

BY-LAWS AND PROCEDURES

BRANDYWINE WALLACE HOME & SCHOOL ASSOCIATION
435 DILWORTH ROAD
DOWNINGTOWN, PA 19335

ADOPTED SEPTEMBER 2020

ARTICLE I: NAME

The name of this association shall be Brandywine Wallace Home and School Association (hereinafter referred to as "Association," "Organization," and/or "HSA") which shall be controlled by the Association's officers elected to a Board of Directors (hereinafter referred to as "Board"). Correspondence should be sent to: HSA President, Brandywine Wallace Elementary School, 435 Dilworth Road Downingtown, PA 19335.

ARTICLE II: PURPOSE

PURPOSE: To support and enhance the mission of Brandywine Wallace Elementary School (hereinafter referred to as "the School" or BW), and the Downingtown Area School District (hereinafter referred to as "the District," "the School Board," and/or "DASD"); to promote continuous cooperation and communication among parents, teachers and administration; to promote the welfare of the students in the School, home and community; to provide opportunities for parents and guardians of the School's students to become actively involved with, and support the School.

In keeping with its purpose, this organization is non-profit, non-sectarian, non-partisan and non-commercial.

ARTICLE III: MEMBERSHIP

All parents or guardians of students enrolled at BW, the principal and all members of the faculty of BW are members of the Association.

Only members shall be eligible to serve in any of the Association's elected or appointed offices

This organization prohibits discrimination based on race, religion, color, national origin, gender, age, disability, sexual orientation or familial/marital status.

Members are entitled to:

- A. Nominate officers to election
- B. Vote for elected officers
- C. Bring issues to the Board under "New Business"
- D. Serve as Officers or chairpersons of the HSA

Parents or guardians of incoming (new) students shall be eligible to run for office for the upcoming year.

Members must agree to accept and abide by the bylaws of the Association

ARTICLE IV: FUNDRAISING

The Board shall determine the quantity, timing and type of fundraising activities and events to be conducted at the School in conjunction and coordination with the School's principal, and based upon budget requirements.

Sales of all merchandise may be controlled and accounted for using sales slips/receipts which shall be used to reconcile cash received and merchandise dispensed

Volunteers who work with cash shall work in pairs as much as possible

Volunteers shall sign for the transfer of cash and/or provide an accounting of cash received for amounts exceeding \$500, so as to protect each person from unfounded allegations

ARTICLE V: OFFICERS AND ELECTION PROCEEDINGS

The officers of the HSA shall consist of: President, Vice-President, Secretary, and Treasurer. An officer may not hold more than one board position at a time

The Officers shall review, implement and oversee the activities of the HSA as defined in Article II

Officers shall assume their official duties on July 1 and serve for a period of two years. No Officer shall serve more than two consecutive terms in the same position.

A vacancy occurring in any office, except that of the president, shall be filled for the unexpired term by a person elected by a majority vote of the remaining members of the Executive Board with notice of such election having been given. In case of vacancy in the office of president, the vice-president shall assume the office of the president for the balance of the unexpired term or until the end of the current school year.

ELECTION PROCEEDINGS

THE VICE PRESIDENT SHALL AUTOMATICALLY SUCCEED THE PRESIDENT, IF DESIRED

- A. Nominees shall be presented at a regular HSA meeting in March (when possible)
- B. Nominations shall be made by any of the following:
 - 1) Any eligible member may nominate him/herself
 - 2) Any eligible member may be nominated by another member with his/her consent
- C. Digital communication will be made to all members two weeks in advance of voting
- D. Only those present at the Annual Meeting (May) will have the opportunity to vote
- E. A member may not run for more than one position in any election
- F. In the event of a tie, the Executive Board shall determine outcome

