Parents for Pennington, the Parents Association of The Pennington School

BYLAWS

Article I

Name

The name of the association of parents and guardians of students attending The Pennington School ("Pennington" or "the School") shall be Parents for Pennington ("PfP"), hereinafter referenced as "Parents for Pennington," "PfP," or "the Association."

Article II

Purpose and Authority

The purposes of the Association are: (1) to foster closer relationships among the parents, students, faculty, and staff of Pennington; (2) to promote activities that lead to improved school spirit and enthusiasm for the School; and (3) to organize and carry out programs and special events to raise money for specific purposes or for the general welfare of Pennington. In pursuing these efforts, activities of the Association shall be consistent with the policies and goals established by the Board of Trustees of Pennington and the mission of the School. The Association derives its authority from and is therefore governed by the provisions of the charter of Pennington.

Article III

Membership and Voting

All parents and guardians of Pennington students are considered members of Parents for Pennington as of the date their enrolled child attends their first class at the School. Membership shall continue while the parent or guardian has at least one child enrolled at the School, and will cease upon the last enrolled child's graduation or withdrawal from the School. All members of PfP are encouraged to participate in the work of the Association. Each family shall be entitled to one vote on any issue presented for a vote at general meetings of Parents for Pennington regardless of the number of children from that one family enrolled at Pennington. Virtual general meetings are expressly permitted in cases where in-person meetings are impracticable. Votes must be cast in person unless the general meeting is held virtually, in which case votes may be cast as directed in the videoconference.

Article IV

Executive Board

A. An Executive Board for the Association (the "Executive Board") shall be responsible for establishing Association policies, initiating programs, and managing the activities and funds of the Association, consistent with these Bylaws, the charter of Pennington, and the statutes and regulations of the Internal Revenue Service applicable to charitable, religious, and educational organizations granted such status pursuant to Internal Revenue Code §501(c)(3). At each general meeting of the Association, the Executive Board shall present to the Association an update of its programs, activities, and financial standing.

B. The Executive Board shall consist of the following elected officers:

1. President
2. Vice President – Executive
3. Vice President – Programming
4. Recording Secretary
5. Finance Liaison
6. Communications Coordinator
7. Middle School Representative
8. Upper School Representative
9. Boarding Representative
10. School Administration Representative (non-voting)

C. The Executive Board shall meet regularly once per month at a time and place designated by the President. Special meetings of the Executive Board may be called by the President for a specific purpose. Only the business specified in the notice of the meeting may be conducted at a special meeting of the Executive Board. Meetings may be conducted in person or virtually as designated by the President.

D. Notice of the time and place of regular and special meetings of the Executive Board must be given to members of the Executive Board in a timely fashion, but no less than 24 hours, prior to the meeting, and may be given orally, by telephone, in writing, or by electronic communication. Notice given at a regular meeting of a schedule of regular meetings shall constitute notice of all those subsequent scheduled meetings for purposes of this section.

E. Two-thirds (2/3) of seated Board members at a regular monthly meeting of the Executive Board or specially called meetings shall constitute a quorum for the conduct of business.

F. Each voting member of the Executive Board shall be entitled to one vote on any issue presented for a vote. Proxy votes are permitted. In the case of a virtual meeting, votes should be cast as directed in the videoconference. Votes by email are permitted if requested by the President and shall have the same force and effect as a vote cast virtually or in person if sent to the President within forty-eight (48) hours of the call for votes.

G. All Executive Board members, with the exception of the Middle School Representative, shall hold office for two-year terms and must have a child enrolled in the school during their entire term. The Middle School Representative shall hold office for a one-year term and may be elected to hold a second term for a maximum of two consecutive one-year terms. All Executive Board members, with the exception of the Middle School Representative, may be elected to succeed themselves in a particular office or position for a maximum of two two-year terms in the same position, including a partial term if that term is equal to or exceeds one year, provided that they otherwise meet the prerequisites for that office or position. If circumstances require that an Executive Board member assume a different position on the Board after serving only one year in their elected position, this shall be permitted at the President's discretion and the new vacancy shall be filled as soon as possible through the procedures outlined in Paragraph H, below.

H. The President, upon a majority vote of the Executive Board, shall remove from office any voting Executive Board member who does not attend more than three meetings per academic year. If any member of the Executive Board resigns, is removed from office or, as determined by a majority vote of the Executive Board, is unable to fulfill the responsibilities of that position, the President shall direct the Communications Coordinator to post a notice of the vacancy in the Association's usual channels of communication with membership and invite all members of the Association to submit their names for consideration within fourteen (14) days of publication. Responses received within fourteen (14) days of such notification will be reviewed and considered by the Board. Following a review of the responses timely received, the Executive Board shall, by majority vote, appoint a replacement from among the respondents to serve for the balance of the term.

