

# CHALLENGE TO EXCELLENCE PVA

## PARENT VOLUNTEER ASSOCIATION DEDICATED TO SUPPORTING OUR SCHOOL

### BYLAWS OF CHALLENGE TO EXCELLENCE PVA

#### **Article I: Name**

The name of this organization is Challenge to Excellence Parent Volunteer Association, (heretofore to be called "PVA"), a Chapter of Douglas County Educational Foundation (DCEF). The address shall be 16995 E. Carlson Drive, Parker, CO 80134. This organization is a non-profit organization that exists for charitable and community building purposes.

#### **Article II: Mission**

**Section 1.** The purpose of PVA is to promote and encourage fundraising & community building events to enhance students' educational experience. The PVA shall adhere to the administrative activities of C2E and its policies.

**Section 2.** PVA will engage in planning and executing community events and fundraisers, approved by school administration, that are dedicated to offering the school and students' educational and social opportunities that are not available through school budget allocations.

**Section 3.** All persons attending PVA meetings or any functions sponsored by the PVA, in any manner, are subject to the regulations set forth within these bylaws.

#### **Article III: Members**

**Section 1.** Any parent, guardian, or other adult standing in loco parentis for a student at the school may be a member and shall have voting rights. Any teacher or non-teaching staff member employed at the school may be a member and shall have voting rights.

**Section 2.** Any member who does not uphold the policies or subscribe to these bylaws can have membership and/or voting rights revoked.

#### **Article IV: Officers and Elections**

**Section 1. Officers.** The officers shall be a principal designee, a president, vice president, secretary and treasurer. The appendix contains detailed definitions of officer roles and responsibilities.

- a. **President.** The president shall preside over meetings of the organization and executive board, serve as the primary contact for the principal, or principal designee, represent the organization at meetings outside the organization, serve as an ex officio member of all committees, and coordinate the work of all the officers and committees so that the purpose of the organization is served.
- b. **Vice President.** The vice president shall assist the president and carry out the president's duties in his or her absence or inability to serve.
- c. **Secretary.** The secretary shall keep all records of the organization, take and record minutes, prepare the agenda, handle correspondence, and send notices of meetings to the membership. The secretary also keeps a copy of the minutes book, bylaws, and any other necessary supplies, and brings them to meetings.
- d. **Treasurer.** The treasurer shall receive all funds of the organization, keep an accurate record of receipts and expenditures, and pay out funds in accordance with the approval of the executive board. He or she will maintain a monthly financial statement and present a full report at the end of the year.

**Section 2. Nominations and Elections.** Elections will be held during April of each school year for the following year. Nominations are solicited at the regularly scheduled March meeting. Each nominee shall be allowed to submit a brief statement regarding his or her desire and qualifications for the nominated office. A ballot is distributed to all parents via the Thursday Folder or e-mail. The Executive Board counts and records the vote prior to the May meeting where the

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new officers are announced. During the May general meeting the officers transition to ensure continuity between the academic years.

**Section 3. Eligibility.** Members are eligible for office if they have attended at least one PVA General Meeting and volunteered in at least one PVA Event. Only members in good standing will be allowed to be elected Board Members or Committee Chairs. Board members should be dedicated to the enrichment of the school experience of the students and willing to commit to PVA activities.

**Section 4. Terms of Office.** Officers are elected for one year with the exception of vice president who becomes president the following year, thus serving a two-year term. Each person shall hold only one office at a time. There are no term limits.

**Section 5. Vacancies.** If there is a vacancy in the office of president, the vice president will become the president. At the next regularly scheduled meeting, a new vice president will be elected. If there is a vacancy in any other office, members will fill the vacancy through an election at the next regular meeting.

**Section 6. Removal from Office.** Officers can be removed from office without cause by a two-thirds majority of those present (assuming a quorum) at a regular meeting where previous notice has been given. Officers will be removed from office immediately when cause is determined.

### **Article V: Executive Board**

**Section 1. Membership.** The Executive Board shall consist of the officers and principal, or designee. Each member has one vote.

**Section 2. Duties.** The duties of the Executive Board shall be to establish meeting times and locations, participate in all meetings, transact business between meetings in preparation for the general meeting, create standing rules and policies, create and support standing and temporary committees, prepare and submit a budget to membership, approve variances to the budget, approve committee budgets, approve event proposals and planning sheets, and prepare reports and recommendations to the membership.

**Section 3. Contracts.** All contracts shall be signed by at least one member of the Executive Board.

**Section 4. Meetings.** The Executive Board will meet a minimum of twice per year, once prior to the school year beginning to approve committee budgets and calendars and again prior to the end of the school year to determine status for the current year and begin transition planning for following academic year. Special meetings may be scheduled when warranted.

