

BY-LAWS

of

KENNESAW MOUNTAIN HIGH SCHOOL BASEBALL BOOSTER CLUB, Inc.

ARTICLE I

Name, Purpose, Principal Offices, Corporate Seal and Fiscal Year

Section 1. Name. The name of the Corporation is KENNESAW MOUNTAIN HIGH SCHOOL BASEBALL BOOSTER CLUB, Inc. a non-profit organization organized under the laws of the State of Georgia. The Organization may be referred to hereafter as "the Organization" or "the Committee".

Section 2. Purpose. The Organization is organized exclusively to promote parent/student involvement; coordinate all supporting activities, including feeder programs; encourage attendance at baseball-related functions; provide those services, facilities and equipment which are not provided by the school; ensure recognition for the baseball program and its athletes and increase the enjoyment of the fans at all baseball activities at Kennesaw Mountain High School; and to conduct related activities which qualify this Organization for exemption from taxation under Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or hereafter amended, and to expend or apply the assets of the Organization for such purposes.

Section 3. Principal Offices. The principal office of the Organization shall initially be located at 273 Springbrooke Trail, Dallas, Georgia 30157. The Board of Directors may change the location of the principal office and may also designate additional offices where needed.

Section 4. Corporate Seal. The Board of Directors shall have power to adopt and alter the seal of the Organization.

Section 5. Fiscal Year. The fiscal year of the Organization, unless otherwise determined by the Board of Directors, shall be the calendar year.

ARTICLE II

Membership

Section 1. Single Membership. A single membership entitles the individual to one (1) vote on those matters which members shall be called upon to vote, to hold office and all other rights and responsibilities of membership in the Committee. No proxy votes shall be entertained.

BY-LAWS

of

KENNESAW MOUNTAIN HIGH SCHOOL BASEBALL BOOSTER CLUB, Inc.

ARTICLE I

Name, Purpose, Principal Offices, Corporate Seal and Fiscal Year

Section 1. Name. The name of the Corporation is KENNESAW MOUNTAIN HIGH SCHOOL BASEBALL BOOSTER CLUB, Inc. a non-profit organization organized under the laws of the State of Georgia. The Organization may be referred to hereafter as "the Organization" or "the Committee".

Section 2. Purpose. The Organization is organized exclusively to promote parent/student involvement; coordinate all supporting activities, including feeder programs; encourage attendance at baseball-related functions; provide those services, facilities and equipment which are not provided by the school; ensure recognition for the baseball program and its athletes and increase the enjoyment of the fans at all baseball activities at Kennesaw Mountain High School; and to conduct related activities which qualify this Organization for exemption from taxation under Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or hereafter amended, and to expend or apply the assets of the Organization for such purposes.

Section 3. Principal Offices. The principal office of the Organization shall initially be located at 273 Springbrooke Trail, Dallas, Georgia 30157. The Board of Directors may change the location of the principal office and may also designate additional offices where needed.

Section 4. Corporate Seal. The Board of Directors shall have power to adopt and alter the seal of the Organization.

Section 5. Fiscal Year. The fiscal year of the Organization, unless otherwise determined by the Board of Directors, shall be the calendar year.

ARTICLE II

Membership

Section 1. Single Membership. A single membership entitles the individual to one (1) vote on those matters which members shall be called upon to vote, to hold office and all other rights and responsibilities of membership in the Committee. No proxy votes shall be entertained.

Section 2. Election of Members. Applications for membership in the Organization shall be made to the Executive Committee.

Section 4. Dues. Membership dues for all classifications of membership shall be determined by the Executive Committee and reported to the membership.

Section 5. Governmental Policies. This Organization shall be subject to the policies and approval of the Principal of Kennesaw Mountain High School, the Cobb County Board of Education, the Georgia High School Association, the Georgia State School Standards, and the Southern Association of Colleges and Schools Accrediting Agency.

ARTICLE III

Meetings

Section 1. Executive Committee Meetings. Shall be held prior to, subsequent to or concurrent with general membership meetings. Special meetings may be called by the President, or at the request of the Head Baseball Coach or the Principal.

Section 2. Board Meetings. The Board of Directors may fix the time and method of calling its own meetings.

Section 3. General Meetings. General meetings shall be held each month at a place and time to be determined.

Section 4. Special Meetings. Special meetings may be called by the Executive Committee with one week's notification of the members. Said notification may be given orally.

Section 5. Quorum. A quorum shall consist of:

- (a) Executive Committee - three officers;
- (b) Board of Directors - fifty percent of members including three officers;
- (c) General Membership - Board of Directors' quorum plus those members present at a regular meeting.

