

Pine Lane Educational Alliance Bylaws

Article I: Name

The name of the organization shall be the Pine Lane Elementary PLEA Inc. (heretofore to be called "PLE PLEA").

Article II: Purpose

PLE PLEA will work to form an inclusive sense of community by reaching out to our children, families, staff, and local town resources, through the organization of social events, school activities and fundraising. PLE PLEA will enrich the educational and social experience of our children by providing positive, fun, family-focused opportunities, and events. Volunteers for PLE PLEA will act as ambassadors for new and support the efforts of our teachers and staff, as well as organize and facilitate the PLE PLEA events.

Article III: Members

All parents, guardians, other adults standing in loco parentis for a student at the school and staff will be considered a member and shall have voting rights in determination of executive board representation, approval of the proposed budget, funding requests over \$5,000, other decisions determined by the Executive Board.

Article IV: Executive Board Roles and Responsibilities

All Executive Board Members:

- Will participate in monthly meetings
- Represents the constituents of Pine Lane Elementary
- Establishes the day, time, and place of the group's monthly meetings
- May call special meetings by a majority vote when needed
- Appoints and coordinates committees and committee chairpersons as necessary
- Will address discrepancies within the bank account reporting, as well as tax filings, should discrepancies occur

President:

- Serves as an Executive Board Member and shall have one full vote
- General supervision of affairs of the PLE PLEA
- Presides at meetings, or in the event of an absence will communicate with the Vice President
- Collaborates with the Vice President to draft, distribute, and post the meeting agenda for both the Executive Board and General meetings at least one week prior to the meeting.
- Temporarily fills the vacancies within the Executive Board and/or Committee Chair positions
- Determines the meeting schedule; can call special meetings in conjunction with the Administrator
- Works with the Secretary to establish a communication plan at the beginning of the year, to provide information to the community, ensuring that the school community is informed of all pertinent information
- Assists the Treasurer with the annual report and tax filings

- Solicits, appoints, and oversees planning of school events of committee chairpersons, with board approval.
- Assures that materials printed and distributed on behalf of the PLE PLEA are approved and meet the standard set forth by the PLE PLEA before they are published.

Vice President:

- Serves as an Executive Board Member and shall have one full vote
- Supports the President in all the above responsibilities
- Collaborates with the President to draft, distribute, and post the meeting agenda for both the Executive Board and General meetings at least one week prior to the meeting.
- Presides at meetings in the President's absence and performs all duties in the case of any absence for a given period of time
- Assists with other board members and committee chairs as needed

Secretary:

- Serves as an Executive Board Member and shall have one full vote
- Attends all meetings and record the minutes
- Publishes regular minutes within seven (7) business days and maintains a file of all the minutes
- Makes minutes available to members prior to the next meeting for approval or revisions
- Responsible for general correspondence, including PLE PLEA thank you notes
- Posts notice of meetings to PLE parents
- Assists the President in maintaining and monitoring of all social media outlets the PLE PLEA is currently using

Treasurer:

- Serves as an Executive Board Member and shall have one full vote
- Receives all funds of the organization, keeps an accurate record of receipts and expenditures, and pays out funds in accordance with the approval of the Executive Board
- Will present a financial statement at every board meeting and at other times of the year when needed, and makes a full report at the end of the year
- Works in conjunction with the PLE Bookkeepers and Principal on all ordering, as well as with all PLE PLEA grant ordering
- Prepares and files PLE PLEA taxes with assistance from both the President and the Administrator as needed
- Keeps records of receipts and accounting reports from funded requests, The bank reconciliation will be completed within 10 days of the close of the month.
- More than one person shall be involved in every activity and transaction that involves cash, and other PLEA assets. Best practice: All cash should be deposited the next business day after an event. Absolutely no more than 5 business days after an event. The deposit slip shall be signed by both people involved in the cash counting process. All cash that is not immediately taken to the bank shall be placed in a locked and secured place.
- Checks will be prepared by the treasure (who will not have authority to sign the check.), the President, Vice President and Principal shall be signers, who will not

have access to the checks. This will create checks and balances for appropriate cash controls.

Staff Representatives:

- Each staff representative serves as an Executive Board Member and each shall have ½ vote, making for one full vote per campus.
- Representatives on behalf of the PLE staff

Administrator:

- Serves as an Executive Board Member and shall have one full vote
- Advises PLE PLEA and represents the District and Administrative concerns.
- Can call special meetings as necessary

Article V: Nominations of Executive Board Members

Section 1. Executive Board Executive Board shall consist of nine (9) members; one President, one Vice President, one Treasurer, one Secretary, one Administrator and four Staff representatives (two from South campus and two from North campus).