I. No employee of the School may serve as an Executive Board member. Spouses or domestic partners of the School's employees may serve only if the Board deems by majority vote that there is no conflict of interest posed by their service.

J. Any business of the Board not specifically referenced in these Bylaws shall be governed by an addendum entitled Policies and Procedures. Provisions of the Policies and Procedures addendum may be amended as needed by majority vote of the Executive Board.

K. Bylaws should be reviewed, and revised if necessary, every two years by members of the Executive Board. In the event a revision of the Bylaws is necessary, such amendment shall be presented at a general meeting of the membership for a vote pursuant to Article X.

Article V

Officers

A. President

1. The President shall preside at all meetings of the Association and of the Executive Board, regular and special.

2. The President represents the Association at formal Pennington events and at meetings of the Board of Trustees of Pennington.

3. The President shall serve on up to two committees of the Board of Trustees of Pennington as directed by the Board of Trustees' Chairperson.

4. The President shall be the sole communicator with School Administration except as otherwise provided in these Bylaws. For all conversations with School Administration about the Association's fundraising activities, the President shall include the Vice President – Executive in such communications.

5. The President may enter into such contractual relationships as is necessary and proper for the conduct of business by the Association as specifically authorized to do so by the Executive Board. It is understood that the President will not sign any contract that does not directly benefit the School, nor will they sign any agreement that jeopardizes the School's status as an educational, charitable, or religious organization pursuant to Internal Revenue Code 501(c)(3). For amounts over $1,000, the President shall only enter into contracts whose expenditures either have been included in the approved annual budget or have previously been approved by a majority of the Executive Board and CFO of the School.

6. The President may sign, with any other Board member, in the name of the Association, all legal documents required for the proper conduct of business by the Association.

7. The President or the Finance Liaison must approve all reimbursements and financial transactions.

8. The President shall perform all duties incidental to the office, consistent with these Bylaws, and the charter of the School, including but not limited to attendance at events surrounding opening and closing of the academic year.

9. The President must have previously served at least one year on the Executive Board before taking office as President.

10. The President shall send out notices of meetings, set agendas for such meetings, and invite school administrators to the meetings as deemed necessary.

11. In the event any officer(s) should fail to perform their assigned duties, the President shall be responsible for executing any events for which that officer is responsible.

12. Having served one year as Vice President - Executive, the President shall serve a one-year term in this role for a total of two years of service.

B. Vice President – Executive

1. In the absence of the President, the Vice President – Executive shall perform the duties of the President and will, in that event, be entitled to the prerogatives of the office of the President.

2. It is understood that the Vice President – Executive will submit their name for the position of President at the expiration of the current President's term of service. If the Vice President – Executive is unable or unwilling to serve, then any other eligible member of the existing Executive Board may be considered as a replacement.

3. The Vice President – Executive shall carry out any and all other duties that might be reasonably assigned to the Vice President – Executive from time to time by the President.

4. The Vice President – Executive shall manage the planning and execution of any fundraising event sponsored by the Association as well as the fall and spring school-wide parent social events.

5. The Vice President – Executive shall be an *ex officio* member of all committees of the Association.

6. The Vice President **-** Executive shall serve a one-year term in this position and advance to the position of President at the end of that one-year term. The term of service shall be two years inclusive.

7. The Vice President – Excecutive shall also fulfill those duties and responsibilities set forth respectively in Article 5. G. 2. and Article 5. H. 2.

C. Vice President – Programming

1. The Vice President – Programming shall manage activities planned and hosted by the Association, including but not limited to social coffees and clubs. Fundraising events are specifically excluded from this section, although this should not be construed to prevent or limit the Vice President – Programming from participating in the planning and execution of any such event as a committee member.

2. The Vice President – Programming, with the advice and consent of a majority of the Executive Board, shall appoint the chairpersons of any special committees related to clubs, social events, and non-fundraising programming. Chairpersons and their duties shall be governed by the provisions of the Policies and Procedures Addendum.

D. Recording Secretary

1. The Recording Secretary shall keep minutes of all meetings, general and special, of the Association and of the Executive Board. A transcript of the minutes of each of the two general meetings and any special meetings of the Association shall be prepared within thirty days of the meeting, shall be distributed to each member of the Executive Board, and shall be made available upon request by any member of the Association. The Recording Secretary shall prepare a transcript of minutes of meetings of the Executive Board prior to the next subsequent meeting of the Executive Board and submit them at that meeting for approval.

