Luigi Aprea Fundamental School Parent Club Bylaws

ARTICLE I – NAME & OBJECTIVES

SECTION 1:

The name of this corporation shall be the Luigi Aprea Fundamental School Parent Club (hereinafter the "Organization" or "Parent Club"), located in the City of Gilroy, California.

SECTION 2:

The objective of the Parent Club shall be:

a. To develop between administrators, teachers and parents such united efforts as will secure for every child the highest advantages in physical, mental, social and moral education.
b. To bring into closer relation the home and the school that parents and teachers may cooperate in the education of the child.
c. To promote the welfare of children in home, school and community.
d. To support adequate laws for the care and protection of children.
e. The Parent Club shall be inclusive and help organize activities and encourage active participation from staff, parents and students.

ARTICLE II – PURPOSE

SECTION 1:

The Parent Club is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. The specific purpose of this organization is to provide additional support for the students at Luigi Aprea.

ARTICLE III – LIMITATIONS

SECTION 1:

The Parent Club shall be non-commercial, non-sectarian and non-partisan. The Parent Club shall not, except in any insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes described in Article II. The Parent Club may not carry on any activity for the profit of its Officers, Directors, Members or other persons or distribute any gains, profits or dividends to its Officers, Directors, Members or other persons.

SECTION 2:

No commercial enterprise and no candidate for public office shall be endorsed by it. Neither the name of the Organization nor the names of its officers in their official capacity shall be used in any connection with a commercial concern or with any partisan interest or for any purpose other than the regular work of the Parent Club. No substantial part of the activities of the Parent Club shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Parent Club shall not participate in or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

SECTION 3:

The Parent Club shall seek neither to direct the administrative activities of the school nor control its policies. However, the Parent Club shall reserve the right to make suggestions and recommendations.

SECTION 4:

The Parent Club may cooperate with other organizations and agencies active in the promotion of the overall health of children, including, but not limited to, physical health, emotional health and social health, provided the representative makes no commitments that bind the Parent Club.

SECTION 5:

The fiscal year of the Parent Club shall begin July 1st and end June 30th.

ARTICLE IV – MEMBERSHIP AND DUTIES

SECTION 1:

The Parent Club shall have one (1) class of membership within the meaning of section 5056 of the California Nonprofit Corporation Law. Any person who is at least eighteen (18) years of age, who is a parent or legal guardian of at least one child enrolled at Luigi Aprea Elementary School, and who is not a teacher or administration staff of Luigi Aprea Elementary School, shall be eligible for membership on approval of the membership application by the board.

One membership and one vote shall be afforded to each family of Aprea Luigi Elementary School, regardless of the number of children attending or guardians of the student. Further, each family shall be responsible for appointing one member per family. All membership applications must be submitted no later than October 1st of each year. The Board shall send formal acceptance of membership to each accepted member no later than October 10th of each year. Elected Board of Directors for the Luigi Aprea Parent Club must be members of the Luigi Aprea Parent Club.

SECTION 2:

The Parent Club shall have no dues as a requirement of membership.

SECTION 3:

All voting members shall have the right to vote, as set forth in these bylaws, on the election of directors and officers, on the disposition of all or substantially all of the Parent Club's assets, on any merger and its principal terms and any amendment of those terms, approval of any single expenditures over $2,500, and on any election to dissolve the Parent Club. In addition, those members shall have all rights afforded to members under the California Nonprofit Public Benefit Corporation Law. Membership interests are not transferable.

SECTION 4:

A membership shall terminate on the occurrence of any of the following events:

(1) Resignation of the member;
(2) Expiration of the period of membership, unless the membership is renewed by October 1st of each year;
(3) Any event that renders the member ineligible for membership, or failure to satisfy membership qualifications; or
(4) Termination of membership under the procedures set forth in this Section, based on the good faith determination by the board that the member has failed in a material and serious degree to observe the Parent Club's rules of conduct, or has engaged in conduct materially and seriously prejudicial to the Parent Club's purposes and interests.

