

BYLAWS OF THE WILDCATS DEN

Article I - Name

The name of the Corporation is the WILDCATS DEN.

Article II - Purpose and Objectives

Section 1

The WILDCATS DEN is a 501(c) (3) non-profit organization whose mission is to inspire student athletes, coaches, families, and the community to collectively support athletic and academic excellence. The Wildcats Den strives to promote sportsmanship, personal responsibility, school spirit, team unity, servant leadership, and to maintain the history and traditions of excellence for all current, former, and future student athletes at Sotomayor High School. This is done by providing financial assistance and volunteer support for all athletic programs through fundraising, membership dues, business/community sponsorships, and networking.

The purposes of the WILDCATS DEN shall be:

- A. To provide funding and financial assistance to the entire athletics program at Sonia Sotomayor High School of San Antonio, TX, (hereinafter "Sotomayor") to support quality athletic programs.
- B. To promote attendance at all sporting events and to encourage members to volunteer at various events to help build a winning school spirit within the student body and community.
- C. To encourage student athletes to achieve academic excellence and to provide athletic scholarships opportunities for graduating Seniors.
- D. To ensure that all actions comply with the regulations and procedures of Sotomayor, Northside Independent School District (hereinafter "NISD"), and/or the University Interscholastic League (hereinafter "UIL").

Section 2

These Bylaws shall govern all proceedings of the Wildcats Den, except as otherwise provided by the rules and regulations of Sotomayor, NISD, and/or UIL. In the event of conflict between these Bylaws and the rules and regulations of Sotomayor, NISD and/or UIL, the latter rules and/or regulations shall prevail.

Section 3

This board is organized exclusively for charitable and educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code.

Notwithstanding any other provision of these Bylaws, the board shall not take any action that would be inconsistent with the requirements for a tax exemption under Internal Revenue Code Section 501(c) (3) and related regulations, rulings, and procedures. Nor may it take any action that would be inconsistent with the requirements for receiving tax-deductible charitable contributions under Internal Revenue Code Section 170(c) (2) and related regulations, rulings and procedures.

Article III - Membership

- A. **Membership Eligibility:** Membership in the Wildcats Den shall be open to all persons who desire to support Sotomayor Athletics and who agree to abide by the Bylaws of this organization.
- B. **Membership Dues:** Annual Dues for each fiscal year shall be adopted by a majority vote of the current regular members present at a General Meeting of the Wildcats Den at the end of the prior school year.
 - 1. Dues will be set up in a tiered system including the following: Individual Membership, Family Membership, Silver Membership, and Platinum Membership. Silver, and Platinum Memberships will include merchandise incentives voted on by the Executive Board not to exceed the cost of the chosen Membership level.
- C. **Regular Members:** Regular members are those who have paid annual dues for the period July 1 to June 30.
- D. **Voting Eligibility:** Any members whose dues are current with an Individual, Family, Silver or Platinum membership AND has a child participating in a UIL or NISD sanctioned sport at Sotomayor, or has had a child participate in such a UIL/NISD competitions at Sotomayor in the past (considered to be an Alumni) is eligible to vote.
- E. **Elected/Appointed Position Eligibility:** All elected and/or appointed positions must be current members of the Wildcats Den, with children actively participating in a UIL/NISD sanctioned athletic competition at Sotomayor during the current fiscal year, or has had a child participate in such UIL/NISD competitions at Sotomayor in the past (considered to be Alumni).
- F. **Ex-officio Members:** The Athletic Coordinator and the Principal of Sotomayor (or their designated representatives) shall be ex-officio members of the Wildcats Den and all committees, boards, or other subdivisions of the organization, serving in an

non-voting advisory capacity only.

- G. **Code of Conduct:** Members are expected to follow the NISD Behavior Expectation of Spectators and the NISD Code of Conduct when chaperoning, sponsoring, or attending student activities.

Article IV - Executive Board

Section 1

The Wildcats Den shall be organized, operated and managed by the Executive Board for the ensuing school year and shall consist of Officers elected by the General Membership.

Upon election, the Officers of the Wildcats Den shall serve a one-year term. No person shall serve in the same office more than two consecutive years unless it is decided and voted upon by the General Membership to be in the best interest of the organization. Term of office herein is defined as July 1st of the current year until June 30th of the following year.

