

**STAR CENTER GYMNASTICS BOOSTER CLUB, INC.  
BYLAWS**

**Austin, TEXAS**

**ARTICLE I**

**Name**

The name of the Organization shall be Star Center Gymnastics Booster Club, Inc., and its principal place of business shall be the city of Austin, Travis County, Texas.

**ARTICLE II**

**Purpose**

The purpose of the organization shall be to promote gymnastics by supporting and developing amateur athletes for national or international competition. The organization shall encourage participation in competitive gymnastics and will support competing in USA Gymnastics sponsored meets at the local, state, regional, national and international level. Star Center Gymnastics Booster Club, Inc. (SCGBC hereafter) admits persons of any race, color, national and ethnic origin to all the rights, privileges, programs and activities generally accorded or made available to all members of the organization. SCGBC, Inc. will not discriminate on the basis of race, color, national or ethnic origin in administration of any of its policies. The organization may make distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1954, *as amended*. It shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under section 501(c)(3) or by a corporation, contributions to which are deductible under section 170(c)2 of the Internal Revenue Code.

**ARTICLE III**

**Program**

- Section I: The Organization shall aid and assist in hosting not less than one competitive meet held by Star Center Gymnastics in each competitive year, but may aid and assist in hosting more than one meet, provided that, in the judgment of the Board of Directors, and, it is expedient to do so. The Head Coach or Team Director of Star Center Gymnastics Men's Team shall fix the time and place of the meet. In the event that extraordinary circumstances prevent the holding of any meet within any calendar year, then at the discretion of the Board Chairman, the meet may be cancelled. A percentage of the net profits from any competitive meet in which the Organization assists shall be paid to the Organization upon approval of the Head Coach. The percentage paid to the Organization will be set by the Board Chairman in consultation with the President, Vice President, and Treasurer of the Organization on an annual basis, not less than ninety (90) days prior to the first competitive meet to be hosted.
- Section II: The Organization shall conduct not less than one fundraising activity in each competitive year, but may conduct more than one fundraising activity, provided that, in the judgment of the Board of Directors, it is expedient to do so. The Board of Directors, shall fix the time, place and nature of the activity. Net profits from the fundraiser shall belong solely to the Organization for use in accordance with the by-laws and under section 501(c)(3) of the Internal Revenue Code of 1954, *as amended*.

**ARTICLE IV**

**Membership**

Section I: Membership. Any person interested in the development and promotion of men’s gymnastics may become a member of this Organization upon the acceptance and approval thereof by the Board of Directors of the Organization. The Board of Directors shall fix the conditions of membership and the classification of membership. Membership in the Organization shall be termed for one year, from June 1 to May 31.

Section II: Membership Fees and Annual Dues. The Board of Directors, , may determine from time to time the amount of the Membership Fee if any, payable to the Organization by members of the Organization, and the date upon which such fees are due.

## ARTICLE V

### **Membership Meetings**

Section I: Meeting. The annual meeting of the membership shall be held in September of each year, unless such date shall be a legal holiday, or unless such meeting be postponed for cause by majority vote of the Board of Directors. The Board of Directors may call special meetings at any time upon the giving of at least seven (7) days and no more than fifty (50) days notice to the members.

Section II: Voting. Each parent of Level 4 through 10 gymnast shall each be entitled to one (1) vote, which shall be exercised and cast in accordance with the provisions of these bylaws. Each Elite gymnast shall be entitled to one (1) vote, which shall be exercised and cast in accordance with the provisions of these bylaws.

Section III: Transfer. Membership is not transferable and any attempt to make a prohibited transfer not complying with these bylaws shall be cause for loss of voting privileges.

Section IV: Suspension. A member’s voting rights shall be automatically suspended should any member become 30 days delinquent in payment of fees or other receivables. The suspension shall remain in effect, until such time as the delinquency, including applicable late fees and accrued interest, if any, is brought current.

Section V: Proxies. Each member entitled to vote may do so either in person or by submission of a properly signed and executed proxy submitted to the Nominating Committee chairperson prior to the commencement of the meeting at which the proxy is to be exercised. Every proxy shall be revocable by the person granting it by announcing its revocation to the Secretary of the meeting at which it would otherwise be exercised prior to the introduction of proxies by the Nominating Committee Chairperson.

