



Falcon Gridiron Club By-Laws

REVISED AND APPROVED JANUARY 9, 2024

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By-Laws for The Falcon Gridiron Club

Revision: January 9, 2024

Article I. Name and Non-Profit Status

The name of this organization is the Falcon Gridiron Club (hereafter referred to as the “FGIC”).

Section 1.1 Name

The FGIC may have its principal office or other offices at such place or places, within the State of Washington, as the Board of Directors may designate. The FGIC presently has no principal office, but its mailing address is P.O. Box 2983 Woodinville, WA 98072.

Section 1.2 Non-Profit Status

The Falcon Gridiron Club is recognized by IRS as a non-profit, tax-exempt organization under section 501(c)3. The Falcon Gridiron Club Employer Identification Number is 91-1386470. The Club is a nonprofit corporation recognized by the State of Washington with incorporation number 2-547036-0 and is also registered with the Secretary of State under the Charitable Solicitation Act. The Club will file all reports, registrations and forms required to maintain such status.

Article II. Purpose

The FGIC exists for the purpose of broadening the involvement of students and families through support for the Woodinville High School football teams. The FGIC works to achieve this through active participation of as many parents as possible in the program. The FGIC operates solely and independently of Northshore School District and of Woodinville High School.

In addition, the FGIC strives to:

- Support, promote and maintain a high standard of integrity and good sportsmanship.
- Foster and promote goodwill and fraternal spirit among the members.
- Promote and encourage better attendance at WHS football games by the parents, friends of the athletes, the students, faculty of WHS and, last but not least, the Woodinville and Northshore communities.
- Assist the Head Football Coach in building and maintaining a Championship level football program in areas of need and to support volunteers working towards fund-raising through any legitimate method that the Falcon Gridiron Club Board of Directors shall determine.

Article III. Membership

All volunteers in any FGIC sponsored activity must be a current FGIC member. There are two types of memberships in the FGIC, “Active Member” and “Honorary Member”. Rights of membership, as detailed in these By-laws, shall apply to both types. Membership fees for each type are determined annually by the Board of Directors.

Section 3.1 Active Member

An Active Member shall be defined as a member who has paid dues for the current membership year and is in good standing with the FGIC. In addition, Active Members shall be a parent or guardian of a football player at Woodinville High School, or an incoming Freshman intending to play football at Woodinville High School. Only one Active Membership is needed per household, regardless of the number of children in the football program at Woodinville High School. Active members have the right and responsibility to attend all meetings and events sponsored by the FGIC, serve on committees, be nominated and elected to the Executive Board, be appointed to the Board of Directors, and participate in discussions and vote on all motions presented to the general membership.

Section 3.2 Honorary Member

An Honorary Member shall be defined as a member who has paid dues for a current Honorary membership, who is not an Active Member, but who desires to support the FGIC. Honorary Members may *not* vote, hold office (unless no “Active Member” has expressed willingness to serve as defined in Section 5.1 and Section 6.1) or chair committees, but are eligible to serve in an advisory role on committees or to generally assist in the work of the FGIC.

Section 3.3 Membership Fees

Membership fees for each type of membership are determined annually by the Board of Directors. The Active Member and Honorary Member may have varied fees and will be provided to the general membership at the Annual General Membership Meetings. Any change to the established fees shall be approved and voted for by a majority of the Board of Directors 30 days prior to the start of the Membership Term (Section 3.4). Fees shall be paid at the time of membership registration and recorded by the Treasurer. Membership privileges and voting rights become immediately valid once annual membership is paid. Fees for the FGIC will be used solely for the FGIC activities and will be in alignment with Article II.

Section 3.4 Membership Term

The “Membership Term” for both types of membership shall run from March 15th till the last day of March of the following year. Dues collected after January 1 will serve as membership dues for the upcoming term.

Section 3.5 Membership Voting Rights

Payment of the annual membership fees entitles each Active Member to one (1) vote per household in FGIC business requiring membership approval, including but not limited to, Executive Board elections and budget approval.

Article IV. Membership Termination

Membership shall terminate at the end of the Membership Term unless the member renews by paying the following year’s fees.

Section 4.1 Disciplined Termination

A member may be expelled or suspended, and a membership may be terminated or suspended before the end of the school year only when:

- It is determined by a 2/3 vote of the Board of Directors that a member no longer subscribes to all of the policies and requirements of the FGIC or is actively working against approved plans and activities of the FGIC, and membership dues shall not be refunded.

