

Bylaws
East Hills Parent Association
Revision 6: 2016/17

Article I: Name

The name of this organization is the *East Hills Parent Association* (hereto known as EHPA).

Article II: Purpose

Section 1. The purpose of the East Hills Parent Association (EHPA) is:

- a. To enrich the education of students by providing support and funding for various activities/items during the school year.
- b. To encourage a closer relationship between home and school, so that parents/guardians and school staff may cooperate positively in the education of children and youth.
- c. To encourage parent/guardian and public involvement in the school.
- d. To promote and/or guide communication between administration, staff and parents/guardians.

Section 2. The EHPA organization is organized exclusively for the charitable, scientific, literary and educational purposes within the meaning of Section 501 c3 of the Internal Revenue Code or corresponding Section of any future Federal Tax Code (herein after 'Internal Revenue Code'.)

Article III: Membership

Section 1. All persons who are parents/guardians of current East Hills Middle School students shall be eligible for membership.

Section 2. EHPA shall conduct an annual enrollment of members, but may admit individuals to membership at any time.

Section 3. Upon submission of the Membership Form, a person shall become a member of EHPA and shall be entitled to privileges of membership; these include, holding office and

voting on the Executive Board, Budget, Approval of Minutes, Approval of Treasurer's Report, Bylaws and Standing Rules (if applied).

Article IV: Executive Board

Section 1: The Executive Board of EHPA shall consist of elected officers including a president, a vice president, a secretary, a treasurer and membership coordinator.

Section 2: General duties of the Board shall be to:

- a. Carry out such business as may be referred to by the membership of EHPA and staff.
- b. Create and monitor standing and special committees.
- c. Select a qualified individual/group to audit the Treasurer's accounts.
- d. Renew and maintain liability insurance for the organization.
- e. The Executive Board is responsible to count fundraising money as needed.
 1. A minimum of three (3) board members are required to count fundraising money, which must include the treasurer, vice president and at least one other board member.
 2. EHPA members may also be included.
 3. All monies should be counted at East Hills Middle School in a secure location.
 - i. In a situation where money needs to be counted off school property, at least 2 board members must be present to pick up and transport money to the counting location.
- f. Refer to subsequent article for further description if applicable

Section 3: The following provisions shall govern the qualifications and eligibility of individuals to be officers of the EHPA.

- a. Each Executive Board member shall be a member of EHPA.
- b. Each Executive Board member is required to have a student currently enrolled at East Hills Middle School.
- c. No Executive Board member may be eligible to serve more than two consecutive terms in the same position, unless the position would be left vacant.
- d. To be eligible for the presidency, vice presidency or treasurer, a person must have been a member of the EHPA for one year within the last four years, or be a current member.

- e. To be eligible for the secretary or membership coordinator, a person must have been a member of the EHPA for one year within the last four (4) years, be a current member, or be a parent of an incoming student who will become a member.
- f. Each Executive Board member shall occupy only one position on the board.

Section 4: The Executive Board of EHPA shall be elected by ballot during the month of April.

Section 5: There shall be a Nominating Committee of three (3) members from the general membership formed in February and they will nominate candidates at least one month prior to the election of officers.

- a. To ensure impartiality, the members serving on the nominating committee shall not be eligible for nomination themselves, unless there is no other interested candidate.
- b. The Nominating Committee shall announce the opening of the nomination period to general membership at the February general meeting as well as through general advertisement via the school (i.e., website, flyer, etc.),
 - a. The president will email a letter to the feeder elementary school principals and PTO/PTAs.
- c. The Nominating Committee shall receive and confirm all nominations from eligible person(s) for each office to be filled and report nominees at the general meeting in March, at which time additional nominations may be made from the floor.
 - 1. Only those who have signified their consent to serve may be nominated for or elected to said office.
- d. Nominations shall remain open for the next consecutive fourteen (14) days, at which time all nominations will close and a ballot will be drawn and available for public review (i.e., website, email, etc.). The election will be held at the April general meeting.

