

**SECOND AMENDED AND RESTATED BYLAWS
OF THE
Q300 PARENT-TEACHER ASSOCIATION, INC.**

A Not-For-Profit New York State Corporation

Original Bylaws approved by the Membership on September 30, 2014.

First Amended and Restated Bylaws approved by the Membership on June 23, 2016.

Second Amended and Restated Bylaws approved by the Membership on April 28, 2022.

ARTICLE I: Organizational Name

- 1.1. The name of the Association shall be the **Q300 Parent-Teacher Association, Inc.**, a 501(c)(3) not for profit corporation (the “**Association**”).
- 1.2. The 30th Avenue School shall be referred to as “**Q300**”.

ARTICLE II: Objectives

Section 1. Objectives.

The mission of the Association is to enrich and improve the educational, emotional, and social lives of Q300’s students by providing the following:

- 1.1 Supporting activities that foster the core values of Q300: Inclusion, Inquiry and Responsibility;
- 1.2 Providing support and resources to Q300 for the benefit and educational growth of its students;
- 1.3 Developing parent and staff leadership, fostering, and encouraging participation at all levels of the Association, and providing opportunities to participate in school governance and decision making;
- 1.4 Promoting a cooperative working relationship among the Q300 parents, families, staff, and administration; and
- 1.5 Providing a forum where parents and staff members discuss innovations and implementations of curricular and extra-curricular activities that afford each student an opportunity to acquire the core values of Q300.

ARTICLE III: Membership

Section 1. Eligibility.

- 1.1 The following individuals are automatically members (each a “**Member**” or “**General Member**”, together the “**Members**” or the “**General Members**”) of the Association:
 - 1.1.1 Birth parents, adoptive parents, step-parents, legally-appointed guardians, foster parents, “persons in a parental relation” as defined by Regulations of New York City Chancellor (“**Chancellor**”) A-660 (“**CR A-660**”), as amended from time to time, and designated persons having a relationship to a child or children currently attending Q300 (each, a “**Parent**”, together, “**Parents**”).
 - 1.1.2 All eligible Q300 teachers and instructional staff members who are currently employed on a full-time basis (the “**Staff**” or “**Staff Members**”), with the exception

of the Q300 principal (the “**Principal**”), Q300 assistant principal(s), Q300 supervisors and others pursuant to CR A-660.

1.2 The term “**Membership**” shall refer to the Members of the Association.

Section 2. Dues/Donations.

2.1 Each Member shall be requested to make a voluntary donation to the Association. Donations are not a requirement for Member eligibility, voting, or running for office.

2.2 Donations in the form of money, services, and time to the Association are all encouraged.

Section 3. Voting Privileges.

3.1 Each Member shall be entitled to one vote at General Membership meetings. Voting by proxy, absentee ballot, or email, is prohibited.

3.2 The right of a Member to vote may be limited by the conflict-of-interest restrictions outlined in CR A-660, or other Chancellor Regulations, or the Association’s conflict of interest policy, all of which may be amended from time to time.

Section 4. Notice to Parents and Staff.

4.1 At the beginning of each school year, the Association shall distribute a notice by hardcopy (e.g., letter, newsletter, and handbook) and/or electronic means (e-mail) to all Members advising them of their automatic Membership status, participation through voluntary donation, and voting privileges. Multiple means of communications, including email, hardcopy (including backpack and postal mail), telephonic, email, or third-party mobile application) (each, a “Communication Channel”, together, “Communication Channels”) may be necessary to ensure that all Members are notified.

4.2 Forms requesting Member interest in volunteering and/or participating in the Association shall be distributed to all Members at the beginning of each school year and to Parents when children are registered after school begins and Staff Members when they become full-time employees at Q300.

4.3 Any and all notices shall be distributed in English, and, whenever practicable, in other languages spoken by Parents. If necessary, the Association may seek the assistance of the New York City Department of Education (“**DOE**”) for translation services.

ARTICLE IV: Officers

Section 1. Titles.

1.1 The officers (each an “**Officer**”, together the “**Officers**”) of the Association shall serve in the following offices (each an “**Office**”, together, the “**Offices**”):

1.1.1 **President** (up to two (2) positions, each a “Co-President”)

- 1.1.2 **Executive Vice President** (one (1) position)
- 1.1.3 **Secretary** (up to two (2) positions, each a Co-Secretary)
- 1.1.4 **Treasurer** (up to two (2) positions, each a Co-Treasurer)
- 1.1.5 The following Vice Presidents (“VP”):
 - a. **Vice President, Membership** (up to two (2) positions, each a Co-VP);
 - b. **Vice President, Fundraising** (up to two (2) positions, each a Co-VP));
 - c. **Vice President, Communications** (up to two (2) positions, each a Co-VP);
 - d. **Vice President, Community Affairs** (up to two (2) positions, each a Co-VP);
 - e. **Vice Presidents, Lower Division** (two (2) positions, each a Co-VP). Lower Division is defined as the grades from kindergarten to fourth grade; and
 - f. **Vice Presidents, Upper Division** (two (2) positions, each a Co-VP). Upper Division is defined as the grades from fifth grade through eighth grade.
- 1.2 The responsibility of each Office held by more than one person is to be shared.
- 1.3 The title of an Officer used in the singular shall refer to all co-office holders (each a “**Co-Officer**”, together “**Co-Officers**”) sharing responsibility for an office.
- 1.4 The mandatory officers of the Association shall be the following: President, Secretary, and Treasurer. The election of at least one of the mandatory officers will constitute a functioning Parent-Teacher Association, for purposes of CR A-660 only. Notwithstanding CR A-660, the Association shall continue to be a corporation under the State of New York and a 501(c) corporation under federal law. Non-mandatory officers of the Association are the remaining officers.