2. The Recording Secretary shall keep all records of the Association, including the official copy of these Bylaws and any amendments thereto, and shall maintain a historical record of the members of the Executive Board and of all chairpersons of special committees.

3. The Secretary shall act as Parliamentarian.

E. Finance Liaison

1. The Finance Liaison shall work with the School Comptroller or designee of the chool Chief Financial Officer to manage matters pertaining to Board finances. The Board does not operate as a separate legal and tax entity and therefore does not manage financial matters separately from the School.

2. Working with the School Comptroller, the Finance Liaison shall monitor receipt of all monies paid to the Association and, when required by law, ensure issuance of receipts for the same. Receipts to individuals for donations to the Association shall be in a form consistent with the requirements of the United States Internal Revenue Service for donations made to charitable and religious organizations having Internal Revenue Code 501(c)(3) status.

3. The School Comptroller shall ensure that Board funds are deposited into the PfP account and will send a monthly report to the President and Finance Liaison of all financial transactions.

4. The Financial Liaison shall prepare an annual budget for the Association for approval by the Executive Board at the beginning of the academic year.

5. Working with the School Comptroller, the Financial Liaison shall keep an accurate balanced account of all receipts and disbursements and shall give a general written report of the same at each meeting of the Association; present a detailed written report at meetings of the Executive Board; and make financial statements available as

may reasonably be required by any member of the Association.

The outgoing Financial Liaison shall provide to the incoming Financial Liaison and Executive Board a transitional update detailing the financial transactions of the Association and informing the incoming Financial Liaison of the sources and anticipated disposition of funds.

6. Working with the School Comptroller, the Financial Liaison shall ensure the financial records of the Association are current and available for inspection at all times and in a manner consistent with the requirements of the School and its audit committee or accountant.

7. The Financial Liaison shall present current financial information including the Board's current financial balance, anticipated expenses, and deposits at every regularly scheduled meeting of the Executive Board.

8. Unless otherwise approved by the Board, the Financial Liaison shall manage all financial matters for all special committee appointed by the Executive Board.

F. Communications Coordinator

1. The Communications Coordinator, in consultation with the School Communications and Marketing Department, shall evaluate and develop the Association's communications procedures to facilitate communication with the Association's membership. Duties include, but are not limited to:

    a. Overseeing promotion of all Association events/activities
    b. Submitting updated Association information for the parents' section of the Pennington website and the School's weekly parents' newsletter
    c. Distributing school- and/or grade-wide Association emails to parents as needed
    d. Managing distribution lists in collaboration with the School Administrative Representative and updating parent email addresses as needed
    e. Creating and managing electronic RSVP and sign-up systems as requested by Board members or committee chairpersons
    f. Managing the Association's social media presence and Zoom account

2. The Communications Coordinator shall be the Board liaison with the Pennington School Communications Department.

G. Middle School Representative

1. The Middle School Representative shall serve as liaison between the Association and the Head of Middle School's office. The Middle School Representative shall communicate needs within the Middle School and present opportunities to fund activities, events, and programs consistent with the purposes of the Association.

2. The Middle School Representative shall, in ~~**consultation**~~ **conjuction** with the **Vice President-Executive and the** Vice President – Programming, plan and execute welcome events for Middle School parents and students at the beginning of each academic year, ***consistent with 5.G. (3) below***.

3. Association-sponsored programs offered to students are to be planned and executed by Pennington School staff or School designee. Coordination of all Association activities, events, and programs involving the student body must be made with the approval and close supervision of the Pennington administration and the Head of Middle School.

H. Upper School Representative

1. The Upper School Representative shall serve as liaison between the Association and the Office of the Assistant Head of School for Community Life. The Upper School Representative shall communicate needs within the Upper School and present opportunities to fund activities, events, and programs consistent with the purposes of the Association.

2. The Upper School Representative shall, in ~~**consultation**~~ **conjunction** with the **Vice President-Executive and the** Vice President – Programming, plan and execute welcome events for Upper School parents at the beginning of each academic year and plan and execute on-campus parent and student events, **consistent with 5.H. (3) below**.

3. Association-sponsored programs offered to students are to be planned and executed by Pennington School staff or School designee. Coordination of all Association activities, events, and programs involving the student body must be made with the approval and close supervision of the Pennington administration and the Office of the Assistant Head of School for Community Life.

