

THE STATE OF NEW HAMPSHIRE

HILLSBOROUGH, SS.
Northern District

SUPERIOR COURT

216-2026-CV-00222

Bedford School District
103 County Road
Bedford, NH 03110

&

Kara LaMarche
103 County Road
Bedford, NH 03110

&

Corey Parker
103 County Road
Bedford, NH 03110

v.

Bedford Bulldogs Athletic Booster Club
P.O. Box 10423
1 Hardy Road, #361
Bedford, NH 03110

**COMPLAINT FOR DECLARATORY JUDGMENT, PRELIMINARY AND
PERMANENT INJUNCTIVE RELIEF**

NOW COMES the Bedford School District, Kara LaMarche and Corey Parker, by and through their attorneys, Wadleigh, Starr & Peters, PLLC, and respectfully petitions this Court for a Declaratory Judgment and injunctive relief stating as follows:

I. OVERVIEW

This is an action to require a non-profit corporation to comply with its bylaws and provide public disclosure of its actions and finances. Public disclosure and proper oversight is necessary to prevent mismanagement and loss of public trust.

II. PARTIES

1. The Bedford School District is a municipal corporation with an address of 103 County Road, Bedford, New Hampshire.

2. Kara LaMarche is an elected member of the Bedford School Board and an ex-officio member of the Board of Directors for the Bedford Bulldogs Athletic Booster Club.

3. Corey Parker is employed as the Athletic Director for the Bedford School District and is an ex-officio member of the Board of Directors for the Bedford Bulldogs Athletic Booster Club.

4. The Bedford Bulldogs Athletic Booster Club [hereinafter BBABC] is a nonprofit corporation formed under RSA 292.

5. The BBABC was incorporated as a New Hampshire non-profit corporation on December 30, 2008.

6. The purpose of the BBABC is to support athletic programs at the Bedford High School.

7. The BBABC's Treasurer is Carol Justic.

8. The BBABC's President is Alyssa O'Neil.

9. The BBABC's Vice-President is Patrick Kelly.

10. The BBABC's Secretary is Melissa Kelly.

11. Patrick and Melissa Kelly are spouses.

12. Pursuant to RSA 292:6-a, "the board of directors of a charitable nonprofit corporation shall have at least 5 voting members, who are not of the same immediate family or related by blood or marriage."

13. The BBABC does not currently have the requisite 5 qualified voting members.

III. JURISDICTION AND VENUE

14. Venue is proper in this Court pursuant to RSA 507:9 as the property at issue is located in Hillsborough County.

15. The Court has jurisdiction over this matter pursuant to RSA 491:22.

IV. BACKGROUND

16. The BBABC is governed by its bylaws and state law.

17. The BBABC most recently amended its bylaws on September 3, 2024.

18. A true and accurate copy of the BBABC bylaws is attached as Exhibit A.

19. Pursuant to Article XVI of the BBABC's bylaws, "All proposed bylaw amendments shall be first submitted to the Bedford School Board, which shall have an opportunity to comment upon them prior to any vote thereon by the organization's board of directors."

20. There have not been any bylaw amendments since September 3, 2024.

V. LACK OF MEETINGS

21. The BBABC is required by its bylaws, and in particular Article IV, Section 7, to have monthly meetings. "Regular meetings shall be held on a monthly basis."

22. In addition to the directors, BBABC's regular monthly meetings are to be open to the "general membership and any member of the public."

23. In order to have a lawful meeting, "[n]otification of meetings shall be posted seven days in advance at BHS [Bedford High School] and on the BBABC website." Article IV, Section 7.

24. If BBABC has email addresses for its members, "the membership shall be notified by email."

25. Furthermore, all directors also need to be informed of meetings including the non-voting directors of high school principal, athletic director and school board designated representative.

26. The BBABC held a monthly meeting on October 8, 2025.

27. The BBABC did not hold a monthly meeting in November or December 2025 or January or February 2026.

28. On February 3, 2026, Petitioners asked BBABC to provide the dates and location of the February and March regular board meetings.

29. The BBABC did not provide dates or locations for the February nor March meetings.

30. On March 3, 2026, Mr. Parker asked for the date and location of the March board meeting.

31. The BBABC is in violation of its bylaws by failing to hold regular public meetings.

32. Pursuant to Article IV, Section 11 of the BBABC bylaws, no action may be taken outside a meeting unless “all directors receive notice and the majority of the directors approve such action within no more than ten (10) days from the date solicited.”

33. The BBABC has taken several actions since its October 2025 meeting but has failed to comply with Article IV, Section 11 of the BBABC bylaws.

