

AMENDED AND RESTATED BYLAWS OF THE LAFAYETTE HOME & SCHOOL ASSOCIATION

Adopted: February 18, 2007

Amended: April 25, 2019

Article 1. Name

This Association shall be known as the Lafayette Home & School Association (hereafter the “HSA”).

Article 2. Purpose

The objective of this HSA shall be to serve the best interests of the pupils of Lafayette Elementary School (the “School”), and to promote mutual cooperation among parents, guardians, teachers, and staff.

Article 3. Membership

Section I. There shall be the following classes of Membership (collectively known as the “general membership”):

- a. Voting Members comprised of parents or guardians of students at the School;
- b. Non-Voting Members comprised of teachers, the Principal, other members of the school staff (“School Members”); and
- c. Non-Voting Members comprised of persons who are not parents or guardians of pupils attending Lafayette Elementary School but who desire to support the objectives of the HSA (“Community Members”).

Section II. Voting Members shall only pay annual dues if the HSA Board decides to impose such dues at its final membership meeting of the school year. School Members shall not pay annual dues. Community Members shall pay annual dues in such amount as determined by the HSA Board at the final membership meeting.

Section III. The term of any membership shall be a maximum of one year and shall run from August 1st to July 31st. If dues are charged, membership shall be effective from the date dues are paid. Any member may resign at any time upon written notice to the Secretary. In the event of resignation, dues are nonrefundable.

Article 4. Meetings of the Members of the HSA

Section I. *General Meetings*. There shall be at least four meetings of the general membership during the school year for the consideration of the items specified below and the transaction of such other business as may properly come before the members. Except as provided below or at other dates with prior advance notice, the times and dates of such meetings shall be determined by the HSA Executive Board, which may convene additional general meetings as needed to meet the needs of the school community. The schedule of general meetings shall be posted on the HSA website at the beginning of the school year.

- a. At the first general meeting of the school year, members shall have the opportunity to review the budget approved for the current fiscal year. In a year in which an audit is conducted, Members shall also review the auditor's report.
- b. The Executive Board shall present a preliminary HSA budget for the next fiscal year at a general meeting and after soliciting feedback shall post the budget on the HSA website for 15 days. The Executive Board shall present a final version of the budget at a subsequent general meeting for consideration and approval. The timing of the budget development and presentation shall be aligned with the DCPS budget process.
- c. The general membership shall elect the officers for the forthcoming year at a general meeting.
- d. The Executive Board shall provide reconciled financial statements at all general meetings.

Section IV. *Quorum*. At least 15 members present shall constitute a quorum at a meeting of members for the transaction of any business.

Section V. *Vote*. Action shall be authorized by a majority of the votes cast at a meeting of members at which a quorum is present by the members entitled to vote. Voting shall only take place at a general meeting with adequate notice to the general membership, as detailed in Article 12.

Section VI. *Special Meetings*. Special meetings of the members may be called by one of the Co-Presidents. Special meetings may also be convened by petition of at least 15 Voting Members; such petition shall be delivered to one of the Co-Presidents, who shall call the meeting.

Section VII. *Place and Time of Meetings*. Meetings of members may be held at Lafayette Elementary School, or at such other place within the District of Columbia, and at such time as may be fixed in the notice of the meeting.

Section VIII. *Absentee Votes*. Absentee voting is permissible and may be utilized at general meetings as determined by the Co-Presidents and with adequate notice, as detailed in

Article 12, and as long as a quorum is present. Absentee voting procedures will be maintained on the HSA website.

Article 5. Officers

Section I. The officers shall consist of Co-Presidents, a First Vice President, a Second Vice President, a Secretary, and Co-Treasurers.

Section II. The term of officers. Each of the Co-Presidents and Co-Treasurers, who shall serve staggered terms, and the Secretary shall hold office for a term of two years, beginning on the first day of July immediately following his or her election and until his or her successor takes office. Each of the remaining officers shall hold office for a term of one year, beginning on the first day of July immediately following his or her election, and until his or her successor takes office.

Section III. In the event that any officer of the HSA shall resign, or his/her office shall otherwise become vacant, the Executive Board shall fill such vacancy as promptly as practicable. In the event that one of the offices of the Co-President becomes vacant, such office shall be filled by the First Vice President.

Section IV. An officer may be removed with cause by a two-thirds majority vote of the members present at a general meeting of the HSA at which a quorum is present, provided that specific notice that the matter will be considered at such meeting is provided to the members. An officer may also be removed with cause at any time, at a meeting of the Executive Board called expressly for that purpose, by the affirmative vote of two-thirds of the officers.

Section V. No person shall be elected to the same office for more than two consecutive terms.