**Section 5. Quorum.** Two-thirds of the Executive Board represents a quorum.

### **Article VI: Meetings**

**Section 1. Regular Meetings.** PVA shall meet five (5) times per academic year, generally September, November, January, March, and May. The meeting schedule will be published in May of the preceding academic year and posted to the school website. The annual meeting will be held in September. The annual meeting is required for all chairpersons and is for coordinating plans for the year. Postings of meeting dates 24 hours prior to actual meetings are Colorado Law.

**Section 2. Special Meetings.** Special meetings may be called by the president, any two members of the executive board, or five general members submitting a written request to the secretary. Previous notice of the special meeting shall be sent to chairpersons and members at least 10 days prior to the meeting.

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**Section 3. Quorum.** The quorum shall be two-thirds of the members present from the organization.

**Section 4. Voting.** A simple majority vote of the membership present at General Meetings is required for passage of any voting issue. Alternative voting methods (i.e. phone or E-mail) may be utilized as deemed necessary by the president, vice president and principal.

### Article VII: Committees

**Section 1. Leadership.** All PVA committees will have a minimum of one chairperson and an alternate (if deemed necessary). All members are eligible to be chairpersons. Members who are interested in becoming a chairperson shall meet with either the president or vice president to better understand the roles and responsibilities of the position and to make sure it's a good fit.

**Section 2. Membership.** All PVA members are eligible to be a committee member. Volunteers are solicited at the beginning of the year via the online and in-school C2E registration process as well as periodically throughout the year.

**Section 3. Duties.** PVA will consist of multiple committees responsible for scheduling events, determining and maintaining a budget, obtaining administrative approval via the PVA Event Planning Sheet, and executing events. PVA events or fundraisers shall be approved by the school administration. A more detailed description of chairperson duties is in the Appendix.

**Section 4. Committees.** The Executive Board will create committees as deemed necessary and/or assign members to any ad hoc positions as deemed necessary. These committees are either Enrichment (non-income producing) or Fundraising (income producing).

### Article VIII: Finances

**Section 1.** The PVA Board shall prepare and submit a tentative annual budget for the following year to school administration and DCEF by the end of C2E's academic school year.

**Section 2.** The PVA shall retain a minimum of \$2,000 in the organization's bank accounts at the end of each fiscal year in order to fund operations of the coming fiscal year.

**Section 3.** Any adjustments to the annual budget require a two-thirds majority of the Executive Board.

**Section 4.** The treasurer shall keep accurate records of any disbursements, income, and bank account information.

**Section 5.** The Executive Board shall approve all expenses of the organization.

**Section 6.** Two authorized signatures are required on each reimbursement request and each deposit.

**Section 7.** All bank accounts are owned by DCEF, and DCEF issues all checks.

**Section 8.** The treasurer shall reconcile the account monthly and distribute a report of the budget to all chairpersons and officers.

**Section 9.** A current statement of the finances may be requested by an officer, school administrator, member, or DCEF administrator at any time. The treasurer will present this information within 72 hours of the request.

**Section 10.** Upon the dissolution of the organization, any remaining funds should be used to pay any outstanding bills and, with the membership's approval, spent for the benefit of the school.

**Section 11.** The fiscal year shall begin July 1<sup>st</sup> and end June 30<sup>th</sup> of the following year.

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**Section 12.** Allocation of funds or receipt of money will be managed by the DCEF and any designation will be determined by school administration. PVA recommendations of funds raised from their respective events to be designated towards something specific shall be made to school administration.

### **Article IX: Parliamentary Authority**

Robert's Rules of Order shall govern meetings when they are not in conflict with the PVA bylaws.

### **Article X: Standing Rules**

Standing rules may be approved by the Executive Board, and the secretary shall keep a record of the standing rules for future reference.

### **Article XI: Dissolution**

The organization may be dissolved with previous notice (14 calendar days) and a two-thirds vote of those present at the meeting, assuming a quorum.

### **Article XII: Amendments**

These bylaws may be amended at any general or special meeting, providing that previous notice was given in writing at the prior meeting and then sent to all members of the organization by the secretary. Bylaws must be reviewed by the Executive Board a minimum of every two (2) academic years. Amendments may be approved by a two-thirds vote of those present, assuming a quorum.

### **Article XIII: Conflict of Interest Policy**

**Section 1. Purpose.** The purpose of the conflict of interest policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

### **Section 2. Definitions.**

- a. Interested Person.** Any director, principal officer, or member of a committee with executive board-delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
- b. Financial Interest.** A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
  - i. An ownership or investment interest in any entity with which the organization has a transaction or arrangement;
  - ii. A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement; or
  - iii. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the organization is negotiating a transaction or arrangement. "Compensation" includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Section 3b, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

### **Section 3. Procedures.**

- a. Duty to Disclose.** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with executive board-delegated powers who are considering the proposed transaction or arrangement.
- b. Determining Whether a Conflict of Interest Exists.** After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the executive board or

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committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide whether a conflict of interest exists.