Section 6. Presiding and Recording Officers. In the event of the absence of the President, the Board of Directors shall elect a temporary presiding Chairman. In the event of the absence of the Committee Secretary, the presiding Chairman shall appoint a temporary recording officer.

ARTICLE IV

Officers

Section 1. Number and Qualification. The officers of the Executive Committee shall be appointed from within the Committee as follows:

A. President(s). The President(s) shall have general supervision and management of all current affairs of this Organization. He shall preside at all meetings of this Organization. He shall report on any matters that may be of importance to this Organization. He shall carry out the decisions of the Executive Committee and shall appoint any special committee not otherwise provided for herein. He shall serve as a ex officio member of all committees.

B. Vice-President(s). Shall perform the duties of President in his absence. He shall undertake any duties assigned by the President, Executive Committee or Board of Directors.

C. Secretary. Shall record, report and maintain minutes of all meetings of the general membership, Board of Directors and Executive Committee. Shall coordinate all correspondence and provide direction to Standing or special committees. Shall appoint an assistant who will assume all secretarial duties in his absence.

D. Treasurer(s). The Treasurer shall receive all funds of the Organization. Shall obtain the signature of another Officer for all checks in excess of \$250. Shall keep a detailed account of all income and expenditures. Shall endorse, on behalf of the Organization, all negotiable instruments received and deposit them in accounts designated by the Executive Committee. Shall make disbursements as directed by the Board of Directors, Executive Committee or President. Shall report on the financial status of the Organization when requested at meetings of the general membership, Executive Committee or Board of Directors. Shall compile and execute any tax applications or returns as required by federal or state law. Shall commit all accounts and other records to the succeeding Treasurer. Shall perform other related duties as directed by the President and shall appoint an assistant who will assume the duties of Treasurer in his absence.

ARTICLE V

Board of Directors

Section 1. The Board of Directors shall be comprised of the Executive Committee and the chair, or designated representative, from each standing committee.

Section 2. The Board of Directors shall be responsible for prioritizing proposed projects, recommending policies and presenting budget proposals to the President.

ARTICLE VI

Appointed Officers and Committees

Section 1. **Nominations.** The Executive Committee shall appoint a Nominating Committee at the general membership meeting in October. This committee shall be comprised of the Principal, the Head Baseball Coach, two general membership appointees and one member of the Executive Committee. The committee shall meet to compile a slate of officers, contact the candidates to ascertain their willingness to serve, and present the slate of officers at the general meeting in December. Other candidates may be nominated from the floor at that time.

Section 2. **Elections.** After nominations are closed, each candidate may speak for himself or allow another member to do so. The candidates shall be excused while a vote is taken by a show of hands. A majority vote is required for election. If more than two candidates are running for the same office and no majority vote is obtained, the candidate receiving the least number of votes shall be eliminated and the vote retaken. This procedure shall be repeated until a candidate has been elected. Those not elected may be nominated again for remaining positions.

Section 3. **Installation.** Newly elected officers shall be installed at the January meeting and shall assume all duties on the first of January. During the interim period, outgoing officers shall be expected to confer with and advise their successors as to their new duties.

Section 4. **Resignation.** Any officer may resign at any time in writing to the President, Vice-President or Secretary of the Organization. Unless otherwise requested in writing, the resignation shall be effective when tendered.

Section 5. **Removal.** Any officer may be removed upon recommendation from the Executive Committee or by a majority vote at a general membership meeting.

Section 6. **Replacements.** The President shall appoint, with the approval of the Executive Committee, individuals to complete unexpired terms of office.

ARTICLE VII

Standing Committees

The following Standing Committees shall be established:

A. Fund Raising. The Fund Raising Committee shall coordinate membership drives, program advertisement sales, the annual golf tournament, man membership tables at various community functions, and assist in all other fund raising activities.

B. Hospitality. The Hospitality Committee shall coordinate all booster sponsored banquet and press box activities, including supplies, food and personnel.

C. Game Programs. The Game Programs Committee shall be responsible for all preparations involved in the distribution of game programs and rosters, including advertising, printing and sales.

D. Executive Committee. The Executive Committee shall be comprised of the head baseball coach, the Principal or his/her designee (as an ex officio member), and the following duly elected members: PRESIDENT(S), VICE-PRESIDENT(S), SECRETARY and TREASURER(S) to responsibly run, manage, record and dutifully manage all monies. Additional assistants to the Executive Committee shall be appointed by the President. Vacancies in office shall be filled by appointment of the Committee with the approval of the other members of the Executive Committee. The Executive Committee shall be responsible for handling day-to-day expenses, supervising the standing committees and authorizing approved expenditures up to \$10,000 and any non-budgeted expenditure up to \$1,000.