Section 2. Nominations and Elections. Nominations for board positions will be held in the spring of the current school year. Any member of the PLEA, faculty or staff can nominate a candidate for the executive board and recommend a particular executive board role. To be considered, nominees will be required to accept their nomination and declare what executive board role they intend to fill. Nominees will be considered for only one role. Voting for executive board seats will take place at the final PLEA meeting of the year or via an electronic format chosen by the current executive board. Term formally starts July 1st. There shall be a board meeting in the summer to formally transition from the former board to the newly elected members.

- **Staff Representatives.** The staff representative seats shall be advertised to PLE staff on odd years (eg. 2023, 2025, etc...), so that the opportunity to serve is offered to everyone. Staff representatives will be determined by staff via a staff nomination. In the event of interest from multiple teachers, a staff vote will be held.

Section 3. Eligibility. Officer positions shall be reserved for parents. Members who are both staff and parents shall declare their role at the beginning of the year.

Section 4. Terms of Office. Officers are elected for two (2) years and may serve no more than two (2) consecutive terms in the same office. Each person elected shall hold only one (1) office at a time. Teacher representatives shall hold the position for two years, and shall not have a term limit.

Section 5. Vacancies. Should an Executive Board member position become vacant during a term, the Executive Board may nominate and elect (with at least two thirds affirmative votes) an interim Board member. The Board will determine the length of time the interim member serves, at the time of nomination.

Section 6. Removal from Office. Officers can be removed from office with or without cause by a two-thirds vote of those present (assuming a quorum) at a regular meeting where previous notice has been given.

Article VI: Committees Section 1. Committee Membership. Committees may consist of members and board members, with the president acting as an ex officio member of all committees.

Section 2. Standing Committees. The following committees shall be held by the organization: Volunteer Coordinator, Fall Festival, Winter Festival, Book Fair, Teacher Appreciation, along with a General Fundraising committee.

Section 3. Additional Committees. The board may appoint additional committees as needed.

Article VII: Meetings

Section 1. PLEA Meeting. PLEA meetings are public and open to the entire PLEA, see article 3. The purpose shall be to inform the public of what is occurring, ensure transparency, gather feedback, and market needs and opportunities within the PLE community. The dates of the PLEA meetings shall be determined by the Executive Board and published by the earliest possible date.

- **Quorum.** The general membership present at a meeting shall constitute a quorum.

Section 2. Executive Board Meeting. Executive board meeting will consist of executive board members and invited guests. Committee chairs will be requested to attend the Executive Board meeting prior to their event. The purpose of these meetings will be to support planning of events and fundraising efforts, decide dispersal of funds, and discuss how best to support the Pine Lane Community.

- **Quorum.** At any meeting, a quorum shall consist of a simple majority of the Executive Board Members.

Section 3. Chair Committee Meetings. Chair Committee meetings shall be held at their discretion in order to ensure the success of the event.

Article VIII: Parliamentary Authority

Robert's Rules of Order shall govern meetings when they are not in conflict with the PLEA bylaws.

Article IX: Finances

Section 1. A tentative budget shall be drafted in the fall for each school year, presented to members at the first PLEA meeting for public comment, and must be approved by a majority vote of the Executive Board.

Section 2. The treasurer shall keep accurate records of any disbursements, income, and bank account information.

Section 3. The board shall approve all expenses of the organization.

Section 4. Two authorized signatures shall be required on each outbound check over the amount of \$200. Authorized signers shall be the president, vice-president, and principal.

Section 5. An authorized board member shall be present during any cash counting after PLEA sanctioned events, such as but not limited to, Fall Fest, Book Fair, Winter Fest, and Catalog Sales.

Section 6. The treasurer shall prepare a full financial statement at the end of the year and monthly financial reviews to be reviewed by the Executive Board

Section 7. Upon the dissolution of the organization, any remaining funds should be used to pay any outstanding bills and, the remaining shall be spent for the benefit of the school with Board Approval. See Article XII for further information of dissolution.

Section 8. The fiscal year shall coordinate with the school year.

Article X: Funding

Section 1 Focus of Annual Funding. Funding priorities will be established in collaboration between PLEA and school administration to provide direction for funding. Funding priorities will be communicated at the beginning of each school year.

Section 2. Fundraising. With input from the PLE PLEA, the executive board shall determine which specific fundraising activities will be used to support its funding priorities. An annual campaign will be conducted to solicit tax-deductible contributions from parents and other local community members. A maximum of two primary fundraisers will be conducted to fund the PLE PLEA. Secondary, ongoing and one day fundraisers may also be conducted.

- **Primary Fundraiser** - A primary fundraiser shall be defined as a fundraiser that incorporates the entire school, fundraising efforts are sustained for more than two weeks, and shall produce a net profit of more than \$10,000.
- **Secondary Fundraiser** - A secondary fundraiser shall be defined as a fundraiser that requires minimal school wide effort, less than two week time frame, and produces a net profit of less than \$10,000. (ie. Restaurant Nights, Box Tops, School Store, etc...)

