

BYLAWS OF THE HOPLITE COUNCIL

Article I – Name

- 1.1 The name of the organization shall be Hoplite Council, a nonprofit corporation, incorporated in the State of Texas on December 9, 2016.
- 1.2 The registered office and official mailing address of the corporation is 8453 E 1518 N, Schertz, Texas 78154.

Article II – Objective

- 2.1 The Hoplite Council is organized exclusively to support the mission and activities of Founders Classical Academy of Schertz (FCA) through volunteer, fundraising and other supportive activities.
- 2.2 Any parent, guardian, or other adult in loco parentis for a student enrolled at Founders Classical Academy Schertz in good standing is automatically a member of the Hoplite Council.

Article III – Hoplite Council Board

- 3.1 General Powers: The Hoplite Council Board is organized as an executive board made up of the Hoplite Council Officers and the Chair of each Standing Committee described herein, referred to as the “Hoplite Council Board” or “Board”. The affairs of the Hoplite Council Corporation shall be managed and controlled by the Officers of the Hoplite Council Corporation and the By Laws. The Officers shall exercise all powers of the Corporation.
- 3.2 Committees may be chaired by up to two persons who shall be voted into each position and shall be given all of the rights and responsibilities of a Board Member as enumerated herein. Committees chaired by two individuals shall receive one vote, in which both chairs must be in agreement or they will forfeit their vote.
- 3.3 All members of the Board shall, at all times, to maintain the following qualifications and standards:
 - A. Have a child enrolled at FCA.
 - B. Be devoted to the purpose and mission of FCA as defined by the school handbook, the school crest, and school leadership.
 - C. Strive to promote an open and positive relationship with school administration.
 - D. Maintain appropriate leadership decorum rising above petty differences, gossip and personal feelings thus protecting the integrity of the position and setting the example for healthy conflict resolution.
 - E. Have an up-to-date and approved background check on file with FCA Schertz.
 - F. Members should keep in mind that they represent a school "support" group so all comments should be supportive in nature by directing parents to call the school office to answer questions best addressed by a school employee. All members should address any personal concerns they have regarding Founders with the appropriate person on campus rather than posting about concerns or sharing them publicly through social media.

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- 3.4 The fiscal year for the Hoplite Council begins August 1 of each year and ending on the next succeeding July 31. The fiscal year is denoted by the calendar year in which it ends.
- 3.5 The Election of Board Members shall be held every year according to their position with no limit on how many terms a Board Member may serve. The Headmaster or Assistant Headmaster(s) shall announce the appointment of the Chairman for the upcoming year prior to the announcement of the election results.
- 3.6 Election Process:
- A. The Nominations Committee will recommend a slate of candidates to the Council as a whole (as defined in 2.2 of these By Laws)
 - B. Membership and Board nominations to be submitted a minimum of one (1) month prior to the Annual Meeting for election the week of the Annual Meeting. The election results will be announced at the Annual Meeting.
 - C. Board Members shall be elected by a majority vote of the Council.
 - D. If only one person is nominated for a position, that person should be selected by affirmative vote of the Council.
 - E. If more than one person is running for a position, a ballot vote shall be taken. Should no person receive at least 50% of the votes cast, a ballot run-off between the two (2) persons who received the largest number of votes shall immediately be held.
 - F. Balloting process to be conducted by FCA Schertz through an approved program by the board, with the results given to the Chairman and Headmaster. If other means for conducting the ballot are needed, the other means will be determined in coordination and mutual agreement between FCA Schertz and the Hoplite Council Secretary.
 - G. On-line ballots shall be cast for 48 hours, and dates shall be determined by the current board.
- 3.7 Vacancies: Any vacancy in a position of the Board because of death, resignation, or inability to serve shall be filled by the Board for the unexpired portion of the term. However, should a vacancy occur in the position of the Chairman, the Secretary shall immediately assume the position of Chairman. Should a vacancy occur in the position of the Secretary, the vacancy shall be filled at the next Board meeting, consistent with the procedures established in this section.
- 3.8 Resignation: Any member of the Board may resign at any time by giving written notice of resignation to the Chairman or Secretary. Any such resignation shall take effect at the date of receipt of such notice or at any later date therein specified, and, unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective.
- 3.9 Removal: If any member of the Board shall, at any time, cease to meet the qualifications or fulfill the duties of their position, that person may be removed by resolution adopted by a 2/3 vote of the Board and approved by the Headmaster.

