

**RB PARENT SPORTS CLUB, INC.  
BYLAWS**

**Article I  
Name and Purpose**

**Section 1.01: Name.** The name of this organization shall be RB Parent Sports Club, Inc.

**Section 1.02: Purpose.** The purpose of the RB Parent Sports Club is to support, encourage, and promote the athletic programs at Riverside Brookfield High School for the benefit of the students, the school, the community, and the athletic program. It is the aim of this organization to raise funds to supplement the Athletic Department's annual budget.

**Article II  
Membership**

**Section 2.01: Qualification.**

**Section 2.01.01: Voting Members.** All parents, guardians, or other persons with a child enrolled and attending Riverside Brookfield High School shall be considered voting members of the organization upon payment of dues. Members receive a 50% discount on admission fees for all Riverside Brookfield High School home athletic events, excluding playoffs and tournaments. Voting member levels and pricing shall be determined by the Membership Committee Chairperson with approval by the Executive Board and will typically include a Family Membership, an Individual Membership, and a Staff Membership.

**Section 2.01.02: Non-Voting Members.** Anyone in the Non-Voting membership level may join and support the RB Parent Sports Club, Inc. but will not have voting rights, and these individuals may not hold office or chair a committee. Non-voting membership levels and pricing shall be determined by the Membership Committee Chairperson with approval by the Executive Board and will typically include an Alumni Membership, a Senior Membership, and an RB Future Bulldog Membership (for families participating in Bulldog youth programs, but who do not have RB students).

**Section 2.01.03: Advisory Members.** The Athletic Director(s), Principal, and Assistant Principals shall be non-voting, advisory members of the RB Parent Sports Club.

**Section 2.02: Rights and Responsibilities.** The members shall have the right and responsibility to attend meetings and events sponsored by the RB Parent Sports Club. Voting members shall have the right to serve on committees, be nominated and elected to office, vote for the officers, and approve amendments to these Bylaws.

**Section 2.03: Quorum.** The members present at any membership meeting of the RB Parent Sports Club, provided at least ten (10) members are present, shall constitute a quorum for the transaction of business. In the absence of a quorum, the membership may not take action. In

that event, any matter brought before the membership at a meeting at which a quorum is not present shall be discussed and decided by the Executive Board.

**Section 2.04: Meetings.** Regular meetings of the RB Parent Sports Club shall be held at 7:00 p.m. on the third (3rd) Thursday of each month during the school year. Meetings will be held at Riverside Brookfield High School or at another location as designated by the Executive Board with at least two weeks' prior notice to the membership of a location change.

**Section 2.05: Annual Meeting.** There shall be at least one general meeting of the membership in May which will coincide with a regular monthly meeting at which the officers are elected.

**Section 2.06: Special Meetings.** Additional business or special meetings may be held alone or in conjunction with an event sponsored by the RB Parent Sports Club as is determined by the Executive Board or at the request of twenty (20) or more members in writing to the Executive Board. The President may also call special meetings of the Executive Board to conduct business deemed necessary between regular monthly meetings of the RB Parent Sports Club. Any special meeting will require not less than five (5) days' prior notice.

### **Article III** **Executive Board**

**Section 3.01: Membership.** The Executive Board shall consist of the elected officers of the RB Parent Sports Club and must be current members in good standing of the organization. All Executive Board members must have a child currently attending Riverside Brookfield High School.

**Section 3.02: Authority.** The affairs, activities, and operation of the RB Parent Sports Club shall be managed by the Executive Board. The Executive Board shall transact necessary business during the intervals between the meetings of the membership and such other business as may be referred to it by the membership or these Bylaws. It may create Standing and Special Committees, approve the plans and work of Standing and Special Committees, and, in general, conduct the business and activities of the RB Parent Sports Club.

**Section 3.03: Meetings.** The Executive Board shall meet monthly to prepare for general membership meetings and to conduct the affairs of the RB Parent Sports Club. Executive Board meetings will be held at 6:00 p.m. on the third (3rd) Thursday of each month during the school year at Riverside Brookfield High School or at another location as designated by the Executive Board.

**Section 3.04: Quorum.** A quorum of the Executive Board for the conduct of business shall consist of at least three (3) officers in attendance.

