

**BYLAWS OF
COMET CO-CURRICULAR COMMITTEE**

 2018

ARTICLE I - NAME

The name of the organization shall be COMET CO-CURRICULAR COMMITTEE ("PMC3"). The only reporting obligation of this organization to the general membership will be to provide regular reports. At least 2 reports (which shall include an accounting of all revenues and expenses) must be made to the Penn Manor School Board each year. All expenditures and changes to the bylaws must also be approved by the School Board.

ARTICLE II - GOALS

Section 1. To unite Booster Clubs and all co-curricular groups in the Penn Manor High School listed on Exhibit "A" in working together for the welfare and enrichment of students, to provide supplemental funding for facilities, activities, equipment and materials, which promote the co-curricular activities of students.

Section 2. To encourage interaction, participation and communication among Booster Clubs, and between Booster Clubs and all co-curricular groups listed on Exhibit "A" and the school district.

Section 3. To coordinate and enhance internal controls and the use of funds and to comply with various IRS and sales tax issues.

Section 4. To administer development opportunities that can be used to help fund facility, equipment and other needs that will contribute to the co-curricular activities of the school district.

Section 5. The purposes of the PMC3 are exclusively for charitable purposes set forth in the Articles of Incorporation. In pursuing such purposes, the PMC3 shall not act so as to impair its eligibility for exemption under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. The PMC3 shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501 deductible under the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law). The net earnings of the Club shall not inure to the benefit of, nor be distributed to its Board of Directors, officers, or other persons, except this organization shall be authorized to pay reasonable compensation to any person, including Directors, for services rendered and to make payments for expenditures, incurred on behalf of the Club in furtherance of its purposes, as the President or the Board authorizes. Club activities shall not be directed toward attempting to influence legislation,

and the Club shall not participate in or intervene in any political campaigns on behalf of, or in opposition to, candidates for public office

Section 6. The PMC3 will secure resources from individuals, corporations, community organizations, and clubs to distribute in accordance with the purpose and funding criteria established by the PMC3.

ARTICLE III - MEETINGS

Section 1. The business and affairs of the PMC3 shall be managed by its Voting Board. The Voting Board shall consist of at least five (5) and no more than nine (9) individuals. After the initial year, the individuals on the Voting Board shall be selected by the general membership at its annual meeting each year. Each Voting Board members shall be from a different organization from the groups listed on Exhibit "A" The School District Superintendent, Athletic Director, one school board member and one or more high school principals or associate principals shall be non-voting ex-officio members of the Voting Board The Voting Board shall have an annual meeting in June of each year, at such time and place as determined by the Voting Board (or, in the absence of action of the board, the President of the Board or the Athletic Director of the School District). At least one meeting of the general membership shall be held In May each school year prior to the Voting Board annual meeting. The time and place of the meetings shall be announced at least seven (7) days prior to the meeting.

Section 2. The Voting Board shall also have regular meetings at least four (4) to six (6) times as year as determined by the Voting Board. Special meetings of the Voting Board may be called by petition of a majority of the Voting Board members. The time and place of all special meetings shall be announced at least seven (7) days prior to the meeting.

Section 3. Those persons present at a properly called Voting Board special meeting shall be designated as a quorum, if representatives from fifty percent or more of the Voting Board members are present, and shall be entitled to take action on behalf of the PMC3.

Section 4. The initial Voting Board shall consist of such persons as are designated by the Superintendent. The initial Voting Board Members shall serve a term until June 30, 2020. Subsequent Voting Board members shall serve a one year term. Voting Board members may serve three (3) consecutive terms.

ARTICLE IV- MEMBERSHIP

Section 1. One officer or designee of any co-curricular groups of any Penn Manor High School sanctioned co-curricular activity shall be part of the general membership of this group and eligible to hold office if elected to the Voting Board. A list of permissible organizations is attached as Exhibit :”A”. Any individual representative of any co-curricular group, shall only represent one approved co-curricular group. Such list may be amended from time to time by the Voting Board, or in its absence, the Superintendent and by the Penn Manor School District School Board.

Section 2. The general membership shall meet once each year prior to the Voting Board annual meeting to discuss ideas for the PMC3, funding mechanisms, expenditure ideas and

any other matters that may come before the membership. The membership meeting shall be run by the officers of the Voting Board.

ARTICLE V - OFFICERS AND THEIR ELECTION

Section 1. The officers of this organization shall be a President, Vice President, Treasurer and Secretary. Officers shall be elected by ballot annually at the annual Voting Board meeting. If there is but one nominee for any office, election for that office may be by a show of hands.

Section 2. Nominations for officers shall be made by a Nominating Committee of three members appointed by the President one month prior to the election of the officers. The consent of each candidate must be obtained before the name is placed in nomination.

Section 3. In the case of a vacancy occurring in the office of President, the Vice President shall automatically succeed to complete the expired term. A vacancy occurring in any other office shall be filled by a majority vote of the remaining members of the Voting Board at its next scheduled meeting. Notice of such election shall be given at least seven (7) days prior to the meeting.

