

BY-LAWS OF
THE GARNET VALLEY 5TH QUARTER CLUB INC.

ARTICLE I – NAME

The Name of this corporation is: The Garnet Valley 5th Quarter Club Inc., hereafter referred to as “the Corporation”.

ARTICLE II – INITIAL REGISTERED OFFICE

The Corporation’s initial registered office in the Commonwealth of Pennsylvania shall be located in the County of Delaware 35 James Howard Road, Glen Mills, PA 19342. The board of directors / officers may from time to time change the registered office by a corporate resolution, along with the required filing of the Pennsylvania Department of State change form.

ARTICLE III – PURPOSE

- a) The Corporation is incorporated under the Pennsylvania Nonprofit Corporation Law of 1988. The Corporation is organized and shall be operated exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or a related section of a successor statute (hereinafter “Code”). More specifically,

- b) The Corporation may receive property by gift, devise or bequest, invest and reinvest the same, and apply the income and principal thereof, as the Board of Directors may from time to time determine, either directly or through contributions to any religious, educational, or charitable organization or organizations, exclusively for religious, charitable, and educational purposes.

- c) Provided no jeopardy is created to its status as a corporation exempt from Federal income tax under Section 501(c)(3) of the Code. The Corporation further shall be authorized to do any and all lawful acts which may be necessary and useful, suitable, or proper for the furtherance of the purposes of the Corporation; to engage in any lawful business or activities related thereto; and to engage in any lawful act or activity for which corporations may be organized under the Pennsylvania Nonprofit Corporation Law of 1988.

- d) To provide a direct line of communications between the parents, athletes and coaches.

- e) To promote the welfare of the athletes and support the coaches during the football season.

ARTICLE IV - DURATION

The period of its duration is perpetual.

ARTICLE V – NONSTOCK, NONPROFIT CORPORATION

The Corporation is organized on a nonstock basis and does not contemplate pecuniary gain or profit, incidental or otherwise.

ARTICLE VI - MEMBERSHIP

- a) The privilege of membership shall be extended to any parent / guardian of a child on the Garnet Valley High School Football team.
- b) Membership can be extended to any person, not qualified under the paragraph above, once approved by a quorum of the general membership. This person must have a sponsor that is currently a member, as defined above. This approval will be in force for one year and can be renewed.

ARTICLE VII – TAX-EXEMPT PROVISIONS.

- a) The property of this Corporation is irrevocably dedicated to religious, charitable, and educational purposes, and no part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the corporation and to make payments and distributions in furtherance of the purposes set forth in these Articles. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The Corporation 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.
- b) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Code or by a corporation the contributions to which are deductible under Section 170 of the Code.
- c) In the event the Corporation is found to be in any one year a “private foundation” as defined by Section 509(a) of the Code, it shall be (1) required to distribute its income for such taxable year at such time and in such manner as not to subject the Corporation to taxation under Section 4942 of the Code; (2) prohibited from any act of “self-dealing” as defined in Section 4941(d) of the Code; (3) prohibited from retaining any “excess business holdings” as defined by Section 4943(c) of the Code; (4) prohibited from making any investment in such manner as to subject the Corporation to taxation under Section 4944 of the Code; and (5) prohibited from making any taxable expenditure as defined in section 4945(d) of the Code.
- d) Upon dissolution or winding up of the Corporation, all assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code. Any such assets not so disposed of shall be disposed of exclusively for such purposes by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located

ARTICLE VIII - EXECUTIVE COMMITTEE

The Executive Committee shall consist of a body of elected directors and officers, at least one (1) Chairperson.

a) Six (6) elected officers:

1. President (1)
2. Co-Vice Presidents (2)
3. Secretary (1)
4. Treasurer (1)
5. Fund Raising Chair (1)

b) Chairperson – The Chairperson(s) shall preside at all meetings and give leadership to the Corporation, stimulate all members to their best effort on behalf of this Corporation and supervise all business.

c) Secretary – The Secretary shall keep precise records of all meetings of the Corporation and the executive committee, perform such duties as may be delegated to the office, including the handling of all correspondence and publicity.

d) Treasurer – The Treasurer shall secure all monies of the Corporation. Keep accurate records and receipts. Pay out local funds, voted on by the board authorized in Article VIII. The treasurer shall present a statement of account at every meeting of the Corporation, display balanced receipts and other expenditures since the previous meeting.

e) Fundraiser – The Fundraiser shall work with the Corporation to create new ideas to raise money for the prosperity of the team.

