



Vichy Elementary School

A CALIFORNIA DISTINGUISHED SCHOOL

VPC Bylaws 2015

May 6th 2015

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VICHY ELEMENTARY SCHOOL PARENTS CLUB BYLAWS

These bylaws outline the essential structure and specific regulations to govern the **VICHY SCHOOL PARENTS CLUB**.

They may be modified to meet conditions.

Revised May 6th 2015

ARTICLE I

Name

The name of this club shall be VICHY PARENTS CLUB (VPC). (However, the club was incorporated as “Vichy Mothers Club”. All legal papers should carry both names).

ARTICLE II

Definitions

The following definitions shall apply in these bylaws:

“**Board of Directors**” – the officers elected by the general membership.

“**Board of Directors Meeting**” – a meeting of the Board of Directors without the general membership.

“**General Meeting**” – a meeting of the Board of Directors with the general membership.

“**General Membership**” – the members of the Vichy Parents Club.

“**Quorum of the Board**” – a quorum of the Board of Directors is five (5) elected officers.

“**Quorum of the Membership**” - a quorum of the general membership is those general members present at the time.

ARTICLE III

Purpose

The purpose of the VPC shall be to make decisions that use financial, physical, and technological resources to positively impact and improve the education experience of Vichy students. The VPC shall make those decisions in close collaboration with the Principal and Faculty.

ARTICLE IV Policies

Section 1.

The purpose of the club shall be developed through parent education, meetings, and activities designed to benefit children of the school and community.

Section 2.

Club funds shall be used only for projects related to Vichy School activities. Letters from outside organizations soliciting contributions shall be answered by the secretary, stating that while club members may support the cause individually the club's budget is limited to club purposes. However, requests for charitable donations that have an educational focus shall be considered by the Board of Directors on a case by case basis.

Section 3.

Club account books shall be audited annually. The extent and nature of the annual audit will be determined by the Board of Directors.

Section 4.

The bylaws of the club shall be made available online on the Vichy Parents Club website, and in paper form if requested.

Section 5.

The club shall insure itself and its officers against liability at all times and shall be incorporated.

Section 6.

- (a) The club shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954.
- (b) No part of the net earnings of the club shall ever inure to or for the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the club shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the exempt purposes for which it was formed.
- (c) Upon the winding up and dissolution of the club after paying or adequately providing for the debts and obligations of the club, the remaining assets shall be distributed to a nonprofit organization as defined in the articles of incorporation.

Section 7.

The fiscal year of this club shall be July 1 to June 30.

Section 8.

At all fundraising activities there shall at least be two (2) appointed members to count all cash receipts.

ARTICLE V Membership

Section 1.

Any parent or guardian or staff member of a current Vichy student is an active member.

Section 2.

Any person being a member of this club shall have the privilege of making motions, debating, or voting at any General Meeting.

Section 3.

Honorary memberships shall be extended to such persons as the Board may designate but are not voting members.

ARTICLE VI Board of Directors and its Election

Section 1.

The Board of Directors shall consist of the following officers: President, Vice-President - Parent and Community Outreach, Secretary, Treasurer, Financial Secretary, Fundraising Officer and Head Room Parent.

Section 2.

Officers may serve for a term of one year unless elected for a consecutive year. Officers may serve in an advisory capacity at the expiry of their term at the invitation of the Board of Directors.

Section 3.

No officer shall be eligible for the same office for more than two consecutive years.

Section 4.

The election procedure for the VPC shall occur as follows:

The nomination period will consist of two (2) weeks. Any member, who is not otherwise disqualified from holding office, shall provide the following information on a piece of paper: name, position (and alternate position) desired, and a statement stating why the member is interested and qualified for the position. The member shall deposit this piece of paper in a ballot box, to be provided by the existing Board of Directors.

At the end of the two week nomination period, the ballot box shall be collected, and the Board of Directors shall discuss each position and candidate at a Board of Directors meeting to be held in May. Election to office shall be by majority paper vote of those present at the next general succeeding meeting. The Board of Directors shall decide whether two members may share a position. The Treasurer and Financial Secretary positions shall not be shared.

Section 5.

Elected officers for each office shall be presented by the Board of Directors at the next general meeting. The elected officers shall assume their duties following the fiscal year.

Section 6.

The Board of Directors will appoint a new officer in the event of a vacancy during the school year unless otherwise stipulated in the bylaws.

Section 7.

Any officer may be removed by a vote of five (5) members of the Board of Directors whenever, in the judgment of the board, the best interests of the association would be served thereby. An officer missing three (3) consecutive board/general meetings shall constitute grounds for removal from office.

ARTICLE VII Duties of Officers

Section 1. - President

The president shall preside at all general meetings of the club and the Board; shall be a member ex-officio of all committees; shall have signature authorization on checks; shall uphold the bylaws of the club at all times; shall conduct all meetings in a parliamentary procedure manner; shall present each member of the Board with an outline of the agenda at each meeting; shall keep a procedure book.

