

SJU Wrestling Booster Club

MISSION STATEMENT AND BYLAWS

MISSION STATEMENT

To “rebuild the SJU Wrestling Tradition,” while ensuring long-term success for SJU Wrestling. Our goals are to re-unite and engage SJU Wrestling alumni and friends to:

- Create an endowment fund that ensures the program has long-term financial support
- Assist in the effort to recruit the best athletes for the program
- Improve the communication channels and interaction between alumni and current wrestlers

ARTICLE I: LEGAL ADDRESS

The principal office and address of the SJU Wrestling Booster Club shall be:

350 4th Ave. NE, Waite Park, MN 56387

ARTICLE II: MEMBERSHIP

Section I. QUALIFICATIONS A friend of SJU wrestling.

Section II. DUES Members shall pay yearly membership dues in the amount set by the membership at an Annual Meeting.

ARTICLE III: ANNUAL MEETING

Section I. DATE, PLACE, PURPOSE The Annual Meeting of the Club shall be held in January of each year, or other such time and place as may be designated by the officers, for the purpose of electing Directors, receiving the annual report and the transaction of such other business. The duly appointed Secretary/and or Treasurer shall publish notice of such meeting in the Newsletter and/or notice, to each member, at least thirty (30) days before the meeting.

Section II. REPORTS, ACTIONS, MINUTES At the Annual Meeting of the Club, the Directors shall report on the activities of the Club during the past year. This report shall be filed in the records of the Club in the minutes of the proceedings of the Annual Meeting.

Section III. SPECIAL MEETINGS Special meetings of the Club may be called by the Board or by petition of any ten (10) members of the Club with at least thirty (30) days written notice to be given to each member by the Board as to date, location and purpose(s) of the meeting.

Section IV. QUORUM Ten (10) paid members of the Club, present in person or by proxy, shall constitute a quorum.

Section V. VOTING At every meeting of the Club each member is entitled to one vote. All votes may be cast in person or by proxy.

Section VI. PROXY VOTING A member may assign his/her voting rights to another member for a proxy vote providing the proxy is in writing and signed by the member granting the proxy. A proxy shall be granted for only a specific meeting of the Club.

Section VII. PRESIDING OFFICER At all meetings of the Club, the President (Chair) or one of the members of the Board of Directors shall preside, if present. If none of them are present, any other member present at the meeting may be designated to preside by prior direction of the President/Chair and/or the Board of Directors.

ARTICLE IV: BOARD OF DIRECTORS

Section I. POWERS AND COMPOSITION The business affairs of the Club shall be managed by a Board of Directors and shall be empowered to make individual expenditures up to one thousand dollars (\$1000.00) without action of the membership. The Board of Directors shall be composed of Nine (9) Directors in number; all of whom shall be members of the Club. The Board of Directors shall exercise all powers of the Club. Three (3) such directors shall be 1 - year directors, and three (3) directors shall be 2 - year directors, and the remaining three (3) shall be 3 - year directors.

Section II. LENGTH OF DIRECTORS TERMS Of the nine (9) members of the Board of Directors who are elected by the Membership, there will be three groups of three members. Each year one of the groups of three will retire and a new group of three will be elected to serve. After each year of service the three 3 - year members will move to the 2 - year positions. The 2 - year members will move to the 1 - year positions. The 1 - year members will retire and three new members will be elected to the 3 - year positions.

Section IIA. NOMINATIONS AND VOTING A Nominations Subcommittee shall be appointed by the Board of Directors to solicit candidates for the Board of Directors through publication in the Newsletter, at the meetings and personal contacts. At the Annual Meeting the Nominating Committee will present a slate of candidates for approval by the General Membership.

Section II. RESIGNATIONS Any member of the Board of Directors may resign there from by resignation in writing, lodged with the duly appointed Secretary and/or Treasurer of the Association.

Section III. REMOVAL Any member of the Board of Directors may be removed from his/her position because of failure to perform his/her duties as such member. Such a removal shall be made and approved by two-thirds (2/3) of the members of the Club voting at a special meeting duly called for that purpose.