E. Concessions. The Concessions Committee shall coordinate all supplies, equipment (including food and spirit items) and personnel for the efficient operation of the concessions.

F. Public Relations. The Public Relations Committee shall advise the school's media assignee of any newsworthy events or accomplishments. Additionally, this committee shall contact members as requested by the President, provide phone notification to membership of meetings as requested by the President or Secretary, provide phone scheduling of concession workers as directed by the President or Concessions Committee, and notify members of any upcoming special events.

G. Building and Grounds. The Building and Grounds Committee shall coordinate all booster activities relating to the construction, upkeep and maintenance of the stadium and grounds of Kennesaw Mountain High School.

H. Youth Committee. The Youth Committee shall have the responsibility of directing and coordinating the activities of booster-funded feeder programs.

Each committee shall prepare, maintain and update quarterly a record of its activities, with suggestions and/or comments on the most efficient methods of operation.

ARTICLE VIII

Youth Program

Section 1. The Youth Committee shall have the responsibility of directing and coordinating the activities of booster-funded feeder programs.

The Committee shall recommend a Chairperson whose experience is compatible with the teaching strategies of the Kennesaw Mountain High School Baseball program.

The Committee shall monitor the feeder program to ensure its compatibility with the high school program, and shall assist the Chairperson in funding recommendations and budget requirements.

The Committee shall collect all registrations, gate and net concession revenues for submission to the Organization's general funds account.

The Varsity Head Coach, in conjunction with the principal, shall have final authority relating to the appointment, removal, discipline or replacement of BASEBALL coaches.

The Committee shall maintain scheduling information and report such information to the general membership.

Section 2. The Youth Program Chairperson shall execute the league participation agreements with Baseball booster club. The Chairperson shall also be responsible for securing game day officials.

The baseball booster club shall be responsible for any budgeted feeder program fees, officials' fees, insurance and miscellaneous expenses. Capital expenditures in excess of budgeted amounts will require committee review and Board of Directors' approval.

ARTICLE IX

Finances

Section 1. The fiscal year of the Kennesaw Mountain High School Baseball Booster Club, Inc. shall begin on the first day of January.

Section 2. The President and Treasurer shall jointly negotiate and execute approved contracts on behalf of the Organization.

Section 3. No loan shall be contracted on behalf of the Organization unless duly authorized by 2/3's of the general membership present.

Section 4. The Treasurer shall maintain only one checking account for the Organization and all its committees.

Section 5. Annual dues shall be determined by the Executive Committee.

Section 6. An annual independent audit shall be conducted at the end of each fiscal year.

ARTICLE X

Amendments

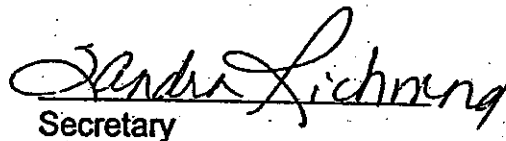
Section 1. The Constitution or By-Laws may be amended at any scheduled meeting of the general membership by a 2/3's vote of members present, if there is a quorum in attendance.

ARTICLE XI

Interpretation and Conflicts

Section 1. Interpretation. In the event there shall be two interpretations of any part of these By-Laws, one which would be illegal or invalid, and another which would be legal or valid, then the interpretation which would be legal or valid shall be used. In any legitimate controversy to the interpretation of any part of these By-Laws, the decision of the Board of Directors to the proper interpretation of those parts in controversy shall be final and binding.

Section 2. Conflicts. In the event that any part of these By-Laws shall conflict with the Articles of Incorporation, then the provisions of the Articles of Incorporation in conflict shall be valid. In the event that any part of these By-Laws shall conflict with any other part of these By-Laws, then the conflicting provision containing the most strict provision shall be valid. In the event any part of these By-Laws shall conflict with the purposes of the Organization, then the conflict shall be resolved in favor of the interpretation carrying forth the purposes of the Organization. In the event that any part of these By-Laws might disqualify the Organization from maintaining status as an organization described in Section 501(c)(3) of the Internal Revenue Code, then such part shall be null, void and of no force and effect to the extent necessary, so that the Organization will be an organization as described in Section 501(c)(3).


Secretary

Dated as of 12/1, 2000.