If grounds appear to exist for suspending or terminating a member under this Section, the following procedures should be followed:

(1) The board shall give the member at least 15 days' prior notice of the proposed suspension or termination and the reasons for the proposed suspension or termination. Notice shall be given by any method reasonably calculated to provide actual notice. Notice given by mail shall be sent by first-class or registered mail to the member's last address as shown on the Parent Club's records.
(2) The member shall be given an opportunity to be heard, either orally or in writing, at least 5 days before the effective date of the proposed suspension or termination. The hearing shall be held, or the written statement considered, by the board or by a committee or person authorized by the board to determine whether the suspension or termination should occur.
(3) The board, committee, or person shall decide whether the member should be suspended, expelled, or sanctioned in any way. The decision of the board, committee, or person shall be final.
(4) Any action challenging an expulsion, suspension, or termination of membership, including a claim alleging defective notice, must be commenced within 1 year after the date of the expulsion, suspension, or termination.

ARTICLE V – OFFICERS, NOMINATIONS, ELECTIONS, AND APPOINTMENTS

SECTION 1:

The number of ex officio officers elected, which shall comprise the Board of Directors, shall be no less than three (3) and no more than eleven (11) individuals. The following officer positions shall be appointed by the General Membership in accordance with the procedures defined in these bylaws:

- President
- Vice President
- Secretary
- Treasurer
- Hospitality Chairperson
- Communications Chair
- Fundraising Chairperson 1
- Fundraising Chairperson 2
- Liaison
- Assemblies Chairperson
- Event Coordinator

SECTION 2:

a. The office of President, Vice President, Secretary, and Treasurer must be filled. These positions constitute the Executive Board of the Parent Club. Members of the Executive Board may only hold one position within the Executive Board. Executive Board members may hold other positions on the Board of Directors if elected or appointed to the position.
b. The remaining positions constitute the Board of Directors. All officers elected pursuant to Section 1 of these bylaws shall be ex officio officers and shall comprise the Board of Directors.
c. Each officer shall have only one (1) vote, even though they may hold more than one (1) office.
d. A single person may hold one or more offices set forth above.
e. These elected and/ or appointed Officers agree to uphold the Parent Club's bylaws and policies. Whenever a questionable issue arises, the elected Officers shall perform their duties in a professional and responsible manner and shall attempt to resolve all issues in a timely manner in accordance with the Parent Club's bylaws and policies.

SECTION 3:

Each year, in January, a committee will be formed that will oversee the nomination and election process. This committee shall be called the "**Nomination Committee**" and will not hold a position as a voting committee. This committee will have three to five members and will select a chairperson from the members. Nominating Committee members shall consist of one (1) member of the Board of Directors, one (1) to three (3) parents, guardians, or other adults standing *in loco parentis* for a student at Luigi Aprea Elementary School who are not related to existing board members, and one (1) school representative.

Nomination Process

a. Nomination forms shall be made available in the office, sent home with each student (distributed to teachers) twenty-eight (28) days prior to the April Parent Club Meeting. Nomination and election information will also be sent in the April Parent Square post, website, and through social media.
b. Nominations can be made by General Members for the following Board of Directors positions:
    - President (prior Board of Directors experience)
    - Vice President
    - Secretary
    - Treasurer (prior Board of Directors experience)
    - Hospitality Chairperson
    - Communications Chair
    - Fundraising Chairperson 1
    - Fundraising Chairperson 2
    - Liaison