**Section 3.05: Action without a Meeting.** Any action required or permitted to be taken at a meeting of the Executive Board or of any committee may be taken without a meeting if all the members of the Executive Board or committee consent in writing, which includes email or text message, to taking the action without a meeting and to approving the specific action. Such

consents shall have the same force and effect as a unanimous vote of the Executive Board or of the committee as the case may be.

**Section 3.06: Participation in Meeting by Conference Telephone.** Members of the Executive Board may participate in a meeting through use of conference telephone or similar communications equipment, so long as members participating in such meeting can hear one another.

**Section 3.07: Reimbursement.** Executive Board members shall serve without compensation with the exception that expenses incurred in the furtherance of the RB Parent Sports Club's business are allowed to be reimbursed with documentation in accordance with the organization's financial policies, and prior approval.

#### **Article IV** **Officers and Their Elections**

**Section 4.01: Officers.** The officers of the RB Parent Sports Club shall include one President, a Vice President, a Second Vice President, a Secretary, and a Treasurer and such additional officer(s) as may be elected or appointed by the Executive Board from time to time.

**Section 4.02: Election.** A nominating committee composed of the current President and at least one additional officer shall begin seeking nominees in March of the year in which the candidates will be elected and develop a slate of candidates. The candidates shall be announced to the membership as soon as possible. Additional nominees may be solicited from the floor on the day of the election. Only those who have consented to serve shall be eligible for nomination, either by the committee or from the floor.

Officers shall be elected at the May meeting of the RB Parent Sports Club by the members present. Officers shall assume their official duties on the last day of the current school year following their election.

**Section 4.02: Term.** Officers shall serve a one-year term except for the Treasurer, which must serve a two-year term. Officers may be elected for up to two (2) consecutive terms in the same office. Exceptions may be recommended by the Nominating Committee in extenuating circumstances and must be approved by the RB Parent Sports Club membership. No member shall hold more than one (1) office at a time.

**Section 4.04: Vacancies.** A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the remaining members of the Executive Board.

#### **Article V** **Duties of Officers**

**Section 5.01: President.** The President shall be the principal executive officer of the RB Parent Sports Club, and, subject to the control of the Executive Board, shall in general supervise and control all of the activities of the RB Parent Sports Club. The President shall be a member of the

Executive Board, and, when present, shall preside at all meetings of the Executive Board and all meetings of the membership. The President shall vote only in the case of a tie in a vote of the Executive Board or the membership. The President shall select and appoint the chairpersons of all Standing and Special Committees and shall be an ex-officio member of all committees of the RB Parent Sports Club.

**Section 5.02: Vice President and Second Vice President.** The Vice President and Second Vice President shall be members of the Executive Board, and, in the absence of the President, shall perform the duties of the President. The Vice President and Second Vice President shall perform such other duties as are assigned by the President or the Executive Board.

**Section 5.03: Secretary.** The Secretary shall be a member of the Executive Board. The Secretary shall keep the minutes of the membership and the Executive Board, shall see that all notices are duly given in accordance with these Bylaws, shall be responsible for the publishing of meeting minutes, shall create the agenda for each meeting, shall manage and keep an accurate tally of the volunteer records, and, in general, perform all duties incident to the office of Secretary and such other duties as may be assigned by the President or the Executive Board.

**Section 5.03.01: Order of Business (Agenda)**

1. Call to Order
2. Introduction of Guests
3. Officer Reports
  - a. President
  - b. Secretary (Minutes from last meeting)
  - c. Treasurer (Financial Report)
    - i. File for Audit
4. Committee Reports
5. Old Business
6. New Business
7. Announcements
8. Adjournment

**Section 5.04: Treasurer.** The Treasurer shall be a member of the Executive Board. The Treasurer is the authorized custodian to have oversight of all funds of the RB Parent Sports Club in accordance with the organization's financial policies. The Treasurer will organize, document, and record all financial activities. The Treasurer will be diligent and conscientious in ensuring all funds are received and spent in accordance with the RB Parent Sports Club's tax-exempt purpose and Bylaws. The financial records belong to the organization and must be available to the other officers and members upon request.

The Treasurer shall:

- Ensure that numbered receipts are provided for cash received by the RB Parent Sports Club.
- Ensure that all funds are timely deposited in the RB Parent Sports Club's authorized bank account(s).

