

BYLAWS

Of

ELEANOR ROOSEVELT HIGH SCHOOL
PARENT TEACHER ASSOCIATION, INC.

Adopted on November 16, 2017

Article I -Name

The name of the association is Eleanor Roosevelt High School Parent Teacher Association, Inc. and hereafter referred to as the Association.

Article II -Objectives

The objectives of the Association are to support an interactive relationship between parents, staff and the community; to disseminate pertinent school related information to all parents; to encourage and support parents to participate in school governance and educational decision-making; to create opportunities that will enable parents, staff and administration to be partners in their children's education; and to raise funds to support the educational goals of Eleanor Roosevelt High School.

Article III -Membership

Section 1. Eligibility

Parents of students currently on the register at Eleanor Roosevelt High School are automatically members of the Association. For purposes of these bylaws, parents include parents by birth or adoption, step-parents, legally appointed guardians, foster parents, and persons in parental relation to a child currently attending Eleanor Roosevelt High School. Parents of a child who is attending Eleanor Roosevelt High School full time while on the register of a citywide program are automatically members of the Association. At the beginning of each school year, the Association shall send a welcome letter to inform parents of their automatic membership status and voting rights. Membership shall be open to teachers, paraprofessionals, school aides, school secretaries, and food service workers (other than supervisory staff) currently employed at the school.

Section 2. Donations

The payment of donations is not a condition for participation or membership. Each member shall be requested to make a voluntary donation as determined by the executive board.

Section 3. Voting Privileges

Each parent of a child currently enrolled at Eleanor Roosevelt High School shall be entitled to one vote. Voting must be in person, and proxy voting or absentee balloting is prohibited. Teachers, paraprofessionals, school aides, school secretaries, and food service workers currently employed at the school shall be entitled to one vote. The right of a member to vote may be limited by the Conflicts of Interest restrictions outlined in Chancellor's Regulation A-660 (CR A-660).

Article IV -Officers

Section 1. Titles

The officers of the Association shall be: President or Co-Presidents, First Vice President, Second Vice President, Recording Secretary, Assistant Recording Secretary, Treasurer and Assistant Treasurer. Grade Representatives will serve on the

executive board but are not officers. The Association must elect the mandatory officers (President, Recording Secretary and Treasurer) in order to be a functioning Association. Parents who serve in the officer positions of Co-Presidents shall run for the position as a team. Co-Presidents must assume the duties of the President as outlined below. There shall be no qualifications for any office other than to be a parent of, or a person in parental relation to, a child attending Eleanor Roosevelt High School.

Section 2. Term of Office

The term of office shall be from July 1st through June 30th. All parent members are eligible to run for any office. There shall be no limit on the number of terms that a member may hold the same office.

Section 3. Duties of Officers

3.1 President or Co-Presidents

The President or Co-Presidents shall preside at all meetings of the Association and shall be an ex-officio member of all committees except the nominating committee. The President or Co-Presidents shall appoint chairpersons of Association committees with the approval of the executive board. The President or Co-Presidents shall delegate responsibilities to other Association members and shall encourage meaningful participation in all parent and school activities. The President or Co-President shall perform all necessary duties of the office. The President shall attend all regular meetings of the Presidents' Council and shall be a mandatory member of the School Leadership Team; provided, that if the Association elects Co-Presidents, the Co-Presidents will determine, subject to the approval of the executive board, which Co-President will serve as the core member on the School Leadership Team and which Co-President will serve as the school's representative to the appropriate Presidents' Council and the citywide council on high schools. The President or either of the Co-Presidents or his/her designee shall represent the Association on district committees. The President or Co-Presidents shall meet regularly with the executive board members to plan the agendas for the general membership meetings. The President or Co-Presidents shall be one of the eligible signatories on checks. The President or Co-Presidents shall assist with the June transfer of Association records, including all pertinent user ids and passwords, to the incoming executive board.