Article 6. Duties of Officers

Section I. Co-Presidents shall preside at all general and special meetings and the Executive Board, and shall act as the principal executive officer of the HSA performing all duties and having full power necessary or appropriate to discharge that office. He/she shall assign to each Vice President specific areas or responsibility. The Co-Presidents may sign checks and shall sign all official documents requiring execution on behalf of the HSA. The Co-Presidents shall serve as *ex officio* Voting Members of all Board Committees and Special Committees of the HSA except the Nominating Committee. The Co-Presidents shall also serve as liaisons to the Local School Advisory Team (LSAT).

Section II. The First Vice President shall provide oversight of the HSA budget preparation and monthly reconciliation of the HSA financial statements, and shall assume the duties and authority of the Co-President in his/her absence. In the absence of the First Vice

President, the Second Vice President shall assume the duties assigned to him/her by the President. The Co-Presidents may, from time to time, designate one or both of the Vice Presidents to serve as his/her delegate on any Board Committees or Special Committees. In such event, the Vice President so designated shall serve as an *ex officio* Voting Member, of such committee.

Section III. The Secretary or designee shall take minutes of the meetings of members of the HSA and of the Executive Board. Copies of the minutes, except for any confidential matters handled in a Board Executive Session, shall be posted on HSA's website. The Secretary shall notify members of the Executive Board of its meetings, shall cooperate with the Co-President, other members of the Executive Board, and chairpersons of the various Board and Special Committees, on request, in performing corresponding and notification functions, and shall keep a file of all HSA correspondence and all documents requiring the execution of the office (agreements, MOUs, contracts, appointments, grants, etc.). The Secretary shall organize and execute all elections as described in Article 8. If the Secretary is unavailable to perform any of his/her duties, the Second Vice President shall perform those duties.

Section IV. The Co-Treasurers shall supervise the receipt and disbursement of all funds of the HSA and shall maintain current records reflecting all receipts, disbursements, and funds of the HSA. The Co-Treasurers shall be authorized to sign checks (subject to any co-sign limitation) and shall report monthly to the Executive Board on the financial condition of the HSA, including reconciled financial statements. Within 30 days of the end of each budget year, the Treasurers shall provide the Executive Committee a balance sheet of assets and liabilities reflecting the state of the budget.

Section V. Two Staff Representatives shall serve as liaisons of the teachers and staff of the school to the Executive Board.

Section VI. The Principal shall advise the HSA on matters pertaining to school administration and on policies and regulations related to the school system.

Section VII. A Community member shall represent the perspective of the Community Members. The Community member serving on the Executive Board shall have his/her membership dues waived during the term of Board service.

Section VIII. The Officers shall keep in secure storage in the HSA school office correct and complete books and records of account. All books and records of the HSA may be freely inspected by any active member.

Article 7. Nominations

Section I. The Nominating Committee shall consist of no fewer than three Voting Members chosen no later than third general meeting as follows:

Section II. The Nominating Committee is expected to meet no later than April 15th.

Section III. The Nominating Committee shall consider recommendations from Voting Members for HSA officers and LSAT members (“HSA Positions”). The Nominating Committee shall solicit persons to serve in HSA Positions by notices on the HSA website and other outreach as appropriate.

Section IV. The Nominating Committee shall nominate at least one candidate for each HSA Position. Candidates also may be nominated by written petition signed by at least fifteen Voting Members of the HSA and delivered to the Chairperson of the Nominating Committee by nomination deadline determined by the Chairperson and specified in a notice.

Section V. The Chairperson of the Nominating Committee shall notify the Voting Members of the HSA of all of the candidates who have consented to such nomination at least four weeks before the election (counting both the date of notification and the date of the election). Such notice shall not differentiate between nominees by petition and nominees proposed by the Nominating Committee. The notice shall also state the names of the candidates for parent/guardian members of the LSAT.

Section VI. Candidates shall provide the Nominating Committee a brief statement of candidacy (no more than one 8-1/2 x 11 inch page), including an optional photograph, the content of which shall be at the candidate’s discretion. At least 21 days before the election, the Nominating Committee shall post statements of candidacy on the HSA website

Section VII. No person shall be elected as a member of the Nominating Committee for more than two consecutive terms.

Article 8. Elections

Section I. *Notice of Election.* The Secretary shall cause notice of the date of the election to be published in the school website no later than four weeks prior to the election. The Secretary shall post election procedures on the HSA website at least four weeks prior to the election.

Section II. *Ballots.* The Secretary shall prepare written ballots listing, in alphabetical order, each candidate nominated for each office with appropriate space for write-in votes.