Section 2. Term of Office and Term Limits.

- 2.1 The term of Office for Officers listed in Sections 1.1.1 through 1.1.5(a)-(d) of Article IV, shall be from July 1 through June 30, unless the term is terminated as specified in Section 8 of this Article.
- 2.2 The term of Office for one of the Vice President of the Lower Division and one Vice President of the Upper Division shall be from July 1 through June 30, unless the term is terminated as specified in Section 8 of this Article. The term of Office for the other Vice President of the Lower Division and Vice President of the Lower Division shall be from the date of the certification of the results of the election held at the General Membership Meeting specified below through June 30, unless the term is terminated as specified in Section 8 of this Article.

- 2.3 Term limits for each Office shall be two (2) consecutive terms. A candidate who has served the maximum number of terms may be elected to serve an additional term, provided no other interested candidate is nominated and willing to serve.

Section 3. Eligibility. Any Parent is eligible to serve as an Officer, unless otherwise prohibited in CR A-660 or other Chancellor Regulations.

Section 4. Duties of Officers.

4.1 President.

- 4.1.1 The President shall serve as the chief executive officer of the Association and shall have the general powers and duties of supervision and management.
- 4.1.2 The President shall approve the agenda for all Board and General Membership Meetings and lead or designate a leader, who is a Member, for all such meetings.
- 4.1.3 The President shall serve as an *ex-officio* Member of all committees except the Elections Committee (defined below) and the Audit Committee (defined below).
- 4.1.4 The President shall delegate responsibilities to other Members and encourage meaningful participation among all Members in the Association and school activities.
- 4.1.5 The President shall meet regularly with the Board in accordance with these bylaws (the “**Bylaws**”) to plan the agendas for the General Membership Meetings.
- 4.1.6 The President shall be one of the eligible signatories on the Association’s checks and debit card disbursement forms.
- 4.1.7 In the event that there are Co-Presidents, the Co-Presidents shall determine among themselves who shall serve as the mandatory parent member of the Q300’s school leadership team (the “**SLT**”) and serve as the Association’s representative to the district president’s council.
- 4.1.8 The President shall serve as the Association’s representative to any committees or councils established from time to time by the DOE, pursuant to the eligibility requirements of such committees or councils. The President may appoint a Member designee or designees for such committees or councils provided that such designation is acknowledged by the Membership and duly noted in the minutes of the General Membership Meeting.
- 4.1.9 If there are Co-Presidents, and they disagree, such Co-Presidents shall present their disagreement to the Board, which shall decide the matter in dispute by majority vote.

4.2 Executive Vice President (the “Executive VP”).

The Executive VP shall assist the President and shall assume the President's duties in their absence or at the President's request. The Executive VP shall be one of the eligible signatories on the Association's checks.

4.3 **Secretary** (the “**Secretary**”).

- 4.3.1 The Secretary shall prepare minutes of each General Membership Meeting and shall distribute copies of such minutes at the next scheduled meeting for review and approval by the Membership. The Secretary shall prepare the notices, agendas, sign-in sheets, and material for distribution for each Association meeting.
- 4.3.2 The Secretary shall maintain custody of the Association's records on school premises in hard copy and electronic format, with the exception of those records of the Treasurer.
- 4.3.3 The Secretary is responsible for maintaining the DOE-issued email account and may be one of the eligible signatories on checks and debit card disbursement forms.
- 4.3.4 The Secretary shall incorporate all amendments into the Bylaws and shall ensure that signed copies of the Bylaws with the latest amendments are on file in the Principal's office.
- 4.3.5 The Secretary shall be responsible for reviewing, maintaining, and responding to all correspondences addressed to the Association, at the request of the Board and/or the President in coordination with the VP-Communications.
- 4.3.6 The Secretary shall make available to the Membership a list of elected Officers. Such list shall have the personal phone number and/or email address where such Officers may be contacted but shall exclude home addresses.
- 4.3.7 The Secretary shall ensure that the Association's corporate filings with New York State are up-to-date and shall work with the Treasurer to ensure that the Association's tax-exempt status is maintained and that applicable government financial reporting law, regulations, rules are followed, including but not limited to annual reporting and filing of federal and state returns and filing of certain financial reports to the New York State Attorney General.