3.2 First Vice President

The First Vice President shall assist the President or Co-Presidents and shall assume the President's or Co-Presidents' duties in his/her or their absence or at the President's or Co-Presidents' request. The First Vice President shall chair the Fundraising Committee and perform leadership roles in committees and fundraising events. The First Vice-President shall work to get parents involved in various events, including high school and college fairs, and parent workshops. The First Vice President shall be authorized to co-sign checks. The First Vice President shall assist with the June transfer of Association records to the incoming executive board.

3.3 Second Vice President

The Second Vice President shall assist the President or Co-Presidents and the First Vice President and shall assume the President's or Co-Presidents' duties in his/her or their absence or at their request. The Second Vice President shall work with the Grade Representatives to coordinate the communications, fundraising and other activities in their respective grades. The Second Vice-President shall perform leadership roles in committees and fundraising events. The Second Vice President shall work to get parents involved in various events, including high school and college fairs, and parent workshops.

3.4 Recording Secretary

The Recording Secretary shall record minutes at all Association meetings. The Recording Secretary's responsibilities shall include the preparation of notices, agendas, sign-in sheets and materials for distribution. The Recording Secretary shall prepare and read the minutes of each Association meeting, shall distribute copies of the minutes at the next scheduled meeting for review and approval by the general membership, and shall make minutes available upon request. The Recording Secretary shall maintain custody of the Association's records on school premises. The Recording 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. The Recording Secretary shall be responsible for reviewing, maintaining and responding to all correspondence addressed to the Association. The Recording Secretary shall assist with the June transfer of all Association records to the incoming executive board.

3.5 Assistant Recording Secretary

The Assistant Recording Secretary shall assist the Recording Secretary in all duties and perform the Recording Secretary's duties in their temporary absence or at their request.

3.6 Treasurer

The Treasurer shall be responsible for all financial affairs and funds of the Association. The Treasurer and at least one other officer shall transport all funds to the bank. The Treasurer shall also be responsible for maintaining an updated record of all income and expenditures on school premises and shall be authorized to co-sign checks. The Treasurer shall adhere to and implement all financial procedures established by the Association. The Treasurer shall be prepared to present and provide copies of financial reports at every executive board and general membership meeting. The Treasurer shall also prepare the Association's interim and annual financial reports. The Treasurer shall make available all books and financial records for viewing by members upon request and for audit. The Treasurer shall assist with the June transfer of all Association records to the incoming executive board. The Treasurer shall be responsible for all reporting requirements of the Association, including filings with the DOE and IRS.

3.7 Assistant Treasurer

The Assistant Treasurer shall assist the Treasurer and have the responsibility for maintaining records of contributions received and for the deposits of money received by the Association. The Assistant Treasurer and at least one other officer shall transport all funds to the bank. The Assistant Treasurer shall be authorized to co-sign checks.

3.8 Grade Representatives

The Grade Representatives shall attend executive board and general membership meetings, partipate in PTA functions, and represent parents by coordinating the communications, fundraising and other activities in their respective grades. Grade Representatives shall work to get parents involved in various events, including high school and college fairs, and parent workshops. Grade Representatives shall actively participate in at least one committee or fundraising event. The election for the (4) 9th Grade Representatives shall be filled by an expedited election held in accordance with Section 5.4 of this Article IV no later than the October meeting of the general membership.

3.9 School Leadership Team

(a) The President or one of the Co-Presidents (or his/her designee) shall automatically serve as a core member of the School Leadership Team. All other parent member representatives on the School Leadership Team shall be elected by the general membership. No person employed in Eleanor Roosevelt High School shall be eligible to serve as a parent member representative on the School Leadership Team.

(b) School Leadership Team parent member representative elections will be held in accordance with any term limits as set forth in the School Leadership Team's bylaws. Notice of School Leadership Team vacancies and election information will appear in the May general membership meeting notice. Nominations for School Leadership Team parent members will be taken and closed at the May general meeting. Nominations may be made from the floor or in writing to the President or Co-Presidents and nominees need not be present to submit their names or to be nominated by another member. Election of School Leadership Team members shall take place following the election of the executive board at the June general membership meeting.