Section 6. When there is only one candidate running for an office, the ballot for that office may be dispensed with an election held by voice vote. A majority vote of members shall be required for election.

- a. Nominating Committee would be responsible for vote collection by acceptable means.

Section 7: Executive Board members shall assume their official duties July 1st and shall serve for a term of one year.

Section 8: A vacancy occurring in the office of the president shall be filled for the remainder of the unexpired term by the vice-president. A vacancy in any office other than the president shall be appointed by the Executive Board from general membership.

Section 9: Removal from Office

- a. Officers may be removed from office with cause (i.e. inability or unavailable to perform duties).
- b. Said officer must be notified two weeks prior to any vote.
- c. Said officer may be removed with a two-thirds (2/3) vote of those present at a general meeting where previous notice of two weeks has been given.
- d. Said officer may appeal the decision to the general membership.
- e. General membership has the right to reverse the decision by a simple majority vote of those present.

Article V: Specific Duties of the Executive Board

Section 1. The president shall:

- a. Preside at all general meetings of EHPA.
- b. Oversee all committees.
- c. Coordinate the work of the Executive Board and Committees.
- d. Work with the administration/staff to coordinate and/or assist with events and activities at the school.
- e. Along with the Treasurer, meet with the administration prior to the first general meeting to discuss their wish list and follow up as needed.
- f. Assist board members with the budget process prior to the first general meeting.
- g. Retrieve and review the mail from the EHPA mailbox as needed.
- h. Be a signer on the organization's bank account.
- i. Review the monthly bank statement against the treasurer's records including deposit slips, receipts and checks. Once complete, sign and date the statement and give to the treasurer to balance the checkbook and file.
- j. Submit articles/informational updates for publication in the Charger Newsletter as needed.
- k. Update the President's Responsibilities document for the EHPA binder at the end of each year.
- l. Count fundraising money as needed per Article IV, Section 2e.

Section 2. The vice president shall:

- a. Assist the president as needed and perform the duties of the president in the president's absence or inability to serve.
- b. Attend EHPA general meetings.
- c. Record general meeting minutes in the absence of the secretary.
- d. Be a signer on the organization's bank account.
- e. Assist in school events and activities when needed.
- f. Assist board members in the budget process prior to the first general meeting.
- g. Submit articles/informational updates for publication in the Charger Newsletters as needed.
- h. Organize and run EHPA sponsored school fundraisers.
 1. Work with a committee as needed.
 2. Facilitate any applicable rewards parties scheduled by administration.
- i. Count fundraising money as per Article IV, Section 2e.
- j. Update the Vice President's Responsibilities document for the EHPA binder at the end of each school year.

Section 3. The secretary shall:

- a. Attend and record the minutes of all EHPA general meetings.
- b. Have a sign-in sheet available at all general meetings.
- c. Be prepared to read the records of any previous general meeting.
- d. File all records as hardcopy and/or digitized file.
 1. Sign-in records (general meeting attendance)
 2. General meeting agendas
 3. General meeting minutes and treasurer's reports to be kept indefinitely
- e. Manage the distribution of general meeting minutes, treasurer's reports and any other communications to members via email, hardcopy and/or school website (by designated EH staff member).
- f. Post general meeting minutes and treasurer's reports on EHPA website for the applicable school year.
- g. Read any applicable EHPA correspondence at general meetings and send correspondence on behalf of the EHPA as needed.
- h. Have a current copy of the Bylaws and Standing Rules as determined necessary.
- i. Maintain a current copy of bylaws on the EHPA website.
- j. Assist board members with the budget process prior to the first general meeting.

- k. Count fundraising money as per Article IV, Section 2e.
- l. Update the Secretary's Responsibilities document for the EHPA binder at the end of each school year.

