

**Amended and Restated Constitution and By-Laws**  
**of**  
**St. Mary Magdalen Home and School Association**  
**(Amended and Restated as of May 17, 2018)**

**Article I. NAME**

The name of this association shall be the St. Mary Magdalen Home and School Association (hereinafter referred to as the "HSA").

**Article II. OBJECTIVES**

**Section 2.01** The HSA is a cooperative, non-profit organization maintained for the purpose of accomplishing the objectives set forth in these by-laws for the benefit of the children of St. Mary Magdalen School ("SMM"). None of the income or assets of the HSA shall inure to the personal benefit of any member.

**Section 2.02** The objectives of the HSA are as follows:

- (a) To promote the welfare of children and youth in the home, school, church, and the community.
- (b) To secure adequate laws for the care and protection of the youth.
- (c) To bring into closer relation the home and school, so that parents and teachers may cooperate intelligently in the training of the children and youth.
- (d) To develop between educators and the general public such united efforts as will secure for every child the highest advantages in physical, mental, social, and spiritual education.

### **Article III. BASIC POLICIES**

**Section 3.01** The programs of the HSA shall be developed through meetings, projects, conferences, and committees.

**Section 3.02** The HSA shall seek neither to direct the administrative activities of the school nor to control its policies.

**Section 3.03** The HSA may cooperate with other organizations active in child welfare, both within and outside of St. Mary Magdalen parish.

**Section 3.04** All official acts of the Executive Committee (as defined herein), Executive Board (as defined herein), and HSA members shall be within the law and shall also give full consideration to diocesan policy.

**Section 3.05** No monies raised by the HSA shall be used to pay for any school-related salaries, major capital expenditures, or major repairs on parish grounds and buildings. The HSA will endeavor to raise money to help the school acquire equipment and supplies for use by students, in accordance with requests made by the principal.

**Section 3.06** The HSA shall not lend or borrow money.

### **Article IV. MEMBERSHIP AND DUES**

**Section 4.01** Active Membership: Any parent or guardian of a child enrolled in SMM, any member of the SMM faculty, or any priest of St. Mary Magdalen parish, all of whom are interested in the objectives of the HSA and who are willing to uphold its basic policies and subscribe to its by-laws, shall be eligible for membership. Active payment of the annual dues as prescribed in Section 4.03 shall be made to be deemed an active member. Members of the school faculty and priests of the parish possess full voting privileges of active members but are excluded from payment of annual dues.

**Section 4.02** Non-Voting Membership: Any friend of SMM interested in the objectives of the HSA shall be eligible to become a dues-paying, non-voting member. At any meeting, a non-voting member may participate with the privileges of an active member, with the exception that a non-voting member may not make or second motions nor vote on any issue presented to the active members.

**Section 4.03** Dues: The annual dues for membership in the HSA shall be five dollars (\$5.00) per member per year, but not to exceed five dollars (\$5.00) per household. The HSA membership dues payment will be included in the annual tuition bill.

## **Article V. OFFICERS AND METHOD OF ELECTION**

### **Section 5.01 Officers**

- (a) The officers of the HSA shall consist of a President, a Vice President, a Secretary, and a Treasurer.
- (b) All officers shall serve a term of one full year and shall be elected by:
  - (i) Written ballot at the Annual Meeting (as defined herein); and
  - (ii) Absentee ballot obtained from the Nominating Committee (as defined herein) prior to the Annual Meeting and returned to the Nominating Committee before the start of the Annual Meeting.
- (c) The Secretary and Treasurer shall be eligible to serve two consecutive terms in the same office. To be eligible for the second term, the nomination and election procedure must be followed.
- (d) One year after election as Vice President, the Vice President shall automatically succeed to the office of President.
- (e) In the event that the Vice President is unable to succeed to the office of President, the current President, if willing, would be eligible to serve a second presidential term. To be eligible for the second term, the nomination and election procedure must then be followed for both offices.

### **Section 5.02 Elections**

- (a) The President shall appoint, no later than March 31, a Nominating Committee consisting of a minimum of three active members (the “Nominating Committee”). The Nominating Committee shall have the responsibility of conducting the annual election of officers.
- (b) The Nominating Committee shall select one or more nominees for each office to be filled and shall present its slate to the membership one month prior to the Annual Meeting.
- (c) Only those persons who have consented to serve, if elected, shall be eligible to have their names appear on the ballot.
- (d) A petition signed by ten (10) active members may propose nominees for office other than those selected by the Nominating Committee. Such petition must be delivered to the Nominating Committee chairperson within ten (10) days following announcement of the slate of candidates.