Article IV – Duties of Officers

- 4.1 The Officers of the Corporation shall include the following:
- A. Chairman
 - B. Secretary
 - C. Treasurer

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- D. Officer 1
- E. Officer 2

4.2 The Chairman responsibilities are:

- A. The Chairman shall be a member of the Board.
- B. The Chairman shall preside at all meetings.
- C. The Chairman shall represent the Board at all necessary meetings.
- D. The Chairman shall serve as an authorized co-signatory along with the Treasurer and Secretary, on all checks.
- E. The Chairman shall coordinate the work of the Officers and Committees of the Hoplite Council in order that the Board objectives may be accomplished.
- F. The Chairman shall be designated, by mutual agreement, as the primary contact for the administration.
- G. The Chairman shall be the ex-officio member of all committees.
- H. The Chairman consults with Officers and Chairs before each meeting to ensure the details of the meeting are ready as planned.
- I. The Chairman shall inform the Secretary of the Board Meeting schedule.
- J. The Chairman delivers to the successor, all books, papers and correspondence pertaining to the position of the Chairman.
- K. The Chairman can delegate any duties of Chairman to other Board members.
- L. The Chairman term length is 2 years or as determined by the headmaster.

4.3 The Secretary responsibilities are:

- A. The Secretary shall be a member of the Board.
- B. The Secretary shall document all business transactions at each meeting of the Board, as well as meetings for the Board.
- C. The Secretary shall serve as an authorized co-signatory along with the Treasurer and Chairman of all checks.
- D. The Secretary shall prepare, in advance of all meetings, a complete agenda, showing the order of business to be discussed.
- E. The Secretary reminds all members about meetings.
- F. The Secretary has, on hand for reference, a copy of the by-laws, standing rules, agenda, minutes of previous meeting, current procedures and forms, and list of committees.
- G. The Secretary, or their designee, conducts the correspondence of the Hoplite Council.
- H. The Secretary is responsible for providing information to the school for regular distribution.
- I. The Secretary presides at meetings in the absence of the Chairman.
- J. The Secretary is responsible for updating the Communication Procedures and providing a copy to Administration and the Communication Committee Chair.
- K. The Secretary sends out notices of Board meetings.
- L. The Secretary, with mutual agreement, may delegate any duties of Secretary to other Board Members.
- M. The Secretary term length is 2 years, with new terms beginning on even numbered fiscal years.

4.4 The Treasurer responsibilities are:

- A. The Treasurer keeps an accurate and detailed account of all income and expenses of the Board.
- B. The Treasurer provides a financial report.

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- C. The Treasurer submits a written statement at the Board meetings of the detailing receipts, disbursements and total balance on hand as of the date of the report.
- D. The Treasurer is responsible for the collection, authorization (along with a second signatory by either Chairman or Secretary) and payment of all valid reimbursement requests.
- E. The Treasurer pays all bills as authorized by the Board, with monthly review of financial statements with the Chairman or Secretary.
- F. The Treasurer delivers to the successor, all books, papers and correspondence pertaining to the position of the Treasurer, including plans and procedures.
- G. Cash Transactions for any and all expenses are not permitted under any circumstances.
- H. If cash is received from a party a receipt must be provided. All cash must be deposited within one week.
- I. Petty Cash should be lower than \$100 at all times and a cash log in and out should be maintained. There should be two cash counters documenting any cash in or out.
- J. All reimbursement receipts should be kept for a period of seven years. These may be kept electronically.
- K. All payments must have an invoice and/or receipt. Payment may not be made if this is not received.
- L. A budget should be prepared by the treasure with the help of the board and voted upon in July. The budget should then be submitted to the headmaster for review and final approval no later than July 31st.
- M. The Treasurer, with mutual agreement, may delegate any duties of Treasurer to other Board members.
- N. The Treasurer term length is 2 years, with new terms beginning on odd numbered fiscal years.

4.5 The Officer 1 responsibilities are:

- A. The Officer 1 presides at meetings in the absence of the Secretary.
- B. Assists the Chairman in carrying out the Chairman's duties, as delegated by the Chairman.
- C. The Officer 1 term length is two (2) years, with new terms beginning on even numbered fiscal years.