VI. LACK OF MINUTES

34. Like any organization, BBABC must keep minutes of the proceedings of the board. Article VI, Section 5.

35. In addition to being available on BBABC’s website, the bylaws require that the minutes be available at the main office of the Bedford High School. See Article IX of the BBABC bylaws.

36. The BBABC’s most recent minutes available are from September 10, 2025.

37. The BBABC is in violation of its bylaws by failing to make minutes available at the main office of the Bedford High School.

38. On February 3, 2026, Petitioners requested the BBABC provide the meeting minutes of all regular and special meetings from June 18, 2025, to present. The BBABC did not provide the requested minutes.

VII. FAILURE TO DISCLOSE FINANCIAL RECORDS

39. In addition to disclosure of minutes, BBABC is legally obligated to disclose its financial records.

40. Pursuant to Article IX, “Books, accounts, documents and records of the organization shall be open to inspection by any director at all times during the usual hours of business. The original or attested copies, of the Articles of Organization, bylaws and records of all meetings of the incorporators and directors shall be kept at the main office of Bedford High School.”

41. BBABC have not provided updated books, accounts or other financial data to the main office of the Bedford High School in several months.

42. In addition, pursuant to Article VI, Section 6, of its bylaws BBABC must “give an accurate report of the organization’s financial status at every regular and special meeting of the BBABC, and make the organization’s books available for review by any member of the board of directors within a reasonable time frame.”

43. On February 3, 2026, Petitioners requested copies of the monthly profit and loss statements as well as balance sheets for the months of August 2025, September 2025, October 2025, November 2025, December 2025, and January 2026. BBABC did not provide the requested financial documents.

44. According to the July 31, 2025, Balance Sheet, BBABC is holding approximately \$175,000 that had been raised by individual teams for support of those individual teams.

45. A total of over \$500,000 is being held in BBABC’s accounts.

46. Due to the BBABC's lack of financial disclosures, there is no way to verify that these funds are being held and being spent only for their intended purposes.

47. BBABC recently moved funds to a different bank.

48. BBABC officers did not obtain board approval prior to moving several hundred thousand dollars to a different bank.

49. BBABC is in violation of its bylaws for not disclosing its financial records to the Petitioners.

VIII. Failure to Cooperate

50. The purpose of the BBABC is to cooperate with the Bedford School District in support of its athletic programs.

51. As stated in the BBABC's bylaws, Article II, Section 4, it is expected that the school administration and "the athletic administrator shall have input into the decisions and the decision-making process involving the booster club. In turn, the BBABC will keep the school administrator apprised of all club activities."

52. Unfortunately, there has been a lack of cooperation over the past several months.

53. The Superintendent attempted multiple times to schedule meetings but BBABC refused to meet. See BBABC Letter of January 22, 2026, refusing to meet with Superintendent Fournier or any other school official, attached as Exhibit B.

54. On February 3, 2026, the School District's Attorney made a demand on behalf of the Petitioners to produce records on or before February 10, 2026. See attached as Exhibit C.

55. On February 16, 2026, BBABC acknowledged receipt of the demand for records but did not produce any of the records for which they are legally obligated to produce. See attached as Exhibit D.

56. The BBABC's failure to cooperate with school administration is a violation of the BBAC bylaws.

57. The Director of Charitable Trusts has been informed of the allegations alleged in this petition.

Wherefore, the Petitioners respectfully requests this Honorable Court:

- a. Schedule a hearing as soon as is possible on Petitioner's request for injunctive relief;
- b. Declare that BBABC has acted unlawfully and in violation of its bylaws;
- c. Order the BBABC to make available to the Petitioners, within seven (7) days of the Court's Order, all minutes and financial records from July 1, 2025 to present day;
- d. Order BBABC make available at the main office of the Bedford High School all books, accounts and other records as required by the bylaws, within seven (7) days of their creation or receipt by the BBABC;
- e. Order the BBABC to provide proper notice, as required by the bylaws, to all of its directors, including Petitioner directors, and the public, by posting at the Bedford High School at least seven (7) days prior to any meetings;
- f. Order the BBABC to hold meetings at least once per month as required by its bylaws;
- g. Issue a preliminary injunction prohibiting the BBABC from taking any actions prior to complying with prayers a, b, c, d, e and f; and
- h. Such other and further relief as may be just and equitable

Respectfully submitted,

BEDFORD SCHOOL DISTRICT,

SCHOOL BOARD MEMBER KARA LAMARCHE,

ATHLETIC DIRECTOR COREY PARKER

By their attorneys,

WADLEIGH, STARR & PETERS, PLLC

By: /S/ Michael J. Tierney

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Dated: March 5, 2026

Exhibit A

BEDFORD HIGH SCHOOL

Bedford Bulldogs Athletic Booster Club

BBABC By-Laws



November 21, 2008
Revised September 3, 2024

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BEDFORD BULLDOGS ATHLETIC BOOSTER CLUB

ARTICLE I – Name and Offices

Section 1 - Name

The name of the organization shall be Bedford Bulldogs Athletic Booster Club (BBABC).