(c) A vacancy shall be filled by a special expedited election held at a general membership meetng

Section 4. Election of Officers

Officers shall be elected by the last day of school in June 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 of the date and time of the annual election by April 1, but must be

notified no later than May 1. Employees of Eleanor Roosevelt High School may not serve on the executive board.

4.1 Nominating Committee

A nominating committee must be established at the March general membership meeting. The nominating committee shall consist of three to five members. The majority of the committee members must come from the general membership. The remaining members of the nominating committee shall be selected by the President, subject to the approval of the executive board. The nominating committee shall choose one of its members to serve as chairperson. No person employed at Eleanor Roosevelt High School shall be eligible to serve on the nominating committee. No person who is running for office may serve as a member of the nominating committee.

The nominating committee shall solicit candidates from the membership in writing. Notices should be translated into languages spoken by parents in the school whenever possible. The nominating committee will also be responsible for conducting the election meeting.

The nominating committee's duties include the following:

- canvassing the membership throughout the months of March -May for all eligible candidates in ways that maximize member participation;
- preparing and distributing all notices at least ten calendar days in advance of any meeting pertaining to the nomination and election process in English and other languages spoken by parents in the school whenever possible;
- preparing ballots, attendance sheets, a ballot box, tally sheets and all other materials pertaining to the election immediately following the May meeting;
- determining and verifying the eligibility of all interested candidates prior to the election; eligibility shall be determined in consultation with the Principal and his/her designee. Parent members are eligible to run for any office, provided that: (i) they have not been prohibited by the Chancellor, the Chancellor's designee, or the Chief Family Engagement Officer; (ii) they are not excluded by a term limit provision present in these bylaws and (iii) they meet the criteria for membership. Parent members with one child graduating and another child entering the school may only run for a non-mandatory office during spring elections. The Principal must certify to the membership that the candidates being considered are eligible to run for office; reporting the names of previously nominated candidates at the May meeting;
- ensuring that an opportunity is provided to all members allowing for nominations, including self-nomination, to be taken from the floor during the general membership meeting held in May. Nominations will be closed during the May meeting.
- sending a reminder meeting notice which includes the names of all eligible candidates and the officer positions they are seeking to the membership at least two weeks prior to the June election meeting;
- notifying the Principal of the date and time of the election in writing by April 1st; if the Principal is not so notified by May 1st, he/she must

request a scheduled date and time for the election meeting from all executive board members;

- scheduling the election at a time that ensures maximum participation;
 - ensuring that only eligible members receive a ballot for voting; the Principal or his/her designee must verify each individual's eligibility to vote by confirming that the individual qualifies as a member of the Association prior to the distribution of ballots;
 - completing the spring election during the June meeting to be held no later than the last day of school in June;
 - ensuring that the election is certified by the Principal or his/her designee in accordance CR A-660 immediately following the election;
- and
- maintaining on file (on school premises) the ballots from any contested election for a period of one year or until a determination of any grievance filed, whichever is longer.

The results of the election shall be announced by the chairperson of the nominating committee or by a member of the nominating committee selected to conduct the nominations and election process. The principal or her/his designee must certify that the nomination and election process was conducted in accordance with Chancellor's Regulation A-660 and these bylaws. The principal must ensure that the incoming officers of the Association complete the PTA Election Certification Form available at <http://schools.nyc.gov/Offices/FACE/ParentLeader/Elections.htm>. At the time of certification, the executive board members may elect to permit Division of Community and Family Engagement (FACE) to forward their personal phone number and/or email address to the appropriate President's Council.

If a nominating committee cannot be formed by the end of March general membership meeting, the executive board for the following school year shall be determined based upon a special expedited election pursuant to Article IV, Section 5.4 and Chancellor's Regulation A-660 by no later than the second Friday in June.

