



THE BYLAWS OF THE WHEATON NORTH FALCON WINGS

ARTICLE I: NAME

Section 1. Name and Address

The name of this organization shall be Wheaton North Falcon WiNGS (an acronym for Wheaton North parents Giving to Students). The common name shall be the Falcon WiNGS. The incorporated name shall be *Falcon Booster Club*. The mailing address of this organization is % Wheaton North High School, 701 W. Thomas, Wheaton, IL 60187.

Section 2. Not-for-Profit Status

The Falcon WiNGS shall be a not for profit organization at all times for the benefit of Wheaton North High School.

ARTICLE II: PURPOSE

Section 1. Purpose

The general purpose of the Falcon WiNGS is to financially support student activities at Wheaton North High School, including athletics, music, theater, club activities, and college scholarships. The WiNGS raise funds to support Wheaton North students through membership fees, corporate sponsorships, donations and other fundraising efforts.

Section 2. Activities

No part of the activities of the Falcon WiNGS shall consist of participating in, or intervening in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office, nor shall the Falcon WiNGS operate as a social club for the benefit of its members or carry on business with the general public in a manner similar to organizations operated for profit.

Section 3. Exempt Activities Only

Notwithstanding any other provision of these Bylaws, the Falcon WiNGS shall not carry on any activity not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1987.

ARTICLE III: MEMBERSHIP AND DUES

Section 1. Who May Join

Any adult may hold membership in Falcon WINGS upon payment of annual dues as specified in the Standing Rules (as defined in Article X, Section 3).

Section 2. Dues

The Executive Board shall review and set dues annually, reflecting them in the Standing Rules.

Section 3. Voting Rights of Members

Membership includes the privilege of one vote per member household, from a single address.

Section 4. Membership Year

The membership year shall be July 1 – June 30.

Section 5. Governance of Members

Any person who becomes a member shall be governed by the current Bylaws of the organization, and those that may be adopted thereafter.

Section 6. Honorary Membership

The Principal, Athletic Director, and Activities Director (or their approved representatives) of Wheaton North High School shall be non-voting, honorary members of the Falcon WINGS unless they are also a parent/Falcon WINGS member.

ARTICLE IV: LEADERSHIP TEAM

Section 1. Leadership Team Composition

The Leadership Team shall consist of the Executive Board and Committee Chairs.

Section 2. Who Is Eligible

All members of the Leadership Team shall be members in good standing of Falcon WINGS, as described in Article III, Section 1.

Section 3. Executive Board Composition

The Executive Board shall consist of duly elected officers: President (or Co-Presidents), Vice President, Communications Secretary, and Treasurer (or Co-Treasurers).

Section 4. Committee Chairs

The Committee Chairs shall consist of duly appointed Chairs for all standing and special committees as outlined in Article VII and shall be appointed by the Executive Board annually, and as needed to fill vacancies at other times.

Section 5. Meeting Attendance

Any Leadership Team member who misses three (3) consecutive regularly scheduled meetings without notifying the Communications Secretary may be removed as a member of the Leadership Team. Any Leadership Team member so dropped shall continue as a member of the Falcon WiNGS, provided s/he is a current member of the Falcon WiNGS in good standing.

Section 6. Conflict of Interest

In accordance with Internal Revenue Service requirements, all members of the Leadership Team shall abide by the Falcon WiNGS Conflict of Interest Policy as described in the Standing Rules.

ARTICLE V: EXECUTIVE BOARD

Section 1. Role

The control and management of the affairs of the Falcon WiNGS and the distribution of its funds shall be vested in an Executive Board, consisting of four Officers: President (or Co-Presidents), Treasurer (or Co-Treasurers), a Vice President, and a Communications Secretary.

Section 2 Nominations

The Nominating Committee shall present a slate of Officers to the membership at the March or April general membership meeting. Open nominations will be accepted to run against the slate until the election at the May general membership meeting. If someone outside of the nominated slate wishes to run for office, nominations can be made from the floor at the Annual Meeting; the proposed candidate must be present. At that time, the nominator shall present the qualifications of the proposed candidate. The candidate receiving a majority of the votes cast shall be duly elected to the office for which he/she was nominated.

