

Jefferson Preparatory Parent Organization

Bylaws

ARTICLE I – NAME, DESCRIPTION AND PURPOSE

Section 1: NAME -The name of the organization shall be the Jefferson Preparatory Parent Organization, hereafter referred to as the JPPO. The JPPO is located at Jefferson Preparatory High School, 2323 W. Parkside Lane, Phoenix, AZ 85027.

Section 2: PURPOSE – The JPPO is a non-profit organization that exists for charitable and educational purposes, including the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code.

Section 3: DESCRIPTION – The purpose of the JPPO is to enhance and support the educational experience at Jefferson Preparatory, to develop a closer connection between school and home by encouraging parent involvement, and to improve the environment at Jefferson Preparatory through volunteer and financial support. The objectives of the JPPO are to:

- a) Support the students of the school with time, effort, concern and funds.
- b) Work with school administration to serve as a liaison for better school/community relations.
- c) Further the mission of Jefferson Preparatory.

ARTICLE II – MEMBERSHIP

Section 1: GENERAL MEMBERSHIP - Membership shall be automatically granted to all parents and guardians of Jefferson Preparatory students.

Section 2: VOTING PRIVILEGES – General Members shall be entitled to one vote at General Meetings. Each member in attendance at a General Meetings is eligible to vote. Absentee and proxy votes are not allowed.

Section 3: DUES – Dues shall not be required for membership.

ARTICLE III –MEETINGS

Section 1: GENERAL MEETINGS - General Membership meetings shall be held to conduct the business of the JPPO. General Membership Meetings shall be held at the discretion of the Executive Board, but no less than two times per school year.

- a) **QUORUM** - No quorum of general members will be required at a general meeting in order to conduct business.
- b) **VOTING** – Each JPPO member in attendance at a General Meeting is eligible to vote. When an item is brought before the general membership for a vote, a simple majority of all votes cast shall decide the issue. Absentee and proxy votes are not allowed.
- c) **MINUTES** – Draft Minutes from the General Membership Meeting will be placed in the JPPO binder, located in the front office, within 7 days. Once the minutes are approved, they will be updated and placed in the JPPO binder in the front office within 7 days from the time that they are approved (typically the Executive Board Meeting following a General Membership meeting).

Section 2: EXECUTIVE MEETINGS – Executive Board meetings are held to conduct the business of the JPPO. The Executive Board shall meet monthly during the school year or at the discretion of the Chair.

- a) **QUORUM** – Three (3) members of the Executive Board, present and voting, constitute a quorum for the purpose of voting at Executive Board Meetings.
- b) **VOTING** – The Chair, Secretary and Treasurer are automatic voting members of the Executive Board. At the beginning of each term (beginning of the school year) these officers may appoint two (2) additional members-at-large, selected from committee chairs, to serve as members of the JPPO Executive Board. These members shall constitute the JPPO Executive Board and shall have voting privileges. Absentee and proxy votes are not allowed
- c) **MINUTES** – Approved Minutes from the Executive Board Meeting will be placed in the JPPO binder, located in the front office, within 7 days from the time that they are approved (typically the next Executive Board Meeting).

ARTICLE IV – EXECUTIVE BOARD MEMBERS

Section 1: EXECUTIVE BOARD MEMBERS – The JPPO shall be governed by an Executive Board which shall consist of the following officers: Chair, Secretary, Treasurer and may consist of 2 Members-at-Large. These members shall constitute the JPPO Executive Board and shall have voting privileges. Only one person may be nominated and elected to fill any single officer position.

Section 2: MEMBERS-AT-LARGE - Chair, Secretary and Treasurer are automatic voting members of the Executive Board. These officers may appoint two (2) additional members-at-large, selected from committee chairs, to serve as members of the JPPO Executive Board. Members-at-Large shall have all responsibilities and privileges of an Executive Board member.

Section 3: NOMINATIONS AND ELECTIONS – The JPPO Executive board shall be elected by the General Membership of the JPPO.

a) **NOMINATIONS** –

- Any JPPO member may run for a position on the JPPO Executive Board.
- Nomination Forms will go out by March 15th to the General Membership (via email from the school) announcing the open nomination period and officer positions/duties.
- The nomination period will be open for no less than three weeks before the election.
- Interested candidates must submit a nomination form during the nomination period.
- When the number of eligible candidates matches or is less than the number of open positions at the close of the call for candidates, an election will not be held and all candidates will be considered elected, per approval of the Executive Board.

b) **ELECTIONS** - When a formal election is necessary, the following procedures shall be followed:

- The name and a brief bio of each nominee shall be announced to the General membership at least one week prior to the election, generally by email.
- Voting shall be done by paper ballot at a General Membership meeting(s), held no later than April 30th.
- The votes will be verified in the presence of the JPPO Board and at least one member of the Jefferson Preparatory school administration.
- Election results shall be announced in a timely manner.