Section 4. The treasurer shall:

- a. Have custody of the organization's funds.
- b. Make disbursements as authorized by the president, executive board or the EHPA in accordance with the adopted budget.
- c. Make reimbursements as needed.
 - 1. Member must present a purchase order and receipt within 30 days of an event during the school year and within 2 weeks of the end of the school year for reimbursement.
- d. Deposit any income/money in EHPA bank account.
- e. Make certain that all checks are signed by two people: the treasurer and/or president and /or vice president
 - 1. No executive board member may sign their own check.
- f. Keep a full and accurate account of the receipts and disbursements in the books belonging to the EHPA.
- g. Provide a written Treasurer's Report at each general meeting.
- h. Organize the account audit annually or upon change of treasurer by a qualified individual who is *not* authorized to sign checks, with financial experience, as determined by the Executive Board.
 - 1. Provide all documents required to auditor.
 - 2. Audit to be completed by mid-August following close of fiscal year.
 - 3. Previous treasurer who provided documentation for the auditor should be available to review audit results with the new treasurer and /or executive board members if needed, to address any questions or concerns.
- i. Report the finding of the annual audit to the Executive Board and general membership.
- j. Prepare a yearly preliminary budget and present it to the executive board prior to the first general meeting.
- k. Present the draft budget to general membership for approval.
- l. Pay, copy, maintain and renew organization's liability insurance policy yearly.
 - 1. Distribute a copy to each Executive Board member yearly.
- m. Insure the tax filing is completed by the auditor.

1. Deadline for filing tax form (990N) is the 15th day of the 5th month following fiscal close (November 15th for EHPA).
 2. Recommended file date is prior to beginning of next school year to allow time for corrections should the previous form be rejected.
 3. Should be filed by Treasurer in position during the fiscal year, and if unavailable a board member during prior school year should oversee filing.
- n. File Records.
1. Keep for 3 years: monthly treasury reports, annual budget.
 2. Keep for 7 years: bank statements, canceled checks, check registers, IRS Forms.
 3. Keep indefinitely: Incorporation paper work, IRS Form 1023, tax exempt status, treasurer reports, and annual audit reports.
- o. Submit articles/informational updates for publication in the Charger Newsletters as needed.
- p. Count fundraising money as per Article IV, Section 2e.
- q. Update the Treasurer's Responsibilities document for the EHPA binder at the end of each school year.
- r. All official treasurer correspondence should be mailed to:
1. East Hills Middle School, 2005 Chester Road, Bethlehem, PA 18017
 2. Attn: EHPA Treasurer
- s. Provide copy of taxes to Executive Board members

Section 5. The membership coordinator shall:

- a. Receive and process all membership applications.
 1. Maintain records in database as received.
- b. Maintain a current record of all members and volunteer forms for current school year.
 1. Email updated lists to president and secretary.
- c. Coordinate membership drives annually, as determined by school administration, such as:
 1. Open House (usually in September)
 2. Fifth Grade Parent Orientation (usually in May)
- d. Submit articles/informational updates for publication in the Charger Newsletter as needed.
- e. Provide updated Membership and Volunteer registration forms to Newsletter Chairperson for submission in the summer newsletter.

1. Provide copy of above forms to the president via email.
 2. Have additional copies of above forms available in the Parent Center.
- f. Distribute volunteer lists to committee chairpersons.
 - g. Assist board members with the budget process prior to the first general meeting.
 - h. Count fundraising money as per Article IV, Section 2e.
 - i. Update the Membership Coordinator's Responsibilities document for the EHPA binder at the end of each school year.

Section 6. All Executive Board members shall perform the duties outlined in these Bylaws and those assigned from time to time.

- a. Upon the expiration of the term of office or in case of resignation, each officer shall turn over to the president, within ten (10) days, all records, books and other material pertaining to the office.
- b. Upon the expiration of the term of office or in case of resignation, each officer shall return to the treasurer, with ten (10) days, all funds pertaining to the office.

Article VI: Committees

Section 1. Members. Committees may consist of members and board members.

Section 2. Standing Committees. The Standing committees may also include but are not limited to: Hospitality, Newsletter/American Education Week, Nominating Committee, Parent Advisory Committee (PAC).

Section 3. Additional Committees. The board may appoint additional committees as needed (i.e., Book Fair, Store Rewards, etc.).

