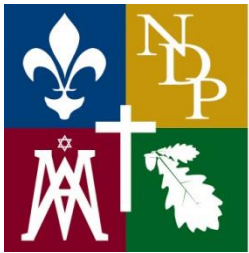


9/4/2013

NDPMA PARENTS CLUB BYLAWS
REVISION SEPT 4, 2013.



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Article I

Names and Organizational Structure

The name of this Club shall be “Notre Dame Preparatory School and Marist Academy Parents Club”, and it shall operate with the approval of Notre Dame Preparatory and Marist Academy as a non-profit organization {501 (c)(3) of the Internal Revenue Code 1954 as amended} under the laws of the State of Michigan. The Notre Dame Preparatory School and Marist Academy Parents Club (hereafter referred to as the “Parents Club”) shall share the same tax ID identifier as the school.

Article II

Purpose

Section 1: Parents Club Objectives

In general, the objectives of this Parents Club shall be to promote, render assistance and support to the Religious Congregation of the Marist Fathers and the staff of the Notre Dame Preparatory School and Marist Academy School in the religious, moral, intellectual, physical growth and development of the students who attend Notre Dame Preparatory School and Marist Academy School, hereafter referred to as the “School”.

Section 2: School Policy

The Parents Club shall seek neither to direct the administration activities nor to control the policies of the School. The Parents Club shall act in good faith to uphold and promote the policies of the School and shall abide by the governance of the Marist Fathers of Detroit, Inc., a Michigan non-profit corporation.

Section 3: Volunteer Services and Fundraising

The Parents Club is to provide volunteers to the School and the community. These persons, hereafter referred to as “Parent Volunteers”, shall manage and execute Parent Club Events and shall perform specific fundraising activities as deemed appropriate by the NDPMA Office of Advancement. No part of the net earnings of the Parents Club shall inure to the benefit of or be distributed to its members, officers or other private persons, except that the Parents Club shall be authorized and empowered to reasonable compensation for services rendered. The Parents Club Officers and Regular Members defined under **Article III-Membership-Section 1: Classifications**, shall provide volunteer hours to specific Parents Club Events to satisfy the conditions called out within the School’s tuition contract. In the event the hours specified or conditions set within the NDPMA tuition contract are not met, the tuition contract shall call out a monetary equivalent for any hours not satisfied. All monies which are not required to satisfy obligations generated by the business activities of the Parents Club remain the sole property of the School, or, if the School no

longer exists, to the Marist Fathers of Boston, Inc. Please refer to **Article V-Finances-Section 7: Dissolution of Assets** pertaining to the dissolution of Parents Club Assets.

Section 4: Parents Club Financial Guidelines

The financial guidelines of the Parents Club shall be as defined within **Article V** of these bylaws. The Parents Club Officers shall work with the appropriate School Administrators and Business Manager to ensure these financial guidelines are met and shall support the School in fulfilling its duties and obligations under the law. The Parents Club shall also follow set guidelines determined by the Archdiocese of Detroit and its local Ordinary. The Parents Club shall conduct its business such that all state and federal laws and regulations are followed and shall conduct its business in an ethical and proper manner.

Article III

Membership

Section 1: Classifications

There shall be six classes of members of the Parents Club: Parent Officers, School Administrative Officers, Parent Club Members, Alumni Members, Associate Members, and Honorary Members. These roles are defined as follows:

- A) Parent Officers: The Parent Officers of the club consist of the President, NDP Vice President, Notre Dame Marist Middle Division Vice President, Notre Dame Marist Lower Division Vice President, Parent Service Coordinator, Secretary, and Treasurer.
- B) School Administrative Officers: The School Administrative Officers consist of the School's President and Vice President of Advancement.
- C) Parents Club Members: Any parent or guardian of a student of Notre Dame Preparatory School, Notre Dame Marist Middle Division or Notre Dame Marist Lower Division shall be considered a regular member and be bound by the service hours and financial commitment called out within the School's tuition contract. In the event a conflict exists between this document and the School's tuition contract, the school tuition contract shall take precedence. The current year's tuition contract details the family commitments.
- D) Alumni Members: Any past student or parent who is no longer enrolled in the School and do not qualify as a regular member is eligible for Alumni membership status.
- E) Associate Members: Any person or entity who is interested in supporting the Parents Club or the School in fulfilling its objectives is eligible for Associate Membership.
- F) Honorary Members: Any person who has rendered eminent service to the School and/or the Parents Club is eligible for honorary membership.

