

CODE OF REGULATIONS
OF
THE THOMAS WORTHINGTON FOOTBALL BOOSTER CLUB
REFERRED TO AS THE TOUCHDOWN CLUB

ARTICLE I - GENERAL

Section 1. Name. The name of this organization shall be the Thomas Worthington Football Booster Club, also referred to as the TWHS Touchdown Club. (TWHS TD Club)

Section 2. Location. The principle office of the Touchdown Club shall be located and maintained in Worthington, Ohio under the supervision of the Athletics Director and the Coordinated Athletic Resources Deliver Support, Inc., (CARDS, INC) umbrella athletic support group for Thomas Worthington High School.

Section 3 Members. The "Members" of the TWHS TD Club shall be any member having met the qualifications as provided in Article IV, Section 1.

Section 4 Management. The Executive Committee shall be the governing body of the TWHS TD Club and shall be responsible for the management of its affairs, programs and activities in furtherance of its purpose.

Section 5. Property. The TWHS TD Club may accept gifts, grants, donations, bequests, membership fees, sales of merchandise, performance of service; and may purchase, lease, acquire, manage, and donate property in furtherance of its purpose.

ARTICLE II - PURPOSE

The "purpose" of the TWHS TD Club is to provide and encourage cooperative educational, economic, and other community support to supplement athletic team activities of Thomas Worthington football and feeder programs. The TWHS TD Club shall be comprised of parents/guardians of students participating in the football athletic programs, the coaches/advisors, and any other persons who have expressed an interest in supporting the football athletic programs. The group shall be governed by elected/appointed officers and operate as outlined within this governing document. In furtherance of its purpose, the TWHS TD Club shall, in cooperation with the Thomas Worthington High School Principal and Athletic Director and the umbrella support group of CARDS, Inc., implement or coordinate fundraising; programs and activities to recognize scholar athletes; support TWHS' efforts to educate student athletes about drug and alcohol abuse; recognize individual and team athletic achievements; recognize the contributions of coaches and others to the growth and development of student athletes; act as a public relations group communicating and encouraging support for football programs, and act as an advisory member of CARDS, Inc. by facilitating and administrating opportunities for supplemental fundraising and managing the disbursement of group funds, and other duties.

ARTICLE III - EXECUTIVE COMMITTEE

Section 1. Number of members and Compensation of Executive Committee. The Executive Committee shall consist of the President, the Vice-President, the Secretary and the Co-Treasurers. Each member of the Executive Committee must be the parent or guardian of a current TWHS football player. No member of the Executive Committee shall be compensated for his or her service as a member of the Executive Committee but may be reimbursed for expenses incurred as an official representative as authorized and approved by the TD Club.

Section 2. In General. The Executive Committee shall have the authority and responsibility to manage the affairs, programs, and activities of the TWHS TD Club in furtherance of its purpose at and during such times as it is impossible or impractical to convene a meeting. The Executive Committee shall prepare an annual budget, which shall be distributed in advance and approved at a regular meeting of the TWHS TD Club by a quorum. The Executive Committee shall not have the authority to act solely with respect to the approval of the annual budget, the amendment of the Bylaws nor the authorization of a single non-budgeted expenditure of funds in excess of three hundred dollars (\$300) nor the combination of non-budgeted funds to a single committee in excess of three hundred dollars (\$300).

Section 3. Term and Number of Terms. The President, Vice President, Secretary and Co-Treasurers shall serve one (1) year terms. The one-year term follows the calendar year (January to December). All officers can be re-elected to an unlimited number of terms, providing they have met the office requirements as provided in Article III, Section 1.

Section 4. Ex-Officio Members. The Thomas Worthington High School Principal, Athletic Director, Head Coach, and the Past President shall serve as ex-officio members of the Executive Committee as advisors. Ex-officio members shall not be counted for purposes of determining the presence of a quorum.

Section 5. General. The TWHS TD Club shall elect a President, a Vice-President, a Secretary and Co-Treasurers from the nominated candidates, as provided in Article IX. No officer shall hold two executive positions under TWHS CARDS, Inc.-governed activities. If any member of the Executive Committee shall at any time cease to meet the qualifications or fulfill the duties of the position (including no longer having a TWHS student playing football), that person may be removed from the Executive Board by resolution adopted by majority vote of the Executive Committee.