Article VII: Meetings

Section 1. At least three (3) general membership meetings of this association shall be held during the school year at East Hills Middle School.

- a. Dates of general meetings, month and day, shall be determined by the Executive Board.
- b. The dates of meetings shall be announced at the first general membership meeting of the year and via website and school newsletter.

Section 2. The Executive Board shall meet at least one time prior to the first general membership meeting of the year.

Section 3. Special meetings of EHPA may be called by the president or by the majority of the Executive Board. Membership will be notified of such meetings through email, website, etc.

Section 4. General membership must be present for the transaction of business in any general meeting of EHPA.

- a. A majority member vote (quorum of seven (7) members) is needed to pass each transaction.

Section 5. Voting by proxy is prohibited.

Article VIII: Fiscal Year

The fiscal year of EHPA shall begin on July 1st and end on the following June 30th.

Article IX: Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order* shall govern EHPA in all cases in which they are applicable and in which they are not in conflict with these bylaws.

Article X: Dissolution

Upon dissolution of the organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to *The Foundation for the Bethlehem Area School District* 501(c) 3, specifically earmarked for East Hills Middle School.

Article XI: Amendments

Section 1. These bylaws may be amended at any general membership meeting of this association.

- a. A two-thirds vote of the members present and voting is required to amend.

- b. Notice of the proposed amendment should be announced at least two (2) weeks prior to the general meeting at which the amendment is voted upon.

Section 2. A committee of three (3) members may be appointed by the Executive Board to submit a revised set of bylaws as a substitute for the existing bylaws. The requirements for adoption of a revised set of bylaws shall be the same as in the case of an amendment.

Section 3. Bylaws shall be reviewed every five years.

Article XII: Standing Rules

Standing rules may be approved by the Executive Board and/or general membership and the secretary shall keep a record of the standing rules for future reference.

Article XIII: Conflict of Interest Policy

Section 1. Purpose. The purpose of the conflict of interest policy is to protect this tax-exempt organization's interest when it is considering entering into a transaction or arrangement that might benefit the private interest of an executive board officer of the organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Section 2. Definitions

- c. Interested Person. Any executive board officer or member of a committee with a governing board – delegated powers who has a direct or indirect financial interest as defined below, is an interested person.
- d. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - 1. An ownership or investment interest
 - 2. A compensation arrangement
 - 3. A potential ownership or investment interest in or compensation arrangement with any entity or individual with which the organization is negotiating a transaction or arrangement.

- e. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Section 3. Procedures

- b. Duty to Disclose. In connection with actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material factors to the executive board and members of committees with governing board-delegating powers who are considering the proposed transaction or arrangement.
- c. Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts and after discussion with the interested person, the remaining executive board or committee shall decide whether a conflict of interest exists.
- d. Procedures for Addressing COI.
 - 1. Interested Person makes presentation to executive board and/or committee. Interested person then leaves and group discusses and possibly votes on the transaction or arrangement involving the possible COI.
 - 2. After exercising due diligence, the executive board and/or committee shall determine whether the organization can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a COI.
 - 3. If that is not possible, the executive board and/or committee shall determine by a majority vote of the disinterested members whether the transaction or arrangement is in the organization's best interest. It shall make its decision as to whether to enter into the transaction or arrangement.
- e. Violations of the Conflict of Interest Policy
 - 1. If the executive board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
 - 2. If, after hearing the members' response and after making further investigation as warranted by the circumstances, the executive board and/or committee determines that the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 4. Records of Proceedings. The minutes of the executive board and all committees with board delegated powers shall be recorded.

Section 5. Annual Statements. Each member of the Executive Board and committee chairperson with governing board-delegated powers shall annually sign a statement which affirms that such person:

- Has received a copy of the COI Policy
- Has read and understood the policy
- Has agreed to comply with the policy
- Understands that the organization is charitable and that in order to maintain its federal tax exempt status, it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

a. This form will be signed by the first Executive Board meeting of the school year.