MID YEAR VACANCIES WILL BE FILLED WITHIN 30 DAYS

ARTICLE VI: DUTIES OF THE OFFICERS

The officers will work together to oversee all fundraising events

PRESIDENT

- Shall preside at all meetings of the HSA and the Board
- Shall create and dissolve all special committees, shall designate their functions and appoint chairperson
- Shall coordinate communication between HSA committees and school staff regarding facilities usage and equipment requests
- Shall attend the DASD JHSA monthly meetings or send a representative
- Shall advise Board members of HSA meeting dates
- Shall prepare and publicize the upcoming agenda prior to each meeting

VICE PRESIDENT

- Shall assist the president and perform the duties of the President in his/her absence or at his/her request
- Shall act as liaison to all committee chair people

SECRETARY

- Shall record, sign and maintain the minutes of all Association meetings
- Shall provide timely publication of drafted and approved meeting minutes of the HSA website
- Shall provide a written copy of the minutes upon request
- Shall obtain approval of prior meetings minutes from the membership
- Shall be responsible for correspondence generated by the Board
- Shall be responsible for the digital directory/communication platform (currently Membership Toolkit)

TREASURER

- Receive all monies of the HSA
- Keep accurate records of all receipts and expenditures
- Be the custodian of the checkbook, account books, and other financial records of the HSA
- Disburse funds as and when directed by the HSA
- Present a financial statement to the membership at each HSA meeting and at other times when requested by the Board
- Prepare a final statement of the HSA accounts at the end of the school year Provide written receipts to donors
- File tax returns (or hire an accountant to do so) with the Federal government and/or the Commonwealth
- Renew all tax paperwork as required
- Shall abide by the *DASD Treasurer's Yearly Instructions and Guidelines*

Volunteer Coordinator

- Responsible for maintaining and coordinating volunteers for HSA events

Faculty Representative

- Coordinate the Association's activities as they relate to the School faculty
- Coordinate requests from the faculty and administration for project funds and present them to the Board
- Report on the Association's activities at faculty meetings
- Act as liaison between staff and Association

- Attend scheduled HSA meetings

ARTICLE VII: MEETINGS

General meetings shall be held at regular intervals during the school year. Dates, times, and frequency will be determined by the Board.

Any person wishing to be on the agenda of a general meeting shall contact the President at least one week prior to the meeting

Those members present shall constitute a quorum for the transaction of any business at a regularly scheduled meeting of the HSA

Special meetings may be called for any purpose, but must be communicated at least five days prior to date of the meeting:

1. By the HSA president
2. At the request of the Principal

The Annual Meeting shall be held in May

1. The Treasurer shall give a year-to-date budget report
2. Members shall elect new Officers for vacant positions

WHEN/IF NECESSARY, LIVE VIRTUAL PLATFORMS (ie ZOOM, GO TO MEETING, ETC) WILL TAKE THE PLACE OF IN-PERSON MEETINGS. ALL TRANSACTIONS & VOTING TAKING PLACE USING THIS FORUM WILL BE CONSIDERED FINAL.

ARTICLE VIII: EXECUTIVE BOARD

The Executive Board shall consist of the following HSA officers: president, vice president, secretary, treasurer, volunteer coordinator, School Principal and a teacher representative

The members of the Executive Board shall serve until their successors are elected or appointed.

Meetings of the Executive Board may be called by the President and/or the Principal when needed with 5 days notice

Duties of the Executive Board shall be:

1. To transact necessary business in the intervals between HSA meetings

2. To approve plans made by standing or special committees
3. To submit for membership approval, a program and a budget that shall include the necessary expenditures of the HSA
4. To create standing committees
5. To approve the plans of work of the standing committees
6. To approve routine bills within the limits of the budget
7. To attend the monthly Executive Board meetings with exception given to the principal and the teacher representative

Meetings of the Executive Board shall be held at a time and frequency to be determined by the Executive Board

A quorum will be four or more members. Decisions can be made by a majority of those present, provided that a quorum is present.

ARTICLE IX: DUTIES OF STANDING AND SPECIAL COMMITTEES

Standing committees shall be created by the Executive Board as may be required to promote the objectives and interests of the HSA. The chairperson of each standing committee shall be approved or selected by the President.