Section 2 - Organization

The location of the principal office of the Corporation shall be in the Town of Bedford, County of Hillsborough and State of New Hampshire.

Section 3 - Purpose of Bylaws

The purpose of these bylaws is to establish rules and procedures for conducting the affairs of the organization. These bylaws are subject to the provisions of Chapter 292 of the New Hampshire Revised Statutes Annotated and the organization’s Articles of Organization.

ARTICLE II – Purpose

Section 1 - Internal Revenue Code Section 501(c) (3) Purposes

The organization is organized exclusively for charitable and educational purposes as specified in Section 501(c) (3) of the Internal Revenue Code.

Section 2 – Specific Objective and Purposes

The specific objectives and purposes of this organization are to assist Bedford High School in promoting, fostering, sponsoring, developing and encouraging an appreciation for athletic competition, physical fitness, personal discipline and the “spirit of fair play” through the support of athletic programs and activities (hereinafter collectively referred to as “athletic programs”) at Bedford High School.

The funds raised are intended to augment the athletic programs at Bedford High School. The BBABC does not serve as a substitute for the financial/legal obligations and responsibilities of the State of New Hampshire or the Bedford School District to provide the basic needs of the athletic program.

Section 3 – Goals

The goals of the Bedford Bulldogs Athletic Booster Club are to:

- a. Assist the school in promoting the health, welfare and safety of students
- b. Provide enhancements to BHS athletic programs and facilities
- c. Organize volunteers in support of athletic events
- d. Promote scholarship and recognize scholar athletes
- e. Coordinate fundraising for Bedford High School athletic programs, individual high school teams, and BBABC scholarship programs.
- f. Involve the parents and community in supporting all athletic events at BHS and encourage as many parents as possible to actively participate to build camaraderie and school unity
- g. Foster engagement and liaison with Bedford Youth Programs

Section 4 – Relationship with Bedford School District and Bedford High School

The BBABC is affiliated with the Bedford High School (BHS), but is an independent organization which is not an agent or representative of any athletic, civic, religious, political or other organization, including the Bedford High School.

The BBABC does not have the authority to direct the performance or responsibilities of the athletic administrator (aka the BHS athletic director), any BHS coach or any Bedford School District employee. The BBABC shall not attempt to or dictate change, coerce or interfere with the policies established by the athletic department or school administration. The scheduling of contests, rules for participation, and all other criteria dealing with school programs are under the jurisdiction of the school administration.

Notwithstanding the aforesaid, it is expected that the school administration will apprise the BBABC of all school activities and that the athletic administrator shall have input into the decisions and the decision-making process involving the booster club. In turn, the BBABC will keep the school administrator apprised of all club activities.

In the event that the organization violates the provisions and spirit of these bylaws, and if, despite written warnings, the organization continues to act outside of the scope of these bylaws, BBABC understands that the Bedford School Board shall have the authority to suspend the privileges of the BBABC in its involvement with the Bedford High School and its athletic programs, teams, coaches and/or personnel.

ARTICLE III – Membership

Section 1 – General

The organization shall be a membership association. As a 501 (c) (3) membership is informal and maintains a non- voting status. Payment of an application fee is not a guarantee of membership.

Section 2 – Qualification of Members

Any person (s) interested in amateur athletics at BHS or supportive of the stated purpose of the organization may become a member of the organization by meeting the requirements for membership.

Section 3 – Application for Membership

The board of directors shall establish a process for application for membership to the organization. The application form will be available on the BBABC web site <https://www.bbabc.net>. In addition, the BHS will add links to their school wide correspondence encouraging participation

Section 4 – Fees and Dues

The board of directors shall determine the dues for membership on an annual basis.

Section 5 – Number of Members

There is no limit as to the number of members the organization may admit.

Section 6 – Transfer of Membership

Membership in the organization is not transferable or assignable.

Section 7 – Termination of Membership

Any member of the organization may be removed by a 3/5 vote of the board of directors at any regularly scheduled meeting or at a special meeting called for that purpose for conduct deemed detrimental to the organization. The member shall have first been served with written notice of the conduct and shall be given the opportunity to be heard at the meeting prior to a vote being taken. At the time a membership is terminated, the member's entitlements and privileges shall immediately cease.