- Present a written financial report (including income and expenditures) at each General Membership Meeting.
- See that an annual financial review or audit is conducted and presented to the Executive Board, General Membership, and other stakeholders.
- Maintain financial records (including financial reports, checkbook, bank statements, deposit slips, cash tally sheets, documentation regarding transactions, IRS Form 990 documents, etc.) and turn all over to the new Treasurer.
- See that all necessary reports are prepared and turned into the state to maintain the 501(c)3 status for the RB Parent Sports Club, Inc.

**Section 5.05: Executive Board Requirement.** Anyone running for election to any of the Executive Board positions must have a child currently attending Riverside Brookfield High School and that person must also be an RB Parent Sports Club, Inc. member in good standing. In addition, any person running for election must have attended at least 60% of the RB Parent Sports Club meetings from the current school year.

## **Article VI** **Finances**

**Section 6.01: Obligations.** The Executive Board may authorize any officer or officers to enter into contracts or agreements for the purchase of materials or services on behalf of the RB Parent Sports Club.

**Section 6.02: Loans.** No loans shall be made by the RB Parent Sports Club to its officers or members.

**Section 6.03: Checks.** All checks, drafts, or other orders for the payment of money on behalf of the RB Parent Sports Club shall be signed by the Treasurer or by any other person as authorized in writing by the Executive Board.

**Section 6.04: Banking.** The Treasurer shall ensure that all funds of the RB Parent Sports Club are timely deposited to the credit of the organization in such banks or other depositories as determined by the Executive Board. All deposits and disbursements shall be documented by a receipt, an invoice, or other written documentation. Sequentially numbered receipts shall be provided, with a copy kept, whenever cash is turned over or collected. All deposits and/or disbursements shall be made as soon as practicable upon receipt of the funds, normally daily, immediately after received and counted.

**Section 6.05: Financial Controls.** The RB Parent Sports Club shall adopt appropriate financial controls to ensure the integrity of its funds. Specifically, without limitation, the RB Parent Sports Club shall maintain separation of financial controls so that, minimally:

- All expenses must be approved by resolution of the Executive Board;

- The Treasurer and the President shall have a spending limit of \$500 of non-food items without approval by the Executive Board, and monthly totals will be summarized by the Treasurer during Board meetings;
- Any item priced over \$500 must have three bids/options to present to the membership before approval; and
- A committee of at least two (2) persons without check-signing authority shall annually audit all corporate finances, or hire and supervise an outside accountant or auditing firm to conduct a review of corporate financial records.

**Section 6.06: Financial Report.** The Treasurer shall present a financial report at each membership meeting of the RB Parent Sports Club and prepare a final report at the close of the year in accordance with the organization’s financial policies. The Executive Board shall have the report and the accounts examined annually. If the RB Parent Sports Club grosses less than \$100,000 per year, the financial practices and accounts may be reviewed by an internal Audit Committee. The Audit Committee shall consist of at least one Board member and at least one or more voting members of the RB Parent Sports Club who are not involved in the routine handling of the organization’s finances, including not having signature authority on bank accounts or approval authority over disbursements. If the RB Parent Sports Club grosses over \$100,000 in receipts, an external professional, such as a certified public accountant (CPA), shall be hired by the Audit Committee to perform a financial review or compilation. A full audit shall be conducted by an external CPA when annual gross receipts equal or exceed \$250,000.

**Section 6.07: Fiscal Year.** The fiscal year of the RB Parent Sports Club shall be from June 1 to May 31, but may be changed by resolution of the Executive Board.

**Section 6.08: Year-End Balance.** At the end of the fiscal year, it is the goal of the RB Parent Sports Club to retain 5-10% of total revenue from the current year’s profits in the Club’s checking account.

**Section 6.09: Financial Record Retention.** All records of the RB Parent Sports Club shall be maintained and destroyed in accordance with law and standard record retention guidelines. Financial records shall be maintained as follows:

RECORD	HOW TO STORE	PERIOD OF TIME
Year-End Treasurer’s financial report/ statement, annual internal Financial Review Reports, IRS Form 990s	Store in corporate record book, binder, or cloud-based software	<b><u>At least seven (7) years</u></b> Consider keeping permanently.
Bank statements, cancelled checks, check registers, invoices, receipts, cash-tally sheets, investment statements, and related documents.	Compile and file records on a yearly basis. Store in binder or cloud-based software.	<b><u>Seven (7) years</u></b> Store with financial records. Destroy after seven years.