Section 3: BOARD MEMBER'S DUTIES - The duties of each elected officer are as follows:

1) **Chair**

The Chair shall:

- Preside at all JPPO General Membership and Executive Board meetings.
- With input from Jefferson Preparatory school administration and JPPO members, set the agenda or chose an elected JPPO elected officer to do so.
- Appoint committee chairpersons with the approval of the JPPO Executive Board members.
- Prepare an annual budget with input from Jefferson Preparatory school administration, Executive Board members and/or General Members and ensure that it is presented for approval at the beginning and end of each school year.
- Maintain the documents that govern the JPPO, including but not limited to, the JPPO Bylaws, the nomination and election forms, the JPPO Committee Chair Documents, the JPPO Conflict of Interest Questionnaire, etc.
- Fill vacancies for JPPO officers, with the approval of the JPPO Executive Board.
- Coordinate the work of the officers and committees, to ensure that the objectives and policies are completed.
- Review and approve minutes before being published.
- Review and approve all notices prepared by the JPPO and ensure that the Jefferson Preparatory school administration has approved all notices before they are sent out.

- May serve as an authorized signatory for JPPO bank account.

2) **Secretary**

The Secretary shall:

- Attend and keep an accurate record of the proceedings at all JPPO General Membership and Executive Board meetings.
- Appoint a representative to keep accurate records, in your absence.
- Publish and post a summary of the meeting minutes, in a timely manner.
- Prepare a summary of all unfinished business.
- Assist the Chair in maintaining the documents that govern the JPPO, including but not limited to, the JPPO Bylaws, the nomination and election forms, the JPPO Committee Chair Document, the JPPO Conflict of Interest Questionnaire, etc.
- Keep a calendar of JPPO and Jefferson Preparatory school events.
- Preside as the Chair in the absence or resignation of the board chair.
- May serve as an authorized signatory for JPPO bank account.

3) **Treasurer**

The Treasurer shall:

- Attend all JPPO General Membership and Executive Board meetings.
- Act as a custodian of all JPPO funds by ensuring that all financial processes and procedures are in compliance with the JPPO Financial Policies as set forth in the Bylaws.
- Regularly balance the JPPO budget sheet with the JPPO account balance, no less than once a month, before each JPPO Executive or General Meeting.
- Maintain and keep an accurate record of all financial reports (including receipts and expenditures) and have them available upon request.
- Pay out funds in accordance with the approved budget, or with the expressed approval of the Executive Board.
- Present a written and oral financial report at all JPPO General and Executive Board meetings and at other times upon request of the Executive Board, including but not limited to audit reviews and monthly financial status reports.
- Prepare all necessary legal, government and foundation documents.
- Assist the chair in preparing an annual budget and present it at the beginning and end of each school year.

4) **Members-at-Large**

The Members-at-Large shall:

- Attend all JPPO General Membership and Executive Board meetings.
- Assist the Chair in carrying out the work of the JPPO.
- Perform all responsibilities associated with their position as a Committee Chair.
- May serve as an authorized signatory for JPPO bank account.

Section 4: REMOVAL – An Executive Board Member can be removed from office for failure to fulfill his/her duties or for acts of malfeasance, after reasonable notice, by majority vote of the Executive Board.

Section 5: VACANCIES - If an elected officer's position is left vacant for any reason (i.e. death, resignation or inability to serve), a JPPO member, nominated by the chair and approved by the board, can serve in the position until the next election. In the event of a vacancy in the office of Chair, the Secretary will assume the office until the next election.

Section 6: TERMS OF OFFICE – The term of office for all Executive Board Members is one year beginning July 1st and ending June 30th of the following year.

Section 7: TERM LIMITS – Executive Board members with voting privileges (including Members-at-Large) shall serve no more than 3 consecutive terms. A person may fill the office of an Executive Board Member again after a one (1) year hiatus. There shall be no term limits on Committee Chairs.