4.4 **Treasurer.**

- 4.4.1 The Treasurer shall be responsible for all financial affairs and funds of the Association and be responsible for establishing and maintaining all the Association's bank accounts and an updated record of all income and expenditures. Such records shall be maintained on school premises. The Treasurer shall be one of the eligible signatories on checks and debit card disbursement forms and is responsible for setting up online access to the Association's bank account,
- 4.4.2 The Treasurer shall adhere to and implement all financial and confidentiality procedures established by the Association and comply with all DOE regulations.

- 4.4.3 The Treasurer shall prepare and present a written report of financial information for examination at every Board and General Membership Meeting. This report must include a statement of income, refunds, reimbursements, and other expenditures, and opening and closing balances for the reporting period. Further, the Treasurer shall prepare and distribute the Association's interim financial accounting reports and annual financial accounting reports, as specified in CR A-660.
- 4.4.4 The Treasurer shall make available all books or financial records for viewing by Members upon request and for audit.
- 4.4.5 The Treasurer shall ensure that the Association's tax-exempt status is maintained and applicable government financial reporting law, regulations, rules are followed, including but not limited to annual reporting and filing of federal and state returns and filing of certain financial reports to the New York State Attorney General.
- 4.4.6 The Treasurer shall be chairperson of the Budget Committee (defined below).

4.5 **Vice President.**

- 4.5.1 **Vice President, Membership** ("VP-Membership") shall (a) oversee the Association's efforts to introduce the Association to the Members, reach out to Members in all grade levels, learn and understand Members' particular interests and areas of expertise, and encourage them to volunteer their time or services to the Association and Q300; (b) work collaboratively with the Grade Representatives and others on such efforts; (c) maintain records and/or a database of school-wide volunteers and make these records and/or database available to the fundraising committees and other committees, as necessary; and (d) chair the Membership Committee (defined below).
- 4.5.2 **Vice President, Fundraising** (the "VP-Fundraising") shall (a) oversee the planning, execution, and evaluation of any and all fundraising activities, including but not limited to fundraising events, solicitations, and grant-writing, of the Association; and (b) chair the Fundraising Committee (defined below).
- 4.5.3 **Vice President, Communications** ("VP-Communications") shall (a) oversee the Association's efforts to share information with school families and the community, including but not limited to, (i) publishing and disseminating a school newsletter; (ii) drafting and disseminating e-mail messages to school families and community; (iii) developing, maintaining, updating, and disseminating an accurate school events calendar in concert with Q300 administration; and (iv) developing, maintaining and updating the Q300's website. The VP-Communications also shall (b) oversee the preparation and distribution of notices of all Association meetings and other Association communications to the Membership and consult with the Chair of the Elections Committee to ensure that information relating to upcoming Association meetings, and regarding vacancies for Association Officers, is disseminated in a timely manner to the parent body; (c) chair the Communications Committee (defined below); and (d) work with the Secretary to respond to all correspondences addressed to the Association at the request of the Board and/or the President.

- 4.5.4 **Vice President, Community Affairs (“VP-Community Affairs”)** shall (a) oversee the Association’s efforts to outreach to the greater Q300 community; (b) participate in and report on community-based meetings and forums, and committees and councils of the DOE; and (c) chair the Community Affairs Committee.
- 4.5.5 **Vice Presidents, Lower Division** shall act as liaison between the Association and the Parents and Staff of the Lower Division and coordinate the Association’s activities, including but not limited to fundraising and enrichment, with the Parents and Staff of the Lower Division. They shall coordinate the appointment, election, or selection of other means of a class parent for each class in the Lower Division to assist such Vice Presidents in fulfilling their duties.
- 4.5.6 **Vice Presidents, Upper Division** shall act as liaison between the Association and the Parents and Staff of the Upper Division and coordinate the Association’s activities, including but not limited to fundraising and enrichment, with the Parents and Staff of the Upper Division. They shall coordinate the appointment, election, or selection of other means of a class parent for each class in the Upper Division to assist such Vice Presidents in fulfilling their duties.

Section 5. Election of Officers

5.1 Schedule.

- 5.1.1 The Officers listed in Sections 1.1.1 through 1.1.5(a)-(d) of Article IV shall be elected between May 1 and June 30 for a one-year term beginning July 1. Any timeline established by the Association to complete the nominations and election process must adhere to this timeframe. The Principal should be notified in writing of the date, time, and Format (defined below) of the election by April 1 but must be notified no later than May 1.
- 5.1.2 One Vice President of the Lower Division and one Vice President of the Upper Division shall be elected between May 1 and June 30 for a one-year term beginning July 1. Any timeline established by the Association to complete the nominations and election process must adhere to this timeframe. The Principal should be notified in writing of the date and time of the election by April 1 but must be notified no later than May 1. The other Vice President of the Lower Division and Vice President of the Upper Division shall be elected during the regularly scheduled October meeting through an Expedited Election (defined below).

