**PINE-RICHLAND PAGE**

**AFFILIATE BYLAWS**

**Article I**

**Name and Purposes**

Section 1: This organization shall be known as Pine-Richland PAGE, an affiliate organization of the Pennsylvania Association for Gifted Education, Inc. (PAGE).

Section 2: The purposes of this organization shall be:

1. To focus attention on gifted children and their right to an appropriate program of education.
2. To examine current gifted programs and ensure the availability of enriched learning experiences that develop the strengths and talents of gifted learners.
3. To encourage continuous review of and improvements to the gifted education program.
4. To facilitate a community in which gifted students have the opportunity for interactions with like-minded peers.
5. To provide a network of support for parents of gifted students and all other persons interested in the intellectual growth and development of children.
6. To enhance communication and cooperation among parents, teachers and administrators of gifted learners.

Section 3: Pine-Richland PAGE is to be a member of the Pine-Richland Unified Booster Organization (PRUBO). PRUBO is the central organization which holds Pine-Richland PAGE’s non-profit group exemption under Internal Revenue Code (IRC) § 501(c). As a non-profit § 501(c) organization, the mission of Pine-Richland PAGE is to provide support to all persons interested in improving opportunities for gifted and high-achieving students, including financial support not otherwise provided by the school district.

Notwithstanding any other provision of these bylaws, Pine-Richland PAGE shall not conduct any activities that are prohibited (1) for a corporation exempt from federal income tax under IRC § 501(c)(3), or the corresponding section of any future federal tax code, or (2) for a corporation, contributions to which are deductible under IRC § 1701(c)(2).

**Article II**

**Membership and Rules**

Section 1: Membership shall be open to all persons interested in the purposes listed in Article I. Although the organization is primarily interested in promoting its purposes in the Pine-Richland School District, it is also interested in gifted education throughout the state and the nation

Section 2: There shall be member fees, the amount of which shall be established by the Board annually.

**Article III**

**Elected Officials**

Section 1: The Board of the organization shall consist of the following elected officials: President, Vice President, Secretary, Treasurer, Past President and others as deemed necessary to promote the goals of the organization.

1. President: Presides over the organization, working closely with the Board to set goals and ensure that policies and directives are implemented; is the official representative of the affiliate; maintains contact with the state and regional officers of PAGE; and coordinates local meetings.
2. Vice President: Conducts organization business and presides over meetings in the absence of the President, as required by the President and/or Board; and supports the goals of the organization as needed.
3. Secretary: Keeps the minutes of all Board and organization meetings; maintains a contact list of all members; and disseminates minutes and agenda to all members.
4. Treasurer: Receives all income and pays all obligations of the affiliate; makes disbursements only as directed by the Board; prepares a financial report for all meetings; ensures all financial records and reports will be open to the general membership; and files taxes as required.

The treasurer will also be responsible for submitting financial data to the PRUBO Treasurer by October 15, including a copy of Pine-Richland PAGE’s annual audit report, a copy of the submitted annual tax return, and signed authorization by the President to be a member of PRUBO.

The President, Vice-President and Treasurer shall be authorized to sign checks on behalf of Pine-Richland PAGE. All checks require at least two signatures.

The fiscal year of Pine-Richland PAGE shall be July 1 through June 30.

1. Past President: Serves in an *ex officio* (non-voting) capacity; and offers advice, guidance and continuity to the Board.
2. Booster Member Council of PRUBO Representative: Represents Pine-Richland PAGE. The representative’s name and contact information will be submitted to the PRUBO Secretary by July 1 of the current fiscal year. Each representative will serve for a one-year term.

Section 2: Each Board member shall serve a one-year term of office, which begins after the annual business meeting at which he or she was elected, except for the initial Board members, who shall serve until the first election from the general membership. In the event that any officer (except the Past President) is unable to complete his or her term, the Board shall fill the vacancy for the remainder of the term. Board members may be re-elected after the completion of their terms.

Section 3: All elected and appointed officers of the Board must be or become members of PAGE.