## ARTICLE VI

### **Board of Directors**

Section I - Number: The Board of Directors shall consist of a maximum of nine (9) active voting Directors and the Chairman of the Board (non-voting). The Board of Directors shall consist of the President, Vice-President, Secretary, Treasurer, Vice-Treasurer and four (4) at-large members. The Board of Directors can be increased at any time from the ten (10) members with consent of the majority of the Board of Directors. No person employed in any capacity by Star Center Gymnastics, Cheer and Dance may hold a voting position on the Board of Directors. No person who holds a position on any other Organization’s Board of Directors associated with Star Center Gymnastics (Women’s, Cheer, Booster Club) may hold a position on the Organization’s Board of Directors. Individuals or organizations contributing \$10,000 or more to the Organization in any fiscal year shall each be granted an additional voting position on the Board of Directors. In the event of a vacancy or addition of a Director’s position, there may be a special meeting called to elect an additional Director so that there will continue to be an odd number of Directors. In the event that an even number of Directors is serving on the Board of Directors in any given period, the

President's vote shall count as two (2) votes. The Head Coach or Team Director shall serve as Chairman of the Board in a non-voting capacity.

Section II Indemnification: The organization shall indemnify any present or former Director, officer of the organization, or any other properly appointed/elected committee member, against all expenses or costs actually and necessarily incurred in connection with the defense of any action, suit or proceeding to which he or she is made a party by reason of being or having been a Director, Officer or committee member. The indemnification herein provided shall also cover expenditures incurred in good faith in anticipation of or in preparation for threatened or proposed litigation. It shall also cover good faith settlement of any action, suit or proceeding, whether formally instituted or not, so long as such settlement is approved by the Board of Directors. No indemnification shall be authorized for anyone adjudicated to be liable for gross negligence or misconduct in the performance of his or her organizational duties. The indemnification herein provided shall not be deemed exclusive or any other rights to which any Director or officer may be otherwise entitled under any bylaw, agreement, vote of members otherwise.

Section III - Vacancies: If the office of any Director becomes vacant for any reason, the President must choose a successor within 30 days, who shall hold office for the unexpired term to which such vacancy occurred. A board member may only be removed for cause as determined by a majority vote of the Board of Directors.

Section IV - Powers: The Board of Directors shall control and manage the affairs and the funds of the organization. The Board may not make an assessment upon the members without their consent expressed by majority vote (as outlined in Article V) at any annual or special meeting of members. The Board may from time to time adopt such rules and regulations respecting the management of the affairs of such Organization, as shall be best suited in the judgment of the Board of Directors, for accomplishing the purpose of the Organization.

Section V - Meetings: The Board of Directors shall meet when called by the President and notice of such meeting shall be given at least seven (7) days in advance of the called date. The meetings may be held at any time or place designated in the call, and four (4) members of the Board shall constitute a quorum.

Section VI - Officers:

Officers of the Organization shall be:

Chairman of the Board (Head Coach or Team Director, non-voting )  
President  
Vice-President  
Secretary  
Treasurer  
Vice-Treasurer

Section VII- At-large Board Members:

The four (4) at-large members of the Board of Directors shall each represent particular Levels of competition (Level 4, 5, 6, 7-10) as defined by USA Gymnastics and as determined by the board.

Each at-large board member shall be elected for a one (1) - year term only.

Section VIII- Terms: Each officer shall be elected for a two (2) year term (unless they shall sooner resign or be removed), to expire as follows:

President shall expire in even numbered years;  
Vice-President shall expire in odd numbered years;  
Secretary shall expire in even numbered years;  
Treasurer shall expire in odd numbered years;  
Vice-Treasurer shall expire in even numbered years;

#### **ARTICLE VII**

#### **Nomination and Election Process**

- Section I- Nominations: The Nominating Committee Chairperson shall timely determine nominations for each position on the Board of Directors to be elected in a particular year. The manner of soliciting and determining nominations shall be established by the Board of Directors. Only members in good standing may be nominated for a position on the Board of Directors. Husband and wife members of the Organization shall each be eligible for nomination to the Board of Directors, but both shall not be elected to or serve on the Board at the same time.
- Section II- Elections: Board positions expiring in the year in which an Annual Meeting is held shall be filled by election by the general membership at the Annual Meeting. Voting will be by closed ballot. A person will be elected when that person receives a majority of votes cast by members present who are eligible to vote and official proxies properly received in accordance with these bylaws. Officers and at-large board members will begin to serve on the date of their election to office.

