

**KATHERINE DELMAR BURKE SCHOOL  
PARENTS' ASSOCIATION**

**BYLAWS**

November 2008 Revision

ARTICLE I  
**NAME AND PURPOSE**

SECTION 1. Name. The name of this Association is KATHERINE DELMAR BURKE SCHOOL PARENTS' ASSOCIATION ("Burke's PA").

SECTION 2. Purpose. The purpose of the Burke's PA shall be to support the Katherine Delmar Burke School ("Burke's") and to foster a closer relationship between the parents and guardians of the students attending Burke's and Burke's by specific fund raising and service projects pursuant to the policies of the Burke's Board of Trustees.

ARTICLE II  
**MEMBERSHIP**

The general membership of the Burke's PA shall be composed of all the parents and/or guardians of the students attending Burke's.

ARTICLE III  
**OFFICERS AND BOARD OF DIRECTORS**

SECTION 1. Officers. The Burke's PA shall have a President, Vice President, Secretary and Treasurer and such other officers as the general membership shall elect. The President, Vice President, Secretary and Treasurer shall constitute the Executive Committee of the Burke's PA Board of Directors.

SECTION 2. Board of Directors. The Burke's PA Board of Directors shall be composed of the officers, Room Parents, and all Committee Chairs. The Board of Directors may be known as the Katherine Delmar Burke Parents' Association Board ("Burke's PA Board").

SECTION 3. Nominations. The Nominating Committee shall present a single slate of candidates for officers and other Burke's PA Board positions. The slate shall be sent to the general membership at least two (2) weeks before the Annual Meeting held in May at which Burke's PA Board members are elected.

SECTION 4. Election and Term. The officers, Committee Chairs, Room Parents and any slated committee members shall be elected by the membership from the slate presented by the Nominating Committee at the Annual Meeting held in May. The elected Burke's PA Board members shall serve for one (1) year and no officer shall hold the same office for more than two (2) consecutive years. Notwithstanding the foregoing provisions of this SECTION 4, the Vice

President shall accept such position with the intent of serving as President of the Burke's PA Board in the subsequent year.

SECTION 5. Vacancies. Vacancies on the Burke's PA Board shall be filled by the Chair of the Nominating Committee after consultation with the Executive Committee.

#### ARTICLE IV DUTIES OF OFFICERS

SECTION 1. President. The President shall be the general executive officer of the Burke's PA Board and shall call and preside at meetings, appoint special Committee Chairs, and be an *ex-officio* member of all committees.

SECTION 2. Vice President. The Vice President shall assume all duties assigned by the President and shall act for the President in the President's absence. The Vice President shall oversee the procedure for the revision of the Burke's PA Bylaws and/or Standing Rules. The Vice President shall be responsible for the organization and support of the Room Parents throughout the year of his or her term of office, and conduct Room Parent meetings as necessary. Pursuant to Article III, Section 4, the Vice President is expected to assume the office of President in the year following his or her term as Vice President.

SECTION 3. Secretary. The Secretary shall keep the records and minutes of all meetings of the Burke's PA Board, shall promptly send them to the President and shall also give notice of meetings to the general membership.

SECTION 4. Treasurer. The Treasurer shall be responsible for the funds of the Association, keep and adhere to the budget, maintain accounts, send out all financial statements and render financial reports when requested by the President, the general membership and as specified in the Bylaws and Standing Rules.

#### ARTICLE V COMMITTEES

SECTION 1. Nominating Committee. The Nominating Committee will consist of ten (10) members, including one (1) chair and nine (9) class representatives (*i.e.*, one (1) representative from each of grades K through 8). The members of the Burke's PA Board will be selected from among those persons recommended by the Burke's administration, those for whom a Nominating Form has been completed and submitted to the Nominating Committee and those recommended by the current Nominating Committee.

The duties of the Nominating Committee are:

1. To select nominees for officers and Burke's PA Board positions. The nominee for President shall be consulted on the choice of officers and Committee Chairs.
2. To consider for nomination all names of members which have been presented.
3. To obtain the consent of the member prior to placing his or her name in nomination.