Treasurer's reports (monthly)	Compile and file records on yearly basis. Store in binder or cloud-based software.	<b><u>Three (3) years</u></b> Store with financial records. Destroy after three years.
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**Section 6.10 Bulldog Senior Scholarship Funding.** Treasurer will designate a minimum of \$2000 at the end of every fiscal year to fund the Bulldog Scholarship program for the following school year. In addition, the Executive Board will designate sources of additional funds (e.g. % of membership dues, Chef's Night Out proceeds, etc) that will be confirmed and agreed upon by the board at the May meeting each year (to be applied in the following school year); no maximum amount will be designated for funds coming in through these board-designated sources of funding. In the event funding is still inadequate, based upon the number and caliber of applicants, the Executive Board members by unanimous agreement can move to further increase the scholarship funds, up to a maximum of \$4000 for the total scholarship fund. Funds designated for scholarship use can roll over to subsequent years but as a minimum will include the \$2000 designated by the Treasurer at the end of every fiscal year.

**Article VII**  
**Conflicts of Interest**

**Section 7.01: Existence of Conflict, Disclosure.** Officers and members of the RB Parent Sports Club shall refrain from any actions or activities that impair, or appear to impair, their objectivity in the performance of their duties on behalf of the RB Parent Sports Club. A conflict of interest may exist when the direct, personal, financial, or other interest(s) of any officer or member competes or appears to compete with the interests of the RB Parent Sports Club. If any such conflict of interest arises, the officer or member shall call it to the attention of the Executive Board for resolution. If the conflict relates to a matter requiring Executive Board action, such person shall not vote on the matter. When there is a doubt as to whether any conflict of interest exists, the matter shall be resolved by a vote of the Executive Board, excluding the person who is the subject of the possible conflict.

**Section 7.02: Non-Participation in Vote.** The person having a conflict shall not participate in the final deliberation or decision regarding the matter under consideration and shall retire from the room in which the Executive Board is meeting. However, the person may be permitted to provide the Executive Board with any and all relevant information.

**Section 7.03: Minutes of Meeting.** The minutes of the meeting of the Board shall reflect that the conflict was disclosed and the interested person was not present during the final discussion or vote and did not vote on the matter.

**Section 7.04: Annual Review.** A copy of this conflict of interest statement shall be furnished to each officer who is presently serving the RB Parent Sports Club, or who hereafter becomes associated with the RB Parent Sports Club. This policy shall be reviewed annually for information and guidance of officers, and new officers shall be advised of the policy upon undertaking the duties of their offices.

## **Article VII** **Committees**

**Section 8.01: Standing Committees.** The President shall appoint a chairperson to the following Standing Committees no later than the May general monthly meeting of each year. Each chairperson must be a voting member in good standing. The following is a list of the Standing Committees:

Concessions

Membership

Spirit Wear

The chairperson of each standing committee may appoint at least one other member in good standing as a Co-Chair. These committees shall perform the duties prescribed by these Bylaws and additional duties listed in the operations manual. Other committees, in addition to the standing committees, may be formed as needed.

**Section 8.02: Special Committees.** The President shall have the authority to appoint special committees as necessary. Any member in good standing is eligible to serve on a special committee. Term of the special committee is on an as-needed basis.

**Section 8.03: Establishing a New Committee.** Any current member may request the creation of a new committee. The request must be submitted in writing to the Executive Board detailing the goals and objectives of the committee. The request will be reviewed by the Executive Board, and a recommendation will be brought to the membership for approval at a regular monthly meeting.

**Section 8.04: Disbanding a Standing Committee.** When the Executive Board determines that a Standing Committee is no longer viable, it will make a recommendation for disbandment. The recommendation will be made at a regular monthly meeting and voted on by the membership.

## **Article XI** **Removal**

**Section 9.01: Executive Board Removal.** Any officer of the Executive Board may be removed by two-thirds (2/3) majority vote of the voting membership of the RB Parent Sports Club in attendance at any regular monthly meeting provided that a quorum is present in person, and provided further that written notice of the proposed removal shall be delivered to all voting members not less than seven (7) days prior to the regularly scheduled meeting at which the proposed removal is to be voted upon. Vacancies resulting from such removals shall be filled in the manner set forth in Article IV, Section 4.04 of these Bylaws.