1. These shall include but not be limited to the following: assemblies/special programs, book fair, fall festival, family fun nights, fundraising, spring fair, yearbook and welcome

The chairperson of each committee shall present plans of work to the Executive Board no later than a month before its planned activity. No committee work shall be undertaken without the approval of the Executive Board

All material to be sent to school families must be approved by the School principal

The chairperson shall give reports at meetings when appropriate

The chairperson of each standing committee shall submit a written summary of the activities and procedures of their committee to the Executive Board within 30 days of such activity's completion.

HSA officers shall be assigned to and responsible for a portion of the HSA committees as a point-of-contact

ARTICLE X: FINANCE AND BUDGET

The fiscal year shall start July 1 and end June 30

All financial accounts shall be in the names of both the Treasurer and the President

Expenditures over and above the committee budget must have the approval of the Executive Board

Reimbursement requests for one-time expenditures exceeding \$100.00 must be approved by the Board before submitting to the Treasurer for payment

A receipt must be submitted in support of any request for reimbursement of any expenditure

BUDGET

1. The Executive Board shall meet in March/April to formulate a budget for the following year.
2. The proposed budget shall be voted on by the general membership at the May/June meeting
3. The Executive Board shall set aside a maximum of \$10,000 of the budget for the following year. The disbursement of surplus monies will be decided at a general meeting
4. The treasurer shall present a final budget report to the Executive Board at the end of the fiscal year

ARTICLE XI: TAXES

The HSA shall apply for and maintain its own Taxpayer ID number in accordance with the regulations set by the IRS (Form SS-4)

The HSA shall file Form 1043 with the IRS and apply for or maintain 501(c)(3) status so that donations to the HSA are tax deductible. By July 31 of each year, the Association shall provide receipts for all contributions over \$250

The HSA shall file and maintain with the PA Charities Commission such reports and documentation necessary to establish that it is an educational organization and thus exempt from annual reporting requirements

The HSA shall file and maintain with the PA Department of Revenue such applications, reports and declarations as are required to obtain, maintain and prove exemption from payment of sales taxes.

ARTICLE XII: INSURANCE

The HSA shall procure and maintain a policy of Directors and Officers for the benefit of the HSA and it's officers

The HSA shall procure and maintain such employee dishonesty insurance or fidelity bond as is deemed necessary by the Board for the benefit of the HSA

The premiums for the insurance described above shall be budgeted for and paid from the funds of the HSA

ARTICLE XIII: AMENDMENTS

These bylaws should be reviewed from time to time as needed. Review should be completed by a special committee appointed by the Board.

Amendments can be completed at any regular meeting of the Association by a two-thirds vote of the members present and voting, provided electronic notice of the proposed amendment was given at least five days in advance of the meeting.

ARTICLE XIV: PARLIAMENTARY PROCEDURE

Robert's Rules of Order shall govern the conduct of meetings of this HSA

The President may appoint a Sergeant-at-Arms to serve so long as in the President's opinion is necessary

- a. The Sergeant-at-Arms has the duty of acting on the orders of the President to preserve order during a meeting.

ARTICLE XV: DISBANDMENT OF ASSOCIATION

The District Superintendent or his/her designee may disband the Association if, in the Superintendent's sole discretion, it is determined that such an action will be in the best interest of the School and the District. The Association shall be provided thirty (30) days advance notice

of its dissolution and the reasons therefore. In the event that the Superintendent disbands the Association, the Association will provide for the appropriate disposition of any funds remaining in the Association.

Upon the dissolution of the Association, the HSA Board shall, after paying or making provisions for the payment of all the liabilities of the Association, dispose of all the assets of the Association in such manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization(s) under section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law), as the HSA Executive Board shall determine. Any such assets not so disposed shall be disposed of by the Court of Common Pleas of Chester County, exclusively for such purposes as said Court shall determine which are organized and operated exclusively for such purposes.