

**By-Laws for Penn Valley Elementary School HSA**

**ARTICLE I.    Name.**

The name of this organization shall be the Penn Valley Elementary School Home and School Association (“HSA” or “Organization”).

**ARTICLE II.    Purpose.**

The purpose of the Penn Valley Elementary School HSA is to support and enrich the educational experience of Penn Valley Elementary School (“PVE”) students through volunteerism, community engagement, and financial support of school programs, activities, and initiatives.

The HSA works collaboratively with Penn Valley Elementary School and the Lower Merion School District (“District”) while remaining an independent volunteer organization.

The Organization shall not discriminate on the basis of race, color, religion, national origin, ethnicity, sex, gender identity, sexual orientation, age, disability, or any other protected status.

**ARTICLE III.    Members.**

**A. Eligibility.** Membership is open to:

1. parents and guardians of current PVE students;
2. current PVE faculty and staff; and
3. any adult responsible for the care of a current PVE student.

**B. Voting Rights.** Each member shall have one vote.

Membership participation and voting rights shall not be conditioned upon payment of dues or financial contributions.

**C. Dues.** The Executive Board may establish optional annual dues if deemed necessary for organizational operations.

**ARTICLE IV.    Executive Board.**

**A. Composition.** The Executive Board shall consist of the following elected officers:

1. Two Co-Presidents,
2. Two Co-Vice Presidents,
3. Two Co-Secretaries,
4. Two Co-Treasurers,
5. One Interschool Council Representative (ISC Representative),
6. Four Members-at-Large,
7. One Panther Press Editor,
8. Two Community Engagement Chairs, and

9. The immediate Past President may serve in a non-voting advisory role for one additional school year, provided they continue to have a child enrolled at PVE.

**B. Duties of Officers:**

1. The Co-Presidents shall:
  - a) preside over HSA meetings;
  - b) serve as primary liaisons to the School principal;
  - c) oversee the general operations of the HSA;
  - d) represent the HSA at meetings outside the Organization;
  - e) coordinate the work of officers and committees;
  - f) prepare and distribute meeting agendas;
  - g) serve as *ex officio* members of all committees except the nominating committee; and
  - h) ensure organizational compliance with insurance and annual filing requirements.
2. The Co-Vice Presidents shall:
  - a) assist the Co-Presidents and perform presidential duties in the absence or inability of the Co-Presidents to serve;
  - b) oversee volunteer management;
  - c) oversee HRA communications;
  - d) coordinate the work of officers and committees; and
  - e) serve as *ex officio* members of all committees except the nominating committee.
3. The Co-Secretaries shall:
  - a) maintain meeting minutes and organizational records;
  - b) provide notice of meetings;
  - c) manage official correspondence; and
  - d) maintain organizational documents and records, including keeping the meeting minutes, bylaws, rules, membership list, and any other necessary Organization documents updated on the shared school-year-specific HSA Google Drive.
4. The Co-Treasurers shall:
  - a) receive and manage all organizational funds;
  - b) maintain accurate financial records;
  - c) provide financial reports at meetings;
  - d) oversee preparation of annual financial filings;
  - e) ensure that taxes are filed in a timely manner;
  - f) coordinate any required financial review or audit;
  - g) ensure compliance with financial controls established by the Organization; and
  - h) ensure compliance with the requirements for insurance bond coverage, including, but not limited to:

- (1) conducting an annual review of the books by a qualified accountant, and
  - (2) ensuring that the monthly bank statement is initialed and reviewed by one of the Presidents because they do not have authorization to sign checks.
5. The Interschool Council Representative shall:
  - a) attend District Interschool Council meetings and serve as liaison between the HSA and the ISC.
6. The Members-At-Large shall:
  - a) support HSA initiatives, events, and projects as needed; and
  - b) volunteer to take lead roles with planning and executing HSA events and activities throughout the year.
7. The Panther Press Editor shall:
  - a) oversee publication and distribution of the HSA's weekly digital newsletter, the Panther Press, and one-off HSA communications as needed;
  - b) organize and facilitate the listserve for HSA communications; and
  - c) ensure that all external communications are approved in advance by at least one of the Presidents prior to distribution.
8. The Co-Community Engagement Chairs shall:
  - a) organize all components of the HSA's annual fundraiser party, including silent auction;
  - b) engage community members by planning events, such as movie nights and picnics;
  - c) manage the Organization's social media; and
  - d) ensure that all external communications shall be approved in advance by at least one of the Presidents prior to distribution.

#### **ARTICLE V. Officer Nominations and Terms.**

A nominating committee appointed by the Executive Board shall prepare and present a proposed slate of officers at least one week prior to elections.

Additional nominations may be made from the floor at the election meeting with the nominee's consent.

#### **ARTICLE VI. Elections.**

Elections shall be held annually during the final general membership meeting of the school year.

If there is only one nominee for an office, election may occur by voice vote. If more than one candidate is nominated, election shall occur by ballot.

**ARTICLE VII. Terms of Office.**

Officers shall serve one-year terms beginning July 1 and ending June 30.

Officers may serve no more than two consecutive terms in the same position unless extended by a two-thirds vote of the membership present at the final general membership meeting of the school year.

