

MOUNDS PARK ACADEMY PARENTS ASSOCIATION BYLAWS

**Revised and restated at the October meeting of the MPAPA Board in the
2009/2010 school year**

ARTICLE 1. NAME. The name of the organization shall be the “Mounds Park Academy Parents Association” (“MPAPA” or “Association”).

ARTICLE 2. MISSION. MPAPA is an organization of volunteers who actively support the MPA mission and promote community within the school.

A. We foster a growing Pre-K - 12 community that promotes understanding, trust and positive opportunities.

B. We facilitate family and school communication by gathering, coordinating and sharing information.

C. We offer a variety of opportunities for family participation in the life of the school.

D. We fundraise to give our students additional resources for learning.

E. We provide support to acknowledge and encourage the excellence of our faculty, administration and volunteers.

ARTICLE 3. MEMBERS. All parents and guardians of current students of Mounds Park Academy are members of the MPAPA.

ARTICLE 4. RELATIONSHIPS. The MPAPA reports to the Board of Trustees of the school. The MPAPA president will consult regularly with the Board Chair and Head of School to ensure that MPAPA goals and activities are aligned with other school/board policies and initiatives. The prior year’s MPAPA president will serve as liaison to the Board of Trustees. Joint planning meetings of the Executive Committee of the Board of Trustees and the MPAPA Board shall be held each year. In addition, to further ensure consistent communication between the Board of Trustees and the MPAPA Board, MPAPA board members may be asked to sit on board committees. Although the MPAPA reports to the MPA Board of Trustees, many of the MPAPA’s activities, programs, and issues relate to the day-to-day life of the school. In these cases, the MPAPA point of contact will be the Head of School. The Head of School may choose to include the three division directors, as well as other faculty and staff members, in these discussions as appropriate.

ARTICLE 5. MPAPA BOARD.

Section 1. The management of the MPAPA shall reside in a Board (the “MPAPA Board”) consisting of the elected officers of the MPAPA. The officers of the MPAPA shall be those designated below and such other officers as the MPAPA Board may designate from time to time. The officers shall be members of the Association and more than one member can share any office and serve as a co-officer at any time.

A. **President.** The president shall be the chief executive officer of the Association. The president of the MPAPA shall preside at all meetings of the Association and of the MPAPA Board. The president shall establish and appoint,

with the approval of the MPAPA Board, the members of any and all standing and temporary committees that the MPAPA Board deems appropriate. The president shall also perform such other specific responsibilities as may be established by agreement of the Association.

B. Vice President. The vice president shall assume the duties of the president in his or her absence from duly called meetings of its members or the MPAPA Board and shall perform such other specific responsibilities as may be established by the president or the MPAPA Board.

C. Secretary. The secretary shall keep minutes of all proceedings of the MPAPA and the MPAPA Board and shall make an accurate and proper record of the same. The secretary shall be responsible for the preparation and distribution of reports of the MPAPA and for other communications to its members and shall perform such other specific responsibilities as may be established by the president or the MPAPA Board.

D. Treasurer. The treasurer shall be responsible for the supervision of all financial matters of the MPAPA and for preparing a financial report at the end of each school year. The treasurer will perform such other specific duties as may be established by the president or the MPAPA Board.

E. Board Representative. The representative to the MPA Board of Trustees shall serve as a full member of that Board, or in the case of co-representatives, shall serve as co-members to that Board, sharing one voting seat on the board. The representative shall serve as liaison between the MPA Board of Trustees and the Association and shall represent the interests of the members of the Association in that capacity.

F. Division Chairs. Each division chair (Lower School, Middle School, and Upper School) shall preside at all PA meetings of their respective divisions. The division chairs will consult regularly with the Division Directors to ensure that MPAPA activities are aligned with division policies and initiatives. Each division chair shall establish and appoint the members of any and all temporary committees that the MPAPA Board deems appropriate. The Division Chairs will perform such other specific duties as may be established by the president of the MPAPA Board.

Section 2. All officers will serve one-year terms. Officers may serve more than one consecutive term. It is strongly recommended that the vice president serve as president-elect and move into the position of president the following year in order to provide continuity from year to year. The president will be expected to move into the MPA Board representative position after serving the one-year term of office.

Section 3. A vacancy occurring in the office of the president during the term shall be filled by the vice president except in the event where a remaining co-president elects to stay on as president. A vacancy occurring in the office of the vice president during the term shall be filled by election of the MPAPA members as soon as reasonably possible thereafter except in the event where a remaining co-vice president elects to stay on as vice president. Vacancies occurring in the offices of secretary, treasurer, board representative, division chair or in other offices shall be filled by appointment by the president, subject to approval of the MPAPA Board, for the unexpired term of the office.

Section 4. The officers of the MPAPA shall be elected by its members. Candidates for office shall be accepted from the members, whose candidacy shall be published in meeting minutes and/or school newsletter or similar publication available to all members, including electronic publication, prior to the election. Officers shall be elected by a plurality of votes from among those votes cast in person, or by proxy (as provided in Article 9, Section 3 below) at the specified meeting.

Section 5. The MPAPA Board shall meet at least quarterly at times convenient to its members. MPAPA Board meetings may be held electronically as described in Article 7, Section 2 below.

Section 6. A quorum shall consist of two-thirds of the MPAPA Board (present in person or electronically) and is necessary to transact business at any meeting of the Board.

Section 7. Any motion coming before the MPAPA Board shall be decided by a majority of those voting on the motion at a meeting at which a quorum is present.