Section 5. Notices

The notice for the general membership election meeting shall be distributed at least ten calendar days prior to the meeting. The notice should include a list of all executive board positions, an acknowledgement that the only qualification for all offices is that the candidate be a parent of a child in the school, term limits (if applicable), and how parents can be nominated for office. All notices shall be available in English and translated into languages spoken by parents in the school whenever possible. The distribution date shall appear on all notices. The election notice shall list all candidates in alphabetical order by surname under the office for which they are nominated.

5.1 Contested Elections and the Use of Ballots

- (a) During the election meeting, candidates must be provided with an opportunity to address the membership prior to voting. If a candidate is not able to be present, another person may read the candidate's

statement.

- (b) Written ballots are required for all contested offices. Candidates must be listed on ballots in alphabetical order by last name for each office. Candidates running for co-offices must be listed together and voted for as a team. Where possible, ballots should contain instructions in the languages spoken by parents other than English..
- (c) Ballots must remain in the meeting room until the election meeting has been adjourned. Ballots must be counted immediately following the conclusion of voting and in the presence of any members and observers.
- (d) Ballots must not be removed from the school. The Association must retain ballots on school premises for one year following the date of the election or until the determination of any grievance filed concerning the election, whichever is later.

5.2 Uncontested Elections

If there is only one candidate for an office, a member must make a motion for the recording secretary to cast one vote to elect the candidate for office. A vote of the membership is required for approval of the motion. The result of the motion must be recorded in the minutes.

5.3 Officer Vacancies

The Association shall notify the principal and membership in writing of any vacancy in an office within five calendar days. All officer vacancies must be filled by succession of the next highest ranking officer. In the event that an office cannot be filled through succession, an expedited election must be held to fill the vacancy. Officers who wish to resign their positions once an election has been certified must submit their written resignation to the Recording Secretary and immediately turn over all Association records. The ranking of officers for succession purposes shall be: President or Co-President, First Vice President, Second Vice President, Treasurer, Recording Secretary, Assistant Treasurer, and Assistant Recording Secretary.

5.4 Expedited Election Process

Expedited elections shall be held to fill vacancies in the event they cannot be filled through succession. The executive board shall be responsible for announcing vacancies and distributing written notice of the expedited election at least ten calendar days prior the election. The meeting notice must include a list of available officer positions, an acknowledgement that the only qualification for all offices is that the candidate be a parent of a child in the school, term limits (if applicable), and that nominations will be taken from the floor. All nominations must be taken from the floor, immediately prior to the election. If the election is contested, written ballots must be used in accordance with Section 5.1 of this Article IV.

Section 6. Education Council Selectors

In the case of Co-Presidents, the remaining executive board members will vote to choose who will be the CCHS selectors.

Section 7. June Transfer of Records

All Association records must be maintained for 6 years. Outgoing executive board members must ensure that records, including all pertinent user ids and passwords, and all parent contact information obtained during their term of office, are transferred to the newly elected executive board members. Transfers must occur on school premises, in the presence of the Principal, and the next practicable day after the election. At least one meeting will be scheduled during the month of June for this purpose. Any member of the executive board may request the assistance of the Presidents' Council during this process.

Section 8. Disciplinary Action

8.1 Failure to Attend Meetings

Any officer who fails to attend 3 consecutive executive board meetings without good cause following written notice from the executive board, may be removed from office by recommendation of the executive board or motion from a member and two-thirds vote of the membership present. The Association's notice and agenda must state that a vote will be taken by the membership as a disciplinary action against an executive board member.

8.2 Misconduct or Neglect of Duty

Officers and executive board members accused of misconduct or neglect of duty may be removed only after:

- (a) A motion is presented by any member during any general membership meeting to appoint a review committee. The motion must be approved by vote of the general membership.
- (b) The majority of the review committee must be comprised from the general membership. Executive board members against whom charges are being contemplated may not serve on the review committee.
- (c) The review committee must investigate, examine and obtain all relevant documents, interview all pertinent witnesses, etc., in order to conduct their fact-finding review. All pertinent facts and information must be considered by the committee. The officer(s) against whom charges are being contemplated has the right to present relevant facts, documents, and witnesses.
- (d) The committee must present its findings and recommendations during a general membership meeting within a period not to exceed 60 calendar days from the date of the establishment of the review committee. The Association's notice and agenda must state that a vote will be taken by the membership regarding disciplinary action. The general membership shall

then vote to remove or absolve the officer(s).