Article IV

Officers

Section 1: Board of Directors

The Parents Club Board of Directors shall consist of the Parent Officers and Administrative Officers defined within **Article III- Membership- Section 1: Classifications**. The business and affairs of the Parents Club shall be administered by the Officers of the Parents Club, working in tandem with the School President. The School President has the authority to veto any and all decisions rendered by the Parents Club Board of Directors. The School President shall be consulted on all matters of policy and procedure and not be excluded from decisions which impact policy. All Parent Officers of the Parents Club shall support school administrators (e.g., business manager, divisional principals and facility managers) as deemed appropriate by the School President. Each Parent Officer shall be assigned specific committees to oversee. Oversight of a committee shall consist of tracking the progress of the committee toward achieving its objective, which objective often includes financial and volunteer oversight.

Section 2: Officer Definitions, Roles and Responsibilities

The Parents Club shall define the Parent Officer roles as follows:

Parents Club President – The President is the Chief Executive Parent Officer of the Parents Club. She/he shall preside at all monthly meetings of the club and shall be an ‘ex-officio member’ of all committees and sub-committees. She/he shall see to the enforcement of all constitutions and bylaws and carry out all decisions of the applicable committees. She/he will be responsible for the operation of the Parents Club and serve as the primary liaison to the School President. She/he shall have charge of solicitation, preparation, and dissemination of all agenda items for regular and special committee meetings. The President of the Parents Club is responsible for approving all financial summary statements used by the club and shall do everything within his/her power to keep all raffle and charitable licenses in good standing. The President of the Parents Club has signatory privileges to the Parents Club bank account as granted under **Article V- Finances- Section 2: Account Signatories**.

Parents Club Vice Presidents – Each of the three divisions of the School shall have a Parent Vice President. The Parent Vice Presidents shall assist the Parent President and other officers, e.g., the Parents Club Treasurer, in his/her duties and shall uphold all constitutions, procedures, and bylaws of the Parents Club. The Parent Vice Presidents shall maintain good communication channels to the applicable Division Principals and shall work with them on their specific events.

Parents Club Secretary – The Parent Secretary shall conduct all official correspondence required by the Parents Club. At the direction of the Parent President, she/he shall notify all Parents Club members and interested parties of all meetings. She/he shall keep meeting minutes, action item lists, and notices of decision in a retrievable format that shall serve as the Parents Club official

business records. The Parent Secretary has signatory privileges to the Parents Club bank account as granted under **Article V- Finances - Section 2: Account Signatories.**

Parents Club Treasurer – The Parent Treasurer shall see to proper disbursement of all funds raised by the Parents Club and to keep adequate and correct book of accounts showing the receipts and disbursements of the Parents Club and an account of its cash and other assets. She/he will maintain close contact with the Business Manager of the School to whom she/he shall send reports, records, and accounts of all financial transactions on a regular basis. The Treasurer shall ensure that Parents Club bank account does not exceed the amount called out within Article V-3 of these bylaws and shall transfer monies to the school on a regular basis to accomplish this. The Parent Treasurer has signatory privileges to the Parents Club bank account as granted under **Article V- Finances - Section 2: Account Signatories.**

Parents Club Parent Volunteer Coordinator – The Parent Volunteer Coordinator shall organize and place Parent Volunteers in their appropriate and mandatory committee positions. The Parent Club Coordinator shall work with committee chairs to resolve issues that occur over the course of the year pertaining to parent service. The Parent Volunteer Coordinator shall maintain a list of any and all parents who hold exemptions from service hours and shall ensure that exemptions fall within the Parents Club's published guidelines.

