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Article I. Name, Purpose and SFHS Takedown Club

Section 1.01 Name

The name of the organization is the SFHS Wrestling Booster d/b/a the SFHS Takedown Club.

Section 1.02 Purpose

The SFHS Takedown Club is a non-profit volunteer organization. The SFHS Takedown Club's purpose is to promote, support and improve wrestling at South Forsyth High School.

In accomplishing its Purpose, the SFHS Takedown Club and its Executive Board shall be prohibited from the following:

- a) Discussing or reviewing the performance of the Head Coach or coach staffing.
- b) Offering a petition to hire/fire any member of the coaching staff, including the Head Coach.
- c) Discussing or recommending wrestling line-ups.
- d) Discussing or recommending qualifications for earning Varsity letter or other wrestler awards.

Section 1.03 Articles of SFHS Takedown Club

The SFHS Takedown Club shall operate pursuant to (a) the bylaws of such SFHS Takedown Club and (b) the certificate of incorporation or articles of incorporation of such organization: SFHS Wrestling Booster Club Inc. (effective 12/08/2009). The SFHS Takedown Club shall maintain a Federal Tax ID number and State Tax Exemption Authorization.

Article II. Membership

Section 2.01 Qualifications

All parents and guardians with a child attending South Forsyth High School ("SFHS"), who is part of the Wrestling Team, including Boys Varsity, Boys JV, Girls Team, and Managers, ("Wrestling Team"), are considered members of the SFHS Takedown Club. Parents and guardians of former participants on the Wrestling Team and former participants on the Wrestling Team are considered "lifelong members" and will be granted membership to the SFHS Takedown Club. Community members can also be approved as members if approved by the Principal, Athletic Director, and Head Coach.

Section 2.02 Rights and Responsibilities

Members have the right and responsibility to attend events sponsored by the SFHS Takedown Club, and volunteer in various roles for the Wrestling Program. To be eligible for nomination to Executive Board, as defined in Article III, member must have a child enrolled in the current wrestling season. The principal and/or Athletic Director may revoke rights and responsibilities of Members if negative behavior is exhibited and is considered "harmful" to the program.

Section 2.03 Meetings

The SFHS Takedown Club shall meet monthly during wrestling season. The purpose of Meetings will be to present General Information, including financial reports, upcoming events, volunteer opportunities, and wrestler accomplishments.



The SFHS Takedown Club shall hold a Pre-Season and Post-Season Meeting as following:

- a) Pre-Season Meeting - In August of each year, the SFHS Takedown Club will meet to present the annual budget, Committees (as defined in Article V), plans for the season, expectations for the Wrestling Team, and all other General information.
- b) Post-Season Meeting - In April of each year, the SFHS Takedown Club will meet to elect Officers, in accordance with Section 4.03, and present season recap with General Information.

Article III. Executive Board

Section 3.01 Membership

The Executive Board shall consist of the Officers, as defined in Section 4.01. The principal (or designee) and Athletic Director shall be non-voting, advisory members of the Executive Board. Committee Chairs, as defined in Section 5.02, may be invited to participate in Meetings of the Executive Board as needed.

Section 3.02 Duties

The Executive Board shall manage events, volunteers, and overall operation of the SFHS Takedown Club through the following duties:

- a) Transacting necessary business on behalf of the SFHS Takedown Club.
- b) Maintaining communication with members about action items and upcoming events.
- c) Establishing Committees, as detailed in Article V.
- d) Approving work plans created by Committee(s).
- e) Preparing and submitting annual budgets and monthly accounting reports.
- f) Approving bills, expenses, and reimbursements within the limits of the budget.

Section 3.03 Meetings of Executive Board

The Executive Board shall meet monthly during the wrestling season and as needed during the off season. Two Officers may call a special meeting of the Executive Board. A Quorum, defined as at least half the Officers, shall be required for a Meeting of the Executive Board. Any action of the Executive Board requires the approval of most Officers. Meetings shall consist of the following:

- a) Roll Call.
- b) General Updates.
- c) Review of Previous Business.
- d) Discussion of current and future business with task assignments.
- e) Adjournment.

Officers may participate in Meetings of the Executive Board by any reasonable means so long as participants can hear one another.

Section 3.04 Actions Without a Meeting

Any action, required or permitted to be taken at a Meeting of the Executive Board, may be taken with the Officer's consent in writing (email, text message, etc.) without a meeting.