ARTICLE IV – Board of Directors

Section 1 – Board of Directors

The affairs of the organization shall be managed by a board of directors which shall have the power and duties of a board of directors under New Hampshire law. The board shall consist of between nine and fifteen directors.

Section 2 – Election and Term

Candidates for the board of directors shall be nominated by the nominating committee. Terms will be of two years in duration and will be staggered so that no more than eight vacancies will be filled in any year. Directors will be elected by a majority of the BBABC members in attendance at the annual meeting in June, or by proxy, and will assume their position in office on July 1. A proxy may be submitted, either in writing or via email, to the BBABC Secretary up to 24 hours prior to the annual meeting. The proxy authorizes the Secretary to vote on the behalf of the member. Their term will conclude on June 30 of any given year. Members of the board of directors will be limited to two consecutive terms.

The board, at its discretion, may vote to suspend the term limits of a board member, if that member wishes to retain their position on the board, and the membership wishes that member to remain in that position.

Only one individual per household can serve as a director during any period of time unless otherwise voted on by the Board.

Section 3 – Non-Voting Directors

The high school principal, athletic director and one or more school board-designated representatives shall serve as ex-officio non-voting members of the board of directors. The BHS school principal, athletic director, and members of the BHS coaching staff are prohibited from serving as voting members of the board of directors.

Two students will be appointed from the four current year Bedford High School – NHIAA Student Ambassadors, as non-voting members to the board of directors. One male student will represent male athletes and one female student will represent female athletes. Students will not be involved in a hearing for termination of membership.

Section 4 – Removal

Any director of the board may be removed by a 2/3 vote of the board of directors at a meeting called for that purpose for conduct deemed detrimental to the organization. The director shall have first been served with written notice of the conduct and shall be given the opportunity to be heard at the meeting prior to a vote being taken. At the time the director is terminated, the director's authority to act as a board member shall be immediately terminated.

Section 5 – Vacancies

A vacancy in any board position because of death, resignation, removal, or otherwise, may be filled for the balance of the fiscal year by a majority vote of the board. If this does not coincide with the expiration of the term of the replaced board member, the members shall fill the new vacancy at their annual meeting in the same manner as all other board positions are filled.

Section 6 – Annual Meeting

The annual meeting of the organization shall be held during the month of June at such time and place as the board of directors may determine. Notice of the annual meeting time and place shall be posted at Bedford High School, on social media and on the BBABC web site no less than two weeks prior to the meeting.

Section 7 – Regular Meetings

Regular meetings shall be held on a monthly basis. The general membership and any member of the public are encouraged to attend the BBABC meetings. If a member of the club or a member of the general public wishes to have an item placed on the agenda, he/she must notify the Board of Directors no later than 48 hours prior to the scheduled time of the meeting. It is at the president's or vice president's discretion whether the notice was provided on time, whether it is relevant to the board, and if there is sufficient time at the meeting for the item to be placed on the agenda.

Notification of meetings shall be posted seven days in advance at BHS and on the BBABC web site. To the extent reasonably feasible, the membership shall be noticed by email.

Section 8 – Special Meetings

A special meeting may be called by the president or by a majority vote of the board of directors. Notice of these meeting shall be given to the board of directors with as much notice as reasonably possible.

Section 9 – Quorum

A majority of the voting members of the board shall constitute a quorum for the transaction of business at any meeting of the board.

Section 10 – Decision Making

Unless otherwise specifically provided in these bylaws or by law, the vote of a majority of the directors present at the meeting, at which a quorum is present, shall constitute the decision of the board of directors.

Section 11 – Action without a Meeting

Any action required or permitted to be taken by the board of directors at a meeting may be taken without a meeting so long as all directors receive notice and the majority of the directors approve such action in writing or via email within no more than ten (10) days from the date solicited.

ARTICLE V – Power and Duties of Directors

Section 1 – Generally

The board shall manage the business and affairs of the organization and shall have the powers and duties of a board of directors under New Hampshire law. The board may from time to time, to the extent permitted by law, delegate any of its powers and duties to committees, officers, attorneys or agents for the organization, subject to such limitations as the board may impose.

Section 2 – Powers

Without limiting the general powers of the directors as set forth in Section 1 above, the board shall have the power to:

- a. Conduct, manage and control the affairs and business of the organization and to make rules and regulations for the guidance of the officers and the management of the affairs of the organization
- b. Elect and/or appoint and remove officers

Section 3 – Duties

Without limiting the general duties of the directors as set forth above, the board shall have the duty to:

- a. Keep a record of its acts and of the proceedings of its meetings and to present a statement at the annual meeting showing the condition of the financial affairs of the organization
- b. Supervise all officers and contractors and to see that their duties are properly performed.