5.2 Elections Committee.

- 5.2.1 An Elections Committee (the “**Elections Committee**”) must be established during a General Membership Meeting. The Elections Committee shall consist of three to five Members. A majority of the committee members must come from the General Membership who are not Officers; and such committee members must be voted by the General Membership. The President, subject to the approval of the Officers, may select the remaining members of the Elections Committee. The Elections

Committee shall choose one of its members to serve as chairperson. Neither a person employed at Q300 nor a person running for office may serve on the Elections Committee.

5.2.2 The Elections Committee shall have the following responsibilities:

- a. solicit nominations for candidates from the General Membership who are Parents. Parents may also submit their own names to be candidates for office in writing. In addition to written nominations, the committee may also provide an opportunity to accept nomination from the floor at a general membership meeting prior to the close of nominations.
- b. contact the Membership in writing, in English and, whenever practicable, in other languages spoken by Parents, to solicit recommendations of candidates for all offices. Elections
- c. prepare all materials pertaining to the election. For In-Person elections, such materials shall include ballots, attendance sheets, a ballot box, and tally sheets. For VRP elections, such materials shall include virtual polls and other equivalent VRP functions.
- d. verify the eligibility of all interested candidates prior to the election;
- e. schedule the election at a time that ensures maximum participation;
- f. conduct the election meeting, including ensuring that only eligible Members receive a ballot for voting; and
- g. ensure that the election is certified by the Principal or their designee immediately following the election.

5.2.3 If an Elections Committee cannot be formed or nominations have not been made prior to election day, the Association must proceed with an Expedited Election.

5.3 **Election Notice.**

5.3.1 The election meeting notices and agendas for all election meetings shall be distributed in accordance with CR A-660's notice requirements. All meeting notices and agendas shall be available in English and translated into languages spoken by Members whenever possible.

5.3.2 Written notification of the election meeting must be sent at least 10 calendar days prior to the election meeting. Election meeting notices include the following information: (a) a list of all available officer positions; (b) an acknowledgement that the only qualification for all offices is that the candidate be a parent of a child in the school (with certain exceptions); (c) term limits for the positions; (d) Format (In-Person or VRP); (e) distribution date of notice; and (f) if nominations have been closed, a list all candidates in alphabetical order by surname under the office for which they are nominated. In addition, for Expedited Elections, the election notice

should indicate that all nominations for available positions will be taken from the floor.

5.4 Election Format and Voter Eligibility Verification.

- 5.4.1 Elections must be conducted at an In-Person (defined below) meeting or a meeting on a VRP (defined below). Elections at a Hybrid (defined below) are prohibited.
- 5.4.2 A process to verify member eligibility must be determined in cooperation with the school administration prior to the election meeting that best suits the school community and the format of the meeting. Verification may include, but is not limited to, the use of a unique code for eligible voting members, or a pre-registration process.
- 5.4.3 All voting must be done in person or using a VRP polling feature. Voting by proxy, email, or absentee ballots is not permitted.
- 5.4.4 If quorum is not met at the election meeting, a second election meeting must be scheduled, and a written Notice of Election Meeting must be sent to Parents at least 5 calendar days prior to the Election.

5.5 Contested Elections and Use of Ballots.

- 5.5.1 When there is more than one candidate or team, if applicable, for an office, voting must be by ballot.
- 5.5.2 For In-Person voting, ballots must remain in the meeting room (or in the principal's office with a documented chain of custody) until all the ballots have been counted and the election meeting has been adjourned. The Association must retain ballots on school premises for one year or until the determination of any grievance filed concerning the election, whichever is later.
- 5.5.3 For VRP voting, a printed record of votes in a PTA election meeting conducted remotely must be retained by the PTA for one year or until the determination of any grievance filed concerning the election, whichever is later.
- 5.5.4 Names of candidates shall appear on the ballot in alphabetical order by surname under the title of the Office for which they were nominated. Candidates running for co-offices must be listed together and voted for as a team.
- 5.5.5 Ballots shall have voting instructions in English and, whenever practicable, in other languages spoken by Parents. If necessary, the Elections Committee shall seek the assistance of the DOE for translation of ballots into the appropriate languages.
- 5.5.6 Ballots shall be distributed once voter eligibility has been established.
- 5.5.7 Ballots shall be counted immediately following the election. If the election is In-Person, the counting shall occur in the presence of at least 3 observers who are Members.

