

BYLAWS of West Seneca West Sports Boosters Inc

EIN 27-0579998

Article I

Name, Office and Duration

1. Name. The name of this corporation is West Seneca West Sports Boosters Inc.
2. Location. The principle place of business and administrative office shall be located at 3330 Seneca Street, West Seneca, NY 14224.
3. Duration. The Corporation shall have perpetual existence.

Article II

Purpose

1. Purpose. The Corporation is organized exclusively for charitable, religious and educational purposes within the meaning of Section 501(c)(3) of the International Revenue Code, 1986, or the corresponding provision of any future federal law. Such purposes include but are not limited to:

{a} We are a non-profit incorporated organization. Through a fundraising activity we will provide funds for two areas.

-Scholarships for seniors leaving WSW High School. Students who have participated in a sport within their high school years are eligible.

-We support Students of Excellence.

Article III

Officers

1. Designation of Officers. The officers of the Corporation shall be the President, Vice President, Secretary and Treasurer, and they shall have authority to carry out the duties prescribed in these Bylaws. One person may hold more than one office, except no person may hold the office of President and Secretary.
2. Powers. The Officers of the Corporation shall have all corporate authority, except such powers as are otherwise provided in these Bylaws and the laws of the State of New York, to conduct the affairs of the Corporation in accordance with these Bylaws. The Officers of the Corporation may by general resolution delegate to committees of their own number such powers as they deem appropriate.

3. Compensation. Officers of the Corporation shall receive no compensation.

4. Duties of Offices.

-President: The president is the Chief Executive Officer of this Corporation and will supervise and control the affairs of the Corporation. The President will perform all duties incident to the office of President and any other duties that may be required by these Bylaws.

-Vice President: The Vice President will perform all duties and exercise all powers of the President when the President is absent or is otherwise unable to act. The Vice President will perform any other duties prescribed by the President.

-Secretary: The Secretary will keep minutes of all meetings of Members and of the Board of Directors, by the custodian of the corporate records, give all notices as are required by law or by these Bylaws, and generally perform all duties incident to the office of Secretary and any other duties as may be required by law, by the Bylaws or which may be assigned by the Officers of the Corporation.

-Treasurer: The treasurer will have charge and custody of all funds of this Corporation and will deposit the funds as required by the Officers of the Corporation, keep and maintain adequate and correct accounts of the Corporation's properties and business transactions and render reports and accountings to the Officers of the Corporation. The Treasurer will perform all duties incident to the office of Treasurer and any other duties that may be required by these Bylaws.

Article IV

1. Special Meetings. Special meetings may be called by the President of the Corporation or a majority of the Officers of the Corporation. Persons authorized to call special meetings shall provide notice of the time and location of such meetings and state the purpose thereof and no other matter shall be considered by the Officers of the Corporation at such special meeting except upon unanimous vote of all Officers present.
2. Notice and Waiver. Notice of special meetings need not be in writing. Attendance at any meeting shall be considered waiver of the notice requirement thereof.
3. Quorum. A quorum shall consist of a majority of the Officers. If at any meeting, less than a quorum is present, the majority may adjourn the meeting without further notice to the absent Officer.

Article V

Fundraising and Expenditures

1. Fundraising. The West Seneca Community 5K will be undertaken by the WSWSB and WSPBA to raise monies for distribution for yearly scholarships and the Student of Excellence.

- The West Seneca Community 5k will be chaired by the current WSWSB board members along with a representative from the WSPBA.

- All funds received are to be given to the Treasurer for deposit in the WSWSB banking account.

2. Scholarships.

- Purpose to provide \$10,000 in scholarships yearly to eligible WSWHS graduating seniors who participated in a sport within their high school years.

- Scholarship Requirements:

- Scholarship form must be completed and submitted by March 31st of the graduating year, by following directions on said form. Form can be picked up at Student Services or printed from the Booster web page at: westsenecawestsportsboosters.com.

- The final choice of the recipients of these scholarships is at the discretion of the WSWSB board.