#### **ARTICLE VIII**

#### **Duties of Officers**

**All officers will comply with all by;laws in the conduct of club business.**  
**All officers will make every effort to attend all team meetings**

Chairman of The Board ():

1. Attend meetings of the Board of Directors.
2. Advise the Board of Directors to comply with additional developments of USA Gymnastics and the best interests of the team as a whole.
3. Present a tentative competition schedule and proposed coaches' expense budget to the Board of Directors in June of each year

President:

1. Conduct meetings of the membership and of the Board as well as other special meetings as needed.
2. Schedule meetings. Coordinate logistics with Star Center staff.
3. Ensure plans developed by the Board and the membership are executed in a timely and effective manner.
4. Ensure SCGBC is in compliance with the by-laws and any other documented policies or procedures of SCGBC.
5. In consultation with the Board Chairman, spearhead the planning process for the annual Star Center meet. Ensure the execution of duties by the various committee chairpersons.
6. Execute contracts on behalf of the membership.
7. Work with Treasurer and Board Chairman to develop, before the start of each season, a comprehensive estimate of the year's income and expenditures.
8. Work with the Treasurer and Board Chairman to budget the revenues and expenditures for the Star Center Invitational competition.
9. Represent SCGBC as required.
10. Sign checks as necessary.

Vice President:

1. Act as President during periods of absence by the elected President in accordance with the club by-laws.
2. Assist President in all club matters, including the conduct of Board meetings and other events as required.

3. Promote effective communication to the club membership as a whole.
4. Act as Board liaison with coaching staff.
5. Other duties as directed by Board.
7. Coordinate fundraising activities.
8. Assemble 2 person audit committee of non-board members to review SCGBC accounts and prepare a report for the Annual Meeting in September of each year.

Secretary:

1. Attend all SCGBC Parents and Board Meetings.
2. Take Minutes of each Parents Meeting and each Board Meeting and communicate them to the membership.
3. Keep a current record of all SCGBC families' names, phone numbers, addresses and email addresses. Organize the information into an email list to allow rapid communication of important information to all families.
4. Send out communication correspondence to membership.

Treasurer:

1. Attend all SCGBC Parents and Board Meetings.
2. Keep an account for each gymnast/parent of all payments and expenditures.
3. Write all checks as deemed necessary by the board.
  - a. Pay coaches for meets (Hotel, per diem, mileage, etc) and keep a copy of all receipts and payouts.
  - b. In consultation with, and the approval of the Board Chairman, receive and record all revenue and pay all expenses for the Star Center Invitational and other hosted events.
  - c. In consultation with, and the approval of the Board Chairman, compute and pay out all profits from competitive meets according to the percentages set by the Head Coach
  - c. Keep a binder listing all expenses and reconcile to bank account monthly.
  - d. Keep copies of all invoices with checks attached after they come back from the bank.
  - e. Pay for all meet entry fees after money is received from parents for each gymnast. Keep log book of same.
  - f. Make payments to the state for various fees.
  - g. Make payments to IRS if needed.
4. Make all deposits.
  - a. Copy all checks to be deposited.
  - b. Copy all deposit slips.
  - c. Compare deposits to bank statement.
  - d. Keep a record of total deposits and account balance.
5. Complete IRS tax form annually to maintain non-profit status.
6. Order checks as needed from the bank.
7. Reconcile the account versus the bank statement monthly.
8. Give a financial report to the board and at parents' meetings.
9. Work with President and Board Chairman to develop, before the start of each season, a comprehensive estimate of the year's income and expenditures.
10. Work with the President and Board Chairman to set the budget the revenues and expenditures for the Star Center competition.