4.6 The Officer 2 responsibilities are:

- A. The Officer 2 presides at meetings in the absence of the Secretary.
- B. Assists the Chairman in carrying out the Chairman's duties, as delegated by the Chairman.
- C. The Officer 2 term length is two (2) years, with new terms beginning on odd numbered fiscal years.

Article V – Conduct of Business

5.1 The duties of the Board shall be to:

- A. Carry out such business between meetings in preparation for Board Meetings;
- B. Create a budget for the upcoming year;
- C. Create a Hoplite Council calendar of events;
- D. Appoint Standing and Special Committee Chairs;
- E. Create special committees, as needed;
- F. Approve the work of the committees;
- G. Approve payment of routine bills within the limits of the approved budget.

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- 5.2 The regular meeting of the Board shall be monthly at a time and place determined by the Board.
 - A. Adequate notice of all meetings shall be given to all members of the Board.
- 5.3 Visitors to monthly Board meetings will come, present their information, and then leave the meeting. Visitors shall be approved prior to the meeting by the Chairman or Secretary.
- 5.4 An Annual Meeting will be held in May for the upcoming Fiscal Year. The Annual Meeting will be an open meeting. The Annual Meeting is for receiving reports, announcement of election results, and conducting other business that should arise.
- 5.5 A minimum of six (6) members of the Board shall constitute a quorum for the transaction of business. The act of the majority of the members of the Board present at a meeting at which a quorum is present shall be required for all action to be taken by the Board. Any absent Board members may choose to vote by proxy.

Article VI – Communication

- 6.1 Prior to the start of the school year the Board and FCA Headmaster or Assistant Headmaster(s) will agree on a point person from administration for approval requests regarding communications to the FCA parents from the Hoplite Council. They will also agree on communications that do not require Administration's approval.
- 6.2 Any communications going through the approval process will be approved or denied within ten (10) calendar days of submission. The elected point person will send back approval or needed changes within the specified time frame unless otherwise indicated.
- 6.3 All communications from the Hoplite Council should follow the current Communication Process of the Board.

Article VII – Committees

- 7.1 Membership: Committees may consist of individuals satisfying the standards described herein, Chairman acting as an ex officio member of all committees. Term lengths for all committee Chairs are one year, but individuals may serve unlimited terms.
- 7.2 The Standing Committees shall be:
 - A. Teacher Appreciation
 - B. Financial Development Chair
 - C. Communications Chair
 - D. Student Hoplite Council Liaison
 - a. This position is a member of the FCA student body and a member of the FCA Student Council. Must be 18 years of age or older. Election process will be held by the FCA Student Council and will be approved by the Headmaster.
- 7.3 A description of duties for each Standing Committee shall be developed and approved by the Board and posted on the Hoplite Council website, which may be amended or modified by the Board as needed.

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- 7.4 The **Nominating Committee** shall consist of a minimum of three (3) members. It shall be appointed by the Chairman no later than the last day of March to recommend a slate of candidates to be elected to the next year's Board.
- A. The Nominating Committee shall elect their own Chair.
 - B. The Nominating Committee shall make every effort to submit a slate of representatives reflective of the school enrollment groups.
 - C. The consent of each candidate must be obtained prior to being placed on the nomination slate.
- 7.5 Additional Committees: The Board may appoint additional committees as needed.

Article VIII – Finances

- 8.1 Financial Objectives: The Board will assemble a model for the allocation of funds raised that promotes the life of the school by funding various initiatives such as campus needs, classroom needs, clubs, activities, teacher gifts, etc. Objectives and spending shall be selected and a target amount set for the year.
- 8.2 Obligations: The Board may authorize any Officer or Officers to enter into contracts or agreements for the purchase of materials or services on behalf of the Board after obtaining full approval from the executive board members. The Officers shall not have the authority, however, to enter into such an agreement on behalf of the school and/or Responsive Ed, nor should they represent themselves as having such authority.
- 8.3 Commercial Paper: All checks, drafts or other orders for the payment of money on behalf of the Board shall be signed by two authorized signatories.
- 8.4 Deposits/Disbursements: The Treasurer shall receive and deposit all funds of the Board, to the credit of the Board, into the stated checking account and shall make such disbursements as authorized by the Board in accordance with the approved budget. All deposits and/or disbursements shall be made within a maximum of fifteen (15) days from the receipt of the funds and/or orders of payments.
- 8.5 Account Balance: The goal of the checking account balance at the end of the school year is \$5,000.00 unless funds are allocated to a specific project and/or fund.
- 8.6 Financial Report: The Treasurer shall present a monthly financial report at each Board meeting and to the Headmaster of FCA; and shall prepare a final report at the close of each fiscal year.
- 8.7 The Treasurer shall input all transactions into the software elected by the Treasurer. An electronic copy of monthly transactions, plus receipts and records shall be made available to the FCA Headmaster for review and archiving within five (5) business days upon their request.
- 8.8 The Board shall have the report and the accounts examined annually by an auditor or informal audit committee for years during which annual gross receipts exceed \$50,000.