Section 6. President. The President shall preside at all meeting, shall approve the Chairperson of each Committee and may appoint the members of Committees, and shall perform such duties as are customary to the office of President and such duties as from time to time may be assigned by the TWHS TD Club or the Executive Committee. The President shall be an ex-officio member of all committees.

Section 7. Vice President. The Vice President shall preside at all meetings in the absence of the President, shall be Chairperson of the Nominating Committee, shall be the CARDS, Inc. Representative, and shall have such other duties as from time to time may be assigned by the President, the Club or the Executive Committee. The Vice President shall be designated as President if current President cannot fulfil his/her full term. The Vice President shall be an ex-officio member of all committees.

Section 8. CARDS, Inc. Representative The CARDS, Inc. (Coordinated Athletic Resources

Deliver Support) Representative (Vice-President) shall be the Executive Representative of the TWHS TD Club for Football to CARDS, Inc. and shall have all of the rights, privileges and obligations as Voting Member as provided by the Code of Regulations of CARDS, Inc. The Representative shall provide communication to the Club as to the activity of CARDS, Inc. In matters over five thousand dollars (\$5,000), the Representative should vote in accordance with the recommendation of the Executive Committee.

Section 9. Secretary. The Secretary shall keep a written record of all meetings and official records, except financial records, of the TWHS TD Club and shall have other such duties as from time to time may be assigned by the President, the Club or the Executive Committee. Official records shall be made available within seven (7) days of record taken. Minutes of each meeting shall be prepared, submitted to the Athletics Director and posted on the TWHS Football website. Notifications of general interest of the TWHS TD Club, football team or feeder teams, and Club activities shall be announced by the Secretary using approved contact media.

Section 10. Co-Treasurers. The Treasurers shall keep or cause to be kept the funds, financial records, and accounts of the TWHS TD Club; shall:

- a. Budget Co-Treasurer shall prepare or cause to be prepared, bi-annually, federal income tax Form 990; and shall make a report thereof at the annual budget meeting, and at Executive Committee meetings. In addition, the Treasurer shall forward Form 990 to CARDS, Inc. Treasurer for inclusion to the CARDS, Inc. annual financial report to the Worthington Schools Board of Education through the Thomas Worthington High School Principal and Athletic Director.
 - a. Provide a written financial statement (balanced with prior month's bank statement) at every meeting.
 - b. All income should be deposited within two (2) working days.
- b. Expenses Co-Treasurer will have check writing and debit card authority and is responsible for expenses. All expenses must have a receipt or invoice.
 - a. Have custody of the funds and maintain a full and accurate account of the receipts and disbursements.
 - b. Maintain an operating fund of no less than two thousand dollars (\$2,000) for financial obligations due as of July 1 of each year prior to the group organized fundraising events.
 - c. At least once a year submit financial books and records for audit

Section 11. Officer Vacancies. Vacancies that occur in any office shall be filled according to the office requirement by current Vice President as Chairperson of the Nominating Committee with an Executive Committee appointment for the remainder of the vacant term, as provided in Article III, Section 1.

ARTICLE IV – MEMBERSHIP AND VOTING

Section 1. Membership. Annual membership in the TWHS TD Club is open to anyone that supports its purpose. Families of TWHS Football players are highly encouraged to join. Membership begins on January 1 and ends on December 31. The annual dues amount shall be determined by the Executive Committee. No student shall be excluded from participation in TWHS Football because dues were not paid by their family. Ex-Officio members of the TD Club are the head coach,

TWHS principal, TWHS athletics director and the club's past-president.

Section 2. Voting. Those permitted to vote on TD Club business are parents or guardians of 1) students currently playing football at TWHS and 2) "rising freshmen" players (after the fall season is completed) who have attended a minimum of two TD Club meetings. There shall be no more than two family votes per student-athlete.

ARTICLE V - MEETINGS

Section 1. Annual Election Meeting. An annual election meeting shall be held within the last two months of the Officers' terms, at a time and place designated by the President for the purpose of election of officers.

