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| **North Penn Coordinating Council** |
| 401 E. HANCOCK STREET, LANSDALE, PA 19446 |

 **BYLAWS**

**ARTICLE 1- NAME**

**SECTION 1**

The name of this incorporated non-profit organization shall be North Penn Coordinating Council Inc., hereinafter referred to as the “Council.”

**SECTION 2**

The registered office of the Council shall be 401 Hancock Street, Lansdale, Pennsylvania, 19446.

**ARTICLE II- OBJECTIVE**

**SECTION 1**

The objective of the Council shall be to provide a forum for parents of the North Penn School District to exchange ideas and to promote an ongoing relationship between the schools, administration, board and community. The Council shall also promote the advocacy of educational purposes and the support of educational institutions within the community, so long as such advocacy and such institutions comply with the requirements for exempt organizations under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.

**SECTION 2**

The purpose of this Council shall be to support the educational objectives in the community. These objectives shall be developed through meetings, committees and projects conducted by the Council.

**SECTION 3**

The Council has been established pursuant to the Pennsylvania Non-Profit Corporation Law, Section 5511 as a non-profit organization.

**ARTICLE III- BASIC POLICIES**

**SECTION 1**

The name of the Council or the names of any members in their official capacity shall not be used for any commercial, partisan or sectarian purpose.

**SECTION 2**

This Council may cooperate with other organizations active in child welfare.

**SECTION 3**

The Council is intended to function as an institution of purely public charity within the community. In the event of the dissolution of this Council, the assets will be distributed in accordance with paragraph 11 of the Articles of Incorporation of this Council in a manner determined by the Executive Board so as to comply with those provisions.

**SECTION 4**

The Council has adopted a record retention policy that details the retention period of Council records.

**ARTICLE IV - MEMBERSHIP AND DUES**

**SECTION 1**

Parent groups of the North Penn School District who are interested in the objectives of the

Council may become a chapter member with representation as hereinafter provided. Chapters and their representatives shall abide by these Bylaws.

**SECTION 2**

All representatives of the Council shall be parents of North Penn School District students to be designated in the following manner: each chapter member shall name at least one representative to serve on the Council for a one-year term and may name an alternate who may serve in conjunction with or in the absence of the first representative. Chapter members shall have a single vote when conducting Council business.

**SECTION 3**

Annual dues of membership shall be set by a majority vote of Council in April of each year. Dues will be required to defray operating costs. In the event additional expenses are incurred, fees may be assessed to each chapter member (refer to Article V, Section 3).

**SECTION 4**

Membership in this Council is not transferable or assignable.

**SECTION 5**

The Executive Board, by an affirmative vote of two-thirds of all of the members of the Board, may suspend, expel or terminate a chapter member who conducts any activity that would jeopardize the tax-exempt status of the Council or who fails to abide by the reporting requirements necessary for the Council to maintain tax-exempt status.

If a group wishes to remove themselves from the Council for the next fiscal year, they must comply with all IRS guidelines regarding removal. If they then choose to rejoin the Council, they must wait a full fiscal year before being accepted back as a member. The group(s) must notify the Council that they wish to leave in writing prior to the end of the then current fiscal year (June 30).

**ARTICLE V - FINANCE**

**SECTION 1**

The fiscal year of the Council will begin July 1 and end June 30of each year.

**SECTION 2**

A proposed annual budget of estimated income and expenses and a statement of financial position showing assets and liabilities of the Council shall be prepared by the Treasurer prior to the September Council meeting.

**SECTION 3**

The Executive Board shall cause the chapters to file all reports and registration forms that may be required annually or otherwise by any federal, state or local government agency and shall be authorized to hire accountants or other professional personnel as the Executive Board deems necessary and competent for this purpose. Noncompliant chapters may be assessed fees for professional services required to bring them into compliance.

**ARTICLE VI- OFFICERS AND ELECTIONS**

**SECTION 1**

The officers of this Council, at a minimum, shall consist of a President, Executive Vice President, Recording Secretary; Corresponding Secretary and Treasurer, which collectively shall form the “Executive Board.” Other officers may include up to two level Vice Presidents at the elementary level, up to three (one from each) level Vice Presidents at the middle school level, and up to two level Vice Presidents from the high school level.

**SECTION 2**

Officers shall assume their duties in the month of July, following their election and shall serve for a term of one year.

**SECTION 3**

No officer shall be eligible for the same office for more than two consecutive terms unless the eligibility requirement for each such officer is waived by a two thirds majority vote of the Council at a regularly held meeting.

**SECTION 4**

It would be preferred that the President and Executive Vice President of the Council have served one year on the Executive Board of an elementary, middle or high school level executive board prior to holding an Executive Board position for the Council. Members must attend a majority of the Council meetings in a given year to be eligible to hold an Executive Board position the following year. The candidate for President shall not be permitted to concurrently serve on a elementary, middle or high school level executive board as President during

his or her term on the Executive Board.