- 5.5.8 When two or more candidates are tied for the highest number of votes, a run-off election must be conducted among those candidates only. Whenever possible, run-off elections should be held at the same meeting.
- 5.6 **Uncontested Elections.** Where there is only one candidate or team, if applicable for an office, the Membership may vote to elect that candidate by a single motion. The result of the motion must be recorded in the minutes.
- 5.7 **Certification of Election.** The Principal or their designee must certify that the nomination and election process was conducted in accordance with this regulation and the Bylaws by signing the Election Certification Form before the election meeting is adjourned.
- 5.8 **Filling Officer Vacancies.**
- 5.8.1 A vacancy occurs when an officer resigns or is removed from the position. Officers who wish to resign their positions once an election has been certified must submit their written resignation to the Secretary and immediately turn over all Association records.
- 5.8.2 Upon the resignation or removal of a co-officer, the remaining co-officer must choose whether to serve alone for the remainder of the term or resign so that the position can be filled by succession or expedited election.
- 5.8.3 When a position is vacant, the Board must notify the Membership in writing within 5 calendar days and specify whether the vacancy will be filled by succession or expedited election. If a vacant mandatory office cannot be filled by succession prior to the start of the school year, the Association must conduct an expedited election to fill such mandatory officer vacancy by October 15.
- 5.8.4 If the Board decides to fill an officer position vacancy by succession, the position will be filled by the next highest-ranking officer. The ranking of Officers for succession purposes shall be: (i) President; (ii) Executive VP; (iii) Secretary (iv) Treasurer; (v) VP-Membership; (vi) VP-Fundraising; (vii) VP-Communications; and (ix) VP-Community Affairs. Officers may choose to retain their positions and not succeed to a vacant office.
- 5.9 **Expedited Election Process.** Expedited election (“**Expedited Election**”) is a single meeting where all nominations are taken from the floor for all offices immediately prior to the election, which occurs at the same meeting. All nominations must be taken from the floor, immediately prior to the election. The expedited election procedure shall follow Section 5.4-5.7 above.
- 5.10 **School Leadership Team Parent Member Elections.** The election of parent members to the School Leadership Team (“**SLT**”) may take place during the same meeting as Officer elections. Once the election of the Officers has concluded, the election of parent members to the SLT may begin. The election of parent members to the SLT should follow the same or similar election procedure as Officer elections.

Section 6. Transfer of Records.

- 6.1 The following Association records must be kept for 6 years: bylaws and related amendments; meeting notices, agendas, and minutes; records of Officer elections other than ballots; and financial records.
- 6.2 During the transition period (the “**Transition Period**”) for one month following the posting of election results, all outgoing Officers and Chairpersons must ensure that all information, materials, and records of the Association are transferred to the newly elected Officers and appointed Chairpersons, including all parent contact information obtained during their term of Office, financial records, bank cards, and all pertinent user IDs and passwords, and provide any other assistance in transferring responsibilities to the newly elected Officers. Transfers of the records must occur in the presence of the Principal, as soon as practicable following the election.
- 6.3 Any Officer may request the assistance of the district presidents’ council during this process.

Section 7. Disciplinary Action.

- 7.1 An Officer may be removed on the following grounds:
 - 7.1.1 for failure to fulfill their duties and responsibilities as outlined in the Bylaws, policies and procedures of the Association, and applicable federal, state, and local laws and regulations, all as amended from time to time;
 - 7.1.2 for an accrual of three (3) consecutive unexcused absences from Board or General Membership Meetings; and
 - 7.1.3 for any other grounds as specified in CR A-660.
- 7.2 The removal procedures shall be as follows:
 - 7.2.1 At any General Membership Meeting in which quorum is met, a Member may make a motion to begin the process of removing an Officer for the grounds provided in these Bylaws. If such motion is approved by a two-thirds vote, the Association must establish a review committee by majority vote. Officers may not serve on the review committee.
 - 7.2.2 The review committee will gather relevant information and present its findings to the General Membership to allow the Members to make an informed decision about the motion. The Officer who is being subjected to such removal shall be given the opportunity to submit in writing an explanation showing good cause.
 - 7.2.3 Within 30 days after the date of the motion to begin the removal process, the review committee shall present in writing its findings at a General Membership Meeting. Such deadline may be extended once for up to 30 days by the review committee.

- 7.2.4 The Association's notice and agenda for the presentation of review committee's finding must indicate that a vote will be taken by the General Membership regarding the removal of an Officer. Upon review of such findings, the Membership shall consider the motion for removal.
- 7.2.5 The result of the motion must be submitted in writing to the Principal, which the Principal must forward to the appropriate superintendent and DOE office.

ARTICLE V. Executive Board

Section 1. Composition. The Association's board (the "**Board**") shall consist of the Officers.

Section 2. Responsibilities.

- 2.1 The Board shall develop plans and policies to implement the objectives of the Association subject to approval by the Membership. It shall work to implement the programs and policies adopted by the Membership.
- 2.2 Officers agree to adhere to the policies and procedures adopted by the Board, including but not limited to, policies for handling cash, confidentiality, conflicts of interest, document retention and other policies as adopted or amended from time to time.
- 2.3 The Board shall have the authority to spend up to \$500.00 in aggregate during any school year, without prior approval or subsequent ratification by the Membership. If expenditure is later submitted to and ratified by the Membership, that expenditure will not reduce the Board's aggregate spending authority for the school year and that expenditure amount will be added back into the Board's aggregate spending authority for the school year. All such expenditures are to be reported by the Treasurer at the next General Membership Meeting.
- 2.4 Officers shall be required to attend all Board Meetings unless a valid excuse is provided.

Section 3. Board Meetings.

