

# THE ORIOLE NATION BOOSTER CLUB BY-LAWS



**“Working together for the success of all”**

Current Oriole Nation Officers: President – Joe Maramonte  
Vice President – Dean Witkowski  
Treasurer – Ken Stephany  
Activities Director – Rob Giese  
Secretary – Jodie Giebel

Original Constitution and Review Committee: Sherry Behnke, Doug Forsythe, Robert Giese, Diane Mand, Joe Maramonte.

Original Revision Committee: President – Joe Maramonte, Vice President – Dean Witkowski, Treasurer – Ken Stephany, Activities Director – Rob Giese, Secretary – Jodie Giebel, Fund Raising Committee – Aaron Sadoff, Mike McDowell, Dan Hively.

(Original Constitution Respectfully Submitted – Wednesday, April 1, 2015)

**(Last Revised Constitution Respectfully Submitted – Monday, May 18, 2015)**

Officially Adopted on:  
October 14, 2015

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## **Article I. Organization Name**

### **Section 1:**

The name of the Organization is the Oriole Nation Booster Club (herein after referred to as Oriole Nation).

### **Section 2:**

The official address of the Oriole Nation will be designated to the School District of North Fond du Lac (herein after referred to as the District), 225 McKinley Street, North Fond du Lac, WI 54937.

## **Article II. Purpose and Objectives**

### **Section 1:**

The Oriole Nation is a not-for-profit, volunteer organization within the meaning of Section 501 (c) (3) of the Internal Revenue Code working in conjunction with the District. The Oriole Nation exists for the purpose of broadening the involvement of students, student families, and the community through support for all male and female students (grades K – 12) participating on athletic teams, academics, clubs, and arts. The Oriole Nation works to achieve this through active participation of all parents and supporters in Booster Club activities and fundraising events while working closely with the coaches, athletic director, advisors, teachers, and school administration.

### **Section 2:**

The Oriole Nation participates in and/or sponsors numerous activities to generate funds to support teams/programs directly affiliated with the Oriole Nation. The funds raised by the Oriole Nation will be used to benefit student co-curricular activities related to improving student skills/development, equipment, clothing or other requests brought before the board.

### **Section 3:**

The objective of the Oriole Nation is to support the growth of the District athletic teams, academics, clubs, and arts directly affiliated with the Oriole Nation program and to create an atmosphere that encourages student involvement through participation.

## **Article III. Adoption and Amendments**

### **Section 1:**

The following are hereby adopted as the Bylaws of the Oriole Nation Booster Club. They shall be reviewed whenever deemed necessary or a minimum of annually after election; be subject to amendment, alteration and revision in accordance to the Chapter 181 of the Wisconsin State Statutes.

### **Section 2:**

These Bylaws may be amended by a two-thirds vote of the members present at any general meeting. Any proposed amendment shall first be placed on the agenda for consideration and debate at the monthly meeting preceding the meeting at which the vote on the amendment occurs.

**Section 3:**

The Organization members and the public of the District adopted said Bylaws of the Oriole Nation on October 14, 2015 to be effective immediately. Adoption of Bylaws is recorded in the official minutes of October 14, 2015 meeting.

**Section 4:**

The Organizations revisions to this document can be viewed at the end of this document under “Revision History”.

**Article IV. General Guidelines****Section 1:**

The Oriole Nation must have approved Bylaws, Statement of Purpose, and a Conflict of Interest Policy. A copy of these documents must be on file with the District.

**Section 2:**

The Oriole Nation is organized exclusively for charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**Section 3:**

All meeting minutes and other related documents must be maintained with copies to the District as requested. Documents may be destroyed only after they are no longer needed in compliance with the Internal Revenue Service.

**Section 4:**

All Oriole Nation activities and fundraisers are to be approved by the District administration and placed on the master calendar.

**Section 5:**

No part of the net earnings of the Oriole Nation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the Oriole Nation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the Oriole Nation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by and organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**Section 6:**

This Oriole Nation shall follow all rules and regulations according to the Wisconsin Interscholastic Athletic Association (WIAA) and the District Policies, while promoting a receptive and respectful atmosphere for all students, coaches, advisors, officials, families, and fans.

**Section 7:**

Any co-curricular program directly associated with the District, shall be eligible for consolidation with the Oriole Nation upon approval by a majority vote of those present at regular meetings. Upon consolidation and at all times throughout, each group shall require a Representative as described in Section 1 of Article VII. At the time of consolidation, the newly consolidating group shall have their current account balances transferred to the Oriole Nation account, listed under the encumbered fund (a commitment within the organization to use funds " earmark" for a specific team/program) within that team's name. Expenditures from these encumbered funds do not require Executive Board approval but may be expended on behalf of these teams at the discretion of the Team's Representative.