- c. Cause to be installed and/or maintained such a system of bookkeeping that shows the receipts, disbursements, and operations of the organization.
- d. Authorize the execution by the organization of all contracts.

ARTICLE VI – Officers

Section 1 – Election of Officers

The directors shall elect a president, vice president, secretary, and treasurer from the board of directors, any one of which may at the time of holding any such position, hold or exercise the functions of either one or more of such positions if otherwise qualified for the same. Officers shall be elected annually by the directors at their annual meeting.

Section 2 – Vacancies

A vacancy in any office because of death, resignation, removal or otherwise, may be filled by a majority vote of the board for the unexpired portion of its term.

Section 3 – President

The president shall be the principal executive officer of the organization and shall, in general, supervise and control all of the business and affairs of the organization. He/she shall, when present, preside at all meetings of the board. He/she shall perform all duties incident to the office of president and such other duties as may be prescribed by the board. The president has the authority to make day-to-day operating decisions. These decisions will be discussed at the next regularly scheduled board meeting. The President has the authority, at the Presidents discretion, to commit BBABC funds up to \$200 five times per year, without board approval.

Section 4 – Vice President

The vice president shall assume the responsibilities of the president in the president's absence or disability and such other duties as may be prescribed by the board.

Section 5 – Secretary

The Secretary shall:

- a. Keep the minutes of the proceedings of the board. Present the minutes at the next scheduled meeting for approval. Upon approval of the minutes, the secretary shall be responsible for recording the minutes to the website and maintaining an archive of past minutes.
- b. See that all notices are posted in accordance with the provisions of these bylaws or as required by law.
- c. Be custodian of the organization's records.
- d. Keep a record of the membership and contact information.
- e. In general perform all duties incident to the office of secretary and such other duties from time to time may be assigned to him/her by the president or as prescribed the board.

Section 6 – Treasurer

The Treasurer shall:

- a. Be responsible for all funds of the organization.
- b. Receive and give receipts for moneys due and payable to the organization from any source whatsoever, and deposit all such moneys in the name of the organization in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of these bylaws.
- c. Be required to give an accurate report of the organization's financial status at every regular and special meeting of the BBABC, and make the organization's books available for review by any member of the board of directors within a reasonable time frame.
- d. In general perform all of the duties incident to the office of treasurer and such other duties as from time to time may be assigned to him/her by the board.

ARTICLE VII – Committees

Section 1 – General Committees

The board may create committees, including (but not limited to) nominating, fundraising, membership, public relations, scholarship and concessions which will report to the board. Members of all committees may be appointed by the board or, if authorized by the board, by the president.

Section 2 – Nominating Committee

The nominating committee will be responsible for presenting nominations for director and officer positions at the annual meeting. The committee shall be comprised of three members and two directors of the organization. The nominating committee shall attempt to find members that represent a variety of sports to provide balance and equity on the board. Nominations from the membership may also be submitted to the nominating committee, in writing, up to 48 hours prior to the annual meeting.

Section 3 – Fundraising Committee

The Fundraising committee shall consist of at least one board approved chair and will be responsible for presenting viable options for yearly fundraising campaigns. Members will ensure effective organizational planning of BBABC's fall and spring fundraisers together with the assistance of BHS coaches, athletes and approved vendors.

Section 4 – Membership Committee

The Membership committee shall consist of at least one board approved chair who is committed to increasing membership through recruitment while keeping current members updated on member services and benefits. The Membership committee will also promote an understanding of organizational need thru sponsor recruitment and retention.

Section 5 – Public Relations Committee

The Public Relations committee shall consist of at least one board approved chair and will be responsible for improving the organization's public standing thru education, utilization of social media, newspapers and advocacy.

Section 6 – Scholarship Committee

The Scholarship Committee shall be composed of board approved directors who preside over the publication, solicitation and management of the BBABC's 2 scholarships and the Beyer's Family 2 scholarships. In addition, the scholarship committee will ensure procedural fairness and evaluate submissions based on advertised criteria for consideration. The committee members shall liaison with the BHS Guidance Department around application submissions and the senior award ceremony. Members shall coordinate with the Beyer's family representative around award recipient selection process and award ceremony.

Section 7 – Concessions Committee

The Concessions Committee shall consist of at least one board approved director who shall coordinate ordering and purchasing of supplies and monitor inventory. The chair shall coordinate with suppliers and or purchase products or equipment at local warehouse store(s). Committee members shall establish rules for the concession stand, create master concession calendars and recruit volunteers. At least one board member should be available to open and close concession stand.

