

# Articles of Organization and Bylaws of Trinity Preparatory School Patrons of the Arts

## Article I

### Name

The name of this organization shall be Trinity Preparatory School Patrons of the Arts (hereafter referred to as Patrons of the Arts or POA).

## Article II

### Purpose

The purpose of this organization shall be to promote, support and enhance the arts at Trinity Preparatory School (hereafter called TPS).

## Article III

### Members and Dues

Membership in this organization shall be open to parents or guardians of students or alumni of TPS, TPS faculty and staff and other supporters of the arts, without consideration of race, color, national or ethnic origin. Categories of membership and dues amounts shall be set by the Board of Directors.

## Article IV

### Governing Body

The POA Board of Directors shall be the governing body of this organization and shall have full power to carry out the purpose of this organization according to these Bylaws.

## Article V

### Meetings \* Elections \* Quorum

- A. Meetings of the active members shall be held as specified by the Board of Directors, except that the annual meeting of the membership shall be held on a designated date in September at TPS. Special meetings may be called by the President or by a majority of the Board of Directors, but five (5) days written notice of the date, place, and purpose of such special meetings shall be given to

- the active members. Meetings will be announced by email or by notification by Parent Liasion.
- B. All motions, questions, etc. shall be decided by a majority of active members present. The presence of ten members shall constitute a quorum necessary for transacting business, except for the amending of the Bylaws. All members in good standing in attendance at meetings are members of the voting body.
  - C. The President shall appoint a nominating committee prior to the final meeting of the year. Said committee shall propose nominees for the vacancies to be filled on the Executive Board; the slate shall consist of active members in good standing.
  - D. All nominees for the Executive Board shall be presented to the membership at the April general membership meeting and shall be posted for thirty (30) days in order to allow for additional nominations and nominations from the floor.
  - E. The Board of Directors shall consist of at least six (6) members with additional liaisons and committee chairs as appointed by the President. They shall serve staggered two (2) year terms. No person shall be elected for more one (1) two-year term in the same position on the board. All Board members must be members in good standing.
  - F. Directors shall take office after the final meeting of the year.
  - G. With the exception of the President, the Executive Board shall fill a vacancy in any office by appointment. The Vice President/Membership shall fill a vacancy occurring in the office of the President for the unexpired term.

## Article VI

### Executive Committee

The Executive Committee shall be composed of:

- A. President: Preside at all regular and special meetings; Appoint all liaisons and standing committee chairs; Represent POA or designate someone as representative in his/her absence; Serve as liaison to TPS Fine Arts Chair and the TPS Headmaster. Perform all other duties ordinarily pertaining to the office; Serve as an ex officio member of the TPS Board of Trustees.
- B. Vice President/Membership: Perform duties of president in his/her absence; serve as membership chair and oversee recruitment and retention of members; maintain membership roster; ensure collection of dues; report on status of membership; perform other duties as assigned by the president.
- C. Vice President/Marketing: Performs duties of president in his/her absence; serve as marketing and promotions chair; promote POA within the organization, TPS and the community; perform other duties as assigned by the president.

- D. Vice President/Liaisons: Coordinate department liaisons outlined in section VII, perform other duties as assigned by the president.
- E. Secretary: Keep and read minutes of POA meetings; serve as custodian of all records and papers of POA; conduct correspondence for the organization as necessary; perform other duties as assigned by the president.
- F. Treasurer: have general supervision of all expenditures; receive and be custodian of all POA funds; keep account of all monies received and dispersed; provide written reports of receipts and disbursements for all meetings; submit books of POA for audit as directed; perform other duties as assigned by the president.

No member shall serve in more than one position on the Executive Committee at any given time.

## Article VII Board of Directors

The Board of Directors shall consist of the Executive Committee, chairs of the standing committees and liaisons as appointed by the president, and the immediate past president.

The Board may create or amend standing committees and liaison positions. These may include, but not be limited to:

Standing Committees: "Folio"; Danhof fine arts series

Liaisons: administrative, art, band, strings, choral, forensics, theater, photography, literary. Liaisons are responsible for submitting regular reports to the VP Liaisons.

Any member of the Board of Directors who fails to perform his/her duties may be removed from that position by a two-thirds vote of those present at any Board of Directors meeting. Voting shall be by ballot.

## Article IX. Meetings

Meetings of the organization shall be held at such time and places as decided by the Executive Committee.

A. Executive Committee Meetings.

1. The Executive Committee shall meet as necessary to determine policy, discuss matters of importance to the POA, and act in emergencies between Board of Directors Meetings. The president may invite any individual whose presence may be helpful in forwarding specific business for which the individual was invited.

2. A majority shall constitute a quorum for the transaction of business for the Executive Committee.

B. Board of Directors Meetings.

1. The Board of Directors shall meet regularly to hear reports of Committee Chairs and Liaisons and to carry out other business.

2. Ten members shall constitute a quorum.

3. The Director of Parent Relations shall be invited to attend all Board of Directors Meetings.

4. All members in good standing are encouraged to attend Board of Directors meetings.

C: Annual Meeting

1. One Board of Directors meeting shall be designated the Annual Meeting and shall be held in September. The annual meeting shall be open to all members, Trinity parents, faculty and administration.

2. Ten members shall constitute a quorum.

D. Special meetings.

1. Special meetings may be called by the President, by a majority of the Board of Directors, or by written request of seven members, providing that ten days notice of such meeting be given to all active members.

Article X

Parliamentary Authority

The rules outlined in Robert's Rules of Order, Newly Revised shall govern the organization except where they are in conflict with these bylaws.

Article XI

Amendments

These Bylaws may be amended at any Board of Directors meeting by a two-thirds vote providing that written or electronic notice of the changes was given ten days prior to the vote.

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