Note: with regard respectively to Article 5. G. 2 and Article 5. H. 2. above, see attached Exhibit A that includes examples of such activities, events and programs.

I. Boarding Parent Representative

1. The Boarding Parent Representative shall serve as liaison between the Association and the Office of the Assistant Head of School for Community Life with respect to issues particular to boarding students and their families.

2. The Boarding Parent Representative shall communicate needs within the School particular to the boarding community and present opportunities to fund activities,

events, and programs consistent with the purposes of the Association.

3. The Boarding Parent Representative shall, in consultation with the Vice President – Programming and the Office of the Assistant Head of School for Community Life, plan and execute periodic events for parents of boarding students.

4. The Boarding Parent Representative shall collaborate with School administration to present parents of boarding students with periodic updates about the boarding community, including but not limited to providing contributions to the School's boarding parent newsletter.

J. School Administration Representative

1. The School Administration Representative will be a Pennington School staff member designated by the Head of School.

2. The School Administration Representative will be the liaison between PfP and School administration except where otherwise provided in these Bylaws.

3. The School Administration Representative will promptly secure on-campus space as needed.

4. The School Administration Representative is an advisory position, and thus does not maintain voting privileges.

Article VI
Committees

A. The Executive Board shall establish or discontinue committees from time to time as provided in the Policies and Procedures Addendum. Committee chairpersons may attend meetings of the Executive Board when notified by the President that the work of that committee will be discussed. However, committee chairpersons will not have a vote on matters before the Board if not otherwise a member of the Executive Board. Any member of the Executive Board may request that a committee chair be present at an Executive Board meeting.

B. The budget which has been approved by the Executive Board for each committee will be communicated by the appropriate Vice President to the committee chairperson. The chairperson of each committee shall work with the Finance Liaison and the appropriate Vice President of the Association to devise an acceptable, detailed event budget for the activity, event, or program and to develop processes in advance of the program, activity, or event to ensure that all funds are handled with fiscal responsibility.

Article VII

Nominations

A. Elections for Executive Board positions shall be held at the Annual Meeting as provided below.

B. At least ten (10) weeks prior to the Annual Meeting the Executive Board of the Association shall post a notice of upcoming vacant positions to parents and guardians of students currently enrolled at Pennington. The notice shall specify that the Association is seeking individuals interested in and capable of serving the Association as an Executive Officer. Only those families expecting to return for the next academic year will be eligible to present themselves for consideration. This notice may be sent by email or any other communications platform commonly used to reach the intended audience, e.g., *Pennington Postings* or the PfP Facebook page.

C. The notice of vacant positions shall state that letters of interest must be received, in the form and to the location indicated in the initial notice, within fourteen (14) calendar days of the initial notice in order to be considered. If no qualified candidates have volunteered within the fourteen (14) day period, an additional notice shall be posted to extend the response deadline by another fourteen (14) calendar days.

D. Candidates seeking to represent students from the Middle School, Upper School, and boarding community must have a child who is enrolled in that category during the entire term to be served. The School may disqualify any candidate for administrative reasons, e.g., failure to comply with financial obligations to the School.

E. At least three (3) weeks prior to the Annual Meeting, the Executive Board of the Association shall nominate a slate of Officers to serve on the Executive Board of the Association during the next term of office. The Executive Board shall evaluate the candidates using any means it deems reasonably appropriate to determine the most viable candidates for each open Executive Board position. The Executive Board shall develop a slate by selecting a candidate for each open position via a majority vote of the Board.

F. The Communications Coordinator shall post notice of the meeting and election of officers at least two (2) weeks prior to the Annual Meeting. The slate of candidates shall be included with such notice.

G. The slate of candidates shall be presented at the Annual Meeting by a member of the Executive Board and approved by a majority of members present. In the event the slate of

candidates is not so approved, the President will call for a vote on each position individually. If any individual does not receive a majority vote in favor of assuming the Board position in question, the President may declare that position vacant and proceed to fill it pursuant to the process delineated in Article IV Section (H) above.

Article VIII

Meetings and Elections

A. A minimum of two general meetings of the Association shall be held each year. One meeting shall be held in the autumn and one in the spring. The spring general meeting shall be considered to be the Annual Meeting, as provided above.

B. The President and all members of the Executive Board shall give reports at each general meeting of the Association. The Finance Liaison's report must be in writing, with additional copies available in the event that an attendee asks for one to review. The Recording Secretary shall make minutes of the preceding general meeting available to be approved at each general meeting.