### **c. Procedures for Addressing the Conflict of Interest.**

- i. An interested person may make a presentation at the executive board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- ii. The chairperson of the executive board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- iii. After exercising due diligence, the executive board or committee shall determine whether the organization can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- iv. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the executive board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

### **d. Violations of the Conflict of Interest Policy.**

- i. If the executive board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- ii. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the executive board or committee determines that the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

**Section 4. Records of Proceedings.** The minutes of the executive board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest; the nature of the financial interest; any action taken to determine whether a conflict of interest was present; and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement; the content of the discussion; including any alternatives to the proposed transaction or arrangement; and a record of any votes taken in connection with the proceedings.

### **Section 5. Compensation.**

- a. A voting member of the executive board who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the executive board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

**Section 6. Annual Statements.** Each director, principal officer, and member of a committee with executive board-delegated powers shall annually sign a statement which affirms that such person:

- Has received a copy of the conflict of interest policy;
- Has read and understood the policy;
- Has agreed to comply with the policy; and
- Understands that the organization is charitable and that in order to maintain its federal tax exempt status it must engage primarily in activities which accomplish one or more of its tax exempt purposes.

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**Section 7. Periodic Reviews.** To ensure that the organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted.

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### Appendix

#### **Appendix A. President Duties**

Typical Duties:

- Set Meeting Dates/Times/Locations
- Collect Event Date/Times/Locations for Master Calendar by May 10<sup>th</sup>
- Recruit/Interview Chairs to be staffed prior to the start of school year
- Meet with Leadership to understand/confirm School Procedures and any changes
- Approve Event Planning Sheets and submit for administration approval at least 30 days prior to event
- Approve Budget Projections
- Approve Budget Monthly and forward to Chairs
- Approve Committee Flyers and Newsletter inputs and submit to DCEF for approval when required
- Confirm PVA Press submissions were emailed to front office by Tuesday at noon
- Collect Committee Budgets after each event
- PVA Membership email distributions
- Create/Distribute "What's Goin' On?" Bi-monthly input to PVA Press Newsletter
- DCEF Financial Report in May
- Prepare Master Event Calendar with VP for following school year and send to Principal for approval of all events and/or proposals with suggested dates by May 15<sup>th</sup>
- Represent PVA at monthly School Accountability Committee (SAC) meetings throughout the year
- Prepare Presentations, handouts, and materials for, at a minimum:
  - School Registration
  - PVA Kick-off meeting
  - Back-to-School PARENT meeting
  - DCEF Meetings

Meeting Prep:

- Get any changes regarding Agenda to Secretary 1 week before meeting
- Notify and invite individuals needing to present at meeting 1 week prior to actual meeting

During the Meeting:

- Discuss any issues/resolutions and track upcoming events

#### **Appendix B. Vice President Duties**

Typical Duties:

- Functions as President's Co-Chair
- Collect Committee Event Date/Times/Locations for Master Calendar
  - Chairs send President and Vice Present event dates by April 15<sup>th</sup>
  - VP assists President to compile master calendar and checks for conflicts by April 30<sup>th</sup>
  - Members submit event proposals to VP by May 1<sup>st</sup>
  - VP forwards event proposals to President by May 10<sup>th</sup>
  - Coordinates with the Volunteer Coordinator, that website is updated via school webmaster (new events, event changes) by July 15<sup>th</sup>
  - Recruit/Interview Event Chairs for assignment by August 1<sup>st</sup>
- Meet with Leadership to understand/confirm School Procedures
- Monitor Budget Projections
- Monitor Budget Monthly
- Assist PVA President with any Presentations

Meeting Prep:

- Verify agenda with other executives before meeting
- Notify and invite individuals needing to present at meeting 1 week prior to actual meeting

During Meetings:

- Discuss any issues/resolutions and upcoming events

#### **Appendix C. Secretary Duties**

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- Prepare PVA Press Newsletter twice monthly, at a minimum or as needed for event notifications
- Email approved PVA Press submissions to C2E front office by Tuesday at noon for Thursday folder distribution

### Meeting Prep:

- Create agenda, email to President and VP for approval, then to Chairs 1 week before meeting
- Forward approved agenda to Administration for posting on entry to school for review
- Disseminate previous meetings minutes to Executive Board for review 24 hours prior to scheduled meeting
- Print 6-8 copies of the previous meetings minutes for review at scheduled meeting
- Maintain and print sign-in sheet for scheduled meeting