Section V. VACANCIES Vacancies on the Board of Directors, however arising, may be filled for an unexpired portion of a term by majority vote of the Directors present and constituting a quorum at any regular meeting or at a special meeting duly called for that purpose.

Section VI. STANDING COMMITTEES Standing Committees shall be appointed by the Board of Directors. These may include, but are not limited to:

- A. Fund Raising
- B. Communications
- C. Membership
- D. Recruiting
- E. Social Events

Section VIA. SUBCOMMITTEES Subcommittees shall be established and appointed by the Board of Directors as needed to carry out the business and programs of the Club.

ARTICLE V: OFFICERS OF THE BOARD OF DIRECTORS

Section I. OFFICERS The officers of the corporation of the Club shall be a Chair, a Secretary, and a Treasurer. The Chair shall also serve as President of the Club. The offices of Secretary and Treasurer may be combined. The same person may hold any two offices. Officers need not be Directors.

Section II. ELECTION AND TERM OF OFFICE The officers of the Club shall be elected by the Board of Directors, and shall be elected annually by the Board of Directors at the regular meeting of the Board of Directors, held immediately following each annual meeting of the members of the Club. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Each officer shall hold office, until his/her successor shall have been duly elected and shall have qualified, or until his/her death, or until he/she shall resign, or shall have been removed in the manner hereinafter provided.

Section III. REMOVAL Any officer or agent elected or appointed by the Board of Directors may be removed by a majority vote of the Board of Directors, whenever in its judgment, the best interest of the Club would be served thereby.

Section IV. VACANCIES A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Section V. CHAIR The Chair shall be the Chief Executive Officer of the legal corporation of the Club and subject to the control of the Board of Directors. The Chair shall also serve as the President of the Club and shall in general supervise and control all of the business and affairs of the Club. He/she shall have authority, subject to such rules as may be prescribed by the Board of Directors, to appoint such agents and employees of the Association as he/she shall deem necessary, to prescribe their powers, duties and compensation, and to delegate authority to them. He/she shall have authority to sign, execute, and acknowledge, on behalf of the Club, all reports, and other documents or instruments necessary or proper to be executed in the course of the Club's regular business, or which shall be authorized by resolution of the Board of Directors; and, except as otherwise provided by law or the Board of Directors, he/she may authorize any other officer or agent of the Club to sign, execute and acknowledge such documents or instruments in his/her place and stead. In general he/she shall perform all duties incident to the office of Chair and President and such other duties as may be prescribed by the Board of Directors from time to time.

Section VI. SECRETARY The Secretary shall: (a) keep the minutes of the membership and of the Board of Director's meetings; (b) see that all notices are duly given in accordance with the provisions of these bylaws, or as required by law; (c) be custodian of the Club records (d) keep a register of the post office address of each member, which shall be furnished to the Secretary by such member; and (e) in general perform all duties incident to the Office of Secretary and such other duties as from time to time may be assigned to him or her by the Chair or by the Board of Directors.

Section VII. TREASURER The Treasurer shall be the Chief Financial Officer of the Club. He or she shall: (a) have charge and custody of and be responsible for all funds and securities of the Club; (b) receive and give receipts for monies due and payable to the Club from any source whatsoever, and deposit all such monies in the name of the Club in such banks, trust companies, or other depositories, as shall be selected in accordance with the provisions of these bylaws and (c) in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the Chair or by the Board of Directors.

Section VIII. STIPENDS Any stipends paid to officers or directors shall be first approved by the Board of Directors.

Section IX. COMBINING OFFICES Any two offices of the Club may be held by the same person, but no officer shall execute, acknowledge, or verify any instrument

in more than one capacity, except if the offices of Treasurer and Secretary are combined, in which case, the Secretary/Treasurer may execute, acknowledge, or verify any instrument in that dual capacity.

ARTICLE VI: BOARD OF DIRECTORS MEETINGS

Section I. MEETINGS Meetings of the Board of Directors shall be held each year on such day or month as the Board of Directors may designate. The meetings of the Board of Directors may be held at the home of one of the Directors, or elsewhere, if the Board of Directors, by resolution, so direct. Meeting notices shall be mailed/e-mailed to each Director with at least a thirty (30) day notice, in writing, of such meeting.