Section 2.- Vice-President Parent and Community Outreach

The vice president shall act as an aide to the president; shall perform all duties of the president in the event of his or her absence; shall have signature authorization on checks. If the president should be unable to complete his or her term of office, the vice president shall serve out the balance of his or her term. The vice-president shall also be responsible for leading the planning, development and implementation of the marketing and communications strategy in the areas of promoting fundraising, liaising between the board and general membership and fostering community relations.

Section 3.- Secretary

The secretary shall keep an accurate report of all club meetings, and shall be responsible for club records and correspondence; shall have signature authorization on club checks.

Section 4.- Treasurer

The treasurer shall assist in preparing the budget; shall pay bills; shall have signature authorization on checks; shall keep accurate and current records and shall present an itemized treasurer's report at each meeting. He or she shall make a complete annual report to the club and present club books for any audit; shall instruct committee chairs of the correct policy for handling funds.

Section 5.- Financial Secretary

The Financial Secretary shall act as a general administrative assistant to the Treasurer. Their duties shall include receipt of all monies, depositing in the club's bank accounts, dealing with correspondence and other duties as directed by the Treasurer. Their duties shall not include budget preparation, payment of bills, reconciliation of transactions or reporting.

Section 6. – Head Room Parent

The head room parent(s) shall be a liaison between the Board and room parents; shall be in charge of welcoming to the club new Vichy parents; shall contact parents who are interested in being a room parent for that particular class; shall act as liaison between volunteers and the board.

Section 7.- Fundraising Officer

The Fundraising Officer shall support the fundraising goals set by the Board, recruit volunteers to chair each fundraiser, work with each chair to establish plans for each fundraiser, assist fundraiser chairs to address any issues, collaborate with the Vice President Parent and Community Outreach to communicate fundraising messages using approved communications mediums.

Section 8. – Other Duties

Any duties not specifically listed in these bylaws, and all committee duties, shall be determined by the Board of Directors at their first regularly scheduled meeting.

Section 9. – All members of the Board of Directors shall have view-only access to the primary financial transactional system in use by the club, except for the President and Treasurer who shall have full access.

ARTICLE VIII

Budget

Section 1.

The president and treasurer, along with the principal and teacher representatives, shall draw up a tentative VPC budget to be presented for approval at a Board of Directors meeting. At this meeting, the budget shall be approved by a majority vote of those board members present. The Board of Directors shall have seven (7) votes, designated as follows: President – one (1) vote; Vice-President Parent and Community Outreach – one (1) vote; Treasurer – one (1) vote; Financial Secretary – one (1) vote; Secretary – one (1) vote; Fundraising Officer – one (1) vote; Head Room Parent – one (1) vote. If two members share a position, they shall share the respective vote.

After the approval of the Board of Directors, the preliminary budget shall be presented to the general membership and be approved by a majority vote of those general members present. This shall be done by September 30th of the new fiscal year.

Section 2. - Authorized Signatories

The following officers shall have signature authorization: President, Vice-President Parent and Community Outreach, Treasurer and Secretary. Checks shall be signed by two unrelated officers (Treasurer and President, Vice-President Parent and Community Outreach, Secretary). Officers shall not pre-sign blank checks.

**ARTICLE IX
Board of Directors Policies**

Section 1.

The Board of Directors may attend to the affairs of the club during the interim between general meetings of the club, but its acts shall not conflict with action taken by the club.

Section 2.

After adequate notification of all members of the Board of the time and place of a Board meeting, the presence of at least five (5) of the members at such a meeting will constitute a quorum.

Section 3.

The Board of Directors shall report to the general meetings important decisions made at the Board meetings prior to the general meetings.

**ARTICLE X
Meetings**

Section 1.

All general meetings shall be determined by the Board of Directors. All Board meetings shall be determined by the club's president.

Section 2.

Meetings shall be conducted by parliamentary procedure. In case of disagreement in procedure not covered by the bylaws, Roberts Rules of Order should be consulted.

Section 3.

A motion, resolution, or election of officers is approved if a simple majority of the members present vote in favor of the motion or resolution.

Section 4.

The privilege of making motions, and voting shall be limited to members of the club who are present.

Section 5

A proxy vote, in writing, shall be made available to all board members for board meetings.

**ARTICLE XI
Amendments**

These bylaws may be amended by any member at any general membership meeting by a two-thirds vote of those members present and voting, provided notice of the proposed amendment(s) shall have been given to the general membership at least fourteen (14) days prior to the meeting at which the amendment(s) is/are to be voted upon.

**ARTICLE XII
Dissolution**

In the event of the dissolution of the VPC, all remaining funds will be donated to a children's charity as determined by the remaining members.

In the event of the dissolution of the VPC due to the closure of Vichy Elementary School, all remaining funds will be dispersed to any school within the Napa Valley Unified School District which the students will subsequently attend. This will be determined by the Board of Directors on a pro-rata basis.