

BY-LAWS of UNION MINE HIGH SCHOOL FFA BOOSTERS

Article I: The Organization

1:1 Name: The name of this organization shall be Union Mine High School FFA Boosters, a California Non-Profit Corporation, hereafter referred to in these By-Laws as “Union Mine FFA Boosters”.

1:2 Purpose: This Organization is organized exclusively for charitable, educational and/or scientific purposes under section 501c3 of the Internal Revenue Service Code. In all its endeavors, this organization shall adhere to the provisions of the State of California Non-Profit Public Benefits Corporation Codes section 5110, et. Seq.

1:3 Objectives: The objectives of this Organization shall be to support the FFA Chapter of Union Mine High School, by raising funds to provide student scholarships, travel expenses, lodging expenses, registration fees for all FFA related activities, and to support activities to benefit Union Mine FFA and the community.

Article II: Membership

2:1 Members: This non-profit public benefit corporation shall have members who possess rights further described in these By-Laws.

2:2 Classes of Membership: There shall be four (4) classes of membership for this corporation. Members shall be in good standing after receipt of their annual membership dues, which shall be set by the Executive Committee each year. Annual membership dues are payable from July through April of each school year. Membership dues are payable throughout the school year and fees will be applied to the current school year.

2:3 Family Membership: Shall be persons eighteen (18) years of age or older, that currently have an immediate family member enrolled in the Union Mine High School FFA program, and have paid the required membership dues of the current school year. Currently enrolled is defined herein as the current Union Mine High School year. If a family is experiencing a financial hardship a communication can be brought to the Ag Advisors requesting a membership fee waiver.

2:4 Alumni Membership: Shall be persons eighteen (18) years of age or older, who have been past FFA members, and who have participated in the National FFA program for at least one (1) year, and who have paid their annual membership dues for the current school year.

2:5 Local Business Membership: Shall be persons who own or operate a local business, a local business being defined herein as a business, corporation, or institution within El Dorado County California, and who have paid their annual membership dues as of the current school year.

2:6 Community Membership: Shall be persons eighteen (18) years or older that reside in El Dorado County California, and who has paid his or her dues for the current school year.

Article III: Membership Meetings

3:1 Membership Meetings: Monthly meetings shall be held of the Union Mine High School FFA Boosters at such time and location determined by the Executive Committee, in order to conduct business of the corporation. All members will be notified of such meetings via public notification. Meetings shall be governed by Roberts' Rules of Order as such rules may be revised from time to time, insofar as such rules are not inconsistent with or in conflict with these By-Laws, with the Articles of Incorporation of this corporation, or with provisions of law.

3:2 A Quorum: A quorum at any Union Mine High School FFA Boosters meeting shall consist of four (4) Executive Committee members and three (3) general members, for a total of 7 present.

3:3 Annual Meeting: There shall be an annual Union Mine High School FFA Boosters meeting held in the month of May each year. At the annual meeting, the members authorized to vote shall elect the Executive Committee Officers. The members shall further establish the strategy and objectives of this organization.

3:4 Special Meeting of the Meeting: Special meetings may be called by the President of the Executive Committee or by not less than two (2) Executive Committee Members currently serving on the Executive Committee. Notice of such special meeting shall be communicated (as the term is defined herein) to each member of membership and shall identify the time, place and purpose of the meeting. Only matters identified on the notice of special meeting may be discussed and voted upon at the special meeting.

3:5 Location of Meetings: Meetings of the Union Mine High School FFA Boosters may be held at any location within El Dorado County California, taking into consideration the ability of members to travel to such location.

Article IV: Voting Priviledges

4:1 Voting: Voting privileges will be extended to the following:

4:2 All Members: Family Members, Alumni Members, Local Business Members, and Community Members shall each have a vote of one (1) at any meeting. However, before a member exercises his/her franchise to vote, he/she must be a member in good standing with the organization and have been a member for a minimum of 30 days prior to voting.

4:3 Members and Executive Committee Nominees: Members and Executive Committee Nominees must be present at the time and location of election.

Article V: The Executive Committee

5:1 The Executive Committee: The Executive Committee shall govern this corporation, shall set policy, admit members, shall set spending limits, shall organize fundraising and venues, and shall oversee scholarship disbursements of this organization.

The privilege of holding office shall be limited to members of this corporation whose dues are paid and current and who have been members of the Union Mine High School FFA Boosters for a minimum of 30 days and in good standing.

5:2 Composition of the Executive Committee: The Executive Committee shall consist of the President, Vice-President, Secretary, Treasurer, and three (3) Directors. There shall be a voting body of seven (7) voting members of the Executive Committee. The non-voting members of the Executive Committee shall be the current Union Mine High School AG / FFA instructors. No person may hold more than one office per term.