A member is then given:

- Fifteen (15) days prior written notice of the expulsion, suspension, or termination of membership, and reasons for it.
- The opportunity to be heard by the Board of Directors, orally or in writing, not less than five (5) days before the effective date of the expulsion, suspension or termination.

The Board of Directors, by a 2/3 vote, may decide that the expulsion, suspension, or termination *will not take place*.

Article V. Executive Board Election Process

The FGIC is governed by a Board of Directors. This Board of Directors consists of an elected Executive Board and four (4) appointed Director positions and four (4) appointed Class Representatives. In all cases where an elected or appointed position is mentioned in these By-laws, Co-Positions are acceptable (with two people sharing the responsibility and title of the same position). Any co-positions will only receive one (1) vote for the position, *not* one (1) vote per person in the co-position.

The Board of Directors is comprised of all of the following positions:

- President (Executive Board, elected)
- Vice President (Executive Board, elected)
- Treasurer (Executive Board, elected)
- Secretary (Executive Board, elected)
- Director of Field Operations (appointed)
- Director of Corporate Sponsorship and Fundraising (appointed)
- Director of Marketing and Events (appointed)
- Director of Media (appointed)
- Freshman Class Representative (appointed)
- Sophomore Class Representative (appointed)
- Junior Class Representative (appointed)
- Senior Class Representative (appointed)

Section 5.1 Board of Director Eligibility

Election for new Executive Board members will be held at the Annual General Membership Meeting in early March. Active Members who are interested in becoming a member of the Executive Board must meet the following eligibility requirements:

- Be a parent or guardian of a current or incoming Woodinville High School football player, who is or plans to be involved in the Woodinville High School Football Athletics program.
- Be an Active Member of the FGIC (See Article III Section 3.1), who is in good standing and actively participates in activities supported by the FGIC.
- Be willing to serve and abide by the FGIC by-laws, if elected.

- The right to hold office shall be confined to Active Members of the organization unless no active member of the organization has expressed a willingness to serve as an officer. In the event that no active member of the organization has expressed a willingness to serve as a Board of Director member, the members may elect an “Honorary Member” to serve in an officer capacity. If there is no Active Member or Honorary Member that expresses interest in this position the incumbent(s) can be re-elected to the office regardless of the number of consecutive terms served.

Section 5.2 Nominations and Elections

- Executive Board elections will be held at the early March Annual General Membership Meeting (See Section 10.1).
- A Nominations Committee shall be appointed by the President and will consist of a Chairperson and at least two (2) other Active Members of the FGIC; this committee will be appointed at least three (3) months prior to the election. Nominees for the Executive Board for the following year will be presented to the Board of Directors at least 7 days prior to the election. At least one candidate for each position must be presented. The slate of members must be posted on the website at least 7 days prior to the election at the Annual General Membership Meeting.
- Any Active Member of the FGIC may make additional nominations from the floor; a nomination must receive a second in order for the nomination to be valid.
- Following nominations, each Executive Board position shall be elected for a one-year term commencing March 15th by simple majority vote of the Active Members present at the meeting. If there are 2 or more nominations for a position, the vote will be taken by ballot.
- The Nominating Committee will be responsible for coordinating the annual election process, preparing the ballots, and counting the ballots if necessary (with the assistance of the Secretary) and announcing the results.
- Unless an Executive Board member dies, resigns, or is removed from office, he or she shall hold office until the next Annual General Membership Meeting or until his or her successor is elected.

Section 5.3 Executive Board Terms

All members of the Executive Board will be eligible for re-election to the same or another position, under the following term restrictions:

- A member of the Executive Board may serve no more than three (3) consecutive one-year terms in the same position.
- Only one member of a family/household may serve as an Executive Board member or a Board of Directors member at the same time, in order to limit the family’s vote to one.
 - At the time of the date of the revision of these By-Laws, there is a grandfather clause to current multi member families on the Board of Directors that will be in place for two (2) years. Once two (2) years have elapsed, this grandfather clause is negated.
- An Executive Board member shall resign his/her office upon their student’s resignation or separation from enrollment in the Woodinville High School Football program effective no later than the first day of the following month or the end of the membership year, whichever is first.

Section 5.4 Voting Rights

All elected Executive Board Members receive one (1) vote on the Board of Directors and are required to attend Board of Director meetings and Executive Board meetings unless a written proxy has been requested (see Section 8.4).

