

**MISSION STATEMENT OF
EAST LANSING HIGH SCHOOL (ELHS) PARENT COUNCIL**

The ELHS Parent Council:

- facilitates communication for and between ELHS faculty, students, families and the East Lansing Public Schools community;
- enhances the learning environment for ELHS students; and
- advocates for safety and educational excellence for all ELHS students.

**BYLAWS OF
EAST LANSING HIGH SCHOOL PARENT COUNCIL**

ARTICLE I—ORGANIZATION AND OBJECT

Section 1—Name

The organization shall be known as EAST LANSING HIGH SCHOOL PARENT COUNCIL (“Parent Council” or “Council” or “ELHSPC”)

Section 2—Principal Office

The principal office of the Parent Council shall be located at 509 Burcham Drive, East Lansing, Michigan 48823. The Parent Council may have other offices, either within or without the State of Michigan, as the Board of Directors (“Board”) may designate or as the business of the Council may require from time to time.

Section 3—Purpose and Policy

- a. The Parent Council is organized and shall be operated exclusively for purposes described in Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended.
- b. The purposes for which the Parent Council is operated are:
 - (i) to promote, advocate, and enhance the learning, safety, health and social opportunities provided to students at East Lansing High School;
 - (ii) to facilitate and encourage communication among East Lansing High School students, parents, teachers, administrators, the community, the East Lansing Board of Education and concerned individuals;
 - (iii) to assist in volunteer support for East Lansing High School activities; and
 - (iv) to assist in funding needs and projects for East Lansing High School.
- (ii) The Parent Council shall be non-commercial, non-sectarian, and non-partisan. Officers and others shall not use the Council to endorse any enterprise or candidate.

- (iii) All funds raised by and contributed to the Parent Council shall be used to support the Parent Council’s operational budget and other approved Parent Council undertakings.
- (iv) The Parent Council shall have the power, either alone or with others, to do any lawful act and to engage in any and all lawful activities which may be necessary, useful, desirable or proper for the furtherance of the purposes for which the Parent Council is organized. Notwithstanding anything contained to the contrary, the Parent Council shall exercise only such powers as are in furtherance with the exempt purposes of the organizations set forth in Section 501 (c) of the Internal Revenue code of 1986, as amended, and the regulations thereunder. No part of the activities of the Parent Council shall be carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication of or distribution of statements, any political campaign on behalf of any candidate for public office.

ARTICLE II—MEMBERSHIP

Section 1—Membership

All parents or guardians of students enrolled in East Lansing High School are voting members of the Parent Council. The faculty, administrators and staff of East Lansing High School are nonvoting members of the Parent Council.

ARTICLE III—BOARD OF DIRECTORS

Section 1—General Powers

The business and affairs of the Parent Council shall be managed by its Board of Directors (“Board”) which shall include power to:

- a) transact the general business of the Parent Council between Parent Council meetings;
- b) approve a place of deposit for the monies of Parent Council;
- c) formulate policies and positions on any subject relevant to the welfare of the Parent Council; and
- d) submit Board feedback, policies, and positions to the appropriate agencies, administrators, and other bodies for their review and consideration.

Section 2—Composition of the Board

The number of positions for the Board shall be at least four (4) Council members consisting of a President, Vice-President, Secretary and Treasurer. If more than one person is elected to any one of the above offices, each person so elected shall be a member of the Board. The School Principal shall be an ex-officio member of the Board without a right to vote.

ARTICLE IV—DUTIES OF ELECTED OFFICERS

Section 1—President

It shall be the duty of the President to provide leadership, guidance and direction to the structure and operation of the Council. The President shall be the chief executive officer of the Parent Council and, subject to the control of the Board, shall in general supervise and control all of the business and affairs of the Parent Council, including presiding over Parent Council meetings and chairing the Executive Board.

Section 2—Vice-Presidents

In the absence of the President, or in the event of his/her inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all powers of and be subject to all the restrictions upon the President. The Vice-President shall also be a member of the Nominating Committee and hold chief responsibility for leading the efforts relating to Teacher Grants and Parent Council Meeting Presenters.

Section 3—Recording Secretary

The Secretary shall: (a) record and keep the minutes of the proceedings of the Parent Council meetings and of the Board; (b) see that all minutes are posted on the school website; (c) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (d) be custodian of the Parent Council records for the current term of office and pass the records on to the new Board; (e) keep a register of the contact information of each Board member which shall be furnished to the Secretary by such member; and (f) in general, perform all duties as from time to time may be assigned to him/her by the President or the Board.

