

Olathe Northwest High School

21300 College Boulevard, Olathe, KS 66061

Raven Parent Organization Bylaws

Adopted April 2004

[Revised Aug. 2007 Revisions in italics]

[Revised Jan. 2010 revisions in bold]

[Revised Oct 2011 in bold italics]

Article I: Name

This organization shall be called the Raven Parent Organization (RPO).

Article II: Purpose

The purpose of this organization is to support and promote Olathe Northwest High School, its students and its faculty, and to work toward better communication between school and home to enhance the quality of education for all students; *and to provide advice and counsel in evaluating school site performance goals.*

Article III: Membership

Membership may include any and all parents or legal guardians of students who attend Olathe Northwest High School. It may also include the principal and all faculty members. It also may include up to two (2) community/business members. There shall be no required dues for membership. All members of the RPO will work as a team to support and promote Olathe Northwest High School.

Article IV: Board of Directors

- A. Defined. The Board of Directors (hereinafter referred to as the “Board”) shall include **up to 13** members elected directly by the Regular Members of Raven Parents and may also include a designated representative of every bona fide parent group within the Olathe Northwest High School. The Board members shall include five (5) officers (defined below), **4 – 8** directors (defined below) and the chairmen of each of the standing committees.
- B. Officers. The officers shall be the President, First Vice-President, Second Vice-President, Secretary and Treasurer.
- C. Directors. The Board shall also include Directors who shall consist of **at least one but not more than two freshman parent director(s)**; at least one but not more than two sophomore parent director(s); at least one but

not more than two junior parent director(s); and at least one but not more than two senior class director(s).

- D. Additional Board Members. The chairman of each Board Committee shall be a member of the Board of Directors. The chairman of each parent group may also be a member of the Board of Directors. Board members may also include up to two (2) community business members and may also include a teacher/staff representative. ***There shall also be a Faculty Designee from Olathe Northwest High School faculty on the board.***
- E. Term of Office. The term of an office of the Board of Directors shall be for one year, effective upon their election. Each officer is limited to no more than two terms (lifetime) in any one office.

The offices of President and Treasurer must be filled by someone who served on the Board of Directors the previous year. In the event that is not possible, the prior year's Board of Directors shall address the issue.

The offices of 1st and 2nd Vice President should be filled by someone who has served on the Board the previous year.

Directors may be reelected or appointed without limitation. The term of office for those designated by every bona fide parent group within Olathe Northwest High School shall also be one year. Each parent group appointing a member to the Board should identify this representative to the President of the RPO within one (1) month of the President's election.

Any Director of the Organization may resign at any time by giving written notice to the Board of Directors, the President, and/or the Secretary. Such resignation shall take effect in the time specified therein, if any, or if no time is specified therein, then upon receipt of such notice by the Board of Directors, the President and/or the Secretary; and, unless otherwise provided therein, the acceptance of the resignation shall not be necessary to make it effective. The Board by a simple majority vote, may appoint a successor for any office who is unable to complete his or her term of office for any reason.

Article V: Duties

- A. Functions of the President: The President shall be chairperson of the Board, the Chief Executive Officer of the Corporation, shall preside at all meetings and coordinate work of officers and committees. The President and/or ***Faculty Designee*** must countersign all checks exceeding ***\$1,000.00*** and perform duties incidental to the office. He shall appoint an individual or committee(s) as needed and shall serve as liaison with the administration for Olathe Northwest and the Olathe School District.

- B. Functions of the First Vice President: The First Vice President shall aid or perform the President's duties when necessary. The First Vice President shall assist the President with arranging the program and securing necessary outside speakers for the regular meeting of the Raven parents, in accordance with the instructions of the Board. The First Vice President shall assist with the facilitation of the Bylaws *and Web Site Communications*.
- C. Functions of the Second Vice President: The Second Vice President shall, under the direction of the President, serve as liaison with the committees of the Raven Parents. The Second Vice President shall insure that each committee reports at the meetings of the Board and if the committee is unable to present a report, the Second Vice President shall present the report. The Second Vice President shall perform the duties of the President and/or the First Vice President whenever either or both are unable to do so.
- D. Functions of the Secretary: The Secretary shall attend and suitably record the proceedings of all regular meetings and meetings of the Board and shall perform other duties as assigned by the President or the Board. The Secretary shall submit a report to the Principal of Olathe Northwest High School for the periodic newsletter to the parents and/or students of Olathe Northwest High School. The Secretary, or a designate, shall maintain records of membership. Upon assumption of a duly elected or appointed successor, the Secretary shall deliver to said successor all records or documents of the Board.
- E. Functions of the Treasurer. The Treasurer shall be accountable for all monies belonging to the Corporation and shall receive all funds which shall be deposited in the name of the corporation in such federally insured bank(s) as approved by the Board. The Treasurer shall keep correct account of all monies, and all bills, orders, claims and demands upon the Corporation. The Treasurer shall make all disbursement authorized by the Board; all drafts exceeding **\$1,000.00** must be countersigned by the President and/or Secretary. The Treasurer shall give an itemized report at each regular meeting of the Board of Directors of all disbursements made since the last meeting; shall tender a true and completed signed report of the financial condition of the Corporation to the Board of Directors and to the membership at the Annual Meeting; shall prepare an annual corporation budget, in conjunction with the Board of Directors; and *may* arrange for a compilation by a registered accountant approved by the Board of Directors.