Article VI. Board of Director Appointed Positions

The Board of Directors for the FGIC has (8) appointed positions (4 Directors and 4 Class Representatives) that work with the Executive Board to carry out the work of the FGIC. Their duties are outlined in Article VI and may change from time to time per the direction and approval of the Board of Directors. The responsibilities of unfilled and or vacated chairs position revert to the Executive Board. All appointed positions are appointed annually during the Annual General Membership Meeting.

Section 6.1 Eligibility

Members who are interested in becoming appointed as a Board of Director or Class Representative must meet the following eligibility requirements:

- Be a parent or guardian of a current or incoming Woodinville High School football player, who is or plans to be involved in the Woodinville High School Football Athletics program.
- Be an Active Member of the FGIC (See Article III Section 3.1), who is in good standing and actively participates in activities supported by the FGIC.
- Be willing to serve and abide by the FGIC By-laws, if appointed.

Section 6.2 Voting Rights

All appointed positions receive one (1) vote on the Board of Directors, but not the Executive Board, and are required to attend Board of Director meetings unless a written proxy has been requested (see Section 8.4).

Article VII. Executive Board and Board of Directors Duties

The Executive Board shall consist of the President, Vice President, Treasurer and Secretary. All members of the Executive Board shall be listed as the officers of the corporation on the FGIC website, per the WIAA booster club requirements.

The Board of Directors shall consist of the Executive Board *and* the Director of Field Operations, the Director of Corporate Sponsorship and Fundraising, the Director of Marketing and Events, the Director of Media, Freshman Class Representative, Sophomore Class Representative, Junior Class Representative, and Senior Class Representative.

Section 7.1 Authority

The Executive Board and Board of Directors shall manage the affairs of the FGIC and may transact necessary business during the intervals between meetings of the Annual General Membership and such other business as may be referred to it by the membership or these By-laws. The Executive Board and/or the Board of Directors may create Committees, approve the plans and work of Committees, prepare and submit a budget to the membership for approval, sign contracts, and in general, conduct the business and activities of the organization provided all such business is in compliance with the FGIC By-laws.

Section 7.2 President Duties

The President shall be the chief executive officer of the FGIC and, subject to the Board of Director's control, shall supervise and control all of the assets, business and affairs of the FGIC. The President shall preside over meetings of the members and the Board of Directors. The President may sign checks, contracts, or other instruments, except when the signing and execution thereof have been expressly delegated by the Board of Directors or by these By-laws to some other officer or agent of the FGIC or are required by law to be otherwise signed or executed by some other officer or in some other manner. In general, the President shall perform all duties incident to the office of President and such other duties as are assigned to him or her by the Board of Directors from time to time.

Section 7.3 Vice President Duties

In the absence of the President or his or her inability to act, the Vice President shall perform the duties of the President, except as may be limited by resolution of the Board of Directors, with all the powers of and subject to all the restrictions upon the President. The Vice President shall have, to the extent authorized by the President or the Board of Directors, the same powers as the President to sign checks, contracts or other instruments. The Vice President will oversee the coaches. The Vice President shall perform such other duties as from time to time may be assigned to him or her by the President or the Board of Directors.

Section 7.4 Treasurer Duties

The Treasurer shall have charge and custody of and be responsible for all funds of the FGIC; keep books of accounts and records including bank statements, receipts, budgets, invoices, paid receipts and canceled checks for five years; make disbursements as authorized by the President or the Board of Directors in accordance with the budget adopted by the FGIC; sign on bank accounts; present a financial statement at meetings if requested; maintain records of registration fee payments; and file any applicable tax reports to state and federal entities. The Treasurer shall maintain the insurance for the FGIC.

Section 7.5 Secretary Duties

The Secretary shall: (a) provide agendas for and keep the minutes of meetings of the members and the Executive Board and Board of Directors, and minutes which may be maintained by committees of the Board of Directors; (b) see that all notices are duly given in accordance with the provisions of these By-laws or as required by law; (c) be custodian of the corporate records of the FGIC; (d) keep records of the email or post office address and class, if applicable, of each member and Board of Director; (e) maintain current By-laws and see that they are posted for the public and monitor FGIC compliance with and (f) in general 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 the Board of Directors.

