

**BYLAWS**  
**Lakewood Christian School**  
**Parent Employee Student Organization**

**Preamble to PESO Bylaws:**

Lakewood Christian School is a mission outreach program of Lakewood Christian Church. The Church very much appreciates the efforts of the parents, employees, and students in supporting this component of the church. All functions of the PESO are under the direction of the school board, which functions at the pleasure of the Elders of Lakewood Christian Church. Any activity emanating from the PESO that is in conflict with; the mission of the Church, promoting Jesus Christ, or demonstrating love for the Lord as well as love for one another, is not acceptable. Please seek resolution from conflict by following the example provided in the scriptures, Matthew 18:15-17. The School Board and or Elders reserve the right to dissolve this organization if it becomes a hindrance to the school.

**Article 1 - Name of Organization**

Lakewood Christian School Parent -Employee - Student Organization, (PESO)

**Article 2 - Purpose**

The purpose of the PESO is to support Lakewood Christian School financially and through volunteering on school improvement projects.

**Article 3 - Members**

Any school employee, parent, grandparent, guardian, or other adult standing in loco parentis for a student at the school may be a member and shall have voting rights. Students may attend meetings and offer input if called upon. Students may not vote or hold elected office.

**Article 4- Officers and Elections**

Section 1. OFFICERS. The officers shall be a president, vice-president, and a secretary-treasurer.

- A. President. The president shall preside over meetings of the organization and executive board, serve as the primary contact for the principal, represent the organization at meetings outside the organization, serve as the ex-officio member of all committees, except the nominating committee, and coordinate the work of all the officers and committees so that the purpose of the organization is served.

- B. Vice President. The vice president shall assist the president and carry out the president's duties in his or her absence or inability to serve.
- C. Secretary-Treasurer. The sec-treas. shall keep all records of the organization, take and record minutes, prepare the meeting agendas, handle correspondence, and post notices for meetings. The sec-treas. shall keep a copy of the minute book, bylaws, rules, membership list, and any other supplies and bring them to meetings. The sec-treas. shall receive all funds of the organization, keep an accurate record of receipts and expenditures, and pay out funds in accordance with the approval of the executive board and school Superintendent. He or she will present a financial statement at every meeting and at other times of the year when requested by the executive board, and make a full report to the school board at their May meeting each year.

Section 2. Nominations and Elections. Elections will be held at the April meeting of PESO. The nominating committee shall select a candidate for each office and present the slate at the March meeting. Nominations may also be made from the floor. Voting shall be by voice vote if a slate is presented. If more than one person is running for an office, a ballot vote shall be taken at the April meeting. Ballot voting shall be conducted in the school office during the day between 7:45AM and 3:30PM on the day of the April meeting. The principal and the principal's designee shall count and record the votes. The results will be provided to the President for dissemination to the members at the meeting.

Section 3. Eligibility. Any member is eligible for office who has attended at least five meetings during the current school year.

Section 4. Terms of Office. Elections shall be for one year terms. A member may service in any office as many times as they are elected to serve with no break in service required.

Section 5. Vacancies. If there is a vacancy in any office an election will be conducted at the next regular meeting to fill the vacancy.

Section 6. Removal From Office. Officers can be removed from office with cause by a two-thirds vote of those present at the meeting. Ten days prior notice of intent to recall an officer prior to any vote must be given. Attendance of at least 50% of the members must be present. Cause shall be determined by the school principal.

## **Article V - Meetings**

Section 1. Regular meetings. The regular meeting of the organization shall be on the last Thursday of each month during the school year at 3:30PM, or at a time and place to be determined by the executive board at least one month before the meeting. The annual

meeting will be held at the April regular meeting. The sec-treas. will notify the members of the meeting in a flyer sent home with the students, or by electronic means at least one week prior to the meeting.

Section 2. Special Meetings. Special meetings may be called by the President or any five members submitting a written request to the secretary. The executive board will consider the request and determine if a special meeting is needed. Notice of any special meeting approved by the executive board shall be given at least 10 days prior to the meeting by flyer or electronic means.