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- 8.9 The FCA Headmaster or Assistant Headmaster(s) or the Board Chairman may request an audit at any time throughout the year in addition to the annual audit requirement described above.
- 8.10 Disposition of Funds: Should the Hoplite Council be dissolved, final disbursement of funds, minus outstanding expenses, will be to FCA.

Article IX – Fundraising Policy and Procedures

- 9.1 Fundraising Policy: The Hoplite Council is a crucial part of the fundraising process for FCA. As such, this policy provides guidance on the considerations that must be taken for any fundraising effort made on behalf of FCA or the Hoplite Council.
- 9.2 Requirements:
 - A. Fundraising activities must uphold any legal, statutory or regulatory requirements, and must adhere to FCA values
 - B. Fundraising activity must be approved by the FCA Headmaster or Assistant Headmaster(s)
 - C. Fundraising activity must be approved by the Board, as determined by a majority vote
 - D. The Board must ensure funds received are used in strict accordance with the fundraising agreement
 - E. The company, organization, partnership or activity involved in the fundraising should not contradict FCA's mission, goals or objectives
- 9.3 Definitions:
 - A. A donation is a gift for which no direct benefit is sought.
 - B. A sponsorship is where a business provides money in order to secure the marketing and promotion of its business name, products, services or image.
 - C. A grant is a monetary gift given to an individual or an organization for a specific purpose. There is an obligation to fulfill any criteria the funding body may place on the grant. As such, any grants sought in the name of FCA must be agreed upon by FCA administration prior to application.
- 9.4 Role of board members: Board members must be able to demonstrate they are acting in the best interests of FCA, are not influenced by moral perspectives, and will not derive any personal benefit from the funding
- 9.5 Role of Financial Development Chair(s): The committee chair may oversee fundraising initiatives enacted by the council ensuring all proper protocols are followed, including tracking and usage of raised funds.

Article 10 – Conflicts of Interest

- 10.1 Whenever a board member has a personal or financial interest in any matter coming before the board, the board shall ensure that:
 - A. The interest of such an officer or committee chair is fully disclosed to the board.
 - B. No interested officer or committee chair may vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting of the board at which such matter is voted upon.

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- C. Any transaction in which an officer or committee chair has a personal or financial interest shall be duly approved by members of the board not so interested or connected as being in the best interests of the organization.
 - D. The minutes of a meeting at which such votes are taken shall record such disclosure, abstention, and rationale for approval.
- 10.2 An employee of FCA or any person who is personally compensated by FCA will not be allowed a position as a voting member of the Board. Any person deemed an FCA employee who wants to engage with Board activities will be invited to observe or participate in open Board meetings or on any occasion deemed appropriate by the FCA Headmaster or Assistant Headmaster(s).

Article XI – Amendment Process

- 11.1 These Bylaws may be amended or repealed and new Bylaws may be adopted upon a majority vote of the Board and approved by the FCA Headmaster.

Article XII – Dissolution

- 12.1 Upon the dissolution of this Corporation, assets shall be distributed to FCA, an organization exempt under 501(c)3. Alternatively, if FCA is not a tax exempt organization at the time of dissolution, assets shall be distributed to one or more exempt purposes within the meaning of section 501(c)3 of the Internal Revenue Code.

Article XIII – Authority

- 13.1 If any part of these Bylaws shall conflict with the decisions, policies or procedures adopted by FCA, they shall be deemed null and void. The Hoplite Council is an independent agency responsible and accountable for its funds and expenditures separate from FCA. However, the Hoplite Council exists and serves at the pleasure of the FCA Headmaster. In the unlikely event that the FCA Headmaster concludes, at sole discretion, that any action or activity of the Hoplite Council reflects poorly on FCA, the FCA Headmaster may dissolve the Hoplite Council.

Be it resolved that the Hoplite Council Board has adopted these Bylaws on this 27th day of June 2024.