- Assemblies Chairperson
- Event Coordinator

c. Other committees, subcommittees, and committee team members that are not part of the Executive Board can be filled in the nomination process, but will not be put onto the ballot for election. All those nominated for committees and subcommittees will automatically be offered a part of that committee. These include but are not limited to: Lost & Found Coordinator(s), Pawsitive Store Coordinator(s), Spirit Wear Coordinator(s), etc.
d. Nominations for President and Treasurer must have served one (1) prior term on the Board of Directors before they can accept nomination for this office. The term does not need to be consecutive with the current year.
e. All nomination forms are due back to the school and placed into the designated receptacle prior to the end of school (2:28 pm) on the Monday prior to the April Parent Club meeting.
f. The Nomination Committee shall review nomination forms and present them at the April General Meeting.
g. At the April General Meeting, additional nominations may be presented from the floor and added to the ballot. At the close of the April General Meeting, no additional nominations may be added to the ballot.
h. The Nomination Committee will send emails to all nominated. All parties nominated for a position must accept the nomination via email within seven (7) days of the April Parent Club meeting to be added to the ballot.
i. Those accepting nominations will be given an opportunity to publish a statement of qualifications in a special Parent Club Election newsletter that will be emailed out fourteen (14) days prior to the last General Meeting of the school year. Nominees should not campaign for a position, especially on campus.

SECTION 4:

Election Process

a. Nomination Committee will prepare the ballots.
b. The election of officers shall take place on campus prior to or during the last General Meeting each school year.
c. Each attending Member of the General Membership shall have one (1) vote. Absentee ballots shall not be permitted.
d. The election, if non-contested, may be voice vote. Any contested elections shall be by written ballot.
e. The Nomination Committee will count the ballots where they lay.
f. The candidate receiving the majority vote will win the election. In the event of tie the ballot for that position must be repeated until one candidate receives a majority vote or one candidate withdraws.
g. In the event the candidate elected declines the position (at the time of notification) the ballot for that position must be repeated until a new candidate receives a majority vote.
h. Election results will be posted after all nominees have been notified via email of the results by the Secretary.

SECTION 5:

Term of Office

a. An officer's term shall be from the 1st day of July until the 30th day of June the following year, or until a successor is elected.
b. No President or Vice President shall be eligible to the same office for more than two (2) consecutive terms.
c. Exceptions to the term limits would be proposed by the Executive Board and voted on by the General Membership in the event no other nominations are provided.
d. Officers may hold more than one position on the Board of Directors but shall only have one (1) vote regardless of the number of positions held on the Board of Directors.

ARTICLE VI – DUTIES OF OFFICERS

SECTION 1:

The President shall preside at all meetings of the Parent Club and of the Executive Board, and Board of Directors. The President and Treasurers shall be responsible for preparing the annual report by the conclusion of their term of office and shall present the annual report at the following September general meeting. The President elect, along with the Executive Board elect, will fund the upcoming year's budget with input from the standing committees and Board of Directors.

SECTION 2:

The Vice President shall act as an aide to the President, shall be the Executive Board advisor of all ex-officio sub committees, or determine suitable alternatives. In the absence of the President, shall in their order perform the duties of the President.

SECTION 3:

The Secretary shall keep an accurate record of the proceedings of all meetings of the Luigi Aprea Parent Club and of the Board of Directors, shall be prepared to refer to the minutes of previous meetings, and shall prepare a summary of all unfinished business for the use of the President.

A copy of the minutes of the Executive Board and general meetings shall be filed in theLAPC designated room. In the event the President and Vice President are unable to attend a meeting the Secretary will preside.

The Secretary shall conduct all necessary correspondence of the club, shall send out written notices of all general meetings, shall notify officers of the Executive Board and Board of Directors meetings, shall supply each nominee with the job description of the office they seek, shall notify officers of the election and chairpersons of the appointment, and shall provide each Board-elect member with a copy of these Bylaws. The Secretary shall compile appropriate contact information (email and contact numbers) for all Parent Club Board of Directors Members at the

beginning of the school year and provide electronic copy to all Board Members.

