

**BYLAWS
OF THE Cedar Park High School
CELEBRITIES BOOSTERS**

Restated Bylaws

Dated September 13, 2007

**Article 1.
Name of Organization and Principal Office**

- 1.1 The name of the organization shall be the Cedar Park High School Celebrities Boosters ("Celebrities Boosters").
- 1.2 The principal office and mailing address shall be 1525 Cypress Creek Road, Suite H PMB 151, Cedar Park, Texas 78613. All communications shall be directed to Celebrities Boosters.

**Article 2.
Purpose**

- 2.1 Celebrities Boosters is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding sections of any future Federal tax code ("Internal Revenue Code").
- 2.2 The property of Celebrities Boosters is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this organization shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person.
- 2.3 The organization shall be noncommercial, nonsectarian, and nonpartisan. Neither the name of the organization nor the names of any members of the Celebrities Boosters shall be used to endorse or promote a commercial concern or in connection with any partisan interest or for any purpose not appropriately related to the promotion of the Celebrities or the Celebrities Boosters in the discretion of the Executive Board.
- 2.4 Celebrities Boosters shall not enter into membership with other organizations. This organization may cooperate with other organizations but a representative shall make no commitments that bind the Celebrities Boosters without the approval of the Executive Board.
- 2.5 The purpose of the Celebrities Boosters shall be to:
 - a. support the objectives of the Cedar Park High School Celebrities ("Celebrities") as defined by the director(s) of the Celebrities ("Director");
 - b. provide financial support for the Celebrities program as deemed necessary by the Director; and
 - c. promote, and provide guidance and assistance for Celebrities activities as requested by the Director.
- 2.6 The objectives of the Celebrities Boosters shall be to:
 - a. provide moral support to the Celebrities and the Director;
 - b. promote excellence, pride, scholarship, and community involvement through the Celebrities program;
 - c. encourage parent and legal guardian involvement; and
 - d. strive to ensure that opportunities are available to all students enrolled in the Celebrities program.
- 2.7 In pursuit of these purposes and objectives, Celebrities Booster shall not seek to direct or direct the administrative activities of the Celebrities program or control its policies.

Article 3.
Membership & Voting Rights

- 3.1 Membership of the Celebrities Boosters shall be open to and consist of the parents and/or legal guardians of students actively enrolled in the Celebrities program and the Celebrities Director ("Active Members"). In the event any member of the Celebrities is represented by more than one household, the parents and/or legal guardians of each household are eligible for membership.
- 3.2 In addition to those members identified in section 3.1, the Celebrities Boosters may admit additional members based on the following criteria ("Associate Members") Associate Members may participate in Celebrities Boosters activities as agreed by the Executive Board. The criteria for Associate Membership shall consist of:
- a. Corporate Membership may be granted as determined by the Executive Board and upon receipt of a corporate donation.
 - b. Alumni Membership shall be granted to former Celebrities and Celebrities Boosters ("Alumni Member") upon receipt of a minimum annual donation as determined by the Executive Board.
 - c. Honorary Membership shall be granted to those persons or organizations as determined by the Executive Board. Notwithstanding the foregoing, the principal of Cedar Park High School shall be deemed an Honorary Member of the Celebrities Boosters.
- 3.3 The term of membership shall coincide with school calendar determined by Leander Independent School District ("Membership Term").
- 3.4 Membership fees shall be decided by the Executive Board and shall not exceed \$150.00 per Membership Term for each household. Membership fees shall be paid in two equal installments and shall be due no later than September 30 and January 31. Membership fees for members entering the Celebrities Boosters after September 30 or after January 31 shall be pro-rated for the remainder of the current installment period. The Celebrities Director shall not be required to pay membership fees. Active Members having more than one student enrolled in the Celebrities program shall be required to pay only one membership fee.
- 3.5 Any member shall have the right to submit a written complaint to the Executive Board. The Executive Board shall make reasonable efforts to address any such complaint with the member in a timely manner. The Executive Board shall subsequently determine whether the complaint has merit and should be pursued or dismissed.
- 3.6 Voting privileges shall be limited to Active Members who are in good standing and have paid the applicable membership fees. Voting privileges shall be limited to one vote per household. Associate Members shall have no voting rights.
- 3.7 In the event a student is no longer enrolled in the Celebrities program, the parents and/or legal guardians of the student may continue to participate in Celebrities Boosters activities as Alumni Members in the discretion of the Executive Board.
- 3.8 There shall be no voting by proxy, written or otherwise.