The result of the motion must be submitted in writing to the Principal, which the Principal must forward to the appropriate superintendent and the CFEO.

Article V -Executive Board

Section 1. Composition

The executive board shall be composed of the elected officers of the Association, Grade Representatives and chairpersons of standing committees. Employees of Eleanor Roosevelt High School shall not be eligible to serve on the executive board. All members of the executive board shall be expected to attend all executive board meetings.

Section 2. Meetings

2.1 Regular Meetings

Regularly scheduled meetings of the executive board shall be held monthly, September through June, at Eleanor Roosevelt High School on the third Thursday of every month at 5:30 pm or as otherwise scheduled with at least 10 days notice to the membership. Also, if the date falls on a legal or religious holiday, the meeting shall be held at such time as may the executive board may determine.

2.2 Special Meetings

The President or Co-Presidents may call a special meeting of the executive board with a minimum of twenty-four hours telephone and/or e-mail notice to executive board members and written notice to the general membership. Upon the written request of at least three executive board members, the President or Co-Presidents must call an executive board meeting within five days after receipt of the request and with notice as specified in the preceding sentence.

2.3 Open to Members

All executive board meetings are open to the general membership. Any changes to planned meeting dates must be communicated to the general membership in writing with ten calendar days notice.

Section 3. Voting

Each member of the executive board shall be entitled to one vote.

Section 4. Quorum

One more than half of the members of the executive board shall constitute a quorum, allowing for official business to be transacted.

Section 5. Contact Information

The executive board shall make available to the membership a list of the officers, including their names and either a personal telephone number or email address where members may contact that officer. The list shall not include home addresses. At the conclusion of an officer's term, the executive board must ensure that an officer's contact information is destroyed, unless the officer gives written permission to the Association to maintain such information. The list must be updated regularly and be available in the Principal's office and at every Association meeting. The list must also be posted on parent bulletin boards, distributed to parents at the beginning of the school year and made available upon request by any member.

Article VI -General Membership Meetings

Section 1. Meetings

1.1 Regular Meetings

The general membership meetings of the Association shall be held monthly, September through June, at Eleanor Roosevelt High School on the third Thursday of every month at 6:30 pm or as otherwise scheduled with at least 10 days notice to the membership. Also, if the date falls on a legal or religious holiday, the meeting shall be held on the following or previous Thursday, as determined by the executive board. Written notice of each membership meeting shall be distributed in languages spoken by parents at the school, whenever possible. Notice must be sent at least 10 calendar days prior to the scheduled meeting. The date of distribution shall appear on all notices.

1.2 Location

All meetings, including committee and executive board meetings, must be held in the Association's home school.

1.3 Participation

All eligible members may attend and participate during general membership meetings and may speak to agenda items subject to restriction in these bylaws.

1.4 Observers

Observers may speak and otherwise participate, if acknowledged by the chair.

1.5 Order of Business

The order of business at meetings of the Association, unless changed by the executive board shall be:

- Call to Order
- Reading and Approval of Minutes
- Treasurer's Report
- Principal's Report
- President's Report
- School Leadership Team Report
- Committee Reports

- Old Business
- New Business
- Adjournment

1.6 Quorum

A quorum of 8 members of the Association, including a minimum of 2 executive board members and 6 parent members, shall be required in order to conduct official Association business. Except as otherwise provided in these bylaws, all votes shall be by a majority of the eligible members present and voting.

1.7 Minutes

Minutes of the previous general or special membership meeting shall be available in written form for approval at every general membership meeting. The minutes of any Association meeting must be made available upon request to any member.