- (e) At the election of officers, the President of the HSA will cast a ballot, which will be delivered in a sealed envelope to the chairperson of the Nominating Committee prior to the counting of the votes. The chairperson of the Nominating Committee will open the envelope and count the President's vote only in the event of a tie. Only that vote cast for the office in which a tie exists will be counted to avoid the possibility of creating a tie situation in any other office.
- (f) The elected officer shall be installed at the June meeting of the Executive Board and will assume their responsibilities immediately.

## **Article VI. ORGANIZATION**

**Section 6.01** The President shall preside at all meetings of the HSA, shall perform such other duties as may be prescribed in these by-laws or assigned by the HSA, and shall coordinate the work of the Officers and Standing Committees in order that the objectives of the HSA may be promoted.

**Section 6.02** The Vice President shall act as an aide to the President and shall perform the duties of the President in his/her temporary absence or as prescribed in Section 9.02.

**Section 6.03** The Secretary shall maintain a record of the names and addresses of all members of the HSA; shall record the minutes of all meetings of the HSA and Executive Board; shall handle all necessary correspondence; and shall perform such duties as may be delegated by the President.

**Section 6.04** The functions associated with the office of Treasurer are:

- (a) In partnership with the parish Business/Finance Manager, have oversight of revenue and expenses relating to the activities of the HSA, including approving all expenses and deposits, requesting payments and reimbursements and assigning General Ledger codes;
- (b) Record transactions in QuickBooks (or equivalent) and reconcile against monthly parish financial reports;
- (c) Present financial statements at every Executive Board meeting, at all HSA general meetings (modified summary version), and at other times when requested by the President or Executive Committee;
- (d) Work with Standing Committee chairs to create an annual budget each fiscal year; and
- (e) Track and monitor allocations requested during the fiscal year that are outside of the annual budget.

**Section 6.05** The function of all Officers are:

- (a) To perform the duties outlined in these by-laws and those assigned during the course of their term of office.
- (b) To deliver to their successors all official material and records immediately after the Annual Meeting.

**Section 6.06** The Executive Board shall consist of the incumbent officers, two most recent past presidents, the chairperson and co-chairperson, if any, of each Standing Committee and the principal of SMM (the “Executive Board”). The principal of SMM and/or a teacher representative(s) will attend each meeting of the Executive Board but will not vote on general policies pertaining to the HSA.

- (a) The Executive Board has responsibility for transacting the business of the organization between general meetings of the HSA. This consists of voting on general policies pertaining to the HSA.
- (b) Unless otherwise required by law, a majority of the number of Executive Board members (excluding the principal and any teacher representatives of SMM) shall constitute a quorum for the transaction of business.

**Section 6.07** The Executive Committee shall consist of the incumbent officers, the two most recent presidents, and principal of SMM and/or designate (the “Executive Committee”). Prior officers or other members may be included in an advisory capacity at the discretion of the President who will act as the chairperson of the committee. The purpose of the Executive Committee is to provide strategic direction and guidance to the various committees and to develop and maintain long-term plans for utilizing the funds in the HSA treasury. The Executive Committee will normally meet bi-monthly (between meetings of the Executive Board) and all business conducted will be reported to the Executive Board for approval.

## **Article VII. MEETINGS**

**Section 7.01** Regular Meetings

- (a) The HSA shall hold a minimum of three (3) regular meetings during the school year between the months of September and May. The first regular meeting shall be held during the month of September. The last meeting should be held during the month of May (the “Annual Meeting”).
- (b) The President shall establish the dates of at least three (3) regular meetings prior to the start of the school year and ensure that these dates are announced to the membership.

**Section 7.02** The President may also call special meetings. An announcement printed in the weekly SMM newsletter on the Friday preceding the date of the special meeting shall constitute full and sufficient notice to the membership.

**Section 7.03** Ten percent (10%) of the active HSA membership or thirty (30) members, whichever is less, shall constitute a quorum for the election of officers at the Annual Meeting.

**Section 7.04** Meeting of the Executive Board

- (a) In May or June, as soon as practicable upon assuming office.
- (b) In July and/or August, to plan and schedule meetings and programs for the HSA.
- (c) At least once between each of the meetings described in Section 7.01.

**Section 7.05** The Secretary may call special meetings of the Executive Board at any time at the request of the President, or at the request of three (3) Executive Board members.

**Section 7.06** Meetings of the Executive Committee shall be called as required by the President, or, in his/her absence, by the Vice President.