Section 4—Treasurer

The Treasurer shall: (a) file a new bank signature card by the second regular meeting containing Treasurer, President and Principal signatures; (b) propose and oversee the annual and ongoing budget set forth to the Board; (c) have charge and custody of and be responsible for all fund and securities of the Parent Council including preparing and filing tax returns (annually); (d) receive and give receipts for monies due and payable to the Parent Council from any source whatsoever, and deposit all such monies in the name of the Parent Council in such banks, trust companies or other depositories as shall be selected by the Board; and (e) in general, perform all of the duties pertinent to the office of Treasurer and such other duties as from time to time may be assigned to him/her by the Board or by the President. The Treasurer shall provide a monthly accounting of the Parent Council's financial activity at each meeting of the Parent Council and an annual accounting at the end of the fiscal year. The Treasurer shall be responsible for the disbursement of ELHS Parent Council funds and each disbursement will require written approval of both the Treasurer and the President.

Section 5—Appointed Members

The Board may appoint other members to serve in roles and on committees for the benefit of and in furtherance of the Parent Council mission. Such member positions may include Volunteer Coordinator, External Communications Secretary, Corresponding Secretary and representatives

to various East Lansing Public School parent organizations such as District Parent Council, ELHS Athletic Boosters, ELBOPA, Black Parent Union and others.

ARTICLE V –BOARD TERM AND ELECTIONS

Section 1—Election of Officers

Each year, a Nominating Committee shall be appointed by the Board before its March meeting. The Nominating Committee will compose a proposed slate of officers to be considered by the Board at the April meeting. The Board’s approved “proposed slate of officers” will be presented to the Parent Council members on or before the annual meeting of the membership in May so that a membership election of the proposed slate may take place at the May annual meeting. The Nominating Committee will recruit leadership that reflects the rich diversity of the ELHS community. The Recording Secretary shall post an appropriate notice to Parent Council and the whole ELHS community identifying the Nominating Committee and inviting interested parties to submit their names for nomination. A notice containing the names of all persons nominated to each office shall be circulated to all voting members at least ten (10) days prior to the annual May meeting. The election shall be by majority vote of all Council members present at the annual May meeting. The election shall be by paper ballot only if there are more nominees than available Board positions. Elected officers’ terms of office begin at the start of the new fiscal year (July 1.)

Section2—Term of Office

The newly elected officers shall each serve a one (1) year term, starting on July 1 and ending on June 30 of the following calendar year.

Section 3—Resignation and Removal

Any Board officer may resign by providing written notice to the Board. A successor shall be appointed by the members of the Board in accordance with Article V, Section 4 as soon as reasonably possible. Any Board officer who fails to participate, is unable to fulfill the appointed duties or operates in a manner that jeopardizes the best interests of the Council may be removed from the position by a two-thirds majority vote of the Board.

Section 4 – Vacancies

Any vacancy occurring on the Board may be filled at a duly noticed meeting of the Board by the affirmative votes of a majority of the remaining members of the Board. A member elected to fill a vacancy shall be elected for the unexpired term of his/her predecessor in office. Any Board position to be filled by reason of an increase in the number of Board positions may be filled by the affirmative vote of a majority of the Board for a term of office continuing only until the next election of Board members.

Section 5 – Conflict of Interest

- a. A conflict of interest will be deemed to exist whenever the policies or actions of the ELHSPC could ultimately harm or benefit financially: (a) the individual; (b) any member of his or her immediate family (spouse, parents, children, brothers or sisters, and spouses of these individuals); or (c) any organization in which the individual or an immediate

family member is a Director, trustee, officer, member, partner or more than 10% shareholder.

- b. Any Council member who has a conflict of interest as defined above shall neither vote nor exercise any personal influence in the disposition of such matter.
- c. Any possible conflict of interest with respect to any issue on the part of any Council member shall be disclosed to the other council members prior to any discussion or action by the Board or a committee of the Board where the issue could become a matter of actions. Disclosure may be made verbally to all Council members or by way of an annual report of affiliation. A conflict of interest shall be made a matter of record in meeting minutes.
- d. Although a Council member with any actual conflict of interest shall not vote or exercise personal influence in the disposition of such a matter, the Council member shall report fully all pertinent knowledge about the matter and answer freely why a proposed decision or transaction could, or would not, be in the best interest of the Council.
- e. The President may circulate annually to all Board members such questionnaires and other forms as may be necessary to further the policy of this section.

ARTICLE VI – COMMITTEES AND INITIATIVES

Section 1 – Standing Committees/Initiatives

Standing Committees and initiatives of the Council are outlined in the Council’s annually updated Volunteer Committee Form. These Committees and Initiative leaders are charged with promoting the objectives and interests of the Parent Council.

Section 2 – Special Committees/Initiatives

The Board President may create such special committees and initiatives as required and supported by the Board to promote the objectives and interests of the Parent Council.