Asst. Treasurer:

1. Act as Treasurer during periods of absence by the elected Treasurer in accordance with the club by-laws.
2. Assist as needed in all duties of the Treasurer
3. Promote effective communication to the club membership as a whole.
4. Other duties as directed by Board.

At-Large Board Members:

1. Serve as a liaison between board and team members and families.
3. Conduct an orientation session with parents of all new gymnasts who join the team, including new Level 4 gymnasts and gymnasts joining the team from outside the program. At this session informational materials, procedures and policies will be reviewed and explained.

## **ARTICLE IX**

### **Contracts/Compensation**

No officer or member of the Board of Directors shall enter into any contract with the Organization in which the interest of such individual and that of the organization may conflict, unless such contract be approved by vote of at least two thirds (2/3) of the members of the Board of Directors present at any meeting at which a quorum is present. No officer or member of the organization shall draw any salary or receive any compensation from the Organization by reason of services rendered as an officer or member of the Organization.

## **ARTICLE X**

### **Parliamentary Procedure**

The meetings of the Organization shall be conducted according to accepted parliamentary procedure as set out in Roberts Rules of Order. The President shall preside at all meetings of the membership, or in his/her absence, the Vice-President shall preside. In the event none of the foregoing officers are present, any action taken at any meeting presided over by a member designated by the membership present, shall be as fully valid as if presided over by any of the foregoing officers.

## **ARTICLE XI**

### **Committees**

The President shall appoint all committees and a chairperson to head each committee. The President of the organization shall be an ex-officio member of all committees. The President shall appoint the committees after assuming office. Committees shall serve until the next annual meeting. Any vacancy occurring in a committee shall be filled by the committee chairperson, or in the case of a vacancy in the committee chair, by the President. The committees shall report to the President. All committee persons, excluding the Head Coach, must be members in good standing of the Organization.

A Nominating Committee will serve to nominate eligible members for election to the Board of Directors as officers and members-at-large in accordance with these bylaws. The Nominating Committee shall consist of a Chairperson, Chairman of the Board, the President, and two (2) SCGBC Members. The total number of the members of the committee may be changed by the Board of Directors, but must be an odd number. The nominating committee will solicit and determine a slate of up to two (2) nominees for each Board position up for election in a given year and present them for election by the membership at the annual meeting. Nominations from the floor at the annual meeting will be allowed only for positions with only one (1) nominee presented by the Nominating Committee. Nominations from the floor must be "seconded" by a member in good standing at the annual meeting at which the nomination is made.

A Meet Committee will be formed and chaired by the Meet Coordinator, appointed by Board Chairman of the Gymnastics Team. The Meet Committee Chairperson will report directly to the President of the Organization. The Chair will be responsible for directing and overseeing the success of the Star Center Invitational Meet. The Chair will organize appropriate meet committees early in the year.

Because the meet location may vary based on the best value to the Organization, committees required for organizing and establishing a meet will also vary. The Head Coach will determine committee needs as meet locations and other specific criteria develop.

## **ARTICLE XII**

### **Changes and Amendments**

These bylaws may be altered, changed, added to, or amended at any regular or special meeting of the Board of Directors, provided that seven (7) days' notice shall have been given of the intention to so alter. Said alterations, changes, additions, or amendments shall be passed by the vote of a majority of the Board of Directors. A quorum of all Directors must vote for any proposed changes in the bylaws.

## **ARTICLE XIII**

### **The Fiscal Year**

The fiscal year of this Organization shall commence on September 1 and end on August 31 of each year.

## **ARTICLE XIV**

### **Organization Funds**

The funds of the organization shall come from training fees, expense reimbursements, interest, contributions, and fund raising activities. The training fees, interest, contributions, and expense reimbursements shall be used, if required, for the normal monthly operating expenses of the Organization in accordance with the annual budget.

## **ARTICLE XV**

### **Entropy**

In the event that SCGBC, Inc. ceases to act within the confines of these bylaws and eventually ceases to exist, the assets contained within the organization be they however small may be directed or donated to another non-profit organization. It is the President's obligation to the members of the organization to enforce this direction.