Section 7.6 Director of Field Operations Duties

The Director of Field Operations shall be responsible for the following areas/committees, along with other assignments provided by the Board of Directors from time to time.

- Manage Varsity game day operations and volunteers, including but not limited to Tunnel Crew and Chain gang.
- Manage JV and C Team game day operations and volunteers, including but not limited to Chain Gang, set up, score board and clock system.

- Work with the field administration for home games.

Section 7.7 Director of Corporate Sponsorship and Fundraising Duties

The Director of Corporate Sponsorship and Fundraising shall be responsible for the following areas/committees, along with other assignments provided by the Board of Directors from time to time.

- Chair of the Sponsorship Committee
- Procuring an Auction Chair and Auction Committee for the annual FGIC Auction
- Any other fundraising efforts as deemed necessary by the Board of Directors

Section 7.8 Director of Marketing and Events Duties

The Director of Marketing and Events shall be responsible for the following areas/committees, along with other assignments provided by the Board of Directors from time to time.

- Marketing efforts for new incoming Freshman – working with the feeder middle schools
- Chair of the Team Meal Committee, which includes, but is not limited to Team Dinners, 5th Quarter, Post and Pre-Season Meals/Snack

Section 7.9 Director of Media

The Director of Field Operations shall be responsible for the following areas/committees, along with other assignments provided by the Board of Directors from time to time.

- Chair of the Website Committee
- Manage graphic design for online content
- Manage the volunteer responsible for FGIC social media efforts including team related news
- Manage the volunteer responsible for the FGIC game day interviews and journalism
- Manage the team photographers and videographers for game days

Section 7.10 Freshman Class Representative

The Freshman Class Rep will be the liaison to the families of Freshman football players. They will establish and maintain communication lines and rally support of volunteers within their class for events and needs of the FGIC, specifically, but not limited to, those areas that are the responsibility of the Freshman class, which are:

- Coordinate the Senior class banners for display and removal at each home varsity game
- Chair the C-Team Banquet Committee
- Coordinate New Player Parent Night (typically in February)
- Lead a breakout group for Freshman parents at the Annual General Membership meeting.
- Shadow the Sophomore Class Rep in their duties throughout the season

Section 7.11 Sophomore Class Representative

The Sophomore Class Rep will be the liaison to the families of Sophomore football players. They will establish and maintain communication lines and rally support of volunteers within their class for events and needs of the FGIC, specifically, but not limited to, those areas that are the responsibility of the Sophomore class, which are:

- Coordinate Friday Night Lights

- Coordinate Program Sales – at each home varsity game
- Lead a breakout group for Sophomore parents at the Annual General Membership meeting.
- Shadow the Junior Class Rep in their duties throughout the season

Section 7.12 Junior Class Representative

The Junior Class Rep will be the liaison to the families of Junior football players. They will establish and maintain communication lines and rally support of volunteers within their class for events and needs of the FGIC, specifically, but not limited to, those areas that are the responsibility of the Junior class, which are:

- Coordinate Senior Week Events
- Chair the Senior Dinner Committee
- Lead a breakout group for Junior parents at the Annual General Membership meeting.
- Shadow the Senior Class Rep in their duties throughout the season

Section 7.13 Senior Class Representative

The Senior Class Rep will be the liaison to the families of Senior football players. They will establish and maintain communication lines and rally support of volunteers within their class for events and needs of the FGIC, specifically, but not limited to, those areas that are the responsibility of the Senior class, which are:

- Chair the Varsity End of Year Banquet Committee
- Lead a breakout group for Senior parents at the Annual General Membership meeting.

Section 7.14 Woodinville High School Head Football Coach

Although the Head Coach is not a member of the Falcon Gridiron Club Board of Directors or an appointed position, the Board of Directors will work closely with the Head Coach to fulfill the mission statement of the FGIC. The Head Football Coach will attend regularly scheduled FGIC meetings, identify specific needs of the football program, and submit requests for support and funding. All requests for funding shall be submitted in writing with details of the request, cost or resources required, and date needed. The Board of Directors will review submitted requests for support and funding and will vote on which needs can/will be supported by the FGIC. Additional requests for funding that are outside of the approved budget will require approval per our financing guidelines in these By-laws.

Article VIII. Governance

Section 8.1 Hierarchy of Elected Officers

The President shall preside over all Club meetings. Should the President be unavailable, resign or is removed from office by the Board of Directors, the following hierarchy of authority shall be observed: Vice President, Treasurer, Secretary.