Section 3. Election

Elections of Officers will be done by the Falcon WiNGS members present at the May meeting. If the election of Officers is not held at the May meeting, such election shall be held as soon thereafter as possible. The newly elected Officers and the appointed Committee Chairs shall take office at the next meeting.

Section 4. Terms

The term of each Executive Board member shall begin on July 1 and extend for one year or until his/her successor is elected or appointed, except the term for Treasurer(s), which shall extend for two years. An Executive Board member may serve up to two terms in his/her position.

Section 5. Termination and Removal

The Leadership Team shall also consider removal of an Officer not performing his/her duties as outlined in the Bylaws. An affirmative vote of $\frac{2}{3}$ of the Leadership Team present at a general meeting shall be necessary for the removal of a member of the Executive Board. A minimum of

two weeks' notice shall be provided if any Executive Board member is being considered for removal.

Section 6. Vacancy

A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Leadership Team for the unexpired portion of the term.

Section 7. Compensation

Officers of the Falcon WiNGS shall serve voluntarily and shall receive no personal compensation for their services.

ARTICLE VI: EXECUTIVE BOARD RESPONSIBILITIES

All officers shall:

- A. Attend all meetings of the Executive Board.
- B. Conduct transition with and deliver all official material to their successor no later than June 30;
- C. Perform any duties that may be deemed necessary or appropriate; and
- D. Agree to hold themselves accountable to the highest standards for honesty, truthfulness and public service.

ARTICLE VII: COMMITTEES

Section 1. Types

There will be two types of committees operating on behalf of the Falcon WiNGS: Standing Committees and Special Committees.

Section 2. Standing Committees

The Executive Board shall establish the following Standing Committees each year: Communications, Concessions, Corporate Sponsorship, Spirit Wear, Membership, Post-Prom/Operation Safe Celebration, Scholarship, Staff Appreciation, Volunteers, and Yard Signs.

Section 3. Special Committees

The Executive Board shall establish Special Committees as necessary for the operation of the Falcon WiNGS to fill temporary, specialized needs within the organization.

- A. A Nominating Committee shall be formed as specified in Article V, Section 2; and
- B. Any other such special committees shall be formed as shall be deemed appropriate by the Executive Board.

Section 4. Special Committee Chairs

The Chairs of Special Committees shall serve as members of the Leadership Team, and shall be appointed by the President to serve for a term of one (1) year.

Section 5. Removal of Committee Members

Any committee member thereof may be removed by the person or persons authorized to appoint such committee member whenever in his or her judgment the best interests of the Falcon WiNGS shall be served by such removal.

ARTICLE VIII: MEETINGS

Section 1. General Membership Meetings

General membership meetings shall be held a minimum of four times per school calendar year, at a time and place designated by the Executive Board. All general membership meetings require at least five days' notice. Notice of these meetings shall be published on the Falcon WiNGS website or via an e-mail blast to members. All general membership meetings are open to Wheaton North staff and families, though only Falcon WiNGS members can vote.

Section 2. Quorum

A quorum shall consist of at least two members of the Executive Board and at least five members of the general membership. A quorum is necessary for a vote or any financial proceedings to take place. If no quorum is present, any vote or financial proceedings will be tabled until the next general membership meeting.

Section 3. Proxy Voting

Voting by proxy is prohibited. Members must be present at the meeting to cast their vote when a vote is called. All voting will be by voice, unless otherwise specified within these Bylaws.

Section 4. Executive Board & Leadership Team Meetings

Meetings of the Executive Board and/or Leadership Team shall be held as needed, provided that they are announced to the meeting participants at least three days in advance.

Section 5. Annual Meeting

The Annual Meeting of the Falcon WiNGS shall be held in May. The election of officers will occur at the Annual Meeting, according to Article V, Section 3.

Section 6. Special/Emergency Meetings of the Members

A special/emergency meeting of the Falcon WiNGS members may be called at any time by the President, or by a majority of the Leadership Team. Such meeting shall require notification of the entire Leadership Team by email or by phone call at least five (5) days prior to the special/emergency meeting.

Section 7. Special/Emergency Meetings of the Leadership Team

Special/emergency meetings of the Leadership Team may be called by the President at any time with notice that the President deems sufficient, by email or telephone, informing each member of the Leadership Team of the time, place, and purpose of the meeting.

