

Academy for Science and Design Educational Foundation

Bylaws

Article I – Name

The name of the organization shall be the Academy for Science and Design Educational Foundation, Inc., hereinafter referred to as ASDEF. It shall be a non-profit corporation organized pursuant to NH Revised Statutes Annotated (RSA) Chapter 292.

Article II – Purpose

The ASDEF is organized for the purpose of supporting the education of children at the Academy for Science and Design Charter School, hereinafter referred to as ASD, by fostering relationships among the school, administrators, parents, teachers, and students, as well as to enhance the educational facilities, opportunities, and scholarships for the students of ASD.

Article III – Members

Section 1. Eligibility for membership.

Any parent, guardian, or other adult standing in loco parentis for a student at the school may be a member. The ASD Director or principal and any staff member employed at the school, or that is a teaching volunteer at the school, may be a member. Members will have voting rights. Any student may be a non-voting member of the organization. Affiliate and Corporate members are eligible as stated in Article III Section 2 paragraphs B and C respectively.

Section 2. Classes of Members.

There shall be the following classes of members:

A. Regular members.

Regular members shall be those members who are active in the programs of ASDEF and who have paid dues according to these bylaws. They shall have all the rights of membership.

B. Affiliate members.

Affiliate members shall be those organizations that support the projects of ASDEF with a financial contribution of at least \$100 per year. They shall have no other membership rights or responsibilities. They may attend meetings as observers.

C. Corporate members.

Corporate members shall be those corporations, companies, and firms, which contribute at least \$1,000 per year to ASDEF. Corporate members shall have the right to appoint one (1) delegate to membership meetings with the right to make motions and vote. The Corporation shall appoint this delegate in writing to the President of ASDEF at least two weeks prior to the meeting at which the delegate shall be participating. Corporate members shall not have the right to hold office. They shall not be required to attend meetings and shall not be counted in determining a quorum.

D. Student members.

Student membership shall be open to any currently enrolled student with ASDEF family membership. Student members do not have voting rights and shall not be counted in determining a quorum.

Section 3. Dues.

The dues shall be as follows:

A. Regular members.

Dues shall be \$10 per family per year, unless otherwise determined by the Board of Directors, payable on the last day of the month that the individual becomes a member. Special exemptions from payment of dues shall be considered by the Board of Directors on a case by case basis.

B. Other members.

In lieu of dues, the financial contribution for affiliate and corporate members shall be as stated in these bylaws.

Section 4. Delinquency of dues.

Dues shall be due and payable as stated in Section 3 of this article. A member shall be considered in good standing when his or her dues are paid on time. Dues shall be delinquent one month after they are due. If dues are not paid within two months after the due date, membership shall be forfeited.

Section 5. Application for membership.

Forms for membership application shall be provided by the membership committee to the prospective member along with a copy of the bylaws. Membership shall be approved by the Board of Directors by majority vote. An individual, organization, or corporation not approved for membership shall be notified by certified mail by the recording secretary as to the reasons. Applications refused by the Board of Directors may be resubmitted after a period of six months.

Section 6. Resignation.

Members may resign in good standing by sending a letter of resignation to the recording secretary, before dues have become delinquent.

Section 7. Voting.

A member in good standing shall be entitled to one vote at meetings. There shall be voting by proxy permitted with prior notice.

Article IV – Officers and Elections

Section 1. Officers.

The officers shall be a president, vice president, secretary, treasurer, and one additional officer may be appointed by the Board of Directors, or elected to assist the elected officers in their duties.

Section 2. Duties of Officers.

A. President.

The president shall be the chief executive officer of ASDEF, and shall: serve as chairman of the Board of Directors; have the power to appoint special committees subject to the approval of the Board of Directors; be responsible for maintaining good public relations with the community; preside over meetings of the organization and the Board of Directors, serve as the primary contact for the ASD Director or principal, represent the organization at meetings outside the organization, serve as an 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.

The secretary shall keep all records of the organization, take and record minutes, prepare the agenda, handle correspondence, and send notices of meetings to the membership. The secretary also keeps a copy of the minutes book, bylaws, rules, membership list, and any other necessary supplies, and brings them to meetings. The recording secretary shall have other duties as prescribed by the Board of Directors or by standing rule.

D. Treasurer.

The treasurer shall receive all funds for the organization, keep an accurate record of receipts and expenditures, and pay out funds in accordance with the approval of the Board of Directors. He or she will present a financial statement at every meeting and at other times of the year when requested by the Board of Directors, and make a full report at the end of the fiscal year. The treasurer shall be chairperson of the budget and finance committees, and shall submit a yearly budget for adoption by the Board of Directors, at such time as the Board of Directors shall direct.

E. Appointed or Elected Officer.

Appointed or elected officer shall have such duties as directed by the Board of Directors.

Section 3. Election and appointment of officers.

A. Elected officers.

The officers shall be elected by ballot at the annual meeting. They shall take office on the first day of the ASDEF fiscal year (July 1). Officers elected to fill a vacancy will take office immediately following the meeting in which they were elected. Elected officers shall serve a term of one year or until their successors are elected. No member may serve more than two consecutive terms in the same office. A majority vote shall elect.

