**BYLAWS OF**

**SHOOTING STARS DANCE COMPANY BOOSTER CLUB, INC.**

**ARTICLE I: THE CORPORATION**

**Section 1.1** **Name**. The name of the corporation is Shooting Stars Dance Company Booster Club, Inc. The Corporation is organized as a non-profit corporation under the provisions of the California Non-Profit Corporation Act, and Section 501(c)(3) of the Internal Revenue Code.

**Section 1.2 Purpose**. The Corporation's operations shall be confined exclusively to the charitable and educational purposes set forth in the Articles of Incorporation of this Corporation. No part of the funds or property of this Corporation shall inure to the benefit of any officer or director or member of the Corporation upon dissolution.

**Section 1.3 Members**. The Corporation shall have voting members. Membership shall be voluntary and requires a minimum of 2 hours of volunteer service for the voting year. Membership is not required for Dance Company families, however, The Corporation shall have voting members at the discretion of the Board of Directors of the Corporation. Any action which would otherwise require approval by the members shall require only approval of the Board of Directors.

**ARTICLE II: OFFICERS**

**Section 2.1 Number**. The officers of the Corporation, Executive Board, shall be a President, a Treasurer, and a Secretary, and such assistant treasurers, assistant secretaries or other officers as may be elected by the Board of Directors from time to time. Executive Board officers shall also include a Parliamentarian, an Executive Vice President, a Vice President of Membership and a Vice President of Programs. Appointed positions will include a Parliamentarian, who is an Executive Board member and a Public Relations Manager who may sit on the board but is not required to attend meetings. Any two or more offices may be held by the same person, except the President and Secretary shall not be the same person.

**Section 2.2 Appointment and Term of Office**. All officers of the Corporation shall be elected annually by the Members of the Booster Club. A vacancy in any office may be filled by the majority vote of those Members present at any duly noticed and quorumed meeting of the Booster Club. Executive Board positions are a 1 year term, individuals may serve 2 consecutive terms maximum for each position.

**Section 2.3 Duties**. The officers of the Corporation shall perform such duties as may be prescribed by the Membership, and shall perform such other duties as are customarily performed by persons holding such offices, insofar as such duties are consistent with their duties as prescribed by the Membership.

**Section 2.4 Removal**. Any one or more of the officers of the Corporation may be removed at any duly noticed and quorumed regular or special meeting of the Booster Club by resolution adopted by a majority of the Members present, and the Officers at such meeting or at any Board of Director’s meeting held thereafter may elect such officers' successors.

**ARTICLE III: MEETINGS**

**Section 3.1 Regular Executive Board Meetings**. A regular meeting of the Executive Board shall be held without notice, other than the notice given by this Bylaw, Bi-Annually in the Month of August, at the commencement of the competition dance season of each year and in the Month of June, at the closing of the competition dance season of each year. The Executive Board may provide by resolution the time and place for the holding of additional regular meetings without notice other than such resolution. Regular meetings are closed to the Executive Board unless by invitation.

**Section 3.2 Special Executive Board Meetings**. Special meetings of the Executive Board may be called by or at the request of the President of the Corporation or any two Officers. The person or persons requesting a special meeting may fix the date and time of such meeting and such meeting shall be held at the principal office of the Corporation, unless another place is designated by the President or Officers requesting the meeting. Special meetings are closed to the Executive Board unless by invitation.

**Section 3.3 Regular Booster Club Meetings**. A regular meeting of The Booster Club shall be held without notice, other than the notice given by this Bylaw, Bi-Annually in the Month of September, at the commencement of the competition dance season of each year and in the Month of June, at the closing of the competition dance season of each year. The Executive Board may provide by resolution the time and place for the holding of additional regular meetings without notice other than such resolution. Regular meetings are open to members of the Booster Club.

**Section 3.4 Special Booster Club Meetings**. Special meetings of the Booster Club may be called by or at the request of the President of the Corporation or any two Members. The person or persons requesting a special meeting may fix the date and time of such meeting and such meeting shall be held at the principal office of the Corporation, unless another place is designated by the President or Members requesting the meeting. Special meetings are open to members of the Booster Club.

**Section 3.5 Removal**. An Officer may be removed at any time and for any reason or no reason by formal action of the Executive Board at a duly noticed and quorumed meeting.

**Section 3.6 Quorum**. Quorum for a vote during a Regular Executive Board Meeting or Special Executive Board Meeting is defined as one half of the officers on the Excecutive board plus 1/2 , and rounded up. Quorum for a vote during a Regular Booster Club Meeting or Special Booster Club Meeting is defined as The number of officers serving on the Excecutive board plus ½ of the officers , and rounded up.