Section III. *Manner and Margin of Vote.* The election for each office shall be conducted by written ballot. Election to any office shall be by a majority of votes cast by Voting Members if there are one or two candidates, and by a plurality of votes cast by Voting Members if there are three or more candidates.

Section IV. *Conduct of Election.* The Secretary shall conduct the election. There shall be no electioneering activity inside the room where the meeting is conducted while the meeting is in session. The Secretary shall introduce each nominated candidate who is present. The Secretary shall distribute and collect the ballots. The Secretary shall count the ballots during the

non-electoral portion of the meeting and shall report the results to the meeting as soon as he or she has completed his/her count.

Article 9. Board of Directors/ Executive Board

Section I. The HSA shall have a Board of Directors which shall be called the “Executive Board.” The Executive Board shall be composed of HSA officers, the chairpersons of the four Board Committees, the Principal, two staff representatives and one Community Member. School representatives shall be non-voting members.

Section II. The Executive Board is expected to meet at least six times during the school year. Fifty percent of the members of the Executive Board shall constitute a quorum for the transaction of business, and the act of a majority of the members present at any meeting at which there is a quorum shall be the act of the Executive Board.

Section III. The business of the HSA shall be managed by the Executive Board which may exercise all powers of the HSA. Such business shall be conducted in accordance with the laws of the District of Columbia.

Section IV. The Executive Board shall keep copies of all written memoranda and instructions pertinent to the Board Committees and Special Committees, if any, which shall be turned over to the successor Executive Board. The Executive Board shall cause minutes to be recorded reflecting all action taken by it. Such minutes shall be reviewed and approved by the Board unless the Board deems it expedient to dispense with such review and approval.

Section V. The Executive Board shall identify the needs of the students, teachers, administration, parents/guardians, and facilities of the school; shall initiate and participate in the preparation of an annual budget for the HSA; shall evaluate the effectiveness of the HSA’s budgeted activities in meeting identified needs; and for all disbursements shall require two signatures (one co-president and one treasurer). The finances of the HSA shall be examined periodically by a qualified professional appointed by the Executive Board who, in the view of the Executive Board, is capable of exercising independent judgment.

Section VI. The Executive Board shall regularly review its agreed policies, such as the conflict of interest policy, privacy policy, and whistle-blower policy.

Section VII. The Executive Board shall conduct a regular audit of its records and finances at an interval in accordance with accounting best practices.

Article 10. Board Committees

Section I. There shall be four standing committees of the Executive Board (the “Board Committees”). The chairperson of each Board Committee shall be appointed by the Executive Board. The other members of each Board Committee shall be designated by its chairperson(s), provided that any member of the HSA may participate in any Board Committee which he/she

desires. Solicitation of Board Committee membership shall be widely communicated by the Executive Board, including on the HSA website.

Section II. Each Board Committee shall keep written records of its affairs.

Section III. The Board Committees and their responsibilities shall be as follows:

- a. *Communications*: shall be responsible for HSA publicity; shall oversee the publication of the Lafayette Directory; the website; and electronic communications as requested by the Executive Board.
- b. *Fundraising*: shall oversee the raising of funds including contribution from members; identifying parents or guardians to chair the various fundraising events sponsored by the HSA.
- c. *Community programs*: shall oversee community events or activities.
- d. *Outreach*: shall oversee volunteers, tours, hospitality, early childhood, and any similar events or activities.

Article 11. Other Committees

Section I. Special committees may be created from time to time by the Executive Board as deemed necessary to pursue the objectives of the HSA

Section II. Special committee chairpersons shall be appointed by the Co-Presidents and shall serve at the pleasure of the Co-Presidents, as the case may be. The other members of each special committee shall be designated by its chairperson, provided that any member of the HSA may participate in any special committee which he/she desires.

Section III. Special Committees shall keep written records of their affairs.

Article 12. Notice

Section I. Notice to HSA members shall be deemed adequate if posted in a timely manner on the HSA website.

Section II. Notice of meetings of the Executive Board or of any Committee shall be deemed adequate if posted in a timely manner on the HSA website.

Section III. Attendance of a person at a meeting shall constitute waiver of his or her objection to inadequate notice.

Article 13. Parliamentary Authority

Section I. “Roberts’ Rules of Order, Revised,” when and as determined by the Executive Board, shall govern this HSA in all cases in which they are not inconsistent with these Bylaws.

Article 14. Amendments

Section II. The Bylaws may be amended by a majority vote of the members present at any general or special meeting of the membership of the HSA provided that (1) notice of the proposed amendments, and (2) a copy of the proposed amendments are posted on the HSA website at least ten days before said meeting.