4. To present the list of nominees to the Burke's PA Board at least one (1) month prior to the Annual Meeting in May.
5. To present a slate to the general membership for the election of the members of the Burke's PA Board for the following year at least two (2) weeks prior to the Annual Meeting in May.

SECTION 2. Regular Committees. Regular Committees shall be determined by the officers and Burke's PA Board according to the program for the following year. The Chairs of such Committees shall be regularly elected members of the Burke's PA Board.

SECTION 3. Special Committees. Special Committees may be created during the year as necessary, and the Special Committee Chairs shall be appointed by the President with the approval of the Executive Committee. The Executive Committee shall designate the powers and the terms of existence of such Special Committees.

## ARTICLE VI MEETINGS

SECTION 1. Board Meetings. Burke's PA Board Meetings may be called by the President, two (2) or more Burke's PA Board members or at the request of the Burke's administration. A quorum shall be one-third (1/3) of the Burke's PA Board members.

SECTION 2. General Meetings. There shall be at least two (2) general meetings of the membership held each year. The general meeting held in May shall be known as the Annual Meeting, and shall be for the purpose of electing officers and other Burke's PA Board members, receiving reports of officers and committees and for any other business that may arise.

SECTION 3. Special Meetings. Special Meetings may be called by the Executive Committee or by written request of ten (10) members of the general membership. The President shall call a meeting within two (2) weeks of receipt of said request.

SECTION 4. Notice of Meetings. Notice of all meetings shall be sent to the general membership not less than one (1) week prior to the date of the meeting. Notice of any meeting at which a vote will be taken shall specify the matters to be voted on and shall be sent to members not less than one (1) week prior to the meeting date.

SECTION 5. Voting. Unless otherwise required by these Bylaws, a vote by the majority of the general membership present at a meeting at which a quorum has been established pursuant to Article VI, Section 1 above shall be decisive.

## ARTICLE VII FISCAL AFFAIRS

SECTION 1. Fiscal Year. The fiscal year of Burke's PA shall be the same as the fiscal year for Burke's.

SECTION 2. Dues. The membership shall pay annual dues upon receipt of notice. The Burke's business office will collect annual dues from the membership and remit such funds to the Burke's PA Treasury not later than January of each year.

SECTION 3. Contracts and Other Instruments in Writing. All contracts entered into by Burke's PA and any other written instruments required in the course of Burke's PA business shall be signed by two (2) of the following three (3) persons: The Burke's PA President; the Burke's PA Treasurer; or the Burke's Business Officer. All Festival and Dinner Auction contracts and other written instruments concerning such events shall be signed by two (2) of the following four (4) persons: The Festival or Dinner Auction Treasurer; the Festival or Dinner Auction Assistant Treasurer; the Burke's Business Officer; or a Festival or Dinner Auction Committee Chair. Notwithstanding the foregoing provisions of this SECTION 3, if there is more than one (1) Festival or Dinner Auction Committee Chair, only one (1) such Committee Chair may have signatory authority.

## ARTICLE VIII AMENDMENT OF BYLAWS

Any three (3) members of Burke's PA may propose amendments to the Bylaws. Each proposed amendment must be presented to the Burke's PA Board at least three (3) weeks prior to the meeting called to adopt such amendment. Notice of the meeting at which such amendment will be considered shall specify the purpose of the meeting and be given to the general membership not less than two (2) weeks prior to such meeting. Any amendment to the Bylaws shall require the affirmative vote of a two-thirds (2/3) majority of the general membership present at a meeting at which a quorum has been established pursuant to Article VI, Section 1.

**CERTIFICATE OF SECRETARY**

I, the undersigned, certify that I am presently elected and acting Secretary of Katherine Delmar Burke School Parents' Association, and that the above Bylaws, consisting of five (5) pages, including this page, are the Bylaws of the Katherine Delmar Burke School Parents' Association as adopted at a duly convened meeting of members of the Katherine Delmar Burke School Parents' Association held on November 17, 2008.

Dated: November 17, 2008

Nina Srejovic, Secretary