Section 8.2 Quorum

One-half of the number of Board of Directors in office shall constitute a quorum for the transaction of business at any Board of Directors meetings. If a quorum is not present at a meeting, a majority of the Board of Directors present may adjourn the meeting from time to time without further notice.

Section 8.3 Manner of Voting and Acting

For the purpose of conducting FGIC business, the act and/or vote of the majority of the Board of Directors present at a meeting, at which there is a quorum, shall be considered the act and/or decision of the Board, unless otherwise outlined in these By-laws. Each member of the Board of Directors shall receive one (1) vote, except for the President of the FGIC, who is allowed one vote, which may be exercised only in the case of a tie vote.

Section 8.4 Proxy Voting

All members that have voting rights per these By-laws may cast a vote, where a vote has been called for, by written proxy. Notification of a member's proxy must be submitted in writing to the FGIC President and Secretary prior to the vote taking place. No other proxies will be accepted.

Section 8.5 Resignation

Any Board of Director member may resign at any time by delivering written notice to the President or the Secretary at the registered office of the FGIC, or by giving oral or written notice at any meeting of the Board of Directors. Any such resignation shall take effect at the time specified therein, or if the time is not specified, upon delivery thereof and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. The Board of Director member must return all material pertaining to the FGIC immediately upon vacating office.

Section 8.6 Removal

Any Board of Director member may be removed from office by a two-thirds (2/3) vote of the Board of Directors at a special meeting of the Board of Directors called for that purpose. Notice of the proposed removal of a Board of Director must be given to such Director along with the cause for the proposed removal. The Board of Director member must return all material pertaining to the FGIC immediately upon vacating office.

Section 8.7 Vacancies

A vacancy in a Board of Director position may be filled by the affirmative vote of a majority of the remaining Board of Directors. A member who fills a vacancy shall serve for the unexpired term of his or her predecessor in office and upon the start of a new Membership Term shall follow all election and appointment guidelines outlined in these By-laws.

Section 8.8 Compensation

The Board of Directors members shall receive no compensation for their service as Board of Directors but may receive reimbursement for expenditures incurred on behalf of the FGIC. Active and Honorary Members and non-members may be employed by the FGIC, but Board of Director members may not be employed by the FGIC.

Section 8.9 Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order (Newly Revised) shall govern the FGIC in all cases to which they are applicable.

Article IX. Committees

Section 9.1 Establishment

The Board of Directors, by resolution adopted by a majority of the Board of Directors in office, may designate and appoint one or more Standing or Temporary committees, each of which shall consist of at least one Board of Directors member, the “Chair”. The Chair member may solicit to the Active Members of the FGIC for participation in the committee, assigning members to support the committee in varied capacities. The list of active Standing or Temporary Committees, and their members, shall be kept by the Secretary. The members of the committee must adhere to the same eligibility and guidelines as outlined in Section 5.1 and Section 6.1. The Chair of each Standing or Temporary Committee shall report back to the Board of Directors during regularly scheduled Board of Directors meetings.

Section 9.2 Authority

Such committees shall have and exercise the authority of the Board of Directors in the management of the FGIC, subject to such limitations as may be prescribed by the Board of Directors; except that no committee shall have the authority to: (a) amend, alter or repeal these By-laws; (b) elect, appoint or remove any member of any other committee or any Board of Director member of the FGIC; (c) amend the Articles of Incorporation; (d) adopt a plan of merger or consolidation with another Association; (e) authorize the sale, lease or exchange of all or substantially all of the property and assets of the FGIC not in the ordinary course of business; (f) authorize the voluntary dissolution of the FGIC or revoke proceedings therefore; (g) adopt a plan for the distribution of the assets of the Association; (h) authorize expenditures without authority from the Board of Directors or (i) amend, alter or repeal any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered or repealed by a committee. The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors of any responsibility imposed upon it, him or her by law.

Section 9.3 Quorum; Manner of Acting

A majority of the number of members composing any committee shall constitute a quorum, provided the Chair appointed to that committee is present, and the act of a majority of the members of a committee present at a meeting at which a quorum is present shall be the act of the committee, provided the Chair appointed to the committee is present.

Section 9.4 Resignation.