No individual may hold more than one elected office simultaneously.

**ARTICLE VIII. Vacancies.**

Vacancies may be filled by majority vote of the Executive Board until the next general election.

**ARTICLE IX. Removal.**

An officer may be removed from office by a two-thirds vote of the Executive Board for failure to perform duties, misconduct, or conduct inconsistent with the purpose of the Organization.

The officer shall receive prior written notice and an opportunity to respond before any vote is taken.

**ARTICLE X. Meetings.**

**A. General Meetings**

General membership meetings shall be held during the school year at dates and times determined by the Executive Board.

Meetings may be conducted in person, virtually, or in hybrid format.

Notice of general meetings shall be provided to the school community at least one week in advance through electronic communication or other reasonable means.

**B. Executive Board Meetings**

The Executive Board shall meet regularly throughout the school year as determined by the Co-Presidents.

**C. Special meetings.** Notice of special meetings shall be provided at least 48 hours in advance through electronic communication or other reasonable means. Special Meetings may be called by:

1. the Co-Presidents;
2. any two Executive Board members; or
3. five general members submitting a written request; and

**D. Quorum.**

A quorum for General Meetings shall consist of eight members.

A quorum for Executive Board meetings shall consist of a majority of current Executive Board members.

**ARTICLE XI. Committees.**

**A. Committee Establishment.**

The Executive Board may establish standing or temporary committees as needed to support the work of the Organization.

**B. Committee Chairs.**

Committee chairs shall be appointed by the Executive Board.

**C. Ex Officio Membership.**

The Co-Presidents and Co-Vice Presidents shall serve as ex officio members of all committees except the nominating committee.

**ARTICLE XII. Finances.**

**A. Fiscal Year**

The fiscal year of the Organization shall run from July 1 through June 30.

**B. Budget**

A proposed annual budget shall be prepared by the Executive Board and approved by the membership.

**C. Financial Controls.** The Organization shall maintain appropriate financial controls, including:

1. accurate financial recordkeeping;
2. separation of financial duties when practical;
3. regular financial reporting;
4. annual financial review or audit as determined by the Executive Board;
5. dual signatures for checks exceeding \$5,000;
6. no signer may write a check payment to themselves. In the event that one Co-Treasurer seeks reimbursement, the other Co-Treasurer must sign the check. In addition, any reimbursement to a Co-Treasurer in excess of \$100 requires prior email approval from a President; and
7. receipts must be submitted with all reimbursement requests; if a receipt is not available, then the Requestee must receive prior email approval from a President

explaining the necessity of the expense and the lack of receipt.

**D. Authorized Expenses**

Expenses included within the approved annual budget may be paid without additional approval.

Unbudgeted expenditures exceeding an amount established annually by the Executive Board shall require Board approval.

**ARTICLE XIII. Dissolution.**

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

Upon the dissolution of the Organization, any remaining funds shall be used to pay any outstanding bills. Assets shall be distributed for one or more exempt purposes within the meaning of Section 501©(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. This prohibits the use of any surplus funds for private incurrence to any person in the event of a sale or dissolution of the institution.

**ARTICLE XIV. Compliance of Law.**

The organization must conform with the requirements of section 508(e) of the Code due to the valid provisions of Pennsylvania state law which require the organization to act or refrain from acting so as not to subject the foundation to the taxes imposed by sections 4941 (relating to taxes on self-dealing), 4942 (relating to taxes on failure to distribute income), 4943 (relating to taxes on excess business holdings), 4944 (relating to taxes on investments which jeopardize charitable purpose), and 4945 (relating to taxable expenditures).

**ARTICLE XV. Conflict of Interest.**

Any Executive Board member with a financial or personal interest in a matter before the Organization shall disclose the conflict prior to discussion or voting.

The interested individual shall abstain from voting and may be asked to leave the discussion during deliberation of the matter.

The Executive Board shall determine whether a conflict exists and whether the proposed arrangement is in the best interest of the Organization. The Executive Board discussion of the potential conflict, the rationale for any conflict waiver, and the vote thereupon shall be fully set forth in the minutes of the Board meeting.

**ARTICLE XVI. Amendments.**

These bylaws may be amended at any general membership meeting by a two-thirds vote of members present, provided notice of the proposed amendment was electronically distributed at least seven days prior to the meeting.

**ARTICLE XVII. Additional Conditions.**

A. The Organization acknowledges and agrees that:

1. participation in school activities shall not be conditioned upon HSA membership or financial contribution;
2. the Organization recognizes and accepts that it is prohibited from using the District's name or logo without a license or express permission granted in writing by the Superintendent;
3. the Organization shall operate in a manner consistent with applicable District policies and federal and state law;
4. the Organization recognizes and accepts that it is prohibited from imposing conditions of membership which serve to exclude students from participation in District or school events, Student Organizations, School-Sponsored Activities, or any other opportunities offered to students by the District or its schools;
5. the Organization recognizes that it may not require at any time parents and/or students to financially contribute to the group for any reason other than reasonable and customary dues.

**ARTICLE XVIII. Parliamentary Authority.**

The current edition of Robert's Rules of Order Newly Revised shall govern matters of procedure not specifically addressed in these bylaws.