The Treasurer shall deliver to said successor all monies, books, documents, vouchers and other property belonging to the Corporation in

the possession of the Treasurer for which the Treasurer may be held accountable. Records and books of accounts shall be at all times open for inspection by any member of the Board of Directors. The Treasurer may be bonded if required by the Board of Directors.

Article VI: Meetings

- A. Regular Board Meetings. Meetings of the Board of Directors shall be held at least every other month during the school calendar year as determined by the Board.
- B. Annual RPO Meetings. The annual meeting at which the election for the Board of Directors shall take place will be held at the Spring Raven parent Meeting to be held in either April or May as determined by the Board.
- C. General RPO Meetings. General meetings of the organization shall be held as determined by the Board. At least one other meeting will be held other than the Annual RPO meeting during the calendar school year.
- D. Special RPO Meetings. Special meetings may be called by the Board, the President, or by petition of one-fifth (1/5) of the membership. The petition must be presented to any Officer. Due notice of the meeting shall be provided to the membership whenever a special meeting is called.
- E. Notice of Meetings. The RPO membership shall be notified no later than seven (7) days in advance of any changes in the date of any regularly scheduled RPO meeting, or of any other Special RPO meeting. Any change in the date of the annual RPO meeting (for election of officers) shall be by phone or in writing, letters or postcards to provide such notice must be contacted or mailed at least ten (10) days in advance of the newly-scheduled meeting date.
- F. Quorum for Board of Director meetings. A quorum shall be a simple majority of the RPO Board of Directors providing that 51% is in attendance. A simple majority vote will be used or voting during the meetings to determine the outcome of proposed issues and/or actions. Roberts Rules of Order shall be the general guide for conducting meetings. (A copy of Introduction to Robert's Rules of Order is attached to these Bylaws for reference).

Article VII: Elections

- A. Board Eligibility. All regular RPO members are eligible for candidacy for any of the **up to eleven (11)** positions that are elected directly by the Raven parents. Except that the positions of President and Treasurer must be filled by someone who served on the Board of Directors the previous

year. The offices of 1st and 2nd Vice President should be filled by someone who has served on the Board the previous year.

- B. Nominating Committee. The President shall, at least 30 days before the Annual Meeting, appoint a Nominating Committee of at least three (3) members. This nominating committee shall submit the names of consenting candidates for membership on the Board of Directors. The President shall announce, in a suitable manner, that members of Raven parents may suggest to the nominating committee the names of eligible consenting candidates to the Board of Directors. The names of all nominees shall be announced prior to the election taking place.
- C. Election of New Board Members. The election will be held at the annual meeting. Those candidates receiving the highest number of votes cast by regular members in attendance shall be elected to office.

Article VIII. Committees/Parent Groups

- A. Committees. The Board shall seek volunteers and then appoint Chairmen of the committees deemed necessary for the current school year. The Board may create additional committees as needed. The duties of each committee shall be developed by the Board and a written copy of these duties shall be maintained by the Secretary. These Committee Chairmen will be voting members for the Board. Any regular member of the Raven parents may sign up for committee membership.

Each committee chair shall maintain records of the members of each committee and shall provide a sign up sheet at each meeting for membership. The chairman of each committee shall, if applicable, report at each Board meeting as to the work of their committee. If they are unable to attend, the Second Vice-President shall act as a liaison and present the report. Each committee chair shall prepare an end-of-the-year report summarizing the activities of the committee and shall present it to the newly elected Present at the close of the annual meeting.

- B. Parent Groups. This may include but will not be limited to the Band Booster Club, Basketball Booster Clubs, Baseball Booster Club, Quarterback Club, and Soccer Booster Clubs. These groups will have the option to appoint a Representative to be on the Board of Directors.
- C. Executive Committee. There may be an Executive Committee of the Board of Directors which shall have the authority to transact all the regular business of the Corporation during the interim between the meetings of the Board of Directors provided that such action shall not conflict with the policies and express wishes of the Board of Directors. The Executive Committee shall consist of the President, the Secretary and the Treasurer.

- D. Term of office. Each member of a committee shall continue as such until the next annual meeting of the Board of Directors and unless the committee shall be sooner terminated or unless such member shall cease to qualify as a member thereof. Vacancies will be filled by appointment made in the manner provided in the case of the original appointments.

Article IX: Finances

- A. Deposits. All funds raised by the RPO shall be submitted, as soon as possible, for deposit into an account designated by the Board. The funds are to be dual counted by the fund raising chairperson and their representative and turned over to the Treasurer with dual signed signatures on amounts to be deposited.
- B. Purchases. The Executive Board shall have the right to spend up to \$50.00 without the approval of the simple majority. Said expenditures must be submitted to the Board at the next Board meeting. All purchases of \$50.00 or more must be approved by the RPO Board of directors before being made. A simple majority shall be needed for approval of all expenditures over \$50.00.