Section 8. Committees, either standing or special, shall be established by the MPAPA Board from time to time as determined to be necessary by the MPAPA Board. The president shall request volunteers to serve on committees. Committee chairs shall be approved by the MPAPA Board, and members of the MPAPA Board may sit on the committees.

Section 9. The MPAPA Board shall publish and distribute an annual report to all parents and guardians of MPA students within 30 days of the beginning of the next school year to include, but not be limited to, the following:

- A. Financial Report;
- B. List of the MPAPA Board officers and their respective offices;
- C. Summary of the activities the MPAPA and of each MPAPA committee;
- D. Invitation to become active in the MPAPA.

ARTICLE 6. DUES. From time to time, the MPAPA Board may designate dues for membership in the Association.

ARTICLE 7. MEETINGS OF THE MPAPA.

Section 1. General and Division meetings of the MPAPA shall be held from time to time. Officers of the MPAPA shall be elected at the final MPAPA meeting of the school year.

Section 2. Electronic Meetings. A conference among members of the Association (or the MPAPA Board) by a means of communication through which the participants may simultaneously hear or read each other's comments during the conference constitutes a meeting if (a) the same notice is given as would be required for a meeting held in person and (b) the number of participants in the conference constitutes a quorum. Participation in such a meeting is equivalent to personal presence at a meeting.

ARTICLE 8. QUORUM. For general meetings of the MPAPA, a quorum shall consist of fifty percent (50%) of the grade representatives present at the meeting whether in person, electronically (pursuant to Article 7, Section 2 above), by proxy, or by written consent.

Section 1. Grade Representatives. Grade representatives are members of the Association who agree to serve the Association on behalf of a whole grade for the school year. More than one member can serve a grade or grades in this non-elected position. The grade representatives function under the direction of the Vice President.

ARTICLE 9. VOTING.

Section 1. General. For purposes of voting on any motion which shall come before a general meeting of the MPAPA or for purposes of electing officers of the MPAPA, each family of children at MPA shall have one vote. The affirmative vote of a majority of votes cast at a duly held meeting shall be sufficient for any action.

Section 2. Written Consents. An action required or permitted to be taken at a duly held meeting of the MPAPA or the MPAPA Board may be taken by written action signed or consented to by authenticated electronic communication by the number of members that would be required to take the same action at a duly held meeting at which the members were present in person. To be authenticated, such electronic communication must be received by the secretary of the MPAPA Board (or designee) by a specified date and must contain information from which the secretary or agent can reasonably conclude that the communication was sent by the purported sender. Members failing to respond by the specified date shall be assumed to be abstaining. When written action is taken by less than all of the members, all members shall be notified of the action and the effective date as soon as possible after the action is taken, except that failure to provide such notice does not invalidate the written action.

Section 3. Proxy Voting. Members of the MPAPA or the MPAPA Board may vote on any matter by the delivery of their proxy vote in written form (whether by paper copy, electronic copy, or facsimile) to the secretary of the MPAPA Board any time before action is taken on the matter by the Association or the Board. A proxy vote may be rescinded by the delivery of a written rescission (whether by paper copy, electronic copy, or facsimile) to the secretary of the MPAPA Board (or designee) any time before action is taken on the matter by the MPAPA or the MPAPA Board.

ARTICLE 10. AMENDMENT OF BYLAWS. These bylaws may be amended by majority vote of the members present in person or by proxy (pursuant to Article 9, Section 3 above) at a duly held meeting at which a quorum is present.

ARTICLE 11. FINANCES.

Section 1. Payments. All checks or other orders for the payment of money shall be signed by the Treasurer or such other person or persons designated by the MPAPA Board.

Section 2. Deposits. All funds of the MPAPA shall be deposited to the credit of the Association in such bank or other financial institution as designated by MPA as the school's primary depository from time to time.

Section 3. Distribution of Funds Raised. All funds raised by the MPAPA, whether raised through collection of annual dues, receipt of donations, specific fundraising activities, or otherwise shall be used to further the school's mission and programs as described in the MPAPA mission statement in Article 2 above and to pay MPAPA normal operating expenses. The method for determining uses for the funds

shall be determined by the MPAPA Board (or an MPAPA Board appointed committee) in consultation with the Head of School, MPA Board of Trustees and other members of the administration as necessary in order to become fully aware of school priorities so that its funds will be distributed in a manner which reflects these priorities. The method for determining uses for and disbursing funds for each year shall be described in a written gifting program and procedures document and shall be communicated to the MPAPA members at least annually.

Section 4. Financial Aid Endowment Donation. Each year, ten percent (10%) of the annual net fundraising profit of the MPAPA (other than profit from the MPA Book Festival) shall be given to the school with the restriction that these funds shall become a part of the financial aid endowment fund.

Section 5. Library Donation. Each year, the net proceeds of the MPA Book Festival shall be donated to the library for the benefit of MPA students.

ARTICLE 12. CONTRACTS.

Section 1. Neither the Association nor the MPAPA Board shall have the authority to act on behalf of MPA or to bind MPA to any obligation, liability or contract.

Section 2. All contracts or agreements entered into by the Association or the MPAPA Board for amounts in excess of \$100.00 must be signed by the MPA Business Manager or other authorized MPA representative.

ARTICLE 13. MISCELLANEOUS.

Section 1. Wherever used herein, as appropriate, the singular form includes the plural and the plural form includes the singular.