5:3 Election of Executive Committee Officers: The nomination and election of officers shall take place at the Annual Meeting in May. Newly elected officers shall take office effective July 1st each year. Nominees must be in good standing with this organization. Nominees must be a current parent/guardian of a child/children enrolled in the Union Mine High School FFA program.

If a tie breaker is needed the presiding President will have the tie breaking vote unless the presiding President is running for said position then the tie breaking vote will move down the Executive Committee line (ie: VP, Secretary, Treasurer)

Executive Committee Elections will operate on an Optional Sliding Slate.

5:4 Terms of Office: All Executive Committee Officers shall serve a term of one (1) year. A one (1) year term is July 1 through June 30. No officer shall hold more than one elected or appointed office at one time.

5:5 Dismissal for Misconduct or Excessive Absences: Active participation and regular attendance at Union Mine High School FFA Booster meetings is expected. Should any officer miss two (2) or more meetings without excuse, the officer may be removed by a majority vote of the members present at a booster meeting. An officer may be removed by a majority vote of the members present at any booster meeting for misconduct or unsatisfactory performance.

5:6 Vacancy or Vacancies of the Executive Committee: Any vacancies deemed to exist in the case of death, resignation, or removal of any Executive Committee Officer, for cause, will be filled by

nomination and election by the membership at large with a majority vote at any meeting.

Article VI: Powers of the Executive Committee

6:1 Powers of the Executive Committee: The Executive Committee shall conduct, manage, and control the affairs and business of the organization. They shall make such rules and regulations not inconsistent with the Articles of Incorporation and these By-Laws, and possess all powers granted to corporate directors by section 300 of the California Corporations Code or any other later amendments to such statute.

6:2 Additional Powers: The Executive Committee may, in its absolute discretion, change the principal office for the transaction of business of this corporation from one location to another within El Dorado County California. The Executive Committee shall have the power to make emergency decisions and approve expenditures when meetings or the membership are not possible.

6:3 Right to Admit or Deny Membership: The Executive Committee shall possess the absolute and unfettered authority to admit or deny membership to any person as provided herein above.

Article VII: Duties of Officers of the Executive Committee

7:1 Duties of Officers: All Officers are subordinate and responsible to the membership.

7:2 Duties of the President: The President shall be Chief Executive Officer of this corporation and shall be subject to control of the Executive Committee and the Membership. The President shall supervise, direct, and control the business of the corporation. Shall chair the Union Mine High School FFA Booster meetings and shall be an ex-officio member of all committees. The President shall have the general powers, duties, and responsibilities usually vested in the office of the President and shall have other powers and duties as prescribed by the Executive Committee or the By-Laws and approved by the Membership.

7:3 Duties of the Vice-President: In the absence, disability, or refusal to act of the President, the Vice-President shall perform all the duties of the President and when so acting shall have the powers of and be subject to the restrictions normally upon the President. The Vice-President shall perform other duties as prescribed by the Executive Committee or the By-Laws and approved by Membership.

7:4 Duties of the Secretary: The Secretary shall keep or cause to be kept the Minutes of all meetings, with time and place held, whether regular or special, how authorized and notice thereof given, the name of those present and absent, if a quorum is present, the number of those present at meetings and proceedings there from. The Secretary shall keep a membership book or roster containing names, addresses, phone numbers and emails of all members. The Secretary shall give or cause to be given notice of all members to the Executive Committee required by these By-Laws. Shall keep the Seal of the Corporation in safe custody, and shall have other duties as may be prescribed by the Executive Committee or these By-Laws and approved by the Membership. In case of the Secretary's absence, inability, refusal, or neglect of his/her duties, such duties may be assigned to any Executive Committee member or to the President of the Executive Committee.

7:5 Duties of the Treasurer: The Treasurer shall keep and maintain or cause to be maintained, correct books of account showing all monies received by the corporation to include all donations and assessments, if any and all disbursements and expenditures paid there from. The Treasurer shall deposit money and all other valuables in the name of, and to the credit of this corporation with such depositories as may be designated by the Executive Committee. The Treasurer shall prepare a monthly report to the financial condition of the organization and tender such report to the Membership at monthly meetings. The Treasurer shall cause the books and records of the organization to be compiled by a Certified Public Accountant prior to the first meeting of the Union Mine High School FFA Boosters in July, and submit the report received from such Accountant to the Membership at the meeting. The books shall be open to the membership at all times. Authority to sign checks shall be vested in any officer of the 4 Executive Committee. The Treasurer shall perform other duties as prescribed by the Executive Committee or these By-Laws and approved by Membership.