If it is necessary for the treasurer to issue a check before an item is purchased, the transaction must be completed within 30 days. Receipts are required for all reimbursement on items. No reimbursements shall be made unless the RPO Board of Directors approval can be verified in the minutes and proper receipt(s) are submitted.

- C. Fiscal year. The fiscal year shall end at midnight on July 31st. All receipts for that year must be turned in by June 15th or the treasurer is not authorized to make reimbursements. Approximately \$1,500.00 or an amount approved by the RPO Board of Directors shall be left in the Treasury for the necessary estimated expenses to start the beginning of the new school year.

Article X: Notice

- A. Notice deemed given. Whenever under the provisions of these Bylaws notice is required to be delivered to any Director or officer, such notice shall be deemed to be delivered when deposited in the United States mail with postage thereon prepaid, or dispatched by fax or prepaid telegram, addressed to such individual at his address as it appears on the records of the Corporation, or when delivered in person to the individual.
- B. Attendance as Waiver. Any notice of any meeting required to be given under the provision for these Bylaws or the laws of the state of Kansas

shall be deemed waived by the attendance at such meeting of the party or parties entitled to notice thereof, except where a party or parties attend meeting for the express purpose of objecting to the transaction of business because the meeting was not lawfully called or convened.

Article XI: Indemnification

- A. Indemnity. The Corporation shall indemnify any person who is or was a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether criminal, civil, administrative or investigative, including without limitation any action by or in the right of the Corporation, by reason of the fact that he or she was or is a director or officer of the Corporation or is or was a director or officer of the agent, employee, partner or trustee of another corporation, partnership, joint venture, trust or other enterprise, against expenses, including attorney's fees, judgments, fines, taxes, and amounts paid in settlement, actually and reasonably incurred by him or her in connection with such action, suit or proceeding if such person's conduct is not finally adjudged to be knowingly fraudulent, deliberately dishonest or willful misconduct. The right to indemnification conferred in this Section shall be a contract right and shall include the right to be paid by the Corporation expenses incurred in defending any actual or threatened civil or criminal action, suit or proceeding in advance of the final disposition of such action, suit or proceeding. Such right will be conditioned upon receipt of an undertaking by or on behalf of the director or officer to repay such amount if it shall ultimately be determined that he is not entitled to be indemnified by the Corporation as authorized in this Article. Such right shall survive any amendment or repeal of this Article with respect to expenses incurred in connection with claims, regardless of when such claims are brought, arising out of acts or omissions occurring prior to such amendment or repeal. The Corporation may, by action of its Board of Directors, provide indemnification for its employees and agents of the Corporation with the same scope and effect as the foregoing indemnification of directors and officers.
- B. Not Exclusive. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any bylaw, agreement, vote of disinterested directors or otherwise, both as to action in this official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be director, officer, employee, partner, trustee or agent and shall inure to the benefit of heirs, executors and administrators of such a person.
- C. Insurance. The Corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent

of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, partner, trustee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him and incurred by him in any such capacity or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability under the provisions of this Article.

- D. Severability. In the event any provision of this Article shall be held invalid by any court of competent jurisdiction such holding shall not invalidate any other provision of this Article and any other provisions of this Article shall be construed as if such invalid provision had not been contained in the Article. In any event, the Corporation shall indemnify any person who is or was a director or officer of the Corporation who is or was serving at the request of the Corporation as a director, officer, agent, employee, partner or trustee of another corporation, partnership, joint venture trust or other enterprise to the full extent permitted under Kansas Law, from time to time in effect.

Article XII: Quorum for Membership Meetings

A quorum for the transaction of business at any meeting of the Regular Membership shall be the members present or at least 33% of the listed members.

Article XIII: Removal from Office

- A. Procedure. Any member of the Board may be removed from office for non-performance of duties by a three-fourths (3/4) vote of the members of the Board. The person whose removal is under consideration shall be ineligible to vote on the question of removal from office. Before such a matter may come to the Board for consideration, the Board member whose removal is under consideration shall have thirty (30) days written notice to prepare a defense before the vote is taken.
- B. Replacement. The Board shall appoint a successor for any Board member removed from office, per Article XIII, Section 1.

Article XIV: Amendment

- A. Notice of amendment. Notice of any proposed amendment to these Bylaws shall be mailed to all regular members at least seven (7) days prior to the meeting at which said amendment will be voted on.
- B. Vote on amendment. A majority vote of the regular members present shall be required to amend these By-laws provided at least 33% of the listed membership is present.

IN WITNESS WHEREOF, the undersigned, in his capacity as President of Raven Parent Organization certifies that these are the Bylaws of said Corporation in effect as of the date below written.

By _____
President

Dated _____

Witnesses:
