GOVERNING DOCUMENT

Red Dragon
Theater Booster Club

Bylaws of the Corporation

Excellencia Consuetudo Est

A Texas nonprofit corporation organized under Section 501(c)(3) of the Internal Revenue Code, in support of the Red Dragon Players theater program at Stephen F. Austin High School.

Adopted October 29, 2013

Location Larry D. Preas Theater · Austin, TX

RED DRAGON THEATER BOOSTER CLUB

Bylaws of the Corporation

Article I. Organization and Purpose

Section 1 Name

The organization shall be known as **Red Dragon Theater Booster Club**.

Section 2 Organization

The above is a registered corporation in the State of Texas and certified under Section 501(c)(3) of the Internal Revenue Code (IRS) as a nonprofit organization. It is bound by the nonprofit laws set forth by the IRS. The Booster Club may be subject to IRS audit from time to time, and any violation may result in severe penalties, including termination of nonprofit status.

Section 3 Purpose

The Booster Club is organized for the following purposes:

a) To support and promote the theater program at Stephen F. Austin High School.

b) To perform fundraising activities to provide for activities, materials, supplies, services, and other necessities to conduct quality theatrical performances by SFA students.

c) To support and assist the Faculty Director(s) with various duties required in order to produce quality theatrical performances.

d) To ensure all theatre students are offered equal educational opportunities by means of scholarships when necessary, based on the financial needs of the student.

Section 4 Fiscal Year

The fiscal year of the Booster Club shall begin on the first day of July of each year and end on the last day of June of the following year.

Section 5 Principal Office

The principal office of the Booster Club shall be located at Preas Theater on the campus of Stephen F. Austin High School, 1715 W. Cesar Chavez, Austin, Texas.

Article II. Governance

Section 1 **Executive Board**

The Executive Board is solely responsible for overseeing all activities of the Booster Club and meeting all financial and legal obligations. The Executive Board is elected through a voting process and is made up of the following members. A person may not be elected as a board member if they can benefit unfairly by holding a position.

a) **President** — The President shall be the chief executive officer of the Booster Club and will supervise and control all of the business and affairs of the Booster Club, ensure compliance with nonprofit regulations, and preside over all meetings.

b) **Secretary** — The Secretary will be responsible for making sure all activities of the Booster Club are in accordance with the will of the governing body. They will document all proceedings of the meetings and authorize all documents.

c) **Treasurer** — The Treasurer will be responsible for all financial management, including the annual budget preparation, accounting of financial activities, annual tax filing, fund disbursement to vendors, payment and reimbursement authorization, and presenting the annual financial needs to the board.

d) **Faculty Advisor** — The Faculty Advisor is responsible for representing the needs of the theatre to the board and ensuring the board is acting in the interest of the students of the theatre department.

Section 2 **Officers**

Booster Club officers are nominated and elected by the Executive Board and are primarily responsible for leading specific activities. An officer can only be elected if they are a regular member of the Booster Club. A person may not be elected as an officer if they can benefit unfairly by holding a position (e.g., the Scholarship Chair cannot grant a scholarship to their own student). There is no fixed list of positions, but the following is a recommended list of officers. This list may be modified as needed each year.

a) Volunteer Coordinator
b) Webmaster
c) Newsletter Publisher
d) Concessions Manager
e) Photographer
f) Morale Booster
g) Scholarships
h) Publicity Coordinator
i) Silent Auction Chair
j) Parking Fundraiser Chair
k) Camp Red Dragon Chair

Section 3 **Voting**

Only the Executive Board members and the Officers may vote on any matter relevant to Booster Club activities. This includes the following. Other items may be added to this list as necessary.

a) Annual budget approval

b) Unbudgeted / unplanned spending approvals

c) Scholarship grants

d) Election of Executive Board members

e) Amendment to bylaws

Section 4 Authorizations

When an action is to be taken by a vote of the members, it shall be authorized by a unanimous vote unless member(s) are not available to participate, in which case it will be authorized by a majority of votes. Any effort to exclude members on purpose will render the vote invalid. This type of voting may take place via email communications or other written methods. No oral voting is allowed.

Section 5 Meetings

a) **Place of Meetings.** All meetings of members shall be held at the Larry D. Preas Theater on the campus of Stephen F. Austin High School, or at such other place as shall be determined by the officers and stated in the notice of meeting.

b) **Cadence of Meetings.** The first meeting of the Executive Board and its officers shall be held at the beginning of the fiscal year for the purpose of bringing to the attention of the members the list of activities anticipated for the year and to make everyone aware of their expectations. Meetings may be held throughout the year as needed and may be called upon the request of the Executive Board.

c) **Quorum.** Two-thirds of the voting members present at any duly called meeting of the membership shall constitute a quorum for that meeting.

d) **Proxies.** Proxies shall not be permitted for members.

Section 6 Powers and Limitations

The Booster Club shall have the power to do any lawful act and to engage in any and all lawful activities which may be necessary, useful, desirable, or proper for the furtherance of the purposes for which the Booster Club is organized, and to aid other organizations whose activities are such as to further or attain such purposes.

> **Note:** No part of the activities of the Booster Club shall involve carrying on propaganda, or otherwise attempting to influence casting, or intervening with (including the publication or distribution of statements) any decision made by the Faculty Director(s).

Article III. Membership

Section 1 **Membership**

- **a)** **Regular Members** — Regular membership shall be open to all Red Dragon member families, students, their parents, and legal guardians.
- **b)** **Community Members** — Community membership shall be open to all persons interested in furthering the tradition of quality in the Stephen F. Austin High School extracurricular theater program.
- **c)** **Honorary Members** — Honorary membership shall be open to all persons who render or have rendered valuable service to the corporation or theater in general.
- **d)** **Faculty Directors** — The Red Dragon Theater Director(s) is/are automatically regular member(s) of the Booster Club.

Section 2 **Membership Fees**

The Booster Club may fix an amount as fees or dues which members may be required to pay initially or periodically as a condition of admission or retention of membership. If fees or dues are so authorized, the Officers shall establish and implement procedures for the collection of membership dues.

Article IV. Amendments

These Bylaws may be altered, amended, or repealed, and new Bylaws may be adopted by the membership at any regular or special meeting with the approval of the Booster Club board.

Article V. Use of Funds

The Booster Club shall use its funds only to accomplish the objectives and purposes specified by these Bylaws, and no part of such funds shall inure or be distributed to any member of the Booster Club.

Secretary's Certification

I, the undersigned, being the Secretary of Red Dragon Theater Booster Club, Inc., do hereby certify that the foregoing are the Bylaws of said corporation, as adopted by the Board of said corporation on the 7th day of August, 2026.

Lauren Romero
Secretary

Action by Unanimous Written Consent

of the Board of Directors of Red Dragon Theater Booster Club, Inc.

The undersigned, constituting all of the members of the Board of Directors (the "Board") of Red Dragon Theater Booster Club, Inc., a Texas nonprofit corporation (the "Corporation"), do hereby adopt the following resolutions by unanimous written consent as authorized by the Bylaws of the Corporation and Sections 22.104 and 22.220 of the Texas Business Organizations Code.

Dated as of	August 7, 2026

Samantha Hooten
President

Lauren Romero
Secretary

David Romero
Treasurer

Beatriz Fernós
Faculty Advisor