Any member of any committee may resign at any time by delivering written notice thereof to the President, the Secretary or the chairperson of such committee, or by giving oral or written notice at any meeting of such committee. Any such resignation shall take effect at the time specified therein, or if the time is not specified, upon delivery thereof and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 9.5 Removal by Board

The Board of Directors, by resolution adopted by a majority of the Board of Directors in office, may remove from office any member of any committee appointed by it.

Article X. Meetings

Section 10.1 Annual General Membership Meeting

The annual General Membership Meeting are open to all FGIC members and shall be held at a date to be determined by the Board of Directors each year, sometime in early March, not to be later than March 15th, for the purpose of electing the Executive Board members, approving the annual budget and transacting such other business as may properly come before the meeting.

Section 10.1.1 Meeting Place and Communication

The Annual General Membership Meeting shall be held at a place determined by the Board of Directors.

Written or printed notice stating the place, day and hour of the meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten (10) nor more than fifty (50) days before the date of the meeting, either personally or by email or by website posting or by United States mail, by or at the direction of the respective President or Secretary to each Member of the FGIC. If emailed or sent by United States mail, such notice shall be deemed to be delivered when notice is sent or deposited in the United States mail, with postage prepaid, and addressed to the Member at his or her address as it appears on the last registration application filed by a member's child. In the event only one parent provides their name on the child's last application, such notice need only be given to that parent.

Section 10.1.2 Quorum at Annual Membership Meeting

One tenth of the members (based on one vote per family regardless of the number of family participants) of the FGIC entitled to vote, represented in person (or by proxy see Section 8.4), shall constitute a quorum at the Annual General Membership Meeting. If less than a quorum is represented at a meeting, a majority of the members present may adjourn the meeting from time to time without further notice.

Section 10.2 Regular Executive Board and Board of Directors Meetings

By resolution, the Executive Board and Board of Directors may specify the date, time and place for the holding of regular meetings without other notice than such resolution.

Section 10.2.1 Place and Notice of Meeting

All Executive and Board of Directors Meetings shall be in the place designated by the Board of Directors, or in the absence of such designation, the President of the FGIC shall designate the place which may include correspondence and vote by email. Notice of Board of Directors meetings shall be given at least two (2) days before the time fixed for the meeting by written notice delivered personally or emailed or sent by United States mail to each Director at his or her residence. Meetings may be held virtually and/or may allow for members to call into the meeting via phone or online meeting.

Section 10.3 Special Meetings

Special Meetings of the Board of Directors or any Standing or Temporary Committees may be called by or at the written request of the President or any Board of Director members, or, in the case of a committee meeting, by the chairman of the committee.

Section 10.3.1 FGIC All Member Special Meetings

Special Meetings of the all member FGIC for any purpose or purposes, unless otherwise prescribed by statute, may be called by the FGIC President or by the Board of Directors, or shall be called by the

President at the request of any three (3) active members of the FGIC or at the request of any two (2) Board of Director members. Written or printed notice stating the place, day and hour of the meeting, or in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten (10) nor more than fifty (50) days before the date of the meeting, either personally or by email or by website posting or by United States mail, by or at the direction of the respective President, or Secretary or officer or persons calling the meeting, to each Member of the FGIC. If emailed or sent by United States mail, such notice shall be deemed to be delivered when notice is sent or deposited in the United States mail, with postage prepaid, and addressed to the Member at his or her address as it appears on the last registration application filed by a member's child. In the event only one parent provides their name on the child's last application, such notice need only be given to that parent.

Section 10.4 Waiver of Notice

Whenever any notice is required to be given to any member under the provisions of these By-laws, the Articles of Incorporation or applicable Washington law, 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. Conflict of Interest

A conflict of interest may exist when the direct, personal, financial, or other interests of any Board of Director member or general member, or contractor competes or appears to compete with the interests of the FGIC. Whenever a Board of Director has a conflict of interest, or financial or personal interest in any matter coming before the Board of Directors, the affected person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested Board of Director members determine that it is in the best interest of the FGIC to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

Article XII. Finances and Fiscal Procedures

Section 12.1 Signatures

The signatures of the Treasurer and President will be on the authorized signature cards for any FGIC accounts. Any contract that obligates the FGIC must be signed by an Executive Board member.