Section 3. Quorum. The quorum shall be 5 members of the organization.

### **Article VI – Executive Board**

Section 1. Membership. The Executive Board shall consist of the officers, principal and standing committee chairs.

Section 2. Duties. The duties of the Executive Board shall be to transact business between meetings in preparation for the general meeting, create standing rules and policies, create standing and temporary committees, prepare and submit a budget to the Superintendent for approval and then submit it to the membership for approval, approve routine bills, and prepare reports and recommendations to the membership. The agenda for regular meetings will be prepared by the executive board.

Section 3. Meetings. Regular meetings shall be held monthly, on the same day and at the same time each month, to be determined by the board. Special meetings may be called by the president in concert with any other board member.

Section 4. Quorum. Three members of the board of directors constitutes a quorum.

### **Article VII – Committees**

Section 1. Membership. Committees may consist of members and board members, with the president acting as an ex-officio member of all committees. A committee member may be removed by a majority vote by the Officers of the organization.

Section 2. Standing Committees. The following standing committees shall be held by the organization: Fundraising, Hospitality, Membership, Communication, Family events, Nominating, and Auditing.

Section 3. Additional Committees. The board may appoint additional committees as needed.

## **Article VIII – Finances**

Section 1. A tentative budget shall be drafted in the fall by the executive board for each school year and approved by the superintendent. It will then be submitted at the regular August meeting for approval by a simple majority of the members present.

Section 2. The treasurer shall keep accurate records of any disbursements, income, and banking account information.

Section 3. The executive board and school superintendent shall approve all expenditures of the organization.

Section 4. The school superintendent, or his designee, shall be the only authorized signatory of checks.

Section 5. The treasurer shall prepare a financial statement in the month of April for each school year. The financial statement shall be presented to the audit committee, principal, superintendent and school board for review and approval.

Section 6. The fiscal year shall be May 1<sup>st</sup> through April 30<sup>th</sup>.

## **Article IX – Parliamentary Authority**

Meetings will be conducted in an informal fashion. The president, or the president's designee, shall chair the meetings. Informal discussion may precede each item to come before the membership for a vote. A motion and second will be required before each question is discussed and voted upon. The president shall determine when there has been adequate discussion and call for the vote. A simple majority is required to pass any motion.

## **Article X – Standing Rules**

Standing rules may be approved by the Executive Board, and the secretary shall keep a record of the standing rules for future reference.

## **Article XI – Amendments**

These bylaws may be amended by submitting a written request to the school principal or superintendent who will then seek approval by the school board or church Elders.

The conflict of interest policy will be attached as an addendum to these bylaws.

## **Article XIII - Conflict of Interest Policy**

**Section 1. Purpose.** The purpose of the conflict of interest policy is to protect this tax-exempt

organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the organization 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. Interested Person. Any director, principal officer, 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. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment or family:
  - 1. An ownership or investment interest in any entity with which the organization has a transaction or arrangement.
  - 2. A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement; or
  - 3. 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.

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. Duty to Disclose. 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 directors and members of committees with governing board-delegated powers who are considering the proposed transaction or agreement.
- b. Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed or voted upon. The remaining board or committee members shall decide whether a conflict of interest exists.
- c. Procedures for Addressing the Conflict of Interest

1. 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.
  2. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
  3. After exercising due diligence, the governing 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.
  4. 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
1. 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.
  2. 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. Records of Proceedings.** The minutes of the governing board and all committees with board delegated powers shall contain:

- a. The names of the person 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 governing 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 governing board of 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. Annual Statements.** Each director, principal officer, and member 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 the organization is charitable and that 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. Periodic Reviews.** 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. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits re reasonable are based on competent survey information, and are the result of arm's length bargaining.
- b. Whether partnerships, joint ventures and arrangements with management organizations conform to the organization's written policies, are properly recorded,

reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or an excess benefit transaction.

**Section 8. Use of Outside Experts.** When conducting the periodic reviews as provided for in Section 7, the organization may, but need not, use outside advisers. If outside experts are used, their use shall not relieve the governing body of its responsibility for ensuring that periodic reviews are conducted.