**Article V. Membership****Section 1:**

The Oriole Nation membership shall be comprised of interested adult community members.

**Section 2:**

No members of the Oriole Nation shall be expected to pay annual membership dues. Each member will be expected to help support activities and fundraising efforts that benefit the students of the Oriole Nation community and the goals set forth by the Oriole Nation.

**Section 3:**

Any individual, organization, or business interested in supporting the Oriole Nation organization may participate in the meetings and scheduled events at no membership cost or obligation.

**Section 4:**

All participants involved or affiliated with the Oriole Nation at any level should subscribe to the goals, objectives, and policies without regard to race, color, creed, or national origin, under such rules and regulations, not in conflict with the provisions of these Bylaws.

**Section 5:**

To be considered a voting member, each shall either hold a current position on the Executive Board or a Team Representative (or designee) within the organization.

## **Article VI. Executive Board**

### **Section 1:**

The Executive Board shall consist of the elected Officers and three at-large representatives (Community, Alumni and a High School Teacher). These elected members shall be selected from the voting members attending the annual reorganization meeting held in July (beginning 2015) and shall hold office for two years commencing on the first day of August. Each Executive Board Officer may hold the same position for consecutive terms if re-elected at the annual reorganization meeting.

### **Section 2:**

The function of the Executive Board shall be to manage and direct the affairs of the Oriole Nation, fulfill the responsibilities approved and directed by the membership, and take such actions as may be required within the scope of these By-Laws for the good of the Oriole Nation between regular meetings.

### **Section 3:**

A simple majority of the Executive Board members present shall constitute a quorum for the transaction of business. A simple majority vote of the Executive Board members present shall be required in order to approve any business brought before the Executive Board outside of regular meetings.

### **Section 4:**

Officer positions shall consist of President, Vice President, Secretary, Activities Director and Treasurer.

#### **A. President Shall:**

1. Preside at meetings.
2. Carry out the decisions of the general membership expressed by a majority vote of those present at vote.
3. Vote only in the event there is a tie during a vote by the members.
4. Serve as primary spokesperson for the Oriole Nation, except as otherwise specified.
5. Direct goals and budget performance.
6. Be responsible for an annual review of facilitating By-Laws revisions as deemed appropriate.
7. Be responsible for the general overall functions of the Oriole Nation.
8. Set agenda for monthly meetings.

#### **B. Vice President Shall:**

1. Support all responsibilities of the President and perform all the duties of the President in his/her absence.
2. Be responsible for guiding and mentoring assigned director positions.

C. Secretary Shall:

1. Keep all Oriole Nation records including By-Laws, meeting minutes, and all necessary reports.
2. Keep and maintain all documents related to the function of the organization. This includes keeping all master copies.
3. Distribute monthly agenda and meeting notices.

D. Treasurer Shall:

1. Receive, deposit, and give account of the current Oriole Nation assets.
2. Have charge of all funds, securities, and all Oriole Nation financial records.
3. Maintain appropriate records.
4. Make payments for all Oriole Nation liabilities.
5. Submit a financial statement at each monthly Board meeting
6. Submit a fiscal year-end statement.
7. Obtain proper State, Federal, and IRS approval of the 501(c) (3) Non –Profit status.

E. Activities Director Shall:

1. Be responsible for planning and organizing activities such as concessions and fundraising events.
2. Maintain a list of community, organizational, and company contacts.

F. At Large Members (3):

1. Community Member
2. Alumni Member
3. High School Teacher

## **Article VII. Club/Group/ Team Representatives**

### **Section 1:**

The head coach of each sport, club advisor or program lead (i.e. vocal music), according to Article IX, Section I, shall select a Team Representative.

A. Duties of Team Representative:

1. Each team/group shall have a team representative present at each regular Oriole Nation meeting.
2. Team Representatives shall disseminate information from the regular Oriole Nation meetings to the coaches, club advisor, student, and parents.
3. Team Representatives shall review the monthly financial report issued by the Treasurer, paying particular attention to the encumbered fund(s) for which he/she is a Team Representative. Any points requiring clarification should be raised as soon as possible or within a reasonable time frame with the Executive Board and/or the club advisor or Coach/Parents.
4. Team Representatives are responsible in coordination with the Oriole Nation Committees to find volunteers/students for contributing to projects and fundraising activities.

