

CHARTER OF THE PARENT CLUB OF HOLY TRINITY HIGH SCHOOL

ARTICLE I – NAME

The name of the organization shall be the Parent Club of Holy Trinity High School (“Parent Club”).

ARTICLE II – OBJECTIVES & PURPOSES

The purpose of the Parent Club shall be to support and work in the interest of the students, to promote understanding and cooperation between parents and teachers, and to enrich the curriculum and enhance the learning and social environment of Holy Trinity High School through effective activities and communications designed to support academic, athletic and financial goals for students. The Parent Club provides opportunities for parents and teachers to work together for the educational, spiritual and social development of the students at Holy Trinity High School.

ARTICLE III – GENERAL POLICIES

Section 1. The Parent Club is not a governing body and will solely be supportive and advisory in nature.

Section 2. The Parent Club shall be non-partisan and non-commercial.

Section 3. The Parent Club shall not engage in any activities that are counter to the Holy Trinity High School or The Archdiocese of Chicago policies or procedures.

Section 4. The name of the Parent Club or the names of any members in their official capacities shall not be used in any connection with a commercial concern, or with any partisan interest, or for any purpose not appropriately related to promotion of the objectives of the Parent Club.

Section 5. The Parent Club shall not directly or indirectly participate or intervene in any way, including the publishing or distribution of statements, in any political campaign on behalf of, or in opposition to, any candidate for public office.

Section 6. The Parent Club shall cooperate with the school to support the improvement of education in ways that will not interfere with administration of the school and shall not seek to control school policies. The Parent Club does not actively participate in curriculum or school administration. The organization receives direction and is ultimately accountable to the school president and principal.

Section 7. This Parent Club may cooperate with other organizations and agencies concerned with child welfare, but persons representing this Parent Club in such matters shall make no commitments that bind this Parent Club.

ARTICLE IV – MEMBERSHIP

Section 1. Membership in the Parent Club shall be open to any parent, guardian, or other adult standing in loco parentis for a student at Holy Trinity High School who commit to volunteering two hours a school year and/or make a donation, monetary or in-kind, of any value.

Section 2. The Parent Club shall conduct an annual enrollment of members, but persons may be admitted to membership at any time.

Section 3. The membership year shall be from July 1 to June 30.

Section 4. Only members of the Parent Club shall be eligible to participate and vote in the General Parent Club Meetings and Special Parent Club Meetings, serve in any of its elected or appointed positions, or join a committee.

Section 5. The faculty, staff, and administration of Holy Trinity High School shall be awarded honorary, non-voting membership in the Parent Club.

ARTICLE V – EXECUTIVE BOARD

Section 1. The Parent Club Executive Board (Executive Board) shall consist of the following offices: President, Vice President, Secretary, and Treasurer. The Principal, President and designated Parent Club Liaison of Holy Trinity High School shall also serve as an ex officio member of the Executive Board.

Section 2. The Executive Board shall transact necessary business, and such other business as may be referred to it by the Parent Club membership and as authorized under this Charter, during intervals between General Parent Club Meetings.

Section 3. The Executive Board shall act for the Parent Club when an immediate decision is required, as long as the decision requires action that does not exceed a financial cap of \$1,000. No action taken shall be in conflict with any decision, action, or purpose of the Parent Club.

Section 4. During the months that the Parent Club does not meet, the Executive Board shall act for the Parent Club when an immediate decision is required, as long as the decision requires action that does not exceed a financial cap of \$1,000. No action taken shall be in conflict with any decision, action, or purpose of the Parent Club.

Section 5. The Executive Board officers shall be elected annually pursuant to the procedures described in Article IX – Nominating committee.

Section 6. The officers shall assume their official duties on July 1 and shall serve for a term of one year.

Section 7. A qualification for the Office of President is that the candidate shall have served as an officer on the Executive Board for a minimum of one year.

Section 8. No officer shall serve in the same position for more than four consecutive years, except in those instances when the Nominating Committee is unable to slate a qualified successor.

Section 9. An officer may resign at any time upon written notice to the Executive Board. An officer may be removed with cause by a two-thirds vote of the Executive Board vote.

Section 10. A vacancy occurring in any officer position shall be filled for the unexpired term by a person elected by a majority vote of the members present at a General Parent Club Meeting.

Section 11. The control and management of the affairs of the Parent Club shall be vested in the Executive Board.

ARTICLE VI – DUTIES OF ELECTED OFFICERS

Section 1. The President shall perform the following duties: Attend any Holy Trinity Board meetings if requested; Coordinate and chair the work of the Executive Board; Preside over all meetings of the Parent Club & the Executive Board; Coordinate all activities of the Parent Club with the Parent Club Liaison of Holy Trinity High School; Oversee the various chairpersons of the Parent Club; Prepare the agenda for monthly General Parent Club Meetings; Review financial statements of the Parent Club and co-sign authorizations to disburse Parent Club funds with the Business Office of Holy Trinity High School; Promote monthly meetings; Perform other necessary duties as stated in the Charter.