Article IV. Officers, Elections, and Terms

Section 4.01 **Officers**

The Officers shall be a President, Vice-President, Treasurer, Secretary, and Head Coach:

- a) **President.** The President shall preside over meetings of the Executive Board and the SFHS Takedown Club, coordinate the work of all Officers and Committees towards the purpose of the SFHS Takedown Club, as defined in Section 1.02, appoint the chair of each Committee, serve as the primary contact for the school (including administration, facilities, and coaching staff), serve as an ex officio member of all Committees and submit all required documents when requested.
- b) **Vice President.** The Vice-President shall function as aide-to-the-President and preside in the President's absence.
- c) **Treasurer.** The Treasurer shall have custody of all funds, keep books of account and records (including bank statements, receipts, budgets, invoices, paid receipts, cancelled checks, cash records, IRS Form 990 documents, etc.), turn over all books to the new Treasurer, make disbursements, present monthly financial reports, present a Gender Equity Report to the Athletic Director by the end of May each year, ensure all funds are received and spent in accordance with the SFHS Takedown Club's tax-exempt purpose, and assist in any required audit of the SFHS Takedown Club's finances.
- d) **Secretary.** The Secretary shall keep record of the SFHS Takedown Club and Executive Board (including preparing meeting agendas, noticing meetings, and taking meeting minutes) and maintaining bylaws, rules, membership lists, and all other documentation necessary for the function of the SFHS Takedown Club.
- e) **Head Coach.** The Wrestling Program's Head Coach shall serve as an Officer and shall supervise and control all activities of the SFHS Takedown Club. The Head Coach shall have veto authority on any action of the SFHS Takedown Club.

Section 4.02 **Qualifications**

All Members, as defined in Section 3.01, are eligible to be considered as Officers.

Community members can be eligible to be considered an Officer if approved by the Principal, Athletic Director, and Head Coach.

Section 4.03 **Elections**

A nominating committee composed of the Head Coach, current President and at least one additional Officer shall begin seeking nominees near the end of the season and develop a slate of candidates. The nominating committee shall present its recommendation for Officers to the Membership, who will vote on candidates at the Post-Season Meeting. Newly elected Officers will serve as Officer-Elect in partnership with the Officer until the end of the Officer's Term, as defined in Section 4.04.

Section 4.04 **Terms**

Officers shall serve one-year terms (June 1 to May 31). Officers shall have no limit on the maximum terms served but may not serve more than four consecutive terms on the Executive Board.



Section 4.05 Removal

An Officer may be removed by a majority vote of the Executive Board based on failure to perform duties, criminal misconduct, or unethical behavior in the SFHS Takedown Club's business.

The Head Coach, with agreement of either the Principal or Athletic Director, has the right to remove an Officer for any reason at any time.

Section 4.06 Vacancies

A vacancy occurring in any office shall be filled by a person elected by a majority vote of the remaining members of the Executive Board.

Article V. Committees

Section 5.01 Purpose

The Executive Board may create Committee(s) as it deems necessary to continue the work of the SFHS Takedown Club. Committees shall present a Plan of Work to the Executive Board for approval, and no Committee work shall be undertaken without written approval of the Executive Board, Head Coach, and Principal (or designee), as required.

Section 5.02 Committee Chair

Each Committee shall be chaired by a member of the SFHS Takedown Club, who is appointed by the President. No Committee Chair may serve for more than three consecutive terms in the same role.

Article VI. Sponsors

Sponsors are businesses or individuals who provide financial or in-kind donations to the SFHS Takedown Club.

Article VII. Finances

Section 7.01 Budget

The Executive Board shall create an annual budget ("Budget"), detailing estimated revenue and expenditures, in advance of the upcoming fiscal year. The Executive Board will present a summary of the Budget to the Membership at the Pre-Season Meeting. This Budget shall be used to guide the activities of the SFHS Takedown Club during the year, including serving as approval for anticipated expenditures.

Section 7.02 Obligations

The Executive Board may authorize any Officer(s) to enter into contracts or agreements for the purchase of materials or services on behalf of the SFHS Takedown Club once approved by school administration.

Section 7.03 Loans

No loans shall be made by the SFHS Takedown Club to its Officer(s).

Section 7.04 Checks

All checks, drafts, or other orders for the payment of money on behalf of the SFHS Takedown Club shall be signed by the Treasurer or by any other person as authorized in writing by the Executive Board.