Section 4: The Board shall act for the organization as necessary between organization meetings. A Board meeting may be called by the President, Vice President and/or two other members of the Board. Such action shall be reported to the general membership at the next regularly scheduled general membership meeting.

Section 5: A Board member may be removed from office when the following procedure has been observed:

1. A written request from any two Board members, specifying the reason for removal, shall be given to the President or Vice President. The Board will review the request within 20 business days.

1. The general membership may petition the removal of a Board member by submitting a written request to any Board member. The request must be signed by 50% of general members in good standing and specify the reasons for the removal. The Board will review the request within 20 business days.
2. Within 5 business days of receiving the complaint, the President (or Vice President, if the complaint is registered against the President) will notify the Board member complained of in writing of the complaint.
3. Within 20 business days of the Board’s review of the complaint, the Board and the Board member who is the subject of the complaint will meet to discuss the complaint. The Board member complained of shall be given adequate opportunity to respond to the complaint.
4. Upon two-thirds vote of approval from the members of the Board with voting rights, the Board member complained of will be removed from his or her position. The Board shall name an interim person to function in that position until the next regularly scheduled election.
5. The removal of a Board member shall be announced at the organization’s next general membership meeting.

Section 6: No Board member may vote upon a matter in which he or she has a direct financial interest or conflict of interest. No Board member may vote upon a matter in which he or she has a business or family relationship not common to all members. Immediately upon becoming aware that such a conflict exists, a Board member must disclose such conflict, withdraw from further deliberation, and refrain from voting on the matter.

**Article IV**

**Meetings**

Section 1: Board member meetings shall be held at least 2 times per year.

Section 2: General membership meetings shall be held at least 2 times per year, with an annual business meeting held in May.

Section 3: Meetings shall be conducted using a method of parliamentary procedure such as Robert’s Rules of Order.

**Article V**

**Amendments**

Section 1: Amendments to these bylaws may be proposed by any member in good standing.

Section 2: Proposed amendments shall be presented in writing to any member of the Board, at least 30 days prior to the annual business meeting. The Board shall study the proposed amendments and present them, along with a recommendation to accept or reject the amendments, at the annual business meeting.

**Article VI**

**Adoption of the Bylaws**

These bylaws shall be adopted by a majority vote of the initial members of the affiliate. Thereafter, all amendments shall be adopted by a majority vote of the members present at an annual business meeting of the affiliate.

**Article VII**

**Nomination and Election of Board Members**

Section 1: The election of Board members shall occur at the annual business meeting, except for the initial Board members, who shall be elected by majority vote of the initial members of the affiliate.

Section 2: At least 12 weeks prior to the annual business meeting, the Board shall inform the members that nominations are open. The names of nominees shall be submitted to the Board four weeks before the annual business meeting. The Board shall present the list of candidates to the general membership via an agenda before the annual business meeting.

Section 3: Only those in attendance whose membership was paid prior to the start of the meeting may vote.

Section 4: A majority of the members present at this meeting will elect the Board.

**Article VIII**

**Quorum**

Section 1: A quorum shall consist of the members in attendance at any general membership or business meeting of the organization.

Section 2: A majority of the Board members constitutes a quorum to conduct the business of the organization.

Section 3: Board members may participate in a meeting of the Board or of a committee of the Board by means of a conference telephone or similar electronic equipment as long as all persons participating in the meeting can hear each other.

**Article IX**

**Insurance**

Pine-Richland PAGE shall maintain commercial general liability insurance through the Pine-Richland umbrella policy, which provides coverage for directors and officers for personal injury, medical expenses, property damage, and products. Minimum limits of liability shall be $1,000,000 per occurrence and $2,000,000 aggregate.

**Article X**

**Dissolution or Disbandment**

Upon the dissolution of Pine-Richland PAGE, assets shall be distributed for one or more exempt purposes within the meaning of IRC § 501(c)(3), or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in, which the principal office of the organization is then located, exclusively for such purpose(s) or to such organization(s) as the court shall determine, which are organized and operated exclusively for such purpose(s).