Section 2. The Vice President shall perform the following duties: Serve as an aide to the President; Perform the duties of the President in the Presidents' absence; Act as Chairperson of the nominating committee; Assist in the filling committee chairperson slots; Responsible for communication of Parent Club events; Ensure all volunteers working with minors have the proper clearances required and have passed the Diocesan child safety certification (VIRTUS) each year; Perform other necessary duties as stated in the Charter.

Section 3. The Secretary shall perform the following duties: Keep minutes of all General Parent Club Meetings and provide and distribute such minutes at the next month's General Parent Club Meeting for approval by the Parent Club members; after which approval, the minutes shall be distributed to all Parent Club members; act as the Historian for the Parent Club by collecting agendas, minutes, newsletters, and other pertinent information; Perform other necessary duties as stated in the Charter.

Section 5. The Treasurer shall perform the following duties: Maintain accurate and complete books of account for the Parent Club (“Parent Club Books”), to be reconciled with the Business Office of Holy Trinity High School at least annually; receive and turn in all Parent Club monies to the Business Office of Holy Trinity High School; Co-sign authorization to disburse funds as approved by the Parent Club Board with the Business Office of Holy Trinity High School; make a statement of accounts at every General Parent Club Meeting; In conjunction with President, submit a preliminary budget for the next fiscal year at the General Parent Club meeting in May; make a full report of the previous fiscal year at the September General Parent Club Meeting of each year (this report will be make available to the Parent Club members); Perform other necessary duties as stated in the Charter.

ARTICLE VII – COMMITTEES

Section 1. All committee chairpersons shall report to the President of the Parent Club. The chairpersons shall perform duties as stated in the Charter.

Section 2. A committee may be created or dissolved by the Executive Board.

Section 3. A chairperson may resign at any time upon written notice to the Executive Board. A chairperson may be removed with cause by a two-thirds vote of the Executive Board vote. The Principal may remove an officer if the officer does not take an active role within the Parent Club as specified by their particular job description; if an officer does not attend Parent Club events, meetings, or provide reasonable communication with the other officers; if an officer is acting in a way derogatory to the organization or school.

Section 4. A vacancy occurring in any chairperson position shall be filled for the unexpired term by a person elected by the Executive Board.

Section 5. The following committees shall serve as the Parent Club Standing Committees: Fundraising, Athletics, Parent Ambassadors, and Events.

ARTICLE VIII – MEETINGS

Section 1. Executive Board Meetings will be held when needed prior to the General Parent Club Meeting, to discuss issues of the Parent Club and set the agenda for the monthly General Parent Club Meeting. Special Meetings of the Executive Board may be called at the discretion of the president or by two of the Executive Board officers. In the event an Executive Board Meeting cannot be held before the next General Parent Club Meeting, a meeting may be held electronically.

Section 2. General Parent Club Meetings shall be held monthly during the school year at times and dates determined at the beginning of the school year and posted for the membership. Changes to the posted dates or times shall require notice at least seven days in advance.

Section 3. Special Parent Club Meetings may be called by the President or any two Executive Board officers, provided notice is given with the meeting time and purpose.

Section 4. An Old Board/New Board Meeting shall be held in the month of May, for the following purposes: to adopt Executive Board Slate; Approve gifts/ school requests; discuss goals for the upcoming year; to address other business as needed; and to submit a preliminary budget for the next fiscal year.

Section 5. The presence, in person, of the majority of the Executive Board members shall constitute a quorum for the continuation of business at any meeting.

ARTICLE IX – NOMINATING

Section 1. The Executive Board shall publicly make a call for individuals interested in serving as officers or committee chairpersons. Interested parties shall be directed to contact the Vice-President. The Executive Board may also identify and contact potential candidates. All nominations shall be received by April 1.

Section 2. The Executive Board shall determine a slate of officers to be voted on by members present at the May meeting. The Executive Board shall be elected by voice vote unless there are multiple nominees for any office, in which case the election shall be held by anonymous ballot.

Section 3. The Executive Board shall select chairpersons for all the Parent Club committees. Best efforts shall be made to fill these positions before the Old Board/New Board Meeting in May.

Section 4. All matters of the nominating process shall remain confidential.

Section 5. The Secretary shall retain a list of contact information for all the newly elected Executive Board and committee chairpersons.

Section 6. An officer or committee chair may be filled by one member or shared amongst no more than two members (co-officers or co-chairs) as slated.

ARTICLE X – VOTING

Section 1. Any item requiring a vote shall be provided to the Executive Board five business days prior to the General Parent Club Meeting each month. Any item not provided to the Executive Board on time shall be voted on at the discretion of the Executive Board.

Section 2. A vote at a General Parent Club or Special Parent Club Meeting is required for, but not limited to, the following items: the budget and any changes thereto; expenditures outside of the approved budget; gifts to school requests; any changes to Parent Club requirements; appointment of an individual to fill a vacancy left upon a resignation of an Executive Board

member; additions or dissolutions of committees; minutes of General Parent Club Meetings and the Treasurer's report; any other item as deemed necessary by the Parent Club Executive Board.

Section 3. A simple majority of Parent Club members in attendance shall carry all motions, unless otherwise stated in the Charter, for the transaction of business in any General Parent Club or Special Meeting.

