

BLUE THUNDER BOOSTERS

BY-LAWS

BELVIDERE, ILLINOIS

ARTICLE I

NAMES AND PURPOSES

Section 1. The name of this organization shall be the "BLUE THUNDER BOOSTERS" (hereinafter referred to as the "Club").

Section 2. The purpose of this Club shall be:

1. To support and encourage participation in sports activities.
2. To expand and perpetuate interest in all school-sponsored sports activities.
3. To encourage the SPIRIT of good sportsmanship and fellowship.
4. To create a bond between school personnel, players and parents to improve and support the athletic program.

ARTICLE II

OFFICES

The corporation shall have and continuously maintain in this State a Registered Office and a Registered Agent whose office is identical with such Registered Office.

ARTICLE III

MEMBERS

Section 1. Any person who has an interest in the purposes of the Club shall be eligible for regular membership in the Club, except District No. 100 students.

Section 2. An active member shall be any person who has paid current annual dues.

Section 3. The annual dues from members shall be fixed by resolution duly adopted by the Board of Directors.

ARTICLE IV BOARD OF DIRECTORS

Section 1. The Board of Directors shall have the control and management of the affairs and funds of the Club, but shall have no power at any time to render the Club liable beyond the amount of cash in the hands of the Treasurer, or in process of collection and not otherwise appropriated. It shall be the duty of the Board of Directors to carry out the projects of the Club and to that end it may exercise all the powers of the Club.

Section 2. The number of directors shall be eleven (11), and shall consist of the Belvidere North High School Athletic Director, the Belvidere North High School Principal or his or her representative, and nine (9) additional directors, of which shall serve for a term of two (2) year term each. Initially, four (4) directors shall be selected for a term of two (2) years, and five (5) directors for a term of one (1) year. Each director shall hold office until his or her term expires or until their successors have been duly appointed, elected and qualified.

Section 3. Meetings. The Board of Directors shall have regular meetings at such times as the Board of Directors may fix by resolution and no additional notice thereof shall be required. Special meetings may be called by the President or any three (3) Directors by written notice delivered personally, sent by mail to each director at his or her address as shown on the records of the corporation, or sent by electronic mail to each director at his or her email address as shown on the records of the corporation, at a reasonable time in advance of the meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed with postage thereon prepaid. If electronically mailed, such notice shall be deemed to be delivered when sent. Any director may waive notice of any meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such a meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened.

Section 4. Quorum. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, provided, that if less than a majority of the directors present may adjourn the meeting from time to time without further notice.

Section 5. Manner of Acting. The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, except where otherwise provided by law or by these by-laws.

Section 6. Vacancies. A vacancy in any office or in the Board of Directors shall be filled by the Board of Directors for the unexpired portion of the term of the individual.

ARTICLE V OFFICERS

Section 1. Officers. The officers of the corporation shall be President, Vice-President, Secretary and Treasurer. No individual may hold more than one office at a time.

Section 2. Election. The officers of the corporation shall be elected by the directors at the annual meeting hereinafter provided for. Each officer shall hold office until his or her successor shall have been duly elected and qualified.

Section 3. Removal from Office. Any officer or director elected or appointed may be removed by the Board of Directors whenever in its judgment, the best interests of the corporation would be served thereby; but, such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 4. President. The President shall be the principle executive officer of the corporation and shall preside at all meetings of the Club and of the Board of Directors. He or she may call special meetings where necessary, appoint committees, and he or she shall co-sign all checks and/or approve all expenditures of funds by the Club. In general, he or she shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Section 5. Vice-President. In the absence of the President, or in the event of his or her inability or refusal to act, the Vice-President shall perform all the duties of the President, and when, so acting, shall have all the powers of and be subject to all the restrictions upon the President. In the absence of the Vice-President and the President, their duties and responsibilities shall be borne to the Secretary.

Section 6. Treasurer. The Treasurer shall receive all monies due to the Club and disburse the same by check to be countersigned by the President or Vice-President. The Treasurer shall also keep the books and accounts of the Club, and shall make a report at each regular meeting of the Board of Directors. He or she shall in general, perform all the duties as from time to time may be assigned to him by the President or by the Board of Directors. The Treasurer's accounts shall be reviewed and audited by an auditing committee consisting of the newly elected President, Vice-President and Secretary who shall prepare a report thereon to be presented to the Club not later than the fall meeting of each year. A minimum amount of \$100.00 of the funds of the Club shall be carried over from May to September of each year.