**Section 2:**

Each program participating in the Oriole Nation shall at all times have a designated representative (the Team Representative) to serve as the spokesperson for that activity in all matters coming before the Oriole Nation, whether related to that particular activity or otherwise. The Representative shall be selected by the head coach of each sport or the club advisor who shall notify the Oriole Nation President of his or her designated Team Representative and any changes or substitutions occurring during the school year. No person may serve as the Team Representative for more than one activity. Each Team Representative shall be entitled to cast a single vote as any other Committee member, or general member of the Oriole Nation. Team Representatives are not required to attend all meetings, but are expected to attend those meetings where they have requested an item on the agenda.

**Section 3:**

Participation in the Oriole Nation on the part of coaches, advisors, instructors and any interested community members involved with each activity is welcome and encouraged, but the Team Representative selected by the head coach, advisor or program lead shall be considered as the official representative of each particular activity.

**Section 4:**

All requisitions of funds submitted on behalf of a particular activity shall be presented to the Oriole Nation by the designated Team Representative.

**Article VIII. Committees****Section 1:**

There shall be such committees appointed from the general membership as deemed necessary by the Executive Board and/or the general membership to properly execute all of the Oriole Nation programs and activities.

**Section 2:**

The Executive Board shall appoint Committee chairpersons as deemed necessary.

**Section 3:**

Committee chairperson will recruit committee volunteers from the general membership or other interested parties.

**Section 4:**

Current standing Committees (See "Committee Members" document for list of current committee members):

- Finance Committee
- Fundraising Committee
  - Walleye Weekend Committee
  - Oriole Open Committee
- Marketing Committee
- Concession Committee

**Section 5:**



Meetings shall be held at least once a month or as needed throughout the school year. Attendance by all committee members is encouraged.

## **Article IX. Nominations and Elections**

### **Section 1:**

Nominations to serve as an Executive Officer are to be accepted by all those present at the July reorganization meeting. All nominations must be accepted and consented by the nominees. Elections will take place immediately after nominations have ended.

### **Section 2:**

If there are two or more nominees for the same position, an election by ballot will take place during the July business meeting. A quorum having been established, election decisions shall be made by a majority vote of the voting members present at the meeting.

### **Section 3:**

If there is one nominee unopposed for a position, the President shall deem the nominee duly elected at the business meeting. No ballot election is necessary for an unopposed nominee.

### **Section 4:**

Executive Board Members will be filled as needed or to replace vacated positions. Nominations to serve as a Committee Member are to be accepted by all those present at meetings. All nominations must be accepted and consented by the nominees. Elections will take place immediately after nominations have ended.

### **Section 5:**

Effective July of 2015 at the annual reorganization meeting, no coaches, advisors or program leads with a paid position within the District shall hold an Executive Board Officer position with the exception of the High School Teacher.

### **Section 6:**

Effective July of 2015 at the annual reorganization meeting, spouses shall not hold positions concurrently within the Executive Board.

## **Article X. The Oriole Nation Year**

### **Section 1:**

The business year for purposes of fiscal and tax reporting shall run from August 1<sup>st</sup> to July 31<sup>th</sup>.

### **Section 2:**

The business year for purposes of the term of offices and elections shall run from August 1<sup>st</sup> to July 31<sup>th</sup>.

## Article XI. Meetings

### Section 1:

Regular club meetings shall be held on the 1<sup>st</sup> Wednesday of each month unless the Executive Board deems a change necessary.

### Section 2:

One annual general reorganization meeting shall be required for the purpose of the nomination and election of officers, which will be conducted in July at the business/reorganization meeting.

### Section 3:

The President, or the majority of the Board, may call special meetings as deemed necessary.

### Section 4:

All meeting minutes must be maintained with copies to the District administration as requested.

### Section 5:

All Officers that make up the Executive Board, Committee Members, and Team Representatives will be included in all voting decisions at regular meetings. A quorum will consist of a minimum of nine (9) attendees for the purposes of the article.

### Section 6:

Decisions at meetings should be handled using Robert's Rules of Order. This process should include a motion "I move that..." describing the desired action, a second "I Second" by a different member, followed by a debate and voting process. Although a voice vote may be the simplest and most common method of voting, Oriole Nation topics relating to elections shall be voted upon by using the ballot vote method. Any vote may be chosen by a member to be conducted using the ballot vote by stating "I move that the vote be taken by ballot."

### Section 7:

Executive Board meetings shall be held as deemed necessary by the President. These meeting will be held at a convenient location per agreement of all Executive Board meetings and may change as deemed necessary.

## Article XII. Recording and Filing

### Section 1:

All records created by the members of the Oriole Nation including master membership lists, concession records, etc. must be continually updated and submitted to the President and Secretary for filing each monthly meeting.

