

BY LAWS OF  
**PLANET ROCK TEAM BOOSTER CLUB**

ARTICLE I – NAME

A. The name of this organization is Planet Rock Team Booster Club; hereinafter referred to as the “Boosters.”

ARTICLE II – VISION

A. The Boosters believe that climbing is more than a sport — it’s a place where athletes learn resilience, leadership, teamwork, and sportsmanship. We aim to foster a supportive community that helps athletes grow on and off the wall.

ARTICLE III - MISSION

A. Boosters exists to strengthen the Planet Rock Climbing Team (hereinafter referred to as the “Team”) community by supporting athletes, coaches, and families.

ARTICLE IV – SCOPE

A. The object and purpose of the Boosters is primarily for charitable, educational, religious, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, namely to provide resources and opportunities that enhance training, expand access, and create a positive, connected experience for all Planet Rock Climbing Team members through fundraising, events, and volunteer effort.

B. The Boosters will not direct, request, or otherwise influence the Team coaching staff on climber evaluations, team selections, positions, routes, or other in-gym areas. With respect to these issues, the Boosters shall have no more or less influence in direct discussions with the Team Coaching staff than any other Parent/Guardian of an athlete on the Team.

C. Notwithstanding any other provisions contained in these By-Laws or the Articles of Incorporation, the Boosters shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

#### ARTICLE V - ACTIVITIES

A. Provide equipment, gear and support as determined by need and/or request of the Team coaching staff or the Team community and not otherwise provided by Planet Rock Climbing gym.

B. Conduct Fund Raising Activities for both general and specific goals.

C. Manage, prioritize and allocate funds according to the Mission of the Boosters, and in accordance with budgets set by the Board.

D. Business will be conducted via 2 meeting types; a monthly General Member meeting and monthly Board meeting. Meetings are permitted in person or remotely (Zoom, GoogleMeet, etc.).

#### ARTICLE VI – STRUCTURE

A. The Boosters shall be a non-profit organization, incorporated in the state of Michigan, as described in section 501 (c)(3) and exempt from taxation under section 501(a) of the Internal Revenue Code or corresponding section of any future federal tax code (or the corresponding provision of any future United States Internal Revenue Law). The Boosters shall comply with any applicable Federal and State laws for tax exempt non-profit corporations.

B. The Boosters shall comprise three classes, General Members, Board Members and Executive Members.

1. General Members shall have voting rights in the election of the Board of Directors and in any special election presented by the Board of Directors.

2

2. Board Members shall be General Members who are elected to a board position.

3. Executive Members shall be comprised of the President, Secretary and Treasurer. They shall be elected by the Board members and provide governance and oversight to ensure compliance with these Articles and By Laws of the Boosters.

C. The Board of Directors shall be elected by the Members in accordance with Article VIII of these By-Laws for a term of up to 3 years, with a staggered number of the Board's terms expiring each year. The first election held after the adoption of these By-Laws shall be in accordance with Article VIII, section E of the By-Laws.

#### ARTICLE VII – MEMBERSHIP

A. Membership in the Boosters shall be open to anyone.

B. Voting eligibility for Membership will be contingent upon:

1. Being a parent or legal guardian of a current Team member in good standing per these By Laws.

2. One vote per climber currently in the program

C. The term of Membership shall coincide with the "Boosters" fiscal year.

#### ARTICLE VIII – BOARD OF DIRECTORS

A. The Board of Directors shall be composed of 7 elected members. The Board of Directors shall elect its Officers, Executive Members, consisting of a President, Treasurer, and Secretary.

B. Responsibilities of the Board:

1. The Board of Directors shall have control and management of the funds, property and business affairs of the organization, including establishing and collecting annual membership dues.

2. The Board of Directors shall prepare and adopt a budget of projected fundraising and expenses. The Budget will be presented to all members.

3. The Board of Directors shall invite a Planet Rock Team Liaison to all Board and General Member meetings. The Planet Rock Team Liaison, appointed by Planet Rock management, shall not have voting rights on any issue.

4. Priorities for allocated Booster funds shall be set by the Board of Directors with input from the Team Head Coach.

C. Board members shall not be personally liable for the debts, liabilities, or other obligations of the Boosters.

D. The Board will purchase and maintain insurance against liabilities incurred in the execution of their duties and Booster activities.

E. Election of the Board, for the next fiscal year, shall occur in May and be announced and published in June.

F. General and current Executive Membership shall vote for up to 7 Members (from the candidate pool) to form the following fiscal year's Board of Directors.

G. The first meeting of the new board, in July, will be a joint session with all members of the incoming and outgoing Boards present.

H. Any Board vacancies occurring during the year may be filled by a majority vote of the Board to fill the remaining term of the departing Board member.

I. The term of each elected Executive Member shall be limited to the period of time that the Member has a climber on the Team, for up to three consecutive (3) fiscal years. An Executive Member, with a climber on the Team and who remains a regular member

in good standing, may return, via election, to an Executive member role after a one (1) year hiatus.