Section 12.2 Fiscal Year

The FGIC fiscal year shall begin January 1st and end December 31st. The Board of Directors shall approve, through a majority vote, an operating budget for the fiscal year no later than February 28th. The membership shall review and approve the operating budget at the Annual General Membership Meeting. Any expenditure exceeding a budgeted amount by a substantial deviation must be approved by a majority of the Board of Directors. A request to exceed a budgeted amount must be submitted in writing to the Treasurer. The operating budget may be amended by general membership approval through an in person or email vote.

Section 12.3 Location

The FGIC shall keep at its storage unit (Money Saver Storage, Woodinville) copies of its current Articles of Incorporation and By-laws and all other records required by federal, state and local requirements.

Electronic copies of all documents shall be kept on Booster Hub. The Treasurer shall keep its records of accounts and finances. The Secretary shall keep and post all minutes of the proceedings of its members and Board of Directors, shall maintain the By-laws and the names and addresses of each member and Board of Director. The Secretary shall post current By-laws on a publicly accessible electronic location, such as the FGIC website.

Section 12.4 Access

All financials and records of the FGIC shall be open at any reasonable time to inspection by any Active Member in good standing.

Section 12.5 Audit

The board will determine a group of at least 2 (3 recommended) non-check signing Board of Director members, general members or volunteers to audit the books on an annual basis. All findings should be reported to the Board of Directors and membership upon completion.

Section 12.6 Refunds

Member refunds will be administered as follows.

12.6.1 Hard Goods

Refunds for hard goods (practice packs, helmets and retro jerseys, for example) will be processed prior to the goods being ordered. Refunds requested after the hard goods have been ordered will not be processed. This applies to new players and players on the roster from the previous year.

12.6.2 Refunds for FGIC Membership

- i. Players on the roster from the previous year – FGIC membership refunds for players on the roster from the previous year will be processed after the player has discussed his decision not to play with Coach Maxwell. When the Falcon Gridiron Club receives word from Coach Maxwell that this discussion has taken place, FGIC membership fees will be refunded, if appropriate.
- ii. New players – players who are new to Woodinville football will have their FGIC membership fees refunded upon request and once confirmed by Coach Maxwell.

12.6.3 No Refunds

After June 1 no refund requests will be processed. At this point in the year, FGIC funds have already been allocated for various expenses throughout the year.

12.6.4 Central Washington University Camp.

If administered by the Falcon Gridiron Club, refunds for Central Washington University camp will be processed after the camp concludes, after the player's absence from the camp has been verified and after all costs (including transportation) have been analyzed.

12.6.5 Fundraising.

Fundraising money (money paid in lieu of participating in fundraising activities) will not be refunded at any time during the year.

Section 12.7 Disclaimer

The FGIC specifically disclaims financial responsibility for, and shall not assume nor be held liable for, the debts or the financial obligations, either expressed or implied, of any affiliated member, trainer, or coach.

Section 12.8 Bank Accounts

All bank accounts of the FGIC shall be opened in an FDIC insured institution, approved by the Board of Directors, in the legal name of the FGIC using the organization's EIN (employer identification number). Bank accounts shall not use the school's EIN.

All bills of the organization shall be paid by check from the organization's bank account. Online or e-checks are permissible, however all procedures for paper checks must be followed.

- a. All checks shall be numbered and shall be held in the custody of an Executive Board Member, such as a Treasurer.
- b. All payments by check shall correlate to an invoice or receipt, on which the check number and date paid shall be written. If a receipt or invoice is not available, an officer shall write and sign a description of what was purchased.
- c. Pre-signing blank checks is prohibited.
- d. All expenses must be pre-authorized by (1) approval in the annual budget (2) subsequent amendment to the budget (3) vote of the Board of Directors.
- e. Bank statements shall be reviewed by the Treasurer and one designee appointed by the Board of Directors without signature authority to ensure separation of financial controls
- f. Checks or payments exceeding \$500 must be approved by two Executive Board Members.

Article XIII. Amendments

These By-Laws may be amended, in whole or in part any time by the favorable majority of the membership in attendance at *any* form of membership meeting. At least a 15-day notice of the proposed amendments will be given to the membership. The membership may also vote to waive this required notice provided a quorum is present and there is a majority vote to approve the amendments.

If any one part of these By-laws is suspended or revoked by any method, the remainder of the By-laws shall remain in effect.

All board votes to change *rules* or add new rules shall be made as Amendments to the By-Laws.

Article XIV. Dissolution

Upon formal dissolution, the net assets of the FGIC shall be distributed to Northshore School District, Woodinville High School or WIAA, as deemed necessary.