**Section 9.02: Committee Chair.** Any Committee Chairperson may be removed from such position by the Executive Board upon any failure to fulfill responsibilities inherent to the position as outlined in these Bylaws. Notwithstanding any contrary provision of these Bylaws,



the Executive Board shall appoint replacement Committee Chairperson(s) to vacancies resulting from such removals.

**Section 9.03: Member.** The membership of any voting or non-voting member may be terminated by the Executive Board for engaging in any illegal, immoral, or other conduct that is determined to be inconsistent with the mission or purpose of the RB Parent Sports Club; detrimental to the standing, image, or reputation of the RB Parent Sports Club; or that is otherwise deemed to be inappropriate on the part of an RB Parent Sports Club member.

## **Article X** **Indemnification**

Every member of the Executive Board of the RB Parent Sports Club may be indemnified by the RB Parent Sports Club against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such officers of the Executive Board in connection with any threatened, pending, or completed action, suit, or proceeding to which he/she may become involved by reason of his/her being or having been a member of the Executive Board of the RB Parent Sports Club, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of his/her duties. Provided, however, that in the event of a settlement, the indemnification herein shall apply only when the Executive Board approves such settlement and reimbursement as being in the best interest of the RB Parent Sports Club. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such member of the Executive Board is entitled.

## **Article XI** **Limitation of Liability**

Nothing herein shall constitute members of RB Parent Sports Club as partners for any purpose. No member or officer of the Executive Board shall be liable for the acts or failure to act on the part of any other member or officer of the Executive Board of the RB Parent Sports Club, not shall any of the members or officers be liable for their acts or failure to act under these Bylaws, excepting acts, or omissions to act, arising out of willful or wanton misfeasance.

## **Article XII** **Amendments**

**Section 12.01.** These Bylaws may be amended at any regular or special meeting of the membership by a majority vote of the RB Parent Sports Club members present, provided that at least seven (7) days' notice of the proposed amendments has been made to the membership, or, alternatively, the membership waives the required notice.

**Section 12.02.** The Bylaws may also be amended by a majority of a quorum of RB Parent Sports Club members voting electronically during the annual elections following a notification of proposed amendments to each general member in good standing via email, fax, or other electronic means at least seven (7) days prior to voting or by notification of proposed amendments at the previous regular monthly meeting. Each general member in good standing

will be allowed one (1) vote. That number of voting members in good standing of the RB Parent Sports Club participating in the election shall constitute a quorum.

**Article XIII**  
**Dissolution**

In the event of dissolution of the RB Parent Sports Club, all assets shall be distributed in accordance with the plan of distribution as required by the Illinois General Non-for-Profit Act (805 ILCS 105/112.16), as may be amended from time to time. After following the plan of distribution as required by the above statute, any remaining assets shall be paid or transferred to Riverside Brookfield High School Athletic Department in accordance with Section 501(c)(3) of the Internal Revenue Code. No assets shall inure to the benefit of individual members or officers of the Executive Board.

**Article XIV**  
**Miscellaneous**

**Section 14.01.** These Bylaws shall apply in all cases except where they shall conflict with any provision of the Articles of Incorporation of the RB Parent Sports Club or any provision of Illinois or Federal law, in which case the provision of the Articles or of application Illinois or Federal law shall prevail.

**Section 14.02.** Typographical and other errors found in these Bylaws may be changed by the Executive Board providing that such changes do not change the intention or meaning of the article or section.

**Section 14.03.** The headings inserted in these Bylaws are for convenience only and in no way define, limit, or describe the scope or intent of these Bylaws, or any provision hereof, nor in any way affect the interpretation of these Bylaws.

**Section 14.04.** If any provision of these Bylaws is held illegal or unenforceable in a judicial proceeding, such provision shall be severed and shall be inoperative, and the remainder of these Bylaws shall remain operative and binding.

**These revised Bylaws were amended and approved May \_\_\_\_, 2019 by the RB Parent Sports Club, Inc.**

Approved by:

\_\_\_\_\_  
Brian Twomey, President

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Jennifer Hepker, Vice President

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Mary Liss, Second Vice President

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Cathy Alarcon, Secretary

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Kathleen Keen, Treasurer