1.8 Special Meetings

- (a) A special membership meeting may be called to deal with a matter of importance that cannot be postponed until the next general membership meeting. The President or any Co-President may call a special membership meeting with a minimum of 48 hours written notice to parents stating precisely the topic of the meeting.
- (b) Upon receipt of a written request from at least 5 Association members, the President or any Co-President must call a special membership meeting within 5 calendar days of the request and provide 48 hours written notice to parents.

Section 2. 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 and Ad-Hoc Committees

1.1 Appointment

The President or Co-Presidents will appoint standing committee chairpersons with the approval of the membership. Ad-hoc committees and their chairpersons shall be established by executive board approval, and their chairpersons shall be approved by the membership.

1.2 Fundraising Committee

The First Vice President shall chair the Fundraising Committee. It shall be the responsibility of the Fundraising Committee to plan and execute all fund raising activities approved by the membership. The Fundraising Committee shall collect all monies from such activities, record the income and turn all funds over to the Treasurer or Assistant Treasurer for deposit. At the next membership meeting following a fundraising activity, the First Vice President

shall report all income, expenditures and profit from that activity and shall make sure the event chairperson prepares a written report pursuant to CR A-660.

1.3 Audit Committee

An audit committee shall be formed in accordance with, and shall have the responsibilities set forth in Section 4.1 of Article VIII.

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 or Co-President, First Vice President, Treasurer and Assistant Treasurer shall be authorized to sign checks. All checks require at least 2 signatures, one of which must be the Treasurer or Assistant Treasurer. The 2 signatories of a check may not be related by blood or marriage. Under no circumstances may spouses, siblings, in-laws or other relatives or members of the same household sign the same check. An Association member may not sign a check if she/he has any direct or indirect interest in the expenditure.

Section 3. Budget

3.1 Process

The executive board shall be responsible for the development and/or review of the budget process, which includes:

- (a) The outgoing executive board must review the current budget, annual financial status, accounting, expenditures and outstanding bills and prepare a proposed budget for the next school year. The proposed budget must be presented to and approved by the membership no later than the June meeting.
- (b) The incoming executive board may review the adopted budget in September for presentation and discussion during the September meeting. Budget amendments may be proposed at this time.

3.2 Amendment

The budget may be amended by vote of the general membership at any membership meeting.

3.3 Ordinary Expenditures

All expenditures for budget lines not included in the budget at the time of its adoption must be approved by resolution of the membership. The budget may include a provision for Association administrative expenses. A member may be reimbursed for out-of-pocket expenses if she/he submits receipts. Such

expenses must be approved by the membership. Whenever possible, membership approval should be obtained prior to making an out-of-pocket expenditure. Permissible out-of-pocket expenditures are those directly related to the activities and purposes of the Association, and shall be for no more than \$100 without a resolution approving such expenditure.

3.4 Emergency Expenditures

The executive board is authorized to make emergency expenditures not to exceed the lower of \$500 and the amount allocated to the budget line for the executive board discretionary fund in a budget approved by the membership. 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.

3.5 Contracts

The President or Co-Presidents must sign all contracts or designate a specific person to sign a specific contract, subject to conflict-of-interest provisions of CR A-660.

Section 4. Audit

4.1 Audit Committee

If the Association decides to conduct an internal audit, the President shall request volunteers to form an audit committee. Executive board members who are not eligible signatories on Association checks may serve on the audit committee. The majority of the committee shall be comprised of general members.

4.2 Audit

The audit committee shall conduct an audit of all financial affairs of the Association with the help of the Treasurer who shall make all books and records available to them. The audit committee may also recommend that an external audit of the Association's financial records be conducted.

4.3 Audit Report

The audit committee shall prepare a written audit report or provide copies of the external audit report to be presented to the membership at a general membership meeting, upon completion of their review and investigation. This report shall be included for review and discussion during the June transfer of records.

4.4 Additional Duties

Additional duties of the audit committee may include examining all relevant financial statements and records of disbursements, verifying all Association equipment and ensuring compliance with bylaw provisions for the transaction of funds.

