the Treasurer, and present a proposed budget for each fiscal year at the August Board meeting for its approval by a majority vote;
- (j) Be responsible for making certain that all state and federal tax reporting requirements are complied with in order to maintain the tax exempt charitable status of this corporation consistent with the provision and requirement of Sections 501(c) (3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of future tax laws;
- (k) Approve all communications sent out in the name of this organization as only the President, or its designated representative, may make statements, provide news releases, or presentations on behalf of this organization, and only with the approval of the AMP Director or James Madison High School administration;
- (l) At the final meeting of each year, submit in writing to the Secretary a report of accomplishments and progress of this organization as well as be responsible for acquiring annual reports from all officers and committee chairpersons of this organization to be placed in the minutes of this organization to be passed on to the new President and officers of this organization;
- (m) Be responsible for the appointment of an audit committee or for retaining the services of a CPA to conduct the audit, subject to the approval of the Board for the required annual audit of records, or request an interim audit if the need arises during the year, and
- (n) Perform such other duties as are prescribed in these bylaws.

Section 8.2 The *Vice-President* shall:

- (a) Act as an aide to the President and perform the duties of the President in its absence, or at the request of the President;
- (b) Perform such administrative functions delegated to it by the President;
- (a) Be an authorized signer on all bank accounts of this organization for the disbursement of authorized funds; and
- (c) Perform any other specific duties as outlined by these bylaws.

Section 8.3 The *Treasurer* shall:

- (a) Be a conscientious steward of all this organization's funds by receiving and depositing funds in a timely basis and keep up-to-date records of receipt, disbursements, assets and liabilities;
- (b) Be an authorized signer on all bank accounts of this organization for the disbursement of authorized funds;
- (c) Pay out funds for all budgeted items, and any unbudgeted item up to \$500.00, with the approval of President, and any unbudgeted item in excess of \$500.00 with the after approval of the Board of Directors;
- (d) Sign on all accounts of this Booster Club as well all records and financial statements prepared by him or her on behalf of this organization;
- (e) Provide an initial financial report for the current year at the initial Board of Directors and General Membership meeting in the Fall, and present a report thereafter to the Board of Directors and General Membership on the finances (including receipts and expenditures) of this organization at all called meetings. A written copy of the report should be made available to the Board and General Membership and a copy of that report should be provided to the Secretary to be included as part of the minutes of the meeting at which it was presented;
- (f) Assist the President in the preparation of the annual budget to be presented to the Board of Directors and the General Membership at its initial Fall meeting for approval;
- (g) Be responsible for overseeing the completion of and timely filing of Form 990 or 990EZ, with required schedules and attachments, and any and all required forms with the Internal Revenue Service, or any other taxing entity, required for this organization to maintain its tax exempt status as a non-profit charitable organization by its due date each year;
- (h) Prepare a report of all this organization's income and expenditures for audit by the Audit Committee by July 15<sup>th</sup> of each year, or upon resignation; make all financial records, bank statements, receipt books, and any other records or documents available to the Audit Committee as established by these bylaws; and be readily available to the Audit Committee to answer any question at the time of the audit, or if the services of a CPA have been engaged to conduct an examination of the financial records of this organization and prepare required reporting statements to cooperate with the CPA making by all financial records, bank statements, receipt books, and any other records or documents available to the CPA;

- (i) Keep a complete record of procedures and duties of the office to turn over to the incoming Treasurer together with all financial records of this organization in his possession; and
- (j) Communicate with the President any activities and needs.

Section 8.4 The *Secretary* shall:

- (a) Prepare, sign and maintain a file of the minutes of business transacted at all regular and special meetings of the Board and General Membership, and read and report on any recommendations made by the Board and provide a written copy of the minutes of the previous meeting of the Board or General Membership for review and approval at each meeting;
- (b) Be a steward of the records of previous years of this organization;
- (c) Read and report on any important correspondence at meetings received since the previous meeting of either the Board or General Membership;
- (d) Initiate a reply, and create and send any correspondence on behalf of this organization as requested by the President or Board of Directors, or school administration and maintain a file of all correspondence;
- (e) Receive and file copies of the all officer and committee reports;
- (f) Keep and maintain a record of all current officers, Board Members and committee members, and be responsible for notifying them of all regular and/or special meetings;
- (g) Prepare and maintain a current roster, and the names and contact information for voting member of this organization;
- (h) Keep a complete record of procedures and duties of the office, and turn them over to the incoming Secretary along with all other records in its possession of this organization; and
- (i) Communicate with the President any needs.

