

**Yinghua Academy Community Association
Bylaws
Final – May 7, 2009**

I. NAME

The name of the organization shall be the Yinghua Academy Community Association (YACA).

II. PURPOSE

Supporting the mission of Yinghua Academy its students, teachers and staff by providing volunteers, fundraising and assistance in cooperation with the Director and the School Board.

III. BASIC POLICIES

The following are the basic policies of Yinghua Academy Community Association:

- A. The organization shall be noncommercial, nonsectarian and nonpartisan.
- B. The name of the organization or the names of any members in their official capacities shall not be used to endorse or promote a commercial concern or in connection with any partisan interest or for any purpose not appropriately related to promotion of the objectives of the organization.
- C. The organization shall not, directly or indirectly, participate or intervene in anyway, including the publishing or distributing or statements in any political campaign on behalf of, or in opposition to, any candidate for public office or devote more than an insubstantial part of its activities in attempting to influence legislation by propaganda or otherwise.
- D. The organization shall work with the school and the school board to support quality education for all children and youth recognizing that the legal responsibility to make decisions has been delegated by the people to boards of education, state education authorities and local education authorities.

IV. GENERAL MEMBERSHIP

Voting members shall be parents or guardians of current students, current faculty and staff and current Yinghua Board members.

Non-voting members are friends of the school and prospective parents of Yinghua Academy students.

V. GENERAL MEETINGS

- A. General Membership. YACA General Membership meetings of the organization are intended to be held several times during the school year. Meetings must be conducted by at least one YACA Board Member. The time and place of the meetings shall be posted at least two weeks prior to the meeting. The secretary will notify the general membership of a cancellation.
- B. Special General Membership Meetings. Additional meetings of the organization may be called, by a majority vote of the YACA Board.
- C. Quorum. Those persons present at a properly called General Membership or Special General Membership Meeting shall be designated as a Quorum and shall be entitled to take action on behalf of the organization. The Quorum for a YACA Board Meeting shall be a majority of the number of current members.
- D. Voting. A majority vote of the members present at any meeting shall be required for all actions to be taken by the organization. Meetings must be conducted by at least one YACA Board member.

VI. OFFICERS

- A. Positions. The officers of the organization shall consist of a Chair and Vice Chair, Secretary and Treasurer.
- B. Chair. The Chair shall:
 - 1. Preside at all meetings of the YACA Board and serve as a voting member of the YACA Board.
 - 2. Serve as an ex officio member of all committees except the nominating committee.
 - 3. Coordinate the work of the officers and committees in order that the objectives may be promoted.
 - 4. Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority as directed by the YACA Board.
 - 5. Provide a written agenda for each YACA Board Meeting and each General Membership meeting.
 - 6. Provide an opportunity for each committee chair formed through YACA to present updates of his/her activities at general meetings.
- C. Vice-Chair. The Vice-Chair shall
 - 1. Be a voting member of the YACA Board and in the absence of the Chair, shall perform all duties of the Chair.
 - 2. Shall perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the Chair, or the YACA Board.

3. Coordinate “PR” function of the YACA, taking pictures, contacting the local media about YACA activities.

D. Secretary. The Secretary shall:

1. Serve as a voting member of the YACA Board.
2. Record the minutes of all meetings of the YACA Board and YACA General Membership meetings.
3. Send out the minutes from the previous meeting to the board for review prior to next month’s meeting. Updates and discussions to the previous month’s minutes will be made during the next month’s meeting.
4. Be prepared to read the records of any previous meetings.
5. Maintains all YACA records and files and posts these for public access as necessary.
6. Have a current copy of the bylaws.
7. Notify membership of a cancellation of a meeting.
8. Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the Chair, or YACA Board.

E. Treasurer. The Treasurer shall:

1. Serve as a voting member of the YACA Board.
2. Submit to a consumer credit report check. The YACA Board will review and have final approval.
3. Maintain a full and accurate account of the funds of this organization including receipts and expenditures.
4. Coordinate disbursements as authorized by the Chair, YACA Board or YACA in accordance with the budget adopted by YACA.
5. Present an annual report of the financial condition of the organization in May of each year.
6. Provide a written financial statement to the YACA Board at each meeting.
7. Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the Chair, or the YACA Board.