Article 4.
Membership Meetings

- 4.1 General meetings of the Celebrities Boosters shall occur monthly on the first Thursday of each month. The time of each meeting shall be established by the Executive Board. There will be no meetings in the months of June and July.
- 4.2 Special meetings of the Celebrities Boosters may be called by the President or by a majority of the Executive Board with a minimum of three days notice, such notice being sufficient if provided by email to the members.
- 4.3 Unless otherwise deemed necessary by a majority vote of the Executive Board, the election of officers shall be facilitated during the general meeting held in April.
- 4.4 A quorum of the general membership shall be a majority of the Executive Board and at least three voting members at large.

- 4.5 The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Celebrities Boosters in all cases in which they are applicable and in which they are not in conflict with these Bylaws.

Article 5. Officers & Officer Elections

- 5.1 The officers of the Celebrities Boosters shall be President, Vice President, Treasurer, Assistant Treasurer, and Secretary. These positions shall be held only by Active Members. In the event any officer position is not held by an Active Member having a sophomore student in the Celebrities program, the membership may opt to elect a Sophomore Liaison to serve as an officer.
- 5.2 The President will be elected for a term of one year. An Active Member seeking the role of President shall have served as an officer or Committee Chair in the previous year. In the absence of a candidate for President, the Vice President will succeed to President.
- 5.3 The Vice President will be elected for a term of one year. An Active Member seeking the role of Vice President shall have served as a Committee Chair or a committee member in the previous year.
- 5.4 The Secretary, Treasurer, and Assistant Treasurer will be elected for a term of one year. In the absence of a candidate for Treasurer, the Assistant Treasurer shall succeed to Treasurer.
- 5.5 Officer elections shall be held at the general meeting held in April. To be elected, a candidate must receive a simple majority of votes. Voting shall be conducted by written ballot and conducted by the Nominating Committee.
- 5.6 The newly elected officers shall attend the Executive Board meeting held in May in order to prepare for a transition of roles prior to assuming their duties June 1. New officers shall be installed by the outgoing President at the general meeting held in May.
- 5.7 The terms of office for all officers shall begin on June 1 and end on May 31. Should a vacancy occur during the elected office term, the Active Members shall elect an officer to fill the vacancy for the unexpired portion of the term; provided, however, in the event the office of President is vacated, the Vice President shall succeed to President, and in the event the office of Treasurer is vacated, the Assistant Treasurer shall succeed to Treasurer.
- 5.8 A Nominating Committee consisting of three Active Members shall be appointed by the Vice President and the Celebrities Director two months prior to election of officers. The Nominating Committee shall include Celebrities Directors. Current officers may not serve as members of the Nominating Committee.
- 5.9 The Nominating Committee shall solicit the Active Members for nominations, and submit a written report to the Vice President listing one nominee for each office to be filled. The report shall be signed by a majority of the Nominating Committee members. Nominations will be presented at the general meeting held in April; nominations from the floor will be accepted at such meeting.
- 5.10 Active Members residing in the same household shall be considered as one nominee for purposes of holding office.
- 5.11 Any officer wishing not to complete his/her term of office shall submit a letter of resignation to the Executive Board.
- 5.12 An officer may be asked to resign due to dereliction of duty. Appointment of a replacement shall be the responsibility of the President with majority consent of the Executive Board. Dereliction of duty shall be determined by the Executive Board based on concerns expressed by members of the Celebrities Boosters.

Article 6. Executive Board

- 6.1 The Executive Board shall consist of the elected officers, the Celebrities Directors, the prior President ("Past President"), the Sponsorship and Communications Committee Chairs and the Sophomore Liaison, if any.
- If the Past President does not have a student enrolled in the Celebrities program during the year immediately after holding office, his/her participation in the Executive Board shall be in an advisory

capacity and at his/her discretion; as such, the Membership fee shall be waived. Otherwise, the Past President shall notify the Executive Board in writing by August 1 if he/she declines to participate.

