

Holy Trinity School Association

Bylaws

Preamble

Whereas, Holy Trinity Episcopal Day School was founded in 1963 by Holy Trinity Episcopal Church in Bowie, Maryland, with the purpose of providing a private pre-school education for boys and girls, later expanding to include elementary and middle school grades;

Whereas, the Holy Trinity Episcopal Church Vestry and Holy Trinity Episcopal Day School Board of Trustees recognize the necessity of all members of the school community to act in partnership with one another for the benefit and welfare of the entire school;

Therefore, the Holy Trinity Episcopal School Association has been organized as a non-profit educational organization under the authority of the Holy Trinity Episcopal Day School Board of Trustees.

ARTICLE I

Name and Purpose

Section 1 Name

The name of this organization shall be the Holy Trinity School Association, hereafter referred to as HTSA.

Section 2 Purpose

HTSA serves to

- (a) enhance the academic, social, emotional, physical and spiritual development of children attending Holy Trinity Episcopal Day School (HTEDS) in the classroom and through activities outside the classroom; and,
- (b) encourage and promote a spirit of community among the HTEDS administration, faculty, parents and students.

ARTICLE II

HTSA Funds

Funds and/or contributions to HTSA shall be used to promote the goals and purposes as set forth herein. All funds shall be deposited in a banking institution selected by the Board of Directors. No HTSA funds may be used in any other manner than as stated in these by-laws.

ARTICLE III

MEMBERSHIP

Section 1 Members shall include the following:

- (a) Parents, legal guardians, or other persons recognized by HTEDS officials as responsible for an HTEDS student;
- (b) Administrators and administrative staff;
- (c) Faculty; and,
- (d) HTEDS Board of Trustees.

Section 2 Voting

- (a) Each family (regardless of the number of children in the school), and all other members, are entitled to one vote at HTSA general body meetings. Voting shall occur at the HTSA general body meetings.
- (b) A quorum for general meetings shall consist of a simple majority of the HTSA Board of Directors and 10 other HTSA members.

ARTICLE IV

BOARD OF DIRECTORS

Section 1 Management of the Association

(a) The management of the affairs of HTSA shall be vested in the Board of Directors, all of whom shall be members of HTSA as defined in Article I, Section 1, excluding members of the Board of Trustees.

(b) The Directors shall formulate plans and policies of HTSA and present them at general HTSA meetings, establish a proposed annual budget and oversee the expenditure of all HTSA funds.

(c) The Directors shall hold general meetings in October, January or February and May at such times and places as they specify.

Section 2 Directors

(a) The Board of Directors shall be comprised of a President, Vice President, Secretary, Treasurer, between three and five Members-at-Large.

(b) The President, Vice President, Secretary and Treasurer make up the Executive Committee of the Board of Directors.

Section 3 Election of Directors

(a) The Nominating Committee (see Article VII, Section 2) shall present candidates for the Board of Directors at the last general HTSA meeting of the academic year.

(b) HTSA members may nominate candidates from the floor on the day of the election.

(c) Directors, are elected by majority vote of HTSA members present on election day.

Section 4 Tenure of Directors

(a) The term for a Director shall be one year.

(b) No Director may serve more than his/her elected term without being re-nominated and re-elected to a new term. A Director may serve no more than two consecutive terms.

Section 5 Meetings of the Board of Directors

Regular meetings of the Board shall be held monthly during the academic year and as needed during the summer on such dates, times and places as the Executive Committee of the Board determines.

Section 6 Quorum and Voting for Meetings

The presence of a majority of the members of Board as fixed by these by-laws shall constitute a quorum for the transaction of business. The presiding officer shall rule whether there is a quorum present. Each Director shall have one vote, and the affirmative vote of a majority of the Directors at a meeting at which a quorum is present shall be the act of the Board, except as otherwise specifically provided by law or these by-laws.

Section 7 Vacancy Created by a Director's Resignation or Removal

The Vice President shall fill a vacancy in the office of President for the remainder of his/her term. A vacancy in any other office shall be filled by appointment of the President, with approval of the Board, for the remainder of his/her term.

Section 8 Removal or Resignation of a Director

(a) The Board may remove any Director at any time for cause by majority vote of the Board. Cause for removal includes, but is not limited to, missing two consecutive Board meetings, missing two consecutive committee meetings, missing two consecutive general membership meetings and missing two consecutive HTSA events.

(b) A Director may resign at any time by notifying the President and Secretary of the Board in writing.

ARTICLE V

RELATIONSHIP BETWEEN HTSA BOARD AND HTEDS BOARD OF TRUSTEES

HTSA Board is empowered by the Board of Trustees to operate HTSA. The HTSA Board shall report to the Board of Trustees and make available information which the Board of Trustees may request, including appropriate insights into the views and opinions of the parent body.