### Section 2:

All documents requested by the District will be communicated only through the President of the Oriole Nation. No other members or public volunteers will be asked to facilitate this communication.

### Section 3:

All funds and donations will be filed and recorded with a commitment to disperse these monies

equally or as seen fit through the Finance Committee and membership voting. Donations may be earmarked into encumbered funds for a specific team at any level in the Oriole Nation according to Article XV, Section 2.

**Section 4:**

The Oriole Nation program will keep an inventory of all purchases and donations. Any donations made by the Oriole Nation for equipment, uniforms or other apparel shall become property of the District and not the property of the individuals.

**Article XIII. Projects and Activities**

**Section 1:**

All proposed projects and activities through the Oriole Nation should be approved at regular or special meetings prior to the event.

**Section 2:**

All proposals for projects shall include the following plan of action:

1. Detailed Description of the Plan of action
2. Estimate of expense and/or income from the project
3. Personnel responsible for the project.

**Section 3:**

All projects and activities held on school property shall be cleared with the District Administration through a facility request.

**Article XIV. Finance**

**Section 1:**

The Oriole Nation shall be empowered to receive, hold and expend funds acquired by the organization with the sole purpose of supporting the District athletic programs, academics, and arts according to the purposes/objective (see Article IV.) of the Oriole Nation and/or the expressed wishes of the voting population.

**Section 2:**

No person shall serve the Oriole Nation with compensation. Reimbursement shall be provided for assigned duties or accrued expenses, granted prior approval by a majority vote was established. This pre-approval process must include a detailed written description of assigned duties or list of planned expenses including specific service, usage, mileage, etc.

**Section 3:**

In no event shall the revenues of the Oriole Nation be used to pay, reimburse, or defray fines or penalties incurred by the District coaching staff, advisors, teachers, administration, or board of education.

**Section 4:**

Checks drawn on the Oriole Nation accounts shall be signed by the President or Treasurer.

**Section 5:**

All requests for monies over \$5000 must have taken consideration of two (2) businesses before presenting to the Oriole Nation.

**Section 6:**

Notwithstanding any other provision in these articles, Oriole Nation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Article XV. Budget and Requisitions of Funds****Section 1:**

All monies received by the Oriole Nation for any purpose shall be deposited to the credit of the Organization in a financial institution or institutions selected by resolution of the Executive Board.

**Section 2:**

Funds accumulated through any fundraising efforts in accordance to Article IV, Section 4 shall be deposited in the Oriole Nation's General Account. Funds allocated to specific groups through either business or private donation/request, although deposited in the Oriole Nation's General Fund, shall be separately tracked as encumbered funds for each group. Expenditures from these encumbered funds do not require Executive Board approval but may be expended on behalf of these groups at the discretion of the Team Representative and/or varsity coach or advisor.

**Section 3:**

The Treasurer shall close the books for the fiscal year and prepare a budget report to be presented at the September meeting.

**Section 4:**

Each group deciding to request monies, must submit a requisition for funds for a specified purpose benefiting the particular group. All requisitions for funds submitted to the Oriole Nation shall be presented using the standard requisition form provided by the Treasurer accompanied by at least two quotes for items over \$5000 for such item(s). Requisitions shall not be approved by any individual member of the Oriole Nation, but rather be approved by a majority vote of the voting members. All expenditures must be listed on the Treasurer's Report.

**Section 5:**

Funds requisitions shall be submitted to the Oriole Nation President for placement on the agenda at least 7 days prior to the monthly membership meeting at which the requisition is first presented. A verbal presentation shall be made at the meeting by the Team Representative, during which the nature, purpose, amount, and other details relating to the requisition shall be explained to the membership. The presentation may be supplemented by any coach or advisor requesting the funds, and the membership shall have the opportunity to ask questions of the Team

Representative, coach, advisor, or Activities Director and discuss the proposed requisition. No action shall be taken on any requisition at the meeting at which it is first presented if the amount exceeds \$5,000 according to Section 7 of this article. The requisition shall then be placed on the agenda for the next scheduled meeting, at which time the Team Representative, coach, advisor or Activities Director shall be present to answer any further questions of the membership. The requisition shall then be discussed and acted upon by the voting members, which may vote to approve, deny or approve with modifications.

**Section 6:**

Any requisition for funds exceeding \$5,000 must be discussed at two consecutive meetings, one of which must be a regularly scheduled meeting. A majority vote of the voting members present at the second meeting is necessary for approval. The two consecutive meetings must be held at least five days apart. If there is a need for a special meeting, at least nine (9) voting members must vote at the meeting.