ARTICLE VII – MEETINGS

Section 1 – Place of Meetings

All meetings of members shall be held in East Lansing High School or at such other place as shall be determined by the Board and clearly stated in the timely notice of meeting.

Section 2 – Annual Meeting

The annual meeting of the membership shall be held at the first regularly scheduled May meeting of the ELHSPC. The principle business of the annual meeting is the election of Council Officers for the upcoming fiscal year and the conduct of other business properly brought before the members at the meeting.

Section 3 – Regular Meetings

Regular meetings are intended to be used by the Board to discuss, deliberate, and, when appropriate, take action in furtherance of approved Parent Council goals and objectives. Regular meetings of the Council shall take place monthly during the school year, on a day and time determined by the Board at its September regular meeting. Meetings are open to the entire membership and attendance and participation of members is to be encouraged. A notice of each meeting shall be given to members at least one (1) week prior to the date of each regular meeting.

Annually, a presentation of the budget for the Council, the Principal's School Improvement Plan, and student, parent and teacher survey feedback shall be a major part of the agenda for designated regular monthly Council meetings.

Section 4 – Special Meetings

Special meetings may be called by any two (2) Board members or by the President, or at the written request of at least twenty (20) Council members. The request shall state the purpose for which the meeting is to be called. Notice to membership shall be published and posted at least three (3) days prior to a special meeting.

Section 5 – Electronic and Telephonic Meetings

Business of the Board may be conducted by telephone or internet provided all officers have been notified and given the opportunity to contribute. The Secretary shall maintain records of notice and minutes in accordance with regular duties. These records and minutes should be freely available to members upon request.

Section 6 – Quorum

In order for the Board to take action at a duly noticed regular meeting, at least 5 of the elected Board members must be present.

Section 7 – Proxies

Proxies shall not be permitted for members, including members of the Board.

Section 8 – Voting

Each voting member is entitled to one vote on each matter submitted for a vote of the membership, unless otherwise provided in the Articles of Incorporation. Votes shall be cast orally or in writing, except as otherwise provided in these Bylaws. The act of a majority of the Council members present at a meeting at which a quorum is present shall be the act of the Board or Council, except as otherwise provided in these Bylaws.

The rules of parliamentary practice shall govern the proceedings of the Parent Council except when they conflict with the special rules which have or may be adopted.

ARTICLE VIII – FISCAL YEAR

The fiscal year of the Association shall begin on the first day of July of each year and end on the last day of June of the following year.

ARTICLE IX – AMENDMENTS

Bylaws may be adopted or amended at any duly noticed meeting by a majority of the members present at said meeting provided (1) the proposed amendments have been submitted to the Board for consideration, in writing, at a prior Council meeting, (2) the membership has received written notice of the proposal to amend the bylaws, and (3) the proposed amendments have been published and posted at the school for inspection five (5) school days prior to the meeting. Bylaws shall be effective at the close of the meeting at which they are adopted.

ARTICLE X – USE OF FUNDS AND DISSOLUTION

The Parent Council shall use its funds only to accomplish the objective and purposes specified by these Bylaws and the Articles of Incorporation, and no part of such funds shall inure, or be distributed to any member or director of the Council, except to reimburse a member or member of Board for prior approved expenditures made on behalf of and in furtherance of Parent Council objectives and purposes.

In the event of the liquidation or dissolution of the Parent Council, whether voluntary or involuntary, no member or director shall be entitled to any distribution or division of its remaining assets, and the balance of all money and other property received by the Council from any source, after the payment of all debts and obligations of the Council, shall be distributed to such public charities qualified under Section 501(c)(3) of the Internal Revenue Code as tax-exempt exclusively for the purposes set forth in Article II of the Articles of Incorporation and within the intent of Section 501 (c) of the Internal Revenue Code of 1986, and the Regulations thereunder, as they now exist or are hereafter amended as shall be designated by the Board.

ARTICLE XI – INDEMNIFICATION OF OFFICERS AND DIRECTORS

To the extent allowed by law, the Council shall be empowered to indemnify any and all persons who have served at any time as directors or officers, or who, at the request of the Board may serve or at any time have served as directors or officers of another Association in which the

Council at such time owned or may own shares of stock and their respective heirs, administrators, successors and assigns, against any and all expenses, including amounts paid upon judgments, counsel fees, and amount paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit or proceeding in which they, or any of them, are made parties, or a party, or which they, or any of them, by reason of being or having been directors or officers of the Council, or of such other Association, except in relation to matters as to which any such director or officers or person shall be adjudged in any action, suit or proceeding to be liable for his/her own negligence or misconduct in the performance of duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under law, the Council's Articles of Incorporation, the Bylaws, agreement, vote of directors, or otherwise.

Adopted:

Amended: May 16, 2017