Section 7. Secretary. The Secretary shall record the minutes of the meetings of the members and of the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these by-laws or as required by law; be custodian of the corporate records; keep a register of the post office address and email address, if applicable, of each member which shall be furnished to the Secretary by such manner; and perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

ARTICLE VI COMMITTEES

Section 1. Committees of Directors. The Board of Directors, by resolution adopted by a majority of the directors in office, may designate one or more committees, each of which shall consist of two or more directors, which committees to the extent provided in said resolution, shall have and exercise the authority of the Board of Directors in the management of the corporation; but the designation of such committees and the delegation thereto of authority shall not operate or relieve the Board of Directors, or any individual director, of any responsibility imposed upon it or him or her by law.

Section 2. Other Committees. Other committees not having and exercising the authority of the Board of Directors in the management of the corporation may be designated by resolution adopted by a majority of the directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be active members of the corporation, and the President of the corporation shall appoint the members thereof. Any member thereof may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interests of the corporation shall be served by such removal.

Section 3. Term of Office. Each member of a committee shall continue as such until the next annual meeting of the members of the corporation and until a successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee or unless such member shall cease to qualify as a member thereof.

Section 4. Chairman. One member of each committee shall be appointed chairman. The chairman is to keep record of meetings and forward to the Secretary.

Section 5. Vacancies. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Section 6. Quorum. Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum shall be the act of the committee.

ARTICLE VII

CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 1. Contracts. The Board of Directors may authorize any officer or officers, agents or agents of the corporation, in addition to the officers so authorized by these by-laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation and such authority may be general or confined to specific instances.

Section 2. Checks, Drafts, Etc. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer and countersigned by the President or a Vice-President of the corporation.

Section 3. Deposits. All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors may select.

Section 4. Gifts. The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest or device for the general purposes or for any special purpose of the corporation.

Section 5. Investments. The corporation shall have the right to retain all or any part of any securities or property acquired by it in whatever manner and to invest and reinvest any funds held by it in accordance to the judgment of the Board of Directors without being restricted to the class of investments which otherwise might have any control over the corporation, provided, however, that no action is a prohibited transaction or would result in the denial or tax exemption under Section 503 of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

ARTICLE VIII BOOKS AND RECORDS

The corporation shall keep correct and complete books and records of accounts and shall also keep minutes of the proceedings of its members, Board of Directors and committees having any of the authority of the Board of Directors, and shall keep at the registered or principal office a record giving the names and addresses of the members entitled to vote. All books and records of the corporation may be inspected by any member, or his or her agent or attorney for the proper purpose at any reasonable time.

ARTICLE IX FISCAL YEAR

The fiscal year of the corporation shall begin on the 1st day of June and end of the last day of May each year.

ARTICLE X WAIVER OF NOTICE

Whenever any notice whatever is required to be given under the provisions of the Articles of Incorporation or the by-laws of the corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XI ANNUAL MEETING AND ELECTIONS

Section 1. The active members of the "Blue Thunder Boosters" shall hold an annual meeting 30 days prior to June 1 beginning with the year 2008 at Belvidere North High School. The meeting shall be held for the purposes of electing directors and officers and for the transaction of such other business as may come before the meeting. If the election of officers or directors shall not be held on the day designated herein for any annual meeting or at any adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting called as soon thereafter as conveniently may be scheduled.

Section 2. Nominations for officers and directors to be elected shall be made by a nominating committee of three members appointed by the President. These nominations shall be announced prior to the annual meeting and nominations may be made from the floor at the meeting. The officers and directors shall be elected by a majority vote of the members present at such annual meeting and no individual shall be allowed to vote by proxy.

Section 3. Notice. Written or printed notice stating the place, day and hour of the meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than five (5) nor more than forty (40) days before the date of the meeting, either personally, by mail or by electronic mail, to each member entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the member at his or her address as it appears on the records of the corporation, with postage thereon prepaid. If electronically mailed, such notice shall be deemed to be delivered when sent.

Section 4. Quorum. Five percent (5%) of the members shall constitute a quorum for the transaction of business.

ARTICLE XII RESTRICTION AND PROVISIONS FOR DISSOLUTION

No attempt at any time shall be made by any member of this Club or the Club as an entity to interfere with the administration of the schools or any employee thereof.

No part of the net earnings of the corporation shall inure to the benefit of any member, officer or director of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes) and no member, officer or director of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office. Upon dissolution of the corporation or the winding up of affairs, the assets of the corporation shall be distributed to Belvidere North High School, District No. 100, Boone County, Illinois, to be a part of the Belvidere North High School Athletic Fund. Should said School District not be in existence at that time, the assets shall be distributed to the successor of said District or to the institution or political body furnishing secondary education services.