NOTE: The officers shall be divided as deemed necessary by the members.

ARTICLE IX - QUORUM

A Quorum shall consist of a majority of elected officers, including the Chairperson and twenty five percent (25%) of the Executive Committee plus those members present.

ARTICLE X - ELECTION OF OFFICERS

SECTION I - NOMINATIONS

a) Nominations for office will be address at the next to the last meeting of the year.

b) Any member in good standing (as define below) is eligible for appointment to the executive committee.

c) Voting will be held at the last meeting of the year.

SECTION II - ELIGIBILITY

a) In order to be nominated for office, nominees must have attended (4) the Corporation meetings, or have been present and supported (4) functions. Functions are defined as camp dinners, team dinners, program sales, and any sponsored activity that supports the program.

SECTION III - ELECTIONS

- a) The tenure of office shall be for one (1) year.
- b) In case of a tied vote for any office, a run-off election shall be held immediately.
- c) If a vacancy occurs in any office, the Chairperson shall fill the vacancy, approved by the Executive Committee.

ARTICLE XI - MEETINGS

The Corporation will meet weekly starting in September and continuing through November, unless otherwise stated by the Executive Committee.

ARTICLE XII - EXPENDITURES

SECTION I - EXPENDITURES OF FUNDS

- a) Projected yearly budget must be pre-approved
- b) Expenditures of funds in excess of \$500.00 shall require advanced approval of the Executive committee at a regular scheduled or called meeting or by email approval.
- c) Expenditures of funds for transactions involving amount less than \$500.00 and that are currently under budget may be paid without authorization, but must be reported at the next scheduled meeting.
- d) Expenditures for item that are not budgeted for or for item that are over budget must be approved by the Executive Committee.

SECTION II - VALIDATING CHECKS

One officer signature must be on file to sign checks. Only one (1) signature is required to sign checks.

SECTION III - AWARD GUIDELINES

a) A number of awards are given to the football players each year at the football banquet. These awards are funded by the 5th Quarter Club. However, all choices for the awards are made solely by the coaching staff and are announced at the banquet.

b) All four (4) year players will have their original jersey framed at the expense of the 5th Quarter Club. All four-year football players in good standing will receive this award.

Note: Good Standing mean completion of 4 years of high school football either at Garnet Valley High School or any other high school program, that can be verified by the coach.

ARTICLE XIII - PARLIAMENTARY AUTHORITY

SECTION I - AMENDMENTS

These By-laws may be amended at any regular meeting of the Corporation by a two thirds (2/3) vote of the members present and voting, providing notice of the proposed amendment shall have been given at the previous meeting.

SECTION II - ROBERTS RULES

Robert's Rule of order revised shall govern this corporation in all cases to which its regulations are applicable and not inconsistent with these By-laws.

ARTICLE XIV LIMITATION OF LIABILITY

To the fullest extent permitted by the Pennsylvania Nonprofit Corporation Law of 1988, as now in effect or as may hereafter be amended, no director or officer of the Corporation shall be personally liable for damages in any proceeding brought by or in the right of the Corporation, or in connection with any claim, action, suit or proceeding to which he or she may be or is made a party by reason of being or having been a director of the Corporation, provided however, that such relief from liability shall not apply in any instance where such relief is inconsistent with any provision applicable to corporations described in Section 501(c)(3) of the Code.