Section 3: Officer Eligibility

The Parent Officers of the Parents Club shall be as defined within **Article III-Membership** and **Article IV-Officers** of these bylaws. In order to be eligible for a Parent Officer role within the Parents Club, the candidate must have regular member status of the Parents Club by having one or more children attend the School as granted under **Article III-Membership-Section 1:**

Classifications. The Parent Officers of the Parents Club shall not be employed full-time by the School so as not to blur the line between Parent Officer and Administrative Officer.

Section 4: Officer Selection Process

The Parents Club Officer selection process shall be as follows:

A) The Current Parents Club Board shall seek out interested candidates for the open Parent Officer positions, either through volunteer signup or directly seeking out individuals whose goals align with the School and its purpose. The Parent Service Coordinator shall make a recommendation to the Parents Club President.

B) The Parents Club President shall contact and speak to each interested candidate to initiate a screening process. Upon screening candidates, the Parents Club President shall present viable candidates to the Parents Club Board of Directors during the monthly meeting of March. If necessary, the Parents Club Board shall debate and vote on candidates. Candidates carrying a quorum, as defined in **Article VII-Meetings-Section 3: Quorum**, shall win the position.

Section 5: Installation of Officers

New officers shall take office during the June Chair Meeting of the prior school year. This shall allow a one month transition between old and new. Upon taking office, each Parent Officer shall review and sign a copy of these bylaws. By taking office, each Parent Club Officer agrees to uphold these bylaws and work in the best interest of the students and the School. The Parent Club Secretary shall maintain a file containing the acknowledgment and acceptance of these bylaws.

Section 6: Office Service Terms

An officer shall serve a minimum of two school years. There is no upper limit on service. When an officer's service is complete, the officer shall work with his/her replacement up to and including the month of June, to provide a smooth transition. When there is a change in the office of the Parents Club President, the former Parents Club President shall serve a one-year term as Parents Club President Pro-tem to aid in this transition. The Administrative Offices shall follow the appointment of the School and shall transition accordingly.

Section 7: Officer Removal

Any Parent Officer of the Parents Club may be removed for any reason by the School President. For removal of the Parents Club President this may be done by the School President and the School Vice-President. All removals shall be documented in writing by the Parents Club and any and all service credit (hours or tuition credit) granted under **Article II-Purpose-Section 3: Volunteer Services and Fundraising** shall be pro-rated for time served.

Article V

Finances

Section 1: Financial Accounts

The Parents Club shall maintain a single bank account to and from which money can be deposited and withdrawn. The Parents Club is a check writing organization. This bank account shall be at an FDIC insured institution and shall be structured to minimize usage fees charged to the Parents Club. All checks issued by the Parents Club shall utilize dual signatures and the account shall be setup to require the signatories described within **Article V-Finances- Section 2: Account Signatories** of these bylaws.

Section 2: Account Signatories

The primary signatories of the account shall be the Parents Club Treasurer and the Parents Club President. In the event, one of these two officers are not available to process checks, the account shall also list Parents Club Secretary, School President, Upper Division Principal, and the School Vice-President of Advancement. It is the responsibility of the Parents Club President to maintain the list of signatories on the Parents Club bank account to contain these, and only these,

individuals. At the beginning of each school year, the Parents Club President shall review the signatories with the bank for correctness and remedy any and all discrepancies found.

Section 3: Account Limits

The Parents Club Treasurer shall be responsible for maintaining acceptable monetary limits within the Parents Club account. The amount of money present in the Parents Club account shall not exceed \$10,000 for any extended period of time. The Parents Club Treasurer shall transfer money to and from the school such that the appropriate account balance is maintained, and there are sufficient funds for checks to clear and the business of the Parents Club to be successfully conducted.