Section 5. Financial Accounting

5.1 Financial Reports

The Treasurer shall prepare the interim Association financial report by January 31st and the annual Association financial report by the June meeting, including all income, expenditures, and other transactions. These reports shall be presented and reviewed by the general membership. Copies of these reports shall be provided to the Principal.

5.2 Financial Records

- (a) The Treasurer and Assistant Treasurer shall be responsible for all funds of the Association and shall keep accurate records in a form consistent with these bylaws and applicable Regulations of the Chancellor. All financial records of the Association including financial reports, tax returns, checkbooks, ledgers, cancelled checks, invoices and receipts, shall be maintained and secured on school premises.
- (b) If annual tax returns are required, the executive board shall determine who is to prepare the returns, and the outgoing Treasurer will be responsible for turning over all records required for the preparation of the required tax returns to that person. The Treasurer shall be responsible for seeing that the Association is in compliance with all tax and government reporting requirements. Copies of all tax returns must be filed in the school.

5.3 Association Funds

- (a) The counting and handling of any cash, checks, or money orders received by the Association must be completed by at least 2 Association members, including the Treasurer or Assistant Treasurer. These Association 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.
- (b) All funds should be deposited in the Association's bank account by authorized executive board members within 1 business day of receipt, but no later than 3 business days. If the deposit will not be made within 1 business day, the executive board must ensure that all funds are secured in a locked location on school premises. The executive board must obtain written acknowledgement from the Principal when Association funds are secured in the school. The Treasurer or Assistant Treasurer and at least one other officer shall transport all funds to the bank. Deposit slips shall identify the source of all deposited funds. All parties involved in financial transactions shall initial the deposit slips.
- (c) No checks may be written to "petty cash" or "cash" as the payee. Signatories may not approve such checks. The Association may not possess or use automated teller machine (ATM) cards, credit cards, or withdrawal slips.

5.4 Fundraising Activities

- (a) The event chairperson or person designated to collect money at fundraising event shall be responsible for recording all payments received and turning over all funds and records to the Treasurer or Assistant Treasurer for deposit. Under no circumstances may fundraiser proceeds be stored in a member's place of work or residence.
- (b) Funds raised for a particular purpose must be allocated solely for the designated purpose (e.g., funds raised for senior dues may only be used to fund payment of activities for students in that grade for that school year). Any funds remaining after full allocation to such designated purpose shall be applied for such other purposes as may be approved by a majority vote of the membership.
- (c) The Principal's written consent is required for fundraising activities held during school hours or on school property. In accordance with Chancellor's Regulation A-610, parents must obtain written approval from the Principal before collecting fundraiser proceeds from students.

Article IX -Offices and Books

Section 1. Corporate Office

The Association shall have a Principal office in the County of New York, City of New York, State of New York.

Section 2. Corporate Books

They shall be kept at the office of the Association correct books of account of the activities and transactions of the Association, including a minute book, which shall contain a copy of the certificate of incorporation, a copy of these bylaws, and all minutes of meetings of the executive board.

Article X -Indemnification

Section 1. Actions by Third Parties

To the extent allowed by law, the Association shall, indemnify any person made or threatened to be made a party to any action, suit or proceeding (other than one by or in the right of the Association to procure a judgment in its favor) whether civil or criminal, by reason of the fact that he is or was a director, officer or employee of the Association, including an action by or in the right of any other Association of any type or kind, domestic or foreign, or any partnership, joint venture, trust, employee benefit plan or other enterprise (hereafter, collectively, "other entity") which any director or officer of the Association served in any capacity at the request of the Association by reason of the fact that he or she, or his or her testator or intestate, was a director or officer of the Association or served such other entity in any capacity, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees, actually and necessarily incurred as a result of such action, suit or proceeding or any appeal therein, if such director

or officer acted in good faith for a purpose which he or she reasonably believed to be, or, in the case of service for any other entity, not opposed to, the best interests of the Association and, in criminal actions or proceedings, in addition, had no reasonable cause to believe that his or her conduct was unlawful, whether or not such person shall be successful in whole or in part. The termination of such civil or criminal action or proceeding by judgment, settlement, conviction, or upon a plea of nolo contendere or its equivalent shall not, in itself, create any presumption with regard to the standards herein above set forth.