Section 4. The Voting Board may establish committees which shall consist of one or more Voting Board members and shall have the powers and authority to perform the duties delegated to it by the Voting Board.

ARTICLE VI - DUTIES OF OFFICERS

Section 1. The President shall preside at all meetings of the PMC3; shall be a member ex officio of all committees except the Nominating Committee; and shall perform all other duties usually pertaining to the office.

Section 2. The Vice President shall act as an aide to the President and shall perform the duties of the President in the absence of that officer.

Section 3. The Secretary shall record the minutes of all meetings of the organization and shall perform such duties as may be delegated to him or her.

Section 4. The Treasurer shall be the financial officer of the PMC3; and shall have charge and custody of, and be responsible for, all funds of the PMC3, and the books and records relating to the same, and shall deposit all such funds in the name of the PMC3 in depositories selected by the Voting Board; shall render to the Voting Board, upon request, an account of all the Treasurer's transactions as Treasurer and of the financial condition of the PMC3; shall, in general, perform such other duties as are incident to the office of Treasurer and as may be assigned by the Voting Board; and shall, if required to do so by the Voting Board, furnish bond in such form and amount and to cover such risks as the Voting Board may determine

ARTICLE VII - FINANCES AND REPORTING

Section 1. The Voting Board shall be responsible for fundraising activities of the PMC3. These funds, including any funds generated by marketing activities of the School District through Market Street Sports or otherwise, shall be combined and used for joint projects or expenses. The Voting Board, with final approval of the School Board, will determine how funds are to be used and distributed.

Section 2. The PMC3s may accept or reject any donation or gift for a specific purpose. An item may be considered for rejection if it does not contribute to the goals and objectives of the organization or if ownership would tend to adversely affect the School District or it is determined not be in the best interest of the School District.

Section 3. Based on input from the membership at the annual membership meeting, the Voting Board will generate lists of projects and expenditures and shall determine how funds of the PMC3 are to be disbursed. All expenditures other than routine costs or expenses under \$500.00 shall be approved by the School Board. Any check written out of the PMC3 account shall be signed by at least 2 officers of the Voting Board.

ARTICLE VIII - PARLIAMENTARY AUTHORITY

Robert's Rule of Order Revised shall govern the PMC3 in all cases, which they are applicable and in which they do not conflict with these bylaws.

ARTICLE IX - LIMITATION OF PERSONAL LIABILITY OF VOTING BOARD MEMBERS

Section 1. Personal Liability.

- a) General Rule: Any member of the Voting Board shall not be personally liable for monetary damages for any action taken or any failure to take any action, except to the extent that exemption from liability for monetary damages is not permitted under the laws of the Commonwealth of Pennsylvania as now or hereafter in effect. The provisions of this Subsection (a) are intended to exempt the Voting Board members from liability for monetary damages to the maximum extent permitted under Pennsylvania law.
- b) Specific Rule: Without limitation of Subsection (a) above, a Voting Board member shall not be personally liable for monetary damages for any action taken or any failure to take any action, unless: (i) he or she has breached or failed to perform the duties of office under the Pennsylvania Nonprofit Corporation Law and (ii) the breach or failure to perform constitutes self-dealing, willful misconduct or recklessness. The provisions of the preceding sentence shall not exempt a Voting Board Member from: (i) the responsibility or liability of a Voting Board member pursuant to any criminal statute; or (ii) the liability of a Voting Board member for the payment of taxes pursuant to local, state or federal law.

Section 2. Modification or Repeal: The provisions of this Article may be modified or repealed by the Voting Board in accordance with the procedures for amending these bylaws; provided, however, that any such modifications or repeal shall not have any effect upon the liability of a Voting Board member relating to any action taken, any failure to take any action, or events which occurred prior to the effective date of such modification or repeal.

ARTICLE X - INDEMNIFICATION

Section 1. General Rule. The PMC3 shall, to the fullest extent permitted under the laws of the Commonwealth of Pennsylvania as now or hereafter in effect, indemnify any person (and his heirs, executors and administrators) who was or is a party, witness or other participant, or is threatened to be made a party, witness or other participant, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (including, without limitation, actions by or in the right of the corporation), by reason of the fact that he is or was a Voting Board member or officer of the PMC3, or is or was serving at the request of the PMC3 as a member of the Voting Board or officer of another corporation, partnership, joint venture, trust or other enterprise, against all expenses (including attorneys' fees, court costs, transcript costs, fees of experts and witnesses, travel expenses and all other similar expenses), judgments, fines, penalties and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding.

ARTICLE XI - AMENDMENTS

These bylaws may be amended at any Voting Board meeting provided notice of the proposed amendment shall have been distributed to the general membership at least seven (7) days prior to the meeting, and the proposed amendment is approved by vote of a majority of members of the Voting Board and by two-thirds (2/3) of the Penn Manor School District School Board.