

Mountain Valley Parents Club Bylaws

Board Approved: 01.17.18

Revised: 05.27.2020, 8.6.2020, 7.19.2023, 9.21.2023

ARTICLE I – Name

The name of the organization shall be Mountain Valley Parents Club, Inc.

ARTICLE II – Purpose

The corporation is organized for the purpose of supporting the education of all children at Plumas Charter School by fostering relationships among the school, parents, and teachers. Our organization is charged with developing cohesiveness among all PCS sites by allowing site representatives to work together, but with room for site specific needs, while encouraging “cross site” activities and fundraising for the greater good of Plumas Charter School culture.

ARTICLE III – Members

Section 1. Any parent, guardian, or other adult standing in loco parentis for a student at Plumas Charter School may be a member and shall have voting rights. Any school employee working in excess of 20 hours per week may be a member and shall have voting rights.

Section 2. Dues will not be required, but members will lose voting rights (membership) if attendance at monthly club meetings falls below 50%. Attendance at Site Division meetings will count towards the required 50% attendance at monthly club meetings.

Section 3. Members are required to establish voting rights by completing an MVP Club Membership form available from an Officer or Site Division Representative.

ARTICLE IV – Officers and Elections

Section 1. Officers – officers shall be president, vice president, secretary, and treasurer. a.

President – the president shall preside over meetings of the organization and executive board, serve as the primary contact for the school Administration, represent the organization at meetings outside the organization, serve as an ex officio member of all committees except the nominating committee, 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/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, rules, membership list, 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 present a financial statement at every meeting and

at other times of the year when requested by the executive board, and make a full report at the end of the year. The treasurer may elect to assign check writing and money deposit duties to the President or Vice President upon approval from the board of directors.

Section 2. Nominations and Elections – elections will be held at the second to last monthly meeting of the school year (April or May). Nomination forms will be sent to all members one month prior to the election meeting. At that meeting, nominations may also be made from the floor. If more than one person is running for an office, a ballot vote shall be taken.

Section 3. Eligibility – members are eligible for office if they are members in good standing, able to attend monthly meetings in Quincy and Greenville, and to perform the required duties of the office.

Section 4. Terms of Office – officers are elected for one year and may serve consecutive terms if running unopposed. After (4) consecutive terms, officers may not hold the same office, unless no other member is nominated. Each member elected shall hold only one office.

Section 5. Vacancies – if there is a vacancy in the office of president, the vice president will become the president until a replacement is elected. 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 with or without cause by a two-thirds vote of those present (assuming a quorum) at a regular meeting where previous notice has been given.

Article V – School Site Divisions

Section 1. Site Divisions - each Plumas Charter School site location can choose to hold parent involvement meetings, separate from regular monthly MVP Club meetings, in which information and plans are discussed specific to that school site activities, fundraising, and events.

Section 2. Site Representative - for sites that choose to hold Site Division meetings, a Site Representative shall be appointed and will be responsible for attending MVP Club meetings to report on Site Division meeting content.

Section 3. Meeting Requirement - Site Divisions that hold meetings are required to post Agendas 72 hours prior to the meeting and keep minutes that include attendance and voting records.

Section 4. Expenditures/Events/Fundraising - all Site Division planned activities, fundraising, and events are subject to MVP Club bylaws, and club review and approval, when indicated. Expenditures, event planning, and fundraising must be reflected in the meeting minutes with appropriate voting records.

Article VI – Meetings

Section 1. Regular Meetings – the regular monthly meeting of the organization shall be on the third Wednesday of each month during the school year at 5:30pm, or at a time and place determined by the board officers at least 72 hours prior to a scheduled meeting. Meeting locations will alternate between Quincy and Taylorsville or via video conference and Agendas and prior meeting minutes will be posted 72 hours prior to the meeting. The secretary will notify members, school families, and PCS staff of the meeting in a message sent via the school notification system.

Section 2. Special Meetings – special meetings may be called by the president, or five general members submitting a written request to the secretary. Previous notice of the special meeting shall be sent to the members at least 10 days prior to the meeting by school notification system.