J. Any Executive Member can be removed from the Board with a Supermajority (6/7) vote of the Board.

K. Only one member of a player's family or Guardianship may serve as a Board Member at a time.

4

L. Board members are expected to attend each meeting in order to effectively carry out the responsibilities of the position. Absence from more than three (3) meetings during a fiscal year may result in removal from the Board.

M. In the absence of the President from any official meeting, the Treasurer shall assume leadership of the meeting.

N. The Planet Rock Team Liaison will provide support and ensure open and transparent communication between the Boosters, the Team and Planet Rock management.

O. No Member, Regular or Executive, shall receive compensation, monetarily or otherwise; from the Boosters.

## ARTICLE IX – FINANCES

A. The fiscal year of this organization shall be JULY 1st to JUNE 30th.

B. Climber Booster Dues for the upcoming fiscal year shall be proposed, and confirmed in March of each year, by the Board of Directors. They shall be published by May 1st to the General Membership.

C. All funds received by the Boosters shall be deposited in a timely manner to the credit of and into such banks as shall be approved and designated by the Board of Directors.

D. The Board of Directors shall propose and approve an annual budget of estimated income and expense.

E. The Treasurer shall sign all checks. The President and Treasurer will jointly sign all checks exceeding \$1000.00.

F. Contracts exceeding \$1,000.00 require two (2) signatures, at least one (1) Officer and an additional Board member.

5

G. All improved properties and purchased equipment will be entrusted to Planet Rock Climbing Gyms to utilize for the expressed use of the Team Program at the time they are completed or obtained.

H. Funds of the Boosters shall be deposited in a checking account to be set up and maintained by the Treasurer.

I. Funds as 'petty cash' may be withdrawn from the bank with which they are deposited by the signature of the Treasurer for items up to \$500.00. For items exceeding that amount the signature of the President is also required.

J. All funds for Non Budgeted items up to \$1500 are disbursed upon approval of a simple majority of the Board of Directors. For items exceeding \$1500, a supermajority (vote is required).

K. Expenditures may not exceed the Budgeted amount without prior approval of the Board of Directors per Article VIII section J.

L. No part of the net assets of the Boosters shall be distributed to its Members, Officers, or any private persons for Non Budgeted items, except those authorized by a unanimous vote of the Board, and to pay reasonable compensation for services rendered.

M. No part of the net earnings of the Boosters shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons except that the Boosters shall be authorized and empowered to pay reasonable compensation for

services rendered. The properties and assets of the Boosters are irrevocably dedicated to charitable purposes.

N. On liquidation or dissolution, all properties and assets and obligations shall be distributed and paid over to an organization dedicated to charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of Oakland County, Michigan, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

6

#### ARTICLE X - MEMBERSHIP TERMINATION

A. Membership shall terminate per Fiscal Year as noted in ARTICLE VI section C.

B. A Member may be expelled or suspended, and a membership may be terminated or suspended before the end of the stated term only when:

1. Member is given not less than fifteen (15) days' prior written notice of the expulsion, suspension, or termination, and reasons for it; and
2. A Member is given the opportunity to be heard, orally or in writing, not less than five (5) days before the effective date of the expulsion, suspension, or termination by the Executive Board who may decide that the proposed expulsion, suspension, or termination not take place.
3. A supermajority (6/7) Board vote is required to suspend or expel a member.

#### ARTICLE XI - GOVERNANCE

A. President shall attend meetings and preside over all General and Board Meetings, maintain a line of communication between the coaches, parents, climbers and Planet Rock Management (a liaison will be appointed by Planet Rock), serves or appoints another Board Member, as the ex-officio member on all committees, prepare the agenda for each meeting, and co-sign checks with the Treasurer when required.

B. Treasurer shall attend meetings, receive all monies paid to the Boosters, including membership fees, keep accurate records of receipts and expenditures, disburse funds as authorized by the Board and co-sign checks with the President where required. The Treasurer shall present a simple statement of account and an official bank statement at every regular (monthly) Board meeting; provide evidence of any and all receipts or an audit of the books. The Treasurer shall also submit appropriate documentation for non-profit public entities. The Treasurer is responsible for establishing and maintaining the authorized bank account and securing signature changes as required.

C. The Secretary shall attend meetings, record the minutes of all General and Board Meetings and shall perform such other duties as may be delegated. Minutes of the

7

Board meetings will be available and Published prior to the following regular Board meeting. The record copy of the minutes shall be kept by the Secretary, and maintained for a period of not less than ten (10) years. The minutes of the Secretary shall be the official record of the Boosters.

D. Directors shall attend General and Board Meetings acting as an integral part of the governance process, voting on all issues presented to and by the Board of Directors and supporting Committees as participants and/or Chairs.

## ARTICLE XII - MEETINGS

A. Regular meetings are open to all Members, Planet Rock senior management, Team Liaison and Coaching staff. Additional Planet Rock staff may be invited, if/as needed, by any Board member.