Section 8: CONFLICT OF INTEREST – All JPPO Executive Board Members must complete the JPPO Conflict of Interest Questionnaire form annually and return it to the JPPO Chair

ARTICLE V – COMMITTEE CHAIR POSITIONS

Section 1: COMMITTEE CHAIR– Any JPPO member may hold the position of a committee chair. A committee chair shall be appointed by a majority vote of the Executive Board. Committee Chairs will NOT have voting privileges unless they are appointed Members-at-Large by the Executive Board.

Section 2: COMMITTEE CHAIR DUTIES – The JPPO Executive Board may choose to organize any committee that helps to further the mission of the JPPO. Committee Chairs and their duties can be found in the *JPPO Committee Chair Document* for reference. When a committee is newly formed, its duties must be defined and added to the *JPPO Committee Chair Document*.

Section 3: REMOVAL – A Committee Chair can be removed for failure to fulfill his/her duties or for malfeasance, after reasonable notice, by a majority vote of the Executive Board.

Section 4: VACANCIES - If a Committee Chair position is left vacant for any reason (i.e. death, resignation or inability to serve), a JPPO member approved by the board can serve in the position.

Section 6: TERMS OF OFFICE – Committee Chairs shall serve for one year beginning July 1st and ending June 30th of the following year OR the duties for which they were appointed are fulfilled.

Section 7: TERM LIMITS –There shall be no term limits on Committee Chairs.

ARTICLE VII BYLAWS

Section 1: REVIEW - The JPPO Executive Board and Jefferson Preparatory school administration should review these bylaws at the beginning of each new school year in order to determine if they continue to meet the needs of the JPPO.

Section 2: AMENDMENTS - Amendments to the Bylaws may be proposed by any JPPO member. Amendments shall be presented to the JPPO Executive Board for approval and shall not be considered for voting until a subsequent Executive Board Meeting. If revisions are found to be needed, any member of the JPPO Executive Board may submit desired revisions or recommendations to the Executive Board. Approval by a majority vote of the Executive Board is required to adopt an amendment to the Bylaws.

ARTICLE VIII DISSOLUTION

In the event of dissolution of the JPPO, any funds remaining shall be donated to Jefferson Preparatory School.

ARTICLE IX - PARLIAMENTARY AUTHORITY

The authority for this organization shall be Robert's Rules of Order Newly Revised.

ARTICLE X – FINANCIAL POLICIES

Section 1: FISCAL YEAR - The fiscal year of the JPPO shall begin on July 1st and end June 30th of the following year.

Section 2: BUDGET -Decisions regarding how funds raised by the JPPO should be spent, shall be made by the JPPO Executive Board with input from the Jefferson Preparatory school administration and/or JPPO members.

The annual JPPO budget shall be presented at the beginning and end of each school year

Section 3: BANK ACCOUNT – The procedures for operating and maintaining the JPPO bank account will be as follows:

- a) All funds shall be kept in a checking account in the name of Jefferson Preparatory Parent Organization (JPPO).
- b) Two (2) Executive Board members shall be authorized signatories on the bank account. They will obtain a bank card in their name and be the only two (2) people authorized to sign JPPO checks.
- c) Any two (2) Executive Board members can be signers on the account, except the Executive Board member responsible for balancing the bank account (typically the Treasurer).

- d) At the beginning of each term of office, incoming and outgoing authorized signatories must meet at the bank with a copy of the minutes noting the approval of the two (2) new authorized signatories to the JPPO bank account to transfer signing authority.
- e) No member may sign a check that reimburses themselves for expenses.

Section 4: COUNTING AND DEPOSIT PROCEDURES – When counting all collected JPPO monies, the following procedures must be followed:

- All JPPO money must be counted by 2 JPPO members; at least one must be a JPPO Executive Board member.
- A *JPPO Deposit Slip Form* is to be filled out and signed by both JPPO members who counted the money, verifying the amount.
- Make a copy of the completed *JPPO Deposit Slip Form*. The copy goes with the deposit to help verify the amount that is being deposited. The original is to be placed in the Treasurer's inbox to be filed.
- Any checks that were received need to be stamped with the *JPPO Deposit Stamp*.
- Money should go directly from the school premises to the bank and be counted in person with a bank teller.
- The transaction receipt from the bank is stapled to the completed *JPPO Deposit Slip Form* and given to the Treasurer within two (2) business days.