Section 2. Regular meetings. The TWHS TD Club shall meet on the 3rd Wednesday of every month or at the discretion of the officers of the group. The meetings shall be held at a time and place as determined by the officers. Meetings can be cancelled due to unforeseen circumstances. The Secretary will send out meeting notices and notifications of a cancellation using approved contact media.

Section 3. Executive Committee Meetings. Subject to Section 7 of the Article V, the Executive Committee may meet at any time upon the call of the President, Head Coach or at the request of three (3) members of the Executive Committee.

Section 4. Committee Meetings. Subject to Section 7 of the Article V, a Committee shall meet at any time upon the call of the President or Executive Committee or the discretion of the Committee Chairperson or the members of the group.

Section 5. Notice of Meetings. Notice of all regular meetings shall be announced by the Secretary using approved contact media within a reasonable amount of time.

Section 6. Quorum. The minimum number of people, present in person or virtually, necessary to constitute a quorum for the purpose of conducting business shall be no less than seven (7) people, consisting of the majority of the Executive Committee (3) and a minimum of four (4) others with voting rights.

Section 7. Voting. All matters submitted to a vote at any meeting shall be determined by a majority vote of eligible voters, provided a quorum is present, unless otherwise provided in this Code of Regulations. Ex-Officio members shall have a collective tie-breaking vote for all matters requiring action.

Section 8. Rules of Order. All meetings shall be conducted in accordance with Robert's Rules of Order unless otherwise provided in this Code of Regulations.

ARTICLE VI - FUNDRAISING AND ACCOUNTABILITY

Section 1. In General. Before commencing in any fundraising activities, and in no case less than annually, the TD Club shall prepare and submit to the Athletics Director for his/her approval a fundraising application which shall identify anticipated sources of revenue and uses of funds by the

group. No fundraising activity shall involve any form of gambling prohibited by local or state law. The TD Club shall prepare and submit to CARDS, Inc. an annual budget, Bylaws and financial statements which, at a minimum, shall set forth the actual sources of revenue and uses of funds by the group.

Section 2. Solicitation. Door-to-door solicitation by student-athletes shall be supervised by responsible non-students; individual solicitors shall be provided with group identification and shall present it upon request; and all solicitations shall comply with any applicable local laws or regulations governing door-to-door solicitation.

ARTICLE VII - USE OF FUNDS

TD Club funds shall be used only to further the TWHS Football program and shall not insure to the benefit of any individual except for the payment of actual services rendered in furtherance of the co-curricular purpose of the group. Except for a modest non-cash gift of appreciation, a coach or advisor shall not receive anything of value, either directly or indirectly, from the group. All benefits provided to individual student/athlete(s) shall be compliant with Section 501(c)(3) of the Internal Revenue Code of 1986, and shall be an expense as defined in Article III, Section 2.

ARTICLE VIII - COMMITTEES

Section 1. In General. The TWHS TD Club may have committees to perform such functions as the Club may authorize, as it deems appropriate. Committees shall be created at the discretion of the Executive Committee. The Chairperson of Committees shall be approved by the President. The duties and purpose of each committee shall be detailed by the Executive Committee. The TWHS principal, athletics director and past-president shall be ex-officio members of each committee.

Section 2. The TD Scholarship Committee. The Scholarship(s) granted by the TWHS TD Club will have the number of scholarships and monetary increment of each scholarship be determined and approved in the annual budget. Scholarships are available for applicants who participated in TWHS Football. A minimum of two (2) Scholarships will be awarded annually in the minimum amount of five hundred dollars (\$500) each. If funds allow and number of seniors warrant, additional scholarships may be offered at the discretion of the committee. The Scholarship Chair (or the TWHS Guidance Office) shall be responsible for the organization, announcement, applicant assistance, review of recipient recommendations and distribution of applications. No member shall participate on the committee if his/her student-athlete or relation is eligible for receipt of the scholarship.

Section 3. Audit Committee. The Audit Committee will consist of 2-3 member volunteers, meeting once a year to audit the Treasurer's books. A report of the Audit Committee shall be made available to the Club.

ARTICLE IX - ELECTION OF OFFICERS

After accepting nominations from the floor, the Vice President shall call for a voice or written ballot, as he or she shall deem appropriate. Each person with voting rights present shall be entitled to cast one vote for each office for which such election is being held. The candidate for each office receiving the most votes shall be elected.