**SECTION 5**

A nominating committee shall be appointed by the President during the month of January, which committee shall consist of at least one non-Executive Board officer and up to three members. The nomination committee shall present the names of one or more nominees for each Executive Board office to the Council prior/at the March meeting. The Council members may make additional nominations at that time. Consent of each candidate must be received before his or her name is placed in nomination.

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**SECTION 6**

Officers shall be elected by majority vote in April.

**SECTION 7**

Any vacancy occurring during the term of office may be filled by a majority vote of the Council present at a given meeting. Similarly, if the nomination process has been fully exhausted and a vacancy remains on the slate of officers presented for a vote in April, the opening may be filled by a majority vote of the Council present at the meeting.

**ARTICLE VII- DUTIES OF OFFICERS**

**SECTION 1**

The President shall: preside at all meetings of the Council, be a member ex officio of all committees except the nominating committee; maintain Council archives; perform all other duties usually pertaining to the office.

**SECTION 2**

The Executive Vice President shall act as an aid to the President; perform the duties of the President in the absence of that officer.

**SECTION 3**

The President shall organize and host at least two meetings a year for the Presidents of the elementary Home and School Associations and for the Presidents or representatives of the chapter member parent booster organizations and secondary level home and school associations as needed.

**SECTION 4**

The Recording Secretary shall: record and maintain the minutes of all meetings of the Council during the fiscal year; transfer the minutes to the archives at the end of the fiscal year; perform such duties as may be delegated or in any way deemed appropriate.

**SECTION 5**

The Corresponding Secretary shall handle all correspondence of the Council, notify all members of meetings, and chart the attendance of chapter representatives. If a chapter member is not represented at three (3) consecutive meetings, the Corresponding Secretary shall contact its representative to help ensure active participation.

**SECTION 6**

The Treasurer shall: have custody of all funds of the Council; keep a full and accurate account of receipts and expenditures; shall make disbursements as authorized by another Council Executive Board officer; provide a copy of the monthly bank statement and a Treasurer’s report to the Executive Board. The Treasurer shall be responsible for collecting semi-annual reports from all chapter members, reviewing them for reasonableness and preparing a consolidated compilation of chapter members' financial information on an annual basis. The Treasurer shall direct the chapter members to collect the information needed for IRS Form 1099 MISC annually and to file the required forms in a timely manner. In order to facilitate these processes, the Treasurer shall hold semi- annual meetings to provide information to and educate the chapter member Treasurers. The Treasurer shall maintain and update a Treasurer’s manual to be distributed as needed. The Treasurer shall be responsible for the maintenance of such books of accounts as required and arrange for all filings and reports to be completed as referenced in Article V, Section 3. The Executive Board of the Council may determine that certain duties of the Treasurer may be fulfilled by the hiring of an independent consultant bookkeeper. An agreement for services would be entered into with the approval of the Executive Board and the costs associated with this service included in the budget. Costs associated with these services may be charged back to the chapter members as described in Article IV Section 3.

**ARTICLE VIII - EXECUTIVE BOARD**

**SECTION 1**

The officers of the Council shall constitute the Executive Board.

**SECTION 2**

The Executive Board shall have general supervision of the affairs of the Council between business meetings; and shall assist the President in preparing the agenda for the next Council meeting.

**SECTION 3**

Meetings of the Executive Board shall be held as needed during the school year and can be called by any member of this Executive Board. Only the members of the Executive Board may vote on issues before the Executive Board.

**ARTICLE IX - MEETINGS AND QUORUMS**

**SECTION 1**

Meetings shall be held regularly during the school year and are open to the public. Only the designated representatives from each chapter member of the Council may vote during the Council's business meetings. Rules of Order shall apply to all general meetings.

**SECTION 2**

A quorum shall consist of a majority of members in attendance at a given meeting.

**SECTION 3**

Procedure: Roll call will be taken on all votes and be recorded by any member of Council.

**ARTICLE X - AMENDMENTS**

**SECTION 1**

These Bylaws may be amended at the regular meeting of the Council by a two-thirds vote of the members present and voting Written notice of the proposed amendment(s) shall be given at least two weeks preceding that regular meeting.

**SECTION 2**

A committee may be appointed to submit a revised set of Bylaws as a substitute for the existing Bylaws (only) by a majority vote at a regular meeting of the Council. The requirements for adoption of a revised set of Bylaws shall be the same as in the case of an amendment.

**SECTION 3**

In no event shall any amendment to these Bylaws be adopted which shall contravene or conflict with the charitable purposes and dissolution provisions set forth herein.

The Bylaws of the North Penn Coordinating Council, Inc. herewith have been presented to the general membership, and approved and accepted this \_\_\_\_\_\_\_\_ day of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, 2019.

Accepted by:

President, Tanja Ewing

Treasurer, Jennifer Toften

Vice President & Secretary, Jennifer Diffley