The Officers shall consist of the following:

- President
- 1st Vice-President – Merchandise
- 2nd Vice-President – Concessionaire
- Secretary
- Treasurer

Section 2

Duties of Officers:

i. The President shall:

1. Serve as the Executive Officer of the Wildcats Den and shall represent the interests of the organization, as necessary, to the Administration of Sotomayor and/or NISD, to other Sotomayor clubs/organizations and Parent-Teacher-Student organizations and to the community.
2. Preside at all meetings of the Wildcats Den and of the Executive Board.
3. Serve as the Northside Booster Association (hereinafter "NBA") Representative along with the 2nd Vice-President – Concessionaire.
4. The President may appoint qualified delegates to represent the President and/or the 2nd Vice-President-Concessionaire, as allowed by

NBA Bylaws.

5. The NBA Representatives shall represent the Wildcats Den to the NBA and be voting members of the NBA board. They shall attend NBA Board meetings and report NBA actions and financial status to the Wildcats Den.
6. Nominate individuals to serve as chairs for special committees not otherwise specified by these bylaws.
7. Report actions of the Executive Board at each meeting of the Wildcats Den.
8. Enforce the provisions of the Bylaws.
9. Maintain the Wildcats Den bank account, specifically the checking account and all pertinent accounting software and passwords as directed by the Executive Board.
10. Ensure that a signature card is on file with the bank with the current President, 1st Vice President and Treasurer. Ensure that credit/debit cards include the name Wildcats Den and are maintained, properly secured and only used for authorized business as directed by the Executive Board.
11. Notify the Texas Secretary of State of any and all changes in sources of support, purpose, character, method of operation, name, address and amendments or changes in these bylaws.

ii. The 1st Vice-President — Merchandise shall:

1. Will perform the duties of the President at meetings of the Wildcats Den or the Executive Board in the absence of the President, or in case of the inability of the President to act.
2. Assume the office of the President in the event of resignation, termination or death of the President.
3. Oversee the compliance of the Bylaws.
4. Organize a committee for merchandise and fundraising.
5. Serve as ex-officio member on all other committees.

6. Work with the President and every athletic program on attending parent meetings to recruit new members.
7. Provide a monthly inventory report of all merchandise to include-purchases, sales, comps, gifted & damaged merchandise.

iii. The 2nd Vice-President — Concessionaire shall:

1. Preside at meetings of the Wildcats Den or the Executive Board in the absence of the President and the 1st Vice-President.
2. Serve as the NBA Representative along with the President.
3. Construct a monthly calendar scheduling of NISD concession stand needs for all programs.
4. Organize a concession stand committee.
5. Handle the administration of all assigned NISD concession stands and forward sign-in sheets to the Secretary.
6. Help chairpersons in their assignment in recruiting and scheduling volunteers to programs and times.
7. Work with the Treasurer and assigned chairperson to fill all concession stands with product needed.

iv. The Secretary shall:

1. Preside at all Wildcats Den meetings.
2. Record all meeting minutes and distribute them to the Wildcats Den members (via email, website, and/or other electronic communication) and then go over them at the next general meeting.
3. Keep an attendance log for all meetings.
4. Keep a log of all volunteer hours worked.
5. Keep a log of approved decisions made with the agenda attached.
6. Assist the Communications Chair in maintaining social media accounts and provide social media updates in their absence.

7. Check the school's post office box weekly or regularly for the Wildcats Den mail.

v. The Treasurer shall:

1. Report monthly income/expense activities and bank balance statements to the Executive Board.
2. Maintain the Wildcats Den bank account and all pertinent accounting software and passwords as directed by the Executive Board.
3. In coordination with the President, ensure that a signature card is on file with the bank with the current President, 1st Vice President and Treasurer. Ensure that credit/debit cards include the name Wildcats Den and are maintained, properly secured and only used for authorized business as directed by the Executive Board.
4. Process account payable payments as received and send billing invoices as needed.
5. Deposit all income generated from various fundraising activities.
6. Distribute cash box change for merchandise and concession stand sales.
7. Count all proceeds from concession stands on campus and make deposits in a timely manner.
8. Supply and maintain the Corporation's tax ID number.
9. Maintain and store financial records for a minimum of five years.
10. Process calendar year reports for tax preparers and make sure papers are filed with the IRS if needed.
11. Work with chairpersons of any committee to supervise financial transactions.
12. Ensure that the Treasurer credit/debit card is maintained, properly secured and only used for authorized business as directed by the Executive Board.