### During the Meeting:

- Distribute the sign-in sheet
- Distribute the copies of the previous meeting minutes to each table
- Secretary's Report: Ask for comments on the previous meeting's minutes, record motion to approve and second
- Record the meeting minutes for each committee following the meeting template (Capturing action items and referenced goals and end results)
- Collect the sign-in sheet

### Post Meeting:

- Within 72 hours, draft meeting minutes and distribute to executive board for review and comments
- Finalize meeting minutes and distribute to the DCEF and to the school to post on website
- Record Meeting Attendance from sign-in sheet, so we can determine which committees have representation at the meetings

## Appendix D. Treasurer Duties

### Typical Duties:

- Collect Cash/Check deposit forms and money
  - Re-count monies and deposit at BANK
  - Copy deposit log; keep copy and deposit slip for records
  - Send original deposit log and bank receipt to DCEF through inter-district mail
  - Enter deposit information in Excel Spreadsheet "Register" tab and file hard copy in treasurer binder
- Collect Reimbursement Request forms
  - Copy reimbursement request form and actual receipts
  - If paying a vendor providing a service for the Parent Volunteer Association, make sure a W-9 form is on file with the foundation
    - If no W-9 already on file, ensure a completed W-9 is attached to original expense request form
  - Send original form to DCEF through inter-district mail
  - Enter expense information in Excel Spreadsheet "Register" tab and file hard copy in treasurer binder
- Confirm Cash/Check log and Master Budget Reconciliation
- Update Master Budget and email to Executive Staff monthly
- Enter monthly revenue and expenses into Income Statement worksheet in Excel spreadsheet
  - Reconcile Income statement monthly against all committee chair budgets, and DCEF statement
- Track Company matching funds
  - Upon notification of a company match request, notify DCEF
  - Once match verification form is received by DCEF, DCEF will notify Treasurer confirmation of donation/volunteer hours
  - DCEF will then sign and return match form to the appropriate company
  - If a company sends a donation/match to DCEF, DCEF will notify Treasurer when amount is received & credited
  - Enter deposit information in Excel Spreadsheet "Register" tab and file a copy of the email in treasurer binder
- Research variances between committee budget reports and Master Budget
- Process NSF checks

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- Send request for payment to individual whose check did not clear the bank (use template letter)
  - Reduce committee income on Excel spreadsheet Cash/Check log
  - Notify committee of the reduction of income if the money is uncollectible
  - Prepare annual budget by entering committee data into Master Budget as required
  - Reconcile petty cash fund and provide committee chairs with petty cash as necessary
  - Ensure best accounting practices and good internal controls are used by committee chairs & executive staff
  - Attend meetings, Executive, committee or emergency meetings as scheduled
  - Respond to daily communications (inquiries, votes, etc.)
- Meeting Prep:
- Create brief presentation to discuss financial updates that occurred since last meeting
- During Meetings:
- Discuss any issues/resolutions as they pertain to financials

### Appendix E. Committee Chair Duties

#### Typical Duties:

- Begin events planning process
  - Recruiting volunteers to staff events. Get list of volunteers from Volunteer Coordinator
  - Submit Event Planning Sheet to President for signed approval at least one month prior to event (available in softcopy online)
  - Scheduling/Planning meetings with Co-Chairs/Alternates and volunteers
  - Staying at or below Expense Budget
  - Meeting or exceeding Income Budget
  - Submitting Reimbursement forms and attached receipts or invoices to the Treasurer Folder
  - Submitting Cash/Check spreadsheet and attached checks/cash to the Treasurer Folder or school safe
  - Providing input to PVA Press to advertise your event and request volunteers (if necessary )
  - The marquee is updated per approved Event Planning Sheet
  - Creating Thursday Folder Flyers using PVA Press format and timeline, sending to PVA Press Coordinator by Monday 12pm before Thursday distribution date - (templates available online)
  - Capturing Photos of your event(s) for event continuity books
  - Attendance by you OR your Alternate(s) to PVA meetings prior to and immediately following your event (they are approximately 90 minutes each 6:00 - 7:30pm at C2E Library)
  - Maintains information binder on events to be passed on and updated as needed
- During Meetings:
- Sign the sign-in sheet
  - Give updates on goals/results and discuss issues/collaborate with Chair team
  - Ask questions/add ideas to other committees ideas as applicable
- Post Event(s) (within 1 week ):
- Create "Event Report Email" including Goals/Results/Thank Yous and Pictures
  - Send "Event Report Email" and provide photos to PVA President for distribution to PVA membership
  - Schedule/Complete Post-Event Document with Co-Chair team
  - Email Post-Event Document to President
  - Provide photos to Yearbook Chairs
  - Update Committee Budget Spreadsheet and work with Treasurer to reconcile with "Master Budget" within 30 days