Section 8. Meeting Procedures

Meetings shall be conducted in accordance with the Provisions of Robert's Rules of Order.

ARTICLE IX: FINANCES & RECORDS

Section 1. Fiscal Year

The fiscal year of the Falcon WiNGS shall be July 1 – June 30.

Section 2. Records

The Falcon WiNGS shall keep correct and complete financial books and records, as well as signed minutes of all of its General Meetings. The Falcon WiNGS shall also keep a record giving the names and addresses of the Falcon WiNGS members entitled to vote. These records shall be kept by the Communications Secretary for as long as required by the IRS codes.

Section 3. Inspection

All books and records may be inspected by any member, for any reasonable purpose, at any reasonable time. The monthly bank statements will be reviewed at each General Meeting and initialed by a member of the Executive Board who is not authorized to sign checks.

Section 4. Financial Review

All financial proceedings shall undergo a review by the Falcon WiNGS accountant at the close of every fiscal year, or when there is a change of Treasurer during a term of office. All books and records must be delivered to the accountant within 2 (two) weeks following the close of the fiscal year or departure of a Treasurer. Payment to the accountant shall be budgeted annually.

Section 5. Report of Financial Review

The report of the financial review shall be available to the general membership at the first general membership meeting of the school year.

Section 6. Deposits

All funds of the Falcon WiNGS shall be deposited as soon as is practical to the credit of the Falcon WiNGS in such banks or other depositories as the Executive Team may select.

Section 7. Gifts

The Leadership Team may accept on behalf of the Falcon WiNGS any contribution, gift, bequest, or device for the general purpose or for any special purpose of the Falcon WiNGS.

Section 8. Bonding

The Leadership Team, shall be bonded at the expense of the Falcon WiNGS in order to ensure financial security of Falcon WiNGS funds.

Section 9. Expenditures

Procedures for expenditures to fulfill the purposes of the Falcon WiNGS will be listed in the Standing Rules of the Falcon WiNGS.

ARTICLE X – BYLAWS, STANDING RULES, AND THEIR AMENDMENTS

Section 1. Bylaws Review

These Bylaws shall be reviewed beginning in October of even calendar years by a committee appointed by the President.

Section 2. Amendments

Amendments to the Bylaws shall be presented at a general membership meeting. Proposed amendments must be posted for review for thirty days before they may be voted upon and are considered approved by a $\frac{2}{3}$ vote of the members present.

Section 3. Standing Rules

The Standing Rules shall supplement and further explain these Bylaws and may be amended by a $\frac{2}{3}$ vote of the members present at any general meeting, without prior notice of intent to amend. In the event of any conflict between the Bylaws and the Standing Rules, these Bylaws shall govern.

Section 4. Standing Rules Review

The Standing Rules shall be reviewed from time to time by the Executive Board.

ARTICLE XI: Amendment to Articles of Incorporation

The Articles of Incorporation may be amended by 100 percent approval of the Leadership Team members present at any regular or special/emergency Falcon WiNGS meeting, if at least five days notice has been given of intention to amend the Articles of Incorporation at such meeting, and provided that the proposed changes have been published at least ten (10) days prior to such meeting.

ARTICLE XII: Control of Facilities

Section 1. Control of Activities & Facilities

The Falcon WiNGS shall have exclusive control and supervision of its Concessions and fundraising activities. Outside interest groups shall not be allowed usage of Falcon WiNGS facilities unless expressly authorized by the Executive Board.

ARTICLE XIII: Dissolution

Section 1. Dissolution or Liquidation

In the event of dissolution or final liquidation of the Falcon WiNGS, none of the property and/or assets of the Falcon WiNGS, nor any proceeds thereof shall be distributed to or divided among any of the Falcon WiNGS Leadership Team or inure to the benefit of any individual.

Section 2. Distribution of Assets

After all liabilities and obligations of the Falcon WiNGS have been paid, satisfied, and discharged, or adequate provision made thereof, all remaining property and assets of the Falcon WiNGS shall be distributed to the Community Unit School District 200 General Education Fund.

These Bylaws were adopted on September 29, 2020

President's Signature

Secretary's Signature