If no one candidate shall receive a majority of the votes cast for any one of the offices, then the name of the candidate receiving the fewest votes for such office shall be withdrawn and another vote cast for the remaining nominees.

ARTICLE X - MEMBERSHIP to CARDS, Inc.

Section 1. Membership. The TWHS TD Club shall elect a CARDS, Inc. Representative (Vice-President) for a one (1) year term. In order to be a Member of CARDS, Inc., in Good Standing with Voting Rights, the TD Club must do all of the following:

- a. Submit a current roster of Executive Committee Officers with contact phone numbers and email addresses.
- b. Submit an annual budget from the TD Club and attend an annual meeting with the Treasurer of CARDS, Inc., and follow the format for reporting and expectations.
- c. Submit the TD Club Bylaws, Constitution or Code of Regulations which accurately reflect the way the TD Club currently functions.
- d. Submit the time and location of all regularly scheduled meetings of the TD Club.
- e. Actively participate in CARDS, Inc. fundraising events and activities.

Each officer of the TD Club must have a TWHS Football athlete and reside in the Worthington School District. If the TD Club is not in Good Standing for failure to comply with the ARTICLE VII, Section 1 of the CARDS, Inc Bylaws, the Club will not be recognized under the umbrella of CARDS, Inc. 501(c)(3) tax exempt status.

A Member Support Group which is not in good standing for failure to comply with this article shall be denied rights of voting as a Member of CARDS, Inc.

ARTICLE XI - NON-DISCRIMINATION

The TWHS TD Club shall be committed to and comply with Local, State and Federal law regarding non-discrimination and, therefore, shall not discriminate in the implementation of its programs and activities, in the election of Officers, in the appointment of its committees, in admission to membership, in the election of its officers, in the appointment of its committees or in any other respect on the basis of race, color, national origin, sex, sexual orientation, gender identity, gender expression, disability, age, religion, military status, ancestry, genetic information or any other legally protected category.

ARTICLE XII - DISSOLUTION

The TWHS TD Club may be dissolved by three-fourths majority vote. Upon the Dissolution of the TWHS TD Club, the Executive Committee shall, after paying or making provisions for the payment of all liabilities of the TWHS TD Club, dispose of all remaining assets of the TWHS TD Club, exclusively for the purpose of CARDS, Inc. in such manner, or to such organization or organizations

organized and operated exclusively for charitable, educational or recreational purposes as shall at the time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, as the Executive Committee shall determine.

ARTICLE XIII - INDEMNIFICATION

In addition to such indemnification as may be authorized by the Ohio Revised Code, the Executive Committee may indemnify or agree to indemnify any current or former member or officer against expenses, judgments, decrees, fines, penalties, legal fees and expenses or amounts paid in settlement or in defense of any pending, threatened or concluded action, suit or proceeding, criminal or civil, to which such member or officer is or may be made a party by reason of his holding such a position with the TWHS TD Club or CARDS, Inc., provided that the Executive Committee finds or it is otherwise determined that such person was not guilty of gross negligence or intentional misconduct in the performance of his or her duties for the TWHS TD Club or CARDS, Inc.

ARTICLE XIV - MISCELLANEOUS

Section 1. Fiscal Year. The TWHS TD Club fiscal year shall commence on January 1 and conclude on December 31 of each year.

Section 2. Fidelity Bond. The Co-Treasurers shall be bonded at the expense of the TWHS TD Club.

Section 3. Group Insurance. All parent support groups that are officially recognized by the Board of Education are covered under the district's liability insurance policy.

ARTICLE XV - AMENDMENT AND REVIEW OF CODE OF REGULATIONS

Section 1. Amendment. This Code of Regulations may be amended at a Regular Meeting or Special Meeting upon the affirmative vote of a two-thirds majority of those with voting rights present, provided that a quorum is present, and provided that the text of any proposed amendment was included in the notice of the meeting.

Section 2. Review. This Code of Regulations shall be reviewed every three years.

Section 3. Compliance. The TWHS TD Club Code of Regulations shall in action and spirit, follow the Code of Regulations of CARDS, Inc., and the Support Organizations Handbook Guidelines of the Worthington Schools. A copy of the Code of Regulations shall be submitted to and remain on file with CARDS, Inc.