ARTICLE VIII – Indemnification of Directors and Officers

To the extent permitted by law, no officer or director shall be personally liable to the organization for monetary damages for any breach of fiduciary duty by such officer or director as an officer or director except with respect to the following:

- a. Breach of the officer's or director's duty of loyalty to the organization
- b. Acts or omissions which involve intentional misconduct or a knowing violation of law
- c. Any transaction from which the officer or director derived an improper personal benefit.

No amendment or repeal of this provision shall deprive an officer or director of the benefits hereof with respect to any act or omission occurring prior to such amendment or repeal.

To the extent available at a reasonable price, the board of directors shall attempt to obtain and maintain an officers and directors liability policy, the premiums for which shall be paid by the organization.

ARTICLE IX – Inspection of Records

Books, accounts, documents and records of the organization shall be open to inspection by any director at all times during the usual hours of business. The original or attested

copies, of the Articles of Organization, bylaws and records of all meetings of the incorporators and directors shall be kept at the main office of Bedford High School.

ARTICLE X – Contracts, Loans, Checks and Deposits

Section 1 – Contract

The president may enter into any contract on behalf of the organization subject to the approval of the majority of the BBABC Board of Directors.

No loans shall be contracted on behalf of the organization and no evidence of indebtedness shall be issued in its name.

Section 3 – Checks, Drafts, etc.

All checks, drafts or other orders for the payment of money or other evidence of indebtedness issued in the name of the organization shall be signed by the president or the treasurer or other authorized officer of the organization and in such manner as shall from time to time be determined by resolution of the board. All checks, drafts or other orders of payment of money in excess of \$10,000 shall require the signature of both the treasurer and the president.

Section 4 – Deposits

All funds of the organization not otherwise employed shall be deposited from time to time to the credit of the organization in such banks, trust companies or other depositories as the board may select.

Section 5 – Audit

An independent audit of the financial records of the organization shall be conducted on an annual basis at the end of the fiscal year. The board of directors shall determine the individual(s) to conduct the audit, and the findings of the audit shall be presented at the first meeting of the following year.

ARTICLE XI – Fiscal Year

The fiscal year of the association shall begin on July 1 and end on June 30 each year.

ARTICLE XII – Fundraising

The organization shall work in conjunction with the BHS athletic director to coordinate fundraising efforts for all teams at BHS. Primary fundraising activities will include concession stands, a dinner/silent auction, athletic program booklet and other activities approved by the board of directors.

All fundraising shall be done in accordance with Bedford School District Policy KJA – Fund Raising Activities.

ARTICLE XIII – Request for Funds

All requests for funding equipment/supply purchases, activities, etc. from the athletic department shall be presented at a regularly scheduled or special meeting. Requests shall be presented to the booster club by the BHS athletic director or his/her representative and

shall not be funded by the BBABC unless approved by the athletic director. The organization will make every effort to expend funds in a fair and equitable manner.

ARTICLE XIV – Rich Beyer Scholarship & The NH Classics Soccer Scholarship

The intent of the Rich Beyer scholarship is to recognize one graduating male and one graduating female BHS student athlete who epitomize character, dedication, team spirit, enthusiasm and sportsmanship.

Starting with the 2009-2010 school year, the BBABC will maintain the name and administer the scholarship. This has been agreed upon by the Beyer family and the Beyer Scholarship Directors.

The BBABC will set up a scholarship committee that reviews applications for this scholarship.

The intent of the Nh Classics Soccer Scholarship is to recognize one graduating male and one graduating female BHS varsity soccer athlete who is a Booster Club family member in good standing who demonstrates exemplary ability, leadership, attitude and love of the game.

Starting with the 2023-2024 school year, the BBABC will maintain the name and administer the scholarship. This has been agreed upon by the NH Classics Board of Directors (which is sunseting in 2025) and the BBABC Board of Directors. The BBABC will set up a scholarship committee that reviews applications for this scholarship. The scholarship shall be facilitated by the BBABC until such time that the funds are depleted, or the scholarship no longer serves the mission of the BBABC.

ARTICLE XV – Rules and Order and Procedure

The board may adopt such rules of order and procedure as it deems appropriate for the conduct of business at meetings.

ARTICLE XVI – Bylaw Amendments

Section 1 – Amendments

Proposed amendments to the bylaws may be suggested by any member at any regular meeting prior to the annual meeting. Discussion of all suggested by law changes will be at the April meeting. Proposed amendments will be presented at the annual meeting and must be approved by a two-thirds vote of the board of directors. Except for those amendments voted on at the annual meeting, amendments to these by laws can be made at any time with a unanimous vote of the board of directors.

All proposed by law amendments shall be first submitted to the Bedford School Board, which shall have an opportunity to comment upon them prior to any vote thereon by the organization's board of directors.