7:7 Duties of the Directors #1, #2 and #3: The Directors shall oversee the annual membership drive. Shall be responsible for all membership applications, shall be responsible for reviewing for the Executive Committee approval of all membership applications. Additional duties of the Director positions will be given as needed to support the Union Mine High School FFA Boosters Executive Board and shall perform other duties as prescribed by the Executive Committee or these By-Laws and approved by Membership.

Article VIII: Standing Committees

8:1 Definitions: A standing committee shall be herein defined as a committee that is reoccurring every year. A committee shall be comprised of a Committee Chairperson and at least one other member. Other committees may be appointed as necessary by the Executive Committee at any time. There shall be two (2) Standing Committees of this corporation.

8:2 Finance Committee: The Finance Committee will meet as needed and will produce a budget for approval by the Membership, shall provide recommendations to the Membership of expenditures required in order to attain this organizations objectives. The Finance Committee shall be comprised of the Treasurer, Director #1, all current Union Mine High School AG / FFA Instructors and two (2) current Union Mine FFA Booster members.

8:3 Scholarship Committee: The Scholarship Committee will be comprised of five (5) persons; the Scholarship Chairperson, two (2) Union Mine High School FFA Booster Members and two (2) community members that are not Union Mine High School FFA Booster Members. The Scholarship Committee members shall NOT be comprised of any family member of any eligible scholarship applicant. Nomination and election of the Scholarship Committee Members shall be taken at the regular monthly meeting by November each year. If no nomination of community members comes from the floor of the monthly meeting, the Scholarship Chairperson and two (2) Union Mine FFA Booster Members will be jointly responsible for nominating the two community members who will assist with the actual interview process, and the membership will vote on the community members. The Scholarship Committee will meet as needed to prepare for the scholarship interviews, select the scholarship recipients

and amounts of awards keeping within the scholarship budget. The Scholarship Committee will follow the established guidelines set forth by the Union Mine High School FFA Boosters. Should changes be proposed the committee shall bring the proposed changes before the membership at a special meeting for approval.

Article IX: General Provisions

9:1 Protection of Non-Profit Status: No part of the assets or income of this non-profit organization shall inure to the benefit of, or be distributable to its members, except that the organization shall be authorized and empowered to pay reasonable compensation for certain services rendered by Members after the contract for such services has been approved by a majority vote of the Executive Committee with the interested party abstaining from voting. All compensation must have been approved prior to services and any or all receipts must be presented prior to reimbursement.

9:2 No Political Activity: This organization shall not engage, participate, or intervene (including publishing or distribution of statements) any political campaign or on behalf of any candidate for public office. This organization may assist in supporting measures intended to advance the health and education of children, the protection of animals, and the environment.

9:3 The organization shall not carry on any activity not permitted to be carried on: (a) by an organization exempt from federal income tax under Section 501-c(3) of the Internal Revenue Code, or (b) by an organization contributions which are deductible under Section 170-c(2) of the Internal Revenue Code and Taxation Code of the State of California.

9:4 Roberts Rules of Order: All meetings of this organization shall be conducted in strict accordance with the most recent edition of Roberts Rules of Order and those sections of the California Corporations Code applicable to California non-profit public benefit corporations.

9:5 Notices: Notices of all meetings required to be given in accordance with the provisions of these By-Laws, may be given by public notification. Any notice shall be deemed given for the purpose of compliance with the notice of requirements specified herein upon public posting and notification.

Article X: Amendments to By-Laws

10:1 Amendments: These By-Laws may be amended at any meeting of the Members called for that purpose by a majority vote of the votes cast at that meeting, a quorum being present. The notice of such meeting to amend the By-Laws shall be given at least seven (7) days in advance of the meeting and shall include a copy of the proposed amendment or deletion. A By-Laws Committee may be appointed by the Executive Committee for the purpose of reviewing these By-Laws for compliance with current law and for possible revision. The By-Laws Committee shall report to the Executive Committee on a periodic basis.

Article XI: Dissolution of Organization

11:1 Dissolution: This corporation may be dissolved in accordance with California law upon vote of two-thirds ($\frac{2}{3}$) of the total voting power of the Membership. Upon dissolution of this organization, any

assets remaining after payment of the debts and obligations of this organization shall be distributed upon majority vote of the Executive Committee to one (1) or more non-profit organizations exempt from taxation pursuant to Section 501c of the Internal Revenue and Taxation Code.

WITNESS That these By-Laws of the Union Mine High School FFA Boosters are adopted this 7th day of March, 2022, at a meeting of the Members, notice having been given, upon a majority vote of all votes cast for or against such approval with quorum having been established at the commencement of the meeting of Members.

President Vice-President

Secretary Treasurer

Director #1

Director #2

Director #3