ARTICLE VI

DIRECTOR RESPONSIBILITIES

Section 1 President

The President shall:

- (a) preside at all Board meetings;
- (b) preside at all general body meetings and special meetings;
- (c) co-sign with the Treasurer to disburse funds;
- (d) assist the Treasurer in the formulation of a proposed annual budget prior to the beginning of the new school year;
- (e) with the other officers of the Board, appoint the Chairs of committees;
- (f) develop and submit to the HTSA membership during the first general body meeting of the year a report outlining the objectives of the HTSA Board of Directors for the current school year;
- (g) consult with the Head of School in the planning of school activities;
- (h) prepare and present an annual statement of HTSA affairs for the last membership meeting of the school year; and
- (i) present to the Board of Trustees a monthly report on HTSA affairs.

Section 2 Vice President

The Vice President shall:

- (a) act as an aide to the President; and
- (b) in the President's absence, exercise all the duties of the President.

Section 3 Secretary

The Secretary shall:

- (a) maintain the minutes and bylaws of HTSA;
- (b) at the August meeting, provide each Director the meeting schedule for the entire academic year;
- (c) prepare the minutes of all HTSA Board and general membership meetings;
- (d) ensure that all Board members receive the minutes of every HTSA meeting;
- (e) assist the President in preparing the agenda for all meetings;
- (f) assist the President in communicating with the general membership; and
- (g) prepare official HTSA correspondence and notices for the President's signature.

Section 4 Treasurer

The Treasurer shall:

- (a) maintain the HTSA bank account statements;
- (b) collect all money owed HTSA from authorized sources;
- (c) authorize all disbursements of funds as authorized by the HTSA Board of Directors;

- (d) present a proposed budget to the membership for vote at the first general meeting of the academic year;
- (e) present reports at all other general meetings, to be voted and approved by the general membership;
- (f) meet with the school's CFO on a quarterly basis to review HTSA financial statements;
- (g) present an annual report to HTSA at the final meeting of the academic year, prior to the election of officers for the following year; and
- (h) prepare and present a draft budget at the last meeting of the academic year, after the election of directors for the following year;

Section 5 Member-at-Large

The Member-at-Large shall:

- (a) serve on standing and special committees;
- (b) act as an alternate for other Board members when they are unable to perform their duties.

ARTICLE VII

COMMITTEES AND CLASS REPRESENTATIVES

Section 1 Members

All members of HTSA are eligible to be appointed to a committee, including the Board of Directors. Any member, except the President, may chair a committee. The terms of office shall extend to the next election of officers. Committee members and chairs may be re-appointed without term limitation.

Section 2 Nominating Committee

The Nominating Committee shall consist of three HTSA members. They shall inform the membership 60 days prior to the last general meeting that they are seeking candidates to run for a position on the Board of Directors.

Section 3 Class Representative Committee

A class representative shall be appointed from and for each homeroom. He/she will be responsible for gathering and disseminating information that is of importance to his/her homeroom and the HTEDS community at large.

Section 4 Enrichment Planning Committee

The Enrichment Planning Committee shall plan the programmed spending of fundraiser proceeds during the year. The five members of this committee shall be the Head of School, HTSA Vice President, and three HTSA members representing each of the three divisions of HTEDS – pre -k/kindergarten, lower school and middle school. It shall have the authority at the discretion of the President to allocate monies not to exceed \$100.00 for an individual purchase. Allocated funds should not exceed \$6,000.00 per year.

Section 5 Buddy Family Committee

The Members-at-Large shall be the members of this committee. During the summer prior to the beginning of the school year, they shall pair incoming families with children of the same grade and gender (if possible) of current families.

Section 6 Establishment of Standing Committees and Special Committees

(a) With the exception of the Nominating Committee, standing committees may be established or disbanded by the President with the approval of the HTSA Board of Directors. Such action must be reported at the next meeting of the general membership; and

(b) The President, with the consent of the Board of Directors, may appoint special committees. Such action must be reported at the next meeting of the general membership.

ARTICLE VIII

FISCAL YEAR

HTSA's fiscal year shall run from July 1 through June 30 of the following year.

ARTICLE IX

AMENDMENTS AND APPROVALS

The HTSA Board of Directors may present proposed amendments of the HTSA Bylaws to the HTEDS Board of Trustees. The Board of Trustees shall ratify any and all amendments to these Bylaws before they are presented to the HTSA general membership for vote. The Board shall give the HTSA members 15 days written notice of the proposed amendments. Such written notice shall contain the full text of the proposed amendments. A two-thirds majority vote of the members present at the general meeting is required for approval.

ARTICLE X

TERMINATION OF HTSA

Section 1 Methods of Termination

- (a) dissolution of HTEDS; or
- (b) at the discretion of the HTEDS Board of Trustees.

Section 2 Effects of Termination

If HTEDS has not dissolved, then the entire HTSA assets will be donated to HTEDS.

If HTEDS is in the process of dissolving, then the HTSA Board of Directors, with the advice of the Vestry of Holy Trinity Episcopal Church and the HTEDS Board of Trustees, will nominate three non-discriminatory, non-profit educational organizations to which the assets of the HTSA will

be donated. The funds shall be equally disbursed among the organizations.