Section 2 – By law Review

A review of the bylaws shall be made annually by the board of directors.

ARTICLE XVII – Dissolution

Upon the liquidation or dissolution of the organization in accordance with the law of the State of New Hampshire, after payment of all of its liabilities or due provision therefore, all of the assets of the organization shall be disposed of to the Bedford School District to be used for organized sports or sports-related activities within Bedford High School.

Exhibit B



Bedford Bulldogs Athletic Booster Club

1.22.26

Mike Fournier
SAU 25
103 County Road
Bedford NH 03110

Dear Mike,

Thank you for your emails and for offering to facilitate meetings with other individuals and representatives. We truly appreciate your thoughtfulness in reaching out.

However, we haven't requested any assistance from you, the SAU or the School Board. We are currently focusing on reorganizing our efforts after the interference with our winter fundraiser. That task requires all our available resources.

With that in mind, we'd kindly ask that you please stop any further suggestions or advocacy for additional meetings, video calls, phone discussions, or other electronic communications. We decline the offers and would prefer not to receive any more at this time.

Thank you again for your understanding.

Best regards,

Alyssa O'Neil
Alyssa O'Neil

K

Exhibit C



WILLIAM C. TUCKER
GREGORY G. PETERS
FRANK P. SPINELLA, Jr.
DEAN B. EGGERT
MICHAEL R. MORTIMER
KATHLEEN C. PEHL, Of Counsel
RICHARD THORNER
CHARLES F. CLEARY
CHRISTINE GORDON
TODD J. HATHAWAY
ALISON M. MINUTELLI
MICHAEL J. TIERNEY
DONNA J. BROWN, Of Counsel
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WILLIAM P. REDDINGTON
MICHAEL G. EATON
CATHERINE C. BOUSQUET
MORGAN G. TANAFON
GRETCHEEN M. WADE
JOSEPH J. DUMAIS
JOSHUA S. DEYOUNG
SEAN A. DENIS
GAVIN E. GRAY
ELIZABETH J. BEDSOLE
COLETTE POLEZONIS

Direct Dial: 603-206-7239
mtierney@wadleighlaw.com

February 3, 2026

Bedford Bulldogs Athletic Booster Club
BBABC
P.O. Box 10423
1 Hardy Road #361
Bedford, NH 03110
Via email: Alyssa O'Neil misslyss21@aol.com;
Melissa/Pat Kelly kellyfamnh@gmail.com

Dear Ms. O'Neil:

I am writing on behalf of my client, the Bedford School District. As you know, there have been repeated attempts by the Bedford School District, throughout the month of January, to schedule discussions between the Bedford Bulldogs Athletic Booster Club (BBABC) and Bedford School District. You have refused these invitations. I am writing to remind you of several legal requirements of the BBABC that do not appear to have been complied with in several months and ask for compliance within 7 days of the date of this letter.

Please understand that this list is not intended to be an exhaustive list of all of the legal requirements of BBABC but rather some of the highlights that can be easily remedied within 7 days of the date of this letter.

I. Lack of Meetings

The BBABC is required by its bylaws, and in particular Article IV, Section 7, to have monthly meetings. "Regular meetings shall be held on a monthly basis." In addition to the directors, BBABC's regular monthly meetings are to be open to the "general membership and any member of the public." It is my understanding that there has not been a regular meeting of the BBABC in several months – since October 10, 2026.

Please advise us, within 7 days of the date of this letter, the dates and location of the February and March regular board meetings. You are reminded that in order to have a lawful meeting, "[n]otification of meetings shall be posted seven days in advance at BHS [Bedford High School]

and on the BBABC website.” Article IV, Section 7. If BBABC has email addresses for its members, “the membership shall be notified by email.” Finally, all directors also need to be informed of meetings including the non-voting directors of high school principal, athletic director and school board designated representative.

II. Disclosure of Minutes

Like any organization, BBABC must keep minutes of the proceedings of the board. Article VI, Section 5. In addition to being available on BBABC's website, the bylaws require that the minutes be available at the main office of the Bedford High School. It appears that the most recent minutes available are from June 18, 2025.

Please provide, within 7 days of the date of this letter, the meeting minutes of all regular and special meetings from June 18, 2025 to present.

III. Disclosure of Finances

In addition to disclosure of minutes, BBABC is legally obligated to disclose its financial records. Again, this does not appear to have occurred since the period ending July 31, 2025. Pursuant to Article VI, Section 6, BBABC must “give an accurate report of the organization's financial status at every regular and special meeting of the BBABC, and make the organization's books available for review by any member of the board of directors¹ within a reasonable time frame.”