- 3.1 Regular meetings of the Board shall be held monthly from September to June on either (a) the first Friday of each such month at 9:00 am or (b) a selected weekday and time agreed upon by the Board at the beginning of the school year. If such date falls on a legal or religious holiday, the meeting shall be held on a date as determined by the Board. The Board must determine the meeting Format.
- 3.2 A planned schedule of Board Meeting dates shall be prepared by the Board and distributed at the first General Membership Meeting of the school year.
- 3.3 The President may call a special meeting of the Board with a minimum of twenty-four hours' notice by Communications Channels to the Officers.
- 3.4 Upon the written request of at least three Officers, the President must call a Board meeting within five days after receipt of the request.

Section 4. Voting.

- 4.1 Each Member of the Board shall have one vote.
- 4.2 Where an Office has more than one Officer, each Officer of such office has one vote.
- 4.3 All votes of the Board will be decided by a majority vote of the Officers who are present at such meeting and voting at the time of the vote, provided a quorum is present.

Section 5. Quorum. One more than half of the Board membership shall constitute a quorum, allowing for official business to be transacted.

ARTICLE VI: General Membership Meetings

Section 1. Meeting Date, Place, and Participation.

1.1 The General Membership Meeting (the “**General Membership Meeting**”) of the Association shall be held monthly from September to June on either (a) the third Tuesday of each such month at 6:30 pm or (b) a selected weekday and time agreed upon by the Board at the beginning of the school year. If such date falls on a legal or religious holiday, the General Membership Meeting may be held on a date as determined by the Board. The Board shall determine the format(s) (each a “**Format**”, together the “**Formats**”) for the General Membership Meetings among the following:

1.1.1 in-Person on school premises (“**In-Person**”);

1.1.2 Virtual Remote Platform (“**VRP**”), which is a platform, which allows for meetings conducted livestream online; or

1.1.3 “**Hybrid**,” which is an In-Person meeting that is simultaneously live streamed on a VRP.

Notwithstanding the above, if an election is held during a General Membership Meeting, the Format of such meeting shall be in accordance with Section 5.4 of Article IV.

1.2 At the beginning of every school year, the Board must survey the Membership to determine the day, time, location, and Format for the General Membership Meeting. A planned schedule of General Membership Meeting dates shall be prepared by the Board and distributed at the first General Membership Meeting of the school year.

1.3 The notice of the General Membership Meeting must be sent ten (10) calendar days prior to the date of the meeting. The Board is responsible for ensuring that notifications of meetings are sent in a manner calculated to reach all Parents through any Communication Channels. Multiple means of communication may be necessary to ensure that all Parents are notified. Whenever possible, such notice shall be distributed in languages spoken by Parents.

1.4 All General Membership Meetings must be held in a manner that will maximize attendance and promote participation of its Members. In-Person and Hybrid General Membership Meetings must be physically convened in the school building. Members participating from

remote locations must be counted toward quorum and are allowed to vote, using established voting protocols for VRP or Hybrid meetings.

- 1.5 All Members may attend and participate during the General Membership Meetings and may speak to agenda items, subject to restrictions in these By-Laws.
- 1.6 Observers may speak or otherwise participate, if acknowledged by the chairperson of such meeting.

Section 2. Order of Business. The following order of business is recommended for all the General Membership Meetings, subject to the availability of presenters at such meeting:

- A. Call to Order
- B. Reading and Approval of Minutes
- C. President's Report
- D. Treasurer's Report
- E. Principal's Report
- F. School Leadership Team Report
- G. Committee Reports
- H. Old Business
- I. New Business
- J. Adjournment

Section 3. Quorum and Voting.

- 3.1 A quorum of General Membership Meeting consisting of representation by at least eleven (11) Members, including a minimum of two (2) Officers, and six (6) Parents Members is required for General Membership Meeting for a vote on Association business. If the Format is Hybrid, at least 1 Officer must be present at the In-Person portion of the meeting to conduct a Hybrid meeting,
- 3.2 Unless otherwise stated, all votes of the Membership will be decided by a majority vote of the Members who are present at such General Membership Meeting.

Section 4. Minutes.

Minutes of the previous General Membership Meeting or SM Meeting (defined below) shall be available in written form for approval at each General Membership Meeting. The minutes of any Association meeting must be made available upon request to any Member.

Section 5. Special Membership Meetings.

- 5.1 A Special Membership Meeting (each a "**Special Membership Meeting**") may be called to deal with a matter or matters of importance that cannot be held until the next General Membership Meeting. The President may call a Special Membership Meeting with a minimum of forty-eight (48) hours' notice through Communication Channels to Members stating precisely what the topic of the meeting will be.

- 5.2 In addition, upon receipt of a written request from ten (10) Members, the President must call a Special Membership Meeting within five (5) school days of the request and within forty-eight hours' notice through Communication Channels to Members, provided however, that if a regularly scheduled General Membership Meeting is scheduled to occur within seven (7) school days of the request for a Special Membership Meeting, then the Special Membership Meeting may be scheduled to occur immediately before or after the General Membership Meeting.

Section 6. Parliamentary Authority.

Meeting rules of order should be adopted for use as a guide and included in these Bylaws. Where no meeting rules of order are adopted, *Robert's Rules of Order – Newly Revised* will be deemed to apply, provided that it is consistent with laws, policies, rules, and regulations.