B. Meetings of the Board shall be held on a regular basis and not less than eleven (11) times per Fiscal Year.

C. The Board may deem it necessary, and is authorized, to call a special Closed meeting.

D. The Executive Board shall determine the dates of the meetings, to be held pursuant to the terms of these Bylaws.

E. A simple majority of the General and Executive Membership, but not less than 30%



of all eligible members, shall constitute a quorum on votes presented to the Members. Any vote with less than the required participation will default to the Board of Directors for a decision.

F. Special meetings may be called by the President, or by any simple majority (4/7) vote of the members of the Executive Board, with at least 72 hour notice (organization email, website posting) being given.

G. Meetings may be held in person, telephonically, or virtually; votes may be taken and subsequently distributed by email.

8

#### ARTICLE XIII - COMMITTEES

A. There may be Standing and Temporary Committees as determined by the Board of Directors at any time.

B. Only General and Executive Members in good standing, Planet Rock management designees and Coaching Staff shall be eligible to serve in any elective or appointive committee.

C. Standing Committees appointed by the Board of Directors will include, but not be limited to:

1. Fundraising Committee – Shall include at least one (1) Executive Member (excluding the Planet Rock Liaison), and as many volunteers from the General Membership as wish to participate. The purpose will be to:

a) Generate fundraising ideas for proposal to the Board, who will approve and prioritize, and,

b) Execute those approved fund raising activities.

2. Travel Committee - 2 or more Members (Executive or General), the Planet Rock Liaison, and as many volunteers from the General Membership as wish to participate, will coordinate and organize Team travel.

3. Events, Activities & Spirit Committee - 2 or more Members (Executive or General), and as many volunteers from the General Membership as wish to participate who will design, develop and promote an inclusive sense of 'team' in all respects and venues. This may include parties, banquets, and non climbing related activities.

4. Election Committee – A three (3) General Member election committee shall be formed via open lottery each year from a list of volunteers collected at the annual Pre Season Meeting. The three members will select a Committee Chair who will report to the Board. The Secretary shall post notices to the General Membership to solicit volunteers and nominations for any given Election. The Election Committee presents nominees and conducts the vote, reporting results to the Board of Directors within seven (7) days of the Election.

9

D. Each committee will nominate a chairperson whose responsibility is to lead the committee and report all activities to the Board of Directors

#### ARTICLE XIV - AMENDMENTS

A. Proposed Amendments to these By Laws are to be submitted in writing at a regular Board of Directors meeting.

B. The Board of Directors will determine if a proposed Amendment will be presented to the General Membership for a vote.

C. Notice of the Proposed Amendments shall be publicized by direct mail or e-mail to the membership at least thirty days prior to the meeting in which they will be voted on.

D. Amendments may be adopted by a two-thirds (2/3) vote of not less than 75% of the current eligible voting Members (General and Executive).

E. An Amendment Vote may be combined with the annual Board of Directors Election or held during any other regular published meeting of the Boosters.

#### ARTICLE XV - MISC

A. Legislative or Political Activities. No substantial part of the activities of the Boosters shall be the carrying of propaganda or otherwise attempting to influence legislation and the Boosters shall not participate in or intervene (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.



Department of the Treasury  
Internal Revenue Service  
Tax Exempt and Government Entities  
P.O. Box 2508  
Cincinnati, OH 45201

PLANET ROCK FAMILIES UNITED  
C/O IAN BOLTON  
24361 GREENFIELD RD STE 201  
SOUTHFIELD, MI 48075

Date:  
08/20/2025  
Employer ID number:  
39-2368218  
Person to contact:  
Name: M Angell  
ID number: 0196787  
Telephone: 877-829-5500  
Accounting period ending:  
December 31  
Public charity status:  
509(a)(2)  
Form 990 / 990-EZ / 990-N required:  
Yes  
Effective date of exemption:  
May 07, 2025  
Contribution deductibility:  
Yes  
Addendum applies:  
No  
DLN:  
26053591001345

Dear Applicant:

We're pleased to tell you we determined you're exempt from federal income tax under Internal Revenue Code (IRC) Section 501(c)(3). Donors can deduct contributions they make to you under IRC Section 170. You're also qualified to receive tax deductible bequests, devises, transfers or gifts under Section 2055, 2106, or 2522. This letter could help resolve questions on your exempt status. Please keep it for your records.

Organizations exempt under IRC Section 501(c)(3) are further classified as either public charities or private foundations. We determined you're a public charity under the IRC Section listed at the top of this letter.

If we indicated at the top of this letter that you're required to file Form 990/990-EZ/990-N, our records show you're required to file an annual information return (Form 990 or Form 990-EZ) or electronic notice (Form 990-N, the e-Postcard). If you don't file a required return or notice for three consecutive years, your exempt status will be automatically revoked.

If we indicated at the top of this letter that an addendum applies, the enclosed addendum is an integral part of this letter.

For important information about your responsibilities as a tax-exempt organization, go to [www.irs.gov/charities](http://www.irs.gov/charities). Enter "4221-PC" in the search bar to view Publication 4221-PC, Compliance Guide for 501(c)(3) Public Charities, which describes your recordkeeping, reporting, and disclosure requirements.

Sincerely,

Stephen A. Martin  
Director, Exempt Organizations  
Rulings and Agreements