Article VI

Restrictions on Actions

1. All the assets and earnings of the Corporations shall be used exclusively for its exempt purposes, including the payment of expenses incidental thereto. No part of any net earnings shall inure to the benefit of any employee of the Corporation or be distributed to its officers or any private person, except that the Corporation shall be empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purpose set forth in Article II of these Bylaws.
2. Notwithstanding any other provision of these Bylaws, the Corporation will not carry on any activities not permitted by an organization exempt under Section 501(c)(3), Internal Revenue Code 1986, or the corresponding provision of any further federal

law, or organizations whose contributions which are exempt under Section 170 (c) (2), Internal Revenue Code 1986 or the corresponding provision of any future federal law. The Corporation shall have no capital stock, pay no dividends, distribute no part of its net income or assets to any Officers and private property of the subscribers, Officers shall not be liable for the debts of the Corporation.

3. No substantial part of the Corporation's activity shall be for the carrying on of a campaign or propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in any political campaign, will not engage in political campaigns or attempt to influence legislation or interfere with any political campaign on behalf or in opposition of any candidate for public office.
4. In particular, but not without limitation of the generality of the foregoing paragraph, during such time as the Corporation may be considered a private foundation as defined by Section 509 (a), Internal Revenue Code 1986, or the corresponding provision of any future federal law, it shall not:
 - A. Fail to distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942, Internal Revenue Code 1986, or the corresponding provision of any future federal law.
 - B. Engage in any act of self dealing as defined in Section 4941 (d), Internal Revenue Code, 1986, or the corresponding provision of any future federal law.
 - C. Retain any excess business holdings as defined in Section 4943©, Internal Revenue Code 1986 or the corresponding provision of any future federal law.
 - D. Make any investment on such manner as to subject it to tax under Section 4944, Internal Revenue Code, 1986 or the corresponding provisions of any future federal law.
 - E. Make any taxable expenditure as defined in Section 4945 (d), Internal Revenue Code 1986 or the corresponding provision of any future federal law.

Article VII

Contract, Checks, Deposits and Funds

1. Contracts. The Officers of the Corporation may authorize, by general resolution, an agent or agents in addition to persons authorized by these Bylaws to enter into any contract on behalf of the Corporation.
2. Checks, drafts and Order of Payment. All checks, drafts, notes or orders of payment or other evidence of indebtedness issued in the name of the Corporation shall be signed by the Officer or an from time to time designated by general resolution of the Officers of the Corporation.

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 Officers of the Corporation may designate.
4. Gifts. Any officer or designated agent may accept gifts, contributions, bequests or devise of any property on behalf of the Corporation.
5. Loans. No officer of the Corporation or agent shall have the authority, on behalf to the Corporation, to enter into a loan or any other contract of indebtedness except by unanimous vote in a specific resolution of officers of the Corporation. The authority designated by this provision shall be limited to a single and specific instance.

Article VIII

Dissolution

Upon dissolution of the Corporation, the officers of the Corporation shall, after paying or making provision for payment of all liabilities of the Corporation, including the costs and expenses of such dissolution, dispose of all the assets of the Corporation exclusively for the exempt purposes of the Corporation or distributed to an organization described in Section 501(c) (3) or 170 (c) (2) of the Internal Revenue Code, 1986 or the corresponding provisions of any future federal law, as shall be selected by the last Officers of the Corporation. None of the assets will be distributed to any officer of the Corporation. Any such assets so disposed of shall be disposed of by, and in the manner designated by, the state court having jurisdiction over the matter.

Article IX

Statement of Nondiscrimination

Notwithstanding any provision of these Bylaws, the Corporation shall not discriminate against any director, officer, employee, applicant or participant on the basis of sex, race, color, ethnicity or national origin.

Article X

The Officers of the Corporation shall have the power to amend, alter, make and repeal the Bylaws of the Corporation by majority vote.

Adoption of Bylaws

Adopted by the Officers of the Corporation by resolution and vote of all directors on the date below.

Jennifer Manuse [Date]

08/10/25

[First Officer member's Name Here], Signature

Jennifer Manuse

Sally Tenhagen [Date]

8/14/25

[Second Officer member's Name Here], Signature

Sally Tenhagen