SECTION 4:

The Treasurer shall receive all monies of the Club, keeping an accurate written record thereof following generally accepted accounting principle, and shall keep a record of membership donations. The Treasurer shall deposit monies in the name of the Club in the Club's account in a financial institution approved by the Executive Board; shall keep an accurate record of the receipts and disbursement of Club funds following generally accepted accounting principles.

The Treasurer shall present a statement of account at every meeting of the Club and at other times when requested by the Executive Board and shall present the annual report at the August meeting following generally accepted accounting principles. Non-allocated or non-budgeted funds shall be kept in the School Improvement and General Fund accounts for use and or spending as voted at the Parent Club meetings.

After any major event (such as Harvest Festival or May Carnival) all money counted must be deposited as soon as possible by the Treasurer and one of the persons (if not the Treasurer depositing the money) who counted the money. Two adults must be present when all money is counted and recorded.

SECTION 5:

The Hospitality Chairperson shall make provisions for school parties or functions approved by the Executive Board. The Hospitality Chairperson and sub-committee is generally responsible for Staff Appreciation week.

SECTION 6:

The Liaison shall serve as a liaison between Parent Club and the teachers of Luigi Aprea Elementary School and as a liaison between Parent Club and Gilroy Unified School District and report to the Executive Board pertinent information. They shall also manage communication between LAPC and the Luigi Aprea teachers as indicated by the Executive Board.

SECTION 7:

The Communications Chairperson shall provide school news and photographs to the local community media and any other publicity avenue the Executive Board may deem necessary. The Communications Chairperson shall be responsible for putting up notification of events throughout the school when called upon by a committee chairperson. These notifications may include banners and/or posters. The Communications Chairperson may be called upon to communicate via email or print with room parents, and/ or staff, in order to organize efforts of Parent Club sub-committees, and relay important news to the parent/ teacher/ staff body on campus. A member of the Communications committee shall be responsible for updating the Luigi Aprea website, marquee, physical signage and/ or social media platforms with appropriate information as provided by the Board, staff, teachers and other community outlets. This person is also responsible for setting up and managing Zoom (or other platforms) for LAPC meetings.

SECTION 8:

The Fundraising Chairperson 1shall be responsible for organizing such fundraisers as deemed necessary by the Executive Board. The Fundraising Chairperson may assemble a committee of volunteers to help fulfill the requirements of this position. The Fundraising Chairperson 1 shall be responsible for organizing the Bulldog Dash. In addition, this person will be responsible for organizing smaller online and/or Catalog fundraisers such as See's Candy, Charleston Wrap, etc. as deemed necessary by the Executive Board. The Fundraising Chairperson may assemble a committee of volunteers to help fulfill the requirements of this position.

SECTION 9:

The Fundraising Chairperson 2 shall be responsible for organizing the Read-a-Thon. In addition, this person will be responsible for organizing restaurant nights as deemed necessary by the Executive Board. The Fundraising Chairperson may assemble a committee of volunteers to help fulfill the requirements of this position.

SECTION 10:

The Assemblies Chairperson shall keep the Executive Board and membership aware of educational trends, school programs and make appropriate recommendations for school assemblies. This person is responsible for communicating with the Board of Directors and the Principal to plan assemblies within the set budget for the school year.

SECTION 11:

The Event Coordinator shall be responsible for organizing the two large events hosted by Luigi Aprea Parent Club. These include the Harvest Festival and the May Carnival. The Event Coordinator may assemble a committee of volunteers to help fulfill the requirements of this position.

SECTION 12:

Vacancies

a. If there is a vacancy in the office of President, the Vice President will become the President. Members from the General Membership will fill the Vice President vacancy through an election at the next regularly scheduled meeting by the General Members in attendance.
b. If there is a vacancy of the Treasurer, the members from the General Membership will fill the vacancy through an election at the next regularly scheduled meeting by the General Members in attendance.
c. If there is a vacancy in any other office, members from the General Membership will fill the vacancy through an election at the next regularly scheduled meeting by the General Members in attendance.