Section 3. Quorum – the quorum shall be three voting members of the organization.

ARTICLE VII – Special Vote

Section 1. Circumstances – a special vote can be called for approval of items concerning expenditures or commitments when extenuating circumstances will not allow for voting at the next regularly scheduled “club” or “site division” meeting. Circumstances must be approved by the MVP Club officers prior to issuing for a vote.

Section 2. Procedures – strict adherence to the written procedures (standing rules) are required. Procedures are established and amended, as needed, by the club officers. If procedures are not followed, the Special Vote will be invalidated.

Section 3. Member/Officer/Representative Participation – for Club level Special Votes, all voting members, club officers, and site division representatives will be included in the Special Vote notification and voting. For Site Division Special Votes, club officers, and site specific voting members, and site representative will be included in the Special Vote notification and voting.

Article VIII – Committees

Section 1. Membership – committees may consist of members and board members, with the president acting as an ex officio member of all committees.

Section 2. Standing Committees – the following committees shall be held by the organization: Fundraising, Membership, Events/Field Trips, and Auditing.

Section 3. Additional Committees – the board may appoint additional committees as needed.

Article IX – Finances

Section 1. A tentative budget shall be drafted in the fall for each school year and approved by a majority vote of the members present.

Section 2. Site Funds cannot exceed \$1500 in unspecified (earmarked) monies in any school year. If site funds exceed \$1500 in unspecified monies, all fundraising for that site will be disallowed for the remainder of the school year, or until funds fall below \$1500.00.

Section 3. Fundraising proceeds should be spent in the school year for which they were raised. The exception is fundraising for class specific earmarks (ie: Senior Trips or events) or for an exceptionally large purchase that may take more than one school year to accomplish and has been specifically advertised for that purpose.

Section 3. The treasurer shall keep accurate records of any disbursements, income, and bank account information.

Section 4. The board shall approve all expenses of the organization.

Section 5. Two authorized signatures shall be required on each expenditure over the amount of \$1000. Authorized signers can be the president, treasurer, or a designated PCS employee.

Section 6. The treasurer shall prepare financial records for preparation of the annual non profit tax filing by an outside accounting firm.

Section 7. 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 Plumas Charter School.

Section 8. The fiscal year shall coordinate with the school year – July 1st through June 30th.

Article X – Parliamentary Authority

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

Article X1 – Standing Rules

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

1. Procedures for Special Votes – procedures for Special Votes were established and distributed to MVP Officers and Site Representatives. These procedures, as well as protocols outlined in Article VII, must be adhered in order to validate the outcome of any Special Vote. Special Votes are for unanticipated need, they are not authorized when used to mitigate planning issues.
2. Gift Purchases for Students – student gift purchases are an approved expenditure when the specific amounts and details are posted on an Agenda and voted on in a Club or Site Division meeting.

Article XII – Dissolution

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

Article XIII – Amendments

These bylaws may be amended at any regular 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. Notice may be given by postal mail, email, or fax. Amendments will be approved by a two-thirds vote of those present, assuming a quorum.

Article XIV – 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, or member of a committee with governing 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 substantial.

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 body 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 governing 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 fact, and after any discussion with the interested person, he/she shall leave the governing board or 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 governing 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 governing 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 governing 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 governing 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 governing 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 governing 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 governing 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 governing 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 governing 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 governing board-delegated powers shall 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.

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. The periodic reviews shall, at a minimum, include the following subjects:

- a) Whether compensation arrangements and benefits are reasonable, are based on competent survey information, and are the result of arm's length bargaining. b) Whether partnerships, joint ventures, and arrangements with management organizations conform to the organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or an excess benefit transaction.

Section 8. Use of Outside Experts.

When conducting the periodic reviews as provided for in Section 7, the organization may, but need not, use outside advisers. If outside advisers are used, their use shall not relieve the governing board of its responsibility for ensuring that periodic reviews are conducted.