B. Appointed officers.

Appointed officers may be appointed at any time by the Board of Directors and shall take office immediately upon notification of appointment. The term of office for appointed officers shall be determined by the Board of Directors, but in no case shall the term exceed one year. Appointed officers may serve no more two (2) consecutive terms in the same office. Each appointed officer shall hold only one office at a time.

Section 4. Eligibility.

Members are eligible for office if they are voting members in good standing at least two weeks before the nominating committee presents its slate.

Section 5. Terms of Office.

Officers are elected for one year and may serve no more than two (2) consecutive terms in the same office. Each elected officer shall hold only one office at a time.

Section 6. Vacancies.

If there is a vacancy in the office of president, the vice president will become interim president. At the next regularly scheduled meeting, a new president will be elected. If there is a vacancy in any other office, members will fill the vacancy through an election at the next regular meeting.

Section 7. Removal From Office.

Officers can be removed from office with or without cause by a two-thirds vote of those present (assuming a quorum) at a regular meeting where previous notice has been given.

Article V – Meetings

Section 1. Regular Meetings.

The regular meeting of the organization shall be at a time and place determined by the Board of Directors at least two weeks before the meeting. The secretary will notify the ASDEF members of any meeting changes at least two weeks prior to the meeting.

Section 2. Annual meeting.

The regular meeting in May shall be known as the annual meeting for the purpose of electing officers and directors, receiving reports of officers, the Board of Directors and committees, and for any other business that shall properly come before the meeting. Notice of the annual meeting accompanied by a detailed agenda shall be sent to ASDEF members at least two weeks prior to the date of the meeting.

Section 3. Special Meetings.

Special meetings may be called by the president, any two members of the Board of Directors, or five general members submitting a written request to the secretary. Previous notice of the special meeting shall be sent to the members at least two weeks prior to the meeting, by agreed upon manner of communication. Notice shall include the specific business to be conducted at the meeting.

Section 4. Quorum.

A. Membership meetings.

The quorum for regular meetings, annual meetings and any special meetings of the membership shall be ten percent (10%) of the total membership, provided that at least three directors are present.

B. Board of Directors meetings.

A quorum for meetings of the Board of Directors shall be a majority of the directors then in office.

Section 5. Board of Directors meetings.

Board of Directors meetings shall be held at a time and place to be determined by the president. Board of Directors meetings shall be closed to members and to the press. Members and nonmembers may be invited by the Board of Directors to appear for the purpose of reports and receipt of other information, but shall not be entitled to remain in the meeting during the conduct of business.

Section 6. Special meetings of the Board of Directors.

Special meetings of the Board of Directors may be called by the president or any three directors. Notice of the special meeting shall be sent to directors at least seven days prior to the date of the meeting. Attendance shall be limited as provided in Section 5 of this article.

Article VI –Board of Directors

Section 1. Composition.

The Board of Directors shall consist of the officers, ASD Director or principal, and standing committee chairs.

Section 2. Responsibilities.

The Board of Directors shall be responsible for the management and administration of ASDEF in all respects and for all purposes. The Board of Directors shall be responsible for adoption of the annual budget.

Article VII – Committees

Section 1. Membership.

Committees may consist of regular members, with the president acting as an ex officio member of all committees.

Section 2. Standing Committees.

The following committees shall be standing committees held by the organization: Budget and Fundraising.

Section 3. Additional Committees.

The Board of Directors may appoint additional committees as needed.

Article VIII – Finances

Section 1. Budget.

A tentative budget shall be drafted in the spring for each school year and approved by a majority vote of the members present at the June regular meeting.

Section 2. Records.

The treasurer shall keep accurate records of any disbursements, income, and bank account information.

Section 3. Approvals.

The Board of Directors shall approve all expenses of the organization. Expenditure amounts over \$500 must have the signature of at least two officers. Authorized signers shall be the president, vice president, and treasurer.

Section 4. Annual Review.

The treasurer shall prepare a financial statement at the end of the year, to be reviewed by the Board of Directors and provide for an independent review.

Section 5. Fiscal Calendar.

The fiscal year shall begin July 1st and end June 30th.

Article IX – Parliamentary Authority

Robert's Rules of Order shall govern meetings when they are not in conflict with the organization's bylaws.

Article X – Standing Rules

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

Article XI – Amendments

These bylaws may be amended at any regular or special meeting, providing that previous notice is given in writing two weeks the prior meeting and then sent to all members of the organization by the secretary. Notice may be given by postal mail, e-mail, or fax. Amendments will be approved by a two-thirds vote of those present, assuming a quorum.

Article XII – Dissolution

The organization may be dissolved with two weeks notice and a majority vote of those present at the meeting.

Upon the dissolution of the corporation, any remaining funds shall be used to pay any outstanding bills and, with the membership’s approval, spent for the benefit of the school. Should the Academy of Science and Design not be prepared to accept the assets, the assets shall be distributed for one or more educational exempt purposes within the meaning of Section 501(c) (3) of the Internal Revenue Service Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public educational purposes.

Amendments

Number	Amendment	Date Approved
Amendment 1	Section 3. Paragraph A. shall be updated from “\$50 per family” to “\$10 per family”.	October 6, 2009