Section 7.05 Banking

The Treasurer shall ensure that all funds of the SFHS Takedown Club are timely deposited to the credit of the SFHS Takedown Club 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. 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 7.06 Financial Controls

The SFHS Takedown Club shall adopt appropriate financial controls to ensure the integrity of its funds. Specifically, without limitation, the SFHS Takedown Club shall maintain separation of financial controls so that, minimally:

- a) All expenses must be approved by the Executive Board by way of approval of an annual budget, or amendments thereto, within deviation thresholds permitted pursuant to Section 7.01, or be approved by separate resolution of the Executive Board.
- b) Head Coach **per Forsyth County policy** has the final say on all purchases.

Section 7.07 Financial Report

The Treasurer shall present a financial report to the Executive Board at the start of the fiscal and prepare a final report at the close of the year in accordance with the SFHS Takedown Club's financial policies. A copy should be kept at the school and given to the A.D (Gender Equity report). The Executive Board shall have the report, and the accounts examined annually.

If the SFHS Takedown Club grosses less than \$100,000 per year, an internal audit committee may review the financial practices and accounts. The audit committee shall consist of two or more Board or voting members of the SFHS Takedown Club who are not involved in the routine handling of the SFHS Takedown Club's finances, including not having signature authority on bank accounts or approval authority over disbursements.

If the SFHS Takedown 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 7.08 Fiscal Year

The fiscal year of the SFHS Takedown Club shall be from June 1 to May 31, but may be changed by resolution of the Executive Board.



Section 7.09 Financial Record Retention

All records of the SFHS Takedown Club shall be maintained and destroyed in accordance with law, and standard record retention guidelines. Financial records shall be maintained as follows:

Records	Storage Method	Storage 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.	<u>At least seven (7) years</u> Consider keeping permanently.
Bank statements, canceled checks, check registers, invoices, receipts, cash tally sheets, investment statements, and related documents.	Compile & file records on a yearly basis. Store in binder or cloud-based software.	<u>Seven (7) Years</u> Store w/financial records. Destroy after seven years.

Article VIII. Policies

Section 8.01 Governance

The rules contained in the current edition of Robert's Rules of Order shall govern the SFHS Takedown Club in all cases in which they are applicable and in which they are not in conflict with these bylaws, or the articles of incorporation.

Section 8.02 Relationship With the School

Based on public perception of the SFHS Takedown Club representing South Forsyth High School, it is imperative that the two maintain a positive working relationship. To that end, the SFHS Takedown Club is responsible for the following:

- a) Inviting the principal (or designee) to all meetings.
- b) Obtaining approval from the principal (or designee) for any activity that could affect the school.
- c) Operating within all school board policies.

Section 8.03 Non-Partisan

The SFHS Takedown Club shall be noncommercial, nonsectarian, and nonpartisan. The SFHS Takedown Club shall not be used to endorse or promote a commercial concern or in connection with any partisan interest or for any purpose not appropriately related to promotion of the purpose(s) of the SFHS Takedown Club, as defined in Section 1.02. The SFHS Takedown Club shall not—directly or indirectly—participate or intervene (in anyway, including the publishing or distribution of statements) in any political campaign on behalf of, or in opposition to, any candidate for public office.



Section 8.04 Conflicts of Interest

The Membership and Officers should refrain from any actions or activities that impair, or appear to impair, their objectivity in the performance of their duties on behalf of the SFHS Takedown Club. A conflict of interest may exist when the direct, personal, financial, or other interest(s) of any Member or Officer competes or appears to compete with the interests of the SFHS Takedown Club. If any such conflict of interest arises, the interested person shall call it to the attention of the Officers for resolution and shall abstain from voting on the matter. The minutes of the meeting 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.

When there is a doubt as to whether any conflict of interest exists, the matter shall be resolved by a vote of the Officers, excluding the person who is the subject of the possible conflict. The Principal & Athletic Director have ultimate say if there is disagreement regarding the potential conflict of interest.

Section 8.05 Amendments

These Bylaws may be amended at any meeting of the Executive Board by a majority vote, provided that at least fourteen (14) days' notice of the proposed amendments has been made to the Head Coach & Officers if the required notice was not waived by the majority of the Executive Board.

Section 8.06 Dissolution

The SFHS Takedown Club may be dissolved by two-thirds vote of the SFHS Takedown Club. Upon dissolution, the SFHS Takedown Club must (1) pay or adequately provide for the debts and obligations of the SFHS Takedown Club; (2) distribute all remaining assets to one or more nonprofit, foundations or SFHS Takedown Clubs which have established their tax exempt status and are affiliated with South Forsyth High School athletics; and (3) cease and desist from further use of any name that implies or connotes association with the SFHS Takedown Club.

Per Forsyth County policy, the principal may disband the SFHS Takedown Club.