**Article IX**  
**Committees**

Section 9.1 The Standing Committees of this organization shall be the *Nominating Committee*, and the *Audit Committee*, and the members of these Committees shall be appointed by the President with the approval of the Board.

Section 9.2 The *Nominating Committee* shall consist of three voting members of this organization who are not running for elected office appointed by the President at the February Board meeting and approved by a majority vote of the Board. This committee shall select its own Chairman. The AMP Director, or his designee or designees shall serve in an advisory capacity to this committee. After conducting its search and having obtained written consent, in a form approved by the committee, from the proposed nominees for each respective elected office of this organization, the Nominating Committee shall present in a written report its slate of proposed nominees, whether one or more, for each respective elected office of this organization at the March meeting of the Board, and the Board shall certify that each proposed nominee is eligible to be elected to the office proposed by the Nominating Committee. The report shall then be published at large to the voting members of this organization by the Recording and Corresponding Secretary, or at its direction, no later than 20 days prior to a General Membership Meeting to be held in April of each year at which the election of officers is held by email or other form of communication, or combination of forms of communication most likely to give notice to the General Membership of the slate of officers to be voted upon and the date and place of elections. The notice should also specify that nominations for each office can also be made from the floor.

Section 9.3 The *Audit Committee* shall consist of three voting members of this organization who are not members of the Board appointed by the President at the April meeting of the Board and approved by a majority vote of the Board. This Committee shall select its own Chairman.

The Audit Committee may be guided in its function by the previous year's audit report and the monthly reports and year-end report of the Treasurer, but this committee is charged with the responsibility of conducting an independent examination of the financial statements and records of this organization. The Treasurer in office for the fiscal year being audited shall be available to the Audit Committee at the time of the audit to answer questions, but is not a member of the Audit Committee. The committee shall, likewise, be guided by the Booster Club Suggested Audit Program guidelines established by the Northeast Independent School District.

Upon completing the audit, the Audit Committee shall prepare its written report, noting any questions or irregularities, which shall be signed by all members of the Audit Committee. The Audit Committee shall complete its report by July 31st. The Audit Committee Chairman shall then forward the final Audit Committee report to the President by August 15<sup>th</sup>, and make its report to the Board at its September meeting which shall receive and approve the report of the Audit Committee by majority vote.

In the alternative, the President, with the approval of the Board of Directors, may retain the services of a Certified Public Accountant to conduct an audit of the financial records of this organization as well as to prepare any required filing reports with the Internal Revenue Service, Texas State Comptroller, or any other taxing agency.

Section 9.4 The Board may create such additional committees as it deems necessary to promote the objects and carry on the work of organization. The President shall appoint the Chair of each Committee with the approval of the Board; and the Chair of the Committee shall appoint

its members. The Chair shall determine the number of members required to perform the work for which the Committee was formed. The AMP Director, or his designee, shall *be ex-officio* members of all committees.

Section 9.5 All standing and special committees shall be conducted by majority vote of the Committee members present.

Section 9.6 Each Committee Chair shall make a record of the activities of the Committee and report any activity or needs to the President. Each Committee Chair may attend any Board of Directors meeting to present a report to the Board, or may present its report in writing to the President and have it give their report to the Board. A Committee Chair shall attend any Board meeting when requested by the President.

Section 9.7 Each Committee Chair shall attend all General Membership meetings and present reports to the membership.

## **Article X Financial Business**

Section 10.1 The fiscal year for the JAMES MADISON FFA BOOSTERS shall begin on July 1<sup>st</sup> and end on June 30<sup>th</sup> of each year.

Section 10.2 All expenditures and disbursements shall be made by check and each check must be signed by one of the following three positions: President, Vice-President, or Treasurer. A disbursement voucher which clearly identifies the expenditure shall be completed for all expenditures regardless of amount and appropriate documentation (invoice, receipt) should be attached to the disbursement voucher.

Section 10.3 No Officer shall be a signer for any check that is payable to himself or any person to whom such Officer is related by blood or marriage.