F. Representatives. Up to five (5) Representatives may be elected to serve on the YACA Board. Representatives shall:

1. Serve as voting members of the YACA Board.
2. Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the Chair, or YACA Board.

VII. ELECTIONS

- A. Procedure: The election of YACA Board Members shall take place during the Spring General Membership Meeting each year. All voting members of the organization may participate in the election. Two months prior to the election, the YACA Chair will notify the membership of upcoming elections, provide an election timeline and solicit nominations for open positions. Further nominations may be received from the floor at

the Spring meeting.

- B. Term of Office Officers. The term of each officer shall be two years, beginning on July 1 and ending on June 30 of each year. An officer may be elected to the same office for one term. The Vice Chair's second year will be served as Chair. On an odd calendar year, the office of Vice Chair and Treasurer will be up for election. On even calendar years, the office of Secretary will be up for election.
- C. Term of Office Representatives. The term of representative shall be two years, beginning on July 1 and ending on June 30 of each year. On an odd calendar year, three positions will be up for election. On even calendar years, two positions will be up for election.
- D. Ad Hoc Nominating Committee. In the event of no nominations from the general membership, it will be the responsibility of the chair to appoint a committee to actively recruit one nominee for each office. The committee shall prepare a slate of officers to present for election by the membership. The committee shall contact all persons who will be nominated to confirm their willingness to serve.
- E. Eligibility: Each person nominated for office must fulfill the following requirements:
 - 1. Be a voting member of YACA as defined in section 4 of these Bylaws, and
 - 2. Submit to a background check, paid for by the potential Board member.
- F. Selection. The candidates who receive the most number of votes cast by the voting members present at the meeting shall be elected.
- G. Vacancies. Any vacancy in office because of death, resignation or inability to serve may be filled by the YACA Board for the unexpired portion of the term. However, should a vacancy occur in the office of the Chair, the Vice Chair shall immediately assume the office.

VIII. YACA BOARD

- A. General Powers. The affairs, activities and operation of this organization shall be managed by the YACA Board. The YACA Board shall transact necessary business during the interval between the meetings of the membership and such other business as may be referred to it by the membership or these Bylaws. It may create Standing and Special Committees, approve the plans and work of standing and special committees, present reports and reformations at the meetings of the membership, prepare and submit a budget to the membership for approval and in general conduct the business and activities of the organization.
- B. Membership. The membership of the YACA Board shall consist of the Chair, Vice Chair, Secretary, Treasurer and as many as five (5) Representatives. A member of the Yinghua Academy School Board will be an ex officio member of the YACA Board.

- C. Removal of a Board Member. Any Board member may be removed at any time with or without cause, by the vote of a majority of a quorum of the Board at any regular meeting or at a special meeting called for that purpose.
- D. Meetings. Regular meetings of the YACA Board shall be held monthly during the school year, the time to be established at the first meeting of the year. Special meetings may be called by the Chair or by a majority of the YACA Board. Adequate notice of all meetings shall be given to all members of the YACA Board and, in the absence of an emergency, at least seven (7) days in advance. When possible, notice of meetings should be announced to the general membership of the organization. Any member may attend a meeting of the YACA Board and is entitled to speak during the public forum section of the agenda, but shall not be entitled to participate in or vote on matters before the body.
- E. Quorum. A simple majority of the regular members of the YACA Board shall constitute a quorum for the transaction of business.
- F. Voting. The act of the majority of the regular members of the YACA Board present at a meeting at which a quorum is present shall be required for all action to be taken by the Board.
- G. Relationship with School Board. The YACA Board retains the right to appoint one of its Board members to serve as an ex officio member of the Yinghua Academy School Board for the purpose of facilitating communication between the Boards. A member of the Yinghua Academy School Board will have the opportunity to serve as an ex officio member of the YACA Board.