Article V - Election Of Officers

1. Nominations for Officers listed in Article IV shall be made at the April general meeting each year. The nominees must be eligible during the next fiscal year based on requirements as listed in Article III and the consent of each nominee must be obtained before their name is placed in nomination.
2. The ballot listing all the nominees for Officers must be made available to the Membership no less than two weeks prior to the election.
3. The Election of Officers shall take place at the May general meeting each year. Elections of officers shall be by a simple majority vote of all members present.
4. Any Officer vacancies occurring during the year may be filled by a majority vote of the remaining Executive Board, and they will serve in that position for the remainder of the fiscal year.

Article VI - Governance

Section 1

The President shall preside over all meetings of the Wildcats Den or designate another officer (pursuant to Article IV) when the President is absent. The presiding officer shall recognize individuals to speak at all the Wildcats Den meetings. The Secretary shall keep minutes of each meeting of the Wildcats Den, including all meetings of the General Membership and the Executive Board, or designate another officer other than the presiding officer to keep minutes when the Secretary is absent.

Section 2

Each Executive Board position shall have one vote. If more than one individual serves in an Executive Board capacity, one individual representing that Executive Board position shall cast a vote on behalf of that position if agreement is reached with the other individual(s) or submit a vote of present not voting if no agreement is reached. An Executive Board member must abstain from a vote in which the member has a financial interest or other conflict of interest.

The Wildcats Den action on any matter coming before the Executive Board (including, but not limited to, approval or disapproval of a properly compiled request for funds) may be undertaken by a vote of any unanimous vote of the Executive Board.

The Executive Board may meet and vote on matters by a telephonic conference call or conduct such a vote utilizing e-mail exchanges when

deemed necessary by the presiding officer. Although the Executive Board may meet and vote outside of the General Membership meetings, the Executive Board shall report the results of its votes at all General Membership meetings.

Article VII - Standing Committees

Section 1

Chairpersons will be appointed at the last meeting of the school year from the voting membership to coordinate the activities of the Standing Committees. Committee Chairpersons will be invited to the Executive Board meetings as the need arises, but will not have a vote.

Section 2

The following Chairpersons of the Standing Committees will serve at the direction of the Executive Board:

- A. Banquet Chair: shall make all necessary arrangements for the annual varsity awards banquet(s).
- B. Membership Chair: shall greet all attending members and ensure that members have paid annual dues. Identify members willing to serve on various Standing Committees and provide said list to Committee Chairs. Maintain a current roster of paid members in good standing and provide voting cards at general and/or special general meetings if needed.
- C. Merchandise Chair: shall assist 1st Vice-President — Merchandise with coordinating volunteers for sales at on-site events. Obtain approval for merchandise items (design, costs/budget, forms, etc.) before going into production. Manage inventory and fulfillment of orders for membership drives. Track fundraising efforts on a monthly basis. Establish merchandise sale rules and procedures for cash handling and accountability.
- D. Concessions Stand Chair: shall assist 2nd Vice-President — Concessionaire with the creation of a master concessions calendar for Fall, Winter, and Spring sports. Assist with inventory and stocking of concession stands for all events outside of scheduled NBA concessions. Establish local concession stand rules and procedures for cash handling and accountability.
- E. Communications Chair: shall be the Wildcats Den contact with the community and shall be in charge of contacting all members when necessary for any volunteer work or other notifications needed. Shall maintain all social media accounts and provide social media updates regularly throughout the year. Will also maintain the Wildcats Den website.

- F. Scholarship Chair: shall be responsible for scholarship fundraising and processing applications for college scholarships of eligible seniors who participated in UIL/NISD sanctioned athletic competitions at Sotomayor. (See Appendix A for Policies and Guidelines for Applicants of College Scholarships from the Wildcats Den).

Section 3

Additional Committees and Chairpersons may be established by the Executive Board throughout the year if the need arises, and will serve at the direction of the Executive Board.

Article VIII - Parliamentary Authority

Robert's Rules of Order, Newly Revised Edition, shall govern the Corporation in all cases in which they are applicable and which are not in conflict with these Bylaws. The order of meetings will be: Welcome and Meeting Called to Order, Reading of the Minutes from Previous Meeting(s), Financial Report, Officer Reports, Committee Reports, Old Business, New Business, Coaches Report, Next Meeting Date, and Adjournment.