## **Article VIII. STANDING AND SPECIAL COMMITTEES**

**Section 8.01** Standing Committees:

- (a) The following are HSA Standing Committees (the “Standing Committees”) and shall include and be responsible for the following:
  - (i) *Communications*: Provides the SMM community with information concerning HSA activities and HSA volunteer opportunities as directed by the Executive Board and Standing Committees. This committee shall have two chairs.
  - (ii) *Constitution and By-Laws*: Assists HSA to ensure that proposed action follows the HSA by-laws; determines the need for by-law modification; drafts proposed by-law changes at the President or Executive Board’s request. The Executive Board shall approve amendments before the amendments are presented to the HSA membership for ratification as prescribed in Article X. This committee shall have one chair.
  - (iii) *Homeroom Parents*: Selects homeroom parents to assist teachers as needed and coordinate homeroom activities. The homeroom fee will be included with the annual tuition bill. This committee shall have two chairs.
  - (iv) *HSA Supply Closet/Used Uniforms*: Maintains inventory of HSA supplies and serves as the organizing point for consumables; manages used uniforms inventory; and publicizes and organizes the sale of used uniforms. This committee shall have one chair.

- (v) *Membership and New Family:* Records HSA meeting attendance and ensures that only paid members vote on all issues; and records volunteer hours for HSA events by grade and provides such information to the Executive Board at least three times per year. Also, matches new school families to sponsor families in an effort to facilitate new families' adjustments to school and provides a resource for questions; welcomes new families who arrive during the school year and provides sponsors; and organizes, publicizes and attends New Family Social in August. This committee shall have two chairs.
  - (vi) *Planning and Programs:* Arranges the programming for the regular HSA meetings; and coordinates special programs and other activities with faculty and administration. This committee shall have two chairs.
  - (vii) *Social:* Plans and organizes social events and other programs as directed by the Executive Committee. This committee shall have two chairs.
  - (viii) *Special Food:* Coordinates and staffs HSA special vendor fundraiser events that benefit the HSA; and shares parent concerns regarding food quality promptly to parish/school representatives and/or lunch vendor. This committee shall have one chair.
  - (ix) *Spirit Wear:* Coordinates and manages the sale of SMM spirit wear. This committee shall have one chair.
  - (x) *Student Appreciation:* Oversees HSA activities that benefit SMM students as directed by the Executive Board. This committee shall have two chairs.
  - (xi) *Teacher Appreciation:* Oversees HSA activities that benefit SMM teachers as directed by the Executive Board, including, but not limited to, organizing and managing the school-wide collection for faculty Christmas gifts and planning activities for Teacher Appreciation Day. This committee shall have two chairs.
  - (xii) *Ways and Means:* Coordinates all fundraising activities not expressly assigned to other committees. This committee shall have two chairs.
- (b) Unless otherwise provided herein, the President shall appoint the chairperson of each Standing Committee after the Annual Meeting for a term of one year, or in case of vacancy, for the unexpired term.
  - (c) All chairpersons shall be responsible for the efficient operation of their committees, and shall make regular reports to the President and Executive Board.

- (d) Unless otherwise provided herein, the chairperson of each Standing Committee has the authority to select a sufficient number of members to ensure proper operation of the committee. Unless otherwise provided herein, the chairperson of each Standing Committee also has the authority to nominate a co-chairperson. Such nominated co-chairperson shall be approved by a vote of the Nominating Committee. All co-chairpersons and committee members shall be active members of the HSA in good standing.

**Section 8.02** Special committees shall be created as required by the Executive Committee for specific purposes. The President will appoint the chairperson and members. Special committees terminate their existence when their purposes are accomplished and their final reports are received and accepted by the Executive Committee. Special committees may be created for periods of up to one (1) year; the Executive Committee may renew the authorization for a special committee's operation.

## **Article IX. REMOVAL AND REPLACEMENT OF OFFICERS**

**Section 9.01** An officer or chairperson may be removed by joint resolution of four members of the Executive Committee. Such action may be taken only for failure to perform the duties and responsibilities of office, as described in these by-laws. Any officer or chairperson whose removal is considered shall be informed of the basis for such action before any vote is taken.

**Section 9.02** A person selected by the remaining officers shall fill a vacancy occurring in any office or on the Executive Board (including as a result of resignation) for the unexpired term. In the case of a vacancy occurring in the office of President, the Vice President shall act as interim President and the remaining officers shall choose a new Vice President to serve until the Annual Meeting.

**Section 9.03** No Vice President appointed under the terms of Section 9.02 shall succeed automatically to the office of President, but may stand for election, as prescribed in Article V.

## **Article X. AMENDMENTS**

These by-laws may be amended at any regular meeting of the HSA by a two-thirds (2/3) vote of the active members present provided notice of the proposed amendment was given at the previous meeting or in the notification of the regular meeting.



## **Article XI. PARLIAMENTARY AUTHORITY**

Except as otherwise provided in the by-laws, any questions of parliamentary order arising in the course of the conduct of any meeting of the HSA or the Executive Board shall be resolved pursuant to the latest revised edition of Robert's Rules of Order.