ARTICLE VII. Committees

Section 1. Standing Committees.

- 1.1 The “**Standing Committees**” of the Association are the following:
- 1.1.1 The “**Membership Committee**” shall encourage Parent and Staff participation, outreach, and recruitment. It shall coordinate its outreach efforts and strategies with the school’s Parent Coordinator and maintain a current list of Members with emails and/or phone numbers, without home addresses. The VP-Membership shall be Chairperson for the Membership Committee.
 - 1.1.2 The “**Fundraising Committee**” shall plan and execute all fundraising activities recommended and approved by the Board. Such activities include donation solicitations, fundraisers, and grant writing to further the mission of the Association. The committee shall collect all monies from such activities, record the income, and turn over all funds to the Treasurer for deposit. At the next General Membership Meeting following a fundraising activity, the committee heads shall report all income, expenditures, and profit from that activity and shall prepare a written report pursuant to Parent Associations and the Schools. The VP-Fundraising shall be the Chairperson of the Fundraising Committee.
 - 1.1.3 The “**Communications Committee**” shall facilitate and implement communications among the Association and the Parents and Staff. It shall publish to all Members a newsletter, which may include a message from the Principal, President, list of Officers, all Association meeting dates, student and parent events, school policies, Association budget and any other material deemed appropriate by the Association. The Communications Committee shall assist, as needed, with the development, maintenance and updating of a Q300 website; and the determination of Communication Channels for use in communication with the parent body. The VP-Communications shall be the Chairperson of the Communications Committee.
 - 1.1.4 The “**Community Affairs Committee**” shall oversee the Association’s efforts to reach out to outside the immediate Q300 community and to participate in and report

on community-based meetings and forums, and committees and councils of the DOE. The VP-Community Affairs shall be the Chairperson of the Community Affairs Committee.

1.1.5 The “**Budget Committee**” shall oversee the Budget Process (defined below). Each spring, it shall draft a proposed budget and a written review of the prior year’s budget, both of which must be presented for approval to the Membership as specified below. The Budget Committee shall be headed by the Treasurer.

1.1.6 The “**Audit Committee**” shall

- a. conduct an audit of all financial affairs of the Association, with the assistance of the Treasurer who shall make all books and records of the Association available to the committee. The Audit Committee may also recommend that an external audit of the Association’s financial records be conducted. The Audit Committee may from time to time examine all relevant financial statements and records of disbursements, verify all Association equipment, and ensure compliance with bylaw provisions for the transaction of funds. The Audit Committee shall prepare a written report or provide copies of any external audit report to be presented to the Membership at a General Membership Meeting or upon completion of their review and investigation. Such report(s) shall be included for review and discussion during the transfer of records during the Transition Period.
- b. consist of three (3) to five (5) Members, subject to this provision. The Board shall request volunteers to form the Audit Committee. Officers who are not eligible signatories on Association checks may serve on the Audit Committee. The majority of the committee shall be comprised of Members who do not serve on the Board.
- c. have a chairperson who is elected by the committee members. The term for the chairperson shall be from July 1 through June 30, unless the term is terminated as provided below. Term limits for the chairperson shall be two (2) consecutive terms. A candidate who has served the maximum number of terms may be appointed to serve an additional term, provided no other interested candidate is willing to serve. The chairperson may be removed for unsatisfactory performance, including but not limited to, failure to abide by the provisions of these Bylaws, policies and procedures of the Association, and applicable federal, state, and local laws and regulations, all as amended from time to time, upon the recommendation of the Board and removal by the Membership.

Section 2. Ad Hoc Committees.

2.1 When an issue or situation arises that necessitates the establishment of an ad hoc committee, the Board or Membership may form such committee. The President shall nominate the Chairperson or Chairpersons of such committee, with the approval of the Board. The chairperson of such committee shall not be entitled to be an Officer, unless such chairperson is already an Officer in a different capacity.

- 2.2 An ad hoc committee shall be dissolved when the need no longer exists by majority vote of the Board or Membership.
- 2.3 The term for a chairperson of an ad-hoc committee shall be from July 1 through June 30, unless the term is terminated, or such committee is dissolved. Term limits for the chairperson of an ad-hoc committee shall be two (2) consecutive terms. A candidate who has served the maximum number of terms may be appointed to serve an additional term, provided no other interested candidate is willing to serve. Chairperson of an ad-hoc committee may be removed for unsatisfactory performance, including but not limited to, failure to abide by the provisions of these Bylaws, policies and procedures of the Association, and applicable federal, state, and local laws and regulations, all as amended from time to time, upon the recommendation of the President and a majority vote of the Board or the Membership.

Article VIII. Financial Affairs.

Section 1. Fiscal Year. The fiscal year of the Association shall run from July 1 through June 30.

Section 2. Signatories. The President, Executive Vice President, and Treasurer shall be authorized to sign checks on behalf of the Association. All checks require at least 2 signatures. The 2 signatories of a check may not be related by blood or marriage (e.g., spouses, siblings, in-laws or other relatives or Members of the same household). A Member may not sign a check if she/he has any direct or indirect interest in the expenditure, subject to the Association's conflict of interest policy, as amended from time to time.