C. Elections of Officers and School Representatives shall take place at the Spring Annual Meeting as provided above; however, those newly elected shall not assume their voting positions until July 1. Officers and members (current and newly elected) of the Executive Board shall serve in their positions from July 1 through June 30 of the term year or until their successors have been duly elected/appointed and are able to serve.

Article IX

Fiscal Policy

A. The fiscal year of the Association shall coincide with that of the School; this is currently from July 1 through June 30.

B. The books and accounts of the Association shall be kept in accordance with sound accounting practices as required by the School and its audit committee or accountant. Working with the School Comptroller, the Finance Liaison shall make available the books of the Association and present them for audit as required by the School and shall also make them available for inspection at all times by any member of the Executive Board.

C. Members of the Executive Board are permitted to incur and approve expenses up to $1,000, without additional approval, provided that these amounts have been specifically

included in the approved annual budget of the Association and are within the amount approved. Any single expenditure in excess of $1,000 or any expenditure not specifically included in the approved budget must be approved by the Executive Board.

D. Dues shall be collected by the School annually as part of the activity fee. Dues shall be an annual amount per family regardless of the number of children from that one family enrolled at Pennington.

E. The Finance Liaison shall work with the School Comptroller to ensure dues, contributions, and proceeds of all fundraising events are deposited into the general fund of the Association. The Finance Liaison shall pay actual, reasonable, receipted expenses incurred in providing for activities, events, and programs in accordance with these Bylaws out of the general fund, subject to review by the Executive Board.

F. The funds raised by the Association shall be used to fulfill the mission of the Association, including providing funds to (1) aid capital campaigns and endowments the School may undertake; (2) contribute goods and services requested by the Board of Trustees, the administration, and/or the faculty of the School; and (3) facilitate communication between the Association, the parents, and, where appropriate, the School.

G. To the extent funds are available at the end of the Association's fiscal year, the Association shall retain an amount estimated to fund expenses anticipated to be incurred in the subsequent fiscal year.

H. In each academic year, the Association may elect to hold a single fundraising event for any specific purpose determined by the Board. In that event, all promotional material for the event shall specify the special purpose and indicate that the entire net proceeds of that event shall be applied to the specific designated purpose.

I. In the event of the dissolution of the Association, all remaining funds, properties, and assets of any description shall revert to the endowment fund of the School.

Article X

Amendments and Rules of Order

These Bylaws may be amended by a two-thirds (2/3) vote of members present and voting at any general meeting of the Association or at any special meeting of the Association called for this purpose. In the event of a proposed Bylaws amendment, the Communications Coordinator shall post the proposed amendments, along with the notice of the meeting at which the amendments are to be considered, at least twenty-one (21) days prior to such meeting.

Policies and Procedures Addendum

Last updated: 4/21/2025

I. Committees

A. Committee Leadership:

1. Committee chairpersons are appointed by the Vice President – Executive or Vice President – Programming as described in Article V of the Bylaws and will serve as long as required for the special purpose for which the chairperson was appointed.

2. Committee chairpersons generally will be appointed at the first meeting of the pertinent club or event planning session. If a club will continue meeting over the summer, a committee chairperson for the summer and following year will be appointed at the last meeting of the academic year.

3. Each chairperson of a committee shall assume responsibility for the activities and programs in the specific areas of the committee, subject to the advice and direction of the Executive Board.

4. When directed to do so by the Executive Board, committee chairpersons shall work closely with the designated member of the faculty or administration of the School.

5. Committee chairpersons shall actively seek the involvement of parents and guardians of Pennington students in the work of the committee, consistent with the purposes of the Association.

6. In the event a committee chairperson resigns, the Vice President overseeing that committee may appoint a successor to assume the duties of the former committee chairperson.

B. Committee Finances

1. The signature of the specified CFO of the school is required on all contracts. All expenses incurred by a committee must be reasonable, necessary, and within the agreed upon budget. The chairperson shall remit proceeds of each event to the Finance Liaison of the Association throughout the activity, event, or program. The Finance Liaison shall submit a written, itemized financial report to the Executive Board within thirty (30) days of the conclusion of the activity, event or program. If all financial information is not available within thirty (30) days of the conclusion of the event, an interim financial report shall be given, and a final report given when all information has become available.

2. At its sole discretion, the Executive Board may request the chairpersons to obtain bids from multiple vendors to keep event, program and activities expenses to a minimum. The Executive Board may also request that said expenses be grouped for multiple events, programs and activities in order to keep expenses to a minimum. Any contract for goods or services offered to a member of the Association may be entered into only by authorized Board members pursuant to the Association Bylaws, and only after at least one additional competitive bid has been obtained.