**Section 7:**

Factors to be considered by the Oriole Nation in regard to any requisition of funds include, but shall not be limited to:

- 1) The Oriole Nation's yearly budget and current financial condition.
- 2) The amount of any funds contributed from their encumbered funds by the particular activity toward the total cost of the requested item(s).
- 3) The amount and frequency of previous requisitions from the particular activity in relation to other activities.
- 4) The compatibility of the requested item(s) with the mission, Bylaws and policies of the Oriole Nation.

**Section 8:**

Funds shall not be disbursed to the requesting activity until such time as a purchase order or written quote for the approved item(s) has been provided to the Treasurer. Requisitions shall be limited to items (or budget amount) proposed to be acquired following approval by the Oriole Nation, and the Oriole Nation shall not assume the liability, nor approve the reimbursement of any person or activity, for any items previously purchased or contracted for by the person or activity prior to obtaining the Oriole Nation's approval. If requested by the executive board, the requesting Activity shall provide a status report to the Oriole Nation at each membership meeting following the approval of the requisition with respect to the completion of the purchase, delivery and installation of any approved item(s), until the Oriole Nation is satisfied that the terms of the requisition have been fulfilled. The Oriole Nation may vote to rescind its approval if the requesting activity has not completed the purchase of the approved item(s) in a timely manner or otherwise complied with the intent or terms of the approval

## **Article XVI. Distribution of Funds**

### **Section 1:**

The Finance Committee shall meet during the month of August to create a budget proposal for the following fiscal year. This proposal shall be presented at the September meeting to be voted on by the voting members. If the proposal is passed, it shall become the official guideline for budget. If the budget proposal is denied, the Finance Committee shall reconvene to create a new budget proposal to be presented at the October meeting. This procedure will continue until the voting members pass a budget proposal. The voting members will vote separately on all budget requests until the budget is set.

### **Section 2:**

During the 1<sup>st</sup> week in June, the Oriole Nation shall send out budget requests to all team Representatives. The Team Representatives shall require head coaches, advisors, teachers or Activities Director to complete the request by the business meeting/reorganization meeting held in July. The Finance Committee will view the proposed team budgets for evaluation. The Finance Committee will make modifications according to the overall operating budget, which will be established during the July Finance Committee meeting as explained in Section 1 of this article. The operating budget shall be voted on at the following meeting in August. Each group Representative will receive a document from the Finance Committee stating the specific response to their budget proposal.

## **Article XVII. Dissolution**

### **Section 1:**

Upon the dissolution of the Oriole Nation organization, assets shall be distributed of one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or to the School District of North Fond du Lac.

### **Section 2:**

In the event of dissolution of the Oriole Nation organization, all liabilities and obligations shall be paid in full. Each group will withdraw their designated monies according to the “encumbered funds” within the General Fund. The remainder of the General Fund (monies not designated) shall be equally divided and donated to the athletic, academic, and arts programs affiliated with the Oriole Nation club of the District. The dissolution shall take place only in the following manner:

1. Voting member requests dissolution in writing to the Oriole Nation members at least 30 days prior to the annual business/reorganization meeting.
2. Oriole Nation President must notify members of vote of dissolution at least 10-15 business days prior to the annual business/reorganization meeting.
3. If the majority vote is in favor of dissolution at the business/reorganization meeting, the Treasurer must proceed with final disbursement of funds and file forms of dissolution with the State of Wisconsin and the Internal Revenue Service.

**Section 3:**

In the event, that one particular program within the Oriole Nation Organization requests to dissolve itself from the Organization. Will result in that that team or group only withdrawing their Encumbered Monies within the General Fund free from any stipulations. This dissolution from the Organization shall take place only in the following manner:

1. Group wishing to separate must provide request in writing to the Oriole Nation members at least 30 days prior to the annual business/reorganization meeting.
2. Oriole Nation President must notify members of vote of separation at least 10-15 business days prior to the annual business/reorganization meeting.
3. If the majority vote is in favor of allowing separation at the business/reorganization meeting, the Treasurer must proceed with final disbursement of funds and file.

SINCE THE ORIOLE NATION IS AN UNINCORPORATED ASSOCIATION, THIS DOCUMENT MUST BE PROPERLY FILED AND APPROVED BY THE GOVERNING BODY OF THE ORGANIZATION AND BE SIGNED AND DATED BY AT LEAST TWO BOARD MEMBERS/EXECUTIVE BOARD MEMBERS.

NAME: \_\_\_\_\_ TITLE: \_\_\_\_\_ DATE: \_\_\_\_\_

NAME: \_\_\_\_\_ TITLE: \_\_\_\_\_ DATE: \_\_\_\_\_