In the event that counted money cannot be taken directly to the bank, the following **additional** procedures shall be followed:

- All monies/checks shall be placed in a sealed envelope with the date, amount and initials of those that counted the money written on the front of the envelope. Include the copy of the completed *JPPO Deposit Slip Form* in the envelope.
- An entry shall be made on the *JPPO Money Release Form* and initialed by both members who counted the money.
- The envelope shall then be placed in the school safe.
- Within two (2) business days, two (2) JPPO members, one of which is an Executive Board member will retrieve the deposit(s) from the safe and verify the deposit against the *JPPO Money Release Form*, verifying all deposits to be taken to the bank.
- The two JPPO members, who verified the deposit(s), must sign the *JPPO Money Release Form* verifying that the deposit retrieved matches the amount on the *JPPO Money Release Form*.
- Money should go directly from the school premises to the bank and counted in person with the bank teller.
- The transaction receipt from the bank is stapled to the completed *JPPO Deposit Slip Form* and given to the Treasurer within two (2) business days.

Section 5: PAYMENTS/REIMBURSEMENTS - Disbursements for any single item, not already budgeted, costing more than \$50 must be approved by a majority vote of the JPPO Executive Board.

- Reimbursement for expenses must be received within 30 days after the scheduled event or activity.
- To receive reimbursement for approved expenditures, fill out a *JPPO Expense Reimbursement Form* and give it to the Treasurer.
- All approved reimbursements shall be made within five (5) business days from when they were received.

Section 6: FINANCIAL OBLIGATIONS - Financial obligations will not be made without sufficient funds to cover commitments.

Section 7: AUDITS/REVIEWS - The JPPO financial documents, including bank reconciliation, proof of purchase receipts, proof of deposits and any other pertinent information, shall be reviewed by a JPPO member not serving on the JPPO Executive Board (typically the Audit Review Committee Chair) twice each school year, at the end of each semester. Proper documentation should be kept and filed with the financial documents, as to who completed the review and the date the review was completed. The results of the internal review are to be reported to the JPPO treasurer. The audit results will be presented to the JPPO Executive Board no less than semi-annually and reported to the General Membership at least once a year.

*Fundraising Efforts must comply with the rules and regulations of Choice Academies Inc. and comply with the rules and guidelines set forth in our 501c3.

ARTICLE XI – CONFLICT OF INTEREST POLICY

Section 1: PURPOSE OF POLICY - This conflict of interest policy is designed to help the Executive Board of the JPPO identify situations that present potential conflicts of interest and to provide the Executive Board of the JPPO with a procedure that, if observed, will allow a transaction to be treated as valid and binding even though an Executive Board member has or may have a conflict of interest with respect to the transaction.

In the event there is an inconsistency between the requirements and the procedures prescribed herein and those in federal or state law, the law shall control.

CONFLICT OF INTEREST DEFINED - For purposes of this policy, the following circumstances shall be deemed to create Conflicts of Interest:

- a) Outside Interests.
 1. A Contract or Transaction between the JPPO and a Responsible Person or Family Member.
 2. Contract or Transaction between the JPPO and an entity in which a Responsible Person or Family Member has a Material Financial Interest or of which such person is a director,

officer, agent, partner, associate, trustee, personal representative, receiver, guardian, custodian, conservator, or other legal representative.

b) Outside Activities.

1. A Responsible Person competing with the JPPO in the rendering of services or in any other Contract or Transaction with a third party.
2. A Responsible Person's having a Material Financial Interest in; or serving as a director, officer, employee, agent, partner, associate, trustee, personal representative, receiver, guardian, custodian, conservator, or other legal representative of, or consultant to; an entity or individual that competes with the JPPO in the provision of services or in any other Contract or Transaction with a third party.

c) Gifts, Gratuities and Entertainment.

1. A Responsible Person accepting gifts, entertainment, or other favors from any individual or entity that:
 - I. does or is seeking business with, or is a competitor of the JPPO; or
 - II. has received, is receiving or is seeking to receive a loan or grant, or to secure other financial commitments from the JPPO;
 - III. is a charitable organization; under circumstances where it might be inferred that such action was intended to influence or possibly would influence the Responsible Person in the performance of his or her duties. This does not preclude the acceptance of items of nominal or insignificant value or entertainment of nominal or insignificant value that are not related to any particular transaction or activity of the JPPO.