Please provide to me, within 7 days of the date of this letter, the monthly profit and loss statements as well as balance sheets for the months of August 2025, September 2025, October 2025, November 2025, December 2025, and January 2026.

IV. Use of Restricted Funds for Restricted Purposes

According to the July 31, 2025 Balance Sheet, BBABC is holding approximately \$175,000 that had been raised by individual teams for support of those individual teams. Due to the BBABC's lack of financial disclosures, there is no way to verify that these funds are being held and being spent only for their intended purposes.

Please provide to me, within 7 days of the date of this letter, a report of what funds have been added and subtracted from the teams 'accounts since July 31, 2025.

¹ You are specifically reminded that, pursuant to Article IV, Section III, the Bedford School district has three ex-officio non-voting directors. These directors, while excluded from voting, have the same rights as any other director to full review of all of the financial records of the BBABC.

V. Clarity as to Who Serves as Treasurer

It is unclear to me who is currently serving as Treasurer of the BBABC. Although the minutes of June 18, 2025, indicate that Eric Sheff was elected treasurer, the corporate filings of November 19, 2025, indicate that Carol Justic is the treasurer.

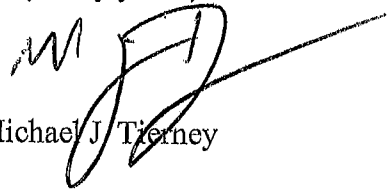
Please confirm, within 7 days of the date of this letter, who is currently serving as the treasurer of BBABC.

VI. Cooperation with the Bedford School District

The purpose of the BBABC is to cooperate with the Bedford School District in support of its athletic programs. As stated in the BBABC's bylaws, Article II, Section 4, it is expected that the school administration and "the athletic administrator shall have input into the decisions and the decision-making process involving the booster club. In turn, the BBABC will keep the school administrator apprised of all club activities." Unfortunately, there has been a lack of cooperation over the past several months. The lack of cooperation is shown by your letter of January 22, 2026, refusing to meet with Superintendent Fournier or any other school official.

In order to ameliorate this problem, I ask that you suggest a few dates in the month of March when representatives of the BBABC and representatives of the school can sit down in the same room and discuss how to better cooperate going forward.

Very truly yours,



Michael J. Tierney

MJT/pad

CC: Superintendent Mike Fournier
Athletic Director Corey Parker
School Board Member: Kara LaMarche

Exhibit D

From: [Pauline Desfosses](#)
To: [Michael J. Tierney](#)
Subject: Fw: Bedford School District - Bedford Bulldogs Athletic Booster Club
Date: Monday, February 16, 2026 2:06:32 PM

Get [Outlook for Android](#)

From: Alyssa O'neil <misslyss21@aol.com>
Sent: Monday, February 16, 2026 2:00:28 PM
To: Pauline Desfosses <pdesfosses@wadleighlaw.com>
Subject: Re: Bedford School District - Bedford Bulldogs Athletic Booster Club

Good afternoon Pauline -

Thank you for the email: we plan to review and determine next steps.

Take care,
BBABC Board

[Sent from the all new AOL app for iOS](#)

On Tuesday, February 3, 2026, 10:21 AM, Pauline Desfosses <pdesfosses@wadleighlaw.com> wrote:

Dear Ms. O'Neil:

Attached please find correspondence from Attorney Michael Tierney with regard to the Bedford Bulldogs Athletic Booster Club.

LEAP Email Reference |F:e7c77a3c-a506-461f-b8d7-f7d9b2a2a20c|M:71a193c5-51c3-4af8-bf8f-536e4b38b4a8|O:f1aa2c88-b6a2-1a42-881e-bdf8d97d224c|
(Please do not delete)

Exhibit E



Bedford Bulldogs Athletic Booster Club

1 Hardy Road 361 Bedford NH 03110

March 3, 2026

Wadleigh, Starr and Peters

95 Market Street

Manchester, NH 03101

Dear Attorney Tierney,

The overall tone of your letter to the BBABC dated February 3, 2026, as well as your understanding of the facts cited in each item of your non-exhaustive "highlights" list of "legal requirements," indicates reliance on misinformation and / or flawed assumptions.

The BBABC is operating in compliance with its current governing documents, internal policies, and applicable New Hampshire and federal requirements for 501(c)(3) charitable organizations.

The BBABC governance process provides for regular documentation review, including documentation updates, as appropriate.

Our time is better spent protecting the interests of the BBABC beneficiaries rather than addressing your mischaracterizations and misstatements. As such, we respectfully ask that any further analysis or communications not be based on assumptions.

Yours truly,

A handwritten signature in black ink, appearing to read "Alyssa O'Neil".

Alyssa O'Neil

BBABC President