Section 3. Budget.

- 3.1 The Board shall be responsible for the development and/or review of the Association's budget (the "**Budget**"), which includes:
 - 3.1.1 The outgoing Board must review the current budget, annual financial status, accounting, expenditures, and outstanding bills and prepare a proposed budget for the next school year. Such proposed budget must be submitted for approval by the Membership no later than the June General Membership Meeting. The proposed budget must be submitted to the Principal upon approval by the Membership.
 - 3.1.2 The incoming Board must review the proposed budget for presentation and discussion during the September meeting. Budget amendments may be proposed at this time. The Board must present the budget for approval by the Membership no later than the October meeting.
- 3.2 The counting and handling of any cash, checks, or money orders received by the Association, must be completed by at least two (2) Members. These Members cannot be related by blood or marriage. Funds must be counted in the school on the same day of receipt. The Association's financial records must display the total amount of funds and the signatures of the Members who participated in counting the funds.
- 3.3 The Principal's written consent is required when the fundraising activity is held during school hours or on school property.

- 3.4 All funds should be deposited into the bank account by authorized Officers within one (1) business day of receipt, but in any event, no longer than three (3) business days. If the deposit will not be made within one (1) business day, the Board must ensure that all funds are secured in a locked location on school premises. The Board must obtain written acknowledgement from the Principal when Association funds are secured in the school. Under no circumstances may fundraising proceeds be stored in a Member's place of work or residence.
- 3.5 Documentation related to every transaction must be maintained at the school (e.g., cancelled checks, deposit receipts, purchase orders, Association minutes related to the financial transactions, etc.)
- 3.6 The budget may be amended by a vote of the General Membership at any Membership meeting.
- 3.7 All expenditures not included in the budget at the time of its adoption must be approved by resolution of the Membership.
- 3.8 The Board is authorized to make an emergency expenditure not to exceed USD \$500.00 (five hundred U.S. dollars) with a two-thirds approval by the Board. These expenditures shall be reported to the General Membership at the next Association meeting in writing by the Treasurer. The minutes of the meeting must reflect a vote taken by the Association to accept this action.

Section 4. Audit. The Audit Committee shall conduct an audit of all financial affairs of the Association, as specified in Article VII.

Section 5. Financial Accounting.

- 5.1 The Treasurer shall prepare the Interim Financial Report to be submitted in January and the Annual Financial Report by the June General Membership Meeting, including all income, expenditures, and other transactions. These reports shall be presented and reviewed by the Membership. Copies of these reports shall be provided to the Principal.
- 5.2 The Treasurer shall be responsible for all funds of the Association and shall keep accurate records in a form consistent with these Bylaws and applicable Chancellor's Regulations. In accordance with Chancellor's Regulation A-610 ("CR-A-610"), Parents must obtain written approval from the Principal before collecting fundraiser proceeds from students. The Treasurer and at least one other Officer shall transport all funds to the bank, and deposit slips shall identify the source of all deposited funds. All parties involved in financial transactions shall initial the deposit slips. All records of the Association including checkbooks, ledgers, cancelled checks, invoices, receipts etc., shall be maintained and secured on school premises.

Article XI. Amendments and Regular Review of Bylaws.

Section 1. Amendment Procedure.

- 1.1. These Bylaws may be amended at any regular meeting of the Association 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 review of these Bylaws shall be conducted every 3 years. All provisions of these Bylaws must conform to CR A-660 and DOE guidelines.
- 1.2. Any Member may present a motion at a General Membership Meeting to amend a provision of the Bylaws that is not in compliance with CR A-660. Amendments that bring the Bylaws into compliance must be voted on immediately after the motion is presented. A two-thirds vote of the Membership is required for approval.

Section 2. Bylaw Amendment Chronology.

- 2.1 The original Bylaws were voted on and approved by the Membership at the General Membership Meeting held on September 30, 2014 and re-affirmed by the Executive Board at the Executive Board Meeting held on March 5, 2015.
- 2.2 The First Amended and Restated Bylaws were presented to the Membership Meeting held on May 19, 2015 and were voted and approved by the Executive Board at the Executive Board Meeting held on June 2, 2016. Further, the First Amended and Restated Bylaws were approved with over a two-thirds vote by the Membership at the General Membership Meeting held on June 23, 2016.
- 2.3 The Second Amended and Restated Bylaws as set forth above have been presented to the Membership Meeting held on March 17, 2022 and have been voted and approved by the Executive Board at the Executive Board Meeting held on April 1, 2022. Further, the Second Amended and Restated Bylaws have been approved with over a two-thirds vote by the Membership at the General Membership Meeting held on April 28, 2022.

Signed By:

/S/

Maria Hantzopoulos, Co-President
Lynn Kennedy, Co-President

/S/

David William Wang, Co-Secretary
Amy Wong, Co-Secretary

Filed with the Principal on May 2, 2022