SECTION 13:

Removal From Office

a. Members of the Board of Directors can be removed from office with or without cause by the following procedure: Two-thirds vote of the of those members present at a General Membership meeting in which quorum is present where 14 days prior notice has been given.
b. When an officer fails to diligently attend to duties of the office, which includes attendance of monthly Executive Board meetings and Board of Director meetings, the Executive Board may declare the office vacant. With motion and majority vote by the Board of Directors, an officer can be removed from office and members from the general membership will fill the vacancy through an election at the next regularly scheduled meeting by the General Members in attendance.

SECTION 14:

Each officer, in case of resignation, shall turn over to the successor or President records, books, funds and other material pertaining to the office, within two weeks or sooner of resignation.

SECTION 15:

President and Treasurer shall seek to retain the services of a disinterested third party, professional financial auditor, for the purpose of performing an audit of the financial records at the conclusion of the fiscal year. The audit shall be filed with the Recording Secretary. Photocopies of the audit shall be made available to any interested parties for review.

SECTION 16:

At the conclusion of the fiscal year, the President and Treasurer shall seek to retain the services of a disinterested third party, professional income tax person, for the purpose of preparing the income tax forms for the fiscal year. The income tax forms shall be retained by the Treasurer along with the financial records and shall be disclosed in the Treasurer's Annual Report.

SECTION 17:

At the commencement of the fiscal year, the President and Treasurer shall obtain a Policy of Property and Casualty Insurance containing sufficient liability coverage for gatherings sponsored by the Parent Club. Evidence of such an insurance policy shall be presented at the regular November Parent Club Meeting.

ARTICLE VII – MEETINGS

SECTION 1:

General Membership and Executive meetings of the Parent Club shall be held monthly for each calendar month of the school year, unless otherwise announced. Specific days and times will be determined by the current board. Executive meetings are open to Board Members only. For matters of sensitive nature, including removal from office or potential removal of office from the Board of Directors, the Board of Directors will hold a closed session special meeting to take action.

Special meetings or regularly scheduled Board of Director meetings may be called by the Board of Directors upon written notice sent to the membership at least three (3) days before the meeting.

Special meetings or regularly scheduled General Membership meetings may be called by the President or any two Members of the General Membership.

SECTION 2:

The Parent Club meeting in May shall be the Annual Meeting at which time officers shall be elected. Absentee ballots shall not be permitted.

SECTION 3:

Sixty percent (60%) of the Board of Directors shall constitute a quorum for Board Meetings.

Quorum shall be established for meetings of the General Membership whenever at least 2 members of the General Members are present. Where quorum cannot be established for two consecutive properly called meetings of the General Membership, the Board of Directors may vote on any issue noticed in the General Membership Meeting notice. Voting may be by voice or by ballot, except that any election of directors must be by ballot if demanded before the voting begins by any member at the meeting. Each member entitled to vote may cast one vote on each matter submitted to a vote of the members.

If a quorum is present, the affirmative vote of a majority of the voting power represented at the meeting, entitled to vote and voting on any matter, shall be deemed the act of the General Membership, or the Board of Directors, as applicable, unless the vote of a greater number is required by the California Nonprofit Public Benefit Corporation Law, by the articles of incorporation, or these bylaws. Voting by proxy shall be prohibited.

ARTICLE VIII – REPRESENTATIVES

SECTION 1:

The Faculty Representative shall be a teacher on staff at Luigi Aprea Elementary School. The representative shall provide the views of the faculty regarding Parent Club agenda items and shall serve a term of no more than two (2) consecutive years.

SECTION 2:

The Principal of Luigi Aprea Elementary School shall act as the representative of the administration.

SECTION 3:

No Representative holds voting privileges. These representatives act in advisory roles only.

ARTICLE IX – EXECUTIVE BOARD and BOARD OF DIRECTORS

SECTION 1:

The Board of Directors shall consist of officers of the Parent Club and the chairpersons of standing committees.