Section 4- Financial Budget

The Parents Club President shall author and maintain a Parents Club Master Budget, hereafter referred to as the “Master Budget”. The Master Budget shall be reviewed and approved at the April monthly meeting for the following year, by a quorum as defined in VIII-3. The Master Budget shall define the net flow of money from Parent Club Fundraising (Revenue) minus Parent Club Expenses (Operating Budget). In addition to the Master Budget, each committee shall maintain an Event Budget. The Event Budget shall be reviewed and approved by the appropriate Parent Club Officer and Parent Treasurer. In the case where large Capital outlays are needed, in excess of \$10,000 or 30% of the Parent Club Operating Budget, e.g., NDP Theater, the School President shall give approval to the submitted financial plan.

Section 5: Raffle Licenses and Financial Summary Sheets

The Parents Club holds several Raffle Licenses in the State of Michigan. The Parents Club shall utilize its Raffle Licenses for the Fall Family Festival, Super Raffle and the Fashion Show. In some cases, the Parents Club may assign its licenses, raffles or otherwise, to other School organizations such as the School’s Athletic Booster Club. The Raffle Event chair shall complete the necessary paperwork for a Charitable License and shall provide it to the Parents Club President for signature. If the Parents Club President is not available, two additional Parent Officers can approve the form in her/his absence, as permitted on the application form. The Financial Summary sheet shall be completed by the Raffle Event Chair, and when reasonable, be presented during a Parents Club Monthly meeting following the event. The Raffle Summary Sheet shall become part of the Parents Club official meeting business record. The Parents Club Board of Directors, including, but not limited to the Parents Club President, shall review the financial information presented, the financial controls in place, and either approve or disapprove the Financial Summary sheet based upon the discrimination and recommendation of the other Parents Club Officers. The approval shall be documented by the Parents Club Secretary, signed by the Parent Club President and faxed to the appropriate Raffle agency by the Raffle Event Chair.

Section 6: Contracts

The Parents Club Treasurer and/or Parents Club President shall review with the School Business manager any contract that requires signing. Upon the approval of the School's Business Manager, the Parents Club President shall sign the contract and work with the appropriate committees to execute all terms and conditions called out within said contract.

Section 7: Dissolution of Assets

In the event the Parents Club is dissolved and no longer exists, the assets thereof shall be distributed to the School, or if said School no longer exists, to the Marists Fathers of Detroit, Inc., a Michigan non-profit. The purpose of this rule is to comply with the exemption requirements specified in Section 501(c) (3) of the Internal Revenue Code of 1954 as amended.

Article VI

Event Steering Committees

Section 1: Event Committee Composition

The Event Steering Committee shall consist of all Parents Club Event Chairs as defined on the Event Chair list maintained by the Parent Service Coordinator as granted in **Article IV-Officers-**

Section 2: Officer Definitions, Roles and Responsibilities. Please refer to the School's website, (www.ndpma.org) for the most up to date list of Committees and their assigned Chairs. The scope of Parents Club events can change and shall be reviewed on an annual basis by the Parents Club Board of Directors.

Section 2: Event Committee Responsibilities

The Event Steering Committees shall be responsible for the coordination, planning, administration and execution of specific Parent Club events. Each Event Steering Committee shall comprise of one or more Chairpersons, as defined within **Article VI-Event Steering Committees-Section 1: Event Committee Composition**, including Parent Volunteers. All Event Steering Committees shall adhere to all applicable rules, guideline, and bylaws of the School and Parents Club.

Section 3: Chair Responsibilities

Each chairperson shall be charged with 1) contacting the membership for committee operation; 2) plan, organize and carry out committee assignments, 3) report all activities to the Parents Club Board of Directors. 4) follow all financial guideline set forth by the Parents Club and School, most notably in the form of reimbursement documentation.

Article VII

Meetings

Section 1: Meeting Frequency

The Parents Club Board of Directors shall meet one time per month as a governing board except for the month of July (summer shutdown). The date and time of all of the meetings shall be communicated by the President of the Parents Club to the entire Board of Directors before the first meeting of the year (August). The Parents Club President shall list all meeting times and locations on the School's web based calendar, so that parents who wish to attend, can attend. The Parents Club shall hold meetings over the course of the year at either the Main or Lower Division campuses.. The location of the meeting shall be chosen based upon the specific events discussed. In the event a meeting reschedule is required, the President of the Parents Club shall notify all Board members via email no later than 24 hours before the scheduled meeting time. Reasonable attempts shall be made to update the School web based calendar in time to notify parents of the change.