Section 2. Actions by the Association

To the extent allowed by law, the Association shall indemnify any person made or threatened to be made a party to an action by or in the right of the Association to procure a judgment in its favor in the same circumstances and to the same extent as provided in Section 1 above, except that no indemnification under this Section 2 shall be made in respect of (1) a threatened action or a pending action which is settled or otherwise disposed of, or (2) any claim, issue or matter as to which such person shall have been adjudged to be liable to the Association, unless and only to the extent, in either of such situations, that the court in which the action was brought, or, if no action was brought, any court of competent jurisdiction, determines upon application that in view of the circumstances of the case, the person is fairly and reasonably entitled to indemnity for such portion of the settlement amount and expenses as the court deems proper.

Section 3. Advancement of Expenses

The indemnification provided for in Section 1 and 2 above shall be mandatory, shall be specifically authorized and/or shall include authority to advance expenses incurred in defending a civil or criminal action or proceeding, in each case, as and where authorized by law.

Section 4. Exceptions to Indemnification

Nothing contained in this Article shall limit any right to indemnification to which any director or officer may be entitled by virtue of authorization contained in (1) a resolution of directors; or (2) an agreement providing for such indemnification, provided that no indemnification shall be made to or on behalf of any officer or director in respect of a judgment or final adjudication adverse to the director or officer which establishes that his or her acts were committed in bad faith or were the result of active and deliberate dishonesty material to the cause of action so adjudicated or he or she personally gained, in fact, a financial profit or other advantage to which he or she was not legally entitled.

Article XI -Dissolution

In the event of dissolution, all of the remaining assets and property of the Association shall, after necessary expenses thereof, be distributed to such organizations as shall qualify under § 503 (c) (3) Internal Revenue Code or corresponding provisions of any subsequent Federal Tax Laws; or to the federal government, or to any state or local government, for a public purpose.

Article XII -Non-Inurement

No part of the net earnings of the of the Association shall inure to the benefit of any member, officer

or board member of the Association, or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization), and no member, officer or board member of the Association or any private individual shall be entitled to share in the distribution of any of the assets on dissolution of the organization.

Article XIII -Restricted Activities

No substantial part of the activities of the Association shall include the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided in Internal Revenue Code § 501 (h)) or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions of these bylaws, the Association is organized exclusively for educational purposes as specified in § 501(c) (3) of the Internal Revenue Code, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under § 501 (c) (3) or corresponding provisions of any subsequent tax laws.

[Remainder of page intentionally left blank]

Article XIV -Amendments and Regular Review of Bylaws

These bylaws may be amended at any regular meeting of the Association by a two-thirds vote of the members present, provided the amendment was presented in writing to the membership at the previous meeting, and appears in the notice of the meeting at which it is to be amended.

Amendments are effective immediately unless otherwise specified. A thorough review of these bylaws shall be conducted every 3 years. All provisions of these bylaws must conform to CR A-660 and Department of Education guidelines.

In the event that these bylaws contain any provision that conflicts with CR A-660, the provisions of the regulation shall be deemed controlling. All remaining provisions of these bylaws that are not in conflict with CR A-660 shall remain in full force and effect.

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.

These bylaws as set forth above have been voted on and approved by the membership. The most recent amendment was approved, in accordance with the provisions of this Article, at the membership meeting held on November , 2017.

Signed on November , 2017 by:

/s/ Lauren Levin
Lauren Levin, Co-President

/s/ Ann Lindenbaum
Ann Lindenbaum, Co-President

/s/ Jill Deane
Jill Deane, Recording Secretary

Filed with the Principal on November , 2017