Section II. SPECIAL MEETINGS A special meeting of the Board of Directors may be called by the Chair or by any two members of the Board for compelling good cause, upon a five (5) days notice, in writing by the Chair and/or the Secretary, which notice shall state the purpose of the meeting.

Section III. QUORUM The majority of the authorized number of members of the Board of Directors shall constitute a quorum for the transaction of business at the meeting of the Board of Directors and if such number is not present at any meeting, the presiding officer may adjourn the meeting until such number is present and/or by proxy or by conference call. Any meeting may also be held without notice provided that all the members of the Board waive notice thereof in writing.

Section IV. PRESIDING MEETINGS At all meetings of the Board, the Chair of the Board shall preside if present or, if not present, any other Director may be designated to preside.

Section V. OPEN MEETINGS Board of Directors Meetings shall be open to all members in good standing to attend.

ARTICLE VII: AMENDMENTS

Bylaws may be amended at any Annual Meeting, special meeting or by a mail/e-mail vote of the Club, by a majority vote of the members, constituting a quorum, provided that written notice has been duly sent to each member of the Club as provided for herein.

ARTICLE VIII: PARLIAMENTARY AUTHORITY

Robert's Rules of Order shall generally be accepted to govern the proceedings of the Association. The Chair shall appoint a Parliamentarian, if necessary.

GLOSSARY OF TERMS

Annual Meeting	The yearly meeting of the Club to receive reports, hold elections and act on business.
Annual Report	The report from the Board of Directors to the membership on activities of the Club over the past year.
Chair	The presiding officer elected by the Board of Directors and serves as President of the Club.
3 - year Directors	Directors elected by the membership for a three (3) year term.
2 - year Directors	Directors that have two (2) years remaining on their term.
1 - year Directors	Directors that have one (1) year remaining on their term.
Directors	Club members elected to manage the SJU Wrestling Booster Club.
Legal Address	The official mailing address for the SJU Wrestling Booster Club.
Member	Any friend of SJU Wrestling who has paid the annual dues of the Club.
Membership Fee	The dollar amount of dues set by the membership at the Annual Meeting to cover the costs of running the business of the Club.
President	The Chair of the Club Board of Directors serves as the Chief Executive Officer of the Club membership.
Proxy Voting	One member empowers another member to vote on their behalf at an Annual Club Meeting or Special Meeting. The proxy must be in writing, signed by the granting member and given to the registration and/or election judge to be valid.
Quorum	To conduct business and/or elections at the Annual Meeting or Special Meeting of the Club there must be at least ten paid lot memberships present in person or by proxy. A general membership mail/e-mail balloting requires a majority of the votes cast with at least ten lot memberships having been cast.
Removal	Impeachment of a Board Director requires a two-thirds (2/3) vote of the membership at a duly called Special Meeting of the Club. However, Officers and Agents of the Board of Directors can be terminated from their position by a majority vote of the Board for just cause.
Resignation	Officers or Board Directors may terminate their term of service by submitting a letter to the Secretary or failure to maintain their Club Membership.
Secretary	A member appointed by the Board of Directors to keep the records and minutes of the Club.
Special Meeting	A general membership meeting called for a specific purpose by the Board of Directors or ten members by petition with at least thirty (30) days written notice to be given to each member by the Board as to date, location and purpose(s) of the meeting. Special Meetings of the Board of Directors can be called by the Chair or two Directors with at least a five day (5) notice.

Standing Committees	Permanent Committees of the Club appointed by action of the Board of Directors. Subcommittees are temporary committees appointed by the Board.
Stipend	Honoraria set by the Board of Directors and paid to the Secretary, Treasurer and the Newsletter Editor.
Treasurer	The chief financial officer of the club.
Vacancies	Unfulfilled terms of Directors are filled by the Board of Directors for the remaining portion of the term.
Voting	The act of casting a ballot on Club business

Adopted June 22, 2004

Revisions Approved January 28, 2006