**ARTICLE IV: MATTERS NOT COVERED BY BYLAWS AND ARTICLES OF INCORPORATION**

The Provisions of the California Non-Profit Corporation Act, shall apply to all matters not specifically mentioned in the Articles of Incorporation or in the Bylaws of this Corporation, insofar as said provisions

are not inconsistent with the Articles of Incorporation and these Bylaws. The Corporation shall take no action inconsistent with Section 501(c)(3) of the Internal Revenue Code of 1986, as the same may be amended from time to time, and the regulations promulgated thereunder.

**ARTICLE V: AMENDMENT OF BYLAWS**

These Bylaws may be amended only by a vote of a majority of the Executive Board of the Corporation then in office at a duly noticed and quorumed Executive Board meeting.

SECRETARY'S CERTIFICATE I, the undersigned, the duly elected and acting Secretary of Shooting Stars Dance Company Booster Club, Inc. (the "Corporation"), a California non-profit corporation, do hereby certify that the foregoing Bylaws are the Bylaws of the Corporation, as duly adopted by the Executive Board effective the \_\_\_\_\_\_\_\_\_\_ day of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, 20\_\_\_\_\_.

IN WITNESS WHEREOF, I have hereunto subscribed my name as of such date.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Kelly Pooley Date

Secretary of Shooting Stars Dance Company Booster Club, Inc.

SHOOTING STARS DANCE COMPANY BOOSTER CLUB, INC.

CONSENT OF DIRECTORS

(Organizational Meeting)

The undersigned Officers of Shooting Stars Dance Company Booster Club, Inc. (the "Corporation"), a California non-profit corporation, acting by written consent in lieu of an organizational meeting pursuant to the provisions of the California Non-Profit Corporation Act, do hereby take the following action and adopt the following resolutions:

The Officers have been informed that the Articles of Incorporation of the Corporation have been filed, that the Certificate of Incorporation has been issued, and that the Corporation's corporate existence began on \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_.

The Officers hereby adopts the Bylaws of Shooting Stars Dance Company Booster Club, Inc., a copy of

which is to be certified by the Secretary of the Corporation and filed in the corporate minutes book.

The Membership elects the following named persons to serve as officers of the Corporation until their successors have been elected and qualified, and subject to the provisions of the Bylaws, each such officer to have and perform such duties as may be from time to time prescribed by the Membership.

Christine Price \_\_\_\_\_\_\_\_\_ President

Stephanie Asmar\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Executive V.P.

Patrice Hallak \_\_\_\_\_\_\_\_\_\_\_\_\_ \_ V.P. Membership

Shali Borkowski & Gina Lee\_\_\_\_ \_\_ Co-V.P. Programs

Kelly Pooley \_\_\_\_\_\_\_\_\_\_\_ Secretary

Jennifer Miller \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Treasurer

Pam Petersen \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Parliamentarian

The Executive Board authorizes and ratifies the opening of a bank account in the name of and on behalf of the Corporation, and adopts resolutions for such purpose, copies of which shall be kept in the corporate minutes book. The signature of any officer of the Corporation shall be required on all checks drawn on this account.

The Executive Board adopts the following resolutions:

1. RESOLVED, that the fiscal year of the Corporation shall be that chosen by the treasurer.

2. RESOLVED, that the officers of the Corporation are hereby authorized and directed

to take whatever steps they deem necessary or desirable to file an "Application for Recognition of Exemption under Section 501(c)(3) of the Internal Revenue Code" with the Internal Revenue Service, and to report to the Corporation's Members on all progress made on such Application.

3. RESOLVED, that the officers of the Corporation have contacted the State of California for the following purposes:(i) to establish a California tax identification number for the Corporation; and (ii) to apply for exemptions from the California franchise tax

4. RESOLVED, that the officers of the Corporation are hereby authorized and directed to commence the business of the Corporation. This Consent may be executed in counterparts, each of which shall be

effective, and all of which, when taken together, shall constitute one and the same

original.

DATED and EFFECTIVE the \_\_\_\_\_\_\_\_\_\_ day of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Christine Price, President Date

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Stephanie Asmar, Executive V.P. Date

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Kelly Pooley, Secretary Date

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Jennifer Miller, Treasurer Date

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Pam Petersen, Parliamentarian Date

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Patrice Hallak, V.P. Membership Date

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Shali Borkowski, Co-V.P. Programs Date

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Gina Lee, Co-V.P. Programs Date

DATE OF AMENDMENT \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

DATE OF ADOPTION \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_