- 6.2 A majority of the Executive Board shall be defined as at least three officers. The President or Vice President must be one of the officers present.
- 6.3 The Executive Board shall act for the organization as necessary between general meetings, set meeting time and place, and make recommendations to the membership. No actions taken shall conflict with actions taken by the membership in general or special meetings.
- 6.4 Each Executive Board member must be an Active Member in good standing.
- 6.5 Executive Board meetings of the Celebrities Boosters shall occur monthly on the first Monday or Tuesday of each month. If the calendar month begins on later than the first Tuesday, then the Board meeting shall occur on the last Monday or Tuesday of the prior month. The time of each meeting shall be established by the President and Vice President to accommodate a quorum.

Article 7. Officer Duties

- 7.1 The officers of the Executive Board shall provide supervision, control, and direction of the Celebrities Boosters pursuant to these Articles of Organization and Bylaws. The Executive Board shall keep the membership informed of actions, programs, activities, and functions of the organization, and shall be authorized to conduct business on behalf of the organization. The Executive Committee may authorize any officer of the Celebrities Boosters to enter into a contract or execute any instrument in the name of and on behalf of the organization.
- 7.2 The President shall set the agenda and preside at all Celebrities Boosters meetings and Executive Board meetings, and oversee all aspects of the Celebrities Boosters program including: development of annual budget that reflects anticipated revenues and expenditures, calling meetings of the membership and Executive Board when necessary, serving as ex-officio member of all committees except the Nominating Committee, and performing other duties as requested by the Executive Board.
- 7.3 The Vice President shall assume the duties of the President in the absence of the President, assist the President as requested, maintain membership rosters and communicate with the membership (via email or phone), identify members for the Nominating Committee, identify and coordinate chaperones for the Celebrities as requested by the Celebrities Director, and perform other duties as requested by the Executive Board.
- 7.4 The Treasurer shall record all financial matters of the Celebrities Boosters, serve as co-signer on Celebrities Boosters funds, receive and deposit all funds collected, collect receipts or bills for all disbursements, report on financial matters to the Executive Board and general membership, submit annual financial matters to the Executive Board and/or the Audit Committee which is appointed by the President, and perform other duties as requested by the Executive Board.
- 7.5 The Assistant Treasurer shall be responsible for assisting the Treasurer in the performance of his/her duties, serve as co-signer on Celebrities Booster funds, receive and file all correspondence and legal documents pertaining to the organization, and perform other duties as requested by the Executive Board.
- 7.6 The Secretary shall record minutes of all Executive Board and general membership meetings and submit minutes in electronic format to the President and Vice President for review prior to approval at successive meetings; prepare correspondence to the Celebrities Boosters in coordination with the Celebrities Director, President and/or Executive Board; and perform other duties as requested by the Executive Board.
- 7.7 The Communications Chair shall supervise the Communications Committee and provide telephone/email communications to members, and perform other duties as requested by the Executive Board.
- 7.8 The Sophomore Liaison, if any, shall attend and participate in Executive Board meetings, assist in identifying any items that may need to be addressed for new members, and perform other duties as requested by the Executive Board.