Article IX - Meetings

- A. **Executive Board:** The Executive Board shall meet as needed.
- B. **General Meetings:** General meetings shall be held no less than six times per school year. The meeting dates shall be recommended by the Executive Board at the first called meeting of the Executive Board after installation at a May general meeting.
- C. **Special General Meetings:** Special General Meetings may be called by the Executive Board and a Notice and Purpose of such meetings shall be advised to each member by written or electronic means, as circumstances permit.
- D. **Quorum:** Business at any General and Special General Meeting shall be conducted in accordance with a voting majority of no less than 20 members or 10% of current membership (whichever is smaller) present to transact business.

Article X - Finances

- A. The Fiscal year of the Corporation is July 1 thru June 30 of the following year.

- B. The President of the Wildcats Den may authorize expenditures for budgeted items, not to exceed the amount approved by the membership in the annual budget.
- C. The President of the Wildcats Den shall have the authority to approve non-budgeted expenditures not to exceed \$300.00 per month. All requests shall be submitted via the Wildcats Den Fund Request Form. Expenditures of non-budgeted funds expected to exceed \$300.00, but less than \$1,000.00 shall first be presented to the Wildcats Den Officers for approval by a majority of the officers prior to being obligated. This shall be limited to \$1,000.00 per month per athletic program.
- D. Any expenditure of non-budgeted funds expected to exceed \$1,000.00 shall first be presented via the Wildcats Den Funds Request Form for approval at an executive only meeting or exceeding \$2000.00 presented for approval by the general membership prior to being obligated.
- E. The President, 1st Vice-President, and Treasurer's signatures shall be on file with the bank for signature on checks issued by the Wildcats Den. Only one signature shall be required on ALL checks. Internal protocols will be observed to ensure the security of the checkbook and authorized purchases.
- F. No officer shall approve or countersign a check that has been issued to him or herself.
- G. All currency shall be counted by either two executive board members or board member and chair.

Article XI - Amendments

The Bylaws of the Corporation may be amended by a two-thirds vote of members present at any regular general meeting. Amendments shall be presented in writing or electronically to all members present at least one meeting in advance of the meeting at which the amendment(s) will be voted on, and shall be presented in writing or electronically to all members again prior to the vote. Members desiring to amend the bylaws shall submit proposed amendments in writing to the President who shall present them as provided above.

Appendix A – Policies and Guidelines for Applicants of College Scholarships from the Wildcats Den

- The recipients of the Wildcats Den athletic scholarship to a recognized university/college will be handled on an individual basis based on NCAA guidelines
- The Wildcats Den goal is to have a maximum of \$5,000.00 available for Athletic Scholarships annually. The Scholarship Committee may recommend the amount and number of scholarships awarded to the Wildcats Den Executive Board. Final awards will be determined by the scholarship committee.
- Any Wildcats Den member that has a child/children who are eligible seniors are prohibited from being a member of the Scholarship Committee.
- All student athlete applications with final scoring shall be turned over from the scholarship committee to the Secretary for historical archiving.

Applicant Eligibility Requirements

All student athletes and/or athletic trainers of Sotomayor High School are eligible to apply, provided:

- They are a graduating senior in good standing at the time of application;
- They participated in and completed a full year in a UIL sanctioned athletic program and/or an athletic trainer at Sotomayor High School at the varsity level
- Their family is a member of the Wildcats Den in good standing; or the applicant and/or their representative has accumulated a minimum of twelve (12) service hours at Sotomayor volunteer event(s).
- The Wildcats Den family membership has been secured or service hours at Sotomayor events have been completed by March 1st of the athlete's and/or athletic trainer's Senior year.

Rules are as follows:

The Committee will consist of the Wildcats Den members that do not have Senior athletes and/or athletic trainers. The Wildcats Den officers will present the award and amount of individual scholarships, based on recommendations from the Scholarship Committee. Scholarship funds will be sent to the university/college for deposit into the student athlete's account upon verification of enrollment. The scholarship award will expire one year from the date announced. If the student athlete does not attend college on or before the one year time frame the funds will be returned to the Wildcats Den Scholarship Fund.