Section 2: Meeting Format and Protocol

A meeting agenda shall be distributed prior to and during the meeting. The meeting agenda may be reordered to accommodate participant's time schedule. Robert's Rules of Order shall be used to conduct the business of the meeting; primarily utilizing these four motions (introduce, amend, adopt, and adjourn). In the event a particular item is not close to resolution, the Parents Club President will order a motion to lay on the table the topic for a follow-up meeting. The Parents Club Treasurer shall report the financial status of the organization at each monthly meeting.

Section 3: Quorum

A quorum shall exist only when the School President or his Vice President Designate, President of the Parents Club, and a minimum of three other Parent Officers are present. A quorum is required for any changes to Parents Club procedures, policies, or guidelines called out within these bylaws or the Parent Club Event Guideline document. No changes in policy, procedure or guidelines shall be granted without the specific approval of the School President. Conversely, the School shall not change any Parents Club procedures, policies or guidelines without the knowledge of the Parents Club President and three additional Parents Club Officers needed to form a quorum, and the change must be addressed during a Board Meeting.

Section 4: Meeting Records

The Parents Club Secretary shall document and record the minutes of the monthly meeting. At the request of the Parents Club President, the Secretary shall be invited to other special topic meetings to capture the outcome as an official Parents Club business record. In the event the Secretary cannot make the monthly meeting, the Secretary shall make arrangements with another Parents Club Officer (excluding the Parent Club President) to fill that role during the meeting. The meeting minutes shall capture all action items requiring follow-up and decisions reached

during the meeting. The meeting minutes shall be published to the group within 72 hours of the meeting for review. Each Parents Club Officer shall review the minutes for accuracy and notify the Secretary of any needed corrections. Each monthly meeting shall contain a motion to accept the previous month's Parents Club Board meeting. Should major updates be required, the motion to accept the minutes shall carry forward to future board meetings until such time as the minutes in question are accepted by the Parents Club Board as a matter of record.

Article VIII

Amendments

Section 1: Amendment Procedures

This document may be amended or repealed during the course of any meeting of the Parents Club with written notice of the proposed amendment(s), in the call of the meeting. For a change to be granted, the following items must occur. Two-Thirds of those present at the meeting in which a motion for amendment or repeal was made must agree to such an amendment or repeal. After this occurs, the School President must agree to such an amendment or repeal of bylaws and present the modifications to the Notre Dame Preparatory School and Marist Academy Board of Trustees. The Board of Trustees must review and approve any and all amendments and repeals made to these bylaws, taking into account appropriate legal and tax counsel. Once the amendment(s) is accepted, the Parents Club President shall update all Parents Club records to reflect the change.

Section 2: Bylaw Review

The Parents Club Bylaws shall be reviewed bi-annually to determine if modifications are needed. The Parents Club Board of Directors shall review these bylaws; make sure they are consistent with the mission of the School, its President and the Board of Trustees. They will seek a resolution when any conflicts exist.

Article IX**Revision Record**

Article	Section	Description of Change
Date: October 5, 2010 Global	All	Generated document from bylaws 3/7/02
Date: January 5, 2011	Article IV, Section 6	Per direction of NDPMA legal counsel, updated heading to be 'Office Service Terms' and updated sentences for clarity.
	Article IV, Section 7	Per direction of NDPMA legal counsel updated guidelines for officer removal.
Date: September 4, 2013 Bi-Annual Review	Article III, Section 1	Replace the word School with Division
	Article III, Section 1	Added Associate Members to class definitions.
	Article VII, Section 1	Remove Waterford Campus and reword to Main Campus and Lower Division Campus
	Article IV, Section 3	Removed condition of part-time employment by school
	Article V, Section 2	Add Upper Division Principal as account signatory.