IX. STANDING AND SPECIAL COMMITTEES

- A. Standing Committees. The YACA Board may establish Standing Committees as it deems necessary and advisable. Each Committee will select its Co-Chairs at least one of whom will be a YACA Board Member. The Chairs shall report plans and activities of the committee at YACA Board meetings and General Membership meetings as appropriate. The term of office of a committee chair shall be one (1) year or until the selection of a successor.
- B. Special Committees. The Chair and/or the YACA Board may create Special Committees. Special Committees shall be created for a specific time and /or task and shall cease to exist when that time or task has been completed. Each committee will select its Co-Chairs at least one of whom will be a YACA Board Member. The Chairs shall report the plans and activities of the committee at YACA Board Meetings or General Membership meetings as appropriate.

X. FINANCES

- A. Budget. The YACA Board shall present to the membership at the first General Membership Meeting of the year a budget of anticipated revenue and expenses for the year. This budget shall be used to guide the activities of the YACA Board during the year.
- B. Obligations. The YACA Board may authorize an officer or officers to enter into contracts or agreements for the purchase of material or services on behalf of the organization. The officers shall not have the authority, however, to enter into such agreements on behalf of Yinghua Academy nor should they hold themselves out as having such authority.
- C. Loans. No loans shall be contracted on behalf of the YACA unless authorized by the YACA Board. When so authorized, any YACA Board member may effect loans and advances at any time for YACA from any bank, trust company, or other institution, or from any firm, corporation, or individual; and for such loans and advances may make, execute and deliver promissory notes and other evidences of indebtedness of the YACA, and when authorized as are said, as security for the payment of any and all loan advances, indebtedness and liabilities of the YACA may mortgage, pledge, or transfer any real and personal property at any time held by YACA and to that end execute instruments of mortgages or pledges or otherwise transfer said property. No loans shall be made by the organization to its officers or members.
- D. Commercial Paper. All checks, drafts, or other orders for the payment of money on behalf of the organization for more than \$100 shall be signed by two of the following: The Treasurer, Chair and/or Vice Chair.
- E. The Treasurer shall deposit all funds of the organization to the credit of the organization in such banks, trust companies or other depositories as the YACA Board may select and shall make such disbursements as authorized by the YACA Board in accordance with the budget adopted by the membership. All deposits and /or disbursements shall be made within a maximum of thirty (30) days from receipt of the funds and/or orders of payment.
- F. Financial Report. The Treasurer shall present a financial report at each General Membership Meeting of the organization and shall prepare a final report at the close of the year. The YACA Board shall have the report and the organization shall prepare a final report at the close of the year. The YACA Board shall have the report and the accounts examined annually by an auditor or an informal audit committee selected by the Chair and Vice Chair. This committee will be comprised of non YACA Board members. If the audit committee is satisfied that the Treasurer's annual report is correct, it shall submit the report to the Chair for his/her signature.

XI. ACTION WITHOUT A MEETING

Any action required or permitted to be taken at a meeting of the Board may be taken by written action signed or approved by electronic mail by the number of Board Members who would be required to take the same action at a meeting of the Board at which all Board Members are present.

XII. PRESENCE AT MEETINGS VIA CONFERENCE CALL

Members of the Board or of any committee, as applicable, may participate in a meeting of the Board or any committee by means of conference telephone or similar communications equipment by which all persons participating in the meeting can simultaneously hear each other, and such participation at a meeting shall constitute presence in person at the meeting.

XIII. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Yinghua Academy Community Association in all cases in which they are applicable and in which they are not in conflict with these bylaws.

XIV. AMENDMENTS

Recommendations for Amendments to these bylaws should be submitted to the YACA Board. The Board will discuss the recommendations at their next scheduled meeting and report on its discussion at the next General Membership meeting.

The bylaws may be amended at a General Membership Meeting by a simple majority vote of the members present. Notice shall be given at least two (2) weeks prior to the meeting.

XV. REVIEW

The YACA Board will review these bylaws annually.

FINAL
May 7, 2009