ARTICLE XI – FISCAL YEAR & DISBURSEMENT PROCEDURES

Section 1. The fiscal year of the Parent Club shall correspond to that of Holy Trinity High School, that is July 1 to June 30.

Section 2. All members of the Executive Board shall follow the disbursement procedures when seeking funds. The Executive Board shall also provide written disbursement procedures to all Parent Club members requiring reimbursements and ensure that these procedures are being followed. The Treasurer shall ensure that the process set forth below is used for reimbursements and shall notify the Executive Board of any payment of funds made that did not follow this process.

- A. A tentative annual budget shall be drafted in spring for the following school year and approved at a general or special meeting by a majority vote of the members present. The budget shall then be submitted to the Holy Trinity High School Business Office for inclusion in the school budget, with final approval by the Board of Trustees.
- B. Only Parent Club-approved budget items can be expended or reimbursed to the Parent Club budget, a line item of the Holy Trinity High School budget.
- C. Expenditures not included in the approved budget shall be submitted to the Executive Board for prior approval.
- D. The Parent Club Treasurer coordinates directly with the volunteer(s) for budgeted events and activities. To ensure that the disbursement process is efficient and timely, other Executive Board members shall not review disbursement requests for budgeted items.
- E. The request for expenditure goes from the volunteer(s) to the Treasurer in advance, when possible. When it is not possible to obtain an advance, the volunteer should request reimbursement at the conclusion of the event or activity. In both cases, the volunteer must turn in receipts to the Treasurer for record purposes.
- F. The Treasurer approves or disapproves if it is a budgeted item (Board approval is required only if it is not a budgeted item) and issues payment, as applicable.

Copies of disbursement requests shall be available to the President. In the absence of the Treasurer, the President shall oversee budget requests.

ARTICLE XII – CHARTER

The Executive Board shall review the Charter biannually to ensure it remains applicable and current. The Charter may be amended at any regular or special meeting, providing that previous notice was given in writing at the prior meeting and then sent to all members of the organization by the secretary. Notice may be given by postal mail, email, hard copy, or fax. Amendments will be approved by a two-thirds vote of those present.

ARTICLE XIII – PARLIAMENTARIAN AUTHORITY

The President shall preside over all Executive Committee and General Membership meetings and shall conduct meetings in an orderly fashion, encouraging positive interaction, the use of an agenda, providing reasonable opportunities for feedback and idea sharing. Motions and voting on organizational business shall be conducted according to Robert’s Rules of Order-Newly Revised edition as appropriate.

ARTICLE XIV – DISSOLUTION

The Parent Club shall be dissolved by members with previous notice (ten business days) and a two-thirds vote of those present at the meeting. The Holy Trinity High School administration may dissolve the Parent Club if it is found to be acting illegally or in active opposition to the mission and policies of Holy Trinity High School.

Upon the dissolution of the Parent Club, any remaining funds should be used to pay any outstanding bills and, with the membership’s approval, spent for the benefit of the school.

ARTICLE XV – CONFLICT OF INTEREST POLICY

Section 1. The purpose of the conflict of interest policy is to protect Holy Trinity High School’s tax-exempt organization’s interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a member of the Parent Club or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Section 2. Definitions.

- A. Any officer, chair, or member of a committee with governing board-delegated powers who has a direct or indirect financial interest, as defined below, is an interested person.
- B. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - i. An ownership or investment interest in any entity with which the organization has a transaction or arrangement;

- ii. A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement; or
 - iii. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the organization is negotiating a transaction or arrangement. "Compensation" includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.
- C. A financial interest is not necessarily a conflict of interest. Under Section 3b, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Section 3. Procedures.

- A. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the officers and members of committees with governing board-delegated powers who are considering the proposed transaction or arrangement.
- B. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the Executive Board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide whether a conflict of interest exists.
- C. Procedures for Addressing the Conflict of Interest.
- i. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
 - ii. The president of the Executive Board or chair of the committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
 - iii. After exercising due diligence, the Executive Board or committee shall determine whether the organization can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
 - iv. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.
- D. Violations of the Conflict of Interest Policy.
- i. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

- ii. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines that the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 4. The minutes of the Executive Board and all committees with board-delegated powers shall contain:

- A. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest; the nature of the financial interest; any action taken to determine whether a conflict of interest was present; and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- B. The names of the persons who were present for discussions and votes relating to the transaction or arrangement; the content of the discussion; including any alternatives to the proposed transaction or arrangement; and a record of any votes taken in connection with the proceedings.

Section 5. Compensation.

- A. A voting member of the Executive Board who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
- B. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
- C. No voting member of the Executive Board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Section 6. Each officer and chair of a committee with governing board-delegated powers shall annually sign a statement which affirms that such person:

- Has received a copy of the conflict of interest policy;
- Has read and understood the policy;
- Has agreed to comply with the policy; and
- Understands that Holy Trinity High School is charitable and, in order to maintain its federal tax exempt status, it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Section 7. To ensure that the organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted by Holy Trinity High School.