Section 10.4 All funds collected by this organization shall be kept in a financial institution whose accounts are insured by the FDIC, FSLIC, or other agency of the United States Government. The balances of any financial accounts shall not exceed the federally insured limit. The accounts shall also have on-line access which can be accessed by both the President and Treasurer of this organization. Bank statements should be reconciled within 30 days of the date of the statement to ensure that possible inaccurate transactions are identified and communicated to the financial institution for correction.

Section 10.5 This organization shall maintain all funds in such account or accounts as determined by the Board and in compliance with the requirements of the NEISD for the handling of funds for an organization of this nature. This includes compliance with the Booster Club Guidelines established by the NEISD, as amended.

Section 10.6 Consistent with State and Federal requirements applicable to tax exempt, non-profit organizations all records of this organization, including but not limited to the minutes,

financial records and reports, and Form 990's filed with the Internal Revenue Service shall be available for inspection by all members of this organization as well as members of the general public upon request.

Section 10.7 The out-going (non-returning) treasurer of this organization shall turn over all records of this organization to the President so that it can be forwarded to the new treasurer by June 1<sup>st</sup> of each year. Additionally, all bank signature cards shall be updated to remove any outgoing officer who is authorized signatories on this organization's accounts by June 1<sup>st</sup> of each year.

Section 10.8 Government Accounting Standards Board (GASB), Statement No. 39, requires the NEISD to obtain and review financial performance information of supporting organizations to determine whether these organizations should be considered a component unit. To this end, this organization is required to submit to Internal Audit Department of the NEISD end of year statements (including balance sheet and income statement).

Section 10.9 This organization's membership should be provided with a financial statement and bank reconciliation at each General Meeting. The financial statement should provide a comparison of budgeted versus actual expenditures and receipts. All financial records of this organization should be made available for review upon request.

## **Article XI Amendment of Bylaws**

Section 11.1 Amendments to these bylaws may be introduced in writing at any Board or General Membership meeting, but may not be acted upon at the meeting at which the proposed amendment is introduced. If the proposed amendment is introduced at a General Membership meeting, it shall be presented in writing to the Board for its consideration and recommendation prior to submission to the General Membership.

Section 11.2 All proposed amendments to these bylaws shall be submitted to the General Membership one General Membership meeting in advance of the General Meeting at which they are to be acted upon. The proposed amendment shall then be published at large to the voting members of this organization by the Secretary, or at its direction, and conspicuous notice is given that a vote will be taken on the proposed amendment no later than 20 days prior to the General Membership meeting at which the amendment is to be voted upon.

Section 11.3 Any amendment to these bylaws must be passed by a two-thirds (2/3) vote of the members attending the General Membership meeting after due notice of a proposed amendment was given as required by these bylaws.

## **Article XII Dissolution**

Section 12.1 Upon Dissolution of this Non-Profit Corporation, consistent with the purposes for which this organization was formed, after all liabilities and obligations of the

Corporation in the process of winding up are paid, satisfied and discharged, the property of the Corporation shall be applied and distributed in accordance with Section 22.304, Texas Business Organizations Code, as follows: All the assets of this corporation, in excess of liabilities, shall be transferred and distributed under a distribution plan adopted by this corporation, as provided in Section 22.305, Texas Business Organizations Code, to the James Madison FFA Chapter; and if that is not possible then all asset of this organization, in excess of liabilities, shall be distributed to the James Madison High School administration with specific instruction to disburse the assets for the exclusive use and benefit of the Northeast Independent School District Agriscience Magnet Program (AMP); and if that is not possible then all assets of this organization, in excess of liabilities, shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or described by Section 170(c)(1) or (2), Internal Revenue Code, or corresponding section of any future United States Internal Revenue Law, as the Board shall determine, and any assets not so transferred shall be disposed of by a district court of the State of Texas having competent jurisdiction, to such organization or organizations qualified as exempt under the United States Revenue Law in a manner as said court shall determine best accomplishes the general purposes for which this corporation was organized.

These Amended By-Laws APPROVED AND ADOPTED this \_\_\_\_\_ day of \_\_\_\_\_, 2014

By: \_\_\_\_\_  
President

By: \_\_\_\_\_  
Secretary