SECTION 2:

The Board of Directors shall transact necessary business between general meetings. It may authorize the payment of bills and create such standing committees as are deemed necessary to carry on the work of the Parent Club.

SECTION 3:

The Board of Directors shall meet at least once a month during the school year. The President may call special meetings of the Executive Board and/ or Board of Directors.

SECTION 4:

Each Chairperson, in case of resignation, shall turn over to the successor, or the President, all records, books, funds, and other material pertaining to the office upon resignation.

SECTION 5:

At the beginning of their term of office, each member of the Executive Board shall be given a copy of the Bylaws by the outgoing Secretary and shall be responsible for making a thorough study of them. A copy of these Bylaws shall be made available to any member of the Parent Club upon request to the Secretary.

SECTION 6:

A meeting of the Executive Board-elect may be called by the President-elect to ratify Chairpersons, fill vacancies on the Board-elect and make plans for the coming year's work.

SECTION 7:

The signatures of four (4) members of the Executive Board shall be listed on all bank accounts, with the signatures of two (2) of these members required to validate a check. Customarily, these members will be the President, Vice President, and Treasurer. No loans shall be made by the Parent Club to its officers or members. More than one family member is prohibited from being a signer on the same account.

ARTICLE X – SUB- COMMITTEES

SECTION 1:

The Board of Directors may create sub-committees as may be required to carry on the work of the Parent Club.

ARTICLE XI-USE OF TECHNOLOGY

SECTION 1:

The Parent Club shall strive to use electronic technology to communicate with its members and the school community. The rules set forth in the Luigi Aprea Parent Club Electronic Media Policy shall govern the use of electronic media.

Any and all user names and passwords associated with the Luigi Aprea Parent Club technology shall be made available to the elected officers.

SECTION 2:

The Luigi Aprea Parent Club shall use member email addresses and email correspondence only for specific Parent Club communications. Member email addresses and email correspondence shall not be given to or sold to a third party for the purposes of marketing or solicitation.

ARTICLE XII- DISSOLUTION

SECTION 1:

The property of this Organization is irrevocably dedicated to charitable and educational purposes. No part of the net income or assets of the Organization shall ever inure to the benefit of any of its Directors, Officers, Members, or to the benefit of any other private person, except that the Organization is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set for in Articles II hereof.

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE XIII- MONETARY POLICY

SECTION 1:

The Board of Directors shall have power to incur indebtedness only for the ordinary and current expenses of the Parent Club. Any expenditures of between two-hundred fifty dollars ($250) and two thousand four-hundred ninety-nine dollars ($2,499) not included in a current budget duly approved by the Board of Directors must be approved by the Board of Directors through a vote. Any expenditures of more than two thousand, five hundred dollars ($2,500) not included in a current budget duly approved by the Board of Directors, must be approved by the General Members at a regular or special meeting of the general membership by a majority vote. Absentee voting shall not be permitted.

ARTICLE XIV- CONFLICT OF INTEREST

SECTION 1:

An interested member of the board, officer, or staff member shall not participate in any discussion or debate of the board, or of any committee or subcommittee, in which the subject of discussion is a contract, transaction, or situation in which there may be a perceived or actual conflict of interest. However, they may be present to provide clarifying information in such a discussion or debate unless objected to by any present member of the board.

ARTICLE XI – AMENDMENTS

SECTION 1:

These Bylaws may be amended at any regular meeting of the Luigi Aprea Parent Club by a two-thirds vote of the members present, provided the amendment has been presented in writing to the membership at the previous meeting and appears in the notice of the meeting at which it is to be amended. Amendments are effective immediately unless otherwise specified. A thorough review of these bylaws may be conducted every three years.

APPROVAL OF BYLAWS

These bylaws are hereby approved by the Board of Directors of the Luigi Aprea Parent Club on April 16, 2025.

Organized originally as: E.E. Brownell Fundamental School Parents Club, September 5, 1978.