Article 8.
Standing and Special Committees

- 8.1 The Executive Board shall appoint standing and special committees. The Executive Board shall establish such committees as necessary to further the goals of the Celebrities Boosters. The Executive Board shall determine the purpose, scope, and responsibilities of each committee.
- 8.2 Each committee shall be comprised of a chairperson ("Committee Chairperson") and a reasonable number of Active Members as deemed necessary to support the Committee Chairperson. Any Active Member in good standing shall be eligible for the position of Committee Chairperson or committee membership. Committee Chairpersons shall be nominated during the first general meeting and elected by a show of hands.
- 8.3 Active Members shall be encouraged to volunteer for committees. In the absence of a sufficient number of volunteers for any committee, the Executive Board shall have the right to reasonably appoint Active Members to committees.
- 8.4 A Committee Chairperson may be asked to resign due to dereliction of duty. Removal of any committee Chairperson and appointment of a replacement shall be the responsibility of the President with majority consent of the Executive Board. Dereliction of duty shall be determined by the Executive Board based on concerns expressed by Active Members.
- 8.5 The Committee Chairperson shall be responsible for maintaining a list of its committee members and conducting its meetings, and shall periodically report to the Executive Board on its activities. The term of each Committee Chairperson shall be for the then-current Membership Term as defined in section 3.3.
- 8.6 Each committee shall be bound by these Bylaws. No committee may expend or commit to expend monies of the Celebrities Boosters without the approval of the Executive Board.
- 8.7 Standing committees shall be identified by the Executive Board. Such standing committees may include, but not be limited to: Fundraising, Hospitality, Communications, Golf Tournament, Spring Show, Host Contest, Concessions, Sponsorship, Scholarship and Financial Audit Committee as described below.
- a. The **Fundraising Committees** shall coordinate all Celebrities fundraising projects. These committees will support activities as needed for tournaments, contests, clinics, and spring show.
 - b. The **Hospitality Committee** shall be responsible for arranging pick up and distribution of drinks/food for Celebrities at performances, parties and other activities as requested by the Celebrities Director. This committee will support activities as needed for tournaments, contests, and spring show.
 - c. The **Communications Committee** shall be responsible for:
 - i. submitting photos and articles to local newspapers regarding Celebrities activities;
 - ii. maintaining the Celebrities website.
 - d. The **Spring Show Committee** shall be responsible for assisting the Celebrities Director by coordinating spring show activities, including production of printed programs and t-shirts, construction of props, lighting, door staffing, and sales of flowers/tickets/concessions.
 - e. The **Host Contest Committee** shall be responsible for assisting the Celebrities Director by coordinating host contest activities, including door staffing and flowers/tickets/concessions sales.
 - f. The **Concessions Committee** shall be responsible for staffing and providing products for sales at spring show and host contests.
 - g. The **Sponsorship Committee** shall be responsible for solicitation of corporate sponsors on an ongoing basis.
 - h. The **Scholarship Committee** shall be responsible for administering the scholarship program, including the review of scholarship applications during the selection process.
- 8.8 Special committees shall be established for Costumes, Construction, Major Trip Activities, Alumni Liaison, Community Outreach, and others as deemed necessary from time to time by the Executive Board.

**Article 9.
Fiscal Year and Financial Activities**

- 9.1 The fiscal year of the organization shall begin June 1 and end May 31.
- 9.2 The Treasurer and Assistant Treasurer will work with the Celebrities Directors to create a budget to be presented to the Executive Board. Upon approval by the Executive Board, the budget will be presented to the membership for approval no later than the general meeting held in September.
- 9.3 The Financial Review Committee, consisting of the President, Treasurer, Assistant Treasurer, Secretary, and Celebrities Directors, shall conduct an annual review of the financial activity for the current Membership Term.
- 9.4 At the discretion of the Active Members, through a majority vote of those present at any scheduled meeting of the organization, an independent auditor shall be retained to perform a limited review, review, or audit of the financial records of the organization.
- 9.5 Upon completion and review by the Executive Board, the Treasurer and Assistant Treasurer will be responsible for filing state and federal tax returns.

**Article 10.
Dissolution**

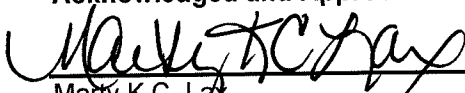
- 10.1 A resolution to dissolve the Celebrities Boosters, as passed by a majority vote of the Executive Board, may be presented by the Celebrities Director at a meeting of the membership, provided, however, that written notice is sent to each member at least two weeks prior to such meeting. A majority vote of eligible voting members in attendance at such meeting shall be required to approve the resolution.
- 10.2 Upon dissolution of the Celebrities Boosters, the Executive Board shall, after paying or providing for the repayment of all liabilities of the organization, dispose of all noncash assets and transfer the net cash assets to the Cedar Park High School Celebrities Activities Fund. However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then, as determined by the Executive Board, the assets of the Celebrities Boosters shall be distributed to any fund, foundation or organization (a) which is organized and operated exclusively for the charitable and educational purposes specified in section 501(c)(3) of the Internal Revenue Code, and (b) whose purpose is to serve students of the Leander Independent School District.


**Article 11.
Amendments**

- 11.1 These Bylaws may be amended by the Executive Board at any time, and presented at any regular Celebrities Boosters meeting for the purpose of approval. Any amendment(s) shall be (a) made available to the members at least two weeks prior to such meeting in electronic format by way of email or posting on www.cphscelebrities.org and (b) subject to approval by a two-thirds vote of the members at a meeting where a quorum is present.

The foregoing Restated Bylaws have been adopted and approved by the members of the Celebrities Boosters in attendance at the organizational meeting held on September 13, 2007.

Acknowledged and Approved:


Marty K.C. Lax
President


Tamara Shaffer
Vice President

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