Section 3. Funded Projects. Resources obtained by PLE PLEA shall be disbursed only in the form of grants made in response to specific written requests. Requests should focus on PLE PLEA's annual funding priorities, but other needs may also be considered and funded by the Executive Board. Each request must include a pledge that the funds will be used only for the purposes included in the request. The requester shall attend the next Executive Board meeting, to discuss the funding request with the Executive Board. If the funding request is over \$1000, the request shall then be presented to the PLE PLEA at the following PLEA Meeting for public comment. The Executive board will vote for approval at the Executive Board meeting following the PLEA meeting where the request was presented for fundraising under \$5,000. If a request is made for more than \$5,000 a PLE PLEA vote will be conducted at the public PLEA monthly meetings. If approved by a majority vote, the requester must provide all receipts and accounting reports to the treasurer. Members of the groups eligible to apply for grants include certified teachers, students, classified staff members, administrators, parents, and community members. The Executive Board shall have exclusive power to disburse resources with a majority vote of all current Board members in support of the decision. Funds must be spent by the date specified on the approved grant. Funds not spent by the date specified on the grant will remain with PLE PLEA.

Article XI: Standing Rules

Standing rules may be approved by the Executive Board, and the Secretary shall keep a record of the standing rules for future reference.

Article XII: Dissolution

Section 1: Dissolution The organization may be dissolved with previous notice (14 calendar days) and a two-thirds vote of those present at the meeting.

Section 2: Remaining Funds. Upon a vote to dissolve the PLEA, the remaining PLEA funds shall first be used to pay any outstanding PLEA debt and then either: 1. a vote shall be taken by the PLEA Executive Board to spend remaining funds on an item or items that benefit the students; or 2. The remaining funds will be held in escrow by the Principal for use by a future PLEA. If a PLEA is not formed within 24 months, the funds shall revert to the school and be used toward the benefit of the students under the discretion of the Principal.

Article XIII – Amendments

These bylaws may be amended at any regular or special meeting, providing that previous notice was given in writing at the prior meeting and then sent to all members of the organization by the secretary. Notice may be given by postal mail, e-mail, or fax. Amendments will be approved by a two-thirds vote of those present, assuming a quorum. Bylaws shall be reviewed every four years starting in January 2022.

Article XIV – 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 contemplating entering a transaction or arrangement that might benefit the private interest of an officer or director 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.

- Interested Person. Any director, principal officer, or member of a committee with governing board-delegated powers who has a direct or indirect financial interest, as defined below, is an interested person.
- Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - An ownership or investment interest in any entity with which the organization has a transaction or arrangement.
 - A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement; or
 - 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. "Compensation" includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Section 3b, 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.

- Duty to Disclose. In connection with any 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 facts to the directors and members of committees

with governing board-delegated powers who are considering the proposed transaction or arrangement.

- Determining whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide whether a conflict of interest exists.
- Procedures for Addressing the Conflict of Interest
- An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- After exercising due diligence, the governing board 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 conflict of interest.
- If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.
- Violations of the Conflict of Interest Policy.
- If the governing 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.
- If after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board 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 governing board and all committees with board delegated powers shall contain:

- The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest; the nature of the financial interest; any action taken to determine whether a conflict of interest was present; and the governing boards or committees decision as to whether a conflict of interest in fact existed.
- The names of the persons who were present for discussions and votes relating to the transaction or arrangement; the content of the discussion; including any alternatives to the proposed transaction or arrangement; and a record of any votes taken in connection with the proceedings

Section 5. Compensation.

- A voting member of the governing board who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
- A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
- No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Section 6. Annual Statements.

- Each director, principal officer, and member of a committee with governing board-delegated powers shall annually sign a statement which affirms that such person:
 - o Has received a copy of the conflict of interest policy.
 - o Has read and understood the policy.
 - o Has agreed to comply with the policy; and understands that the organization is charitable and that to maintain its federal tax-exempt status it must engage primarily in activities which accomplish one or more of its tax- exempt purposes.

Section 7. Periodic Reviews. To ensure that the organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects

- o Whether compensation arrangements and benefits are reasonable, are based on competent survey information, and are the result of arm's length bargaining
- o Whether partnerships, joint ventures, and arrangements with management organizations conform to the organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in insurance, impermissible private benefit, or an excess benefit transaction.

Section 8. Use of Outside Experts. When conducting the periodic reviews as provided for in Section 7, the organization may, but need not, use outside advisers. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring that periodic reviews are conducted.

Principal Signature and Date

President Signature and Date

Vice President Signature and Date

Secretary Signature and Date

Treasurer Signature and Date

Teacher Representative Signature and Date