Section 2: DEFINITIONS -

- **A Conflict of Interest** is any circumstance described in section 1 of this Policy.
- **A Responsible Person** is any person serving as an officer, employee or member of the Executive Board of the JPPO.
- **A Family Member** is a spouse, domestic partner, parent, child, or spouse of a child, brother, sister, or spouse of a brother or sister, of a Responsible Person.
- **A Material Financial Interest** in an entity is a financial interest of any kind that, in view of all the circumstances, is substantial enough that it would, or reasonably could, affect a Responsible Person's or Family Member's judgment with respect to transactions to which the entity is a party. This includes all forms of compensation.
- **A Contract or Transaction** is any agreement or relationship involving the sale of purchase of goods, services, or rights of any kind, the providing or receipt of a loan or grant, the establishment of any other type of pecuniary relationship or review of a charitable organization by the JPPO. The making of a gift to the JPPO is not a Contract or Transaction.

Section 3: PROCEDURES –

- a) Before board or committee action on a Contract or Transaction involving a Conflict of Interest, a director or committee member having a Conflict of Interest and who is in attendance at the

meeting shall disclose all facts material to the Conflict of Interest. Such disclosure shall be reflected in the minutes of the meeting.

- b) A director or committee member who plans not to attend a meeting at which he or she has reason to believe that the board or committee will act on a matter in which the person has a Conflict of Interest shall disclose to the chair of the meeting all facts material to the Conflict of Interest. The chair shall report the disclosure at the meeting and the disclosure shall be reflected in the minutes of the meeting.
- c) A person who has a Conflict of Interest shall not participate in or be permitted to hear the board's or committee's discussion of the matter except to disclose material facts and to respond to questions. Such person shall not attempt to exert his or her personal influence with respect to the matter, either at or outside the meeting.

A person who has a Conflict of Interest with respect to a Contract or Transaction that will be voted on at a meeting shall not be counted in determining the presence of a quorum for purposes of the vote. The person having a conflict of interest may not vote on the Contract or Transaction and shall not be present in the meeting room when the vote is taken, unless the vote is by secret ballot. Such person's ineligibility to vote shall be reflected in the minutes of the meeting. For purposes of this paragraph, a member of the Executive Board of the JPPO has a Conflict of Interest when he or she stands for election as an officer or for re-election as a member of the Executive Board of the JPPO.

- d) Responsible Persons who are not members of the Executive Board of the JPPO or who have a Conflict of Interest with respect to a Contract or Transaction that is not the subject of board or committee action, shall disclose to the Chair or the Chair's designee any Conflict of Interest that such Responsible Person has with respect to a Contract or Transaction. Such disclosure shall be made as soon as the Conflict of Interest is known to the Responsible Person. The Responsible Person shall refrain from any action that may affect JPPO's participation in such Contract or Transaction. In the event it is not entirely clear that a Conflict of Interest exists, the individual with the potential conflict shall disclose the circumstances to the Chair or the Chair's designee, who shall determine whether there exists a Conflict of Interest that is subject to this policy.

Section 4: CONFIDENTIALITY - Each Responsible Person shall exercise care not to disclose confidential information acquired in connection with such status or information the disclosure of which might be adverse to the interests of the JPPO. Furthermore, a Responsible Person shall not disclose or use information relating to the business of the JPPO for the personal profit or advantage of the Responsible Person or a Family Member.

Section 5: REVIEW OF POLICY –

- a) Each new Responsible Person shall be required to review a copy of this Policy and to acknowledge in writing that he or she has done so.
- b) Each new Responsible Person shall annually complete a *JPPO's Conflict-of-Interest Questionnaire* identifying any relationships, positions, or circumstances in which the Responsible Person is involved that he or she believes could contribute to a Conflict of Interest arising. Such relationships, positions, or circumstance might include service as a director of or consultant to a

not-for-profit organization, or ownership of a business that might provide goods or services to the JPPO. Any such information regarding business interests of a Responsible Person or a Family Member shall be treated as confidential and shall generally be made available only to the Chair, the Vice-Chair, and any committee appointed to address Conflicts of Interests, except to the extent additional disclosure is necessary in connection with the implementation of this Policy.

- c) This policy shall be reviewed annually by each member of the board of directors. Any changes to the policy shall be communicated immediately to all Responsible Persons.

These Bylaws were adopted on August 18, 2016

Amended on February 9, 2018

Amended on August 7, 2019

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